

ASX ANNOUNCEMENT

2 December 2021

Announcement No. 28/21
Corporate Announcement Office
Australian Securities Exchange

SCHEME MEETING RESULTS

ALE Property Group (**ASX:LEP**) (**ALE**) is pleased to announce that at the Scheme Meetings held today, ALE Securityholders approved by the requisite majorities the trust scheme and the company scheme of arrangement pursuant to which a consortium managed by Charter Hall Group (**ASX:CHC**), comprising Charter Hall Long WALE REIT (**ASX:CLW**) and Hostplus, will acquire all of the ALE securities (the **Schemes**).

Voting results on trust scheme

The three resolutions to approve the trust scheme, as set out in the Notice of Trust Scheme Meeting in Annexure D of the Scheme Booklet dated 28 October 2021, were passed by the requisite majorities of ALE Securityholders, with:

- in respect of the first trust scheme resolution (Amendment of the ALE Trust Constitution), 96.87% of votes cast in favour of the resolution;
- in respect of the second trust scheme resolution (Unstapling of the ALE Shares and ALE Trust Units), 96.82% of votes cast in favour of the resolution; and
- in respect of the third trust scheme resolution (Acquisition of ALE Trust Units), 96.87% of votes cast in favour of the resolution.

The results of the poll for each of the above resolutions are set out in the table annexed to this announcement.

Voting results on company scheme of arrangement

The two resolutions to approve the company scheme of arrangement, as set out in the Notice of Company Scheme Meeting in Annexure D of the Scheme Booklet dated 28 October 2021, were passed by the requisite majorities of ALE Securityholders, with:

- in respect of the first company scheme resolution (Approval of the ALE Scheme), 96.74% of votes cast in favour of the resolution; and
- in respect of the second company scheme resolution (Unstapling of the ALE Shares and ALE Trust Units), 96.75% of votes cast in favour of the resolution.

The results of the poll for each of the above resolutions are set out in the table annexed to this announcement.

Notice of Second Court Hearing

The Schemes remain subject to Court approval in order to be implemented and certain other conditions precedent as described in the Scheme Booklet dated 28 October 2021.

ALE has applied to the Court for orders approving the company scheme of arrangement and for the provision of the Second Judicial Advice in relation to the trust scheme at a hearing scheduled for 3:00pm (Sydney time) on Tuesday, 7 December 2021 at the Supreme Court of New South Wales. As stated in the Scheme Booklet, any ALE Securityholder who wishes to oppose the approval of the Schemes at the Court hearing may do so by filing with the Court and serving on ALE a notice of appearance in the prescribed form, together with any affidavit that the ALE Securityholder proposes to rely on.

ALE will make a further announcement after the Court has considered the matter.

Lodgment of Court Orders and Suspension of Trading

If the Court approves the Schemes, ALE proposes to lodge an office copy of the Court orders and the executed Supplemental Deed with the Australian Securities and Investments Commission on Wednesday, 8 December 2021, at which time the Schemes will become legally effective.

If this occurs, ALE will apply for its securities to be suspended from trading on the Australian Securities Exchange with effect from the close of trade on Wednesday, 8 December 2021.

Implementation of the Schemes

The dates for implementation of the Schemes and other key dates are set out below.¹

Event	Expected Date
Second Court Date	3:00pm Tuesday, 7 December 2021
Effective Date Court order lodged with ASIC and announced on the ASX Last day of trading in ALE securities – ALE securities will be suspended from trading on the ASX from close of trading	Wednesday, 8 December 2021
Scheme Record Date For determining entitlements to Scheme Consideration	7:00pm (Sydney time) on Monday, 13 December 2021
Implementation Date Provision of Scheme Consideration	Friday, 17 December 2021

Securityholder information line

ALE Securityholders requiring further information in relation to the Schemes may contact the ALE Securityholder Information Line on 1300 381 572 (within Australia) or +61 9066 4059 (outside Australia), Monday to Friday (excluding public holidays) between 9.00am and 5.00pm (Sydney time).

This ASX release was approved and authorised for release by the Board of Directors

Contact:

¹ All such times and dates in the timetable below are references to the time and date in Sydney, Australia and all such times and dates are subject to change.

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Managing Director
ALE Property Group

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SCHEME MEETING
Thursday, 2 December, 2021

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution Voted on at the meeting			Proxy Votes (as at proxy close)				Direct vote (as at proxy close):		Total votes cast in the poll (where applicable)			Result
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (open votes)	Abstain	For	Against	For	Against	Abstain **	
01	APPROVAL OF THE ALE SCHEME	NA	34,150,291 39.55%	565,624 0.66%	2,412,908 2.79%	178,557	46,378,834 53.71%	2,844,979 3.29%	101,150,456 96.74%	3,410,603 3.26%	178,557	Carried
02	UNSTAPLING OF THE ALE SHARES AND THE ALE TRUST UNITS	NA	34,122,402 39.53%	552,005 0.64%	2,428,179 2.81%	214,014	46,366,748 53.72%	2,847,845 3.30%	101,125,752 96.75%	3,399,850 3.25%	214,014	Carried
1	AMENDMENT OF THE ALE TRUST CONSTITUTION	NA	34,141,037 39.55%	555,005 0.64%	2,425,179 2.81%	186,379	46,500,178 53.86%	2,711,663 3.14%	101,262,546 96.87%	3,266,668 3.13%	186,379	Carried
2	UNSTAPLING OF THE ALE SHARES AND THE ALE TRUST UNITS	NA	34,115,702 39.53%	552,005 0.64%	2,428,179 2.81%	220,714	46,431,434 53.80%	2,771,407 3.21%	101,183,738 96.82%	3,323,412 3.18%	220,714	Carried
3	ACQUISITION OF ALE TRUST UNITS	NA	34,112,202 39.53%	554,974 0.64%	2,418,710 2.80%	221,714	46,489,422 53.87%	2,719,419 3.15%	101,228,757 96.87%	3,274,393 3.13%	221,714	Carried

	Number of Shareholders voting on Poll		
	For	Against	Abstain
01	769 83.95%	147 16.05%	5
02	768 84.21%	144 15.79%	11
1	768 84.30%	143 15.70%	9
2	765 84.16%	144 15.84%	12
3	765 84.25%	143 15.75%	12

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item