



31 August 2017

BY ELECTRONIC LODGEMENT

Company Announcements
ASX Limited
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

RESPONSE TO RNY NOTICE TO UNITHOLDERS

Aurora Funds Management Limited as responsible entity of the Aurora Property Buy-Write Income Trust (**Aurora**) refers to the announcement by RNY Australia Management Ltd (**RAML**) as responsible entity of RNY Property Trust (**RNY**) dated 30 August 2017 concerning Aurora's takeover bid for units in RNY (**Bid**).

In the RNY announcement, RAML states:

"the Aurora takeover bid has as one key purpose allowing Aurora to buy units on the market in order to effect a change of responsible entity on 12 September and that if this purpose is achieved Aurora may seek to rely on a bid conditioned to terminate its obligation to proceed with the takeover bid thereby denying unit holders the ability to sell 1.5 cents if they wish to do so."

Aurora considers this statement to be both incorrect and misleading. The conditions of the Bid (set out in section 12.10 of the bidder's statement) (**Bid Conditions**) are the very narrow and minimal conditions known as "prescribed occurrences" which are so normal that even an on-market takeover bidder is entitled to withdraw a bid if one of them occurs. It would be most unusual for a bidder in Australia to make a bid without this protection.

Further, Aurora would not be entitled to rely on a triggering of any of the Bid Conditions caused by its own action (or that of its associates) because:

- section 629 of the *Corporations Act 2001* (Cth) prevents it from doing so; and
- to do so would likely be unacceptable circumstances which would entitle the Takeovers Panel to prevent Aurora relying on the condition in those circumstances.

Aurora considers that the RAML announcement is an attempt to mislead RNY unitholders by making unjustified and unsupported assertions as to Aurora's intentions and possible plans. Aurora is accordingly of the view that it should be ignored.

To ensure that the market is not under any misapprehension, Aurora hereby advises the market and RNY unitholders that it will not rely on any Bid Condition triggered after Aurora becomes the responsible entity of RNY where that bid condition is triggered by an event that is within the sole control of, or is a direct result of action by:

- Aurora,
- Aurora and its associates; or
- any one or more of Aurora's associates.

RNY unitholders can contact Aurora with any questions in relation to the Bid on 1300 553 431 or by email enquiries@aurorafunds.com.au.

Yours sincerely

A handwritten signature in blue ink, appearing to read 'Betty Poon', with a stylized flourish at the end.

Betty Poon
Company Secretary
Aurora Funds Management Limited as
Responsible entity for
Aurora Property Buy-Write Income Trust