

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Scheme Charter Hall Education Trust (ASX:CQE)

ARSN 102 955 939

1. Details of substantial holder (1)

Name Charter Hall Limited

ACN 113 531 150

There was a change in the interests of the substantial holder on **1 April 2019**

The previous notice was given to the company on

The previous notice was dated

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Stapled Securities	41,254,909	16.02% based on 257,501,478 ordinary units on issue in Charter Hall Education Trust	41,501,608	14.09% based on 294,383,624 ordinary units on issue in Charter Hall Education Trust

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (8)	Consideration given in relation to change (6)	Class and number of securities affected	Person's votes affected
15 November 2018	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR NEJA PTY LTD	Participation in distribution reinvestment plan	\$5,582.27	2,181 (ORD)	2,181
19 December 2018	ONE MANAGED INVESTMENT FUNDS LIMITED AREF CHARTER HALL MAXIM PROPERTY SECURITIES FUND	Disposal (on market)	\$306,000	100,000 (ORD)	100,000

28 December 2018	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR NEJA PTY LTD	Participation in distribution reinvestment plan	\$6,085.76	2,056 (ORD)	2,056
28 December 2018	ONE MANAGED INVESTMENT FUNDS LIMITED AREF CHARTER HALL MAXIM PROPERTY SECURITIES FUND	Purchase (on market)	\$30,072.30	10,194 (ORD)	10,194
31 December 2018	ONE MANAGED INVESTMENT FUNDS LIMITED AREF CHARTER HALL MAXIM PROPERTY SECURITIES FUND	Purchase (on market)	\$118,621.88	39,806 (ORD)	39,806
31 December 2018	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR ALPHA FUND MANAGERS	Purchase (on market)	\$208,600	70,000 (ORD)	70,000
31 January 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	Purchase (on market)	\$3,609.84	1,157 (ORD)	1,157
31 January 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	Purchase (on market)	\$2,441.88	756 (ORD)	756
31 January 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	Purchase (on market)	\$26,217.52	7,932 (ORD)	7,932
21 January 2019	FOLKESTONE LIMITED	Participation in distribution reinvestment plan	\$1,245,369.68	420,733 (ORD)	420,733
4 March 2019	ONE MANAGED INVESTMENT FUNDS LIMITED AREF CHARTER HALL MAXIM PROPERTY SECURITIES FUND	Disposal (on market)	\$54,372.24	16,328 (ORD)	16,328
5 March 2019	ONE MANAGED INVESTMENT FUNDS LIMITED AREF CHARTER HALL MAXIM PROPERTY SECURITIES FUND	Disposal (on market)	\$445,649.08	133,672 (ORD)	133,672

13 March 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	Purchase (on market)	\$28,868.57	8,351 (ORD)	8,351
15 March 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	Purchase (on market)	\$4,099.41	1,186 (ORD)	1,186
19 March 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	Purchase (on market)	\$11,631.62	3,305 (ORD)	3,305
19 March 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	Purchase (on market)	\$562.77	160 (ORD)	160
21 January 2019	THE TRUST COMPANY LIMITED ACF CHARTER HALL CO-INVESTMENT TRUST	Participation in distribution reinvestment plan	\$328,930	111,125 (ORD)	111,125
19 March 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR MASON STEVENS SMA ACCOUNT	Disposal (on market)	\$1,683.97	477 (ORD)	477
21 March 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR MASON STEVENS SMA ACCOUNT	Disposal (on market)	\$1,662.96	471 (ORD)	471
21 March 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	Purchase (on market)	\$4,763.29	1,342 (ORD)	1,342
27 March 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR ALPHA FUND MANAGERS	Purchase (on market)	\$54,450.90	16,254 (ORD)	16,254
28 March 2019	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	Purchase (on market)	\$7,408.65	2,121 (ORD)	2,121
1 April 2019	ONE MANAGED INVESTMENT FUNDS LIMITED AREF CHARTER HALL MAXIM PROPERTY SECURITIES FUND	New units issued pursuant to institutional placement	\$445,550	133,000 (ORD)	133,000
2 April 2018	THE TRUST COMPANY LIMITED ACF CHARTER HALL CO-INVESTMENT TRUST	Disposal (off market)	\$1,391,582.40	400,000 (ORD)	400,000

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
CHARTER HALL LIMITED	FOLKESTONE LIMITED	FOLKESTONE LIMITED	Relevant interest under section 608(1) of the Corporations Act	31,554,980 (ORD)	31,554,980
CHARTER HALL LIMITED	ONE MANAGED INVESTMENT FUNDS LIMITED AREF CHARTER HALL MAXIM PROPERTY SECURITIES FUND	ONE MANAGED INVESTMENT FUNDS LIMITED AREF CHARTER HALL MAXIM PROPERTY SECURITIES FUND	Relevant interest under section 608(1) of the Corporations Act	1,233,000 (ORD)	1,233,000
CHARTER HALL LIMITED	CHARTER HALL PROPERTY SECURITIES MANGEMENT LIMITED AS INVESTMENT MANAGER FOR MASON STEVENS SMA ACCOUNT	CHARTER HALL PROPERTY SECURITIES MANGEMENT LIMITED AS INVESTMENT MANAGER FOR MASON STEVENS SMA ACCOUNT	Relevant interest under section 608(1) of the Corporations Act	4,764 (ORD)	4,764
CHARTER HALL LIMITED	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR ALPHA FUND MANAGERS	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR ALPHA FUND MANAGERS	Relevant interest under section 608(1) of the Corporations Act	216,254 (ORD)	216,254
CHARTER HALL LIMITED	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR NEJA PTY LTD	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR NEJA PTY LTD	Relevant interest under section 608(1) of the Corporations Act	154,201 (ORD)	154,201
CHARTER HALL LIMITED	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	CHARTER HALL PROPERTY SECURITIES MANAGEMENT LIMITED AS INVESTMENT MANAGER FOR HSBC CUSTODY NOMINEES (AUSTRALIA) LTD	Relevant interest under section 608(1) of the Corporations Act	404,071 (ORD)	404,071
CHARTER HALL LIMITED	THE TRUST COMPANY LIMITED ACF CHARTER HALL CO-INVESTMENT TRUST	THE TRUST COMPANY LIMITED ACF CHARTER HALL CO-INVESTMENT TRUST	Relevant interest under section 608(1) of the Corporations Act	7,934,338 (ORD)	7,934,338

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
All persons	C/- Level 20, 1 Martin Place Sydney NSW 2000

Signature

print name **Mark Bryant** capacity **Company Secretary**

sign here  date **3 April 2019**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.