

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Charter Hall Retail REITACN/ARSN 093 143 965**1. Details of substantial holder (1)**Name BlackRock Group (BlackRock Inc. and subsidiaries named in Annexures  
ACN/ARSN (if applicable) to this form)The holder became a substantial holder on 06 / 02 / 15**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ord	18,814,760	18,814,760	5.05

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Annexure A and D		

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
see Annexure A			

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
see Annexure B				

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

**7. Addresses**

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

Name	Address
see Annexure C	

## Signature

print name Dennis Ivers

capacity Authorised Signatory\*

sign here

date 10 / 02 / 2015

\* At a meeting of the Board on 22 November 2013, the Directors resolved to approve the delegation of the preparation and lodgement of substantial shareholder notices on behalf of BlackRock Investment Management (Australia) Limited.

**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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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 contract, scheme or arrangement; and
  - (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.
- (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) 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 of 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.

10-Feb-15

Dennis Ivers,  
Authorised Signatory

Date

## 3. Details of Relevant Interests

## 4. Details of present registered holders

## 6. Associates

Holder of Relevant Interests Name and ACN / ARSN (if (Section 3, 4 and 6)	Nature of Relevant Interest (Section 3)	Registered Holder of Securities (Section 4)	Person entitled to be registered as holder (Section 4)	Class and number of Securities (Sections 3 and 4)	Nature of Association (Section 6)
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-ABN AMRO MELLON - AMSTERDAM		ord 28,389	subsidiary of BlackRock Inc.
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	JPM-JPM CHASE - LONDON		ord 490,804	subsidiary of BlackRock Inc.
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	NT-NORTHERN TRUST CO. - CHICAGO		ord 5,476	subsidiary of BlackRock Inc.
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	RBC-RBC DEXIA LUXEMBOURG		ord 100,874	subsidiary of BlackRock Inc.
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET BANK, GERMANY		ord 1,524	subsidiary of BlackRock Inc.
BlackRock Advisors (UK) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET DUBLIN		ord 1,113,548	subsidiary of BlackRock Inc.
BlackRock Advisors, LLC	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-THE BANK OF NEW YORK		ord 5,576,035	subsidiary of BlackRock Inc.

<b>Holder of Relevant Interests Name and ACN / ARSN (if (Section 3, 4 and 6)</b>	<b>Nature of Relevant Interest (Section 3)</b>	<b>Registered Holder of Securities (Section 4)</b>	<b>Person entitled to be registered as holder (Section 4)</b>	<b>Class and number of Securities (Sections 3 and 4)</b>	<b>Nature of Association (Section 6)</b>
BlackRock Asset Management Canada Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET SACRAMENTO		ord 238,195	subsidiary of BlackRock Inc.
BlackRock Asset Management North Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.			ord 878,457	subsidiary of BlackRock Inc.
BlackRock Asset Management North Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	HSBC-HSBC, HONG KONG		ord 14,578	subsidiary of BlackRock Inc.
BlackRock Financial Management, Inc.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-MELLON TRUST - NEW YORK		ord 106,035	subsidiary of BlackRock Inc.
BlackRock Fund Advisors	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET BANK, BOSTON		ord 32,053	subsidiary of BlackRock Inc.
BlackRock Fund Advisors	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET SACRAMENTO		ord 1,408,419	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-MELLON TRUST - NEW YORK		ord 174,471	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	JPM-JP MORGAN CHASE - NEW YORK		ord 11,547	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-SSB BOSTON INSTITUTIONAL		ord 24,932	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-SSB NEW YORK INSTITUTIONAL		ord 369,601	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET BANK, BOSTON		ord 32,024	subsidiary of BlackRock Inc.
BlackRock Institutional Trust Company, N.A.	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	SSB-STATE STREET SACRAMENTO		ord 3,309,648	subsidiary of BlackRock Inc.

Holder of Relevant Interests Name and ACN / ARSN (if (Section 3, 4 and 6)	Nature of Relevant Interest (Section 3)	Registered Holder of Securities (Section 4)	Person entitled to be registered as holder (Section 4)	Class and number of Securities (Sections 3 and 4)	Nature of Association (Section 6)
BlackRock International Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	JPM-JP MORGAN CHASE - NEW YORK		ord 129,078	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as investment manager.	JPM-JPM CHASE - SYDNEY		ord 101,328	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as responsible entity.	JPM-JPM CHASE - SYDNEY		ord 3,036,475	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as investment manager.	NAB-NATIONAL AUSTRALIA BANK LIMITED - MELBOURNE		ord 202,741	subsidiary of BlackRock Inc.
BlackRock Investment Management (Australia) Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities held in its capacity as investment manager.	NT-NORTHERN TRUST CO. - CHICAGO		ord 124,086	subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-BONY EUROPE - LONDON		ord 279,450	subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-BONY LUXEMBOURG		ord 947,180	subsidiary of BlackRock Inc.
BlackRock Investment Management (UK) Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	CITI-CITIBANK INTERNATIONAL PLC (LUXEMBOURG BRANCH		ord 16,725	subsidiary of BlackRock Inc.
BlackRock Investment Management, LLC	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	BNYM-THE BANK OF NEW YORK		ord 28,238	subsidiary of BlackRock Inc.
BlackRock Investment Management, LLC	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	JPM-JP MORGAN CHASE - NEW YORK		ord 14,347	subsidiary of BlackRock Inc.
BlackRock Japan Co Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee.	JPM-JP MORGAN CHASE - NEW YORK		ord 18,502	subsidiary of BlackRock Inc.

This is Annexure B of 5 pages referred to in form 603 Notice of initial substantial shareholder

10-Feb-15

Dennis Ivers,  
Authorised Signatory

Date

## 5. Consideration

### CHARTER HALL RETAIL UNITS (CQR)

Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration		Class and number of securities affected	
			Cash	Non-cash		
BlackRock Advisors (UK) Limited	07-Oct-14	yes	3.82	on mkt buy	ord	12,582
BlackRock Investment Management (Australia) Limited	07-Oct-14	yes	3.81	on mkt buy	ord	44,157
BlackRock Advisors (UK) Limited	08-Oct-14	yes	3.83	on mkt buy	ord	4,194
BlackRock Fund Advisors	08-Oct-14	no	n/a	in specie	ord	3,234
BlackRock Fund Advisors	08-Oct-14	no	n/a	in specie	ord	9,702
BlackRock Asset Management North Asia Limited	08-Oct-14	no	n/a	collateral transfer	ord	386,498
BlackRock Investment Management (UK) Ltd	09-Oct-14	yes	3.84	on mkt buy	ord	14,372
BlackRock Fund Advisors	10-Oct-14	no	n/a	in specie	ord	1,610
BlackRock Advisors (UK) Limited	13-Oct-14	yes	3.74	on mkt buy	ord	5,596
BlackRock Asset Management North Asia Limited	13-Oct-14	no	n/a	collateral transfer	ord	6,114
BlackRock Advisors (UK) Limited	14-Oct-14	yes	3.75	on mkt buy	ord	9,793
BlackRock Fund Advisors	15-Oct-14	no	n/a	in specie	ord	2,394
BlackRock Fund Advisors	16-Oct-14	no	n/a	in specie	ord	790
BlackRock Advisors (UK) Limited	16-Oct-14	yes	3.73	on mkt buy	ord	2,269
BlackRock Advisors (UK) Limited	20-Oct-14	yes	3.80	on mkt buy	ord	5,596
BlackRock Advisors (UK) Limited	20-Oct-14	yes	3.79	on mkt buy	ord	13,990
BlackRock Fund Advisors	20-Oct-14	no	n/a	in specie	ord	3,234
BlackRock Advisors (UK) Limited	21-Oct-14	yes	3.83	on mkt buy	ord	1,399
BlackRock Advisors (UK) Limited	21-Oct-14	yes	3.83	on mkt buy	ord	2,798
BlackRock Advisors (UK) Limited	21-Oct-14	yes	3.83	on mkt buy	ord	6,995
BlackRock Advisors (UK) Limited	22-Oct-14	no	n/a	in specie	ord	2,796
BlackRock Advisors (UK) Limited	22-Oct-14	yes	3.87	on mkt buy	ord	9,786
BlackRock Fund Advisors	22-Oct-14	no	n/a	in specie	ord	3,234
BlackRock Investment Management (Australia) Limited	22-Oct-14	yes	3.87	on mkt buy	ord	8,083
BlackRock Institutional Trust Company, N.A.	23-Oct-14	yes	3.90	on mkt buy	ord	19,269
BlackRock Investment Management (Australia) Limited	23-Oct-14	yes	3.90	on mkt buy	ord	31,196
BlackRock Advisors (UK) Limited	23-Oct-14	yes	3.90	on mkt buy	ord	23,715
BlackRock Advisors (UK) Limited	24-Oct-14	yes	3.93	on mkt buy	ord	12,220
BlackRock Asset Management Canada Limited	24-Oct-14	yes	3.93	on mkt buy	ord	8,778
BlackRock Fund Advisors	24-Oct-14	no	n/a	in specie	ord	2,772
BlackRock Advisors (UK) Limited	27-Oct-14	yes	3.94	on mkt buy	ord	5,592
BlackRock Investment Management (Australia) Limited	27-Oct-14	yes	3.94	on mkt buy	ord	57,255
BlackRock Fund Advisors	27-Oct-14	no	n/a	in specie	ord	790
BlackRock Advisors (UK) Limited	29-Oct-14	yes	3.95	on mkt buy	ord	2,796
BlackRock Fund Advisors	29-Oct-14	no	n/a	in specie	ord	490
BlackRock Institutional Trust Company, N.A.	30-Oct-14	yes	4.01	on mkt buy	ord	23,057
BlackRock Advisors (UK) Limited	31-Oct-14	yes	4.07	on mkt buy	ord	4,194
BlackRock Institutional Trust Company, N.A.	31-Oct-14	yes	4.07	on mkt buy	ord	23,905
BlackRock Institutional Trust Company, N.A.	31-Oct-14	yes	4.07	on mkt buy	ord	34,129
BlackRock Asset Management North Asia Limited	31-Oct-14	no	n/a	in specie	ord	14,578
BlackRock Institutional Trust Company, N.A.	03-Nov-14	yes	4.11	on mkt buy	ord	24,520

Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration		Class and number of securities affected	
			Cash	Non-cash		
BlackRock Institutional Trust Company, N.A.	03-Nov-14	yes	4.11	on mkt buy	ord	35,547
BlackRock Investment Management (Australia) Limited	03-Nov-14	yes	4.11	on mkt buy	ord	832
BlackRock Advisors, LLC	03-Nov-14	yes	4.12	on mkt buy	ord	34,925
BlackRock Asset Management North Asia Limited	04-Nov-14	no	n/a	collateral transfer	ord	24,215
BlackRock Fund Advisors	06-Nov-14	no	n/a	in specie	ord	2,268
BlackRock Asset Management North Asia Limited	13-Nov-14	no	n/a	collateral transfer	ord	122,854
BlackRock Asset Management North Asia Limited	14-Nov-14	no	n/a	collateral transfer	ord	6,002
BlackRock Investment Management (Australia) Limited	17-Nov-14	yes	4.10	on mkt buy	ord	832
BlackRock Investment Management (Australia) Limited	17-Nov-14	yes	4.10	on mkt buy	ord	1,664
BlackRock Investment Management (Australia) Limited	18-Nov-14	yes	4.08	on mkt buy	ord	7,865
BlackRock Institutional Trust Company, N.A.	18-Nov-14	no	n/a	in specie	ord	18,830
BlackRock Fund Advisors	19-Nov-14	no	n/a	in specie	ord	2,268
BlackRock Investment Management (Australia) Limited	20-Nov-14	yes	4.07	on mkt buy	ord	1,664
BlackRock Advisors (UK) Limited	24-Nov-14	yes	4.04	on mkt buy	ord	7,424
BlackRock Advisors (UK) Limited	25-Nov-14	yes	4.01	on mkt buy	ord	1,396
BlackRock Fund Advisors	25-Nov-14	yes	4.01	on mkt buy	ord	46,350
BlackRock Investment Management (Australia) Limited	27-Nov-14	yes	4.14	on mkt buy	ord	7,865
BlackRock Fund Advisors	28-Nov-14	no	n/a	in specie	ord	21,021
BlackRock Fund Advisors	01-Dec-14	no	n/a	in specie	ord	7,276
BlackRock Fund Advisors	01-Dec-14	no	n/a	in specie	ord	14,552
BlackRock Fund Advisors	01-Dec-14	no	n/a	in specie	ord	38,808
BlackRock Fund Advisors	02-Dec-14	no	n/a	in specie	ord	490
BlackRock Advisors (UK) Limited	03-Dec-14	yes	4.16	on mkt buy	ord	1,396
BlackRock Japan Co Ltd	03-Dec-14	yes	4.17	on mkt buy	ord	485
BlackRock Investment Management (Australia) Limited	04-Dec-14	yes	4.16	on mkt buy	ord	832
BlackRock Asset Management North Asia Limited	05-Dec-14	no	n/a	collateral transfer	ord	322,762
BlackRock Advisors (UK) Limited	08-Dec-14	yes	4.16	on mkt buy	ord	1,395
BlackRock Fund Advisors	09-Dec-14	no	n/a	in specie	ord	2,268
BlackRock Japan Co Ltd	09-Dec-14	yes	4.06	on mkt buy	ord	359
BlackRock Fund Advisors	09-Dec-14	no	n/a	in specie	ord	395
BlackRock Fund Advisors	10-Dec-14	no	n/a	in specie	ord	1,104
BlackRock Fund Advisors	11-Dec-14	no	n/a	in specie	ord	16,170
BlackRock Investment Management (Australia) Limited	11-Dec-14	yes	4.10	on mkt buy	ord	832
BlackRock Asset Management North Asia Limited	11-Dec-14	no	n/a	collateral transfer	ord	2,183
BlackRock Advisors (UK) Limited	12-Dec-14	yes	4.12	on mkt buy	ord	2,790
BlackRock Advisors (UK) Limited	15-Dec-14	yes	4.05	on mkt buy	ord	1,396
BlackRock Asset Management North Asia Limited	15-Dec-14	no	n/a	collateral transfer	ord	4,310
BlackRock Fund Advisors	16-Dec-14	no	n/a	in specie	ord	756
BlackRock Asset Management North Asia Limited	16-Dec-14	no	n/a	collateral transfer	ord	13,036
BlackRock Advisors (UK) Limited	17-Dec-14	yes	4.15	on mkt buy	ord	1,395
BlackRock Asset Management North Asia Limited	17-Dec-14	no	n/a	collateral transfer	ord	1,438
BlackRock Advisors (UK) Limited	18-Dec-14	yes	4.14	on mkt buy	ord	2,792
BlackRock Advisors (UK) Limited	18-Dec-14	yes	4.14	on mkt buy	ord	8,376
BlackRock Fund Advisors	18-Dec-14	no	n/a	in specie	ord	1,819
BlackRock Asset Management North Asia Limited	18-Dec-14	no	n/a	collateral transfer	ord	7,071
BlackRock Advisors (UK) Limited	19-Dec-14	yes	4.25	on mkt buy	ord	2,734



Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration		Class and number of securities affected	
			Cash	Non-cash		
BlackRock Advisors (UK) Limited	19-Dec-14	yes		4.22 on mkt buy	ord	2,734
BlackRock Fund Advisors	19-Dec-14	no	n/a	in specie	ord	1,819
BlackRock Fund Advisors	19-Dec-14	no	n/a	in specie	ord	3,164
BlackRock International Limited	19-Dec-14	yes		4.25 on mkt buy	ord	1,787
BlackRock International Limited	19-Dec-14	yes		4.25 on mkt buy	ord	2,525
BlackRock International Limited	19-Dec-14	yes		4.25 on mkt buy	ord	2,525
BlackRock International Limited	19-Dec-14	yes		4.25 on mkt buy	ord	2,525
BlackRock International Limited	19-Dec-14	yes		4.25 on mkt buy	ord	3,567
BlackRock International Limited	19-Dec-14	yes		4.25 on mkt buy	ord	3,567
BlackRock International Limited	19-Dec-14	yes		4.25 on mkt buy	ord	3,567
BlackRock International Limited	19-Dec-14	yes		4.25 on mkt buy	ord	5,040
BlackRock Asset Management North Asia Limited	19-Dec-14	no	n/a	collateral transfer	ord	153,848
BlackRock Advisors (UK) Limited	22-Dec-14	yes		4.30 on mkt buy	ord	4,101
BlackRock Fund Advisors	22-Dec-14	no	n/a	in specie	ord	485
BlackRock Fund Advisors	22-Dec-14	no	n/a	in specie	ord	2,232
BlackRock Fund Advisors	22-Dec-14	no	n/a	in specie	ord	1,240
BlackRock Fund Advisors	26-Dec-14	no	n/a	in specie	ord	7,276
BlackRock Asset Management North Asia Limited	26-Dec-14	no	n/a	collateral transfer	ord	265,483
BlackRock Japan Co Ltd	29-Dec-14	yes		4.26 on mkt buy	ord	356
BlackRock Advisors (UK) Limited	30-Dec-14	yes		4.22 on mkt buy	ord	9,153
BlackRock Asset Management North Asia Limited	30-Dec-14	no	n/a	collateral transfer	ord	174
BlackRock Institutional Trust Company, N.A.	31-Dec-14	yes		4.12 on mkt buy	ord	23,007
BlackRock Institutional Trust Company, N.A.	31-Dec-14	yes		4.12 on mkt buy	ord	4,657
BlackRock Advisors (UK) Limited	05-Jan-15	yes		4.19 on mkt buy	ord	1,365
BlackRock Advisors (UK) Limited	05-Jan-15	yes		4.20 on mkt buy	ord	1,365
BlackRock Advisors (UK) Limited	05-Jan-15	yes		4.20 on mkt buy	ord	4,095
BlackRock Institutional Trust Company, N.A.	05-Jan-15	yes		4.20 on mkt buy	ord	11,864
BlackRock Advisors (UK) Limited	06-Jan-15	yes		4.12 on mkt buy	ord	2,730
BlackRock Advisors (UK) Limited	06-Jan-15	yes		4.12 on mkt buy	ord	10,920
BlackRock Investment Management (UK) Ltd	06-Jan-15	yes		4.12 on mkt buy	ord	22,767
BlackRock Fund Advisors	06-Jan-15	no	n/a	in specie	ord	7,275
BlackRock Asset Management North Asia Limited	06-Jan-15	no	n/a	collateral transfer	ord	379,898
BlackRock Asset Management North Asia Limited	07-Jan-15	no	n/a	collateral transfer	ord	11,059
BlackRock Fund Advisors	08-Jan-15	no	n/a	in specie	ord	3,164
BlackRock Investment Management (Australia) Limited	09-Jan-15	yes		4.27 on mkt buy	ord	832
BlackRock Fund Advisors	09-Jan-15	no	n/a	in specie	ord	1,116
BlackRock Fund Advisors	09-Jan-15	no	n/a	in specie	ord	790
BlackRock Asset Management North Asia Limited	09-Jan-15	no	n/a	collateral transfer	ord	13,804
BlackRock Fund Advisors	12-Jan-15	no	n/a	in specie	ord	16,371
BlackRock Advisors (UK) Limited	13-Jan-15	yes		4.25 on mkt buy	ord	5,464



Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration		Class and number of securities affected	
			Cash	Non-cash		
BlackRock Fund Advisors	13-Jan-15	no	n/a	in specie	ord	2,356
BlackRock Asset Management North Asia Limited	13-Jan-15	no	n/a	collateral transfer	ord	82,909
BlackRock Advisors (UK) Limited	15-Jan-15	yes	4.29	on mkt buy	ord	1,363
BlackRock Advisors, LLC	15-Jan-15	yes	4.29	on mkt buy	ord	101,993
BlackRock Advisors, LLC	15-Jan-15	yes	4.28	on mkt buy	ord	531,077
BlackRock Investment Management (UK) Ltd	15-Jan-15	yes	4.29	on mkt buy	ord	11,007
BlackRock Investment Management (UK) Ltd	15-Jan-15	yes	4.28	on mkt buy	ord	57,313
BlackRock Asset Management North Asia Limited	15-Jan-15	no	n/a	collateral transfer	ord	28,949
BlackRock Advisors (UK) Limited	16-Jan-15	yes	4.26	on mkt buy	ord	23,450
BlackRock Asset Management North Asia Limited	16-Jan-15	no	n/a	collateral transfer	ord	93,761
BlackRock Advisors (UK) Limited	19-Jan-15	yes	4.30	on mkt buy	ord	6,098
BlackRock Investment Management (Australia) Limited	19-Jan-15	yes	4.30	on mkt buy	ord	18,510
BlackRock Advisors (UK) Limited	20-Jan-15	yes	4.27	on mkt buy	ord	2,732
BlackRock Advisors (UK) Limited	21-Jan-15	yes	4.32	on mkt buy	ord	1,366
BlackRock Advisors (UK) Limited	21-Jan-15	no	n/a	in specie	ord	2,732
BlackRock Fund Advisors	21-Jan-15	no	n/a	in specie	ord	496
BlackRock Asset Management North Asia Limited	21-Jan-15	no	n/a	collateral transfer	ord	63,726
BlackRock Advisors (UK) Limited	22-Jan-15	yes	4.31	on mkt buy	ord	809
BlackRock Advisors (UK) Limited	22-Jan-15	yes	4.31	on mkt buy	ord	2,730
BlackRock Asset Management North Asia Limited	22-Jan-15	no	n/a	collateral transfer	ord	77,327
BlackRock Asset Management North Asia Limited	23-Jan-15	no	n/a	collateral transfer	ord	467
BlackRock Asset Management North Asia Limited	26-Jan-15	no	n/a	collateral transfer	ord	11,434
BlackRock Advisors (UK) Limited	28-Jan-15	yes	4.41	on mkt buy	ord	1,084
BlackRock Advisors (UK) Limited	28-Jan-15	yes	4.43	on mkt buy	ord	5,464
BlackRock Institutional Trust Company, N.A.	28-Jan-15	yes	4.41	on mkt buy	ord	61,416
BlackRock Asset Management North Asia Limited	28-Jan-15	no	n/a	collateral transfer	ord	74,290
BlackRock Advisors (UK) Limited	29-Jan-15	yes	4.38	on mkt buy	ord	1,524
BlackRock Institutional Trust Company, N.A.	30-Jan-15	no	n/a	in specie	ord	51,206
BlackRock Fund Advisors	30-Jan-15	no	n/a	in specie	ord	8,464
BlackRock Asset Management North Asia Limited	30-Jan-15	no	n/a	collateral transfer	ord	10,313
BlackRock Advisors (UK) Limited	02-Feb-15	yes	4.40	on mkt buy	ord	1,366
BlackRock Investment Management (Australia) Limited	02-Feb-15	yes	4.40	on mkt buy	ord	832
BlackRock Financial Management, Inc.	02-Feb-15	no	n/a	in specie	ord	106,035
BlackRock Asset Management Canada Limited	03-Feb-15	yes	4.43	on mkt buy	ord	14,626

Holder of Relevant Interest	Date of Acquisition / Trans on a prescribed fin'l mkt		Consideration		Class and number of securities affected	
			Cash	Non-cash		
BlackRock Fund Advisors	03-Feb-15	no	n/a	in specie	ord	368
BlackRock Asset Management North Asia Limited	03-Feb-15	no	n/a	collateral transfer	ord	112,591
BlackRock Japan Co Ltd	04-Feb-15	yes	4.50	on mkt buy	ord	496
BlackRock Asset Management North Asia Limited	04-Feb-15	no	n/a	collateral transfer	ord	19,114
BlackRock Advisors (UK) Limited	05-Feb-15	yes	4.48	on mkt buy	ord	2,732
BlackRock Fund Advisors	05-Feb-15	no	n/a	in specie	ord	395
BlackRock Fund Advisors	05-Feb-15	no	n/a	in specie	ord	790
BlackRock Advisors (UK) Limited	05-Feb-15	yes	4.39	on mkt buy	ord	1,100
BlackRock Advisors (UK) Limited	06-Feb-15	yes	4.43	on mkt buy	ord	2,732
BlackRock Asset Management North Asia Limited	06-Feb-15	no	n/a	collateral transfer	ord	221,568

This is Annexure C of 1 page referred to in form 603 Notice of initial substantial shareholder

	10-Feb-15
<b>Dennis Ivers,</b>	<b>Date</b>
<b>Authorised Signatory</b>	

## 7. Addresses

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

Name	Address
<b>BlackRock Group</b>	
BlackRock Inc.	55 East 52nd Street New York NY 10055 USA
BlackRock Advisors (UK) Ltd.	Murray House 1Royal Mint Court London, EC3N 4HH, UK
BlackRock Advisors, LLC	100 Bellevue Parkway Wilmington, DE 19809
BlackRock Asset Management Canada Limited	161 Bay Street, Suite 2500 Toronto, Ontario M5J 2S1
BlackRock Asset Management North Asia Limited	16/F, 2 Queen's Road Cheung Kong Center Hong Kong
BlackRock Financial Management, Inc.	40 E. 52nd Street New York, NY 10022
BlackRock Fund Advisors	400 Howard Street San Francisco, CA, 94105
BlackRock Institutional Trust Company, N.A.	400 Howard Street San Francisco, CA, 94105
BlackRock International Ltd.	40 Torphichen Street Edinburgh EH3 8JB
BlackRock Investment Management (Aust) Ltd (ACN 006 165 975)	Level 26, 101 Collins St Melbourne Australia
BlackRock Investment Management (UK) Ltd	12 Throgmorton Avenue London EC2N 2DL UK
BlackRock Investment Management, LLC	1 University Square Drive, Princeton, NJ 08540
BlackRock Japan Co. Ltd.	Sapia Tower 1-7-12 Marunouchi, Chiyoda-ku, Tokyo, 100-0005 Japan

## Annexure D

This is Annexure D of 1 page referred to in form 603 Notice of initial substantial shareholder.

.....10 – Feb - 15  
Dennis Ivers, Authorised Signatory Date

<b>Type of agreement:</b>	Global Master Securities Lending Agreement
<b>Parties to agreement:</b>	Party A - Citigroup Global Markets Limited Party B - HSBC Institutional Trust Services (Asia) Limited
<b>Transfer date:</b>	Refer to Annexure B (603) (transactions identified as collateral transfers)
<b>Holder of voting rights:</b>	BlackRock Asset Management North Asia Limited (as investment manager for the funds)
<b>Are there any restrictions on voting rights?</b>  If yes, detail	Yes. Unless otherwise agreed between the parties, the Registered Owner will not exercise any voting rights.
<b>Scheduled return date (if any):</b>	Not applicable.
<b>Does the borrower have the right to return early?</b>  If yes, detail	Yes.  Upon an Event of Default under the GMSLA, the GMSLA provides, broadly, that both parties payment and delivery obligations will be accelerated and replaced with an obligation of one party to pay a single cash sum to the other determined in accordance with the provisions of the GMSLA (as modified by the Annex). The GMSLA provides that the parties' right to terminate the Agreement upon notice will not affect the parties' existing obligations in respect of any outstanding loans of securities. The Annex amended and restricted the Borrower's termination rights – i.e. Borrower may not have the right to terminate and return the borrowed securities - as the Borrower was to borrow the securities issued by it (or its sister company) to provide protection against the insolvency of the issuer and so usual rights of termination in a GMSLA were restricted.  Subject to the terms of the relevant Loan, the Borrower, may early terminate a Loan and return Equivalent Securities at any time provided that it "shall cease to have such entitlement if an Act of Insolvency with respect to any Security Issuer or any of the Borrower's or any Security Issuer's affiliates has occurred, or any such person takes any steps preparatory to any of the matters which would constitute an Act of Insolvency
<b>Does the lender have the right to recall early?</b>  If yes, detail	Yes, at notice.
<b>Will the securities be returned on settlement?</b>  If yes, detail any exceptions	Yes.

A copy of this agreement will be provided to Charter Hall Retail REIT or the Australian Securities and Investments Commission upon request.