

Level 47, 120 Collins Street  
Melbourne VIC 3000  
PO Box 24011  
Melbourne VIC 3001

T +613 9017 8600  
F +613 9017 8690  
Freecall 1800 679 541  
www.leggmason.com.au

Legg Mason Asset Management Australia Limited, ABN 78 004 835 849, AFSL No. 240827

# LEGG MASON

GLOBAL ASSET MANAGEMENT

**To:** ASX Company Announcements Platform **From:** Legg Mason Asset Management Australia Limited

Company Secretary – Charter Hall Retail

**Fax:** 1300 135 638 / 02 9221 4655

**Fax:** 03 9017 8665

**Phone:**

**Phone:** 03 9017 8600

**Pages (Including cover):** 8

**Date:** 9<sup>th</sup> June 2015

**Re:** Submission of Form 604: re Charter Hall Retail

☐ Urgent ☐ For Review ☐ Please Comment ☐ Please Reply ☐ Please Recycle

If you do not receive all pages, please telephone on 613 9017 8600.

This fax is confidential and may be privileged. If you are not the intended recipient, please take note that any disclosure, copying, distribution or use of the contents of this fax is strictly prohibited. Please notify the sender immediately by telephone.

## Notes:

Please find following Form 604 – Notice of Change of Interest of Substantial Shareholder  
by Legg Mason Asset Management Australia Limited.

**Notice of change of interest of substantial shareholder****Form 604  
Corporations Law  
Section 671B**

To: Charter Hall Retail REIT  
Level 11, 1 Martin Place  
SYDNEY NSW 2000

**1. Details of substantial shareholder**

Legg Mason Asset Management Limited (ABN 76 004 838 849) and each of the bodies corporate listed in Annexure A

There was a change in the interests of the substantial holder on 3 June 2015

The previous notice was given to the company on 31<sup>st</sup> March 2015

The previous notice was dated 27<sup>th</sup> March 2015

**2. Previous and present voting power**

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

Class of securities	Previous notice		Present notice	
	Person's vote	Voting Power	Person's vote	Voting Power
CQR fully paid units	18,783,406	5.00%	22,724,282	6.05%

**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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
3 June 2015	Legg Mason Asset Management Australia Limited	Refer to Annexure B			

**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 and Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities affected
---	--	-----------------------------	---

Legg Mason Asset Management Australia Limited	RBC	Shares were acquired pursuant to contracts entered into in the ordinary course of business on a stock market of a stock exchange containing no terms and conditions other than standard terms and conditions.	4,644,576 CQR Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	National Custodian Services		590,447 CQR Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	Banque Nationale de Paris		1,983,042 CQR Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	Brown Brothers Harriman		944,320 CQR Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	Citi		12,922,519 CQR Fully Paid Ordinary
Legg Mason Asset Management Australia Limited	BNY Mellon		1,639,378 CQR Fully Paid Ordinary

#### 5. Changes in associates

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

Name and ACN/ABN (if applicable)	Nature of association

#### 6. Addresses

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

Name	Nature of association
Legg Mason Asset Management Australia Limited	Level 47, 120 Collins Street, Melbourne VIC 3000

Dated this 9<sup>th</sup> day of June 2015



Rino Lupo  
Director  
Legg Mason Asset Management Australia Limited

**ANNEXURE A****Legg Mason, Inc. Subsidiaries**

<b>Name of Undertaking</b>	<b>Nature of Close Link</b>
Legg Mason, Inc.	Parent Undertaking
Legg Mason & Co., LLC	Subsidiary of Parent Undertaking
Legg Mason Asset Management Australia Limited	Subsidiary of Parent Undertaking
Legg Mason Asset Management Hong Kong Limited	Subsidiary of Parent Undertaking
Legg Mason Asset Management (Japan) Co., Ltd.	Subsidiary of Parent Undertaking
Legg Mason Asset Management Singapore Pte. Limited	Subsidiary of Parent Undertaking
Legg Mason Charitable Foundation, Inc.	Subsidiary of Parent Undertaking
Legg Mason International Equities (Hong Kong) Limited	Subsidiary of Parent Undertaking
Legg Mason International Equities Limited	Subsidiary of Parent Undertaking
Legg Mason Investment Funds Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Europe) Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Ireland) Limited	Subsidiary of Parent Undertaking
Legg Mason Investments (Luxembourg) S.A.	Subsidiary of Parent Undertaking
Legg Mason Investments (Taiwan) Limited	Subsidiary of Parent Undertaking
Legg Mason Political Action Committee ("PAC")	Subsidiary of Parent Undertaking
Legg Mason Towarzystwo Funduszy Inwestycyjnych Spolka Akcyjna	Subsidiary of Parent Undertaking
Brandywine (UK) Holdings Limited	Subsidiary of Parent Undertaking
The Baltimore Company	Subsidiary of Parent Undertaking
Legg Mason & Co (UK) Limited	Subsidiary of Parent Undertaking
Legg Mason Canada Holdings Ltd	Subsidiary of Parent Undertaking
Legg Mason Commercial Real Estate Services, Inc.	Subsidiary of Parent Undertaking
Legg Mason Funding Ltd	Subsidiary of Parent Undertaking
Legg Mason Global Holdings Ltd	Subsidiary of Parent Undertaking
Legg Mason Holdings, LLC	Subsidiary of Parent Undertaking
Legg Mason International Holdings, LLC	Subsidiary of Parent Undertaking
Legg Mason International Holdings (Cayman) Limited	Subsidiary of Parent Undertaking
Legg Mason (Chile) Inversiones Holding Limitada	Subsidiary of Parent Undertaking
Legg Mason Investments Holdings Limited	Subsidiary of Parent Undertaking
Legg Mason Investments Management Services Limited	Subsidiary of Parent Undertaking
Legg Mason Investments Nominees Limited	Subsidiary of Parent Undertaking
Legg Mason (UK) Holdings Limited	Subsidiary of Parent Undertaking
Legg Mason Real Estate Securities	Subsidiary of Parent Undertaking

## ANNEXURE A

Advisors, Inc.	
Legg Mason Realty Group, Inc.	Subsidiary of Parent Undertaking
Legg Mason Realty Partners, Inc.	Subsidiary of Parent Undertaking
Legg Mason Tower, Inc.	Subsidiary of Parent Undertaking
LM BAM, Inc.	Subsidiary of Parent Undertaking
LM (BVI) Limited	Subsidiary of Parent Undertaking
LM Capital Support V, LLC	Subsidiary of Parent Undertaking
LM Holdings Limited	Subsidiary of Parent Undertaking
LM Holdings 2 Limited	Subsidiary of Parent Undertaking
LM International Holding LP	Subsidiary of Parent Undertaking
LM Tower, LLC	Subsidiary of Parent Undertaking
Nova Scotia Company	Subsidiary of Parent Undertaking
Barrett Associates, Inc.	Subsidiary of Parent Undertaking
Brandywine Global Investment Management, LLC	Subsidiary of Parent Undertaking
Brandywine Global Investment Management (Canada), ULC	Subsidiary of Parent Undertaking
Brandywine Global Investment Management (Europe) Limited	Subsidiary of Parent Undertaking
Brandywine Global Investment Management (Asia) Pte. Limited	Subsidiary of Parent Undertaking
ClearBridge, LLC	Subsidiary of Parent Undertaking
ClearBridge Investments, LLC	Subsidiary of Parent Undertaking
ClearBridge Management Holdings LLC	Subsidiary of Parent Undertaking
Legg Mason ClearBridge Holdings LLC	Subsidiary of Parent Undertaking
Legg Mason Fund Asset Management, Inc.	Subsidiary of Parent Undertaking
Legg Mason Investment Counsel, LLC	Subsidiary of Parent Undertaking
Legg Mason Investment Counsel & Trust Company, N.A.	Subsidiary of Parent Undertaking
Legg Mason Investor Services, LLC	Subsidiary of Parent Undertaking
Legg Mason Partners Fund Advisor, LLC	Subsidiary of Parent Undertaking
LM Pelican Holdings, L.P.	Subsidiary of Parent Undertaking
LMM, LLC	Subsidiary of Parent Undertaking
LMOBC, Inc.	Subsidiary of Parent Undertaking
LMP Select, LLC	Subsidiary of Parent Undertaking
Martin Currie Investment Management Limited	Subsidiary of Parent Undertaking
Martin Currie Fund Management Limited	Subsidiary of Parent Undertaking
Martin Currie Asia PTE Limited	Subsidiary of Parent Undertaking
Martin Currie Inc.	Subsidiary of Parent Undertaking
Martin Currie Investor Services Inc.	Subsidiary of Parent Undertaking
Permal Asset Management LLC	Subsidiary of Parent Undertaking
Permal Capital Management LLC	Subsidiary of Parent Undertaking
Permal (PGI) LLC	Subsidiary of Parent Undertaking
Permal Group Limited	Subsidiary of Parent Undertaking
Permal (Hong Kong) Limited	Subsidiary of Parent Undertaking

**ANNEXURE A**

Permal Investment Management Services Limited	Subsidiary of Parent Undertaking
Permal (Isle of Man) Limited	Subsidiary of Parent Undertaking
Permal (Japan) K.K.	Subsidiary of Parent Undertaking
Permal (Singapore) Pte. Limited	Subsidiary of Parent Undertaking
QS Batterymarch Financial Management, Inc.	Subsidiary of Parent Undertaking
QS Investors Fund Management, LLC	Subsidiary of Parent Undertaking
QS Investors Holdings, LLC	Subsidiary of Parent Undertaking
QS Investors, LLC	Subsidiary of Parent Undertaking
QS Legg Mason Global Asset Allocation, LLC	Subsidiary of Parent Undertaking
Royce & Associates, LLC	Subsidiary of Parent Undertaking
Royce Fund Services, Inc.	Subsidiary of Parent Undertaking
Royce Management Company, LLC	Subsidiary of Parent Undertaking
The Saint James Bank and Trust Company Ltd	Subsidiary of Parent Undertaking
Western Asset Management Company	Subsidiary of Parent Undertaking
Western Asset Management Company Ltd- Japan	Subsidiary of Parent Undertaking
Western Asset Management Company Limited- UK	Subsidiary of Parent Undertaking
Western Asset Management Company Pty Ltd- Australia	Subsidiary of Parent Undertaking
Western Asset Management Company Distribuidora de Titulos E Valores Mobiliarios Limitada	Subsidiary of Parent Undertaking
Western Asset Management Company Pte. Ltd.- Singapore	Subsidiary of Parent Undertaking
Batterymarch Asia GP, LTD	Subsidiary of Parent Undertaking
BGIM Capital Management, LLC	Subsidiary of Parent Undertaking
BMML, Inc.	Subsidiary of Parent Undertaking
Fauchier Partners Limited	Subsidiary of Parent Undertaking
Fauchier Partners Management Company Limited	Subsidiary of Parent Undertaking
Gray Seifert & Company, LLC	Subsidiary of Parent Undertaking
LM Asset Services, LLC	Subsidiary of Parent Undertaking
LMIC Services Company, LLC	Subsidiary of Parent Undertaking
Martin Currie (Holdings) Limited	Subsidiary of Parent Undertaking
Martin Currie Limited	Subsidiary of Parent Undertaking
Martin Currie (Bermuda) Limited	Subsidiary of Parent Undertaking
China Healthcare GP Limited	Subsidiary of Parent Undertaking
China Development Capital GP Limited	Subsidiary of Parent Undertaking
Martin Currie Absolute Return Fund GP Limited	Subsidiary of Parent Undertaking
Moorgate Investment Management Limited (Dormant)	Subsidiary of Parent Undertaking
Martin Currie Trustees Limited (Dormant)	Subsidiary of Parent Undertaking

**ANNEXURE A**

Pelican Holdings I, LLC	Subsidiary of Parent Undertaking
Pelican Holdings II, LLC	Subsidiary of Parent Undertaking
Permal Business Consulting (Beijing) Company Limited	Subsidiary of Parent Undertaking
Permal Capital Holdings LLC	Subsidiary of Parent Undertaking
Permal Cayman International Limited Partnership	Subsidiary of Parent Undertaking
Permal MEP Cayman LP	Subsidiary of Parent Undertaking
Permal Group LLC	Subsidiary of Parent Undertaking
Permal Group Holdings, LLC	Subsidiary of Parent Undertaking
Permal Group Holdings Ltd.	Subsidiary of Parent Undertaking
Permal Group SAS	Subsidiary of Parent Undertaking
Permal Investment Consulting (Shanghai) Ltd.	Subsidiary of Parent Undertaking
Permal UK Ltd.	Subsidiary of Parent Undertaking
Saintco Ltd.	Subsidiary of Parent Undertaking
SJBTC Ltd.	Subsidiary of Parent Undertaking
W&P Fund Services	Subsidiary of Parent Undertaking
Western Asset Holdings (Australia) Pty Ltd.	Subsidiary of Parent Undertaking
Western Asset Management (Brazil) Holdings Limitada	Subsidiary of Parent Undertaking
Western Asset Management (Cayman) Holdings Limited	Subsidiary of Parent Undertaking
Western Asset Management (UK) Holdings Limited	Subsidiary of Parent Undertaking

**ANNEXURE B****Legg Mason Asset Management Australia Ltd -  
CQR Transactions 27 March to 3 June 2015**

Trade Date	Trade	Quantity	Price	Class
06/03/15	B	202344	4.4074	Fully Paid Ordinary
06/03/15	B	187574	4.4074	Fully Paid Ordinary
06/02/15	B	160796	4.4512	Fully Paid Ordinary
06/02/15	B	89380	4.4508	Fully Paid Ordinary
06/01/15	B	257	4.37	Fully Paid Ordinary
06/01/15	B	73411	4.4635	Fully Paid Ordinary
06/01/15	B	221279	4.4631	Fully Paid Ordinary
05/29/15	B	4875	4.48	Fully Paid Ordinary
05/29/15	B	24674	4.48	Fully Paid Ordinary
05/29/15	B	114330	4.4741	Fully Paid Ordinary
05/29/15	B	24675	4.4854	Fully Paid Ordinary
05/28/15	B	115250	4.4238	Fully Paid Ordinary
05/28/15	B	33944	4.4238	Fully Paid Ordinary
05/27/15	B	44774	4.3993	Fully Paid Ordinary
05/26/15	B	61905	4.4142	Fully Paid Ordinary
05/26/15	B	124437	4.4142	Fully Paid Ordinary
05/25/15	B	40943	4.4015	Fully Paid Ordinary
05/22/15	B	26537	4.4302	Fully Paid Ordinary
05/20/15	B	9452	4.4011	Fully Paid Ordinary
05/12/15	B	117946	4.405	Fully Paid Ordinary
05/08/15	B	506902	4.3406	Fully Paid Ordinary
05/08/15	B	10766	4.34	Fully Paid Ordinary
04/30/15	B	18629	4.2899	Fully Paid Ordinary
04/29/15	S	5650	4.3482	Fully Paid Ordinary
04/29/15	S	23374	4.35	Fully Paid Ordinary
04/29/15	B	484614	4.3843	Fully Paid Ordinary
04/24/15	B	23574	4.3507	Fully Paid Ordinary
04/20/15	B	79724	4.3609	Fully Paid Ordinary
04/13/15	B	75201	4.4226	Fully Paid Ordinary
04/09/15	B	302220	4.4386	Fully Paid Ordinary
04/09/15	S	75787	4.4467	Fully Paid Ordinary
04/09/15	B	75787	4.4467	Fully Paid Ordinary
04/09/15	B	42580	4.4434	Fully Paid Ordinary
04/08/15	B	17398	4.4238	Fully Paid Ordinary
04/08/15	B	111298	4.4238	Fully Paid Ordinary
04/02/15	B	98545	4.2685	Fully Paid Ordinary
03/31/15	B	485480	4.2895	Fully Paid Ordinary
03/30/15	B	34186	4.2951	Fully Paid Ordinary
03/27/15	B	26847	4.3138	Fully Paid Ordinary