

1 July, 2016

State Street Global Advisors,
Australia, Limited
(ABN 42 003 914 225)
Level 17, 420 George Street
Sydney NSW 2000
Australia
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ssga.com

Company Announcement Officer

Notice of becoming to be a Substantial Shareholder

Pursuant to section 671B of the Corporations Act, State Street Corporation hereby advises that it has become a substantial shareholder in Charter Hall Retail REIT. The enclosed ASIC Form 603 discloses the required details.

Yours faithfully,



Catherine Han
Compliance

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Charter Hall Retail REIT (CQR)

ACN/ARSN 093 143 965

1. Details of substantial holder (1)

Name State Street Corporation and subsidiaries named in Annexures to this form

ACN/ARSN (if applicable) _____

The holder became a substantial holder on 29 / 06 / 2016

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	20,216,397	20,216,397	5.00%

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		

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
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	
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
Annexure A	

7. Addresses

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

Name	Address
Annexure C	

Signature

print name **James MacNevin**

Capacity: **Director**

sign here

date **01 / 07/ 2016**

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.

This is Annexure A referred to in Form 603 Notice of initial substantial holder

Annexure A

 1 July 2016
James MacNevin
Director

3. Details of relevant interests
4. Details of present registered holders
6. Associates

Holder of relevant interest (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 & 4)	Nature of Association (Section 6)
State Street Global Advisors, Australia, 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	JPMorgan Chase Bank Global Services Australia	N.A.	Ord 86,005	Subsidiary of State Street Corporation
State Street Global Advisors, Australia, 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	Citibank, Hong Kong	N.A.	Ord 116,554	Subsidiary of State Street Corporation

State Street Global Advisors 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	UBS Ag , ZURICH	N.A.	Ord	86,985	Subsidiary of State Street Corporation
State Street Global Advisors, Australia, 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	JP Morgan Chase, London	N.A.	Ord	637,530	Subsidiary of State Street Corporation
State Street Global Advisors 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	Mellon Bank N.A. (Global Trust Dept.,) Pittsburgh	N.A.	Ord	76,066	Subsidiary of State Street Corporation
State Street Global Advisors 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	State Street Bank Master Trust	N.A.	Ord	8,951	Subsidiary of State Street Corporation

State Street Global Advisors 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	Bank of New York, Brussels	N.A.	Ord	70,670	Subsidiary of State Street Corporation
State Street Global Advisors 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	Northern Trust Global Services London	N.A.	Ord	55,644	Subsidiary of State Street Corporation
State Street Global Advisors, Australia, 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	The Northern Trust Co. London	N.A.	Ord	153,900	Subsidiary of State Street Corporation
State Street Global Advisors 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	The Northern Trust Company, Chicago	N.A.	Ord	38,247	Subsidiary of State Street Corporation

State Street Global Advisors, Australia, 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	BNP PARIBAS SECURITIES SERVICES JER	N.A.	Ord	279,508	Subsidiary of State Street Corporation
State Street Global Advisors 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	Mellon Bank, N.A.	N.A.	Ord	164,076	Subsidiary of State Street Corporation
State Street Global Advisors, Australia, 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	State Street Bank & Trust	N.A.	Ord	5,153,302	Subsidiary of State Street Corporation
State Street Global Advisors, Australia, 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	BNP Paribas Australia	N.A.	Ord	4,246,294	Subsidiary of State Street Corporation

State Street Global Advisors, Australia, 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	State Street Australia Ltd, Sydney	N.A.	Ord	2,469,422	Subsidiary of State Street Corporation
State Street Global Advisors (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	Brown Brothers Harriman.	N.A.	Ord	19,705	Subsidiary of State Street Corporation
State Street Global Advisors 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	Northern Trust Global Services London	N.A.	Ord	14,342	Subsidiary of State Street Corporation
State Street Global Advisors France S.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	State Street Bank & Trust	N.A.	Ord	57,294	Subsidiary of State Street Corporation

State Street Global Advisors, Australia, 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	National Australia Custodian Services	N.A.	Ord	118,057	Subsidiary of State Street Corporation
State Street Global Advisors 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	The Northern Trust Co. London	N.A.	Ord	10,117	Subsidiary of State Street Corporation
State Street Global Advisors, Australia, 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	Northern Trust Company, Singapore	N.A.	Ord	16,389	Subsidiary of State Street Corporation
State Street Global Advisors 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	State Street Mutual Funds	N.A.	Ord	291,475	Subsidiary of State Street Corporation

State Street Global Advisors 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	State Street Bank & Trust	N.A.	Ord	6,045,864	Subsidiary of State Street Corporation
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This is Annexure B referred to in Form 603 Notice of initial substantial holder

Annexure B

 1 July 2016
James MacNevin
Director

5. Consideration

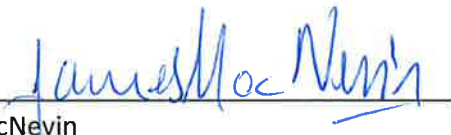
Holder of relevant interest	Date of Acquisition	Nature of transaction	Consideration	Class and number of Securities affected	
State Street Global Advisors, Australia, Limited	29-Feb-16	Purchase	4.01	Ord	444,280
State Street Global Advisors, Australia, Limited	1-Mar-16	Purchase	4.38	Ord	49,949
State Street Global Advisors, Australia, Limited	3-Mar-16	Purchase	4.42	Ord	49,192
State Street Global Advisors, Australia, Limited	4-Mar-16	Purchase	4.37	Ord	229,898
State Street Global Advisors, Australia, Limited	8-Mar-16	Purchase	4.37	Ord	58,239
State Street Global Advisors Limited	11-Mar-16	Purchase	4.38	Ord	14,738
State Street Global Advisors, Australia, Limited	17-Mar-16	Purchase	4.54	Ord	9,153
State Street Global Advisors, Australia, Limited	22-Mar-16	Purchase	4.53	Ord	5,137
State Street Global Advisors France S.A.	23-Mar-16	Purchase	4.51	Ord	2,292
State Street Global Advisors France S.A.	1-Apr-16	Purchase	4.49	Ord	2,298
State Street Global Advisors, Australia, Limited	5-Apr-16	Purchase	4.49	Ord	82,553
State Street Global Advisors France S.A.	5-Apr-16	Purchase	4.49	Ord	1,149
State Street Global Advisors, Australia, Limited	6-Apr-16	Purchase	4.53	Ord	31,167

State Street Global Advisors France S.A.	12-Apr-16	Purchase	4.57	Ord	1,149
State Street Global Advisors Inc	20-Apr-16	Purchase	4.72	Ord	16,774
State Street Global Advisors, Australia, Limited	26-Apr-16	Purchase	4.68	Ord	51,077
State Street Global Advisors, Australia, Limited	27-Apr-16	Purchase	4.73	Ord	12,366
State Street Global Advisors, Australia, Limited	28-Apr-16	Purchase	4.74	Ord	84,672
State Street Global Advisors, Australia, Limited	29-Apr-16	Purchase	4.72	Ord	6,387
State Street Global Advisors, Australia, Limited	5-May-16	Purchase	4.82	Ord	258,516
State Street Global Advisors Inc	12-May-16	Purchase	4.80	Ord	21,516
State Street Global Advisors France S.A.	18-May-16	Purchase	4.78	Ord	3,459
State Street Global Advisors Limited	23-May-16	Purchase	4.75	Ord	15,940
State Street Global Advisors France S.A.	1-Jun-16	Purchase	4.76	Ord	1152
State Street Global Advisors Inc	2-Jun-16	Purchase	4.79	Ord	6,132
State Street Global Advisors, Australia, Limited	3-Jun-16	Purchase	4.80	Ord	91,926
State Street Global Advisors, Australia, Limited	6-Jun-16	Purchase	4.83	Ord	52,570
State Street Global Advisors, Australia, Limited	7-Jun-16	Purchase	4.87	Ord	36,506
State Street Global Advisors France S.A.	7-Jun-16	Purchase	4.87	Ord	1152
State Street Global Advisors France S.A.	16-Jun-16	Purchase	4.81	Ord	1153
State Street Global Advisors Inc	17-Jun-16	Purchase	4.82	Ord	278,782
State Street Global Advisors, Australia, Limited	17-Jun-16	Purchase	4.82	Ord	10,331

State Street Global Advisors, Australia, Limited	29-Jun-16	Purchase	4.70	Ord	28480
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This is Annexure C referred to in Form 603 Notice of
initial substantial holder

Annexure C


James MacNevin
Director
1 July 2016

7. Addresses

Name	Address
State Street Global Advisors, Australia, Limited	Level 17, 420 George Street Sydney, NSW 2000, Australia Australia
State Street Global Advisors Inc	State Street Financial Center One Lincoln Street Boston, MA 02111-2900
State Street Global Advisors Limited	20 Churchill Place, London E14 5HJ, UK
State Street Global Advisors (Japan) Co. Ltd.	Midtown Tower, 9-7-1 Akasaka, Minato-ku, Tokyo, Japan 107-6239
State Street Global Advisors France S.A.	Immeuble Defense Plaza, 23-25 rue Delariviere- Lefoullon, Paris, La Defense Cedex, France 92064