

GENERATION **HEALTHCARE** REIT

Notice of Annual Unitholder Meeting



Venue: Offices of Hall & Wilcox
Level 11, Rialto South Tower
525 Collins Street
Melbourne, Victoria

Date: Wednesday, 16 November 2016

Time: 10.00am

Annual Report

The 2016 Annual Report is now available to download from our website at generationreit.com.au



GENERATION
HEALTHCARE REIT



14 October 2016

Dear Investor,

I am pleased to invite you to attend the Annual Unitholder Meeting ("Meeting") of Generation Healthcare REIT ("Fund") to be held on Wednesday, 16 November 2016, at 10.00am, at the offices of Hall & Wilcox, Level 11, Rialto South Tower, 525 Collins Street, Melbourne Victoria.

At the Meeting, we will present on the results and activities of the Fund for the 2016 financial year and provide an update on the Fund's recent activities and performance.

Paul Dalla Lana the Chairman and CEO of NorthWest Healthcare Properties REIT, the new owner of the Manager of the Fund will be in attendance at the meeting and would welcome the opportunity to meet with investors.

There are no formal resolutions to be considered at the Meeting.

If you are not attending the Meeting, you are encouraged to appoint a proxy to attend on your behalf. While there are no formal resolutions to be voted on at the Meeting, you are still able to appoint a person as your proxy to ask questions on your behalf at the Meeting. The Proxy Form, which accompanies this Notice of Meeting, includes instructions on how to appoint a proxy. You can also lodge your proxy online, as detailed in the Notice of Meeting. The Proxy Form must be received by the Fund's Unit Registry no later than 10.00am (Melbourne time) on Monday, 14 November 2016. A reply paid envelope for this purpose is enclosed.

The information presented to the Meeting will be announced to the Australian Securities Exchange ("ASX") on the day of the Meeting.

If you have any queries about the Meeting, please call Link Market Services Limited on 1300 554 474. For callers outside of Australia, please call +61 2 8280 7111.

I look forward to seeing as many of you as possible on 16 November 2016.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Miles Wentworth', with a stylized flourish above the name.

Miles Wentworth
Chief Executive Officer
Generation Healthcare REIT

NOTICE OF ANNUAL UNITHOLDER MEETING

Notice is given by APN Funds Management Limited (ACN 080 674 479) ("Responsible Entity", "APNFM") that an Annual Unitholder Meeting ("Meeting") of Generation Healthcare REIT (ARSN 118 712 584) ("Fund") will be held at:

Time: 10.00am

Date: Wednesday 16 November 2016

Place: Offices of Hall & Wilcox
Level 11, Rialto South Tower
525 Collins Street
Melbourne, Victoria

The business to be considered at the Meeting is as follows:

ORDINARY BUSINESS:

RESULTS AND ACTIVITIES

To receive a presentation from the Chief Executive Officer of the Fund, Miles Wentworth, on the results and activities of the Fund for the financial year ended 30 June 2016 and an update on the activities of the Fund post 30 June 2016.

SPECIAL BUSINESS:

NONE

CHAIR

The Responsible Entity intends to appoint Chairman, Geoff Brunsdon, to act as Chair of the Meeting in accordance with the Corporations Act.

VOTING EXCLUSION STATEMENT

As there are no resolutions being considered, no voting exclusion statement is required.

QUORUM

The quorum for the Meeting is Unitholders present (in person or by proxy) holding no less than 10% of the Units on issue. A Unitholder is counted towards the quorum even if the Unitholder may not be entitled to vote.

RIGHT TO APPOINT A PROXY

A Unitholder has a right to appoint a proxy to attend the Meeting on their behalf.

A proxy does not need to be a Unitholder, and you may appoint the Chair of the Meeting as your proxy.

The Proxy Form, which accompanies this Notice of Meeting, includes instructions on how to appoint a proxy.

To be valid, Link Market Services Limited must receive your Proxy Form no later than 10.00am (Melbourne time) on Monday 14 November 2016.

HOW TO APPOINT A PROXY

By Mail: Locked Bag A14
SYDNEY SOUTH NSW 1235

By Fax: +61 2 9287 0309

By Hand: Link Market Services
Level 12, 680 George Street
SYDNEY, NSW 2000

Online: www.linkmarketservices.com.au

Step 1: Select Investor Login from the right hand menu.

Step 2: Enter Generation Healthcare REIT as the Issuer.

Step 3: Enter your Holder Identifier (which appears under the barcode on the front of your proxy form) and your postcode or Country.

Step 4: Enter the security code, tick the box to accept the terms and conditions and click "Login".

Step 5: Select Voting from the top menu and follow the prompts to lodge your Proxy.

VOTING AND ATTENDANCE ENTITLEMENT

Unitholders registered as holders of Units in the Fund as at 10.00am Melbourne time on Monday 14 November 2016 will be entitled to attend and vote at the Meeting.

CORPORATE REPRESENTATIVES

A company wishing to appoint a person to act as its representative at the Meeting must provide that person with a letter executed in accordance with the company's constitution and the Corporations Act authorising him or her to act as the Unitholder's representative. A 'Certificate of Appointment of Representative' may be obtained from Link Market Services Limited.

**Issued by APN Funds Management Limited (ACN 080 674 479 AFSL 237500)
as the Responsible Entity of Generation Healthcare REIT (ARSN 118 712 584).**







Responsible Entity

APN Funds Management Limited
ABN 60 080 674 479 AFSL No 237500

Level 30, 101 Collins Street
Melbourne Victoria 3000 Australia

T +61 (0) 3 8656 1059

F +61 (0) 3 8656 1010

W generationreit.com.au

E investor@generationreit.com.au



GENERATION HEALTHCARE REIT

ARSN 118 712 584

LODGE YOUR VOTE



ONLINE

www.linkmarketservices.com.au



BY MAIL

Generation Healthcare REIT
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia



BY FAX

+61 2 9287 0309



BY HAND

Link Market Services Limited
1A Homebush Bay Drive, Rhodes NSW 2138; or
Level 12, 680 George Street, Sydney NSW 2000



ALL ENQUIRIES TO

Telephone: +61 1300 554 474



X99999999999

PROXY FORM

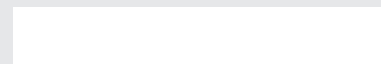
I/We being a member(s) of Generation Healthcare REIT (GHC) and entitled to attend and vote hereby appoint:

APPOINT A PROXY



the Chairman of the
Meeting (*mark box*)

OR if you are **NOT** appointing the Chairman of the Meeting
as your proxy, please write the name of the person or
body corporate you are appointing as your proxy



or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf at the Annual General Meeting of GHC to be held at **10:00am on Wednesday, 16 November 2016 at the Offices of Hall & Wilcox, Level 11, Rialto South Tower, 525 Collins Street Melbourne (the Meeting)** and at any postponement or adjournment of the Meeting.

Although there are no voting items on the Agenda for this Annual General Meeting you may appoint an individual or the Chairman of the Meeting to attend the Meeting and to speak at the Meeting on your behalf.

If you intend to attend the Meeting on behalf of a company that is a Generation Healthcare REIT unitholder, you should complete and return the Appointment of Corporate Representative form before the deadline.

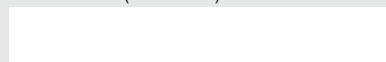
VOTING DIRECTIONS

Proxies will only be valid and accepted by GHC if they are signed and received no later than 48 hours before the Meeting.

There are no voting items on the Agenda for this Annual General Meeting.

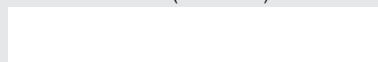
SIGNATURE OF UNITHOLDERS – THIS MUST BE COMPLETED

Unitholder 1 (Individual)



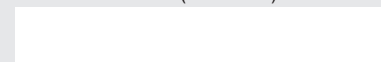
Sole Director and Sole Company Secretary

Joint Unitholder 2 (Individual)



Director/Company Secretary (Delete one)

Joint Unitholder 3 (Individual)



Director

This form should be signed by the unitholder. If a joint holding, either unitholder may sign. If signed by the unitholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

GHC PRX1601A



HOW TO COMPLETE THIS UNITHOLDER PROXY FORM

YOUR NAME AND ADDRESS

This is your name and address as it appears on GHC's unit register. If this information is incorrect, please make the correction on the form. Unitholders sponsored by a broker should advise their broker of any changes. **Please note: you cannot change ownership of your units using this form.**

APPOINTMENT OF PROXY

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please write the name of that individual or body corporate in Step 1. A proxy need not be a unitholder of GHC.

DEFAULT TO CHAIRMAN OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chairman of the Meeting, who is required to vote those proxies as directed. Any undirected proxies that default to the Chairman of the Meeting will be voted according to the instructions set out in this Proxy Form.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your units will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of units you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF A SECOND PROXY

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning GHC's unit registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of units applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- (b) return both forms together.

SIGNING INSTRUCTIONS

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either unitholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001*) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from GHC's unit registry or online at www.linkmarketservices.com.au.

LODGEMENT OF A PROXY FORM

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by **10:00am on Monday, 14 November 2016**, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Proxy Forms may be lodged using the reply paid envelope or:



ONLINE

www.linkmarketservices.com.au

Login to the Link website using the holding details as shown on the Proxy Form. Select 'Voting' and follow the prompts to lodge your vote. To use the online lodgement facility, unitholders will need their "Holder Identifier" (Securityholder Reference Number (SRN) or Holder Identification Number (HIN) as shown on the front of the Proxy Form).



BY MAIL

Generation Healthcare REIT
C/- Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235
Australia



BY FAX

+61 2 9287 0309



BY HAND

delivering it to Link Market Services Limited*
1A Homebush Bay Drive
Rhodes NSW 2138
or
Level 12
680 George Street
Sydney NSW 2000

* During business hours (Monday to Friday, 9:00am–5:00pm)

**IF YOU WOULD LIKE TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING, PLEASE BRING THIS FORM WITH YOU.
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**