

Investa Office Fund

# Notice of Unitholders' Meeting and Explanatory Memorandum

For a meeting to be held on  
Thursday, 20 October 2016

I O F

Investa Office Fund  
comprising  
Armstrong Jones Office Fund  
(ARSN 090 242 229)  
and  
Prime Credit Property Trust  
(ARSN 089 849 196)

**INVESTA** 

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# IOF

## NOTICE OF MEETING

[WWW.INVESTA.COM.AU/IOF](http://WWW.INVESTA.COM.AU/IOF)

**Investa Office Fund**  
comprising  
**Armstrong Jones Office Fund**  
(ARSN 090 242 229)  
and  
**Prime Credit Property Trust**  
(ARSN 089 849 196)

**Investa Office Fund**  
**Notice of Unitholders' Meeting and**  
**Explanatory Memorandum**

To be held at 10am (Sydney time) on Thursday,  
20 October 2016 at The Mint, 10 Macquarie  
Street, Sydney NSW 2000.

The Directors of Investa Listed Funds Management Limited (other than each abstaining Director for the relevant Resolution) unanimously recommend that Unitholders vote in favour of the Resolutions.

Each Director whose appointment is being voted on has abstained from making a recommendation on their own appointment.

This is an important document and requires your immediate attention. You should read this document in its entirety before deciding whether to vote in favour of the resolutions set out in the Notice of Meeting. The information provided in this Notice of Meeting (including the Explanatory Memorandum) does not constitute financial product advice. If you have any questions regarding the matters set out in the Notice of Meeting or the Explanatory Memorandum, you should consult your investment, tax, legal or other professional adviser.

You may call the Unitholder information line on +61 1300 851 394 if you have any questions.

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## CHAIRMAN'S LETTER

26 September 2016

Dear Unitholder,

### Investa Office Fund (ASX: IOF) – Notice of Unitholders' Meeting

On behalf of the Board of Directors of Investa Listed Funds Management Limited, I am pleased to invite you to attend a Unitholders' Meeting of Investa Office Fund (**IOF or the Fund**) comprising the stapled entities Armstrong Jones Office Fund (**AJO**) and Prime Credit Property Trust (**PCP**).

The meeting will be held at 10am (Sydney time) on Thursday, 20 October 2016 at The Mint, 10 Macquarie Street, Sydney NSW 2000.

The purpose of the meeting is to present to Unitholders the results and activities of the Fund for the financial year ended 30 June 2016, including an update on activities post 30 June 2016 and to consider the appointment of each of Richard Longes, John Fast, Geoff Kleemann and Bob Seidler AM as Independent Directors of Investa Listed Funds Management Limited (ACN 149 175 655) (**Responsible Entity**), the responsible entity of AJO and PCP. The purpose of the vote is to give Unitholders input into the composition of the Board of the Responsible Entity.

Details of the resolutions are provided in the Notice of Meeting and Explanatory Memorandum included in this document. The Notice of Meeting and Explanatory Memorandum contain important information, including details of the experience and qualifications of the persons standing for appointment. Also included with the Notice of Meeting is information on where to access the Online Annual Reporting Suite.

Please read this document carefully in its entirety before making your decision and voting (whether in person, by corporate representative or by proxy) at the Unitholders' Meeting.

## YOUR VOTE IS IMPORTANT

**The Directors of the Responsible Entity (other than each abstaining Director for the relevant Resolution) unanimously recommend that you vote in favour of the Resolutions.**

**Each Director whose appointment is being voted on has abstained from making a recommendation on their own appointment.**

If you are planning to attend the meeting, please RSVP before the close of business on Thursday, 13 October 2016 to assist with planning and catering and to ensure that there is no unnecessary expense to the Fund. You can RSVP by completing and returning the form enclosed with this notice, or by emailing [investa@linkmarketservices.com.au](mailto:investa@linkmarketservices.com.au).


If you are not attending the meeting, you may appoint one or two proxies to attend and vote for you. The proxy form, which accompanies this Notice of Meeting, includes instructions on how to vote and appoint a proxy.

The Board of the Responsible Entity encourages feedback from Unitholders on any aspect of the Fund and its business. As such, we invite you to send through your comments or questions by emailing [investa@linkmarketservices.com.au](mailto:investa@linkmarketservices.com.au) or by using the form enclosed with this notice, which can be returned in the reply paid envelope provided.

If you have any questions in relation to this Notice of Meeting, you may call the Unitholder information line on +61 1300 851 394.

We look forward to seeing you on Thursday, 20 October 2016.

Yours sincerely,



**Richard Longes**

Chairman

Investa Listed Funds Management Limited

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## NOTICE OF MEETING

Investa Office Fund  
comprising  
Armstrong Jones Office Fund  
(ARSN 090 242 229)  
and  
Prime Credit Property Trust  
(ARSN 089 849 196)

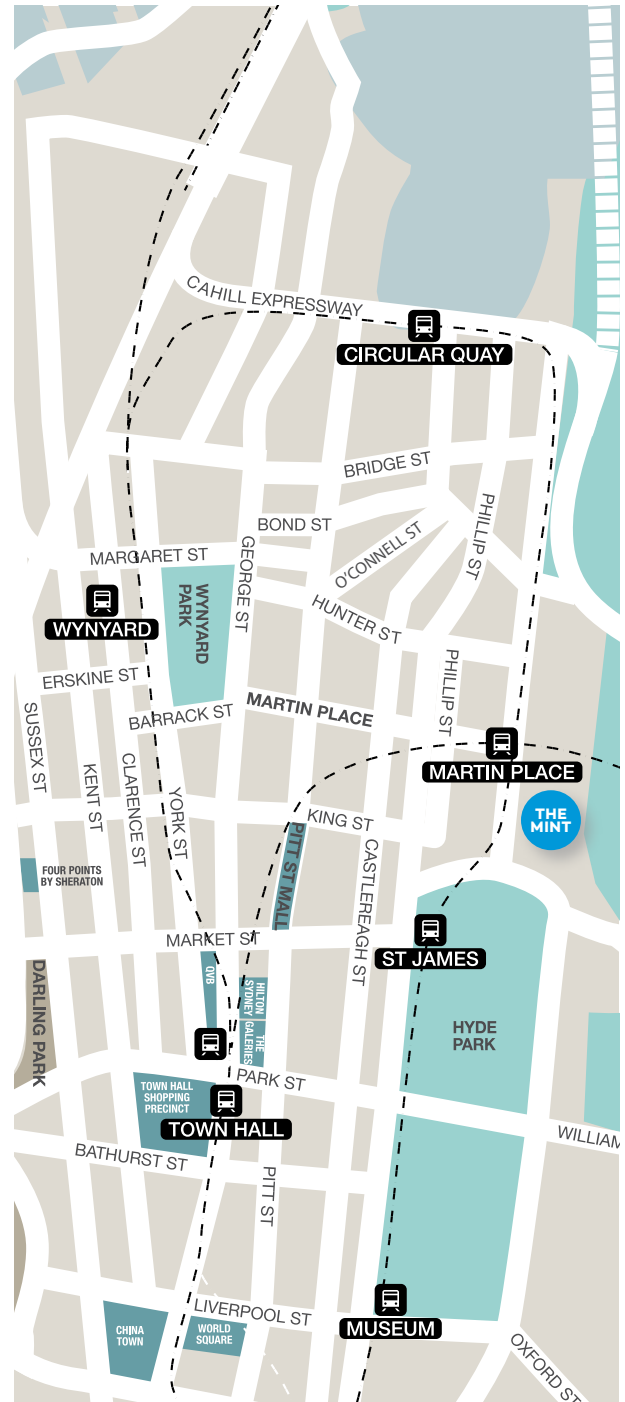
Investa Listed Funds Management Limited (ACN 149 175 655) (**the Responsible Entity**) as Responsible Entity of Armstrong Jones Office Fund (ARSN 090 242 229) (**AJO**) and Prime Credit Property Trust (ARSN 089 849 196) (**PCP**) hereby gives notice that a meeting of the Unitholders of AJO and PCP will be held as follows:

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Time	10am (Sydney time)
Date	Thursday, 20 October 2016
Place	The Mint, 10 Macquarie Street, Sydney NSW 2000

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In accordance with section 252S(1) of the Corporations Act, the Responsible Entity has appointed Richard Longes to act as chairman of the Meeting.



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## NOTICE OF MEETING

### Business of the Meeting

Capitalised terms used but not defined in this Notice of Meeting have the meanings given in the Explanatory Memorandum accompanying, and forming part of, this Notice of Meeting.

The formal business of the Meeting will consist of the following:

### FY16 Unitholder Presentation:

To present the results and activities of the Fund for the financial year ended 30 June 2016, including an update on activities post 30 June 2016.

### Resolutions:

To consider and, if thought fit, to pass each of the following resolutions as ordinary resolutions:

1. "That the appointment of Richard Longes as a Director of Investa Listed Funds Management Limited for a 3 year term following the date of this Meeting be approved".
2. "That the appointment of John Fast as a Director of Investa Listed Funds Management Limited for a 3 year term following the date of this Meeting be approved".
3. "That the appointment of Geoff Kleemann as a Director of Investa Listed Funds Management Limited for a 3 year term following the date of this Meeting be approved".
4. "That the appointment of Bob Seidler AM as a Director of Investa Listed Funds Management Limited for a 3 year term following the date of this Meeting be approved".

These Resolutions should be read in conjunction with the Explanatory Memorandum which sets out an explanation of the reasons for the Resolutions.

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## NOTICE OF MEETING

### Entitlement to vote:

Unitholders registered as holders of Units in each of Armstrong Jones Office Fund and Prime Credit Property Trust as at 7pm (Sydney time) on Tuesday, 18 October 2016 will be entitled to attend and vote at the Meeting.

Accordingly, transfers of Units registered after that time will be disregarded in determining entitlements to attend and vote at the Meeting.

### Voting procedure:

The vote on each Resolution will be decided on a show of hands or a poll as determined by the Chairman subject to any requirements of the Corporations Act and the trust constitutions of AJO and PCP.

For a resolution determined by a show of hands, each Unitholder present in person or by proxy has one vote.

For a resolution determined by poll, each Unitholder present in person or by proxy has one vote for every dollar of the total interest they have in IOF. The value of a Unitholder's total interest in IOF will be calculated by reference to the closing price of Units on the ASX on Wednesday, 19 October 2016.

### Majority required:

Each Resolution is an ordinary resolution and will be passed if more than 50% of the votes cast by Unitholders present or by proxy, and entitled to vote on the Resolution, are cast in favour of the Resolution.

### Quorum:

The quorum necessary for this meeting is 2 Unitholders present in person or by proxy. If a quorum is not present within 30 minutes after the scheduled time for the Meeting, the Meeting will be adjourned as the Chairman directs.

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## NOTICE OF MEETING

### Joint holders:

If your Units are jointly held and more than one Unitholder votes in respect of jointly held Units, only the vote of the Unitholder whose name appears first in the register will be counted.

### Voting restrictions:

The Responsible Entity and its associates are not entitled to vote their interest on a resolution if they have an interest in the resolution other than as a member.

### Proxies:

1. Each Unitholder entitled to attend and vote has a right to appoint a proxy, and you may appoint the Chairman of the Meeting as your proxy.
2. If a Unitholder appoints two proxies, the Unitholder may specify the proportion or number of votes each proxy holder is entitled to exercise. Where two proxies are appointed and the appointment does not specify the proportion or number of the Unitholder's votes, each proxy may exercise half of the votes.
3. A proxy need not be a Unitholder.
4. The Proxy Form, which accompanies this Notice of Meeting, includes instructions on how to vote and appoint a proxy.
5. The Chairman intends to vote all undirected proxies in favour of the Resolutions.

To ensure that all Unitholders can exercise their right to vote on the Resolutions, a Proxy Form is enclosed together with a reply paid envelope.

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## NOTICE OF MEETING

In order to be valid, Proxy Forms should be completed and received no later than 10am Sydney time on Tuesday, 18 October 2016. The Proxy Form can be lodged using the reply paid envelope or:

- > Online at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) in accordance with the Proxy Form;
- > By mailing or faxing to:  
Investa Office Fund  
C/- Link Market Services Limited  
Locked Bag A14 Sydney South  
NSW 1235  
Fax: +61 2 9287 0309

Power of Attorney: To sign the Proxy Form under power of attorney, you must lodge the power of attorney with IOF's registry, Link Market Services Limited. If you have not previously lodged this document for notation, please attach a certified photocopy of the power of attorney to your Proxy Form when you return it.

Companies: Where the company has a sole director who is also the sole company secretary, the Proxy Form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act) does not have a company secretary, a sole director can also sign alone. Otherwise the Proxy Form must be signed by a director 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 to the Meeting. A form of the certificate may be obtained from IOF's registry, Link Market Services Limited. If such evidence is not received, then the representative will not be permitted to act as a representative at the Meeting.

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## NOTICE OF MEETING

### Online Annual Reporting Suite:

A copy of the Annual Financial Report, Annual Review and Property Portfolio for the financial year ended 30 June 2016 is accessible electronically via the IOF website at [www.investa.com.au/IOFAnnualreports](http://www.investa.com.au/IOFAnnualreports).

By order of the Board of Investa Listed Funds Management Limited as responsible entity of each of Armstrong Jones Office Fund and Prime Credit Property Trust.



**Ivan Gorrige**

Company Secretary  
Investa Listed Funds Management Limited

26 September 2016

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## FREQUENTLY ASKED QUESTIONS

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### What are the Resolutions Further information about?

Unitholders are asked to pass four resolutions to enable the appointment of Richard Longes, John Fast, Geoff Kleemann and Bob Seidler AM as Directors of the Responsible Entity for a 3 year term.	Notice of Meeting
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### What is the purpose of the Resolutions? Further information

The purpose of the vote is to give Unitholders input into the composition of the Board of the Responsible Entity.	Explanatory Memorandum section 1.1
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### What do the Directors recommend? Further information

The Directors (other than each abstaining Director for the relevant Resolution) unanimously recommend that you vote in favour of the Resolutions.	Explanatory Memorandum section 2.1
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### Why are the Directors recommending that I vote in favour of the Resolutions? Further information

The Board (other than each abstaining Director for the relevant Resolution) are recommending that you vote in favour of the Resolutions for the reasons set out in the Explanatory Memorandum.	Explanatory Memorandum section 2.1
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## FREQUENTLY ASKED QUESTIONS

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### What do I need to do?

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Carefully read this document and consider the Resolutions then vote on the Resolutions in the required manner.

### When and where will the Meeting be held? Further information

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The Meeting is to be held at 10am (Sydney time) on Thursday, 20 October 2016 at The Mint, 10 Macquarie Street, Sydney NSW 2000.

Notice of Meeting and Proxy Form

If unable to attend the Meeting, details for proxy voting are set out in this Notice of Meeting and Proxy Form.

### How do I vote? Further information

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To vote on the Resolutions, you must either attend the Meeting and vote in person or vote by proxy using the Proxy Form attached.

Notice of Meeting

### Is it compulsory to vote? Further information

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No, although your vote is important and you are encouraged to exercise your right to vote.

Notice of Meeting

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## FREQUENTLY ASKED QUESTIONS

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### What is the required majority for the Resolutions to be approved? Further information

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The Resolutions require the approval of more than 50% of votes cast by Unitholders present or by proxy and entitled to vote.

Notice of Meeting

### Who is and who is not entitled to vote? Further information

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Unitholders registered as holders of Units as at 7pm (Sydney time) on Tuesday, 18 October 2016 will be entitled to attend and vote at the Meeting unless they are an associate of the Responsible Entity.

Notice of Meeting

### When will the results of the Meeting be known?

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The results of the Meeting will be available shortly after the conclusion of the Meeting on Thursday, 20 October 2016 and will be announced to the ASX and made available at [www.investa.com.au/IOF](http://www.investa.com.au/IOF) as soon as practicable.



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## EXPLANATORY MEMORANDUM

This Explanatory Memorandum is intended to provide Unitholders with information about the proposed resolutions contained in the accompanying Notice of Meeting. You are encouraged to read this Explanatory Memorandum in full before making any decision in relation to the Resolutions.

Please refer to the Glossary for the meaning of any capitalised terms used in this Explanatory Memorandum.

### 1 Appointment of Independent Directors

#### 1.1 Background

Under a deed poll dated 10 June 2015 (**IOF Deed Poll**), IOM (which is the parent company of the Responsible Entity and the manager of IOF) has agreed to provide Unitholders with the opportunity to ratify the appointment of Independent Directors to the Board of the Responsible Entity. The IOF Deed Poll requires IOM to ensure that:

- the Board will consist of a majority of Independent Directors and the chairman will be an Independent Director;
- the appointment of an Independent Director is subject to the approval of Unitholders at the next general meeting, which must not be more than 12 months after that appointment; and
- each Independent Director of the Responsible Entity will have a term that expires at the conclusion of the general meeting of Unitholders held in the 3rd year after the year in which they were appointed or their re-appointment is approved, unless further 3 year terms are approved by an ordinary resolution of Unitholders.

On 15 April 2016, IOM announced that it had appointed four Independent Directors (namely, Richard Longes, John Fast, Geoff Kleemann and Bob Seidler AM) to the Board of the Responsible Entity.

In accordance with the terms of the IOF Deed Poll, the appointments of each of the Independent Directors are submitted for Unitholder approval at this Meeting.

#### 1.2 Profile of Richard Longes

Richard Longes is an Independent Director and Non-Executive Chairman of the Responsible Entity.

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## EXPLANATORY MEMORANDUM

Richard Longes is the Chairman of Liberty Financial Pty Limited, Terrace Tower Group Pty Limited and Investec Australia Limited. He was previously Chairman of GPT and Deputy Chairman of Lend Lease, as well as a Director of a number of public companies.

#### 1.3 Profile of John Fast

John Fast is an Independent Director of the Responsible Entity.

John Fast is founder and Joint Managing Director of international specialist advisory firm Dragoman Pty Limited. John Fast is also Chairman of NIEF Limited, Deputy Chairman of the Norman Beischer Medical Research Foundation, Non-Executive Director of the Australian Brandenburg Orchestra and Chairman of the Advisory Board of the Rotary Aboriginal and Torres Strait Islanders Tertiary Scholarship.

John Fast's previous executive roles include Chief Legal Counsel and Head of External Affairs at BHP Billiton Limited and BHP Billiton Plc respectively.

#### 1.4 Profile of Geoff Kleemann

Geoff Kleemann is an Independent Director of the Responsible Entity and Non-Executive Chairman of the Audit and Compliance Committee of the Responsible Entity.

Geoff Kleemann's former directorships include being an independent and Non-Executive Director of Asciano Limited and a Non-Executive Director of Broadspectrum Limited. Geoff Kleemann was also previously CFO at a number of major Australian companies including Crown Limited, Publishing & Broadcasting Limited and Woolworths Limited.

#### 1.5 Profile of Bob Seidler AM

Bob Seidler AM is an Independent Director of the Responsible Entity. Bob Seidler AM is also a Director of Investa Office Management Pty Limited, which is the parent company of the Responsible Entity and the manager of IOF.

Bob Seidler AM is Chairman of Hunter Phillip Japan Limited and a member of CIMIC Group Limited's board. Previous board memberships include Valad Property Group, Australian Prime Property Fund, Chairman of Leighton Asia India and Offshore and Leighton Properties Pty Limited.

## EXPLANATORY MEMORANDUM

### 2 Recommendations

#### 2.1 Directors' Recommendation

Each Director whose appointment is being voted on has abstained from making a recommendation on their own appointment.

The Directors of the Responsible Entity (other than each abstaining Director for the relevant Resolution) unanimously recommend that you vote in favour of Resolutions 1 to 4 and approve the appointments of Richard Longes, John Fast, Geoff Kleemann and Bob Seidler AM as Independent Directors of the Responsible Entity.

The Directors consider that the appointments bring a depth of talent, skills, experience and expertise to the Board and a renewed commitment to enhancing value for Unitholders.

No reasons have been identified by the Directors of the Responsible Entity why Unitholders should vote against the Resolutions.

#### 2.2 Consequences if a Resolution is passed

If each Resolution is passed, each of the relevant Directors will be re-appointed as Directors of the Responsible Entity at the conclusion of the Meeting for a 3 year term.

#### 2.3 Consequences if a Resolution is not passed

If a Resolution is not passed, the Director the subject of the Resolution will not be appointed as a Director of the Responsible Entity.

The Responsible Entity will appoint another person to be an Independent Director of the Responsible Entity in accordance with the requirements of its corporate governance framework and the Corporations Act (**Subsequent Appointment**).

The Subsequent Appointment will be submitted for approval by Unitholders at the next general meeting, which will be held no more than 12 months after the Subsequent Appointment.

## GLOSSARY

Term	Meaning
<b>AJO</b>	Armstrong Jones Office Fund (ARSN 090 242 229)
<b>ASX</b>	As the context requires, ASX Limited (ACN 008 624 691), or the market operated by it
<b>Board</b>	The Board of Directors of the Responsible Entity
<b>Chairman</b>	The chairman of the Meeting
<b>Corporations Act</b>	Corporations Act 2001 (Cth)
<b>Directors</b>	The directors of the Responsible Entity
<b>Explanatory Memorandum</b>	The explanatory memorandum that accompanies and forms part of the Notice of Meeting
<b>Independent Directors</b>	External directors within the meaning of subsection 601JA(2) of the Corporations Act 2001
<b>IOF or the Fund</b>	Investa Office Fund comprising AJO and PCP
<b>IOM</b>	Investa Office Management Pty Limited (ACN 161 354 016)
<b>Meeting</b>	The annual general meeting of the Fund to be held on 20 October 2016
<b>Notice of Meeting</b>	This notice of meeting dated 26 September 2016
<b>PCP</b>	Prime Credit Property Trust (ARSN 089 849 196)
<b>Proxy Form</b>	The proxy form enclosed with this Notice of Meeting
<b>Responsible Entity</b>	Investa Listed Funds Management Limited (ACN 149 175 655; AFSL 401414)
<b>Resolutions</b>	The resolutions contained in the Notice of Meeting
<b>Unit</b>	A stapled security in IOF consisting of one unit in AJO stapled to one unit in PCP or a unit in AJO or PCP, as the context requires
<b>Unitholders</b>	Registered holders of stapled securities in IOF



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## **CONTACT DETAILS**

If you have any questions about this Notice of Unitholders' Meeting, your unitholding, distribution statements or any change of details, you may call the unitholder information line on **+61 1300 851 394**.

Should you have any questions regarding the Fund, please call Investor Relations on **+61 1300 130 231** or email **[investorrelations@investa.com.au](mailto:investorrelations@investa.com.au)**

More information about the Fund can be accessed and downloaded at **[www.investa.com.au/IOF](http://www.investa.com.au/IOF)**

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## **INVESTA LISTED FUNDS MANAGEMENT LIMITED**

Level 6, Deutsche Bank Place  
126 Phillip Street  
Sydney NSW 2000 Australia

T +61 2 8226 9300

F +61 2 9844 9300

ACN 149 175 655 AFSL 401414

**[WWW.INVESTA.COM.AU/IOF](http://WWW.INVESTA.COM.AU/IOF)**

**INVESTA OFFICE FUND**

ARMSTRONG JONES OFFICE FUND ARSN 090 242 229  
 PRIME CREDIT PROPERTY TRUST ARSN 089 849 196


RESPONSIBLE ENTITY:  
 INVESTA LISTED FUNDS MANAGEMENT LIMITED  
 ACN 149 175 655 AFSL 401414

**LODGE YOUR VOTE**

 **ONLINE**  
[www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

 **BY MAIL**  
 Investa Office Fund  
 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 851 394

**PROXY FORM**

I/We being a member(s) of Investa Office Fund 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 (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Unitholders' Meeting of the Fund to be held at **10:00am (Sydney time) on Thursday, 20 October 2016 at The Mint, 10 Macquarie Street, Sydney NSW 2000 (the Meeting)** and at any postponement or adjournment of the Meeting.

**The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.**


**STEP 1**

**VOTING DIRECTIONS**

Proxies will only be valid and accepted by the Fund if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an

**Resolutions**

	For	Against	Abstain*
1 To appoint Richard Longes as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To appoint John Fast as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To appoint Geoff Kleemann as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To appoint Bob Seidler AM as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

 \* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

**STEP 2**

**SIGNATURE OF UNITHOLDERS – THIS MUST BE COMPLETED**

Unitholder 1 (Individual)

Joint Unitholder 2 (Individual)

Joint Unitholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

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).

**STEP 3**



## HOW TO COMPLETE THIS UNITHOLDER PROXY FORM

### YOUR NAME AND ADDRESS

This is your name and address as it appears on the Fund'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 the Fund.

### 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 the Fund's unit registry or you may copy this form and return them both together.

To appoint a second proxy you must:

- 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
- 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 the Fund's unit registry or online at [www.linkmarketservices.com.au](http://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 (Sydney time) on Tuesday, 18 October 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](http://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 MOBILE DEVICE

Our voting website is designed specifically for voting online. You can now lodge your proxy by scanning the QR code adjacent or enter the voting link [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au) into your mobile device. Log in using the Holder Identifier and postcode for your unitholding.

#### QR Code



To scan the code you will need a QR code reader application which can be downloaded for free on your mobile device.



#### BY MAIL

Investa Office Fund  
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 UNITHOLDERS' MEETING, PLEASE BRING THIS FORM WITH YOU.  
THIS WILL ASSIST IN REGISTERING YOUR ATTENDANCE.**

