

**Form 604  
Corporations Act 2001  
Section 671B**

**Notice of Change of Interests of Substantial Holder**

To: **Charter Hall Group**

ACN/ARSN:

**1. Details of substantial holder (s)**

Name: FIL Limited and the entities listed in Annexure A ("FIL")

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

The previous notice was given to the company on

The previous notice was dated

15 April 2015

7 November 2014

7 November 2014

**2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of Securities (4)	Previous Notice Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
Stapled Securities	27,920,675	7.86%	35,923,453	10.00%

**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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
			AUD \$	Stapled Securities	Stapled Securities
10/24/2014	FIL	SELL	4.31	(487)	(487)
10/24/2014	FIL	SELL	4.31	(9,877)	(9,877)
10/31/2014	FIL	SELL	4.38	(58,836)	(58,836)
11/12/2014	FIL	SELL	4.60	(538)	(538)
11/13/2014	FIL	BUY	4.58	25,831	25,831
11/17/2014	FIL	BUY	4.57	66,990	66,990
11/19/2014	FIL	BUY	4.56	25,315	25,315

11/20/2014	FIL	BUY	4.42	854,616	854,616
11/21/2014	FIL	SELL	4.46	(153,809)	(153,809)
12/5/2014	FIL	BUY	4.75	5,200	5,200
12/11/2014	FIL	BUY	4.67	822	822
12/16/2014	FIL	SELL	4.71	(5,073)	(5,073)
12/19/2014	FIL	BUY	4.70	1,586	1,586
1/19/2015	FIL	BUY	4.60	190,052	190,052
1/28/2015	FIL	SELL	4.88	(3,274)	(3,274)
1/29/2015	FIL	BUY	4.85	136,076	136,076
1/29/2015	FIL	BUY	4.90	1,584	1,584
1/29/2015	FIL	SELL	4.85	(5,498)	(5,498)
2/3/2015	FIL	BUY	4.89	125,002	125,002
2/3/2015	FIL	BUY	4.89	66,458	66,458
2/4/2015	FIL	BUY	4.90	49,233	49,233
2/4/2015	FIL	BUY	4.90	26,176	26,176
2/25/2015	FIL	BUY	4.58	84,449	84,449
2/25/2015	FIL	BUY	4.58	169,717	169,717
2/25/2015	FIL	DIVR	4.58	819	819
2/25/2015	FIL	BUY	4.58	1,204	1,204
2/25/2015	FIL	BUY	4.58	40,193	40,193
2/25/2015	FIL	DIVR	4.58	217,850	217,850
2/25/2015	FIL	DIVR	4.59	276	276
2/25/2015	FIL	DIVR	4.59	242	242
2/25/2015	FIL	BUY	4.58	1,741	1,741
2/25/2015	FIL	BUY	4.58	56,738	56,738
2/25/2015	FIL	BUY	4.58	7,825	7,825
2/25/2015	FIL	BUY	4.58	18,684	18,684
3/5/2015	FIL	BUY	4.95	11,414	11,414
3/10/2015	FIL	SELL	4.97	(1,597)	(1,597)
3/12/2015	FIL	BUY	5.11	2,915	2,915
3/19/2015	FIL	SELL	5.10	(84,944)	(84,944)
3/20/2015	FIL	BUY	5.15	2,383	2,383
4/2/2015	FIL	SELL	5.16	(1,052)	(1,052)
4/15/2015	FIL	BUY	5.13	1,471,752	1,471,752
4/15/2015	FIL	BUY	5.13	556,529	556,529
4/15/2015	FIL	BUY	5.13	1,997,582	1,997,582
4/15/2015	FIL	BUY	5.13	10,841	10,841
4/15/2015	FIL	BUY	5.13	736,277	736,277
4/15/2015	FIL	BUY	5.13	589,239	589,239
4/15/2015	FIL	BUY	5.13	260,022	260,022
4/15/2015	FIL	BUY	5.13	357,461	357,461
4/15/2015	FIL	BUY	5.13	160,297	160,297
4/15/2015	FIL	SELL	5.16	(3,628)	(3,628)
			<b>BUY</b>	<b>8,112,204</b>	<b>8,112,204</b>
			<b>DIVIDEND</b>	<b>219,187</b>	<b>219,187</b>
			<b>SELL</b>	<b>(328,613)</b>	<b>(328,613)</b>

#### 4. Present Relevant Interest

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Refer to Annexure A

#### 5. Changes in Association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

NA

#### 6. Addresses

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

Refer to Annexure A



Sign Here: \_\_\_\_\_

Dated: 17 April 2015

Kelvin Lo

Head of Regulatory Reporting, Asia Pacific

Duly authorized under Powers of Attorney on behalf of FIL Limited

Annexure A				
Investment Manager	Address	Custodian	Nature of Relevant Interest	Total
FIL INVESTMENT MANAGEMENT (AUSTRALIA) LIMITED	Level 11, 167 Macquarie Street, Sydney, NSW 2000	BROWN BROTHERS HARRIMAN AND CO	Investment Discretion/ Voting Power	42,698
		CITIBANK LONDON		3,193,526
		CITIBANK LTD MELBOURNE (C)		2,309,099
		JP MORGAN, BOURNEMOUTH (C)		23,467,545
		NATIONAL ASTI BK MELBOURNE (S)		3,195,120
		NORTHERN TRUST LONDON (C)		46,841
FIL INVESTMENT MANAGEMENT (HONG KONG) LIMITED	Suite 2201, Level 22, Two Pacific Place, 88 Queensway, Admiralty, Hong Kong	HSBC INST TRST SER ASIA LTD(C)		1,707,061
		JP MORGAN, BOURNEMOUTH (C)		1,604,624
FIL INVESTMENT SERVICES (UK) LIMITED	Oakhill House, 130 Tonbridge Road, Hildenborough, Kent, TN11 3DZ, United Kingdom	BROWN BROS HARRIMN LTD LUX (C)		145,364
FIL INVESTMENTS (JAPAN) LTD	4-3-1 Shiroyama JT Trust Tower, 20th Floor, Toranomon, Minato-Ku, Tokyo 105-6019, Japan	BROWN BROS HARRIMN LTD LUX (C)		22,396
		MASTER TRUST BANK OF JAPAN (C)		13,372
FIL LIMITED	Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda	BROWN BROS HARRIMN LTD LUX (C)		175,807
Grand Total				35,923,453