

Aventus Retail Property Fund
ARSN 608 000 764
ASX: AVN

Pre-Quotation Disclosure

The following information is required to be provided to ASX Limited (**ASX**) for release to the market in connection with the admission to the official list and official quotation on a conditional and deferred settlement trading basis of the fully paid ordinary units in Aventus Retail Property Fund (**Fund**).

Unless otherwise defined, capitalised terms used in this notice have the meaning given to them in the product disclosure statement dated 30 September 2015 (**PDS**).

Basis of allocation and procedures for determining allocations

The basis of allocation of ordinary units under the Offer and the procedures by which Applicants can determine their precise allocations is set out below:

- **Institutional Offer:** Allocations to Institutional Investors were determined pursuant to an institutional bookbuild conducted on Wednesday 14 October 2015. Successful applicants under the Institutional Offer have been advised of their allocations.
- **Broker Firm Offer:** Applicants under the Broker Firm Offer can confirm their allocation of Units by telephoning their Broker or by telephoning the Offer Information Line on 1300 868 464 (inside Australia) or +61 1300 868 464 (outside Australia), between 8.30am and 5.30pm Sydney time, Monday to Friday.
- **Priority Offer:** Applicants under the Priority Offer received a personalised invitation to apply for Units online at www.ventusproperty.com.au using the online application form. Applications under the Priority Offer were for a minimum of \$2,000 worth of Units.

Applicants can also telephone the Offer Information Line on 1300 868 464 (inside Australia) or +61 1300 868 464 (outside Australia), between 8.30am and 5.30pm Sydney time, Monday to Friday.

It is the responsibility of each person who trades in Units to confirm their holding before trading in Units. If you sell Units before receiving a holding statement, you do so at your own risk (even if you obtained details of your holding from the Offer Information Line or confirmed your firm allocation through a Broker).

Conditions for the Conditional Market

Conditional trading will continue until One Managed Investment Funds Limited as responsible entity of the Fund has advised ASX that the Proposed Transaction has completed and the issue and transfer of Units has occurred (expected to be on Tuesday, 20 October 2015).

The issue price and number of Units issued under the Offer

The issue price for each Unit under the Offer is \$2.00.

The total number of Units to be issued under the Offer is 151,667,500.

The number of Units allocated under each part of the Offer is:

- Institutional Offer – 128,056,080
- Broker Firm Offer – 13,000,000
- Priority Offer – 10,611,420

The number of Units issued to various vendors under the Proposed Transaction

The total number of Units issued or to be issued to various vendors under the Proposed Transaction is 191,565,207.

Despatch date

The intended date for issuing Units to Applicants under the Offer is Tuesday, 20 October 2015.

The intended date for sending CHESS allotment notices, issuer or sponsored holdings statements and any refund money is Wednesday, 21 October 2015.

Indicative distribution schedule of unitholders and indicative statement of the 20 largest unitholders

Please refer to **Attachment 1** for an indicative distribution schedule of unitholders and indicative statement of the 20 largest unitholders.

Statement regarding the recommendation of the ASX Corporate Governance Council

As noted at section 5.6.2 of the PDS, the board of One Managed Investment Funds Limited does not anticipate that it will depart from the recommendations of the ASX Corporate Governance Council that are applicable to an externally managed listed entity.

Escrowed Units

Please refer to **Attachment 2** for a break-down of the number of Units subject to voluntary escrow and the escrow period applicable to those Units.

Attachment 1

Indicative distribution schedule of unitholders and indicative statement of the 20 largest unitholders

1 Indicative distribution schedule of unitholders

Range	Holders
1 to 1,000	20
1,001 to 5,000	206
5,001 to 10,000	225
10,001 to 100,000	419
100,001 and over	125
Total	995

2 Indicative statement of the 20 largest unitholders

No	Unitholder	Units	% of Units
1	BB Retail Capital Pty Ltd <The Blundy Family A/C>	90,732,371	26.4%
2	NATIONAL NOMINEES LIMITED	25,307,536	7.4%
3	JP MORGAN NOMINEES AUSTRALIA LIMITED	22,573,530	6.6%
4	RRI Investments Pty Limited <RRI Property Unit A/C>	20,035,001	5.8%
5	CITICORP NOMINEES PTY LIMITED	16,429,004	4.8%
6	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	12,862,646	3.7%
7	BBRC International Pte Limited <The BB Family International A/C>	12,500,000	3.6%
8	RBC INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED	10,705,096	3.1%
9	Myrtle Investments Pty Ltd <Wakefield River A/C>	7,531,983	2.2%
10	Cranbourne Pty Ltd <Cranbourne Unit A/C>	7,183,000	2.1%
11	JD Marnabeck Pty Ltd <JD Marnabeck A/C>	7,183,000	2.1%
12	DEUTSCHE SECURITIES AUSTRALIA LIMITED	6,000,000	1.7%
13	BB Holdings (Property) Pty Ltd <BBP Unit A/C>	5,423,028	1.6%
14	BOND STREET CUSTODIANS LIMITED	5,400,000	1.6%
15	UBS NOMINEES PTY LTD	5,121,355	1.5%
16	WEC Enterprises Pty Ltd	5,107,030	1.5%
17	RRI Investments Pty Ltd	4,750,000	1.4%
18	Colosky Pty Ltd in its capacity <Allofus A/C>	3,506,285	1.0%
19	Ladidaa Pty Ltd	3,151,403	0.9%
20	CREDIT SUISSE NOMINEES LIMITED	3,025,000	0.9%
Top 20 holders of Units		274,527,268	80.0%
Balance of Units		68,705,439	20.0%
Total Units on issue		343,232,707	100.0%

Attachment 2

Escrowed Unitholders

	Escrowed Unitholder	Escrowed Units	Period of Escrow
1	BB Retail Capital Pty Ltd as trustee for The Blundy Family Trust	90,732,371	The Escrowed Unitholders will be permitted to deal in 50% of their total Escrowed Units from 4.15pm (Sydney time) on the date on which the audited results of the Fund for the year ending on 30 June 2016 are released to ASX. The remainder of the Escrowed Units will be released at 4:15pm (Sydney time) on the date on which the reviewed results of the Fund for the half year ending 31 December 2016 are released to ASX.
2	BB Holdings (Property) Pty Ltd as trustee for BBP Unit Trust	5,423,028	
3	Cranbourne Pty Ltd as trustee for Cranbourne Unit Trust	6,608,360	Escrowed Unitholders may be released early from the escrow obligations to the extent required in order to dispose of up to 50% of their Escrowed Units held at Completion (in one or more transactions) if the below conditions have been satisfied:
4	BBRC International Pte Limited as trustee for The BB Family International Trust	12,500,000	- The audited results of the Fund for the year ending on 30 June 2016 are released to ASX; and - The VWAP of the Fund's Units for any 10 consecutive trading days occurring after the release of those financial results exceeds the Offer Price by more than 15%.
5	Hightide Group Pty Ltd as trustee for Holland Family Trust	1,597,297	
			All of the Escrowed Unitholders may be released early from their escrow obligations to enable:
6	Brubrior Investments Pty Ltd as trustee for the Carter Family Trust	188,939	- the Escrowed Unitholder to accept an offer under a takeover bid in relation to its Escrowed Units if at least half of the holders of the Units which are the subject of the bid that are not held by the Escrowed Unitholders have accepted the takeover bid; - the Escrowed Units held by the Escrowed Unitholder to be transferred or redeemed as part of a trust scheme approved by Unitholders; or - a disposal of, but not the creation of a Security Interest in, some or all of the Escrowed Units to a company wholly-owned by the Escrowed Unitholder (a Transferee) where the Transferee also
7	Tarquay Pty Ltd as trustee for Tarquay Superannuation Fund	75,000	

Escrowed Unitholder	Escrowed Units	Period of Escrow
		enters into an escrow arrangement on the same terms for the remainder of the Escrow Period. During the escrow period, the Escrowed Unitholders whose Escrowed Units are subject to escrow may deal in any of their Units to the extent the dealing is required by applicable law (including an order of a court of competent jurisdiction). Unless otherwise defined, capitalised terms have the same meaning as in the Fund's product disclosure statement.