

# Information Form and Checklist

## Annexure IV (Externally Managed Entities)

Name of entity	ABN/ARBN/ARSN
Elanor Retail Property Fund I ("ERPF I")	ARSN 615 291 220
Elanor Retail Property Fund II ("ERPF II")	ARSN 615 291 284

**This Annexure forms part of the Information Form and Checklist supplied by the entity named above to support its application for admission to the official list of ASX Limited (ASX) as an ASX Listing.**

Nº Item	Location
1. A copy of the management agreement between the entity and its manager	See Enclosure O.
2. Where in the Offer Document does it include a summary of the material terms of the management agreement (Guidance Note 26 section 8.1)?	Refer to Offer Document: <ul style="list-style-type: none"> <li>Section 14.7 "Investment Management Agreement"</li> </ul>
3. Is the entity an "investment entity" (other than a pooled development fund)? <sup>1</sup> If so, where in the management agreement does it provide that the manager may only end the management agreement if it has given at least 3 months' notice (Listing Rule 15.16(a))?	N/A
Does the management agreement provide for a fixed term? If so, where in the management agreement does it state the term is for not more than 5 years (Listing Rule 15.16(b))?	N/A
Where in the management agreement does it provide that if it is extended past 5 years, it will be ended on 3 months' notice after an ordinary resolution is passed to end it (Listing Rule 15.16(c))?	N/A

<sup>1</sup> An entity is an "investment entity" if, in ASX's opinion, (a) its activities or the principal part of its activities consist of investing (directly or through a child entity) in listed or unlisted securities or futures contracts; and (b) its objectives do not include exercising control over or managing any entity, or the business of any entity, in which it invests.

# Information Form and Checklist

## Annexure V (Stapled Entities)

Name of entity	ABN/ARBN/ARSN
Elanor Retail Property Fund I ("ERPF I")	ARSN 615 291 220
Elanor Retail Property Fund II ("ERPF II")	ARSN 615 291 284

**This Annexure forms part of the Information Form and Checklist supplied by the entity named above to support its application for admission to the official list of ASX Limited (ASX) as an ASX Listing.**

Nº	Item	Location
1.	Where in the Offer Document does it include a diagram illustrating the way in which the entities in the stapled structure are structured and related (eg twin structure or parent/subsidiary structure)?	Refer to Offer Document: <ul style="list-style-type: none"> <li>Section 3 "Investment Overview"</li> <li>Section 4.4 "Structure of the Fund"</li> </ul>
2.	Where in the Offer Document does it include a clear and concise summary explaining the ownership structure and legal and commercial relationships between the various entities in the stapled structure (eg inter-entity holdings of securities or debt, inter-entity agreements etc)?	Refer to Offer Document: <ul style="list-style-type: none"> <li>Section 4.4 "Structure of the Fund"</li> <li>Section 4.6 "Management of the Fund"</li> <li>Section 6.1 "Responsible Entity of Elanor Retail Property Fund"</li> </ul>
3.	Where in the Offer Document does it include a clear and concise summary of the operations of each of the stapled entities (ie which entity does what)?	Refer to Offer Document: <ul style="list-style-type: none"> <li>Section 4.4 "Structure of the Fund"</li> </ul>
4.	Where in the Offer Document does it include a clear and concise summary of the management arrangements of the stapled entities (including the extent to which the stapled entities have common management and control and how this is maintained)?	Refer to Offer Document: <ul style="list-style-type: none"> <li>Section 3 "Investment Overview"</li> <li>Section 4.6 "Management of the Fund"</li> <li>Section 6.1 "Responsible Entity of Elanor Retail Property Fund"</li> <li>Section 6.7 "Fund, Property and Development Management"</li> <li>Section 13.4.3 "Investment Management Agreement"</li> <li>Section 13.4.4 "Property and Development Management Agreement"</li> <li>Section 14.7 "Investment Management Agreement"</li> <li>Section 14.8 "Property and Development Management Agreement"</li> </ul>
5.	A copy of the stapling agreement between the various entities in the stapled structure	See Enclosure L.
6.	Where in the Offer Document does it include a clear and concise summary of the stapling agreement?	Refer to Offer Document: <ul style="list-style-type: none"> <li>Section 14.3 "Stapling Deed"</li> </ul>

Nº	Item	Location
7.	Where in the Offer Document does it describe when and how the stapling can be undone and what occurs if the stapling is undone?	<p>Refer to Offer Document:</p> <ul style="list-style-type: none"> <li>Section 14.2 "Stapling Provisions under the Constitutions"</li> <li>Section 14.3 "Stapling Deed"</li> </ul>
8.	Has any ruling or advice been obtained in relation to the taxation consequences for investors of holding stapled securities? If so, where is that ruling or advice summarised in the Offer Document?	<p>Tax advice has been obtained from Deloitte Tax Services Pty Limited. Refer to Offer Document:</p> <ul style="list-style-type: none"> <li>Section 11. "Taxation Implications"</li> </ul>
9.	Will each entity in the stapled structure separately comply with Listing Rule 1.1 Condition 7 (spread)? If not, where in the Offer Document does it disclose that a waiver has been provided by, or is being sought from, ASX from that requirement?	<p>Customary stapling relief in relation to Listing Rules 1.1. (condition 7) has been requested from ASX.</p> <p>Refer to Offer Document:</p> <ul style="list-style-type: none"> <li>Section 15.2 "ASX Waivers and Confirmations"</li> </ul>
10.	Will each entity in the stapled structure separately comply with Listing Rule 1.1 Condition 8 (profit or assets test)? If not, where in the Offer Document does it disclose that a waiver has been provided by, or is being sought from, ASX from that requirement?	<p>Customary stapling relief in relation to Listing Rules 1.1. (condition 8) has been requested from ASX.</p> <p>Refer to Offer Document:</p> <ul style="list-style-type: none"> <li>15.2 "ASX Waivers and Confirmations"</li> </ul>
11.	Will each entity in the stapled structure separately comply with Listing Rule 2.1 Condition 2 (issue price of 20 cents)? If not, where in the Offer Document does it disclose that a waiver has been provided by, or is being sought from, ASX from that requirement?	<p>Customary stapling relief in relation to Listing Rules 2.1. (condition 2) has been requested from ASX.</p> <p>Refer to Offer Document:</p> <ul style="list-style-type: none"> <li>15.2 "ASX Waivers and Confirmations"</li> </ul>
12.	Have the entities sought any other waivers from the requirements of the ASX Listing Rules in relation to the stapled structure? If so, where in the Offer Document does it include a summary of these waivers?	<p>Yes. Please refer to Offer Document:</p> <ul style="list-style-type: none"> <li>15.2 "ASX Waivers and Confirmations"</li> </ul>
13.	Have the entities sought any waivers or modifications from the requirements of the Corporations Act in relation to the stapled structure? If so, where in the Offer Document does it include a summary of these waivers or modifications?	<p>Yes. Please refer to Offer Document:</p> <ul style="list-style-type: none"> <li>15.3 "ASIC Relief"</li> </ul>