

Market Announcement

2 December 2021

Newmark Property REIT (ASX: NPR) – Anticipated Admission and Quotation – Conditional and Deferred Settlement Trading

Description

It is anticipated that Newmark Hardware Trust ('Hardware Trust') and Newmark Capital (Chadstone) Property Trust ('Chadstone Trust') will be admitted to the Official List of ASX either on the afternoon of Friday, 3 December 2021 or on the morning of Monday, 6 December 2021. Fully paid ordinary units in each of Hardware Trust and Chadstone Trust will be stapled together to form stapled securities, and will trade under the name Newmark Property REIT ('NPR').

It is anticipated that the stapled securities of NPR will commence quotation at 12:00PM AEDT on Monday, 6 December 2021 on a **conditional and deferred settlement basis**.

Under NPR's product disclosure statement dated 16 November 2021 (the "PDS"), NPR is expected to raise approximately \$128.3 million by the issue of approximately 67,715,026 stapled securities at an issue price of \$1.895 per stapled security.

Quotation information

Quoted securities	Stapled securities: 181,670,464
ASX code	NPR
Time	12:00PM AEDT
Date	Monday, 6 December 2021
ASX trade abbreviation	NEWMARK
ISIN	AU0000189334
Registered office	Address: Como Centre, Level 17, 644 Chapel Street, South Yarra VIC 3141 Phone: (61) 3 9820 3344 Email: investor@newmarkcapital.com.au
Company secretary	Peter Jeffery Hulbert
Share Registry	Boardroom Pty Limited Address: Level 12, 225 George Street, Sydney NSW 2000 Phone: 1300 737 760 Email: enquiries@boardroomlimited.com.au
Balance date	30 June
CHESS	Participating. CHESS and Issuer Sponsored.
Place of incorporation	Australia
Dividend policy	See section 13.11 of the PDS
Activities	Investment in Australian real estate assets

Lead manager	Credit Suisse (Australia) Limited, E&P Corporate Advisory Pty Limited, MA Moelis Australia Advisory Pty Limited and Morgan Stanley Australia Securities Limited.
Underwriter	Credit Suisse (Australia) Limited, E&P Corporate Advisory Pty Limited, MA Moelis Australia Advisory Pty Limited and Morgan Stanley Australia Securities Limited
ASX restricted securities	N/A
Other securities not quoted	N/A

Conditional and deferred settlement trading

NPR has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by NPR are (i) settlement occurring under the Underwriting Agreement; (ii) issue of stapled securities to successful applicants under the Offer.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in NPR's stapled securities. NPR's stapled securities will commence trading on a conditional and deferred settlement basis at 12:00 PM AEDT on Monday, 6 December 2021.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of NPR's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and Reference Point Master List.

NPR is required to advise ASX immediately of the fulfilment or non-fulfilment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market announcement when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfilment of the conditions, ASX will issue a further Market Announcement to Participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met 9:30AM AEDT on Wednesday, 8 December 2021. NPR has agreed to send holding statements on Thursday, 9 December 2021. The first settlement date will be Friday, 10 December 2021.

Contract notes for conditional sales and purchases

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in NPR's stapled securities.

"This contract is conditional upon notification being received by ASX by close of business on Monday, 20 December 2021 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

Indicative key dates

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied by 9:30 AM AEDT, Wednesday, 8 December 2021. If the conditions are not fulfilled by the close of business on Monday, 20 December 2021, stapled securities will not be issued and transferred and all conditional trades that have occurred since Monday, 6 December 2021 will be cancelled.

If the conditions are not satisfied by 9:30 AM AEDT, Wednesday, 8 December 2021, but are satisfied prior to the close of business on Monday, 20 December 2021, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Monday, 6 December 2021	NPR admitted to the Official List of ASX Quotation on a conditional and deferred settlement basis – 12:00 PM (ASX: NPR)
Tuesday, 7 December 2021	Settlement of the Offer Last day of conditional trading
Wednesday, 8 December 2021	Conditions for the conditional market expected to be fulfilled (confirmed prior to market open - by 9.30am AEDT) First day of trading on a normal (T+2) basis (ASX: NPR)
Friday, 10 December 2021	Settlement of all on-market trades conducted on a conditional and deferred settlement basis and first settlement of trades conducted on a normal (T+2) basis

Instructions

For further details, please refer to the PDS.

Need more information?

For further information, please call the Offer Information Line on +61 1300 737 760 (within Australia) and +61 2 9290 9600 (outside Australia) between 8:30am and 5:30pm (Melbourne time) toll free within Australia.

Disclaimer

Please refer to the following [disclaimer](#).

Issued by

Andrew Kabega
Senior Adviser, Listings Compliance (Sydney)