

**Form 603**  
**Corporations Act 2001**  
**Section 671B**

**Notice of initial substantial holder**

To Company Name/Scheme Newmark REIT Management Limited as responsible entity for Newmark Hardware Trust (ARSN 161 274 111) and Newmark Capital (Chadstone) Property Trust (ARSN 648 280 219) (together, **Newmark Property REIT**)

ACN/ARSN 644 715 382

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

Name Simon Timothy Morris

ACN/ARSN (if applicable)

The holder became a substantial holder on 08/12/2021

**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully paid ordinary stapled securities in Newmark Property REIT ( <b>Stapled Securities</b> )	12,161,839 Stapled Securities	12,161,839	6.70% (based on 181,648,297 Stapled Securities on issue)

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Talas Investments Pty Ltd (ACN 146 092 775) ( <b>Talas</b> )	Deemed relevant interest under section 608(3)(a) of the Corporations Act being a relevant interest from Newmark Property Group Pty Ltd and its related bodies corporate	11,744,040 Stapled Securities
Morshine Holdings Pty Ltd (ACN 622 142 269) ( <b>Morshine</b> )	Relevant interest under section 608(1)(a) as registered holder of Stapled Securities	48,728 Stapled Securities
Rubycon Pty Ltd (ACN 060 560 205) ( <b>Rubycon</b> ) as trustee of Morshine Superannuation Fund	Relevant interest under section 608(1)(a) as registered holder of Stapled Securities	369,071 Stapled Securities
Simon T. Morris	Relevant interest under section 608(1)(b) and (c) with power to control the voting and disposal of the Stapled Securities held by Morshine and Rubycon	12,161,839 Stapled Securities

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
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Simon T. Morris	Morshine Holdings Pty Ltd	Morshine Holdings Pty Ltd	48,728 Stapled Securities
	Rubycon Pty Ltd	Rubycon Pty Ltd	369,071 Stapled Securities
Talas	Newmark Property Group Pty Ltd	Newmark Property Group Pty Ltd	10,554,090 Stapled Securities
	Newmark Capital Limited	Newmark Capital Limited	629,834 Stapled Securities
	Newmark REIT Management Limited	Newmark REIT Management Limited	560,116 Stapled Securities
Morshine	Morshine Holdings Pty Ltd	Morshine Holdings Pty Ltd	48,728 Stapled Securities
Rubycon	Rubycon Pty Ltd	Rubycon Pty Ltd	369,071 Stapled Securities

## 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

N/A

## 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Talas, Morshine and Rubycon	Each of Talas, Morshine and Rubycon are controlled entities of Simon T. Morris

## 7. Addresses

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

Name	Address
Simon T. Morris and his controlled entities	Level 17, 644 Chapel Street South Yarra VIC 3141
Newmark Property Group Pty Ltd and its related bodies corporate	Level 17, 644 Chapel Street South Yarra VIC 3141

## Signature

print name Simon T. Morris

capacity

Authorised signatory

sign here

date

9 December 2021

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.

- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
- (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown."
- (9) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.