

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 Those persons listed in Annexure A below

ACN/ARSN (if applicable) _____

The holder became a substantial holder on 07/12/2021

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 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 (<i>Stapled Securities</i>)	21,576,554 Stapled Securities	21,576,554	11.88% (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 are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Haya Capital Pty Ltd (ACN 614 477 119) (Haya)	Relevant interest under section 608(1)(a) of the <i>Corporations Act 2001</i> (Cth) (Corporations Act), as registered holder of 3,508,733 Stapled Securities.	3,508,733 Stapled Securities
Ronnie Capital Pty Ltd (ACN 613 192 046) (Ronnie)	Relevant interest under section 608(1)(a) of the <i>Corporations Act</i> as registered holder of 3,340,484 Relevant interest under section 608(1)(b) and (c) of the <i>Corporations Act</i> with power to control the voting and disposal of the 6,761,144 Stapled Securities held by Newmark Capital Limited (ACN 126 526 690) (NCL).	10,101,628 Stapled Securities
Newmark Capital Investments Pty Ltd (ACN 622 917 435) (NCI)	Deemed relevant interest under section 608(3)(a) of the <i>Corporations Act</i> being a relevant interest in 1,189,950 Stapled Securities from related body corporate, NPG, NCL and Newmark REIT Management Limited (ACN 644 715 382) (NRM)	1,189,950 Stapled Securities
NCL	Relevant interest under section 608(1)(a) of the <i>Corporations Act</i> as registered holder of 629,834 Stapled Securities.	629,834 Stapled Securities

NRM	Relevant interest under section 608(1)(a) of the Corporations Act as registered holder of 560,116 Stapled Securities.	560,116 Stapled Securities
Robo Capital Pty Ltd (ACN 129 390 389) as trustee for the Robo Capital Investment Trust ABN 75 743 054 887 (Robo Capital)	Relevant interest under section 608(1)(b) and (c) of the Corporations Act with power to control the voting and disposal of the 6,776,243 Stapled Securities held by NCI.	6,776,243 Stapled Securities
MCTF Pty Ltd (ACN 129 726 307) as trustee for the MC Trust (MCTF)	Relevant interest under section 608(1)(b) and (c) of the Corporations Act with power to control the voting and disposal of the 7,966,193 Stapled Securities held by NCI, NPG, NCL, NRM and Robo Capital.	7,966,193 Stapled Securities
39 Investments Pty Ltd (ACN 613 143 641) as trustee for the 39 Investments Trust (39 Investments)	Relevant interest under section 608(1)(b) and (c) of the Corporations Act with power to control the voting and disposal of the Stapled Securities held by Ronnie and Haya.	13,610,361 Stapled Securities
Ian Roberts	Relevant interest under section 608(1)(b) and (c) of the Corporations Act with power to control the voting and disposal of the Stapled Securities held by related bodies corporate MCTF and 39 Investments.	21,576,554 Stapled Securities
Newmark Property Group Pty Ltd (ACN 152 310 980) (NPG)	Deemed relevant interest under section 608(3)(a) of the Corporations Act being a relevant interest in 1,189,950 Stapled Securities from related bodies corporate, NCL and NRM.	1,189,950 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
Haya, 39 Investments	Haya Capital Pty Ltd	Haya Capital Pty Ltd	3,508,733 Stapled Securities
Ronnie, 39 Investments	Ronnie Capital Pty Ltd	Ronnie Capital Pty Ltd	3,340,484 Stapled Securities
Ronnie, NPG, NCI, MCTF	Newmark Capital Limited	Ronnie Capital Pty Ltd	6,761,144 Stapled Securities
MCTF, Robo Capital	Newmark Capital Investments Pty Ltd	Robo Capital Pty Ltd ACN 129 390 389 as trustee for the Robo Capital Investment Trust ABN 75 743 054 887	6,776,243 Stapled Securities
NCL, NPG, NCI, MCTF	Newmark Capital Limited	Newmark Capital Limited	629,834 Stapled Securities
NRM, NPG, NCI, MCTF	Newmark REIT Management Limited	Newmark REIT Management Limited	560,116 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 became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
The persons listed in paragraph 3 (Details of relevant interests) above	7 December 2021		Pursuant to the return of capital in Hardware Trust and subsequent subscription in Chadstone Trust and stapling.	The Stapled Securities listed in paragraph 3 (Details of relevant interests) above.

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
The substantial holders	The substantial holders are associated with each other in relation to Newmark Property REIT by virtue of section 12(2)(c) of the Corporations Act.

7. Addresses

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

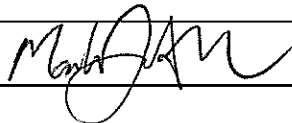
Name	Address
Refer to Annexure A below	

Signature

print name Mark Dominic Allan

capacity Company Secretary

sign here



date

10 December 2021

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 (e.g. 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.

Annexure A

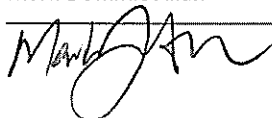
This is Annexure A of 1 page (including this page) referred to in the accompanying Form 603

Signature

print name Mark Dominic Allan

capacity Company Secretary

sign here



date

10 December 2021

Party name	Company registration number (if applicable)	Address
Robo Capital Pty Ltd as trustee for the Robo Capital Investment Trust ABN 75 743 054 887	ACN 129 390 389	c/- 3-4 Dirlton Crescent, Park Orchards Vic 3114
Newmark Capital Investments Pty Ltd	ACN 622 917 435	
Ronnie Capital Pty Ltd	ACN 613 192 046	
Haya Capital Pty Ltd	ACN 614 477 119	
MCTF Pty Ltd as trustee for the MC Trust	ACN 129 726 307	
39 Investments Pty Ltd as trustee for the 39 Investments Trust	ACN 129 726 307	
Ian Roberts		Level 17, 644 Chapel Street, South Yarra VIC 3141
Newmark Property Group Pty Ltd	ACN 152 310 980	
Newmark Capital Limited	ACN 126 526 690	
Newmark REIT Management Limited	ACN 644 715 382	