

Strategic Acquisition and Equity Raising

- Elanor Commercial Property Fund (“ECF” or “Fund”) is acquiring a 49.9% stake in an Elanor Investors Group (“Elanor”) managed fund that will acquire a significant commercial office property located at 19 Harris Street, Pyrmont, NSW (“19 Harris”)
 - Valued at \$185 million, 19 Harris is a high-quality, carbon neutral, commercial office building that meets the requirements of the modern office era
 - ECF’s investment in the managed fund (“19 Harris Trust”) represents a proportionate NTA value of \$41.5 million
- Elanor will contribute to the Acquisition through an \$8.4 million capital contribution (“Elanor Contribution”)¹
 - The Elanor Contribution to the Acquisition results in ECF’s total net purchase price being \$35.1 million, reflecting a 15.6% discount to the NTA value of the 19 Harris Trust
 - As a result, ECF’s NTA per security will be maintained at \$1.19 post transaction
- ECF launches a fully underwritten 1 for 8 accelerated non-renounceable entitlement offer (“ANREO” or “Offer”) to raise \$36.6 million to partially fund the Acquisition²

Elanor Funds Management Limited (“EFML”) as responsible entity for Elanor Commercial Property Fund I and Elanor Commercial Property Fund II, collectively the Elanor Commercial Property Fund, is pleased to announce:

Strategic Acquisition

ECF has entered into an agreement to acquire a 49.9% stake in the 19 Harris Trust at a proportionate NTA value of \$41.5 million. 19 Harris is a premium quality, A-grade commercial office building valued at \$185 million. Settlement of the Acquisition is expected to occur on Tuesday, 24 May 2022.

Asset	Total asset value (\$m)	NLA (sqm)	ECF stake	Occupancy (by NLA)	WALE (by income)
19 Harris Street, Pyrmont, NSW	185.0	12,549	49.9%	92%	2.6 yrs

Elanor will contribute to the Acquisition through an \$8.4 million capital contribution¹, resulting in:

- A total net purchase price of \$35.1 million, reflecting a 15.6% discount to the NTA value of the 19 Harris Trust
- ECF’s NTA per security being maintained at \$1.19

ECF Fund Manager, David Burgess commented: “19 Harris is a high-quality commercial office building located in one of Australia’s pre-eminent technology hubs – a differentiated asset with best-in-class

¹ Elanor Investors Group (ENN) has provided a deed of commitment for the Elanor Contribution which is conditional upon a successful completion of the Offer and Acquisition and will be made through an ECF sub-trust and will not participate in the capital or income of ECF and is not subject to redemption

² Subject to the terms and conditions of an underwriting agreement which is summarised in the appendices section of the Investor Presentation

ESG credentials that meets the requirements of the modern office era. This investment typifies ECF's strategy of acquiring assets that have strong competitive advantages in their respective markets – that also have clearly identified value creation opportunities.”

Elanor CEO, Glenn Willis commented: “The 19 Harris acquisition capitalises on the strong growth in demand for premium quality office space with best-in-class ESG credentials and high-quality tenant amenity. This investment is a compelling value creation opportunity for ECF with our strong conviction in the acquisition demonstrated by the Elanor Contribution.”

Equity Raising Details

To partially fund the Acquisition, ECF is undertaking a fully underwritten \$36.6 million equity raising at an issue price of \$1.04 per security (“Equity Raising”), comprising:

- A 1 for 8 accelerated non-renounceable entitlement offer to raise \$36.6 million

The issue price of \$1.04 per security represents a:

- 12.3% discount to ECF's NTA of \$1.19 per security
- 5.0% discount to the last traded price of \$1.095 on Tuesday, 26 April 2022

The Equity Raising will result in the issue of approximately 35 million new ECF securities, increasing ECF's market capitalisation by 12% to approximately \$345 million post Equity Raising.³

New securities issued under the Equity Raising will rank equally with existing ECF securities from the date of issue and will be entitled to the June 2022 quarterly distribution.

Underwriting

The Equity Raising is fully underwritten by the Lead Manager MA Moelis Australia Advisory Pty Ltd. Shaw and Partners Limited and Ord Minnett Limited are Joint Lead Managers to the Equity Raising.

Rockworth Investment Holdings Pte Ltd, Elanor's largest securityholder, has committed to sub-underwrite \$20 million of the Offer.⁴

FY22 Guidance

FY22 Distribution Yield of 9.0% with distribution guidance maintained at 9.4 cents per security including the impact of the Acquisition and Equity Raising, subject to current market conditions and no unforeseen events.

³ Based on 317 million securities at TERP of \$1.09 per security. TERP is a theoretical calculation only and the actual price at which ECF securities trade immediately following the ex-date for the Entitlement Offer may be different from TERP

⁴ Rockworth Investment Holdings' component comprises a minimum \$5 million allocation in the institutional shortfall and a further \$15 million sub underwriting commitment

Key Dates

Event	Date
Trading halt and announcement of the Acquisition and Equity Raising, institutional entitlement offer opens	Wednesday, 27 Apr 22
Institutional entitlement offer closes	Wednesday, 27 Apr 22
Announce results of institutional entitlement offer	Thursday, 28 Apr 22
Trading re-commences on an ex-entitlement basis	Thursday, 28 Apr 22
Record date for entitlement offer at 7:00pm (Sydney time)	Friday, 29 Apr 22
Retail entitlement offer opens at 9:00am (Sydney time)	Wednesday, 4 May 22
Early retail acceptances due by 5:00pm (Sydney time)	Thursday, 5 May 22
Settlement of the institutional entitlement offer and early retail entitlement offer	Friday, 6 May 22
Allotment of securities issued under institutional and early retail entitlement offer	Monday, 9 May 22
ASX quotation of securities issued under institutional and early retail entitlement offer	Tuesday, 10 May 22
Retail entitlement offer closes at 5:00pm (Sydney time)	Friday, 13 May 22
Announce results of retail entitlement offer	Wednesday, 18 May 22
Settlement of the retail entitlement offer	Thursday, 19 May 22
Allotment of new securities under the retail entitlement offer	Friday, 20 May 22
ASX quotation and normal trading under retail entitlement offer	Monday, 23 May 22
Dispatch of holding statements	Monday, 23 May 22
Settlement of the Acquisition	Tuesday, 24 May 22

All dates and times are indicative only and subject to change. Unless otherwise specified, all times and dates refer to Sydney time.

Additional Information

Additional information about the Transaction, including key risks, is contained in the ECF investor presentation released to the ASX today.

ENDS



This announcement has been authorised for release by the Elanor Funds Management Limited Board of Directors.

For further information regarding this announcement please contact:

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About Elanor Commercial Property Fund

Elanor Commercial Property Fund (ASX: ECF) is an externally managed real estate investment trust that invests in Australian commercial office assets. It was listed on the ASX in 2019 and currently owns 8 office assets with a combined valuation of \$513.2 million.

www.elanorinvestors.com/ECF