

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

## Notice of initial substantial holder

To Company Name/Scheme Australian Unity Office Fund (ASX Code: AOF)

ACN/ARSN 113 369 627

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

Name Aliro Group Pty Ltd (**Aliro**) and each of its associates (together, **The Aliro Group**)

ACN/ARSN (if applicable) 618 584 106

The holder became a substantial holder on 27/05/2022

### 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)
Ordinary securities	32,831,200	32,831,200	19.97%

### 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
Aliro	Aliro has a relevant interest in the securities under section 608(1)(b) of the Corporations Act by virtue of the letter from Hume Partners Pty Ltd ( <b>Hume Partners</b> ) attached as Annexure A.	32,831,200 ordinary securities
The Aliro Group	Each other entity of the Aliro Group has a relevant interest pursuant to section 608(3) of the Corporations Act.	32,831,200 ordinary 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
Hume Partners	Grantully Investments Pty Ltd ( <b>Grantully</b> )	Grantully	863,013 ordinary securities

Taverners Holdings Pty Ltd ( <b>Taverners Holdings</b> )	Taverners Holdings	Taverners Holdings	17,476,394
Taverners J Pty Ltd ( <b>Taverners</b> )	Taverners J	Taverners J	14,491,793

#### 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:

Holder of relevant interest	Date of acquisition	Consideration (9)	Class and number
Not applicable			

#### 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
Not applicable	Not applicable

#### 7. Addresses

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

Name	Address
Aliro Group	Level 38, Gateway, 1 Macquarie Place, Sydney NSW 2000
Grantully	Level 13, 664 Collins Street, Docklands VIC 3008
Hume Partners	Level 31, 367 Collins Street, Melbourne VIC 3000
Taverners Holdings	Level 31, 367 Collins Street, Melbourne VIC 3000
Taverners J	Level 31, 367 Collins Street, Melbourne VIC 3000

## Signature

print name David Southon

capacity Director

sign here



date

31/05/2022

### 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.

## Annexure A

This is Annexure "A" of 2 pages referred to in the accompanying Form 603.

### Signature

print name David Southon

capacity Director

sign here



date

31/05/2022

# HUME PARTNERS

27<sup>th</sup> May 2022

Aliro Group Pty Limited  
Level 38, Gateway, 1 Macquarie Place  
**SYDNEY NSW 2000**

Dear Sirs

## **AUSTRALIAN UNITY OFFICE FUND – SUPPORT FOR THE ALIRO PROPOSAL**

I am writing to set out the terms of our agreement to support your engagement with the board of Australian Unity Investment Real Estate Limited ("**AUIREL**") in relation to a potential transaction which, if completed, would result in the Aliro Group Office Value Fund acquiring 100% of the outstanding units in the Australian Unity Office Fund ("**AOF**") for no less than \$2.45 cash per AOF unit ("**Offer Price**") in accordance with the terms of the non-binding indicative offer letter attached ("**Aliro Proposal**").

This letter will cease to have any effect six months after its date, or earlier if you decide not to pursue or alter materially the Aliro Proposal (and you agree to promptly notify us if this is the case) ("**Relevant Period**").

As you know, Hume Partners Pty Limited controls 32,831,200 units (being 19.97% of the total number of units outstanding) in AOF ("**Our Units**"). In the absence of a superior proposal, we intend to vote all of Our Units in favour of the Aliro Proposal on the date of the AOF unitholders meeting to vote on the Aliro Proposal.

For the duration of the Relevant Period, Hume will not, and will procure that any entity holding Our Units does not, deal with, sell or otherwise dispose of (or deal with, sell or otherwise dispose of any interest in) Our Units, or purport to agree to any of the foregoing, at a price less than the Offer Price.

If, during the Relevant Period, Hume receives (in writing or otherwise or whether formal or informal):

- any actual proposal or potential proposal; or
- any approach or inquiry which could reasonably be expected to lead to any actual, proposed or potential proposal,

to acquire Our Units (or an interest in Our Units) ("**Third Party Proposal**"), we will notify you as soon as reasonably practicable (and in any event within 2 business days). We agree that any such notice will include all material terms and conditions of the Third Party Proposal, which demonstrate it is a bona-fide proposal from a reputable counterparty.

# HUME PARTNERS

In the event a Third Party Proposal is received, we will provide Aliro with a period of five business days from receipt of the notice to make a counterproposal, which we agree to consider in good faith, taking into account all of the terms and conditions of the counterproposal.

We agree that this letter may be provided to the AUIREL board of directors, and acknowledge that a copy of this letter may need to be attached to a substantial holding notice to be filed by you.

Yours sincerely



**ROSS BURNEY**  
**CEO & CIO**  
**FOR AND ON BEHALF OF HUME PARTNERS PTY LIMITED**