

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company/registered scheme/notified foreign passport fund name	Cromwell Property Group (Cromwell), comprising of Cromwell Corporation Limited ACN 001 056 980 and Cromwell Property Securities Limited ACN 079 147 809 as the responsible entity of the Cromwell Diversified Property Trust ARSN 102 982 598
ACN/ARSN/APFRN	See above
NFPFRN (if applicable)	N/A
1. Details of substantial holder (1)	
Name	MEGA EquityCo, MEGA Intermediate HoldCo, MEGA FinCo and MEGA BidCo (Bid Vehicles), the persons and entities listed in section 3, and each of their associates (Substantial Holders)
ACN/ARSN/APFRN (if applicable)	N/A
NFPFRN (if applicable)	N/A

There was a change in the interests of the substantial holder on

26/05/2025

The previous notice was given to the company, or the responsible entity for a registered scheme, or the operator of a notified foreign passport fund on

04/12/2024

The previous notice was dated

04/12/2024

2. Previous and present voting power

The total number of votes attached to all the voting shares or interests in the company, scheme or fund that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company, scheme or fund, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary stapled securities	803,686,459 ¹	30.705%	520,849,603	19.89%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company, scheme or fund, since the substantial holder was last required to give a substantial holding notice to the company, scheme or fund are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of Securities affected	Person's votes affected
26/05/2025	Each of the Bid Vehicles and persons and entities associated with the Consortium Members (as defined below) (Subscription Shareholders)	Disposal of ordinary stapled securities in Cromwell, as set out in the Form 604 <i>Notice of change of interests of substantial holder</i> given by ESR Group Limited (ESR) on 28 May 2025.	N/A	282,837,603 ordinary stapled securities	282,837,603
26/05/2025	Each of OMERS Administration Corporation, Stichting Depositary APG Strategic Real Estate Pool as depositary of APG Strategic Real Estate Pool, Sumitomo Mitsui Banking Corporation, The Straits Trading Company Limited and Mr. Hwee Chiang Lim (ESR Shareholders)	Disposal of ordinary stapled securities in Cromwell, as set out in the Form 604 <i>Notice of change of interests of substantial holder</i> given by ESR on 28 May 2025.	N/A	282,837,603 ordinary stapled securities	282,837,603

¹ The previous substantial holder notice inadvertently omitted 747 ordinary stapled securities that were acquired by ESR 28 on 31 December 2020. The total securities identified in the previous substantial holder notice should have been 803,687,206.

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Substantial Holders	ESR Real Estate Investors XXI Pte. Ltd.	ESR Real Estate Investors XXI Pte. Ltd.	<p>Reference is made to the initial substantial holder notices lodged by each of Alexandrite Athena GroupCo Ltd, Laurels Capital Investments Limited, Redwood Consulting II (Cayman) Limited, SOF-12 Sequoia Investco Ltd, SSW CEI (CN), L.P., SSW (ESR) SPV, L.P., Sherbourne Holdings, LLC, and Qatar Holding LLC (and their associates) (Consortium Members) on 8 October 2024,² and by the Subscription Shareholders and ESR Shareholders on 4 December 2024, in relation to their proposed acquisition of all of the shares in ESR (Transaction).</p> <p>Each of the Subscription Shareholders, who have acquired relevant interests in ESR shares, are taken under section 608(3)(a) of the <i>Corporations Act 2001</i> (Cth) (Corporations Act) to have a relevant interest in the ordinary stapled securities in Cromwell in which ESR has a relevant interest, by virtue of their voting power in ESR being above 20%.</p> <p>Each of the ESR Shareholders, who have acquired relevant interests in ESR shares and become associates of the Subscription Shareholders and the Consortium Members (even though they are not members of the bidding consortium), are taken under section 608(3)(a) of the <i>Corporations Act</i> to have a relevant interest in the ordinary stapled securities in Cromwell in which ESR has a relevant interest, by virtue of their voting power in ESR being above 20%.</p>	520,849,603 ordinary stapled securities	520,849,603
	ESR Real Estate Investors 28 Limited	ESR Real Estate Investors 28 Limited	As above	Nil	Nil

² As updated through subsequent notices from time to time.

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting securities in the company, scheme or fund are as follows:

Name and ACN/ARSN/APFRN (if applicable) and NFPFRN (if applicable)	Nature of association
N/A	N/A

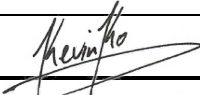
6. Addresses

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

Name	Address
OMERS Administration Corporation	Oxford Properties Group, EY Tower, 100 Adelaide Street West, Suite 900, Toronto, Ontario, M5H 0E2, Canada
Stichting Depositary APG Strategic Real Estate Pool as depositary of APG Strategic Real Estate Pool	Oude Lindestraat, 70, Heerlen 6411EJ, the Netherlands
Sumitomo Mitsui Banking Corporation	1-2, Marunouchi 1-chome, Chiyoda-ku, Tokyo 100-0005, Japan
The Straits Trading Company Limited	1 Wallich Street, #15-01, Guoco Tower, Singapore 078881
Hwee Chiang Lim	271 Bukit Timah Road, Balmoral Plaza, #03-13 Singapore 259708
Bid Vehicles	Conyers Trust Company (Cayman) Limited, Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands
Consortium Members	See notice of initial substantial holder lodged by holders on 8 October 2024.
ESR	Walkers Corporate Limited, 190 Elgin Avenue, George Town, Grand Cayman KY1-9008, Cayman Islands
ESR Real Estate Investors XXI Pte. Ltd. and ESR Real Estate Investors 28 Limited	5 Temasek Boulevard, #12-01 Suntec Tower Five, Singapore (038985)

Signature

print name **KEVIN KO** capacity **Solicitor**

sign here  date **28, 05, 2025**

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 6 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 person's votes divided by the total votes in the body corporate, scheme or fund multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) Details of the consideration must include any and all benefits, money or otherwise, 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.