



MELBOURNE
SYDNEY

26 November 2024

By electronic lodgement

Markets Announcements Office
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File No. 021927135

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To Whom It May Concern

Extension of Offer Period

We act for Charter Hall Wholesale Management Limited (ACN 006 765 206) in its capacity as trustee for the CH Investment Trust and the CH Investment Co Trust (the **Bidder**).

On 25 September 2024, the Bidder lodged a second replacement bidder's statement, supplemented by the first supplementary bidder's statement on 18 October 2024, the second supplementary bidder's statement on 23 October 2024 and the third supplementary bidder's statement on 21 November 2024 (**Bidder's Statement**) in relation to its off-market takeover offer to acquire all of the stapled securities in Hotel Property Investments (ASX:HPI) (**Offer**), comprising Hotel Property Investments Limited (ACN 010 330 515) and Hotel Property Investments Trust (ARSN 166 484 377) (together, **HPI**).

On behalf of the Bidder, we **enclose**:

- a notice pursuant to sections 650C and 650D of the *Corporations Act 2001* (Cth) (**Corporations Act**) (as notionally modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*) extending the Offer Period (**Extension Notice**);
- a notice pursuant to sections 650BAA (as set out in an ASIC declaration on or prior to the date of this letter) and 650D of the *Corporations Act* varying the terms of the Offer (**650BAA Notice**); and
- a notice pursuant to section 630(2)(b) of the *Corporations Act*.

Each of these notices have been sent to HPI, and the Extension Notice and 650BAA Notice have also been lodged with the Australian Securities and Investments Commission and will be given to each person referred to in sections 650D(1)(c) and 650D(2) of the *Corporations Act* (as notionally modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*).

Yours sincerely
Arnold Bloch Leibler

Scott Phillips
Partner

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This notice (**Notice**) is given by the Charter Hall Wholesale Management Limited (ACN 006 765 206) in its capacity as trustee for the CH Investment Trust and the CH Investment Co Trust (**Bidder**) including under sections 650C and 650D of the *Corporations Act 2001* (Cth) (**Corporations Act**) and pursuant to a modification of the Corporations Act granted pursuant to an ASIC instrument dated on or prior to the date of this Notice in relation to its off-market takeover offer to acquire all of the stapled securities in Hotel Property Investments (ASX:HPI), comprising Hotel Property Investments Limited (ACN 010 330 515) and Hotel Property Investments Trust (ARSN 166 484 377) (together, **HPI**) (**Offer**), contained in the bidder's statement dated 9 September 2024 as replaced by the first replacement bidder's statement dated 9 September 2024 and the second replacement bidder's statement dated 25 September 2024 as supplemented from time to time including by the First Supplementary Bidder's Statement dated 18 October 2024, the Second Supplementary Bidder's Statement dated 23 October 2024 and the Third Supplementary Bidder's Statement dated 21 November 2024 (**Bidder's Statement**). Unless otherwise defined in this Notice, words defined in the Bidder's Statement have the same meaning in this Notice.

EXTENSION OF OFFER PERIOD AND ACCELERATION OF PAYMENT TERMS

26 November 2024

Dear HPI Securityholder

The Bidder is pleased to advise that it has extended the closing date of the Offer to **7:00pm Sydney time on 17 December 2024**. You may accept the Offer by:

- (a) logging into <https://events.miraqle.com/ch-offer/home/> and following the instructions;
- (b) completing and signing the Acceptance Form enclosed within the Bidder's Statement dated 9 September 2024 or First Supplementary Bidder's Statement dated 18 October 2024 and returning it to the address indicated on the Acceptance Form; or
- (c) instructing your Controlling Participant (usually your stockbroker) to accept the Offer on your behalf.

If you have already accepted the Offer, no action is required. If you have any questions in relation to this document, the Offer or how to accept the Offer, please call the Offer Information Line on 1800 178 658 (within Australia) or +61 1800 178 658 (from overseas), Monday to Friday between 8:30am and 5:30pm (Sydney time).

Extension of Offer Period

The Bidder gives notice that for the purposes of sections 650C and 650D of the Corporations Act it varies the Offer by (i) extending the Offer Period, so that the Offer will now close at **7:00pm Sydney time on 17 December 2024** (instead of 3 December 2024), unless further extended or withdrawn in accordance with the Corporations Act, and (ii) replacing references to "3 December 2024" with "17 December 2024" in all places it appears in the Bidder's Statement (including in the Acceptance Forms), in the previous notices and in all other instances where "3 December 2024" appears as the closing date of the Offer.

Time for payment of consideration – acceleration of payment terms

The Bidder gives notice that in accordance with the Corporations Act as modified by an ASIC instrument dated on or prior to the date of this Notice and section 650D of the Corporations Act, it varies paragraphs 11.7(a) and 11.7(b) of the Bidder's Statement by (i) replacing references to "1 month" with "5 Business Days", and (ii) replacing references to "21 days" with "5 Business Days". The Bidder sought and obtained ASIC relief so that the Bidder could vary the terms in this way. This variation has the effect of accelerating the period for payment of the Offer Consideration to HPI Securityholders who accept the Offer. For details of how the Offer Consideration will be paid to HPI Securityholders who accept the Offer, refer to the Bidder's Statement.

HPI Securityholders who have accepted the Offer will not have any withdrawal rights under section 650E of the Corporations Act by reason of the extension of the Offer Period to 17 December 2024, as the Bidder will pay the Offer Consideration to those accepting HPI Securityholders no later than within one month of when it otherwise would have in the absence of any extension of the Offer Period. If the Offer remains subject to a Condition and the Bidder varies the Offer in a way that postpones for more than one month the time the Bidder has to meet its obligations under the Offer, HPI Securityholders who have accepted the Offer will be entitled to withdraw their acceptances of the Offer in accordance with section 650E of the Corporations Act. HPI Securityholders will be notified of any such withdrawal rights at the time of any such variation.

Date and ASIC disclaimer

A copy of this Notice was lodged with ASIC on 26 November 2024. ASIC takes no responsibility for the contents of this Notice.

Authorisation

This Notice has been approved by a resolution passed by the directors of the Bidder.

Dated: 26 November 2024

Signed for and on behalf of **Charter Hall Wholesale Management Limited (ACN 006 765 206) in its capacity as trustee for the CH Investment Trust and the CH Investment Co Trust** by:

Mark Bryant

**Mark Bryant
Company Secretary**

CHARTER HALL WHOLESALE MANAGEMENT LIMITED (ACN 006 765 206) IN ITS CAPACITY AS TRUSTEE FOR THE CH INVESTMENT TRUST AND THE CH INVESTMENT CO TRUST (THE BIDDER)

NOTICE PURSUANT TO SECTION 630(2)(b) OF THE CORPORATIONS ACT 2001 (CTH)

To: Australian Securities Exchange (**ASX**); and

Hotel Property Investments (ASX:HPI), comprising Hotel Property Investments Limited (ACN 010 330 515) and Hotel Property Investments Trust (ARSN 166 484 377) (together, **HPI**).

This notice (**Notice**) is given by the Bidder under section 630(2) of the Corporations Act in relation to its off-market takeover offer to acquire all of the stapled securities in HPI (**Offer**) contained in the bidder's statement dated 9 September 2024 as replaced by the first replacement bidder's statement dated 9 September 2024 and the second replacement bidder's statement dated 25 September 2024 as supplemented by the First Supplementary Bidder's Statement dated 18 October 2024, the Second Supplementary Bidder's Statement dated 23 October 2024 and the Third Supplementary Bidder's Statement dated 21 November 2024 (**Bidder's Statement**). Unless otherwise defined in this Notice, words defined in the Bidder's Statement have the same meaning in this Notice.

New date for notice of the status of conditions pursuant to section 630(2)(b) of the Corporations Act

For the purposes of section 630(2) of the Corporations Act, the Bidder gives notice that as a result of the extension of the Offer Period to 7.00pm Sydney time on 17 December 2024, the new date for giving the notice of the status of the conditions as set out in Section 11.10 of the Bidder's Statement is 10 December 2024.

On 21 November 2024, pursuant to a notice given by the Bidder to the ASX and HPI in accordance with section 650F of the Corporations Act and section 11.9 of the Bidder's Statement, the Offer was freed from the following conditions to the Offer set out in Annexure A of the Bidder's Statement:

- (a) Condition 2 – 'No restraints';
- (b) Condition 3 – 'HPI Prescribed Occurrence';
- (c) Condition 4 – 'HPI Material Adverse Change';
- (d) Condition 5 – 'Market Fall'; and
- (e) Condition 6 – 'Material acquisition or disposal'.

As at the date of this Notice, the Offer has not been freed from the remaining condition to the Offer and, so far as the Bidder knows, the remaining condition has not been fulfilled, and accordingly the Offer remains subject to the 'Minimum Acceptance Condition' condition as specified in condition 1 of Annexure A of the Bidder's Statement. The Bidder will waive the Minimum Acceptance Condition in the circumstances described in the Supplementary Bidder's Statement dated 21 September 2024.

Dated: 26 November 2024

Signed for and on behalf of **Charter Hall Wholesale Management Limited (ACN 006 765 206) in its capacity as trustee for the CH Investment Trust and the CH Investment Co Trust** by:



Mark Bryant
Company Secretary