

Pendal Group Limited

Level 14, The Chifley Tower
2 Chifley Square
Sydney NSW 2000
Australia

ABN 28 126 385 822

PENDAL

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

28 August 2020

Dear Sir/Madam

Re: Notice of Change of Interests of Substantial Holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of Charter Hall Retail Reit (**CQR**).

Yours faithfully



Joanne Hawkins
Group Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme CHARTER HALL RETAIL REIT (CQR)

ACN/ARSN ARSN 093 143 965

1. Details of substantial holder(1)

Name PENDAL GROUP LIMITED (PDL)

ACN/ARSN (if applicable) ACN 126 385 822

There was a change in the interests of the substantial holder on 26/08/2020

The previous notice was given to the company on 27/05/2020

The previous notice was dated 25/05/2020

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice in the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
ORDINARY SHARES	42,247,797	7.53%	49,014,929	8.58%

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 or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme 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
26/08/2020	PDL & its Associates, Pental Fund Services Limited, Pental Institutional Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

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
Pental Fund Services Limited *	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Pental Fund Services Limited is the trustee or responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	25,024,220 Ordinary	25,024,220
	State Street Australia Limited	State Street Australia Limited			
	UBS Wealth Management	UBS Wealth Management			
Pental Institutional Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Pental Institutional Limited is the investment manager appointed by various superannuation funds, institutional investors and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	23,990,709 Ordinary	23,990,709
	Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A.	Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A.			
	Citicorp Nominees Pty Ltd	Citicorp Nominees Pty Ltd			
	BNP Fund Services Pty Limited	BNP Fund Services Pty Limited			
	JP Morgan Chase Bank	JP Morgan Chase Bank			
	National Australia Bank Limited	National Australia Bank Limited			
	Northern Trust Company Limited	Northern Trust Company Limited			

* Pental Fund Services Limited has appointed Pental Institutional Limited to act as the investment manager of the trusts of which it is responsible entity, giving Pental Institutional Limited the capacity to exercise the power to vote or dispose of the shares. Pental Institutional Limited therefore also has a relevant interest in shares in which Pental Fund Services Limited has a relevant interest.

5. Changes in association

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

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
Pental Group Limited (PDL)	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Pental Fund Services Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000

Pendal Institutional Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
CHARTER HALL RETAIL REIT (CQR)	The Company Secretary, CHARTER HALL RETAIL REIT (CQR) Level 20, 1 Martin Place Sydney NSW 2000

Signature

Print name Joanne Hawkins Capacity Company Secretary

Sign here  Date 28/08/2020

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 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 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 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.
- (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) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for Pental Group Limited ACN 126 385 822

Joanne Hawkins – Company Secretary, Pental Group Limited - 28/08/2020

TRANSACTION HISTORY

Sales & Purchases for the period : 26/05/2020 to 26/08/2020

SECURITY: CQR

Pental Fund Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
26/05/2020	HSBC Custody Nominees (Australia) Limited.	Buy	173	539.76	Ordinary	173
26/05/2020	HSBC Custody Nominees (Australia) Limited.	Buy	464,319	1,518,508.86	Ordinary	464,319
27/05/2020	HSBC Custody Nominees (Australia) Limited.	Buy	310,102	1,045,043.74	Ordinary	310,102
1/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-34,806	-111,201.69	Ordinary	34,806
1/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-32,312	-103,233.61	Ordinary	32,312
2/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-34,806	-111,633.28	Ordinary	34,806
2/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-32,312	-103,634.28	Ordinary	32,312
4/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	351,149	1,176,735.41	Ordinary	351,149
4/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	293,021	983,173.36	Ordinary	293,021
9/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-12,288	-44,359.68	Ordinary	12,288
9/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	542,763	1,932,941.87	Ordinary	542,763
10/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	338,846	1,219,777.83	Ordinary	338,846
17/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	599,471	2,110,137.92	Ordinary	599,471
19/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	332,905	1,185,674.45	Ordinary	332,905
22/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-61,449	-215,071.50	Ordinary	61,449
22/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	32,857	114,762.93	Ordinary	32,857
23/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	10,470	36,559.15	Ordinary	10,470
24/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	2,596	9,078.73	Ordinary	2,596
25/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	16,433	56,529.52	Ordinary	16,433
25/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	812	2,793.28	Ordinary	812
29/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	108,108	358,918.56	Ordinary	108,108
29/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	28,780	95,184.09	Ordinary	28,780
30/06/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-234,244	-785,396.71	Ordinary	234,244
30/06/2020	HSBC Custody Nominees (Australia) Limited.	Buy	418,236	1,426,352.05	Ordinary	418,236
6/07/2020	HSBC Custody Nominees (Australia) Limited.	Buy	15,157	51,685.37	Ordinary	15,157
6/07/2020	HSBC Custody Nominees (Australia) Limited.	Buy	756	2,577.96	Ordinary	756
15/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-34,028	-110,175.86	Ordinary	34,028
16/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-51,583	-168,470.08	Ordinary	51,583
17/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	17,089	-54,343.02	Ordinary	17,089

17/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-27,410	-87,163.80	Ordinary	27,410
22/07/2020	HSBC Custody Nominees (Australia) Limited.	Buy	311,042	-105,256.64	Ordinary	311,042
22/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-54,044	-175,643.00	Ordinary	54,044
23/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-85,244	-277,043.00	Ordinary	85,244
24/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-190,558	-619,313.50	Ordinary	190,558
28/07/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-15,198	-49,393.50	Ordinary	15,198
18/08/2020	HSBC Custody Nominees (Australia) Limited.	Buy	114,777	378,006.57	Ordinary	114,777
18/08/2020	HSBC Custody Nominees (Australia) Limited.	Buy	242,246	796,989.34	Ordinary	242,246
18/08/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-242,246	-796,989.34	Ordinary	242,246
18/08/2020	HSBC Custody Nominees (Australia) Limited.	Sell	-2,255	-7,418.95	Ordinary	2,255
26/08/2020	HSBC Custody Nominees (Australia) Limited.	Buy	115,152	384,308.28	Ordinary	115,152
	Total		3,488,299	12,071,050.87		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/06/2020	State Street Australia Limited	Sell	-788	-2,417.58	Ordinary	788
2/06/2020	State Street Australia Limited	Sell	-787	-2,524.15	Ordinary	787
29/06/2020	State Street Australia Limited	Sell	-45,000	-155,700.00	Ordinary	45,000
18/08/2020	State Street Australia Limited	Sell	-7,234	-23,811.43	Ordinary	7,234
18/08/2020	State Street Australia Limited	Sell	-4,000	-13,000.00	Ordinary	4,000
	Total		-57,809	-197,553.16		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
25/08/2020	UBS Wealth Management	Buy	994,234	3,310,799.22	Ordinary	994234
	Total		994,234	3,310,799.22		

Pendal Fund Services Limited	4,424,724	15,184,297
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Pendal Institutional Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
22/06/2020	BNP Fund Services Pty Limited	Buy	13,562	47,369.35	Ordinary	13,562
23/06/2020	BNP Fund Services Pty Limited	Buy	4,322	15,091.56	Ordinary	4,322
24/06/2020	BNP Fund Services Pty Limited	Buy	1,072	3,749.00	Ordinary	1,072
25/06/2020	BNP Fund Services Pty Limited	Buy	546	1,878.24	Ordinary	546
6/07/2020	BNP Fund Services Pty Limited	Buy	461	1,572.01	Ordinary	461
	Total		19,963	69,660.16		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/06/2020	Citicorp Nominees Pty Limited	Sell	-20,707	-66,156.79	Ordinary	20,707
2/06/2020	Citicorp Nominees Pty Limited	Sell	-20,707	-66,413.56	Ordinary	20,707
9/06/2020	Citicorp Nominees Pty Limited	Sell	-35,680	-128,804.80	Ordinary	35,680
22/06/2020	Citicorp Nominees Pty Limited	Buy	39,956	139,558.32	Ordinary	39,956
23/06/2020	Citicorp Nominees Pty Limited	Buy	12,733	44,461.09	Ordinary	12,733
24/06/2020	Citicorp Nominees Pty Limited	Buy	3,157	11,040.66	Ordinary	3,157
25/06/2020	Citicorp Nominees Pty Limited	Sell	-42,018	-144,541.92	Ordinary	42,018
6/07/2020	Citicorp Nominees Pty Limited	Buy	1,307	4,456.87	Ordinary	1,307
13/08/2020	Citicorp Nominees Pty Limited	Buy	316,250	104,7514.88	Ordinary	316,250
14/08/2020	Citicorp Nominees Pty Limited	Buy	40,543	131,793.13	Ordinary	40,543
20/08/2020	Citicorp Nominees Pty Limited	Sell	-15,213	-49,054.32	Ordinary	15,213
	Total		279,621	923,853.56		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/06/2020	HSBC Custody Nominees (Australia) Limited	Sell	-6,188	-19,770.04	Ordinary	6,188
2/06/2020	HSBC Custody Nominees (Australia) Limited	Sell	-6,188	-19,846.77	Ordinary	6,188
9/06/2020	HSBC Custody Nominees (Australia) Limited	Sell	-9,426	-34,027.86	Ordinary	9,426
22/06/2020	HSBC Custody Nominees (Australia) Limited	Buy	57,965	202,460.15	Ordinary	57,965
22/06/2020	HSBC Custody Nominees (Australia) Limited	Buy	18,215	63,621.35	Ordinary	18,215
23/06/2020	HSBC Custody Nominees (Australia) Limited	Buy	18,471	64,497.04	Ordinary	18,471
23/06/2020	HSBC Custody Nominees (Australia) Limited	Buy	5,804	20,266.41	Ordinary	5,804
24/06/2020	HSBC Custody Nominees (Australia) Limited	Buy	4,580	16,017.18	Ordinary	4,580
24/06/2020	HSBC Custody Nominees (Australia) Limited	Buy	1,439	5,032.47	Ordinary	1,439
25/06/2020	HSBC Custody Nominees (Australia) Limited	Buy	1,821	6,264.24	Ordinary	1,821
25/06/2020	HSBC Custody Nominees (Australia) Limited	Buy	708	2,435.52	Ordinary	708
30/06/2020	HSBC Custody Nominees (Australia) Limited	Sell	-27,414	-91,916.40	Ordinary	27,414
6/07/2020	HSBC Custody Nominees (Australia) Limited	Sell	-37,650	-128,386.50	Ordinary	37,650
6/07/2020	HSBC Custody Nominees (Australia) Limited	Buy	597	2,035.77	Ordinary	597
17/07/2020	HSBC Custody Nominees (Australia) Limited	Buy	27,410	87,163.80	Ordinary	27,410
	Total		50,144	175,846.36		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
26/05/2020	JP Morgan Chase Bank	Buy	143	446.16	Ordinary	143
26/05/2020	JP Morgan Chase Bank	Buy	23	71.76	Ordinary	23
4/06/2020	JP Morgan Chase Bank	Buy	252,296	845,469.13	Ordinary	252,296
4/06/2020	JP Morgan Chase Bank	Buy	210,533	706,401.37	Ordinary	210,533
4/06/2020	JP Morgan Chase Bank	Buy	39,414	132,080.26	Ordinary	39,414
4/06/2020	JP Morgan Chase Bank	Buy	32,890	110,355.82	Ordinary	32,890
9/06/2020	JP Morgan Chase Bank	Buy	441,899	1,573,734.91	Ordinary	441,899
9/06/2020	JP Morgan Chase Bank	Buy	69,579	247,791.69	Ordinary	69,579
10/06/2020	JP Morgan Chase Bank	Buy	179,815	647,298.04	Ordinary	179,815
10/06/2020	JP Morgan Chase Bank	Buy	28,309	101,906.74	Ordinary	28,309

22/06/2020	JP Morgan Chase Bank	Buy	115,658	403,970.26	Ordinary	115,658
22/06/2020	JP Morgan Chase Bank	Buy	41,237	144,032.59	Ordinary	41,237
23/06/2020	JP Morgan Chase Bank	Buy	36,856	128,693.78	Ordinary	36,856
23/06/2020	JP Morgan Chase Bank	Buy	13,140	45,882.25	Ordinary	13,140
24/06/2020	JP Morgan Chase Bank	Buy	9,139	31,960.91	Ordinary	9,139
24/06/2020	JP Morgan Chase Bank	Buy	3,259	11,397.37	Ordinary	3,259
25/06/2020	JP Morgan Chase Bank	Buy	3,636	12,507.84	Ordinary	3,636
25/06/2020	JP Morgan Chase Bank	Buy	1,297	4,461.68	Ordinary	1,297
25/06/2020	JP Morgan Chase Bank	Buy	13,440	46,233.60	Ordinary	13,440
25/06/2020	JP Morgan Chase Bank	Buy	2,116	7,279.04	Ordinary	2,116
30/06/2020	JP Morgan Chase Bank	Buy	373,570	1,274,023.13	Ordinary	373,570
30/06/2020	JP Morgan Chase Bank	Buy	58,840	200,667.94	Ordinary	58,840
6/07/2020	JP Morgan Chase Bank	Buy	3,069	10,465.29	Ordinary	3,069
6/07/2020	JP Morgan Chase Bank	Buy	1,095	3,733.95	Ordinary	1,095
6/07/2020	JP Morgan Chase Bank	Buy	12,258	41,799.78	Ordinary	12,258
6/07/2020	JP Morgan Chase Bank	Buy	1,930	6,581.30	Ordinary	1,930
15/07/2020	JP Morgan Chase Bank	Sell	-24,432	-79,105.93	Ordinary	24,432
15/07/2020	JP Morgan Chase Bank	Sell	-3,845	-12,449.34	Ordinary	3,845
16/07/2020	JP Morgan Chase Bank	Sell	-37,036	-120,959.58	Ordinary	37,036
16/07/2020	JP Morgan Chase Bank	Sell	-5,828	-19,034.25	Ordinary	5,828
17/07/2020	JP Morgan Chase Bank	Sell	-242,404	-770,844.72	Ordinary	242,404
22/07/2020	JP Morgan Chase Bank	Sell	-38,802	-126,106.50	Ordinary	38,802
22/07/2020	JP Morgan Chase Bank	Sell	-6,106	-19,844.50	Ordinary	6,106
23/07/2020	JP Morgan Chase Bank	Sell	-61,203	-198,909.75	Ordinary	61,203
23/07/2020	JP Morgan Chase Bank	Sell	-9,631	-31,300.75	Ordinary	9,631
24/07/2020	JP Morgan Chase Bank	Sell	-136,816	-444,652.00	Ordinary	136,816
24/07/2020	JP Morgan Chase Bank	Sell	-21,530	-69,972.50	Ordinary	21,530
28/07/2020	JP Morgan Chase Bank	Sell	-10,911	-35,460.75	Ordinary	10,911
28/07/2020	JP Morgan Chase Bank	Sell	-1,718	-5,583.50	Ordinary	1,718
21/08/2020	JP Morgan Chase Bank	Buy	24,843	82,975.62	Ordinary	24,843
	Total		1,370,022	4,887,998.14		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
22/06/2020	National Australia Bank Limited	Buy	3,093	10,803.23	Ordinary	3,093
23/06/2020	National Australia Bank Limited	Buy	986	3,442.91	Ordinary	986
24/06/2020	National Australia Bank Limited	Buy	244	853.31	Ordinary	244
25/06/2020	National Australia Bank Limited	Buy	629	2,163.76	Ordinary	629
6/07/2020	National Australia Bank Limited	Buy	531	1,810.71	Ordinary	531
25/08/2020	National Australia Bank Limited	Buy	38,914	129,583.62	Ordinary	38,914
	Total		44,397	148,657.55		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
4/08/2020	Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A.	Buy	276,500	904,293.25	Ordinary	276,500
25/08/2020	Mitsubishi UFJ Investor Services & Banking (Luxembourg) S.A.	Buy	277,882	921,345.56	Ordinary	277,882
	Total		554,382	1,825,638.81		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
22/06/2020	Northern Trust Company Limited	Buy	16,320	57,002.50	Ordinary	16,320
23/06/2020	Northern Trust Company Limited	Buy	5,200	18,157.36	Ordinary	5,200
24/06/2020	Northern Trust Company Limited	Buy	1,290	4,511.39	Ordinary	1,290
25/06/2020	Northern Trust Company Limited	Buy	580	1,995.20	Ordinary	580
6/07/2020	Northern Trust Company Limited	Buy	489	1,667.49	Ordinary	489
	Total		23,879	83,333.94		

Pendal Institutional Limited	2,342,408	8,114,989
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