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B&I CAPITAL AG

B&I Capital AG
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ASX Limited
20 Bridge Street
Sydney, NSW, 2000

Zürich, December 14th, 2020

Substantial Holding Notification

Dear Sir or Madam,

we hereby provide you with the following documents for our substantial holding notification with respect to shares of APN Convenience Retail REIT:

1) Form 603
2) Appendix A to Form 603

Best regards

Stefano Charrey

Charles Isaac

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme	Convenience Retail REIT No. 1 (ARSN 101 227 614) (CRR1), Convenience Retail REIT No. 2 (ARSN 619 527 829) (CRR2) and Convenience Retail REIT No. 3 (ARSN 619 527 856) (CRR3 and together with CRR1 and CRR2, the APN Convenience Retail REIT)
ACN/ARSN	As above.

1. Details of substantial holder (1)

Name	B&I Capital AG
ACN/ARSN (if applicable)	N/A

The holder became a substantial holder on 11/12/2020

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 fully paid stapled securities	7'939'231	7'939'231	6.52%

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
B&I Capital AG	Relevant interest under section 608(1)(b) and (c) of the Corporations Act 2001 as a result of its appointment as investment manager	6'937'869 ordinary fully paid stapled securities
B&I Capital AG	Relevant interest under section 608(1)(c) of the Corporations Act 2001 as a result of its appointment as investment manager	1'001'362 ordinary fully paid stapled 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
B&I Capital AG	See Annex for complete list	See Annex for complete list	See Annex for complete list

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:

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Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
B&I Capital AG	See Annex for complete list			

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
N/A	N/A

7. Addresses

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

Name	Address
B&I Capital AG	Talacker 35, 8001, Zürich, Switzerland

Signature

print name Stefano Charrey capacity COO

sign here date 14/12/2020

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".

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(9) 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.

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Annex A to Form 603

This is Annexure A of 1 page referred to in the Form 603 signed by me dated December 14th, 2020.

Stefano Charrey
COO
December 14th, 2020

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
B&I Capital AG	Citigroup Pty Limited (Australia)		1'294'066
B&I Capital AG	Citigroup Pty Limited (Australia)		1'284'000
B&I Capital AG	Citigroup Pty Limited (Australia)		1'633'835
B&I Capital AG	BNP Paribas Securities Services (Australia)		595'479
B&I Capital AG	BNP Paribas Securities Services (Australia)		1'001'362
B&I Capital AG	BNP Paribas Securities Services (Australia)		1'877'298
B&I Capital AG	Arqaam Capital Limited (Dubai)		253'191

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 of securities
		Cash	Non-cash	Ordinary fully paid stapled securities
B&I Capital AG	2020-12-11	2'620'189.97		730'312
B&I Capital AG	2020-12-10	1'441'152.00		400'000
B&I Capital AG	2020-12-09	6'500'227.56 (placement with allotment date 2020-12-14)		1'830'986.00
B&I Capital AG	2020-12-09	713'570.40		200'000
B&I Capital AG	2020-12-07	127,100.72		34'800
B&I Capital AG	2020-11-09	90,430.55		24'600
B&I Capital AG	2020-11-06	0 (dividend reinvestment plan)		66'329
B&I Capital AG	2020-10-27	127,060.97		34'000
B&I Capital AG	2020-10-26	23,171.58		6'137
B&I Capital AG	2020-10-20	285,228.00		75'000
B&I Capital AG	2020-10-19	80,293.62		21'195
B&I Capital AG	2020-10-15	19,316.71		5'134
B&I Capital AG	2020-10-14	3,753.00		1'000

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B&I Capital AG	2020-10-12	113,187.48		30'000
B&I Capital AG	2020-10-08	81,195.86		21'325

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