



## Announcement Summary

### Entity name

AUSTRALIAN UNITY OFFICE FUND

### Announcement Type

New announcement

### Date of this announcement

15/11/2021

### The Proposed issue is:

☒ A placement or other type of issue

### Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
AOF	ORDINARY UNITS FULLY PAID	130,900,000

### Proposed +issue date

22/12/2021

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

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**1.1 Name of +Entity**

AUSTRALIAN UNITY OFFICE FUND

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

**1.2 Registered Number Type**

ARSN

**Registration Number**

113369627

**1.3 ASX issuer code**

AOF

**1.4 The announcement is**☒ New announcement**1.5 Date of this announcement**

15/11/2021

**1.6 The Proposed issue is:**☒ A placement or other type of issue



## Part 7 - Details of proposed placement or other issue

## Part 7A - Conditions

**7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?**☒ Yes

## 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	10/12/2021	<input checked="" type="checkbox"/> Actual	

**Comments**

The new Australian Unity Office Fund units (AOF Units) the subject of this Appendix 3B are to be issued pursuant to a trust scheme (Scheme) by Australian Unity Diversified Property Fund (DPF), under which all of the units in DPF will be transferred to AOF in consideration for the issue of new AOF Units. AOF unitholder approvals are required in connection with the proposed issue of the new AOF units. DPF unitholder approval is also required to approve amendments to the constitution of DPF to implement the Scheme.

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Other (please specify in comment section)	10/12/2021	<input checked="" type="checkbox"/> Actual	

**Comments**

A requisite majority of Unitholders of DPF must approve the merger proposal at a meeting of DPF unitholders to be held on 10 December 2021.

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Court approval	15/12/2021	<input checked="" type="checkbox"/> Estimated	

**Comments**

Australian Unity Property Limited (AUPL) as responsible entity of DPF will seek judicial advice from the Supreme Court of New South Wales in order to proceed with implementation of the Scheme.

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
FIRB approval	10/12/2021	<input checked="" type="checkbox"/> Estimated	

**Comments**

It is a condition of the proposal that FIRB approval is received prior to the Second Judicial Advice court date of 15 December 2021.



## Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☒ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

### Details of +securities proposed to be issued

#### ASX +security code and description

AOF : ORDINARY UNITS FULLY PAID

#### Number of +securities proposed to be issued

130,900,000

#### Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☒ No

#### Please describe the consideration being provided for the +securities

The consideration for the new AOF Units will be the acquisition by AOF of all the DPF Units under the Scheme, with a ratio of 0.4550 AOF units for every 1 DPF unit held

#### Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☒ Yes

## Part 7C - Timetable

### 7C.1 Proposed +issue date

22/12/2021



## Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

☒ Yes

**7D.1a Date of meeting or proposed meeting to approve the issue under listing rule 7.1**

10/12/2021

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

☒ Yes

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

☒ No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

☒ No

## Part 7E - Fees and expenses

**7E.1 Will there be a lead manager or broker to the proposed issue?**

☒ No

**7E.2 Is the proposed issue to be underwritten?**

☒ No

**7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue**

Fees and costs incurred by AOF in connection with the Scheme include financial and legal adviser fees and registry fees

## Part 7F - Further Information

**7F.01 The purpose(s) for which the entity is issuing the securities**

AOF Units issued under the Scheme as consideration for the acquisition by AOF of all the DPF Units pursuant to the Scheme.

**7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?**

☒ No



## 7F.2 Any other information the entity wishes to provide about the proposed issue

As part of the implementation of the Scheme Australian Unity Office Fund will be renamed Australian Unity Property Fund.

The number of units to be issued under the PDS are an estimate only and will depend on the number of DPF units on issue as at the Proposal Record Date

Please refer to the AOF Explanatory Memorandum issued by AOF dated 15 November 2021 and the DPF Unitholder Booklet issued by DPF dated 15 November 2021.

## 7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

☒ The publication of a +disclosure document or +PDS for the +securities proposed to be issued