



6 September 2010

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Charter Hall Limited
ABN 57 113 531 150

Charter Hall Funds
Management Limited
ABN 31 082 991 786

Dear Ms Wigneswaran

APPENDIX 3B

The attached Appendix 3B relates to the issue of securities under the Charter Hall Group (ASX: CHC) Performance Rights and Options Plan (PROP) for FY11.

The PROP is a long term incentive plan aimed at creating a stronger link between executive performance and reward and increasing securityholder value by enabling plan participants to have a greater involvement with, and share in, the future growth and profitability of the Group.

Charter Hall Group's three Executive Directors have been offered securities under the current offer, however their securities are excluded from the attached Appendix 3B as their issue is subject to securityholder approval at the Annual General Meeting, to be held 10 November 2010.

Stapled securities on issue

Per the attached Appendix 3B there are 1,225,365,088 stapled securities on issue, which includes Executive Loan Security Plan¹ (ELSP) securities. Excluding ELSP securities, the number of stapled securities on issue is 1,175,021,491 which is the number of securities that is used for EPS, DPS and NTA purposes. ELSP securities are not recognised for accounting purposes in accordance with *AASB2 Share Based Payment*.

Please do not hesitate to contact the undersigned if you require further information.

Yours faithfully

A handwritten signature in black ink, appearing to read 'N. Francis'.

Nathan Francis
Company Secretary

Footnote 1:

Charter Hall Group has two long term incentive plans, the PROP and the ELSP. There are currently 50,343,597 ELSP securities on issue.

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

Name of entity

Charter Hall Group ("CHC") formed by stapling the shares of Charter Hall Limited and the units of Charter Hall Property Trust

ABN

Charter Hall Limited ABN 57 113 531 150
Charter Hall Property Trust ABN 72 051 224 311

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|--|
| 1 | +Class of +securities issued or to be issued | (a) Options
(b) Performance Rights
(c) Service Rights |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (a) 8,142,425
(b) 3,255,769
(c) 1,265,438 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | (a) Exercise Price \$0.61, Vesting dates 1 July 2012 and 1 July 2013, Expiry Date 6 September 2015. Issued subject to service and performance conditions.

(b) Exercise Price \$nil, Vesting date 1 July 2012 and 1 July 2013, Expiry Date 1 July 2013. Issued subject to service and performance conditions.

(c) Exercise Price \$nil, Vesting date 1 July 2012 and 1 July 2013, Expiry Date 1 July 2013. Issued subject to service conditions |

+ See chapter 19 for defined terms.

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- 4 Do the ⁺securities rank equally in all respects from the date of allotment with an existing ⁺class of quoted ⁺securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

- (a) N/A
(b) N/A
(c) N/A

- 5 Issue price or consideration

- (a) Nil
(b) Nil
(c) Nil

- 6 Purpose of the issue
(If issued as consideration for the acquisition of assets, clearly identify those assets)

Issued under the Charter Hall Performance Rights and Options Plan (PROP)

- 7 Dates of entering ⁺securities into uncertificated holdings or despatch of certificates

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- 8 Number and ⁺class of all ⁺securities quoted on ASX (*including* the securities in clause 2 if applicable)

Number	⁺ Class
1,225,365,088	CHC Stapled Securities

⁺ See chapter 19 for defined terms.

9	Number and ⁺ class of all ⁺ securities not quoted on ASX (<i>including</i> the securities in clause 2 if applicable)	<table><tr><th>Number</th><th>⁺Class</th></tr><tr><td>1,554,122</td><td>CHCAI - Performance Rights</td></tr><tr><td>15,358,200</td><td>CHCAK - Options</td></tr><tr><td>5,988,125</td><td>CHCAO - Options</td></tr><tr><td>5,971,000</td><td>CHCAM- Performance Rights</td></tr><tr><td>6,446,500</td><td>CHCAQ - Options</td></tr><tr><td>2,578,500</td><td>CHCAS - Performance Rights</td></tr><tr><td>8,142,425</td><td>Options</td></tr><tr><td>3,255,769</td><td>Performance Rights</td></tr><tr><td>1,265,438</td><td>Service Rights</td></tr></table>	Number	⁺ Class	1,554,122	CHCAI - Performance Rights	15,358,200	CHCAK - Options	5,988,125	CHCAO - Options	5,971,000	CHCAM- Performance Rights	6,446,500	CHCAQ - Options	2,578,500	CHCAS - Performance Rights	8,142,425	Options	3,255,769	Performance Rights	1,265,438	Service Rights
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2,578,500	CHCAS - Performance Rights																					
8,142,425	Options																					
3,255,769	Performance Rights																					
1,265,438	Service Rights																					
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A																				

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the ⁺ securities will be offered	N/A
14	⁺ Class of ⁺ securities to which the offer relates	N/A
15	⁺ Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A

+ See chapter 19 for defined terms.

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17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has ⁺ security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	N/A
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of ⁺ security holders	N/A
25	If the issue is contingent on ⁺ security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do ⁺ security holders sell their	N/A

⁺ See chapter 19 for defined terms.

	entitlements <i>in full</i> through a broker?	
31	How do ⁺ security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do ⁺ security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	⁺ Despatch date	N/A

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of securities
(tick one)
- (a) ☐ Securities described in Part 1
- (b) ☐ All other securities
- Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 ☐ If the ⁺securities are ⁺equity securities, the names of the 20 largest holders of the additional ⁺securities, and the number and percentage of additional ⁺securities held by those holders
- 36 ☐ If the ⁺securities are ⁺equity securities, a distribution schedule of the additional ⁺securities setting out the number of holders in the categories
- 1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over
- 37 ☐ A copy of any trust deed for the additional ⁺securities

Entities that have ticked box 34(b)

⁺ See chapter 19 for defined terms.

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38	Number of securities for which +quotation is sought	N/A				
39	Class of +securities for which quotation is sought	N/A				
40	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities? If the additional securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	N/A				
41	Reason for request for quotation now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another security, clearly identify that other security)	N/A				
42	Number and +class of all +securities quoted on ASX (<i>including</i> the securities in clause 38)	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%; text-align: left; padding: 5px;">Number</th> <th style="width: 50%; text-align: left; padding: 5px;">+Class</th> </tr> </thead> <tbody> <tr> <td style="padding: 5px;">N/A</td> <td style="padding: 5px;"></td> </tr> </tbody> </table>	Number	+Class	N/A	
Number	+Class					
N/A						

+ See chapter 19 for defined terms.

Quotation agreement

1 ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX may quote the ⁺securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the ⁺securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those ⁺securities should not be granted ⁺quotation.
- An offer of the ⁺securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any ⁺securities to be quoted and that no-one has any right to return any ⁺securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the ⁺securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the ⁺securities to be quoted, it has been provided at the time that we request that the ⁺securities be quoted.
- If we are a trust, we warrant that no person has the right to return the ⁺securities to be quoted under section 1019B of the Corporations Act at the time that we request that the ⁺securities be quoted.

⁺ See chapter 19 for defined terms.

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- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:  Date: 6 September 2010

Print name: Mr Nathan Francis
Company Secretary

+ See chapter 19 for defined terms.