

Appendix 3Y

Change of Director's Interest Notice

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 30/09/01 Amended 01/01/11

Name of entity	Charter Hall Group 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 under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	David Southon
Date of last notice	17 January 2012

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct and Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	1. Charter Hall Executive Loan Security Plan (ELSP). 2. Charter Hall Performance Rights and Options Plan (PROP)
Date of change	21 May 2012
No. of securities held prior to change	<u>Direct</u> – 2,048,360 securities <u>Indirect</u> – via a relevant interest of 226,449 securities in the Charter Hall Executive Loan Security Plan. The securities vest to plan members after performance and service criteria are met <u>Indirect</u> – via a relevant interest in 1,175,122 Options and 862,961 Performance Rights in the PROP. The securities vest to plan members after performance and service criteria are met.
Class	Service Rights

+ See chapter 19 for defined terms.

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Number acquired	85,731
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	<u>Direct</u> – 2,048,360 securities <u>Indirect</u> – via a relevant interest of 226,449 securities in the Charter Hall Executive Loan Security Plan. The securities vest to plan members after performance and service criteria are met <u>Indirect</u> – via a relevant interest in 1,175,122 Options and 948,692 Performance Rights in the PROP. The securities vest to plan members after performance and service criteria are met.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of service rights in the Charter Hall Performance Rights and Options Plan (PROP)

+ See chapter 19 for defined terms.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

⁺ See chapter 19 for defined terms.