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Charter Hall Limited  
ABN 57 113 531 150

Charter Hall Funds  
Management Limited  
ABN 31 082 991 786

5 November 2012

ASX Limited  
Exchange Centre  
20 Bridge Street  
**SYDNEY NSW 2000**

Dear Sir / Madam

**Performance Rights and Options Plan (PROP)**

Please be advised that the attached Appendix 3Ys for David Southon and David Harrison relate to a transfer of stapled securities (ASX: CHC) currently held for each of them in the PROP (and notified previously to the ASX as an indirect holding) to their personal accounts (directly or indirectly held).

These transactions do not change the number of stapled securities issued for CHC, which remains at 298,684,347.

Please contact the undersigned if you require further information.

Yours faithfully

A handwritten signature in dark ink, appearing to read 'Rodger'.

Carolyn Rodger  
**Company Secretary**  
**Charter Hall Group**

# 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

|                       |                                                                                                                       |
|-----------------------|-----------------------------------------------------------------------------------------------------------------------|
| <b>Name of entity</b> | Charter Hall Group formed by stapling the shares of Charter Hall Limited and the units of Charter Hall Property Trust |
| <b>ABN</b>            | Charter Hall Limited ABN 57 113 531 150<br>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.

|                            |                |
|----------------------------|----------------|
| <b>Name of Director</b>    | David Harrison |
| <b>Date of last notice</b> | 30 August 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.

|                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                  | Indirect                                                                                                                                                                                                                                                                                                                                                                                         |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | <ol style="list-style-type: none"><li>1. Portmist Pty Limited</li><li>2. Charter Hall Performance Rights and Options Plan (PROP)</li></ol>                                                                                                                                                                                                                                                       |
| <b>Date of change</b>                                                                                                                                               | 2 November 2012                                                                                                                                                                                                                                                                                                                                                                                  |
| <b>No. of securities held prior to change</b>                                                                                                                       | <p><u>Indirect</u> – via an interest in Portmist Pty Ltd which holds 2,009,521 securities. David Harrison is a shareholder and Director of Portmist Pty Ltd.</p> <p><u>Indirect</u> – via a relevant interest in 849,868 Options, 766,441 Performance Rights and 182,251 Stapled Securities in the PROP. The securities vest to plan members after performance and service criteria are met.</p> |

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

|                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                                                                                   |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Class</b>                                                                                                                                                                | a) Stapled Securities<br>b) Stapled Securities                                                                                                                                                                                                                                                                                                                    |
| <b>Number acquired</b>                                                                                                                                                      | b) 182,251                                                                                                                                                                                                                                                                                                                                                        |
| <b>Number disposed</b>                                                                                                                                                      | a) 182,251                                                                                                                                                                                                                                                                                                                                                        |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | \$ 0                                                                                                                                                                                                                                                                                                                                                              |
| <b>No. of securities held after change</b>                                                                                                                                  | <u>Indirect</u> – via an interest in Portmist Pty Ltd which holds 2,191,772 securities. David Harrison is a shareholder and Director of Portmist Pty Ltd.<br><br><u>Indirect</u> – via a relevant interest in 849,868 Options and 766,441 Performance Rights and in the PROP. The securities vest to plan members after performance and service criteria are met. |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Transfer of Stapled Securities in PROP to Portmist Pty Ltd                                                                                                                                                                                                                                                                                                        |

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+ 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.

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

## Part 3 – <sup>+</sup>Closed period

|                                                                                                                                                                       |     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed<br/>above traded during a <sup>+</sup>closed period where prior written<br/>clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade<br/>to proceed during this period?</b>                                                              | N/A |
| <b>If prior written clearance was provided, on what date was this<br/>provided?</b>                                                                                   | N/A |

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<sup>+</sup> See chapter 19 for defined terms.

# 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

|                       |                                                                                                                       |
|-----------------------|-----------------------------------------------------------------------------------------------------------------------|
| <b>Name of entity</b> | Charter Hall Group formed by stapling the shares of Charter Hall Limited and the units of Charter Hall Property Trust |
| <b>ABN</b>            | Charter Hall Limited ABN 57 113 531 150<br>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.

|                            |                |
|----------------------------|----------------|
| <b>Name of Director</b>    | David Southon  |
| <b>Date of last notice</b> | 30 August 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.

|                                                                                                                                                                     |                                                                                                                                                                                                                                                                        |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                  | Direct and Indirect                                                                                                                                                                                                                                                    |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | Charter Hall Performance Rights and Options Plan (PROP)                                                                                                                                                                                                                |
| <b>Date of change</b>                                                                                                                                               | 2 November 2012                                                                                                                                                                                                                                                        |
| <b>No. of securities held prior to change</b>                                                                                                                       | <u>Direct</u> – 2,048,360 securities<br><br><u>Indirect</u> – via a relevant interest in 1,175,122 Options, 766,441 Performance Rights and 182,251 Stapled Securities in the PROP. The securities vest to plan members after performance and service criteria are met. |
| <b>Class</b>                                                                                                                                                        | a) Stapled Securities<br>b) Stapled Securities                                                                                                                                                                                                                         |
| <b>Number acquired</b>                                                                                                                                              | b) 182,251                                                                                                                                                                                                                                                             |
| <b>Number disposed</b>                                                                                                                                              | a) 182,251                                                                                                                                                                                                                                                             |

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | \$ 0                                                                                                                                                                                                                                       |
| <b>No. of securities held after change</b>                                                                                                                                  | <u>Direct</u> – 2,230,611 securities<br><br><u>Indirect</u> – via a relevant interest in 1,175,122 Options and 766,441 Performance Rights in the PROP. The securities vest to plan members after performance and service criteria are met. |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Transfer of Stapled Securities held in PROP to Direct holding                                                                                                                                                                              |

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+ 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.

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

## Part 3 – <sup>+</sup>Closed period

|                                                                                                                                                                       |     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed<br/>above traded during a <sup>+</sup>closed period where prior written<br/>clearance was required?</b> | No  |
| <b>If so, was prior written clearance provided to allow the trade<br/>to proceed during this period?</b>                                                              | N/A |
| <b>If prior written clearance was provided, on what date was this<br/>provided?</b>                                                                                   | N/A |

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<sup>+</sup> See chapter 19 for defined terms.