

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Lantern Hotel Group being a stapled entity comprising of Lantern Real Estate Trust (ARSN 108 982 627) (**Stapled Scheme**) and Lantern Hotel Group Limited (ACN 145 967 899) (**Stapled Company**)

1. Details of substantial holder (1)

Name

Matthew Donnellan
Raffy Holdings Pty Limited (ACN 115 940 988) atf Raffy Trust
Totem Holdings Pty Ltd (ACN 168 266 742) as trustee for the Totem Holdings Trust
(**Donnellan Entities**)

Matthew Stubbs in his personal capacity and atf Matthew Stubbs Family Trust and Matthew Stubbs Superannuation Fund
Eastern Porphyry Pty Ltd (ACN 009 843 921)
Mabima Pty Ltd (ACN 120 348 861)
(**Stubbs Entities**)

The Donnellan Entities and the Stubbs Entities are the **substantial holder**.

There was a change in the interests of the substantial holder on 4 March 2016

The previous notice was given to the company on 4 March 2014

The previous notice was dated 4 March 2014

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice | | Present notice | |
|------------------------------------------------------------------------------------------------------------------------------|-----------------|------------------|----------------|------------------|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) |
| Stapled securities, being units in the Stapled Scheme stapled to shares in the Stapled Company (Stapled Securities) | 111,000,000 | 12.57% | 149,400,000 | 16.9% |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|------------------|-----------------------------------------------------------|-----------------------|-----------------------------------------------|-----------------------------------------|-------------------------|
| 4 September 2015 | Matthew Stubbs atf the Matthew Stubbs Family Trust | Acquisition on market | \$0.074 per Stapled Security | 400,000 Stapled Securities | 400,000 |
| 4 March 2016 | Eastern Porphyry Pty Ltd | Acquisition on market | \$0.095 per Stapled Security | 21,000,000 Stapled Securities | 21,000,000 |
| 4 March 2016 | Mabima Pty Ltd | Acquisition on market | \$0.095 per Stapled Security | 3,200,000 Stapled Securities | 32,000,000 |
| 4 March 2016 | Matthew Stubbs atf the Matthew Stubbs Family Trust | Acquisition on market | \$0.095 per Stapled Security | 8,600,000 Stapled Securities | 8,600,000 |
| 4 March 2016 | Matthew Stubbs atf the Matthew Stubbs Superannuation Fund | Acquisition on market | \$0.095 per Stapled Security | 5,200,000 Stapled Securities | 5,200,000 |

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|-----------------------------------------------------------------------|-----------------------------------------------------------|-----------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|----------------|
| Matthew Donnellan | Totem Holdings as trustee for Totem Holdings Trust | Totem Holdings as trustee for Totem Holdings Trust | Relevant interest under section 608(1) having the power to exercise or control the exercise of a power to dispose of the Stapled Securities | 111,000,000 Stapled Securities | N/A |
| Raffy Holdings Pty Limited | Totem Holdings as trustee for Totem Holdings Trust | Totem Holdings as trustee for Totem Holdings Trust | Relevant interest under section 608(1) having the power to exercise or control the exercise of a power to dispose of the Stapled Securities | 111,000,000 Stapled Securities | N/A |
| Totem Holdings as trustee for Totem Holdings Trust and Matthew Stubbs | Totem Holdings as trustee for Totem Holdings Trust | Totem Holdings as trustee for Totem Holdings Trust | Relevant interest under section 608(1) as the holder of the Stapled Securities | 111,000,000 Stapled Securities | 111,000,000 |
| Matthew Stubbs | Matthew Stubbs atf the Matthew Stubbs Family Trust | Matthew Stubbs atf the Matthew Stubbs Family Trust | Relevant interest under section 608(1) as the holder of the Stapled Securities | 9,000,000 Stapled Securities | 9,000,000 |
| | Matthew Stubbs atf the Matthew Stubbs Superannuation Fund | Matthew Stubbs atf the Matthew Stubbs Superannuation Fund | Relevant interest under section 608(1) as the holder of the Stapled Securities | 5,200,000 Stapled Securities | 5,200,000 |
| | Eastern Porphy Pty Ltd | Eastern Porphy Pty Ltd | Relevant interest under section 608(1) having the power to exercise or control the exercise of a power to dispose of the Stapled Securities | 21,000,000 Stapled Securities | 21,000,000 |
| | Mabima Pty Ltd | Mabima Pty Ltd | Relevant interest under section 608(1) having the power to exercise or control the exercise of a power to dispose of the Stapled Securities | 3,200,000 Stapled Securities | 3,200,000 |

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Stubbs Entities | The Stubbs Entities have become associates with the Donnellan Entities by virtue of section 12(2)(c) of the Corporations Act 2001 (Cth) with respect to the affairs of the Stapled Scheme and the Stapled Company |

6. Addresses

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

| Name | Address |
|-----------------------------------------------------------|----------------------------------------------------------------------------------|
| Eastern Porphy Pty Ltd | C/- Chancellors Pty Ltd, Level 6, 232 Adelaide Street, Brisbane, Qld 4000 |
| Mabima Pty Ltd | C/- Elliott House Pty Limited Level 8, 140 Arthur Street, North Sydney, NSW 2060 |
| Matthew Stubbs atf the Matthew Stubbs Family Trust | Level 4, 17 Castlereagh Street, Sydney, NSW 2000 |
| Matthew Stubbs atf the Matthew Stubbs Superannuation Fund | Level 4, 17 Castlereagh Street, Sydney, NSW 2000 |
| Totem Holdings Pty Ltd atf Totem Holdings Trust | Level 4, 17 Castlereagh Street, Sydney, NSW 2000 |
| Matthew Stubbs | Level 4, 17 Castlereagh Street, Sydney, NSW 2000 |
| Raffy Holdings Pty Ltd | C/- Alexandrou Group, Suite 3, 1 Lorne Avenue, Kensington, NSW 2033 |

Signature

print name MATTHEW STUBBS

capacity DIRECTOR

sign here



Date 9 MARCH 2016