

MinterEllison

11 October 2018

BY ELECTRONIC LODGEMENT

Company Announcements
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam

Takeover bid for Gateway Lifestyle Group (ASX: GTY) – Hometown commences compulsory acquisition process

We act for A.C.N. 626 522 085 Pty Ltd (ACN 626 522 085), Hometown Australia Management Pty Ltd (ACN 614 529 538) and Hometown Australia Nominees Pty Ltd (ACN 616 047 084) as trustee for Hometown Australia Management Pty Ltd (collectively, **Hometown**).

On behalf of Hometown, we enclose an announcement from Hometown regarding the compulsory acquisition process of GTY stapled securities pursuant to section 661B(1)(d) of the Corporations Act (Cth).

Yours faithfully
MinterEllison



Ron Forster
Partner

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enclosure

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11 October 2018

Dear Gateway Securityholder

Compulsory Acquisition of Remaining Gateway Stapled Securities

Hometown's off-market takeover offer (**Offer**) for all the stapled securities of Gateway Lifestyle Group (**Gateway**) is scheduled to close at **7.00pm (Sydney time) on 15 October 2018**.

Hometown currently has a relevant interest in more than 90% of Gateway stapled securities.

Accordingly, Hometown will now proceed to exercise its right to compulsorily acquire all the remaining Gateway stapled securities.

Attached is a copy of the ASIC Form 6021 Notice of compulsory acquisition following takeover bid (**Compulsory Acquisition Notice**) and the accompanying letter (**Hometown Letter**) in accordance with section 661B(1)(d) of the Corporations Act 2001 (Cth) (**Act**).

The Compulsory Acquisition Notice was lodged with the Australian Securities and Investments Commission today in accordance with section 661B(1)(b) of the Act.

The Compulsory Acquisition Notice and Hometown Letter will be dispatched to all holders of Gateway stapled securities.

Gateway Securityholders who have not accepted the Offer are encouraged to accept the Offer without delay.

Gateway Securityholders who accept the Offer before the Offer closes at **7.00pm (Sydney time) on 15 October 2018** will be paid \$2.25 cash per Gateway stapled security within 7 business days of receipt of a valid acceptance.

Gateway Securityholders who do not accept the Offer before the Offer closes will have their Gateway stapled securities compulsorily acquired and will receive payment of the consideration a number of weeks later than Gateway Securityholders who accept the Offer.

If Gateway Securityholders have any queries or require further information, including details on how to accept the Offer, they may contact the Hometown Offer Information Line on:

For callers within Australia (toll free)	-	1300 153 327
For callers outside Australia (not toll free)	-	+61 3 9415 4127

Yours sincerely



Patrick Zilis
Director



11 October 2018

GTYTKO
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Dear Gateway Securityholder

Compulsory acquisition of Gateway stapled securities

Hometown refers to its off-market takeover offer for all the stapled securities of Gateway (**Offer**) which is scheduled to close at **7.00pm (Sydney time) on 15 October 2018**.

Hometown has a relevant interest in more than 90% of Gateway stapled securities as a result of the Offer.

Accordingly, Hometown will now proceed to exercise its right to compulsorily acquire all the remaining Gateway stapled securities on the same terms as the Offer (ie. consideration of \$2.25 cash per Gateway stapled security) and in accordance with the compulsory acquisition provisions of the Corporations Act 2001 (Cth) (**Act**).

Gateway Securityholders who have not accepted the Offer may still do so prior to the scheduled close of the Offer at 7.00pm (Sydney time) on 15 October 2018. Gateway Securityholders who accept the Offer before the Offer period closes will receive the consideration of \$2.25 cash per Gateway stapled security within 7 business days of receipt of a valid acceptance.

Gateway Securityholders who do not accept the Offer before the Offer period closes will have their Gateway stapled securities compulsorily acquired and will receive payment of the consideration later than Gateway Securityholders who accept the Offer.

On completion of the compulsory acquisition process, Hometown will pay the consideration for the Gateway stapled securities it compulsorily acquires to Gateway. Once Gateway receives the consideration, it will hold it in trust and give written notice to Gateway Securityholders whose Gateway stapled securities are compulsorily acquired seeking instructions as to how the consideration is to be dealt with. Subject to the Act, this is likely to occur within 6 weeks from the date of this letter.

Enclosed with this letter is the ASIC Form 6021 – Notice of compulsory acquisition following takeover bid which sets out further information on the compulsory acquisition process.

Further information regarding the Offer including details on how to accept the Offer are set out in Hometown's Bidder's Statement (as amended and supplemented). You can also contact the Hometown Offer Information Line on:

For callers within Australia (toll free) - 1300 153 327
For callers outside Australia (not toll free) - +61 3 9415 4127

Yours sincerely

Patrick Zilis
Director



Notice of compulsory acquisition following takeover bid

Notice

To each holder of:

Description of class of securities to which the bid relates

Stapled Securities

('Bid Class Securities')

in

Name of target company or body

Name ('the Company')

Gateway Lifestyle Operations Limited and Residential Parks No.2 Trust

ACN/ARBN/ARSN

ACN 605 543 968 and ARSN 605 803 414

Tick applicable box(es)

- and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related.
- and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

Name of bidder

1. Under a takeover bid offers were made by

See Annexure A

in respect of the acquisition of Bid Class Securities in the company.

The offers

Tick one box

- closed
- are scheduled to close

Date offers closed or are scheduled to close

on

Date

1 5 / 1 0 / 1 8
[D] [D] [M] [M] [Y] [Y]

Tick applicable box(es).
(see subsection 661A(4) and (4A))

2. You are, as at the date of this notice, the holder of one or more of the following

- securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)
- securities to which the bid related issued after the end of the offer period and before the date of this notice
- securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
- securities issued under an employee incentive scheme to which restrictions on transfer apply under the company's constitution or the terms of issue, being
- the following securities in the bid class in which the bidder has a relevant interest

Description of securities

Description of securities

Tick one box

3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 ('the Act') that the bidder has become entitled pursuant to subsection

- 661A(1)
- 661A(3)

of the Act to compulsorily acquire your securities and desires to acquire those securities.

Continued... Notice

Date of lodgement

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

This notice was lodged with ASIC on

Date

/ /
[D] [D] [M] [M] [Y] [Y]

5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.

Tick one box

6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before

- this notice was given.
 the end of the offer period.

7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.

8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

Signature

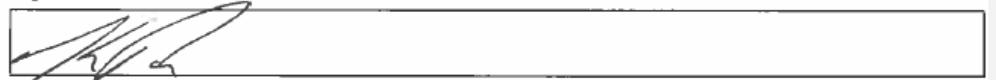
Name of person signing

Kevin Tucker

Capacity

Director

Signature



Date signed

/ /
[D] [D] [M] [M] [Y] [Y]

Annexure A

This is Annexure A of 1 page referred to in Form 6021 – Notice of compulsory acquisition following takeover bid.

Signed by: _____



Name: Kevin Tucker

Capacity: Director

Date: 11 / 10 / 2018

Name of Bidder:

A.C.N. 626 522 085 Pty Ltd (ACN 626 522 085):

1. as trustee for Hometown Australia Management Pty Ltd (ACN 614 529 538); and
2. as trustee for Hometown Australia Nominees Pty Ltd (ACN 616 047 084) as trustee for Hometown Australia Management Pty Ltd (ACN 614 529 538).