

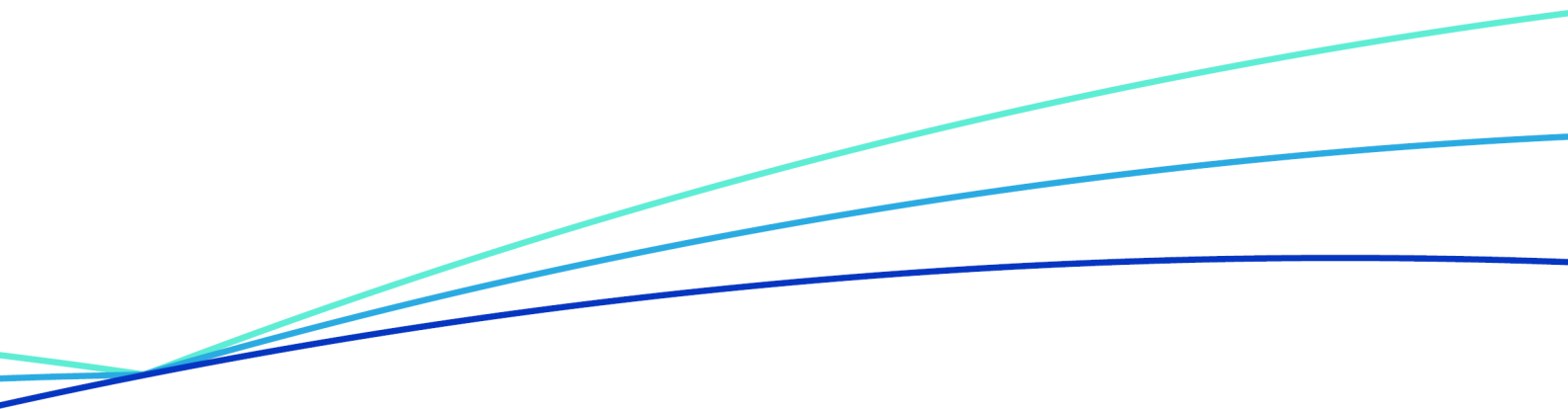


Investment Committee Charter

Region

Adopted with effect from March 2025

Last reviewed in March 2025





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1. Introduction

This Charter sets out the responsibilities of the Investment Committee of the Board of Region RE Limited as responsible entity for Region Management Trust and Region Retail Trust (Region).

2. Role of the Committee

- (a) The Committee is to assist the Board overseeing the real estate investment strategy of Region.
- (b) The Committee will do this by:
 - (i) overseeing management's determination and implementation of real estate investment strategies for recommendation to the Board. This includes capital allocation and deployment strategies, asset acquisition and capital recycling strategies, and portfolio composition targets;
 - (ii) assessing and making recommendations to the Board in respect of specific acquisitions, disposals and developments to ensure the proposed investment decision aligns with Region's overall strategic direction;
 - (iii) making recommendations to the Board in respect of Region's 'weighted average cost of capital' and recommending to the Board an appropriate risk adjusted 'hurdle rate of return(s)' for various categories of real estate investment;
 - (iv) monitoring investment risks and opportunities within

Region's portfolio including the monitoring of market and tenant trends, and climate risk and existing asset performance; and

- (v) overseeing capital deployment by management, including the performance of specific transactions, capital co-investments, sustainability projects and developments in excess of \$5m undertaken by Region against the original transaction forecasts, performance targets, or feasibility models at agreed intervals.

3. Committee Composition

- (a) The Committee must comprise at least two Independent Non-executive Directors together with the CEO and the CFO.
- (b) The Board will determine the composition of the Committee and will appoint the Chair of the Committee who must be an Independent Non-executive Director. If the Chair of the Committee is absent from the meeting, the members will elect one of their members as Chair for that meeting.
- (c) If a member of the Committee retires, resigns, or is removed from the Board of Region RE that member must cease to be a member of the Committee.
- (d) The Committee Secretary will be a Company Secretary of Region, or his or her delegate.

4. Meetings

- (a) The Committee will meet as frequently as required, but not less than four times per year.
- (b) Any Committee member or the Company Secretary can call a meeting of the Committee.
- (c) Minutes and resolutions of the Committee must be maintained by the Committee Secretary and distributed to all Committee members, and any other member of the Board at their request.
- (d) The Committee Chair will report to the Board after each meeting of the Committee of the key matters discussed at each meeting.

5. Attendance at Meetings

- (a) A quorum at a meeting comprises any two Committee members, one of whom must be a Non-executive Director.
- (b) Members will use reasonable endeavours to attend Committee meetings in person, however attendance may also be via other forms of technology permitted by Region RE's Constitution.
- (c) The Committee may invite any person from time to time to attend meetings of the Committee.
- (d) Each member (including the Chair) has one vote and if a member is absent then his or her vote may be cast by any other member in accordance with his or her instructions.

6. Review

- (a) The Committee will annually revisit its objectives and duties and evaluate the effectiveness of its performance.
- (b) The Committee reviews and assesses the adequacy of this Charter annually and makes appropriate recommendations for revisions to be approved by the Board.