

ARGOSY LAUNCHES GREEN BOND OFFER

Argosy Property Limited ('Argosy') announced today that it has opened an offer ('Offer') of up to \$125,000,000 (with the ability to accept up to an additional \$25,000,000 in oversubscriptions at Argosy's discretion) of senior secured fixed rate 7 year green bonds ('Green Bonds') to New Zealand retail and institutional investors.

The Offer will be made in accordance with the Financial Markets Conduct Act 2013 as an offer of debt securities of the same class as existing quoted debt securities. The notice required by the Financial Markets Conduct Regulations 2014 has been provided to NZX.

The proceeds of the Green Bonds are intended to be applied according to the criteria established by Argosy in its Green Bond Framework dated 7 February 2019 (as amended from time to time).

The interest rate for the Green Bonds will be no less than the minimum interest rate of 2.20% per annum and the indicative margin range above the 7 year swap rate for the Green Bonds is 1.95% to 2.15% per annum. The margin and interest rate will be set following a bookbuild process, which is expected to be completed on 16 October 2020 and will be announced via NZX. The Offer is expected to close on 16 October 2020 following the bookbuild and the Green Bonds are expected to be issued on 27 October 2020.

Argosy has appointed ANZ Bank New Zealand Limited ('ANZ') as Arranger and Green Bond Co-ordinator and ANZ, together with Forsyth Barr Limited, Hobson Wealth Partners Limited, Jarden Securities Limited and Westpac Banking Corporation (ABN 33 007 457 141) (acting through its New Zealand branch) as Joint Lead Managers in relation to the Offer.

There is no public pool for the Green Bonds, which will be reserved for the Joint Lead Managers, NZX Participants and other approved financial intermediaries.

Full details of the Offer are contained in the indicative terms sheet. The indicative terms sheet and roadshow presentation are attached.



Argosy

Green Bond Offer

12 OCTOBER 2020

Argosy Property Limited

Disclaimer

This presentation has been prepared by Argosy Property Limited ("Argosy") in relation to the offer ("Offer") of senior secured fixed rate green bonds described in this presentation ("Green Bonds"). The offer of Green Bonds by Argosy is made in reliance upon the exclusion in clause 19 of schedule 1 of the Financial Markets Conduct Act 2013 ("FMCA"). The Offer is an offer of Green Bonds that have identical rights, privileges, limitations and conditions (except for the interest rate and maturity date) as Argosy's: (a) \$100 million senior secured fixed rate green bonds maturing on 27 March 2026, which have a fixed interest rate of 4.00% per annum and are currently quoted on the NZX Debt Market under the ticker code ARG010; and (b) Argosy's \$100 million senior secured fixed rate green bonds maturing on 29 October 2026, which have a fixed interest rate of 2.90% per annum and are currently quoted on the NZX Debt Market under the ticker code ARG020 (together, the "Existing Green Bonds"). Accordingly, the Green Bonds are the same class as the Existing Green Bonds for the purposes of the FMCA and the Financial Markets Conduct Regulations 2014. Argosy is subject to a disclosure obligation that requires it to notify certain material information to NZX Limited ("NZX") for the purpose of that information being made available to participants in the market and that information can be found by visiting www.nzx.com/companies/ARG. The Existing Green Bonds are the only debt securities of Argosy that are currently quoted and in the same class as the Green Bonds. Investors should look to the market price of the Existing Green Bonds to find out how the market assesses the returns and risk premium for those bonds.

The details in this presentation provide general information only. It is not intended as investment or financial advice and must not be relied upon as such. You should obtain independent professional advice prior to making any decision relating to your investment or financial needs. This presentation is not an offer or invitation for subscription or purchase of securities or other financial products. Past performance is no indication of future performance. All values are expressed in New Zealand currency unless otherwise stated. This presentation should be read together with the indicative terms sheet dated 12 October 2020 ("Terms Sheet"). Further information about Green Assets and the Green Bond Framework can be obtained from www.argosy.co.nz/investor-centre/greenbondframework.

This presentation is not a product disclosure statement, or other disclosure document under New Zealand or other law, is not intended to be relied upon as advice to investors or potential investors, does not contain all information relevant or necessary for an investment decision and has been prepared without taking into account your investment objectives, financial situation or particular needs (including taxation issues).

To the extent permitted by law, none of Argosy, its subsidiaries, the Arranger, Joint Lead Managers, nor any of their respective directors, officers, employees and agents: (a) accept any responsibility or liability whatsoever for any loss arising from this presentation or its contents or otherwise arising in connection with the offer of the Green Bonds; (b) authorised or caused the issue of, or made any statement in, any part of this presentation; and (c) make any representation, recommendation or warranty, express or implied regarding the origin, validity, accuracy, adequacy, reasonableness or completeness of, or any errors or omissions in, any information, statement or opinion contained in this presentation and accept no liability (except to the extent such liability is found by a court to arise under the Financial Markets Conduct Act 2013 or cannot be disclaimed as a matter of law).

The offer constitutes an offer of Green Bonds to the public in New Zealand. Argosy has not taken and will not take any action which would permit a public offering of Green Bonds, or possession or distribution of any offering material in respect of the Green Bonds, in any country or jurisdiction where action for that purpose is required (other than New Zealand). The Green Bonds may only be offered for sale, sold or delivered in a jurisdiction other than New Zealand in compliance with all applicable laws and regulations in any jurisdiction in which they are offered, sold or delivered.

This presentation, any disclosure statement, circular, advertisement or other offering material in respect of the Green Bonds may only be published, delivered or distributed in compliance with all applicable laws and regulations (including those of the country or jurisdiction in which the material is published, delivered or distributed).

Argosy will take any necessary steps to ensure the Green Bonds are, immediately after issue, quoted. Application has been made to NZX for permission to quote the Green Bonds on the NZX Debt Market, and all requirements of NZX relating thereto that can be complied with on or before the distribution of the Terms Sheet have been duly complied with. NZX takes no responsibility for the content of this presentation. NZX is a licensed market operator, and the NZX Debt Market is a licensed market under the Financial Markets Conduct Act 2013.

Where relevant, some capitalised terms used but not defined in this presentation have the meanings given to them in the Terms Sheet (including by incorporation). Unless otherwise stated, all amounts are based on Argosy's preliminary results for the six months to 30 September 2020 which are subject to finalisation and review by Deloitte. All figures are rounded.

To the extent that certain statements contained in this presentation may constitute "forward-looking statements" or statements about "future matters", the information reflects Argosy's intent, belief or expectations at the date of this presentation. Argosy gives no undertaking to update this information over time (subject to legal or regulatory requirements). Any forward-looking statements, including projections, guidance on future revenues, earnings and estimates, are provided as a general guide only and should not be relied upon as an indication or guarantee of future performance. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause Argosy's actual results, performance or achievements to differ materially from any future results, performance or achievements expressed or implied by these forward-looking statements. Any forward-looking statements, opinions and estimates in this presentation are based on assumptions and contingencies which are subject to change without notice, as are statements about market and industry trends, which are based on interpretations of current market conditions. Neither Argosy, nor any other person, gives any representation, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statements in this presentation will actually occur.

Agenda

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PRESENTED BY



Dave Fraser
Chief Financial Officer



Saatyesh Bhana
Head of Sustainability

Note: Due to rounding, numbers presented in this presentation may not add up exactly to the totals provided and percentages may not reflect exactly absolute figures.

Offer Highlights



Offer Highlights

Issuer	Argosy Property Limited ("Argosy")
Instrument	Senior secured fixed rate green bonds ("Green Bonds")
Offer Amount	Up to NZ\$125 million plus up to an additional NZ\$25 million of oversubscriptions (at Argosy's discretion)
Tenor & Maturity Date	7 years, maturing 27 October 2027
Arranger & Green Bond Co-ordinator	ANZ Bank New Zealand Limited
Joint Lead Managers	ANZ Bank New Zealand Limited, Hobson Wealth Partners Limited, Jarden Securities Limited, Forsyth Barr Limited and Westpac Banking Corporation ¹
Interest Rate	A fixed rate of interest will be payable on the Green Bonds until the Maturity Date. The Interest Rate will not change over the term of the Green Bonds
Interest Payments	Quarterly in arrear
Minimum Application Amount	The minimum application amount is NZ\$5,000 and in multiples of NZ\$1,000 thereafter

1. (ABN 33 007 457 141) acting through its New Zealand branch.

Portfolio Update



Auckland and Wellington Focus¹

42%

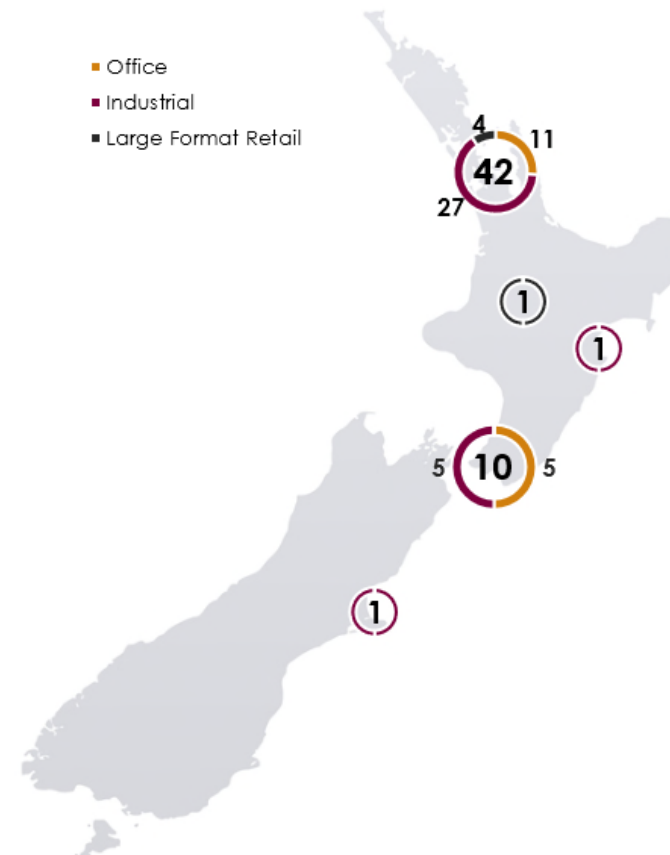
Portfolio weighting by value to industrial property²

27%

of rent from Government tenants

Number of properties by location³

- Office
- Industrial
- Large Format Retail



1. September 2020 desktop valuations are not included in portfolio weightings as they are incomplete and remain subject to finalisation and review by Deloitte. Data is preliminary as at 30 September 2020 and remains subject to finalisation and review by Deloitte.

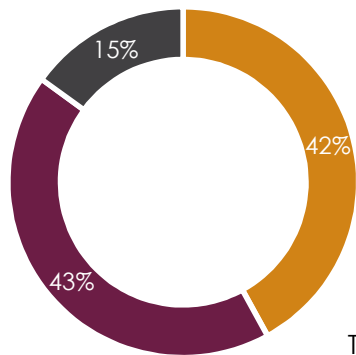
2. The industrial portfolio weighting excludes the acquisition of the Mt Richmond Properties.

3. Excludes held for sale properties at 80 Springs Road and 180-202 Hutt Road.

Portfolio Snapshot

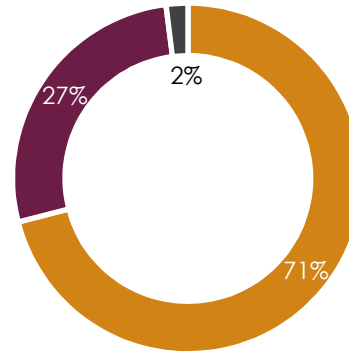
\$1.84 BILLION¹ BOOK VALUE @ 30 SEPTEMBER 2020

**TOTAL PORTFOLIO VALUE
BY SECTOR¹**



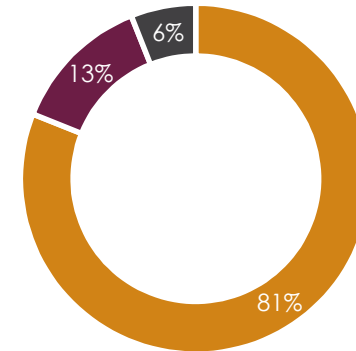
Industrial	Target Bands 45-55%
Office	30-40%
Large Format Retail	10-20%

**TOTAL PORTFOLIO VALUE
BY REGION¹**



Auckland	Target Bands 65-75%
Wellington	20-30%
Regional North Island ² & South Island	<10%

**TOTAL PORTFOLIO VALUE
BY ASSET MIX¹**



Core	Target Band 75-90%
Value Add	n/a
Non Core	n/a

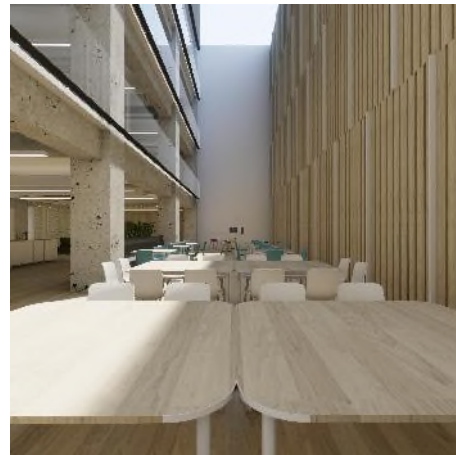
1. Book value and portfolio values are preliminary as at 30 September 2020 and remain subject to finalisation and review by Deloitte. Interim desktop valuations have not been completed yet for 30 September 2020 and there are no revaluation adjustments included in the book or portfolio values. Book value and portfolio values exclude assets that are held for sale (80 Springs Road and 180-202 Hutt Road).

2. Includes up to 5% allocation to the Golden Triangle area between Auckland, Tauranga and Hamilton.

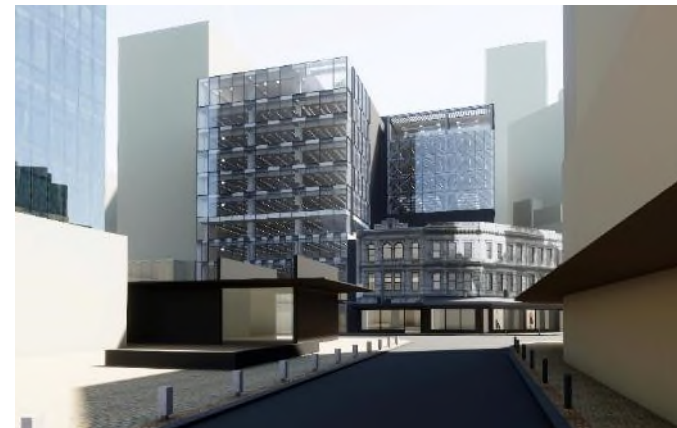
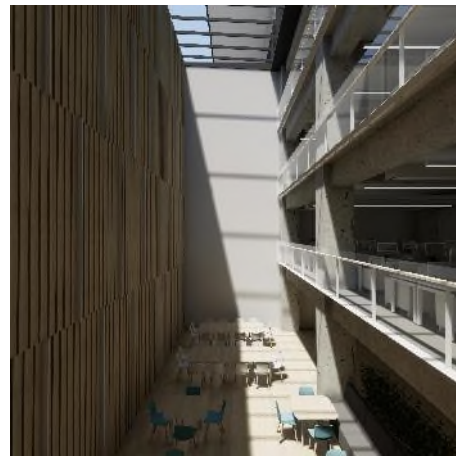
Environmental Strategy

- ▶ The impact of Argosy's property investment business on the natural environment is an increasingly important consideration for investors, tenants and other stakeholders.
- ▶ Our environmental strategy reflects our ambition to create vibrant sustainable workplaces for our tenants. We believe that green buildings have the potential to provide a number of key business benefits including:
 - ▶ increased marketability;
 - ▶ higher rental rates;
 - ▶ lower operating costs;
 - ▶ higher occupancy;
 - ▶ improved worker productivity and occupant health and well-being;
 - ▶ lower regulatory risk.
- ▶ We believe that an integrated design approach, where experts and tenants are involved from the pre-design stage through to occupancy, can greatly assist in the reduction of green development costs.
- ▶ We are a member of the New Zealand Green Building Council which is dedicated to promoting the benefits of sustainable buildings.

Green Project Under Development



8-14 Willis Street / 360 Lambton Quay	
Completion	Targeting Q1 2022
Green Star Rating	Targeting 6 Star Built
NABERSNZ	Targeting 5 Stars
Major tenant	Department of Statistics
WALT	15 years
Valuation¹	\$138.0 million



1. Expected value on completion based on 'as if complete' valuation performed by independent valuer as at 31 March 2020.

Recently Completed Green Projects



107 Carlton Gore Rd, Auckland

Completed	2019
Green Star Rating	5 Star Built
NABERSNZ	Targeting 4 Stars
Major tenant	Kāinga Ora (Housing New Zealand)
WALT¹	11.4 years
Valuation²	\$42.9 million

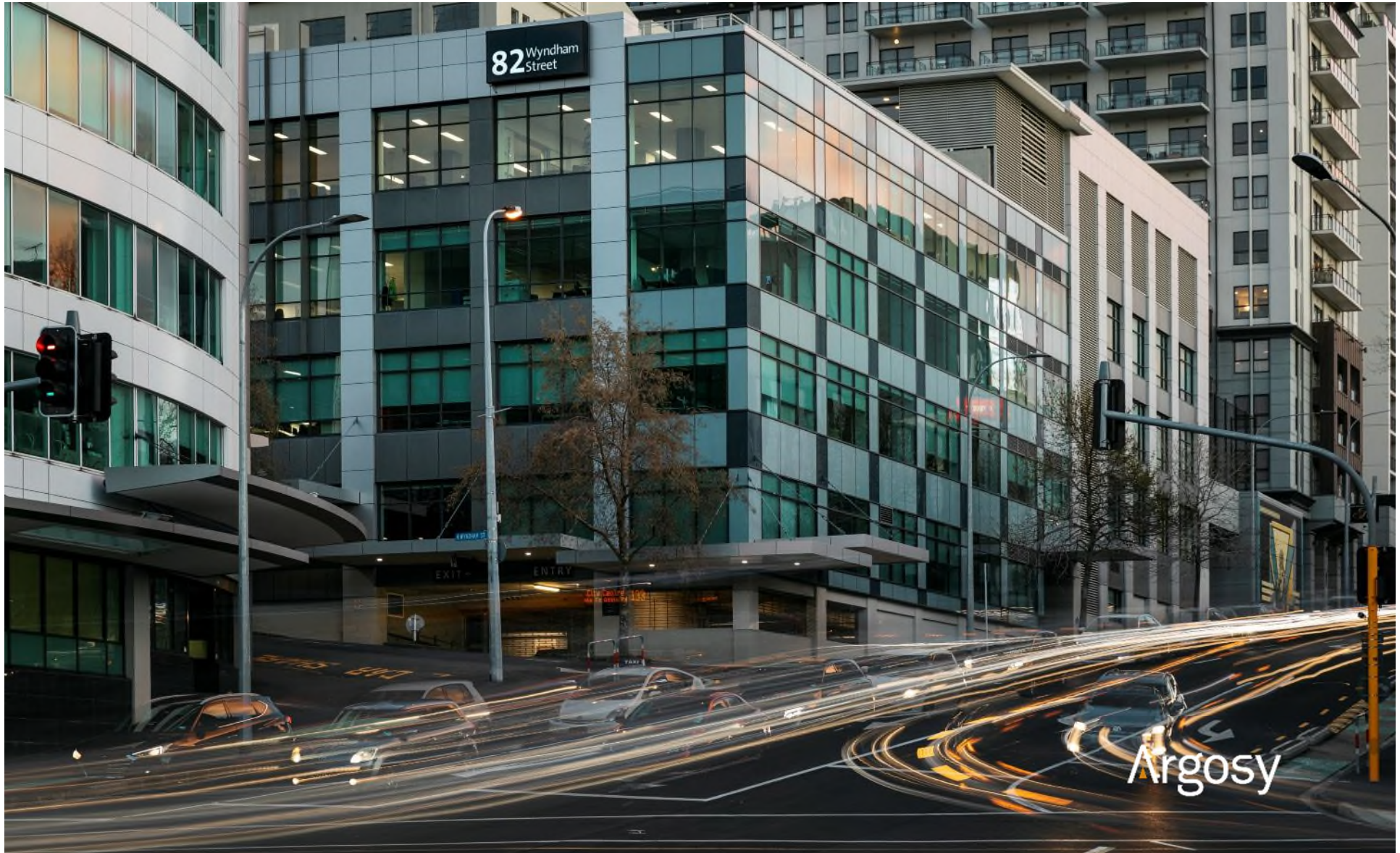


82 Wyndham Street, Auckland

Completed	2018
Green Star Rating	5 Star Built
NABERSNZ	5 Stars
Major tenant	Panuku
WALT¹	5.2 years
Valuation²	\$48.1 million

1. Number is preliminary as at 30 September 2020 and remains subject to finalisation and review by Deloitte.
2. Independent market valuation as at 31 March 2020.

Green Bond Offer



Security

- ▶ The Guaranteeing Subsidiaries, being Argosy Property Management Limited and Argosy Property No.1 Limited, have granted an unconditional and unlimited guarantee of Argosy's obligations under the Green Bonds.
- ▶ The Green Bonds are secured by a general security interest granted by Argosy and the Guaranteeing Subsidiaries over all of their property (except any property held by it as trustee), together with first ranking Mortgages granted over all of the land (including the buildings and other fixtures on that land) owned by them.
- ▶ The guarantee and security interests are granted in favour of the Security Trustee for the benefit of all of the secured parties (including Holders) and can only be enforced in accordance with the Security Trust Deed.

Covenants and Events of Default

Key covenants under the Trust Deed include:

- ▶ Borrowed Money Indebtedness¹ is no more than 50%² of the Secured Property Value³;
- ▶ No distributions to be paid if an Event of Default has occurred and is continuing or would occur as a result of making that distribution.

Events of Default are set out in the Trust Deed and, in summary, include events such as:

- ▶ Non-payment of interest or principal by Argosy when due;
- ▶ Non-compliance with other material obligations under the Trust Deed;
- ▶ Material misrepresentation;
- ▶ An insolvency event;
- ▶ Un-remedied loan to value ratio breach within the grace periods set out in the Trust Deed.

If Argosy fails to comply with the Green Bond Framework or related matters or if the Green Bonds cease to satisfy the Green Bond Principles, no Event of Default or any other breach will occur in relation to the Green Bonds.

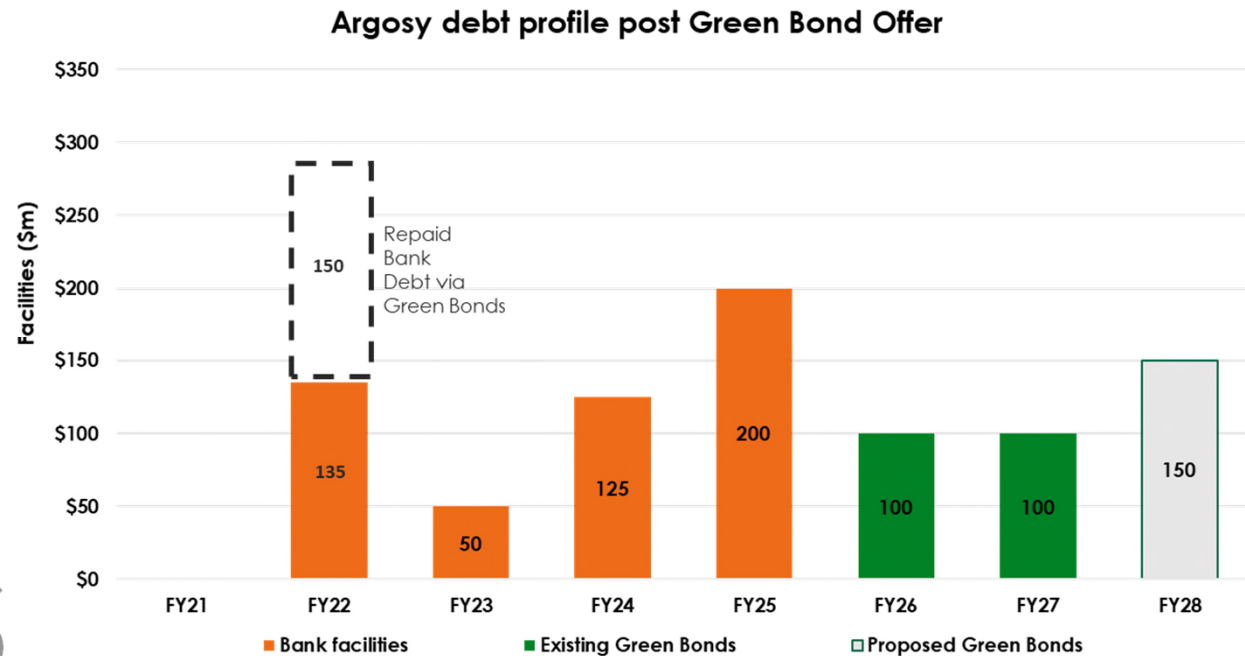
1. Borrowed Money Indebtedness means the aggregate principal amount of all outstanding indebtedness which is secured pursuant to the Security Trust Deed.
2. Loan to Value ratio as at 31 March 2020 was 39.3%.
3. Secured Property Value equals the aggregate of the fair market value, as determined by reference to independent market valuation as at 31 March 2020, and all costs and expenses that have been subsequently capitalised in respect of those properties in accordance with GAAP.

Adjusted Debt Profile & Tenor

- Increases funding diversification from 23% to 41% of total debt from non-bank sources after bond issuance announced today¹.
- Argosy's weighted average funding tenor is extended from 3.1 years to 4.2 years from expected issue date of 27 October 2020¹.

4.2yrs

Weighted average debt term²



1. Assumes \$150m (including \$25m in oversubscriptions) of Green Bonds are issued and \$150m of existing bank facilities are repaid.
 2. Estimated debt term following the Green Bond issue.

Green Bond Framework

Use of proceeds	<ul style="list-style-type: none"> ▶ The proceeds of the Offer are intended to be used to refinance existing bank debt that supports Green Assets
External review	<ul style="list-style-type: none"> ▶ EY has issued a limited assurance report to Argosy in relation to the proposed use of funds raised through the issuance of the Green Bonds, including its Green Bond Framework
Monitoring & compliance	<ul style="list-style-type: none"> ▶ The Green Bond Framework provides that an annual assurance process will be undertaken by an independent third party assurance provider
Reporting	<ul style="list-style-type: none"> ▶ The Green Bond Framework provides for Argosy to publish semi-annual use of proceeds reports and report on any changes to the Green Bond Framework
Evaluation of Green Assets	<ul style="list-style-type: none"> ▶ To be eligible to be a Green Asset under the Green Bond Framework, the project or building must be certified as obtaining or targeting: <ul style="list-style-type: none"> ▶ A Green Star "Built" rating of at least 4 Stars; or ▶ A NABERSNZ "Energy Base Building Rating" or "Energy Whole Building Rating" of at least 4 Stars

You can find the Green Bond Framework located on Argosy's website at <http://www.argosy.co.nz/investor-centre/greenbondframework/>.

Green Assets

Existing Green Assets

Address	Use	Current NABERSNZ Rating	Green Star Rating	Total Project	Current
				Cost	Market Value ¹
				(NZDm)	(NZDm)
143 Lambton Quay	Office	4 Stars Energy Whole Building	5 Star Office Built	\$27.8	\$23.8
15-21 Stout Street	Office	5 Stars Energy Whole Build	5 Star Office Built	\$107.0	\$119.2
82 Wyndham Street	Office	5.5 Stars Energy Base Build	5 Star Office Built	\$42.3	\$48.1
Highgate, Parkway	Industrial	n/a ²	5 Star Industrial Built	\$28.2	\$30.5
107 Carlton Gore Road	Office	Targeting 4 Stars Base Build Rating	5 Star Office Built	\$40.5	\$42.9
302 Great South Rd	Office	5 Stars Energy Base Build	n/a	\$10.8	\$10.8
308 Great South Rd	Office	4.5 Stars Energy Base Build	n/a	\$7.8	\$7.8
TOTAL EXISTING GREEN ASSETS				\$264.4	\$283.1

Planned Green Assets

Address	Use	Current NABERSNZ Rating	Green Star Rating	Total Project	Current
				Cost	Market Value ³
				(NZDm)	(NZDm)
8-14 Willis Street	Office	Targeting 5 Stars	Targeting 6 Star Built	\$113.0	\$138.0
- 360 Lambton Quay		Targeting 5 Stars	Targeting 5 Star Built		
TOTAL EXISTING AND PLANNED GREEN ASSETS				\$377.4	\$421.1

5 Star

Green Star rating average across existing green assets

1. Independent market valuation as at 31 March 2020.
2. NABERSNZ ratings not available for industrial buildings.
3. Expected value on completion based on an 'as if complete' valuation as at 31 March 2020 performed by an independent valuer.

Key Terms & Dates



Key Offer Terms

Summary	Detail
Issuer	Argosy Property Limited.
Instrument	Senior secured fixed rate green bonds.
Offer amount	Up to NZ\$125 million plus up to an additional NZ\$25 million of oversubscriptions (at Argosy's discretion).
Use of proceeds	The proceeds of the Offer are intended to be used to refinance existing bank debt that supports Green Assets. For more detail on Green Assets, see Argosy's Green Bond Framework as published at http://www.argosy.co.nz/investor-centre/greenbondframework/ .
Tenor & Maturity Date	7 years, maturing on 27 October 2027.
Interest Rate	To be determined by Argosy in consultation with the Arranger following the bookbuild held on the Rate Set Date (16 October 2020). The Interest Rate will be announced via NZX on or about the Rate Set Date. The Interest Rate will not change over the term of the Green Bonds. The Interest Rate will be equal to the sum of the Base Rate and the Margin but in any case, will be no less than 2.20 percent per annum.
Indicative Margin range	1.95% to 2.15% per annum.
Interest Payments	Interest will be calculated on an annual basis and is payable in equal amounts in arrear on each quarterly interest payment date, being 27 January, 27 April, 27 July and 27 October (or if that day is not a Business Day, the next Business Day) of each year up to (and including) the Maturity Date. The first Interest Payment Date will be 27 January 2021.
Financial Covenant	Under the Trust Deed, Argosy will ensure that the total principal amount of all indebtedness that is secured pursuant to the Security Trust Deed is no more than 50% of the Secured Property Value.
Brokerage	0.50% of the aggregate principal amount of Green Bonds issued, plus 0.25% on firm allocations to be paid by Argosy.
Issue Price / Minimum Application Amount	Each Green Bond is issued at par (NZ\$1.00 per Green Bond). The minimum application amount is NZ\$5,000 and in multiples of NZ\$1,000 thereafter.
Quotation	Argosy intends to quote the Green Bonds on the NZX Debt Market. NZX ticker code ARG030 has been reserved for the Green Bonds.

Key Offer Dates

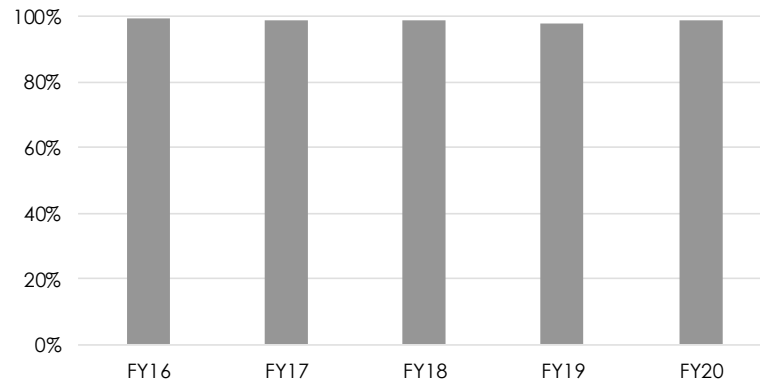
Key Event	Date
Offer opens	Monday 12 October 2020
Rate Set Date	Friday 16 October 2020
Closing Date	12pm, Friday 16 October 2020
Issue Date	Tuesday 27 October 2020
Expected date of initial quotation and trading on the NZX Debt Market	Wednesday 28 October 2020
First Interest Payment Date	Wednesday 27 January 2021
Interest Payment Dates	27 January, 27 April, 27 July and 27 October in each year during the term of the Green Bonds
Maturity Date	Wednesday 27 October 2027

Appendix

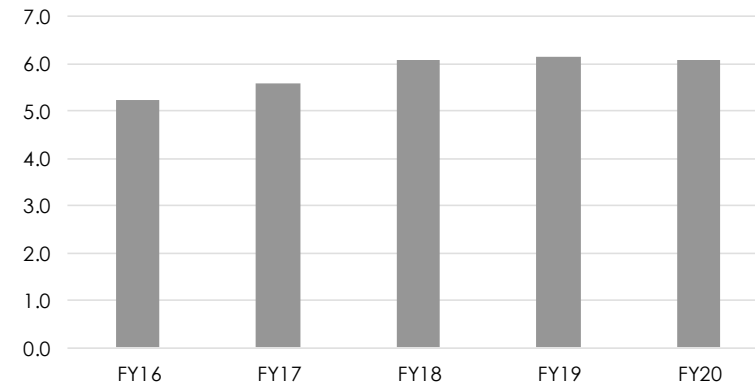


5 Year Operating Snapshot

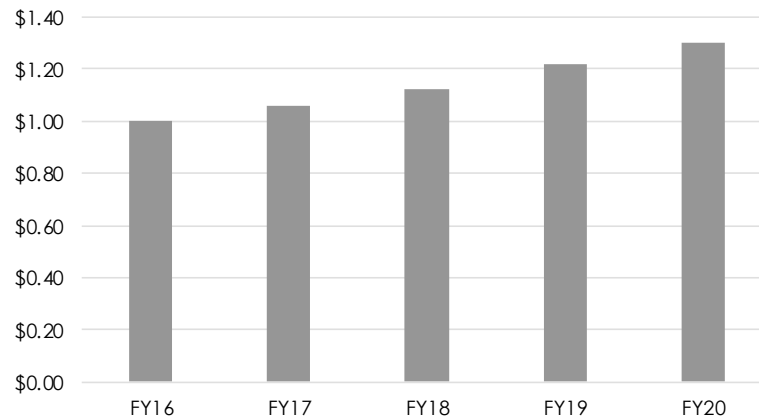
Occupancy



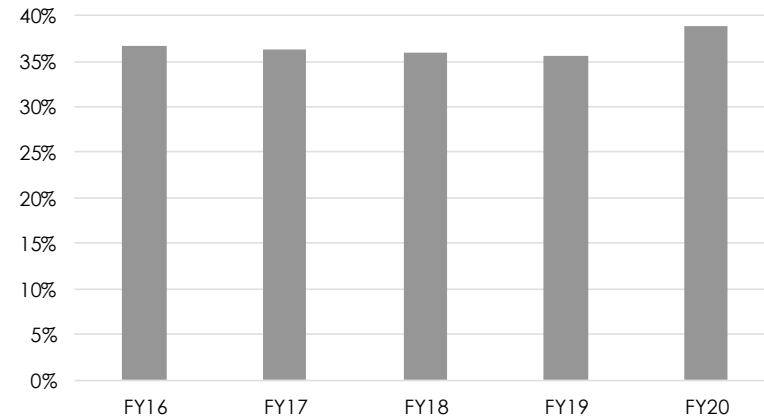
WALT (years)



Net Tangible Assets (per share)



Debt-to-total assets



Data as at 31 March year end.

Argosy

Indicative Terms Sheet

for an issue of up to \$125,000,000 senior secured fixed rate
green bonds (plus up to \$25,000,000 oversubscriptions)
due 27 October 2027

12 OCTOBER 2020



ARRANGER &
JOINT LEAD MANAGER

JOINT LEAD MANAGERS



This indicative terms sheet (“**Terms Sheet**”) sets out the key terms of the offer (“**Offer**”) by Argosy Property Limited (“**Argosy**”) of up to NZ\$125,000,000 (with the ability to accept oversubscriptions of up to an additional NZ\$25,000,000 at Argosy’s discretion) of seven year senior secured fixed rate green bonds maturing on 27 October 2027 (“**Green Bonds**”). The Green Bonds are to be issued pursuant to a master trust deed dated 30 January 2019 as amended and supplemented by a supplemental trust deed dated 9 October 2020 entered into between Argosy and The New Zealand Guardian Trust Company Limited (“**Supervisor**”) (together with the master trust deed, the “**Trust Deed**”). Unless defined in this Terms Sheet or the context otherwise requires, capitalised terms used in this Terms Sheet have the same meaning as given to them in the Trust Deed.

Important Notice

The offer of Green Bonds by Argosy is made in reliance upon the exclusion in clause 19 of schedule 1 of the Financial Markets Conduct Act 2013 (“**FMCA**”).

The Offer contained in this Terms Sheet is an offer of Green Bonds that have identical rights, privileges, limitations and conditions (except for the interest rate and maturity date) as:

- Argosy’s \$100 million senior secured fixed rate green bonds maturing on 27 March 2026, which have a fixed interest rate of 4.00% per annum and are currently quoted on the NZX Debt Market under the ticker code ARG010; and
- Argosy’s \$100 million senior secured fixed rate green bonds maturing on 29 October 2026, which have a fixed interest rate of 2.90% per annum and are currently quoted on the NZX Debt Market under the ticker code ARG020;

(together, the “**Existing Green Bonds**”).

Accordingly, the Green Bonds are the same class as the Existing Green Bonds for the purposes of the FMCA and the Financial Markets Conduct Regulations 2014.

Argosy is subject to a disclosure obligation that requires it to notify certain material information to NZX Limited (“**NZX**”) for the purpose of that information being made available to participants in the market and that information can be found by visiting www.nzx.com/companies/ARG.

The Existing Green Bonds are the only debt securities of Argosy that are currently quoted and in the same class as the Green Bonds.

Investors should look to the market price of the Existing Green Bonds to find out how the market assesses the returns and risk premium for those bonds.

Issuer	Argosy Property Limited
Instrument	Senior secured fixed rate green bonds
Offer Amount	Up to NZ\$125,000,000 (with the ability to accept oversubscriptions of up to an additional NZ\$25,000,000 at Argosy’s discretion)
Use of proceeds	<p>The proceeds of the offer are intended to be used to refinance existing bank debt that supports “Green Assets”. Green Assets are office, industrial or retail buildings, including upgrades, owned or undertaken by Argosy or its subsidiaries that meet the criteria established in Argosy’s “Green Bond Framework” dated 7 February 2019 (as amended from time to time).</p> <p>The funds from the Green Bonds may be internally allocated to other Green Assets in accordance with the Green Bond Framework.</p> <p>The Supervisor has no obligations in relation to the application of the proceeds of the Green Bonds.</p> <p>Ernst & Young Limited (“EY”) has provided an independent third party review of the Green Bond Framework against the Green Bond Principles published by the International Capital Markets Association. Following that review, EY has issued a limited assurance report to Argosy in relation to the proposed use of funds raised through the issuance of the Green Bonds, including its Green Bond Framework.</p> <p>A copy of the Green Bond Framework and the report from EY is available at www.argosy.co.nz/investor-centre/greenbondframework/</p>
Opening Date	Monday 12 October 2020
Rate Set Date	Friday 16 October 2020
Closing Date	12pm, Friday 16 October 2020
Issue Date	Tuesday 27 October 2020
Expected Quotation on NZX Debt Market	Wednesday 28 October 2020

Maturity Date	Wednesday 27 October 2027
Interest Rate	<p>To be determined by Argosy in consultation with the Arranger following the bookbuild held on the Rate Set Date (16 October 2020). The Interest Rate will be announced via NZX on or about the Rate Set Date. The Interest Rate will not change over the term of the Green Bonds.</p> <p>The Interest Rate will be equal to the sum of the Base Rate and the Margin but in any case will be no less than 2.20 percent per annum.</p>
Indicative Margin range	The indicative Margin range is 1.95 to 2.15 percent per annum for the Green Bonds.
Margin	The Margin for the Green Bonds (which may be above or below the indicative Margin range) is the rate (expressed as a percentage rate per annum) determined by Argosy (in consultation with the Arranger) through the bookbuild held on the Rate Set Date.
Base Rate	The rate per annum (expressed on a percentage yield basis rounded, if necessary, to the nearest 2 decimal places with 5 being rounded up) which is determined by Argosy (in consultation with the Arranger) as the mid market swap rate for a period from the Issue Date to the Maturity Date, in accordance with market convention, by reference to Bloomberg page ICNZ4 (or any successor page) on the Rate Set Date expressed on a quarterly basis.
Interest Payments and Interest Payment Dates	<p>Interest will be calculated on an annual basis and is payable in equal amounts in arrear on each quarterly interest payment date, being 27 January, 27 April, 27 July and 27 October (or if that day is not a Business Day, the next Business Day) of each year up to (and including) the Maturity Date.</p> <p>The first Interest Payment Date will be 27 January 2021.</p>
Record Date	<p>Payments of interest on the Green Bonds will be made to the persons who are the Holders as at 5pm (New Zealand time) on the 10th calendar day before the relevant Interest Payment Date (or such other date as required by NZX).</p> <p>Payments of any other amount will be made to the persons who are the Holders as at 5pm (New Zealand time) on the date as is determined by Argosy and notified to NZX (or such other date as required by NZX).</p> <p>If such date would fall on a day which is not a Business Day, then payments will be made to persons who are Holders as at the immediately preceding Business Day.</p>
Issue Price	NZ\$1.00 per Green Bond, being the Face Value of each Green Bond.
Minimum application amount	Minimum of NZ\$5,000 and in multiples of NZ\$1,000 thereafter.
Applying for the Green Bonds	<p>All Green Bonds offered under the Offer, including oversubscriptions, will be reserved for clients of the Joint Lead Managers, NZX Participants and other persons invited to participate in the bookbuild. There is no public pool for the Green Bonds.</p> <p>Accordingly, retail investors should contact any Joint Lead Manager or their financial adviser for details on how they may acquire Green Bonds.</p> <p>In respect of oversubscriptions or generally, any allotment of Green Bonds will be at Argosy's discretion, in consultation with the Joint Lead Managers. Argosy reserves the right to refuse all or any part of an application without giving any reason.</p>
Minimum transfer amount	You may only transfer your Green Bonds in multiples of NZ\$1,000 in aggregate principal amount and after any transfer you and the transferee must each hold Green Bonds with an aggregate principal amount of at least NZ\$5,000 (or no Green Bonds).
Trading the Green Bonds	Each investor's financial adviser will be able to advise them as to what arrangements will need to be put in place for the investors to trade the Green Bonds including obtaining a common shareholder number (CSN), an authorisation code (FIN) and opening an account with a primary market participant, as well as the costs and timeframes for putting such arrangements in place.

No Event of Default in relation to Green Bond Framework or Green Bond Principles	<p>If:</p> <ul style="list-style-type: none"> • Argosy fails to comply with the Green Bond Framework; • Argosy or any Green Asset fails to comply with any environmental laws and standards; • the Green Bonds cease to satisfy the Green Bond Principles; or • Argosy fails to notify Holders that the Green Bonds cease to comply with the Green Bond Framework or the Green Bond Principles, <p>then:</p> <ul style="list-style-type: none"> • no Event of Default will occur in relation to the Green Bonds; and • neither the Holders nor Argosy have any right for the Green Bonds to be repaid early. <p>This means there is no obligation on Argosy to comply with the Green Bond Framework or the Green Bond Principles on an ongoing basis.</p>
Guarantors	<p>The obligations of Argosy to pay interest on the Green Bonds and for the repayment of the Green Bonds on the Maturity Date are guaranteed by certain subsidiaries of Argosy, being Argosy Property Management Limited and Argosy Property No.1 Limited (together, the “Guaranteeing Subsidiaries”). The Green Bonds are not guaranteed by any other member of the Argosy Group (being Argosy and all of its subsidiaries) or by any other person.</p>
Security	<p>The Green Bonds are secured by a general security interest granted by Argosy and the Guaranteeing Subsidiaries under the General Security Deed over all of their property (except any property held by it as trustee), together with first ranking Mortgages granted over all of the land (including the buildings and other fixtures on that land) owned by them.</p> <p>The guarantee and security interests are granted in favour of the Security Trustee for the benefit of all of the secured parties under the Security Trust Deed (including Holders, holders of the Existing Green Bonds, bank facility lenders and hedge providers and any future secured parties) on an equal ranking basis and can only be enforced in accordance with the Security Trust Deed. The Supervisor represents the Holders in relation to the Security Trust Deed (that is, individual Holders do not participate in the administration of the Security Trust Deed).</p>
Security documents	<p>The documents that create or govern the security are:</p> <ul style="list-style-type: none"> • the “Security Trust Deed” dated 17 May 2010 as amended most recently by a deed dated 18 October 2018; • the “General Security Deed” as amended, restated and consolidated on or about 1 September 2014 and as amended and restated most recently by a deed dated 28 February 2018; and • the “Mortgages” granted by Argosy Property No.1 Limited, being first ranking registered mortgages over all of the land (including the buildings and other fixtures on that land) owned by the Guaranteeing Subsidiaries.
Financial Covenant	<p>Under the Trust Deed, Argosy will ensure that the total principal amount of all indebtedness that is secured pursuant to the Security Trust Deed is no more than 50% of the Secured Property Value.</p> <p>If Argosy breaches the loan to value ratio under the Trust Deed, it must remedy the breach within 6 months of the time that the non-compliance is required to be reported to the Supervisor. If Argosy does not meet this covenant after that 6 month period, Argosy must notify the Supervisor and all Holders of the breach, together with its plan to remedy the breach. If Argosy is still in breach of this covenant after an additional 6 month period, an Event of Default occurs.</p>
Distribution stopper	<p>Under the Trust Deed, Argosy will not make any distributions if an Event of Default has occurred and is continuing, or would occur as a result of making that distribution.</p>
Further Debt	<p>Argosy is able to issue further bonds and incur other financial indebtedness without the consent of Holders on such terms and conditions as Argosy may from time to time determine provided that Argosy continues to comply with the financial covenant in the Trust Deed.</p>
ISIN	NZARGDT003C2

Quotation	<p>Argosy will take any necessary steps to ensure the Green Bonds are, immediately after issue, quoted. Application has been made to NZX for permission to quote the Green Bonds on the NZX Debt Market, and all requirements of NZX relating thereto that can be complied with on or before the distribution of this Terms Sheet have been duly complied with.</p> <p>NZX takes no responsibility for the content of this Terms Sheet. NZX is a licensed market operator, and the NZX Debt Market is a licensed market under the FMCA.</p> <p>NZX ticker code ARG030 has been reserved for the Green Bonds.</p>
Arranger	ANZ Bank New Zealand Limited (“ANZ”)
Joint Lead Managers	ANZ, Forsyth Barr Limited, Hobson Wealth Partners Limited, Jarden Securities Limited and Westpac Banking Corporation (ABN 33 007 457 141) (acting through its New Zealand branch).
Supervisor	The New Zealand Guardian Trust Company Limited
Security Trustee	NZGT Security Trustee Limited
Registrar & Paying Agent	Computershare Investor Services Limited
Green Bond Co-ordinator	ANZ
Brokerage	0.50% of the aggregate principal amount of Green Bonds issued, plus 0.25% on firm allocations to be paid by Argosy.
Governing Law	New Zealand
Selling Restrictions	<p>The Green Bonds are being offered only in New Zealand. Argosy has not taken and will not take any action which would permit a public offering of the Green Bonds, or possession or distribution of any offering material in respect of the Green Bonds, in any country or jurisdiction where action for that purpose is required (other than in New Zealand). The Green Bonds may only be offered for sale, sold or delivered in a jurisdiction other than New Zealand in compliance with all applicable laws and regulations in any jurisdiction in which they are offered, sold or delivered.</p> <p>Any information memorandum, disclosure statement, circular, advertisement or other offering material in respect of the Green Bonds may only be published, delivered or distributed in compliance with all applicable laws and regulations (including those of the country or jurisdiction in which the material is published, delivered or distributed).</p> <p>By subscribing for Green Bonds, each investor agrees to indemnify Argosy, the Supervisor, the Arranger, the Joint Lead Managers and their respective directors, officers, employees and agents in respect of any loss, cost, liability or expense sustained or incurred as a result of an investor breaching these selling restrictions.</p>
Tax consequences for overseas Holders	<p>Except where a Holder elects otherwise and Argosy agrees, or it is not possible under any law, Argosy intends to apply the AIL regime in order to reduce the rate of non-resident withholding tax to zero percent.</p> <p>If the AIL regime changes, Argosy reserves the right not to pay AIL.</p>
Documentation	<p>The terms and conditions of the Green Bonds are set out in the Trust Deed. Holders are bound by, and are deemed to have notice of, the Trust Deed.</p> <p>The terms of the guarantee and the security interests are set out in the Security Trust Deed, the General Security Deed and the Mortgages.</p> <p>If you require further information in relation to the Trust Deed, the Security Trust Deed, the General Security Deed or the terms of the Mortgages, you may obtain copies of those documents by contacting Argosy during usual business hours at its registered office set out below.</p>

The dates and times set out in this Terms Sheet are indicative only and are subject to change. Argosy has the right in its absolute discretion to close the Offer early, to accept late applications, and to extend the Closing Date. If Argosy changes the Closing Date, the changes will be announced via NZX as soon as reasonably practicable. If the Closing Date is extended, the Issue Date, the expected date of quotation and trading of the Green Bonds on the NZX Debt Market, the Interest Payment Dates and the Maturity Date may be extended accordingly.