

Call for Expressions of Interest

INFORMATION MEMORANDUM
FOR THE SALE OF SITE SG2 AT
THE HILLS SHOWGROUND PRECINCT
1-5 CARRINGTON ROAD, CASTLE HILL.



LANDCOM



**SITE
SG2**

Aerial view showing indicative site boundaries

Secure this prime development opportunity as part of the new Sydney Metro Northwest Places Program adjoining the biggest urban rail project in Australia. Adjacent to the new Hills Showground Station and the existing Castle Hill Showground, this development site of approximately 8,000m² has exceptional access to public transport and is well positioned close to existing major infrastructure, retail and business precincts.

Residents will enjoy proximity to convenient daily destinations and frequent metro services. They will benefit from the expanding Sydney Metro network: from Hills Showground Station, customers will be able to travel by train to Wynyard within 46 minutes from 2019 and direct to Martin Place in 37 minutes from 2024.

The retail element of this offering will likely benefit from metro customers from Hills Showground and Castle Hill Precincts passing through this new place.

The successful development and continuing evolution of the Hills region and its attractions, along with the site's position between the retail heart of Castle Hill and commercial hub of Victoria Avenue and Norwest Business Park, will provide a benchmark for quality and accessibility in a rapidly developing premium location.

To enable development of the site, a State Significant Development Application is being prepared for approximately 9ha of Transport for NSW owned land at Hills Showground to accommodate the potential for over 1600 dwellings and 10,000m² of retail, commercial and community spaces. This is a great opportunity to build a landmark development demonstrating design excellence, in Sydney's booming North West.

(*approximately)



Aerial view looking south

Overview

Landcom is seeking on behalf of the Vendor, Transport for NSW (TfNSW), Expressions of Interest (EOI) from experienced developers to acquire the first priority, high density, mixed use superlot adjacent to the future Hills Showground Station.

Respondents should have a demonstrable commitment to the delivery of best practice transit orientated development that includes retail activation and affordable and diverse housing.

The successful purchaser(s) will be able to leverage off the recent rezoning of land in the planned precinct and improvements to the precinct.

The area has been recently rezoned B2 (Local Centre) and subject site land area totals approximately 8,000 sqm with an FSR of 4:1. A State Significant Development Application utilising Clause 9.2 of the amended SEPP will be lodged by late 2018. This application will seek approval for gross floor area of up to 51,000m² on the site. Initial concepts show an indicative yield of around 450 to 500 dwellings and around 10,000m² of retail, commercial and community floorspace. Within this yield there will be a requirement to provide a minimum 5% of rental Affordable Housing managed or owned by a Community Housing Provider. Respondents are encouraged to deliver and/or enhance the targets and outcomes set out in the Landcom Housing Affordability and Diversity policy.

We are inviting Respondent(s) to:

- 1.** Demonstrate their experience and capability to deliver a world-class outcome in line with the Project Objectives, and their ability to work collaboratively with Government.
- 2.** Provide a vision and concept design for the proposed development that:
 - a.** Demonstrates design excellence, world class sustainability standards, and an active and vibrant public realm; and
 - b.** enables the development of a great place for future residents, workers and visitors to live and thrive.
- 3.** Outline a clear strategy to ensure early activation of the station precinct through early delivery of retail and public spaces close to the station.
- 4.** Demonstrate the ability to deliver housing affordability, diversity and innovation to provide greater housing choice that meets the needs of the local community now and into the future.
- 5.** Prepare a financial offer for the Property in line with the proposed sales structure and terms.

EOI submissions must be received by 3pm Monday 16th July 2018 at Landcom's office located at Level 14, 60 Station Street, Parramatta NSW 2150.

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Executive Summary

Address	1-5 Carrington Road, Castle Hill NSW 2154
Legal Description	Proposed Site SG2 in an unregistered plan of subdivision of Lot 140 in Deposited Plan 1180973 being known as 1-5 Carrington Road, Castle Hill
Site Area*	Site SG2: 8,000m ²
Gross Floor Area (GFA)*	<p>The site is subject to an FSR of 4:1. Landcom will be lodging a State Significant Development Application that utilises Clause 9.2 of State Environmental Planning Policy Amendment (Showground Station Precinct) 2017 [NSW] Schedule 2 Amendment of The Hills Local Environmental Plan 2012. This allows for land dedicated for public use or roads to be included in areas calculated for GFA. More detail is available in the data room.</p> <p>The following GFA is allocated as part of the anticipated State Significant Development Approval:</p> <p>Site SG2: Up to 51,000m² of GFA</p> <p>Out of the total GFA of up to 51,000m², around 10,000m² is dedicated to community, retail and commercial uses. The balance is residential GFA which initial concepts show around 450 to 500 dwellings.</p> <p>The State Significant Development Application is likely to be lodged by mid to late 2018. Landcom and the Vendor anticipate that the development application would be approved before entry into the Transaction Documents with the successful purchaser(s).</p>

Yield Analysis	<p>The Yield Analysis prepared by Hassel Ltd is provided in the data room for illustrative purposes only and will be subject to concept design development and planning approval.</p> <p>In addition to the program of uses outlined above, the successful purchaser(s) will be required to deliver an inviting public domain, including 'Village Plaza', active street frontages and supermarket.</p>
FSR	4:1
Zoning	Site SG2: B2 Local Centre
Section 94 Contributions	The draft Hills Showground section 94 contributions plans are provided in the EOI data room.
Consent Authorities	Minister for Planning The Hills Shire Council
GST	The sale is subject to GST
Entering into Transaction Documents	May 2019 (indicative)
Settlement of Site SG2	March 2020 (indicative)
Method of Sale	<p>Stage One — Expressions of Interest Closes at 3pm Monday, 16 July 2018</p> <p>Stage Two — Invitation to Tender Sale by tender for shortlisted groups likely to commence in October 2018</p>
Vendor's selling agents	<p>Knight Frank</p> <p>Tim Holtsbaum +61 498 999 059</p> <p>Grant Bulpett +61 415 558 226</p>

* All sizes, areas and measurements are approximate.

Our vision is for a vibrant mixed use place that creates a new benchmark for transit oriented development and a great place to live, work, shop and play. The proximity of the new metro station will offer great amenities and convenient services for residents, local workers, visitors and metro customers.

Easy connections will integrate this new place to existing and future surrounding communities and local attractors, including the adjacent Castle Hill Showground, Norwest Business Park and Castle Towers Shopping Centre.

This development will become an essential part of the future of the Hills Showground precinct with a range of housing typologies, spaces for community use, workspaces and entertainment destinations, all within walking distance.

A well-defined public domain will enhance the liveability of the place with a permeable network of streets, pedestrian links and laneways, cycling connections and public plazas that capitalises on the north facing aspect of the site, with views over the Castle Hill Showground.

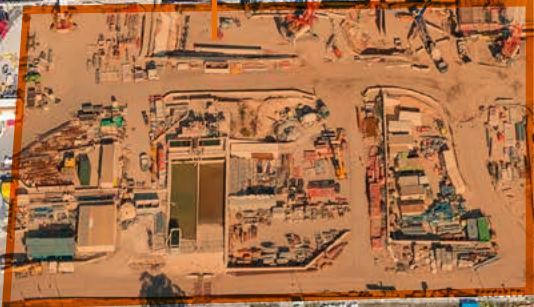




Image is an artist's impression, indicative only and subject to change without notice.



**SITE
SG2**



Aerial view showing indicative site boundaries.

The Offering

OBJECTIVES

- To create a mixed use local centre and demonstrate commitment to design excellence and excellent sustainability standards.
- To activate the Hills Showground precinct with an inviting public domain, 'Village Plaza', active street frontages and supermarket.
- To deliver best practice transit oriented outcomes and excellent walkability to facilitate mode shift to active and public transport.
- To deliver affordable housing that is targeted to very low, low, and moderate income earners in line with the definition within State Environmental Planning Policy (Affordable Rental Housing) 2009 and Landcom's Housing Affordability and Diversity policy.
- To deliver housing diversity, affordability and innovation to provide greater housing choice and meet the needs of the local community, now and in the future.
- To create an activated and vibrant public realm focused around the new metro station.

YIELD ANALYSIS

An indicative yield analysis has been undertaken by Hassell Ltd showing a potential yield of around 450 to 500 dwellings when utilising Clause 9.2 of the SEPP amendment.

A design concept plan with a yield breakdown is likely to be lodged by late 2018 through a State Significant Development Application that will aim to confirm a permissible total GFA of up to 51,000m² including residential uses and approximately 10,000m² of non-residential uses including retail, commercial and community spaces.

Respondent(s) should rely on their own investigations to confirm the potential development options.

SITE PARTICULARS

Approximate Site Area:

Site SG2: 8,000m²

Zoning:

B2 (Local Centre) in accordance with The Hills Shire Local Environmental Plan 2012, as amended by State Environmental Planning Policy Amendment (Showground Station Precinct) 2017.

FSR:

4:1

Height:

68m

KEY SALE TERMS

The key sale terms can be located in Returnable Schedule 6 in the EOI document.

SECURITY

Security (which may include bank guarantee and other forms as appropriate), will be required to secure the successful purchaser(s) contractual obligations and milestones.

Please refer to the EOI document for more information.



Location

FROM HILLS SHOWGROUND STATION 2019 ONWARDS:

- 2 minutes to Castle Hill Station
- 11 minutes to Epping Station
- 15 minutes to Macquarie University Station
- 26 minutes to Chatswood
- 46 minutes to Wynyard (via Chatswood)

FROM HILLS SHOWGROUND STATION 2024 ONWARDS:

- 30 minutes to Crows Nest Station
- 32 minutes to Victoria Cross Station (North Sydney)
- 35 minutes to Barangaroo Station
- 37 minutes to Martin Place Station
- 39 minutes to Pitt Street Station
- 41 minutes to Central Station

Times are taken from the Sydney Metro Website and are indicative only. www.sydneymetro.info

The Hills Showground precinct is a fast growing and increasingly sought after residential development location in North West Sydney. Residential projects in the area have been in demand given the delivery of transport infrastructure.

The Hills Showground site is positioned to capitalise on the following opportunities:

- All future buildings within this development will be between 50 to 300 metres from the metro station entry.
- Access to Showground Road and Carrington Road.
- Nearby Castle Hill town centre offers a range of dining options, great shopping and entertainment.
- Access to outdoor recreation facilities, including parks, sporting and recreational facilities at the Castle Hill Showground, Fred Caterson Reserve and Cattai Creek.
- Access to diverse employment opportunities along the Sydney Metro Northwest line (opening in the first half of 2019), including Bella Vista, Norwest, Castle Hill, Epping, Macquarie Park and Chatswood.
- When stage 2 of Sydney Metro opens in 2024, the direct journey to Martin Place will take approximately 37 minutes from Hills Showground Station.



1 CHARLES MCLAUGHLIN RESERVE

2 SITE SG2

3 BAULKHAM HILLS POST BUSINESS CENTRE

4 NORWEST BUSINESS PARK

5 VICTORIA AVENUE

6 CASTLE HILL COUNTRY CLUB GOLF COURSE

7 HOME HUB CASTLE HILL

8 CASTLE HILL PUBLIC SCHOOL

9 CASTLE TOWERS SHOPPING CENTRE

10 CASTLE HILL HIGH SCHOOL

11 CASTLE HILL BOWLING CLUB

12 CASTLE HILL RSL CLUB

13 FRED CATERSON RESERVE

14 COOLONG RESERVE

15 ST ANGELA'S PRIMARY SCHOOL



About Landcom

We are the NSW Government's land and property development organisation.

Our role is to develop, enable and demonstrate new homes and neighbourhoods across NSW, through leadership and partnerships.

Our vision is to deliver city shaping projects that create more affordable, vibrant, connected and sustainable places to live.

Our ambition is to increase the supply and diversity of housing choices, and increase opportunities for people to own their own home.

Landcom is a state owned corporation (SOC) and is governed by a Board of Directors. Landcom reports to a Portfolio Minister (Minister for Planning) and two Shareholder Ministers (Treasurer and Minister of Finance and Services).

To help deliver on the NSW's Government's housing affordability and broader urban management objectives, our three strategic directions are:

- **Housing:** increase the affordability, supply and diversity of housing.
- **Partnerships:** partner with others to unlock development opportunities and improve delivery.
- **Leadership:** demonstrate excellence in sustainable development and planning practice.

Landcom acts as the master developer on strategic and complex projects on vacant land and established sites to deliver social, economic and environmental benefits to the people of New South Wales.

For more information on Landcom please visit www.landcom.com.au

About Sydney Metro

Sydney Metro is Australia's biggest public transport project.

Services start in the first half of 2019 in Sydney's North West: 13 metro stations between Rouse Hill and Chatswood will be serviced by new metro trains every four minutes in the peak in each direction.

In 2024, Sydney Metro will be extended under Sydney Harbour, through new underground stations in the CBD and beyond to Bankstown — altogether delivering 31 metro stations and 66km of new metro rail.

Under the Sydney CBD, Sydney Metro will be able to operate a new metro train every two minutes in each direction – bringing Sydney in line with other great global cities.

The \$20 billion-plus Sydney Metro program of works will transform the way Australia's biggest city travels and functions, helping shape its future.

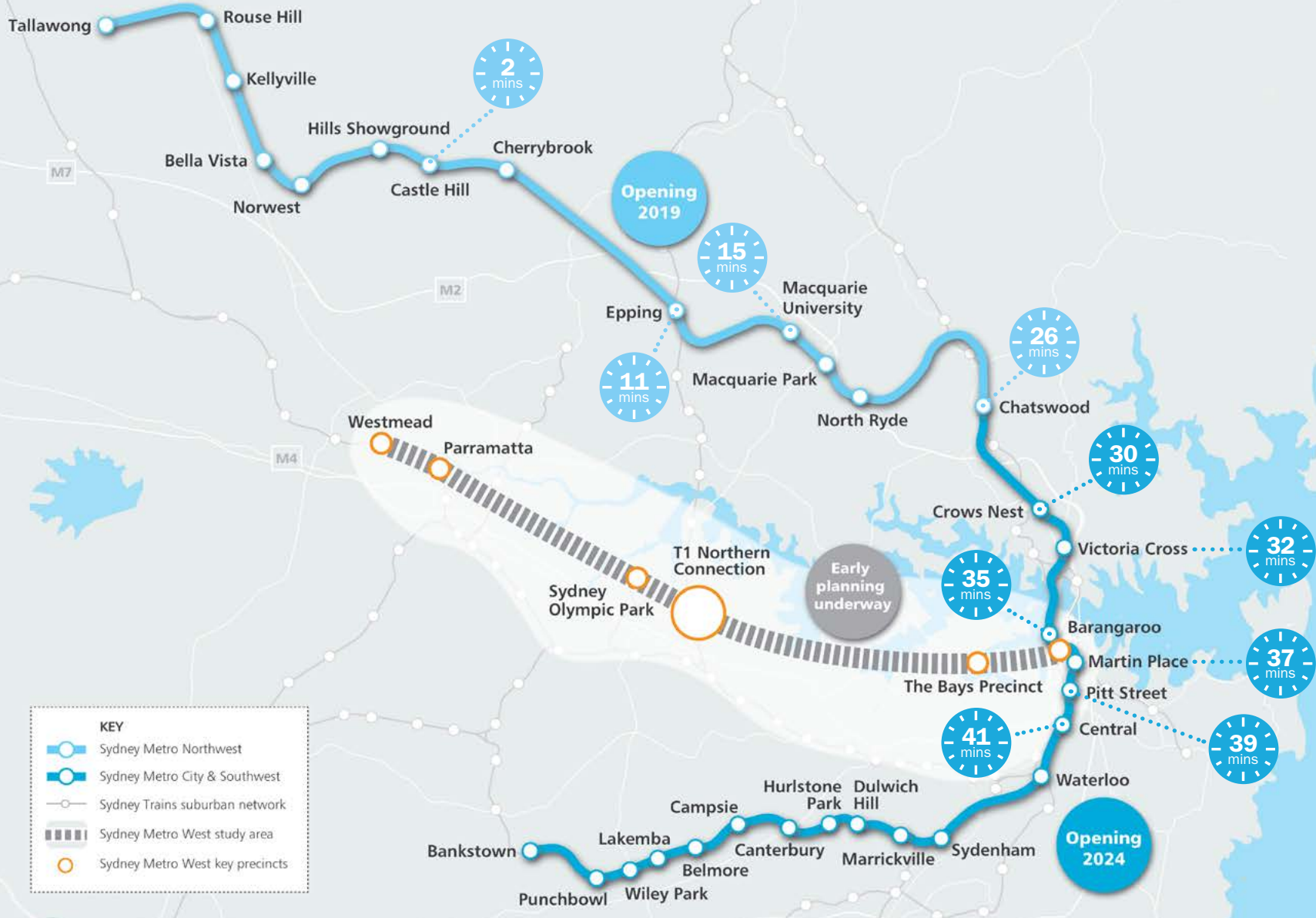
This new mass transit system will evolve with the city it will serve — cutting travel times, reducing congestion and delivering major economic and social benefits for generations to come.

Metro rail means a new generation of fast, safe and reliable trains easily connecting customers to where they want to go. Customers won't need timetables — you'll just turn up and go.

New metro rail will make it easier and faster to get around Sydney, boosting economic productivity by bringing new jobs and new educational opportunities closer to home.

With customers at the centre of all design decisions, stations will be quick and easy to get in and out of; trains will be fast, safe and reliable; and technology will keep people connected at every step of the journey.

Sydney Metro is responsible for the delivery of this world-class railway. The delivery office works across government, with key stakeholders like local councils and with the community to deliver the largest urban railway infrastructure project in Australian history.



A vision for Sydney Metro Northwest Places

Landcom and Sydney Metro are working in partnership on the long term master planning and development of the land surrounding seven new Sydney Metro Northwest stations. This program is called Sydney Metro Northwest Places.

Through this partnership, Landcom and Sydney Metro will facilitate delivery of vibrant and well-designed places that maximise the benefits for current and future communities.

As the developable land within each project ranges in size, each project offers different development opportunities for current and future communities. To deliver vibrant and well-designed places that maximise the benefits of the new metro system, each masterplan will respond to the unique character, identity and location of that project site.

This program aims to capture the opportunities created by the \$8.3 billion public transport project, which is currently under construction and due to open in the first half of 2019.

Landcom and Sydney Metro are working with stakeholders to build a legacy for future generations in North West Sydney and are collaborating with Transport for NSW, the Department of Planning and Environment, local councils, other government organisations, industry, businesses and the local community, to plan and deliver diverse housing solutions, retail and employment opportunities and associated infrastructure for each project.

By integrating best practice transit oriented development with innovative and sustainable urban design, Landcom and Sydney Metro are contributing to the creation of dynamic urban centres built around a world class transport link.

The Sydney Metro Northwest Places Program will aim to facilitate delivery of:

- early activation around the station precincts to ensure they will be safe and vibrant after opening in the first half of 2019
- mixed use precincts that are active and walkable, and that capitalise on the fast and frequent connections provided by the new metro system
- attractive and well-designed public spaces and buildings
- creative, affordable and diverse housing solutions
- infrastructure to support the long term growth of the corridor, and
- economic development to help stimulate the local economy, attract long term investment and provide a diverse range of jobs.

For more information on the Sydney Metro Northwest Places please visit www.landcom.com.au/places/sydney-metro-northwest





Image is an artist's impression, Indicative only and subject to change without notice.

Key Sales Terms

Through the call for Expressions of Interest and Invitation to Tender, Landcom and the Vendor will seek to select the best proposal. A design excellence process will be implemented during and after the sales process.

Once the successful purchaser(s) is selected, Landcom and the Vendor will ensure Project Objectives and outcomes will be met by the successful purchaser(s). This will be documented in the Transaction Documents.

More information about the key sales terms is provided in the EOI document.

Planning and infrastructure delivery by Sydney Metro

SYDNEY METRO NORTHWEST INFRASTRUCTURE DELIVERY

Sydney Metro Northwest is the first part of Sydney's new metro network and is the first fully-automated metro rail system in Australia. Sydney Metro will deliver the Sydney Metro Northwest project, previously known as North West Rail Link.

- 1 Metro station entry and station plaza (forecourt)
- 2 Commuter car park and services building
- 3 New public streets to be delivered by Sydney Metro's Contractor
- 4 Future public streets to be delivered by Landcom

*Street names have been exhibited by the Hills Shire Council and are subject to final approval by Geographical Names Board.

SG1, SG3, SG4 & SG5 will be offered at a later date and is not part of this scope.



Artist impression provided by Sydney Metro.



Planning and Infrastructure delivery by Landcom

HILLS SHOWGROUND STATION PRECINCT WORKS

At the time of sale, a large proportion of the public domain and servicing infrastructure will have been delivered by the Vendor through the Sydney Metro project works.

Landcom plans to deliver additional infrastructure works to enable the interim activation of the precinct. More information will be provided in the EOI data room.

LANDCOM'S STATE SIGNIFICANT DEVELOPMENT APPLICATION

Landcom, with the Vendor's consent, will aim to lodge a Concept Masterplan State Significant Development Application (SSDA) to the Department of Planning and Environment. The SSDA is expected to be lodged by mid to late 2018 and determination is expected early 2019.

Further information, including the Request for Secretary's Environmental Assessment Requirements are provided in the EOI data room.

Planning and Infrastructure delivery by the successful purchaser(s)

DEVELOPMENT APPLICATION

The successful purchaser(s) will be responsible for the preparation and lodgement of the detailed development applications for their scope of work on Site SG2 and the precinct and public domain works referred to below, within 9 months from entering into the Put & Call Option Deed. The purchaser(s) must obtain Landcom's and the Vendor's approval to their development application.

PRECINCT AND PUBLIC DOMAIN WORKS

The successful purchaser(s) will be responsible for the detailed design, approval and delivery of the public domain within Site SG2 which includes:

- a 'village plaza' public domain along Doran Drive
- activated frontage and enhancement of the new public domain along Doran Drive
- a supermarket, commercial and community spaces
- landscaping and potential through-site connections
- all infrastructure works required in addition to those being provided by Sydney Metro and its contractors to service the future land uses.

DELIVERY TIMING – SITE SG2

- In order to ensure early activation, Landcom and Sydney Metro expect the successful purchaser(s) to deliver the buildings and public domain on Site SG2 as soon as practical. Milestones and conditions will be documented in the Transaction Documents.

Sales process timeline

TIMELINE: EXPRESSION OF INTEREST & INVITATION TO TENDER

EOI Campaign	Closing 3pm Monday 16th July 2018
EOI Assessment Period by Landcom and Transport for New South Wales	July to September 2018
Invitation to Tender Release	October 2018 (indicative)
Entering into Transaction Documents	May 2019 (indicative)
Settlement of Site 1	March 2020 (indicative)

Information package

A significant package of information is provided to assist the Respondent(s) with assessing the potential development options for the site during the Expressions of Interest stage.

Instructions and conditions are set out in the EOI document. Respondent(s) may gain access to the Data Room through a registration process and entry into a Confidentiality and Process Deed Poll. Please contact Knight Frank for registration details.

ENQUIRIES

Please direct all enquiries and requests about the Property, the EOI and generally about the Project via the Q&A facility available in the Data Room.

Please note that due to the sites being under Sydney Metro and its contractors possession and works being performed on site, site inspections will not be possible at this time. As such, no parties are permitted to access the site, or adjoining lands under the control of Sydney Metro or its contractors, at any time during the EOI process.

Disclaimer

This Expression of Interest has been prepared to the best of the knowledge and belief of Landcom and the Vendor. It comprises statements of intent and opinion, many of which, while based on reasonable assumptions, may or may not be realised or accurate.

To the maximum extent permitted by law, the Vendor, Landcom and its related bodies corporate, agents, employees, officers and consultants are not liable for any loss, damage, cost or expense (whether direct or indirect and including without limitation any liability arising from fault or negligence) incurred by you as a result of your reliance on any incorrect or misleading information or a failure by the Vendor or Landcom to disclose information whether in connection with this document or at any other time. No obligation is imposed on the Vendor or Landcom to advise you or any other recipient of any future information of which it becomes aware or any change to, or any error in, the information contained in this Expression of Interest.

The information in this Expression for Interest and the information and reports made available in connection with this Expression for Interest are for general informative purposes only. This Expression for Interest does not constitute an offer or contract for sale or any part of contract for sale. Any information and reports may be subject to statutory and legal requirements, legal documentation and various approvals. The Vendor and Landcom have made the

information and reports available in good faith, but do not warrant their accuracy, completeness or suitability for your particular use or transaction. Any proposed concepts, details and proposed project or financial outcomes may vary from time to time due to external factors.

All sizes and measurements in this Expression of Interest are approximate only and Respondents should make and rely on their own enquiries as to the accuracy of the sizes and measurements.

No information, disclaimer, statement of rights or obligations or any other limitation or restriction contained in this Expression of Interest is intended to inform, or should be read as informing, any person of their legal rights in respect of the information contained in this Expression of Interest.

Respondents must seek their own personal legal, financial and other advice, and must rely entirely on their own enquiries about all aspects of this project and Expression of Interest including whether and how to participate and the likely outcomes and effects.

Data room access and enquiries



All enquiries during the Expression of Interest period until its closing date must be directed to the exclusive agents.

Tim Holtsbaum

Director, Site Sales,
Capital Markets

+61 498 999 059

Tim.Holtsbaum@au.knightfrank.com

Grant Bulpett

Senior Sales Executive, Metropolitan Sales,
Capital Markets

+61 415 558 226

Grant.Bulpett@au.knightfrank.com

This EOI process is governed by the terms and conditions as set out in the Expression of Interest document contained in the EOI Data Room. Access to the data room will be organised through the sales agents and granted to qualified parties only.



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