

GPT Group 2025 AGM Report

Company/ASX Code	GPT Group/GPT
AGM date	Thursday, 1 May 2025
Type of meeting	Physical with a webcast
Monitor	John Lin assisted by Richard McDonald
Pre AGM-Meeting?	Yes, with Chair, Vicki McFadden and NED, Chair of Human Resources and Remuneration, Tracey Horton

Meeting Statistics

Number of holdings represented by ASA	65
Number of shares represented by ASA	727,859
Value of shares represented by ASA	\$3.42m
Total number attending meeting	32 attendees
Market capitalisation	\$9,003m
ASA open proxies voted	ASA voted in favour of all the resolutions

Monitor Shareholding: The individual(s) (or their associates) involved in the preparation of this report has no shareholding in this company.

The GPT AGM was held in-person at the Swissotel in Sydney CBD and via a webcast¹. At the front of the meeting room were the Chair, new CEO Russell Proutt, five NEDs, as well as Marissa Bendyk (General Counsel, Company Secretary). Tracey Horton (Chair of Human Resources & Remuneration) was absent.

The Chair emphasised Russell Proutt's leadership in GPT's shift to co-investment stakes, optimising the capital mix, and strengthening long-term portfolio returns. To support this, GPT established a Chief Investment Officer role, capital allocation framework, funds management, and investment capabilities, and appointed key executives: Merrin Edwards as CFO, Mark Harrison as CIO, and Matthew Brown as Head of Office. A balanced scorecard now guides short-term incentives, integrating strategic growth initiatives, while the long-term plan includes an AFFO Compound Annual Growth Rate performance measure.

With respect to UniSuper's 15% stake, the Chair does not see it as takeover protection and treats UniSuper like any other major shareholder. UniSuper has never requested a board seat, and their stake fluctuates throughout the year based on market movements.

¹ A webcast is the simple livestreaming of a presentation, meeting, or physical event from a host (or hosts) to a much larger online audience. It is a 'one-way' broadcast, with little or no interaction between the host and the audience viewing online.

GPT achieved key milestones this year, including ranking first among REITs (Real Estate Investment Trust) in S&P's 2025 Global Corporate Sustainability Assessment, and attaining carbon-neutral certification across all owned and managed assets by 2024.

Following the Chair's speech, CEO Russell Prout outlined GPT's strengthened partnership with the Parent Group, adding \$1 billion in retail assets to enhance diversification and scale. With only one retail asset remaining where GPT is invested but not the manager, the portfolio has been streamlined. Looking ahead, GPT will raise capital across multiple sectors, optimising returns, expanding its platform, and pursuing strategic investments. The CEO indicated that GPT remains on track to achieve 2025 FFO per security growth of 1-3% and distribution per security of 24.0 cents.

This year's AGM was more positive than the last, with a private equity firm welcoming the new CEO's changes. They noted the stock's recovery to \$4.60, approaching decade-old levels, despite a decline in Net Tangible Assets per security to \$5.27 (2023: \$5.61) due to office valuation write-downs. Concerns were raised about the new office tower on Flinders Lane, Melbourne, set for completion this year because of potential losses. This follows previous sales of office properties in North Sydney and Parramatta at a loss to residential developers.

The investment private equity firm noted that the property management model targets a 5% net return, 3% annual rent growth, and an ungeared IRR (Internal Rate of Return) of 8%, rising to 10% with 5% gearing. Few REITs achieve this consistently. GPT maintains 28.7% gearing and a growing funds management business, but significant office write-downs and a decade of stagnant capital growth pose challenges. Rising interest rates have impacted cap rates, making stable returns difficult. While private assets can meet expected IRRs, scepticism persists over private funds aiming for 15-17% IRR.

ASA voted in favour of all resolutions. All resolutions were approved with over 97% support from both proxies and the poll. However, 5.7% voted against Item 1 (re-election of Ms. Anne Brennan as director), approximately 2.6% against Item 2 (re-election of Ms. Tracey Horton as director), 2.8% against Item 3 (adoption of the remuneration report), and 0.34% against Item 4 (grant of performance rights to the company's CEO and managing director).

Approximately 32 attendees were present, with the ASA representing 65 proxies, totalling 727,859 votes.