AUSTRALIAN SHAREHOLDERS' ASSOCIATION

BWP Delivers distribution growth post-internalisation

Company/ASX Code	**BWP Group/BWP**
AGM time and date	Thursday, 29 October 2026 at 10.00am AWST
Location	Parmelia Hilton Hotel, 14 Mill Street, Perth
Registry	Computershare
Type of meeting	Physical
Monitor	Geoff Read
Pre-AGM Meeting	Yes, with chair Fiona Harris and CEO Mark Scatena.

The person who prepared this report does not have a shareholding in this company.

1. How we intend to vote

No.	Resolution description	
1	Remuneration Report	For
2	Re-election of Fiona Harris AM	For
3	Re-election of Danielle Carter	For
4	Re-election of Alison Quinn	For
5	Re-election of Mike Steur	For
6	Election of Tim Bult	For
7	The issuing of performance rights to the MD.	For
8	Appointment of the auditor	For

2. Summary of Issues and Voting Intentions for AGM

- First remuneration report: securityholders will vote on BWP's inaugural remuneration report following management internalisation, covering the Managing Director's FY26 pay outcomes and the new incentive framework.
- Board renewal and director elections: this is the first AGM at which directors seek election/re-election as an internalised stapled entity; five nominees (Harris, Bult, Carter, Quinn, Steur) are standing for election or re-election.
- Large format retail (LFR) growth strategy: the pace and risk of BWP's expansion beyond its core Bunnings Warehouse portfolio into the broader, more competitive LFR market.

- KPMG has audited BWP Trust since 2007, and no competitive tender has been undertaken recently. The Chair acknowledged the need to review the appointment, while

emphasising the importance of audit continuity during the transition to independently managed systems following internalisation. ASA supports continuity during this transition but considers that a competitive tender is overdue, consistent with its guideline that external audit appointments should be tested at least every 10 years.

3. Matters Considered

Accounts and reports

The NPAT increased from the prior year for the group and was driven by revaluations of the properties in the portfolio. Funds from operations (FFO) is a good measure of the operating income of the group. It was an all-time high this year. The distribution per security was also at an all-time high. The gearing of the group fell from 21.6% to 18.5% as a result of the rights issue in May 2026.

Financial performance

Metric FY	**2026**	**2025**	**2024**	**2023**	**2022**
NPAT ($m)	408.4	265.6	180.2	36.7	486.6
UPAT / FFO ($m)	140.9	134.8	120.6	113.4	112.4
Share Price ($, at 30 June)	3.79	3.52	3.46	3.63	3.89
Dividends / Distributions (cents)	19.41	18.65	18.29	18.29	18.29
Simple TSR (%)	13.2%	7.1%	0.4%	(2.0%)	n/a
Earnings Per Stapled Security (cents)	55.9	37.2	~25.2	~5.7	~75.8
CEO Total Remuneration (actual, $m)	0.905	n/a	n/a	n/a	n/a

Governance and culture

BWP is a straightforward group, and the governance arrangements are complete and appropriate for its size. A summary on governance is in the annual report, and the comprehensive report is on the BWP web site.

Key events

On 1 August 2025, BWP internalised its management.

Key board or senior management changes

The previous chair Tony Howarth AO retired in February 2026. He campaigned long and hard to separate BWP from Wesfarmers. He was succeeded by Fiona Harris AM. Mike Steur has indicated that if he is re-elected he proposes to retire in calendar 2027.

Sustainability/ESG

The annual report contains a sustainability and climate report. External limited assurance covers net Scope 2 market-based emissions. Scope 3 emissions are discussed, but a full inventory was not calculated for FY2026.

4. Rationale for Voting Intentions

1. Adopt the Remuneration Report (For)

The report is clear and concise. There is nothing untoward and the structure of remuneration and the amounts paid are reasonable. The remuneration framework is clearly disclosed, and the FY2026 outcomes appear reasonable. The Managing Director received 65% of his maximum STI opportunity, with 40% deferred into equity, and no LTI awards were tested during the year. For FY2027, fixed remuneration increases by 12.3% and the maximum LTI opportunity rises to 120% of fixed remuneration. While the three-year LTI performance period and level of STI deferral fall short of ASA's preferred approach, the overall arrangements are sufficiently reasonable to support the Remuneration Report.

2. Re-election of Director Fiona Harris AM (For)

Ms Harris is the Chair and has been a director since 2012. She is a very experienced director with years of relevant experience. She is an independent director.

3. Re-election of Director Danielle Carter (For)

Ms Carter has been a director since 2021 and she is the chair of the Audit Committee. She has substantial experience in the property management and investment sectors. She is an independent director.

4. Re-election of Director Alison Quinn (For)

Ms Quinn was elected as a director in 2019. Her background is in property, infrastructure and investment. She is an independent director.

5. Re-election of Director Mike Steur (For)

Mr Steur was appointed to the board in 2015. He has an extensive background in property management and valuation. He is an independent director. He proposes to retire from the board in calendar 2027.

6. Election of a Director Tim Bult (For)

Mr Bult was appointed to the board in December 2025. His background is in management at Wesfarmers. He was nominated by Wesfarmers who are a substantial shareholder and as such he is not an independent director.

7. Issue performance rights to the MD (For)

The proposal is to issue 237,392 performance rights to the CEO to satisfy his long-term incentive plan. The number of the rights was calculated using market value (VWAP). The total value could be up to $0.876m. The number of rights that vest will depend on performance over the three-year testing period when the performance of the company is tested against two measures, relative TSR and ROE.

8. Appoint KPMG as the auditor (For)

KPMG has audited BWP Trust since 2007, and this resolution is to appoint them as the auditor of BWP Property Group Ltd. The board is conscious of the need to review the appointment of the auditor after an extended period. As BWP transitions away from Wesfarmers computer systems and processes there is a need to continue the engagement of the incumbent auditor. The board acknowledges that when this transition is complete there will be tenders called for the future audit contract. ASA supports KPMG's appointment as auditor of BWP Property Group Ltd to maintain continuity during the transition following management internalisation. However, given KPMG's longstanding relationship with BWP Trust, ASA expects the Board to undertake a competitive audit tender as soon as practicable, rather than defer it simply until the firm's twentieth anniversary.

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Appendix 1
Remuneration framework detail

CEO rem. Framework for FY27	Target* $m	Max. Opportunity $m	% of Total
Fixed Remuneration	0.73m	0.73m	31%
STI - Cash		0.438m	19%
STI – Equity Deferred rights		0.292m	12%
LTI – Equity Performance rights		0.876m	38%
Total		2.336m	100%

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