

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

|                                                                                                 |
|-------------------------------------------------------------------------------------------------|
| <b>Name of entity:</b> GROWTHPOINT PROPERTIES AUSTRALIA/ GROWTHPOINT PROPERTIES AUSTRALIA TRUST |
| <b>ABN:</b> 33 124 093 901/ <b>ARSN:</b> 120 121 002                                            |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |                      |
|----------------------------|----------------------|
| <b>Name of Director</b>    | MR ESTIENNE DE KLERK |
| <b>Date of last notice</b> | 19 June 2014         |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|                                                                                                                                                      |                                        |
|------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                   | INDIRECT                               |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | E K & K DE KLERK                       |
| <b>Date of change</b>                                                                                                                                | 30 June 2014                           |
| <b>No. of securities held prior to change</b>                                                                                                        | 1,092,568                              |
| <b>Class</b>                                                                                                                                         | ORDINARY FULLY PAID STAPLED SECURITIES |
| <b>Number acquired</b>                                                                                                                               | 127,407                                |
| <b>Number disposed</b>                                                                                                                               | NIL                                    |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                            | \$2.40 per Stapled Security            |
| <b>No. of securities held after change</b>                                                                                                           | 1,219,975                              |

+ See chapter 19 for defined terms.

## Appendix 3Y

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| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | TAKE UP OF RIGHTS UNDER JUNE 2014<br>RIGHTS OFFER INCLUDING EXCESS<br>APPLICATION |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|

## Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

|                                                                                                                                                                              |     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                                                                                                                                    | N/A |
| <b>Nature of interest</b>                                                                                                                                                    | N/A |
| <b>Name of registered holder (if issued securities)</b>                                                                                                                      | N/A |
| <b>Date of change</b>                                                                                                                                                        | N/A |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| <b>Interest acquired</b>                                                                                                                                                     | N/A |
| <b>Interest disposed</b>                                                                                                                                                     | N/A |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation                                                                 | N/A |
| <b>Interest after change</b>                                                                                                                                                 | N/A |

## Part 3 – +Closed period

|                                                                                                                                                    |     |
|----------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b> | NO  |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>                                               | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>                                                                    | N/A |

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+ See chapter 19 for defined terms.