

# **APN** | Property Group

## **AGM**

**Wednesday 30 November 2016**

**Commencing 10.00 am**

**Hall & Wilcox**

**Level 11, Rialto South Tower**

**525 Collins Street**

**Melbourne Vic 3000**

## **Meeting Script**

**APN Property Group Limited**  
**Annual General Meeting – Wednesday 30 November 2016 at 10.00 am**

- |                                    |   |
|------------------------------------|---|
| <b>Introduction</b>                | <p>Good morning Ladies and Gentlemen and welcome to the twelfth Annual General Meeting of APN Property Group Limited. As it is now 10.00 am and we have a quorum present, I have pleasure in declaring the meeting open.</p> <p>My name is Chris Aylward and I am the Executive Chairman of APN Property Group Limited.</p>   |
| <b>Introduce Directors</b>         | <p>I would like to commence by introducing my fellow Directors:</p> <ul style="list-style-type: none"> <li>▪ <b>Tim Slattery</b> – an executive director since 2014;</li> <li>▪ <b>Howard Brenchley</b> – a non-executive director and director since 1998; and</li> <li>▪ <b>Tony Young</b> – an independent director appointed in December 2015.</li> </ul>   |
| <b>Apology</b>                     | <ul style="list-style-type: none"> <li>▪ Apologies have been received from Mr Clive Appleton who is unable to join us here today.</li> </ul> <p>Also present in the audience today is:</p> <ul style="list-style-type: none"> <li>▪ <b>John Freemantle</b>, Company Secretary; and</li> <li>▪ <b>Michael Groth</b>, Chief Financial Officer</li> </ul>  |
| <b>Introduce Advisors</b>          | <p>and from our advisors:</p> <ul style="list-style-type: none"> <li>▪ <b>James Morvell</b> from our legal advisor, Hall &amp; Wilcox who is available to assist in answering any technical legal questions concerning the business of the meeting.</li> <li>▪ Our auditor, <b>Neil Brown</b> from Deloitte Touche Tohmatsu who is available to answer questions about the audit of the Accounts; and</li> <li>▪ Link Market Services, our share registry, who will supervise the conduct of the poll, if one is required during the meeting. They are represented today by <b>Julie Stokes</b>.</li> </ul> |
| <b>Notice of Meeting</b>           | <p>The Notice of Annual General Meeting, which includes seven items of business, has been sent to all shareholders, and with your agreement, I propose to take it as read.</p>  |
| <b>Minutes of Previous Meeting</b> | <p>The last meeting of members was held on 23<sup>rd</sup> November 2015.</p> <p>The minutes of this meeting have been signed as a correct record and the Company Secretary will make them available to any member who wishes to inspect them.</p>  |

**Presentation of  
FY16 Results and  
Outlook**

The purpose of this meeting is to review the financial year ended June 2016 and to give you the opportunity to discuss the affairs of the Company. There are also a number of resolutions which are important for the effective running of the company.

I would like start by calling on Tim Slattery to review the FY16 results and provide an outlook for our company.

*[Tim to lectern]*

*[Power Point Presentation]*

*[Chris to lectern]*

**Conclude Address**

Thank you Tim.

I'd like to conclude this part of the meeting by acknowledging my fellow directors, all our staff and advisors who have supported APN during the past 12 months. Their efforts during this time have been considerable and should be appreciated.

**New CEO**

Before moving to the formal matters of the meeting, I would like to advise the following role changes:

I am delighted to announce that from January 2017, Tim Slattery will become Chief Executive Officer. I will maintain a position as Non-executive Chairman and retain my shareholding in the business.

Over the past four years I have guided the business with the day to day assistance of Tim and Michael Groth, Michael will remain CFO.

During this time we have jettisoned our GFC legacy issues building strongly on our indirect property business, our listed funds and our capital raising ability. Our successes have been attributable to the young, ambitious and professional team we have put together.

Thank you for your attention ladies and gentlemen. I will now move to the formal matters of the meeting.

**Time for Questions**

Time will be allowed for relevant questions as each item of business is considered by members. Please hold any general questions you may have until after the formal business is completed.

**Ordinary Business**

The first item of business is

**Financial Statements and Reports**

*“To receive and consider the Financial Report, the Directors’ Report and the Auditor’s Report, each for the financial year ended 30 June 2016.”*

Ladies and gentlemen this item of business does not require a vote; however, the reports are open for discussion. If any shareholder has questions or comments relating to this item, please raise your yellow admission card.

*[Questions / Discussion]*

If there are no *[further]* questions, as this matter does not require a vote, we will move to the next item of business.

**Pre-amble to Resolutions**

The remaining items are resolutions for your consideration.

As there are six resolutions and each must be separately considered by shareholders, I propose to keep the process as short as possible by noting in advance, the following items:

- Resolution 1 is an advisory resolution only. It does not bind the Board or the Company;
- Resolutions 2, 3 and 6, are ordinary resolutions and will be passed if more than 50% of the votes of those present and eligible to vote are cast in favour of the resolution;
- Resolutions 4 and 5 are special resolutions and will be passed if more than 75% of the votes of those present and eligible to vote are cast in favour of the resolution;
- The resolutions are set out in the Notice of Meeting and as each is considered it will be shown on the screen beside me together with a summary of the proxy instructions received by the Company Secretary in respect of that resolution;
- I intend to vote all open proxies that I hold **in favour** of the resolution;
- Finally, when called upon to vote would you please do so by raising your hand showing clearly the yellow card.

**Remuneration Report**  
**(pp 19 - 28**  
**Annual Report)**

*[Resolution 1]*

Item 2 is the adoption of the remuneration report contained in the 2016 Annual Report.

The Corporations Act requires the preparation of a remuneration report and that a resolution be put to members that the remuneration report be adopted.

Voting on the resolution is not binding on the company or the directors. However, the board takes seriously the views of members on this matter and will be given proper consideration when we review our remuneration practices and policies.

Does any shareholder wish to speak in relation to the resolution or ask any questions?

*[Questions / Discussion]*

**Put to Vote**

I now put to the meeting the resolution that the Remuneration Report be adopted.

**Re-election of Director**

*[Resolution 2]*

The next item is the re-election of Director.

**Re-election of Howard Brenchley**

I am pleased to propose, the re-election of Mr Howard Brenchley as a Director.

Howard has a long history in the Australian property investment industry with over 30 years' experience analysing and investing in the sector.

He joined APN in 1998 and was responsible for establishing the APN Funds Management business. In this capacity he developed a suite of new property securities and direct property funds, including the flagship APN Property for Income Fund, one of the largest property securities funds in Australia.

Prior to joining APN, Howard was co-founder and research director of Property Investment Research Pty Limited, one of Australia's leading independent research companies, specialising in the property trust sector.

Howard is also a director of APN Property Group Limited; and National Storage Holdings Limited and National Storage Financial Services Limited, both listed as National Storage REIT.

Does any shareholder wish to speak in relation to the resolution or ask any questions?

*[Questions / Discussion]*

**Put to Vote**

I now put to the meeting the resolution to re-elect Mr Brenchley as a Director of the Company.

**Election of Director**     *[Resolution 3]*

**Election of Tony Young**

Resolution 3 is for the election of our newest director, appointed by the Board since the last meeting of shareholders.

I am pleased to propose, the election of Mr Tony Young as a Director.

Tony is a professional investor with a significant investment in APN Property Group Limited as well as a number of other real estate investments.

He is also a Director of Morningstar Australia, a leading global provider of independent fund management and equity investment research; the co-owner of Timebase Pty Limited, an Australian online law library/legal database and other services provider; and co-founder of Aspect Huntley (Australia's leading internet equity research company and publisher of Huntleys Your Money Weekly and IFA) which was sold to Morningstar in 2006.

Tony qualified as a Chartered Accountant in 1980 with Price Waterhouse. In the 1980's he qualified as a member of Securities Institute of Australia and the Australian Institute of Bankers. His early career as an analyst included time at Westpac, Macquarie Bank, James Capel Australia (Head of Equity Capital Markets), First Pacific Stockbrokers (founding shareholder/director) and Credit Suisse First Boston (Head of Research).

He is director of a number of private companies involved in investment and research industries and is also an active counsellor with Lifeline Australia.

Does any shareholder wish to speak in relation to the resolution or ask any questions?

*[Questions / Discussion]*

**Put to Vote**

I now put to the meeting the resolution to elect Mr Young as a Director of the Company.

## **Approval of 10% Placement Capacity**

### ***[Resolution 4]***

We now move to the special resolution for the approval of the issue of shares up to 10% of the shares on issue.

ASX Listing Rule 7.1A allows eligible companies such as APN to seek approval by special resolution at its Annual General Meeting to issue shares up to 10% of its issued capital over a period of up to 12 months after the Annual General Meeting, in addition to those under the 15% annual placement capacity.

The issue of new shares is not presently intended. However, your approval today will ensure that the company maximises its flexibility to raise capital in order to respond quickly to new opportunities.

Does any shareholder wish to speak in relation to the resolution or ask any questions?

### ***[Questions / Discussion]***

## **Put to Vote**

I now put to the meeting the special resolution approving the issue of shares up to 10% of the shares on issue.

*[Requires 75% of those voting to vote in favour]*

## **Renewal of proportional takeover provisions**

### ***[Resolution 5]***

Resolution 5 concerns the renewal of the proportional takeover provisions in the constitution of the company. The provisions must be renewed every three years or they will cease to have effect.

A proportional takeover bid involves the bidder offering to buy a proportion only of each shareholder's shares in the company. This means that control of the company may pass without members having the chance to sell all their shares to the bidder. It also means the bidder may take control of the company without paying an adequate amount for gaining control. In order to deal with this possibility, a company may provide in its constitution that:

- in the event of a proportional takeover bid being made for shares in the company, members are required to vote by ordinary resolution and collectively decide whether to accept or reject the offer; and
- the majority decision of the shareholders will be binding on all shareholders.

The board considers that security holders should be able to vote on whether a proportional takeover bid ought to proceed given such a bid might otherwise allow control of the company to change without shareholders being given the opportunity to dispose of all of their shares for a satisfactory control premium.

They also believe that the right to vote on a proportional takeover bid may avoid shareholders feeling pressure to accept the bid even if they do not want it to succeed.

Does any shareholder wish to speak in relation to the resolution or ask any questions?

*[Questions / Discussion]*

## **Put to Vote**

*[Requires 75% of those voting to vote in favour]*

I now put to the meeting the resolution to approve the renewal for a period of three years of the proportional takeover provisions in the constitution of the company.

## **Tim Slattery Share Plan**

### *[Resolution 6]*

The final resolution seeks approval for the APN Property Group Timothy Slattery Executive Share Plan and for the issue of all shares under that plan.

The Company has agreed to issue Mr Slattery shares in the Company in order to align his remuneration with tangible returns to the Company. Accordingly, Mr Slattery will be granted rights to be issued up to 7,500,000 ordinary shares in the Company pursuant to a performance incentive arrangement as set out in the Explanatory Notes accompanying the Notice of Meeting.

The Board believes that the use of equity incentives best incentivises executive performance and aligns individual rewards with the creation of value for shareholders.

The Board considered a range of factors in developing this plan including the outcome of its previous award of equity incentives in terms of shareholder value, the remuneration policies of other similar companies in the market, the company's growth potential, Mr Slattery's performance to date and ability to continue to generate value for the Company's shareholders, and the remuneration levels across the company.



I believe that APN has an excellent team which is well placed to continue to create value for its shareholders and I believe this plan strikes an appropriate balance to deliver that outcome.

Does any shareholder wish to speak in relation to the resolution or ask any questions?

*[Questions / Discussion]*

**Put to Vote**

I now put to the meeting the resolution to approve the APN Property Group Timothy Slattery Executive Share Plan and the issue of all shares under that plan.

**General Business**

Ladies and Gentlemen, this completes the formal business of the meeting.

However, as I indicated earlier, I would be happy to take any general questions you may have.

**Meeting Close**

If there are no further questions, I will close the meeting.

Thank you for your attendance today and to those shareholders who participated by proxy. The Directors would be pleased if you would join them for light refreshments and an opportunity to ask additional questions.

**APN Property Group Limited**  
**Executive Director's Address**

Ladies and gentlemen welcome to APN Property Group Limited's 2016 annual general meeting.

*[Slide 3 – Overview]*

As many of you, our long-time supporters know, APN is a specialist real estate investment manager. We focus exclusively on commercial property, which we believe represents an outstanding asset class for investors given its capacity to generate reliable cash income streams over time.

*[Slide 4 – APN Property Group Overview]*

Following the sale of our healthcare division late in the year, APN managed \$2.2 billion in total assets at 30 June, split into our three operating divisions: Real Estate Securities \$1.57 billion, Industria REIT, \$422 million and Direct Property at just over \$200 million, supported by a balance sheet at 30 June which recorded net tangible assets of \$135 million (before the payment of the recent special dividend).

*[Slide 5 – Recent Performance and Achievements: FY2016]*

Our company's performance will always be measured to a large extent by our investment performance for our clients. On this count 2016 was a successful period, with the returns meeting or exceeding relevant benchmarks across our listed, direct and property securities funds, which included APN's recognition as Listed Property Fund Manager of the year for 2016 for the APN AREIT Fund.

APN recorded its fourth consecutive year of profit growth, with each of our key performance metrics up significantly over the prior year. Operating earnings increased 52% to \$10.5 million. Our Funds Under Management increased 21% and the total return we delivered to shareholders, which is a combination of our share price movements plus dividends over the year (excluding the recent special dividend paid post balance date) was 41.3%. For reference the ASX200 accumulation index's total return for the year was 0.6%.

*[Slide 6 – Growth in underlying recurring income]*

While we are focused on our annual results and our current year's performance, APN takes a medium to long term view of its future and therefore we also review our performance over a longer timeframe. Our strategy is designed to achieve sustained growth in the value of the company over the medium to long term through building APN's sustainable earnings. On this front I am pleased to report that the company generated \$17.4 million in underlying recurring income for the year, which equates to a 21.2% annual increase over each of the last three years.

*[Slide 7 – Growth in funds under management]*

Similarly, we recorded a 20.7% increase in our ongoing funds under management for the year, representing a 17.9% annualised growth rate over this same three year period.

*[Slide 8 – Growth in net tangible assets per share]*

Including the significant profit recorded on the divestment of the healthcare division, APN's net tangible assets per share at 30 June was 43.1 cents, equivalent to a 35.6% annual increase over three years.

### *[Slide 9 – Dividend growth]*

The company's performance enabled both the increase in our ordinary dividend for the year up from 1.5 to 1.75 cents per share and also the payment of a special dividend following from sale of APN's healthcare division of 10.0 cents per share. We are committed to managing our capital sensibly and opportunistically and we were pleased to be able to return this capital to shareholders at this point in time, while leaving the company well capitalised to take advantage of its ongoing growth opportunities.

### *[Slide 10 – Share price performance]*

Finally on our financial performance for 2016, the market's price for our shares increased over the year, which now reflects an aggregate increase of 156% since June 2013 or 32.5% per year over this period.

### *[Slide 11 – FY2017 performance]*

Turning now to the current 2017 reporting period, there has been a significant increase in volatility across equities and bond markets around the world and in Australia, including the listed property market here since June.

Despite this volatile start APN has recorded a number of significant achievements since June, including Industria REIT's \$158.6 million acquisition of Westrac Tomago and associated \$85 million fully underwritten equity raising. The APN AREIT Fund has recorded total net inflows of just over \$68 million for the first four months of the financial year to the end of October and we are in the final stages of completing the launch of a new \$106 million fund which will own a portfolio of convenience retail properties. We have also completed or exchanged contracts for the sale of \$16.2 million of property held on APN's balance sheet at an average 27.1% premium to our acquisition price which will increase the amount of cash available to redeploy to assist the growth of the business.

At 30 September our Funds Under Management stood at \$2.3 billion (excluding the APN Retail Property Fund), a 5.9% increase on 30 June.

### *[Slide 12 – Market and outlook]*

We expect the recent volatility in equity, bond and listed property markets may continue for a period of time, given the global political environment, and potential changes in monetary and fiscal policies overseas and in Australia. We are not necessarily convinced that the significant recent increase in bond yields will continue however we remain cautious on the potential negative consequences of excess debt and we are taking care to ensure our funds are generally geared at conservative levels.

Given the amount of capital being deployed into Australian commercial property despite generally sub-par performance of the economy including very little effective rental growth in most markets, we remain, as we have been for some time, highly selective on acquisition opportunities for our clients. The recent tightening in the availability and pricing of debt financing, despite property value increases, highlights the potential for additional investment opportunities will emerge in the short to medium term.

However, we continue to hold the view that, whilst competition will remain strong, even in current market condition opportunities to invest will continue to be able to be found.

### *[Slide 13 – Commercial property as a long term income investment]*

We remain confident that commercial property will continue to offer investors attractive risk-adjusted returns and we remain confident that APN's products will remain relevant for investors. Ultimately our investors, whether individuals or institutions invest on behalf of people, a large number of whom are currently or increasingly reliant on reliable levels of income from their investment portfolios to sustain their lifestyles. We've included this chart which is intended to illustrate how we think about investing in property, that is, with a focus on regular income streams. This chart shows, in the constant orange bars, the regular income returns which can be generated from commercial property. While capital growth is often harder to predict, we encourage investors to take a medium to long term view of their total returns, and we remain confident that our investments are well placed to continue to deliver on our clients' expectations.

### *[Slide 14 – Growth opportunities]*

We spend a considerable amount of time seeking to understand what our clients are looking for in investment products and then seeking to match those objectives with property investments. Each of our three operating divisions has the opportunity to grow considerably from this point by identifying and capitalising on opportunities to add value for our investors.

Earlier this year we announced we were in discussions with Puma Energy in relation to a series of sale and lease back transactions over Puma's property portfolio and the establishment of a longer term commercial property partnership. We are now in the final stages of completing the first phase of the project, which includes the establishment of a new fund which will own a \$106 million portfolio of convenience retail service station properties in New South Wales and Queensland with new 15 year triple net leases. We are also working on subsequent stages of the project which include our intention to establish a new ASX-listed REIT in the course of next calendar year, with total assets of approximately \$350 million.

APN has a strong balance sheet with no corporate debt and over \$30 million in cash – we therefore believe the company is very well placed to capitalise on further opportunities which may emerge.

### *[Slide 15 – Earnings guidance]*

As we look forward through the remainder of financial year 2017 I am pleased to confirm we continue to expect to generate operating earnings after tax within our range of 1.60 and 2.00 cents per share, albeit towards the lower end of this range as far as market conditions stand today. In accordance with our practice of including only transaction which are completed or viewed as sufficiently certain this guidance includes the Industria Westrac acquisition and the new APN Retail Property Fund and new employee incentive scheme charges.

### *[Slide 16 - Thank you]*

Before I hand back to Chris, I'd like to briefly thank our investors, our directors, our team, and our advisors for their contribution to APN's results for the year. I'd also like to thank you, our shareholders, for your ongoing support of the company – we certainly hope you are pleased with our performance. In particular I'd like to thank Michael Groth our CFO and Chris Aylward our Chairman for their outstanding work over a number of years as well as the 2016 year. Finally, I wanted to say that I am very optimistic on APN's future and I feel very privileged to have been given the opportunity, with Chris and Michael's and our board's ongoing support, to lead our outstanding team of people here and to continue to build the value of our company for all of you, our fellow shareholders.

Thank you again.



# ANNUAL GENERAL MEETING

## PRESENTATION

30 NOVEMBER 2016

[www.apngroup.com.au](http://www.apngroup.com.au)  
ASX Code: APD

**APN** | Property Group  
**20 YEAR ANNIVERSARY 2016**

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# Overview

Overview

Philosophy

Approach

**APN** PROPERTY GROUP IS A SPECIALIST  
REAL ESTATE INVESTMENT MANAGER:  
**COMMERCIAL** PROPERTY

PROPERTY FOR INCOME

INVESTMENT  
PERFORMANCE



OUTSTANDING  
SERVICE



WesTrac Tomago, Newcastle NSW



Coburg Hill Shopping Centre, Coburg North VIC



APN Property Plus Portfolio



# APN Property Group Overview

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As at 30 June 2016



- 
- ▶ Specialist Australian commercial real estate investment manager
  - ▶ Established 1996
  - ▶ 13 Funds, 45 properties
  - ▶ 42 Staff, Melbourne based
  - ▶ Capital light, co-investment model
  - ▶ 'Property for income' investment philosophy



# Recent performance and achievements: FY2016

OPERATING EARNINGS <sup>1</sup>	\$10.5 million ▲ 52% (3.46 cents per share)
FUM <sup>2</sup>	\$2.2 billion ▲ 21%
TOTAL SHAREHOLDER RETURN <sup>3</sup>	41.3%
SPECIAL DIVIDEND	10.00 cents per share fully franked Plus 1.75 cps FY2016 dividends ▲ 17%
FUND PERFORMANCE	Strong risk-adjusted investment performance Outstanding leasing and sale results: Industria



Building A, 1 Homebush Bay Drive, Rhodes NSW

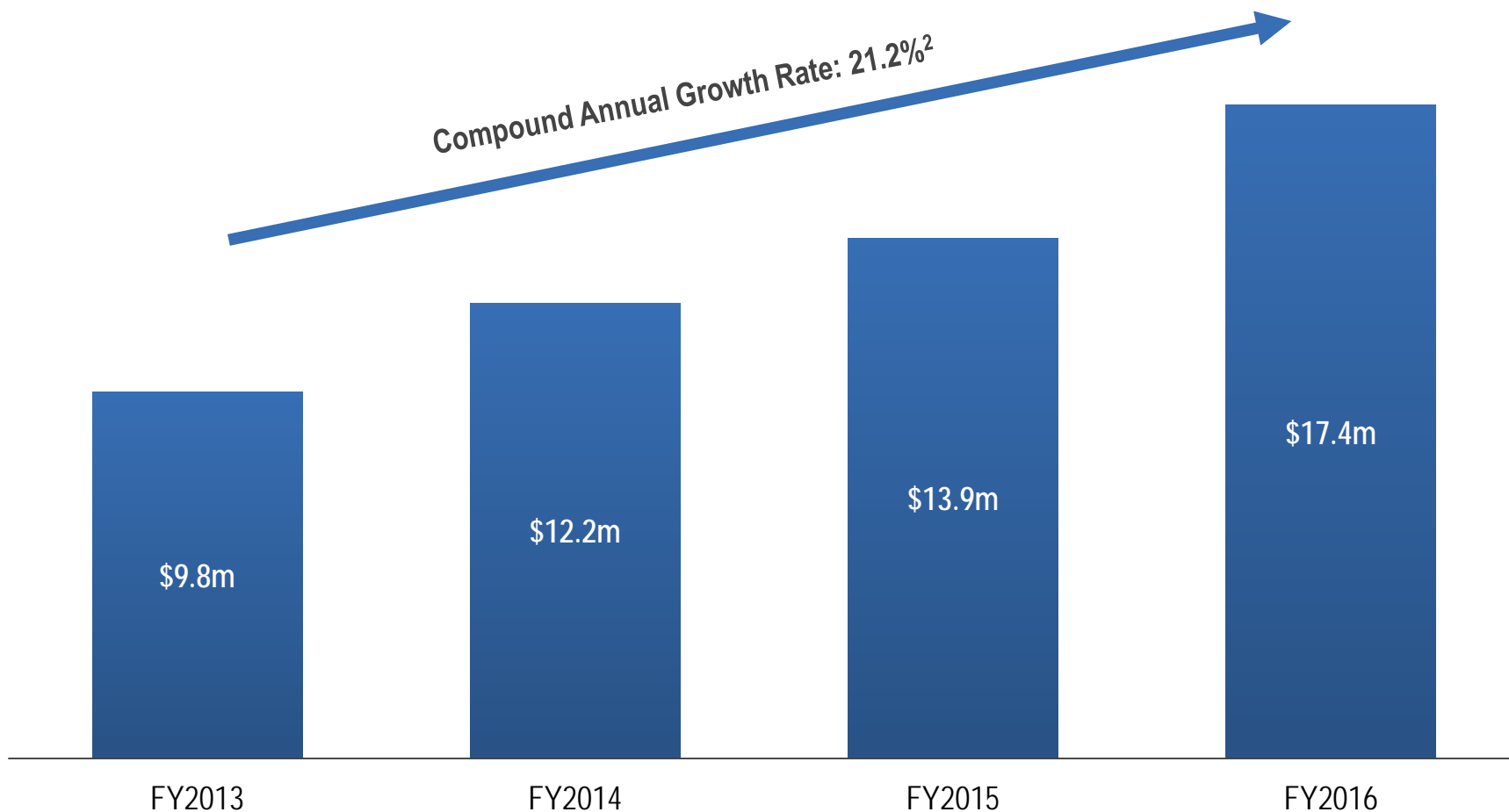


7-Eleven Eagleby, QLD

1. Operating Earnings is an unaudited measurement which includes the results from Healthcare operations until divested on 27 June 2016. It is after tax and adjusts for certain items recorded in the income statement including minority interests, discontinued operations (Europe), gains on divestments and the fair value movements on the Group's co-investments.
2. From continuing operations (after adjusting for the divestment of Healthcare operations).
3. Per annum as at 30 June 2016 includes reinvestment of dividends at market price on dividend payment date and divisor adjustment

# Growth in underlying recurring income<sup>1</sup>

From continuing operations only; removes Healthcare division for all time periods



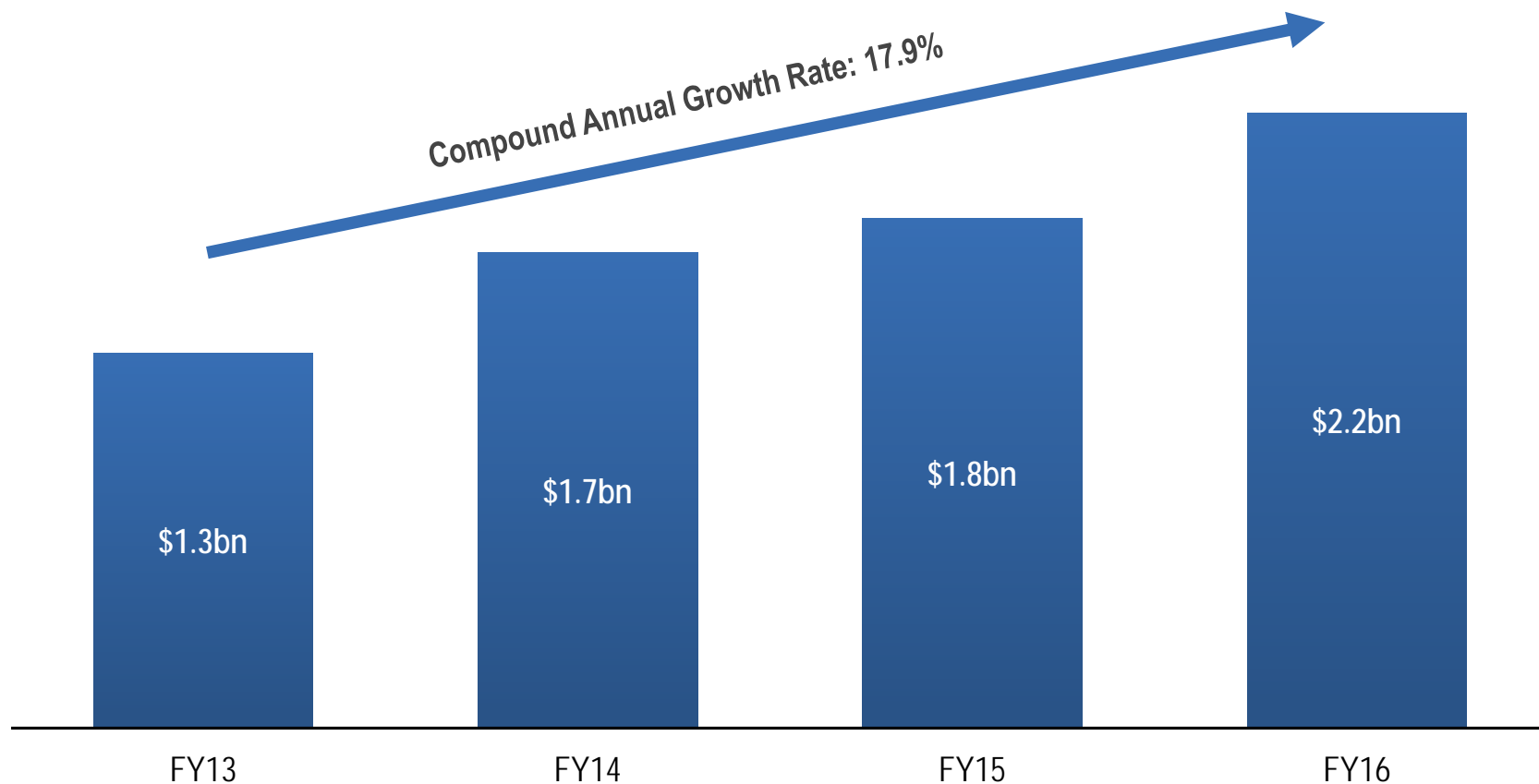
1. Net operating income excluding performance and transaction fees before tax and minority interests

2. Based on annual growth in underlying recurring income

## Growth in funds under management

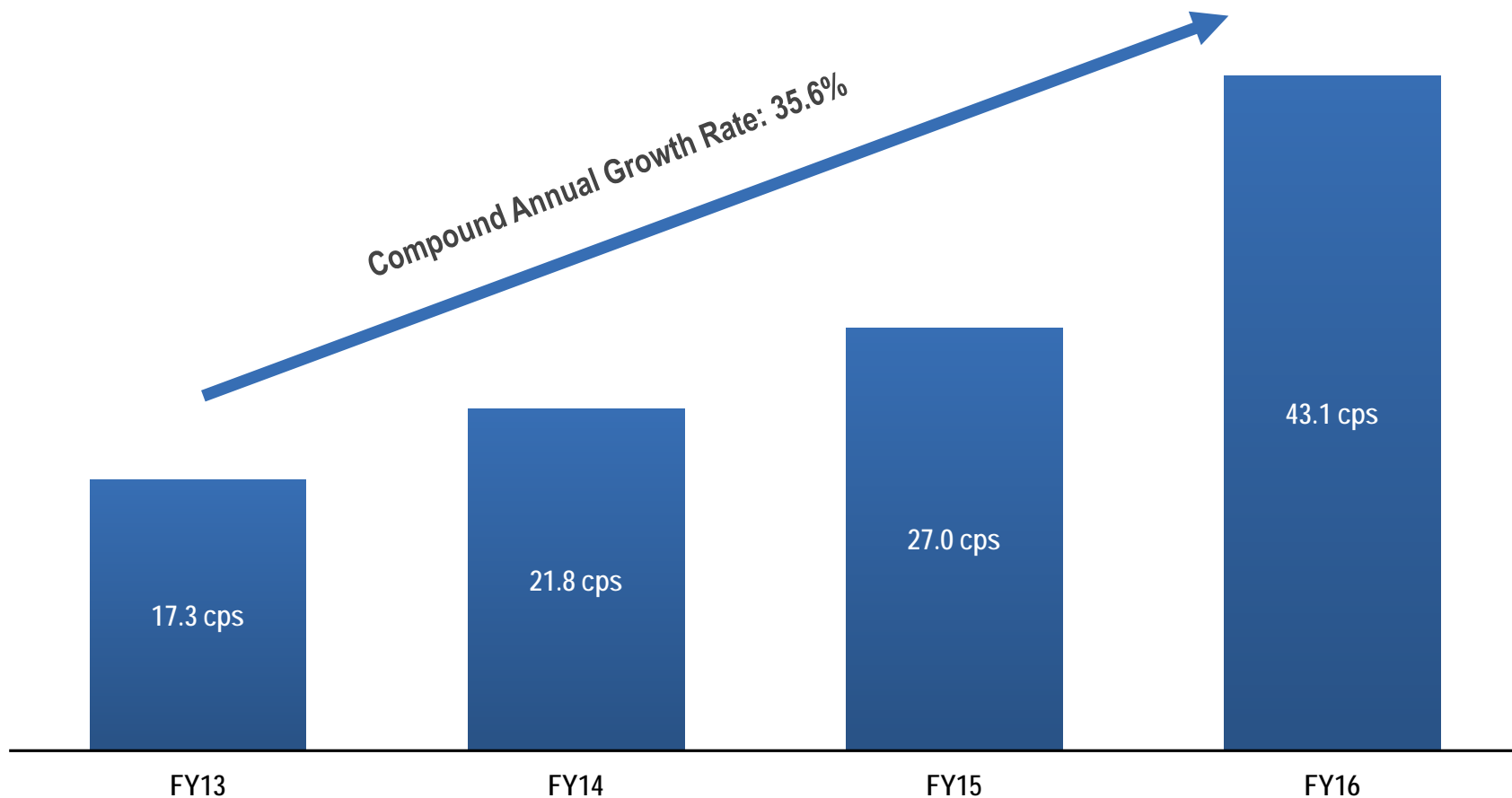
From continuing operations only; removes Healthcare division (sold June 2016) for all time periods

- From continuing operations only
- 20.7% increase over FY2015



## Growth in net tangible assets per share

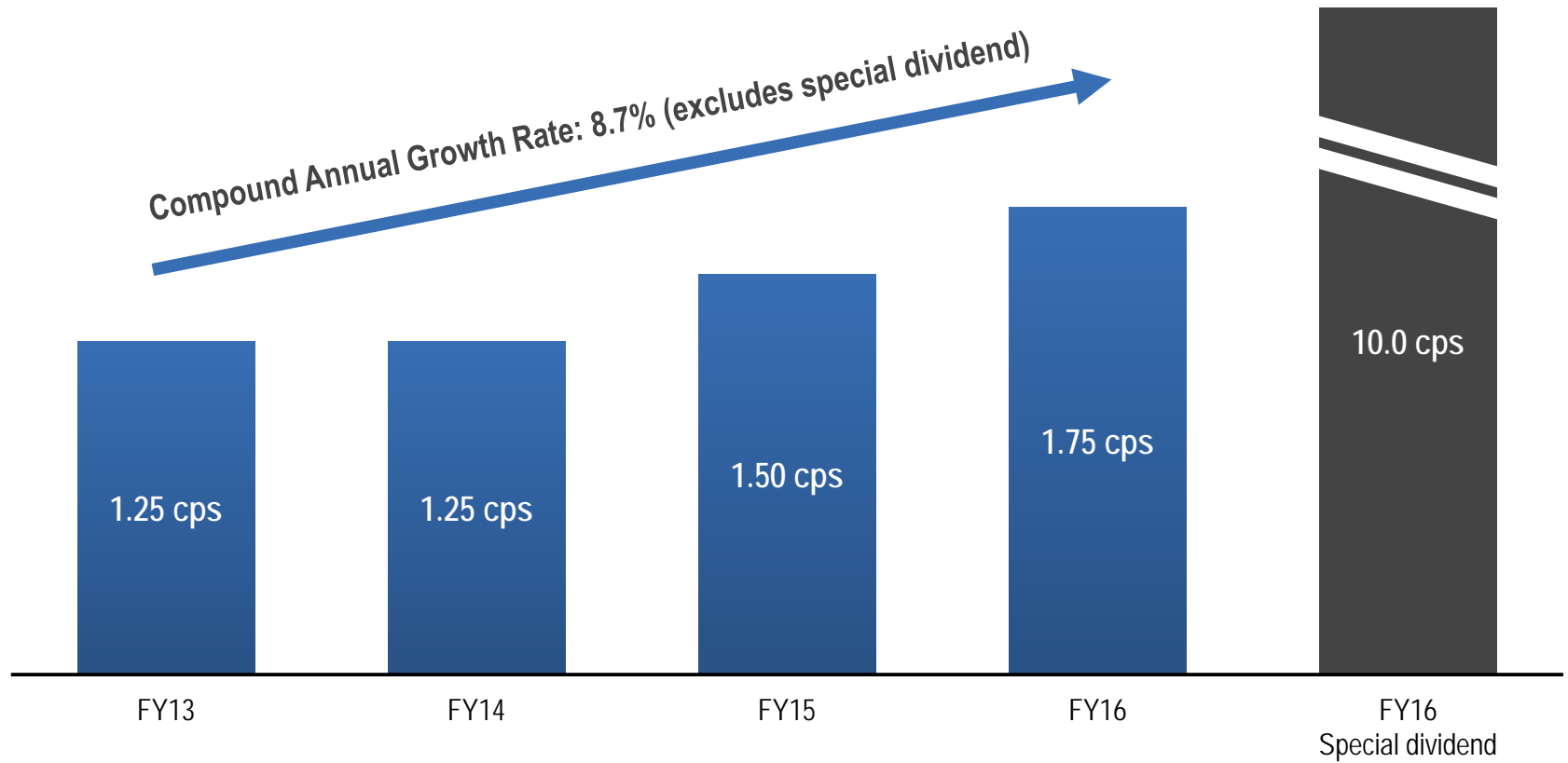
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1. Note FY2016 as at 30 June 2016, post balance date dividends of 10.5 cents per share have been declared (refer ASX announcements for further details)

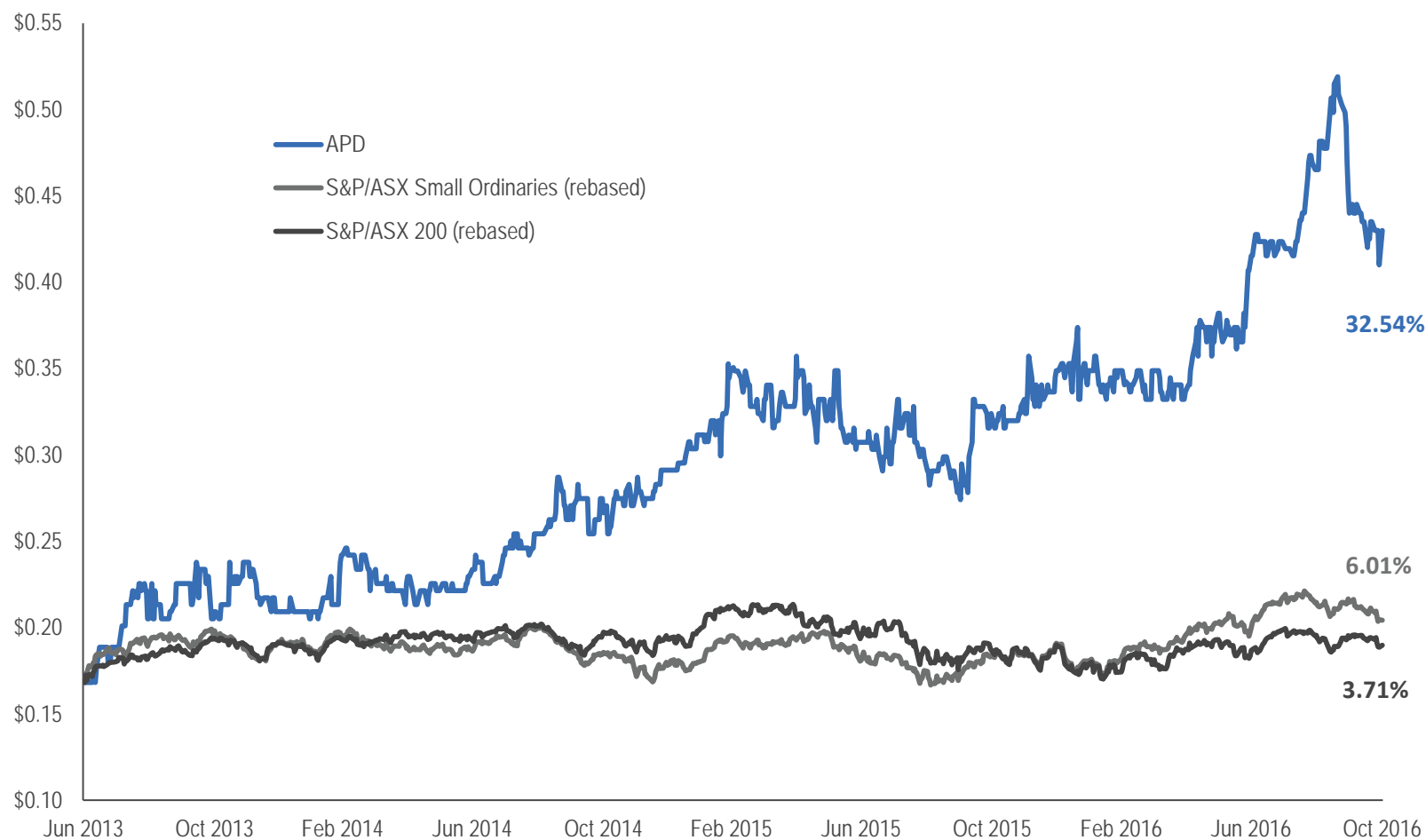
## Dividend growth

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# Share price performance June 2013 to October 2016

Figures annualised



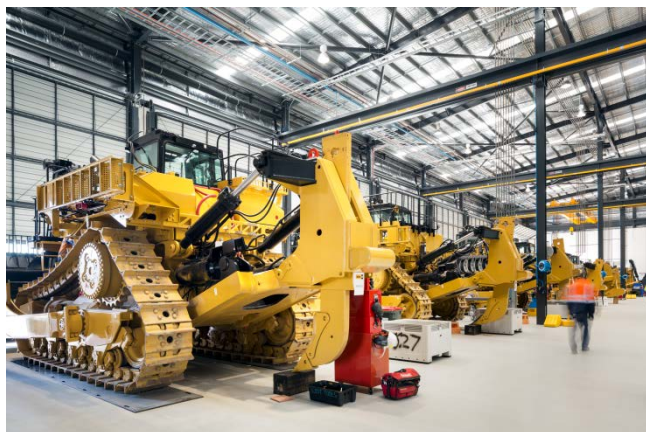
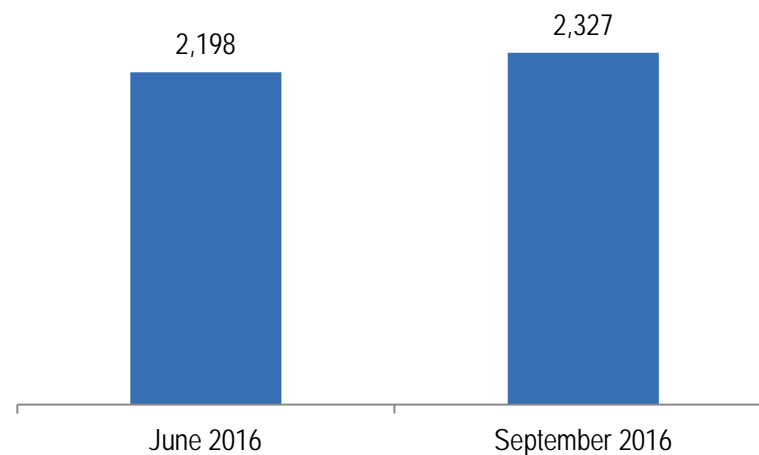
Source: IRESS. Includes divisor adjustment for the 10 cent per share special dividend as at record date of 29 September 2016.

# FY2017 performance

## Solid start despite volatility

- IDR \$158.6 million acquisition of WesTrac Newcastle
- AREIT Fund net inflows \$68.4 million to 31 October – FUM lower with market movements
- New APN Retail Property Fund (\$106.1 million Puma Energy portfolio) scheduled to launch before 31 Dec (not included in FUM figures)
- Income-focused products remain well-positioned

## FUM (\$ millions)



WesTrac Tomago (Newcastle) – Industria REIT



# Market and outlook

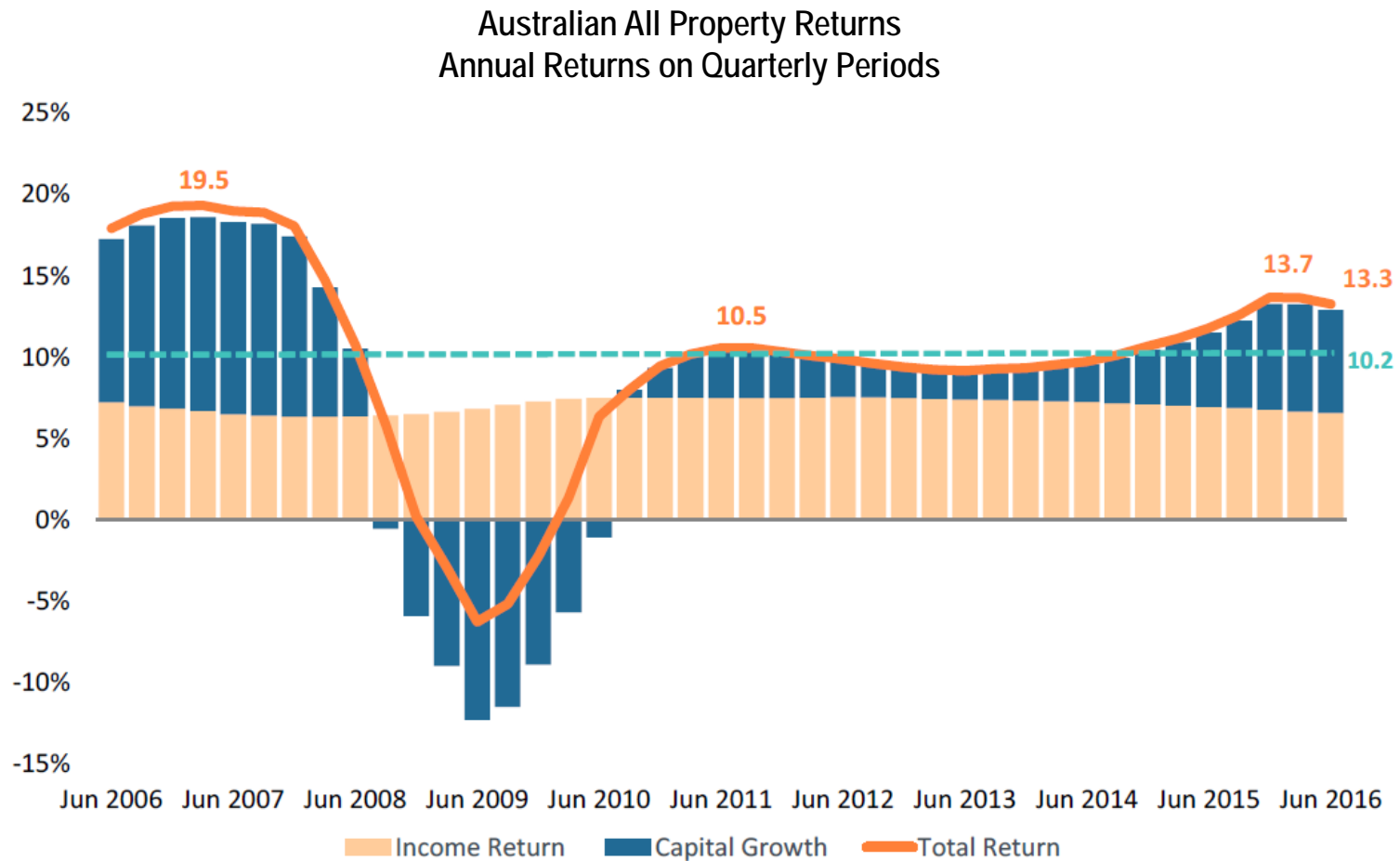
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- Volatility has recently increased – expect this will continue
- REIT market has recently (year to date) retraced a long period of strong performance
- Unclear whether long bond yields will continue to increase or will stabilise or decline from here
- Modest economic growth and inflation in Australia
- Most Australian commercial property markets: little if any effective rental growth
- Demand for Australian commercial property remains high – attractive jurisdiction, economy, value relative to international alternative markets (especially Asia)
- Availability and pricing of debt finance tightening
- Attractive investment opportunities can still be identified; we expect more will emerge
- Focused on debt levels, client service and creating products which will add value for our investors





# Commercial property as a long term income investment



Total return of 13.3% comprised of 6.5% income return and 6.3% capital return

Source: MSCI

# Growth opportunities

## REAL ESTATE SECURITIES

- Continuing inflows into Securities Funds
- Asian Real Estate Securities Fund
- New products under active consideration

## INDUSTRIA REIT

- Strong recent performance relative to AREIT sector
- Completion of WesTrac acquisition
- Continue to evaluate transactions to deliver value to IDR securityholders

## DIRECT PROPERTY

- APN Retail Property Fund (Puma Energy portfolio)
- New Funds / strategies under active consideration
- Expect significant opportunities may emerge in the near future

*APN REMAINS VERY WELL PLACED WITH NO CORPORATE DEBT AND OVER \$30 MILLION IN CASH TO CAPITALISE ON OPPORTUNITIES*



# Earnings guidance

Note 10.0 cent per share special dividend paid in October 2016 (reduction in APN's capital base)

		FY2016	FY2017
		Original guidance	Guidance
		Only includes transaction / performance and other revenue items which are reasonably certain	Only includes transaction / performance and other revenue items which are reasonably certain
Operating earnings after tax	Excludes mark to market movements of investments	2.00 to 2.30 cps	1.60 – 2.00 cps (currently toward lower end)
Dividend	Determined with reference to the amount and composition of operating profit after tax	1.50 cps	1.75 cps

## Important notes

- Subject to continuation of current market conditions (note Real Estate Securities revenue is linked to FUM in that division)
- FY2017 guidance includes transactions completed to date / sufficiently certain (including IDR WesTrac acquisition, new APN Retail Property Fund (Puma Energy \$106 million portfolio) and new employee incentive scheme costs)

THANK YOU



# FORMAL BUSINESS OF THE MEETING



# Resolution 1

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Remuneration Report – advisory resolution

*" That the Remuneration Report for the financial year ended 30 June 2016 be adopted. "*

Summary of Proxy instructions				
	For	Open	Against	Abstain
Votes	91,928,993	1,062,976	449,864	104,866
Percentage	98.38%	1.14%	0.48%	-

## Resolution 2

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Re-election of Director – ordinary resolution

*" That Howard Brenchley, who retires by rotation in accordance with clause 4.3(c) of the Constitution, and being eligible, be re-elected as a Director "*

Summary of Proxy instructions				
	For	Open	Against	Abstain
Votes	197,716,002	1,021,266	1,071,258	9,530,000
Percentage	98.95%	%	%	-

## Resolution 3

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Election of Director – ordinary resolution

*" That Anthony Young, who retires in accordance with clause 4.2(a)(ii) of the Constitution, and being eligible, be elected as a Director "*

Summary of Proxy instructions				
	For	Open	Against	Abstain
Votes	208,410,424	892,102	6,000	30,000
Percentage	99.57%	0.43%	0.00%	-



## Resolution 4

### Approval of 10% Placement Capacity – special resolution

*" That, for the purpose of Listing Rule 7.1A and for all other purposes, approval is given for the issue of Equity Securities totalling up to 10% of the Shares on issue, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Notes. "*

Summary of Proxy instructions				
	For	Open	Against	Abstain
Votes	206,803,332	1,056,226	1,334,602	144,366
Percentage	98.86%	0.50%	0.64%	-

## Resolution 5

Renewal of proportional takeover provision – special resolution

*" That for the purposes of section 648G of the Corporations Act and for all other purposes, the proportional takeover provisions in clause 11.12 of the Company constitution be renewed for a period of three years on the terms and conditions set out in the Explanatory Notes. "*

Summary of Proxy instructions				
	For	Open	Against	Abstain
Votes	208,137,008	1,062,366	76,986	62,166
Percentage	99.46%	0.51%	0.04%	-

## Resolution 6

### Approval of APN Property Group Timothy Slattery Executive Share Plan – ordinary resolution

*" That:*

- i. the terms of the APN Property Group Timothy Slattery Executive Share Plan, which are described in the Explanatory Notes, be approved for the purposes of sections 257B, 259B and 260C of the Corporations Act and for all other purposes;*
- ii. all issues of securities under the APN Property Group Timothy Slattery Executive Share Plan be approved as an exception to Listing Rule 7.1; and*
- iii. the proposed issue of the securities described in the Explanatory Notes under the APN Property Group Timothy Slattery Executive Share Plan be approved for the purposes of Listing Rule 10.14 and for all other purposes. "*

#### Summary of Proxy instructions

	For	Open	Against	Abstain
Votes	190,586,138	9,259,454	1,896,168	96,766
Percentage	94.47%	4.59%	0.94%	-

# APN PROPERTY GROUP

