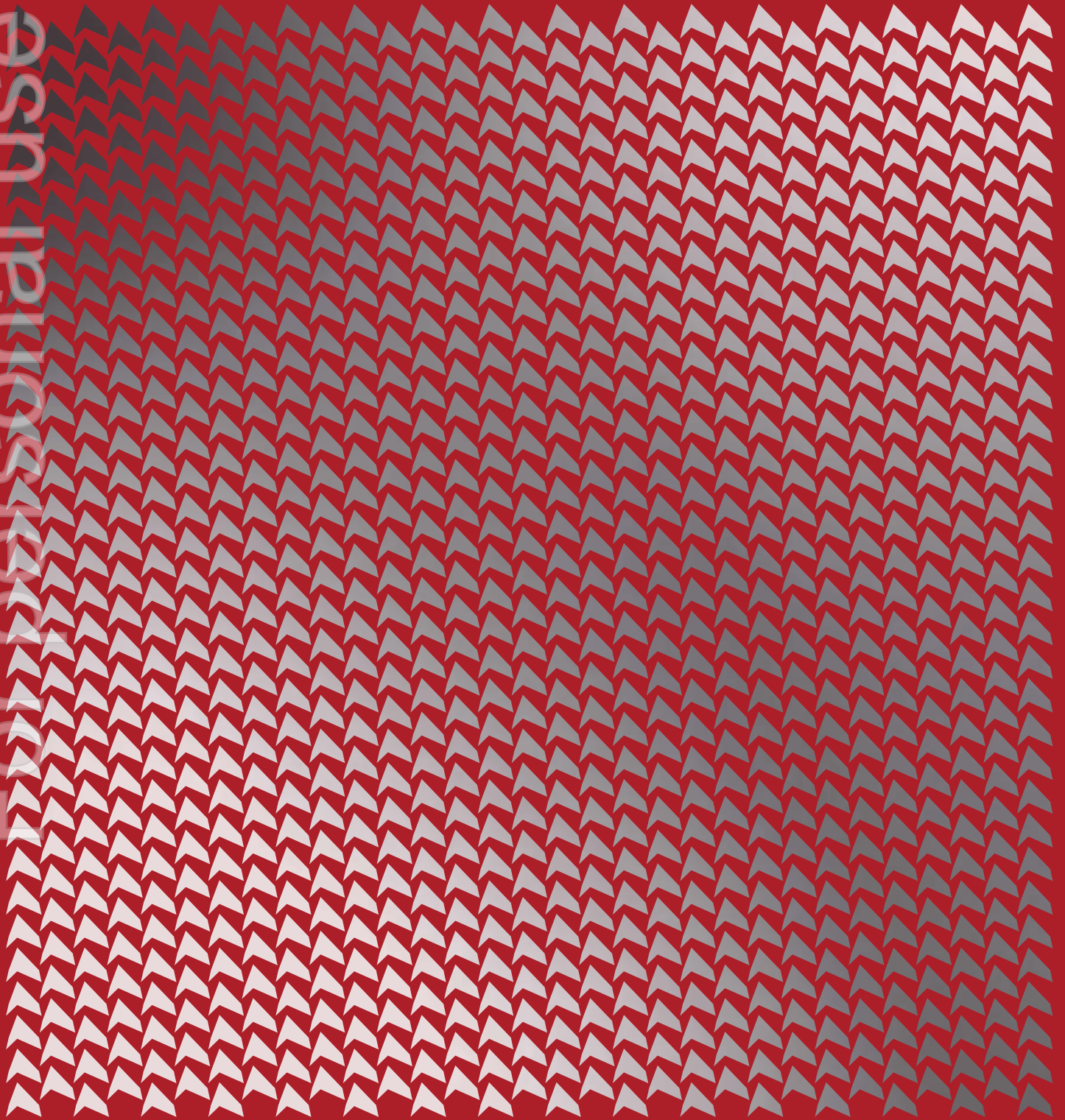


# BWP Trust Annual Report 2025

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Acknowledgement of country

We acknowledge the Traditional Owners of Country throughout Australia and their continuing connections to lands and waterways upon which we depend. We pay our respects to their Elders, past, present and emerging.



se only



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## Legend

**BWP** is a reference to the BWP corporate group, being (a) prior to Implementation, BWPM, the BWP Trust and each of the BWP Trust's subsidiary entities and (b) following Implementation, the Stapled Entities and each of their subsidiary entities.

**BWP Boards** is a reference to the BWPM Board and the BWP Property Group Board.

**BWP Management Entities** is reference to BWP Management Limited and its subsidiary NPR Management Limited.

**BWP Operations** is a reference to BWP Operations Pty Ltd ACN 688 086 124, the entity established to be the operations entity for BWP on a go-forward basis.

**BWP Property Group** is a reference to BWP Property Group Ltd ACN 688 059 074, the company to be listed and stapled to units in the BWP Trust.

**BWP Property Group Board** is a reference to the board of directors of BWP Property Group.

**BWP Trust** is a reference to BWP Trust ARSN 088 581 097 (ASX:BWP).

**BWPM** is a reference to BWP Management Limited ACN 082 856 424 as the responsible entity of the BWP Trust ARSN 088 581 097 (ASX:BWP).

**Stapled Entities** is reference to BWP Trust and BWP Property Group Limited and their respective subsidiary entities.

## Important notice

This report contains statements regarding the future ("forward-looking statements") and statements of belief or opinion ("assumptions"). Words such as "believe", "consider", "could", "expect", "anticipate", "intend", "estimate", "likely", "may", "objective", "should", "plan", "target", and other similar expressions are intended to identify forward-looking statements or assumptions. While due care and attention has been used in preparing this report and the information it contains, forward-looking statements and assumptions are not guarantees of future performance or outcomes. Forward-looking statements and assumptions are based on expectations and information available at the date of this report and they are subject to known and unknown risks, uncertainties and other factors, which may be beyond the control of the responsible entity and which may cause actual performance and outcomes to differ materially from those expressed or implied by the statements. No representation or warranty, express or implied, is made as to the fairness, accuracy, completeness or correctness of the forward-looking statements contained in this report, and undue reliance should not be placed on such statements. Subject to applicable law and disclosure requirements, the responsible entity is under no obligation to update any of the forward-looking statements contained in this report.

Before making an investment decision or acting on the information in this report, you should make your own enquiries and seek your own professional advice as to the application of the information provided in this report to your particular investment needs, objectives and financial circumstances.

# About us

Established and listed on the Australian Securities Exchange ('ASX') in 1998, BWP Trust ('BWP' or 'the Trust') is a real estate investment trust investing in and managing commercial properties throughout Australia.

Since its inception, and prior to management internalisation on 1 August 2025, BWP Trust was externally managed by BWP Management Limited ('BWPM'), the appointed responsible entity, with 100 per cent of BWPM's share capital owned by Wesfarmers Limited ('Wesfarmers').

On 28 July 2025, unitholders approved the internalisation of the management of BWP, where BWP Management Limited and its subsidiaries were purchased from Wesfarmers by BWP Trust unitholders through a new entity, BWP Property Group Limited ('BWP Property Group').

This resulted in the formation of a stapled group comprising BWP and BWP Property Group ('the Group').

BWP is managed by the responsible entity, BWP Management Limited ('the Responsible Entity' or 'the RE'), now a subsidiary of BWP Property Group, which is appointed under the Trust's constitution and operates under an Australian Financial Services Licence ('AFSL'). The responsible entity is solely committed to managing the respective trusts and during the 2024/25 financial year was paid a quarterly fee based on the gross assets of the respective trusts.

The majority of the Group's properties are well located large format retailing properties, in particular, Bunnings Warehouses leased to Bunnings Group Limited ('Bunnings' or 'BGL'). Bunnings is the leading retailer of home improvement and lifestyle products in Australia and New Zealand and a major supplier to project builders, commercial tradespeople, and the housing industry.

Bunnings is a wholly-owned subsidiary of Wesfarmers, one of Australia's largest listed companies. Through one of its subsidiaries, Wesfarmers also owned 22.3 per cent of the issued units in BWP as at 30 June 2025.

## BWP's Objective

BWP aims to provide investors with a secure and growing income stream and long-term capital growth. This is achieved through strong alignment with, and support for, the ongoing property needs of its customers, while also responding to the needs of the local communities where BWP owns real estate.

## BWP Trust

ARSN 088 581 097

RESPONSIBLE ENTITY  
BWP Management Limited  
ABN 26 082 856 424

AUSTRALIAN FINANCIAL  
SERVICES LICENCE  
No. 247830

[bwptrust.com.au](http://bwptrust.com.au)

# Chairman's message

On behalf of the Board of directors of BWP Management Limited, I am delighted to present this year's annual report, which marks a significant milestone for BWP. This year, we have undertaken several strategic initiatives that will contribute to shaping the future of BWP.

BWP listed on the ASX on 16 September 1998 and, for the past 27 years BWP has remained committed to its original investment proposition by focusing on well-located, geographically diverse large format retail properties with long-term leases to quality tenants. Wesfarmers, including its wholly owned subsidiary, Bunnings, remains BWP's largest tenant, collectively accounting for 80.8 per cent<sup>1</sup> of rent. This quality portfolio, with rent underpinned by Bunnings, has ensured that BWP Investors have enjoyed, since listing, a secure, growing income stream and capital growth.

In both a continuation and evolution of BWP Trust's original investment proposition, on 27 June 2025, BWP and Wesfarmers signed an Implementation Deed to enable a proposal to be put to Investors comprising three components:

1. the internalisation of the management functions of BWP (**Internalisation**);
2. restructuring the terms of Bunnings Leases within the BWP property portfolio (**Lease Reset and Extension**); and
3. store expansion expenditure commitments and network upgrade expenditure commitments at certain Bunnings sites within the BWP property portfolio (**Capital Expenditure Commitments**),<sup>2</sup>

where, collectively, the Internalisation, Lease Reset and Extension, and Capital Expenditure Commitments comprised the **Transaction**.

I am delighted that unitholders voted to approve the Transaction on 28 July 2025.

## Operating environment

The operating environment for the 2025 financial year<sup>3</sup> was shaped by moderating inflation, stabilising interest rates, and resilient demand for large format retail property.

Retail real estate remained attractive, supported by strong supply-demand fundamentals and population growth. New development activity continued to be constrained by elevated construction costs and limited site availability which, with supply remaining low, supported high occupancy, rental growth, and asset values across the sector.

Investor interest in large format retail assets strengthened. This was reflected in an increase in transaction activity, including Bunnings

Warehouse transactions completed in the 2025 financial year, with capitalisation rates compressing and valuations increasing.

In this environment, BWP achieved continued portfolio rent growth, including the contribution of the Newmark Property REIT ('NPR') off-market takeover. This more than offset higher finance costs associated with higher interest rates and higher debt levels.

## Portfolio optimisation

BWP continued to make progress on optimising the portfolio during the year. Development activity advanced at key sites, with development approval received for Fountain Gate, Victoria and further progress made at Noarlunga, South Australia.

Efforts to repurpose and re-lease properties vacated by Bunnings also continued, supporting rental income and asset utilisation, with the re-leasing of Northland, Victoria secured during the year.

To further support the delivery of strategic priorities, during the year BWP invested in systems to support the growth of the business and ensure efficient execution.

## Profitable growth

During the year, in support of profitable growth, agreement was reached with Bunnings (subject to development approval and completion of legal documentation) for a \$14.0 million expansion of the Pakenham, Victoria warehouse. An agreement was also reached with an unrelated third party tenant for an \$11.0 million redevelopment and car showroom expansion at Midland, Western Australia.

While acquisitions with strong value-creation potential within reasonable timeframes remained challenging during the year, BWP observed an increase in opportunities to acquire properties at yields more reflective of underlying risk.

## Portfolio renewal

Reflecting its focus on portfolio renewal, during the year BWP continued to progress sales campaigns for the ex-Bunnings Warehouses at Port Kennedy, Western Australia and Morley, Western Australia.

<sup>1</sup> As at 30 June 2025.

<sup>2</sup> The Capital Expenditure Commitments are subject to development approvals, board approvals and completion of legal documentation.

<sup>3</sup> 12 months to 30 June 2025.

## Distributions and capital management

The Directors were pleased to approve the final distribution of 9.45 cents per unit, taking the full-year distribution to 18.65 cents per unit, a 2.0 per cent increase on the prior year.

## Future securityholder meetings

The first Annual General Meeting ('AGM') of BWP Property Group is expected to be held in the second half of the 2026 calendar year. Details will be provided by way of a Notice of Meeting to be received by securityholders closer to the AGM.<sup>1</sup>

## Focus areas

Following unitholder approval of the management internalisation, Bunnings lease reset and extension, and capital expenditure commitments on 28 July 2025, the Board and management will focus on delivering the benefits of this transaction in the 2025/26 financial year. These include the benefits of lower operating costs and a reduced cost of capital, improved investor alignment and leveraging the establishment of a platform for growth.

Consistent with the 2025 financial year, BWP's strategic pillars of portfolio optimisation, profitable growth and portfolio renewal will continue to guide BWP's areas of focus and activity. BWP will remain active in assessing and actioning opportunities to grow and renew the portfolio to create value for securityholders. Focus will also be placed on the repurposing of ex-Bunnings properties in the portfolio, with the coming year reflecting a peak in repurposing activity and associated capital expenditure, filling any vacancies, progressing and completing store upgrades and the continued roll out of energy efficient improvements.

In delivering these strategic pillars, BWP will again focus on factors that influence its financial performance including, the cost of funding, future investor demand for property, productivity in the existing portfolio, portfolio growth and the time taken, and cost of re-leasing and repositioning properties in the portfolio.

BWP's disciplined approach to capital management, reduced operating costs upon internalisation, and focus on asset optimisation, position BWP well to maintain asset quality, respond to evolving market conditions and capitalise upon opportunities should they be in the interest of investors.

I would like to thank unitholders for their continued support of BWP as evidenced by their approval of the internalisation, lease reset, and capital expenditure proposal. I would also like to express my appreciation to my fellow directors and the management team for their sustained effort and commitment throughout what has been a very busy year. Their contribution was instrumental in delivering the important internalisation milestone, in addition to the continued focus on optimising and managing the portfolio.



### Tony Howarth AO

Chairman  
BWP Management Limited  
Perth, 6 August 2025

<sup>1</sup> AGM date is indicative only.



# 2024/25 Portfolio highlights

**3.0%**

4.2% previous year

Like-for-like rental growth<sup>1</sup>

**24 completed**

Rent ↑ 3.3% on passing

Market rent reviews<sup>2</sup>

**\$203.3**

million

↑ 16.5% on previous year

Total income

**18.65c**

per unit

9.45c final distribution

↑ 2.0% on previous year

Full-year ordinary distribution

**0 tonnes CO<sub>2</sub>e**

Scope 2 market-based greenhouse gas emissions<sup>3</sup>

**4.4%**

4.3% at year end

Weighted average cost of debt

**4.5 years**

3.8 years previous year

Weighted average lease expiry ('WALE')

**5.40%**

5.43% December 2024

5.54% June 2024

Weighted average capitalisation rate

**98.6%**

99.1% previous year

Portfolio leased

**\$3.98**

per unit

↑ 5.0% from 2024: \$3.79

Net tangible assets per unit

**21.6%**

21.5% previous year

Gearing (debt/total assets)

<sup>1</sup> For the 12 months to 30 June 2025, taking into account the average inflation on CPI linked leases of 2.7 per cent

<sup>2</sup> Including 12 Bunnings Warehouse properties finalised during the year.

<sup>3</sup> BWP's net Scope 2 emissions on a market-based method taking into account green electricity purchased and Australian Carbon Credit Units ('ACCUs') surrendered for the year ended 30 June 2025.

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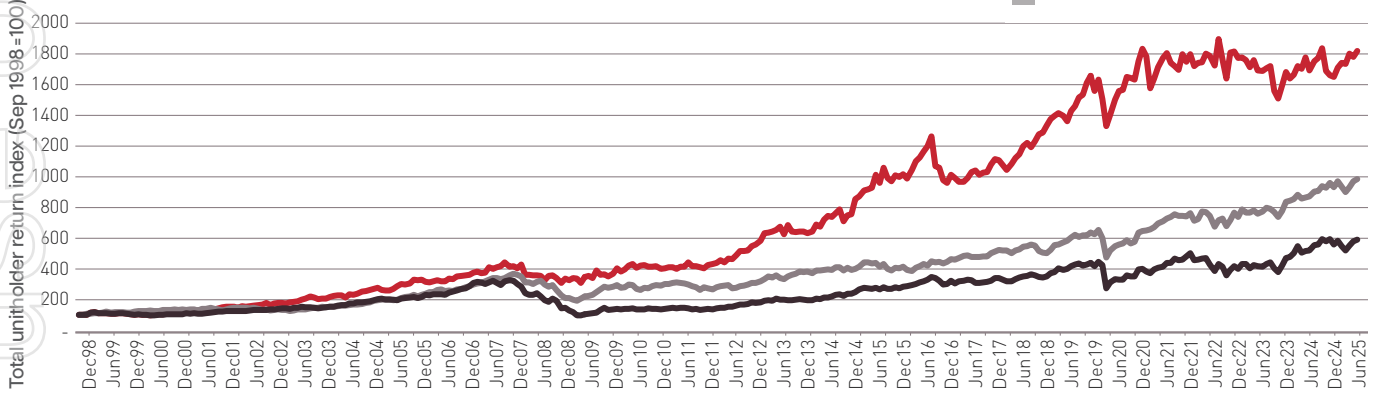


BUNNINGS WAREHOUSE, BELROSE, NSW

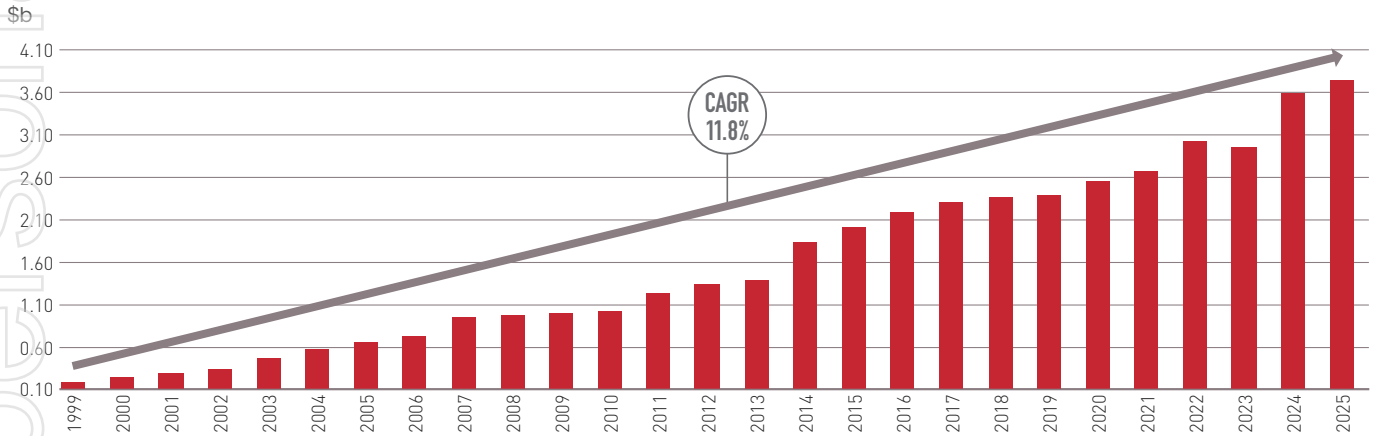
# Value creation

## Total Unitholder Return Since Listing

BWP vs S&P/ASX200 Property Accumulation Index

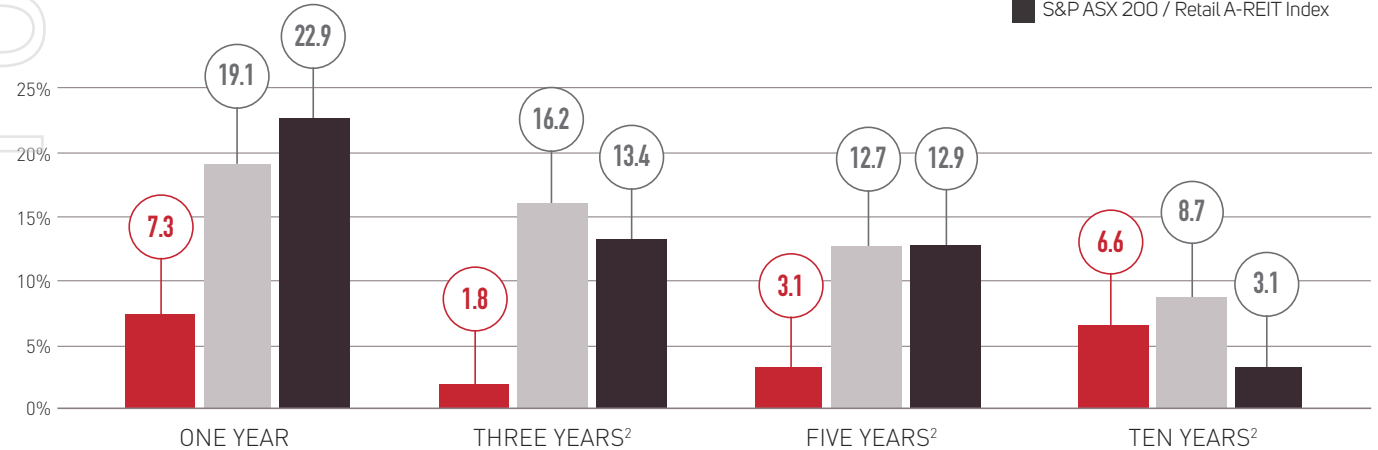


## Total Assets Since Listing



## Total Returns (BWP Trust compared to market)

period ended 30 June 2025<sup>1</sup>



<sup>1</sup> Source: UBS Australia. Total returns include distributions and movement in price (assuming distributions are reinvested).

<sup>2</sup> Annual compound returns.

# Financial summary

| Year ended 30 June  |             | 2025             | 2024             | 2023    | 2022    | 2021    |
|---|-------------|------------------|------------------|---------|---------|---------|
| <b>INCOME &amp; EXPENSES</b>                                    |             |                  |                  |         |         |         |
| Total income  | \$m         | 203.3            | 174.5            | 158.2   | 153.3   | 152.2   |
| Total expenses  | \$m         | (73.6)           | (55.2)           | (44.6)  | (38.6)  | (38.3)  |
| Profit before fair value movements                              | \$m         | 129.7            | 119.3            | 113.6   | 114.7   | 114.0   |
| Amounts released from undistributed income reserve              | \$m         | 3.4 <sup>1</sup> | 5.2 <sup>2</sup> | 3.9     | 2.8     | 3.5     |
| Distributable amount for the period                             | \$m         | 133.1            | 124.1            | 117.5   | 117.5   | 117.5   |
| Management expense ratio <sup>3</sup> (annualised)              | %           | 0.66             | 0.66             | 0.64    | 0.64    | 0.63    |
| <b>PORTFOLIO VALUATION &amp; DISTRIBUTION</b>                   |             |                  |                  |         |         |         |
| Property and derivative revaluation gains/(losses) <sup>4</sup> | \$m         | 135.9            | 61.0             | (76.9)  | 371.9   | 149.2   |
| Net profit including fair value movements                       | \$m         | 265.6            | 180.2            | 36.7    | 486.6   | 263.2   |
| Number of units on issue  | m           | 714              | 714              | 642     | 642     | 642     |
| Distribution per ordinary unit                                  | interim     | cents            | 9.20             | 9.02    | 9.02    | 9.02    |
|   | final       | cents            | 9.45             | 9.27    | 9.27    | 9.27    |
|   | total       | cents            | 18.65            | 18.29   | 18.29   | 18.29   |
| Number of unitholders   |             | 29,797           | 23,754           | 22,964  | 24,016  | 24,155  |
| Unit price at 30 June   | \$          | 3.52             | 3.46             | 3.63    | 3.89    | 4.26    |
| <b>INVESTMENT &amp; CASH GENERATION</b>                         |             |                  |                  |         |         |         |
| Capital expenditure   | \$m         | 24.8             | 41.9             | 14.3    | 6.0     | 16.8    |
| Acquisitions of investment properties                           | \$m         | -                | 572.0            | -       | -       | -       |
| Free cash flow  | \$m         | 94.4             | 105.6            | 109.6   | 115.4   | 114.9   |
| <b>CAPITAL STRUCTURE</b>  |             |                  |                  |         |         |         |
| Total assets  | \$m         | 3,745.9          | 3,586.3          | 2,960.2 | 3,021.9 | 2,674.6 |
| Borrowings  | \$m         | 808.2            | 771.6            | 468.5   | 455.6   | 474.7   |
| Unitholders' equity   | \$m         | 2,839.6          | 2,707.6          | 2,405.9 | 2,486.3 | 2,116.4 |
| Net tangible assets   | \$ per unit | 3.98             | 3.79             | 3.75    | 3.87    | 3.29    |
| Weighted average cost of debt                                   | % pa        | 4.4              | 4.4              | 3.6     | 3.0     | 3.1     |
| Weighted average cap rate                                       | %           | 5.40             | 5.54             | 5.38    | 5.04    | 5.65    |
| Gearing (debt to total assets)                                  | %           | 21.6             | 21.5             | 15.8    | 15.1    | 17.7    |

Figures above are subject to rounding.

<sup>1</sup> Being \$0.1 million in capital profits and \$3.3 million to offset one-off transaction costs.

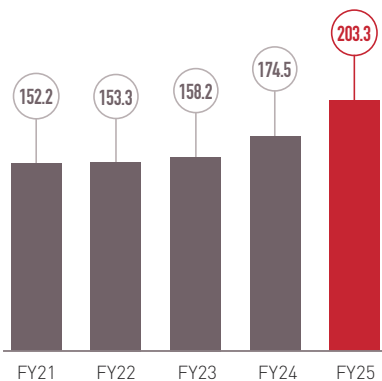
<sup>2</sup> Includes \$3.4 million for the release of the preacquisition NPR distribution received.

<sup>3</sup> Expenses other than property outgoing and borrowing costs as a percentage of average total assets.

<sup>4</sup> It should be noted that all property valuations as at 30 June 2025 did not take into account the anticipated effects of the Lease Reset and Extension component of the Transaction as approved by unitholders on 28 July 2025, which is expected to increase the property valuations as set out on page 17.

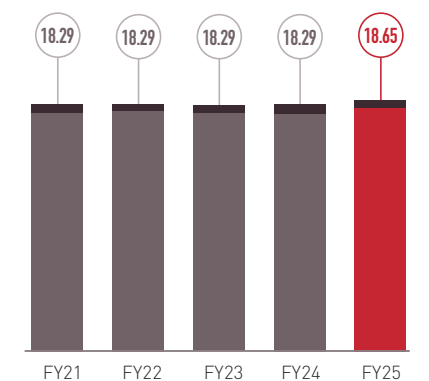
## Total Income

(\$m)



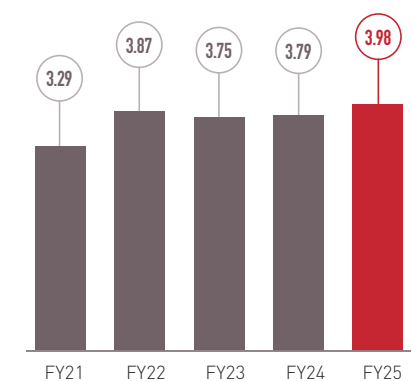
## Distribution Per Unit

(cents)



## Net Tangible Asset Backing

(\$ per unit)



# Strategic framework

## Strategic framework and business approach

Objective

**Provide investors with a secure and growing income stream and long-term capital growth**

Strategic pillars

  
**Portfolio optimisation**

  
**Profitable growth**

  
**Portfolio renewal**

Supporting principles

  
**Operating excellence**

  
**Capital structure**

  
**Asset management**

Business approach

  
**Investment areas**

  
**Returns drivers**

  
**Value creation**

Enablers

**Commercial discipline**

**Capital allocation and access**

**Sustainability**

**Active and effective collaboration**

Values

**Respectful**

**Responsible**

**Resourceful**

**Responsive**

We seek mutually beneficial relationships with all stakeholders

- > We treat others as we expect to be treated
- > We are committed to having a safe and inclusive work environment

We are professional, honest and transparent in how we operate

- > We are accountable for our actions
- > We operate within the law

We value simplicity and we focus on achieving effective and sustainable outcomes

- > We make the most of opportunities
- > We are financially focused and make decisions based on what creates value

We are agile and are responsive to stakeholders and opportunities

- > We are agile, efficient and flexible in our approach
- > We are focused on collaborative relationships and responsive opportunity assessment

## Strategic pillars and supporting principles

In the 2024/25 financial year BWP continued to implement the strategic direction established in the prior year, reflecting its commitment to providing unitholders a secure and growing income stream and long-term capital growth.




### BWP Trust's strategic pillars and supporting principles

In delivering the BWP Trust's objective of providing Investors with a secure and growing income stream and long-term capital growth, BWP's key areas of focus align to three strategic pillars: portfolio optimisation, profitable growth and portfolio renewal. To enable these strategic pillars, BWP prioritises commercial discipline, effective capital allocation and access, sustainability, and active and effective collaboration with key stakeholders.

BWP's three strategic pillars are summarised below:

-  **Portfolio optimisation** – optimising and leveraging the existing network while managing asset repurposing requirements.
-  **Profitable growth** – expanding the core portfolio and assessing adjacent growth segments and addressable markets, where feasible.
-  **Portfolio renewal** – focusing on active value creation through capital recycling and reinvestment in growth initiatives to complement the core portfolio, while maintaining a strong and flexible balance sheet.

Each pillar is supported by a disciplined operating model and a set of enabling principles comprising:

-  **Operating excellence** – effective management of lease renewals and rent reviews and approved and planned developments.
-  **Capital structure** – proactive debt refinancing and capital management aligned to portfolio investment plans and acquisition target site identification.
-  **Asset management** – structured planned and unplanned maintenance and asset renewal and portfolio network planning via balance sheet leverage.

### Portfolio optimisation

Portfolio optimisation prioritises surplus space activation and rent review process optimisation. Initiatives are focused on pad site and large format retail activation on available space.

### Profitable growth

Profitable growth focuses on portfolio acquisitions and site expansions that offer strong tenant alignment and long-term value. Due diligence programs and engagement with tenants—including Bunnings—are configured to assess opportunities that support portfolio optimisation and sustainable income growth, including enabling tenant-led initiatives such as range expansion and format innovation.

While not a primary strategic driver, the Transaction approved on 28 July 2025 also supports BWP's profitable growth objectives by enabling the opportunity to diversify supported by a lower cost structure and contemporised constitution.

### Portfolio renewal

Portfolio renewal sees a focus on non-core asset divestment through asset recycling and subsequent reinvestment in areas complementary to the portfolio. Balance sheet and capital structure optimisation are important enablers of renewal, supported by effective portfolio planning including active and preventative maintenance programs.

### Operating model and business approach

As outlined above, BWP aims to provide Investors with a secure and growing income stream and long-term capital growth, achieved through strong alignment with, and support for, the ongoing property needs of its customers, while also responding to the needs of the local communities where BWP owns real estate. BWP seeks to invest in well located, geographically diversified properties with long-term leases to quality tenants, predominantly in the large format retail sector.

BWP's main source of income is the rent paid by Bunnings and other large format, national retail customers for leasing their respective premises from BWP. Rent is generally based on the area of the property leased by the customer and generally does not have reference to the customer's turnover at the premises. Growth in rental income typically comes from increases in rent from existing properties and acquiring additional leased properties. Rents from existing properties grow as a result of annual rent increases and periodic market reviews in accordance with the lease for the relevant property. Rental growth may also occur with upgrades to existing properties, which increase the lettable area, and repositioning of properties when vacancies occur.

The main items of expense in the 2024/25 financial year for the Group were borrowing costs and the fees paid to the responsible entities for managing the Group. Upon implementation of the Transaction, these management fees will be reduced with the cost reduction post management internalisation expected to be partly offset by the direct costs of operational management. The amount of borrowing costs relates to the level of borrowings BWP has from time to time, and the interest rates and funding costs associated with those borrowings.

BWP's assets are predominantly comprised of its investment properties, which are revalued every six months to their fair value based on market conditions and the circumstances of each property. Changes in the fair value of properties as a result of revaluations are recorded as an unrealised revaluation gain or loss for the relevant period and do not affect distributable profit. Borrowings to fund investment in properties are BWP's largest liability, with a preferred gearing range of 20 to 30 per cent of the value of BWP's total assets.

# Strategic framework

(Continued)

## Recent progress and future priorities

Progress in the 2024/25 financial year was characterised by a continued focus on portfolio optimisation and profitable growth, including the contribution from the NPR off-market takeover, which supported increased rental income and growth in distributions for the year.

Near-term priorities include:

- > Transitioning to an internalised model – with Transaction completion achieved, management will focus on optimising operations;
- > Optimising the cost of capital – Internalisation will enable immediate cost savings in the 2025/26 financial year that will lower the cost of capital and expand the addressable market; and
- > Efficient deployment of capital expenditure commitments – the impact of Bunnings exits will peak in the 2025/26 financial year, with a significant increase in re-purposing activity and capital expenditure requiring strong project management discipline.

### Priorities

- > Site repurposing progressing
  - Broadmeadows Homemaker Centre, Victoria
  - Cairns, Queensland
  - Fountain Gate, Victoria
  - Noarlunga, South Australia
  - Northland, Victoria
- > Debt refinancing and funding source diversification
- > Surplus space activation

- > Acquisition site/target identification
- > Targeting and identification of attractive third-party assets for secondary trade
- > Optimise and leverage the cost of capital (post internalisation)
- > Support key tenant expansion activity

- > Transition to an internalised model
- > Port Kennedy, Western Australia and Morley Western Australia divestment completions
- > Continued engagement with rating agencies
- > Engagement with large format retail sector to identify capital needs to accelerate expansion of existing store networks and potential tenant omnichannel and supply chain productivity transition

### Progress/achievements

- > Strong like-for-like rental growth (3.0 per cent)
- > 12 Bunnings market rent reviews completed (3.4 per cent average increase)
- > Bunnings exercised fifteen (of fifteen) lease options (relative to eight of eight in FY25)

- > Completion of Bunnings upgrades at two stores
- > Agreement to extend lease at one Bunnings store
- > Agreement for redevelopment and car showroom expansion at Midland, Western Australia
- > Agreement for the expansion of the Pakenham, Victoria Bunnings Warehouse




- > Two property sales advanced
- > S&P A- and Moody's A3/negative rating re-affirmed

### Strategic pillars



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In implementing the strategic pillars, BWP's operating model is guided by themes focused on the areas of investment, drivers of returns and value creation initiatives.

|  <b>Investment areas</b>  |  <b>Returns drivers</b>  |  <b>Value creation</b>   |
|--|---|---|
| <p><b>Large format retail property ownership – home improvement / Bunnings focus</b></p> <p><b>THEMES</b></p> <ul style="list-style-type: none"> <li>&gt; Core portfolio of Bunnings Warehouse properties that meet Bunnings' business model requirements, with annual rent increases and long duration of occupancy</li> </ul> <p><b>STATUS</b></p> <ul style="list-style-type: none"> <li>&gt; 262 hectares of land</li> <li>&gt; 82 properties</li> <li>&gt; 78 per cent of income from Bunnings; 81 per cent Wesfarmers Group income</li> <li>&gt; 88 per cent of non-Bunnings income from national tenants</li> </ul>                           | <p><b>Rental growth</b></p> <p><b>THEMES</b></p> <ul style="list-style-type: none"> <li>&gt; Continue to focus on optimising occupancy and market rent review outcomes</li> </ul> <p><b>STATUS</b></p> <ul style="list-style-type: none"> <li>&gt; 46 per cent of BWP's rental income is subject to CPI adjustments</li> <li>&gt; 54 per cent is subject to fixed annual adjustments</li> </ul>   | <p><b>Proactive management of existing properties</b></p> <p><b>THEMES</b></p> <ul style="list-style-type: none"> <li>&gt; Continue to optimise the value of all properties in the portfolio</li> </ul> <p><b>STATUS</b></p> <ul style="list-style-type: none"> <li>&gt; Portfolio 98.6 per cent leased</li> <li>&gt; Port Kennedy, Western Australia and Morley, Western Australia divestments progressing</li> <li>&gt; Noarlunga, South Australia and Fountain Gate, Victoria properties being repositioned for large format retail</li> <li>&gt; Two properties being repositioned for industrial</li> <li>&gt; One property being repositioned for rezoning</li> </ul> |
| <p><b>Sustainable portfolio returns supported by balance sheet flexibility</b></p> <p><b>THEMES</b></p> <ul style="list-style-type: none"> <li>&gt; Long-term value creation by re-investing in and growing the core portfolio of Bunnings Warehouse properties, and from maximising redevelopment prospects in the portfolio</li> </ul> <p><b>STATUS</b></p> <ul style="list-style-type: none"> <li>&gt; 9.2 per cent annual portfolio return on invested capital ('ROIC')<sup>1</sup></li> <li>&gt; 21.6 per cent gearing</li> </ul>   | <p><b>Acquisitions and re-investment</b></p> <p><b>THEMES</b></p> <ul style="list-style-type: none"> <li>&gt; Re-investment in existing portfolio, and acquisitions should they make commercial sense</li> </ul> <p><b>STATUS</b></p> <ul style="list-style-type: none"> <li>&gt; Integration of NPR</li> <li>&gt; Upgrade completed at Dubbo, New South Wales, and Scoresby, Victoria Bunnings Warehouses</li> <li>&gt; Agreement for the expansion of the Pakenham, Victoria Bunnings Warehouse</li> <li>&gt; Agreement for the redevelopment and car showroom expansion at Midland, Western Australia</li> </ul> | <p><b>Portfolio growth</b></p> <p><b>Effective management of the Trust and its capital</b></p> <p><b>THEMES</b></p> <ul style="list-style-type: none"> <li>&gt; Secure and growing income stream</li> <li>&gt; Long-term capital growth</li> </ul>  |
| <p><b>Property location attributes</b></p> <p><b>THEMES</b></p> <ul style="list-style-type: none"> <li>&gt; Well-located properties that are accessible, adjacent to other retail/community facilities</li> <li>&gt; Re-zoning potential for higher and better use</li> <li>&gt; Focus on home improvement, supermarkets, healthcare, automotive and last mile distribution fulfillment</li> </ul> <p><b>STATUS</b></p> <ul style="list-style-type: none"> <li>&gt; 82 per cent metropolitan</li> <li>&gt; 18 per cent regional</li> <li>&gt; 45 per cent of metropolitan properties within 20 kms of a central business district ('CBD')</li> </ul> | <p><b>Cost of funding</b></p> <p><b>THEMES</b></p> <ul style="list-style-type: none"> <li>&gt; S&amp;P A- and Moody's A3/negative rating re-affirmed</li> </ul> <p><b>STATUS</b></p> <ul style="list-style-type: none"> <li>&gt; Refinance near-term debt expiries, and continue to diversify funding and extend duration of debt</li> </ul>  | <p><b>STATUS</b></p> <ul style="list-style-type: none"> <li>&gt; 10-year average total unitholder returns of 6.6 per cent per annum</li> <li>&gt; 10-year NTA compound annual growth rate of 4.5 per cent</li> <li>&gt; 10-year DPU average growth rate of 1.7 per cent</li> </ul>  |

All numbers are as at 30 June 2025 unless otherwise stated.

<sup>1</sup> ROIC is calculated as annualised net rent (being rent net of property outgoings and administrative costs associated with running the Group) divided by the accumulated capital costs incurred on the property portfolio.

# Transaction overview

## Management internalisation, Bunnings lease reset and extension, and capital expenditure commitments (the 'Transaction')

### Background

BWP Trust listed on the ASX on 16 September 1998. Prior to the Transaction, BWP Trust was externally managed by BWPM, which had been appointed as the responsible entity of the BWP Trust since its inception on 18 June 1998.

On 27 June 2025, BWPM announced it had entered into the Implementation Deed with its ultimate holding company, Wesfarmers, regarding a proposal to:

- > Internalise the management functions of BWP (**Internalisation**);
- > Restructure the terms of 62 Bunnings Leases within the BWP property portfolio (**Lease Reset and Extension**); and
- > Commit to store expansion expenditure and network upgrade expenditure commitments at certain Bunnings sites within the BWP property portfolio (**Capital Expenditure Commitments**).

The Transaction resulted in Investors acquiring the BWP Management Entities through the acquisition of BWPM by BWP Property Group. The BWP Management Entities comprise BWPM and NPRM, with NPRM being a wholly-owned subsidiary of BWPM and the responsible entity or trustee (as applicable) of each of the NPR Sub-Trusts.

The Transaction involved the following steps:

- > BWP Property Group issuing to BWPM (as responsible entity of the BWP Trust) a number of BWP Property Group Shares equal to the number of BWP Trust Units on issue as at the Stapling Record Date;
- > The existing BWP Trust Constitution being amended to facilitate the distribution of the BWP Property Group Shares, and the stapling and trading of the Stapled Securities on ASX (the BWP Property Group Constitution already allowed for such a stapling);
- > BWPM (as responsible entity of the BWP Trust) distributing to each Investor one BWP Property Group Share for each BWP Trust Unit they held on the record date. This comprised a capital distribution of \$0.1922 per BWP Trust Unit, with the receipt of the BWP Property Group Shares by Investors occurring by way of an in-specie capital return (and not requiring Investors to contribute any additional money, nor lodge an application form);
- > BWP Property Group acquiring BWPM (together with its subsidiary entities) from Wesfarmers, following which the Stapled Entities (and indirectly, the Investors) owned all the BWP Management Entities;
- > Wesfarmers agreeing to provide the Transitional Services to BWP under the Co-operation and Services Agreement ('CASA');
- > BWPM as responsible entity of the BWP Trust, NPRM (as responsible entity or trustee (as applicable) of the NPR Sub-Trusts), and Bunnings resetting certain terms for 62 Bunnings Leases;

- > BWP committing to undertake store expansion capital expenditure at five Bunnings sites within the BWP property portfolio, representing a development commitment of \$56 million from Bunnings, funded by BWP, with works commencing within three years of Implementation;
- > BWP and Bunnings agreeing to network upgrade expenditure at Bunnings sites within the BWP property portfolio, representing a development commitment of \$30 million jointly funded by BWP and Bunnings (in equal proportions), with works to be completed within five years of Implementation; and
- > The BWP Property Group Shares and the BWP Trust Units trading on ASX as stapled securities upon Implementation.

A diagram of the proposed structure of BWP following Implementation is set out on page 17. BWP Operations Pty Ltd ('BWP Operations') was incorporated for the purpose of acting as the operations entity for BWP on a go-forward basis. Each of the employees providing services to the Stapled Entities has been directly employed by BWP Operations, with BWP Operations entering into various service-related contracts on behalf of BWP.

The key terms of the BWP Property Group Shares are set out in the Meeting Booklet available on BWP's website.

### BWP Property Group

Following completion of the Transaction, investors became the sole owners of BWP Property Group and its subsidiary entities, including the BWP Management Entities.

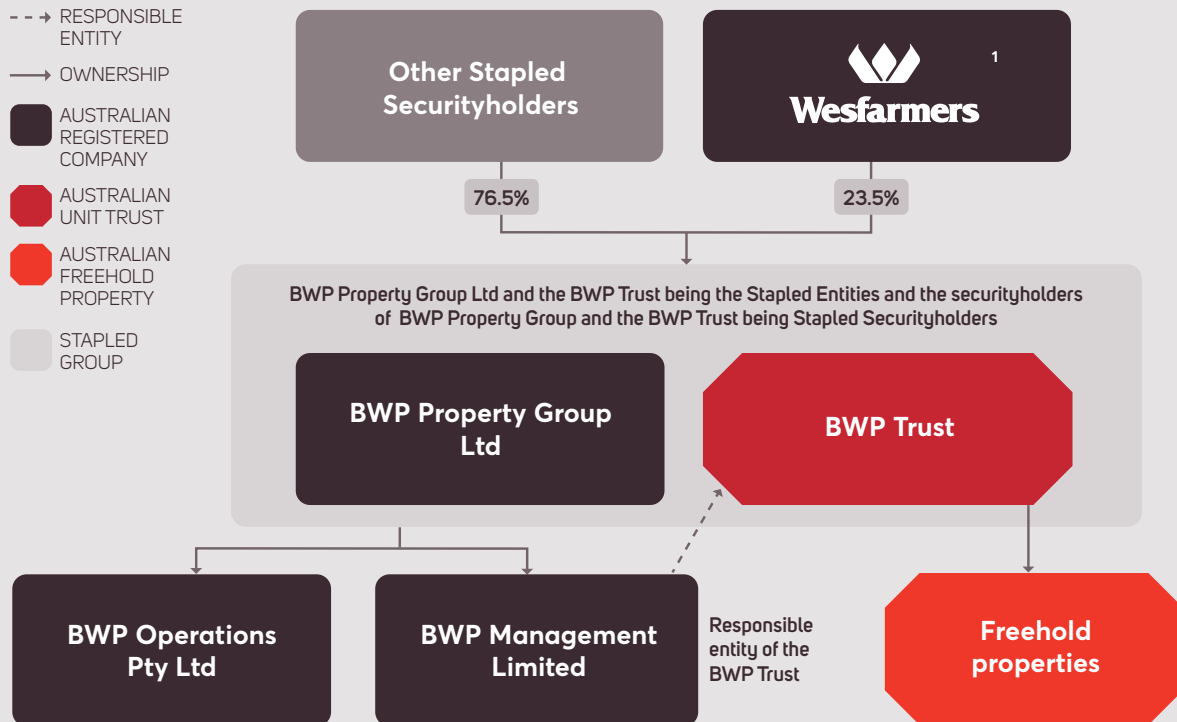
The existing BWPM Board and management team, including Managing Director Mark Scatena, have continued with BWP following the implementation of the Transaction.

BWP Property Group and its relevant subsidiary entities now (among other things):

- > Manages the BWP Trust and the NPR Sub-Trusts (as applicable);
- > Manages the properties owned by the BWP Trust and NPR Sub-Trusts; and
- > Employs all staff of BWP.

## Structure

### Corporate structure following implementation of the Proposed Transaction



<sup>1</sup> Wesfarmers Investments Pty Ltd, as the holder of 23.5 per cent of the BWP Trust Units and 23.5 per cent of the BWP Property Group Shares.

### Advantages for securityholders following the Transaction

The Transaction has secured continued exposure to Bunnings as BWP's largest tenant, and established an aligned, cost-efficient, internally managed real estate investment group with significant lease tenure. This structure is expected to continue generating predictable distributions for Investors.

The amendments to the previous BWP Trust Constitution have contemporised BWP's governance and enabled expanded services and income diversification.

The advantages of the Transaction include:

- > **Tenant retention and tenant quality continuation** – secured a strong and highly capable national retailer, Bunnings, for additional term certain ensuring continued covenant strength.
- > **Income certainty** – increased certainty of future rent, with Bunnings' medium-term vacancy, and any associated income risk, removed.

- > **Longer weighted average lease expiries** – extends the term certain on 62 Bunnings Leases resulting in an increase to BWP's WALE from 4.5 years<sup>1</sup> to 7.7 years<sup>2</sup>, with the Bunnings WALE increasing from 4.8 years<sup>3</sup> to 9.1 years.<sup>4</sup>
- > **Expected valuation uplift from Lease Reset and Extension** – the longer term certain is expected to uplift property valuations by an estimated \$49.9 million<sup>5</sup> which reflects an eight basis point compression in BWP's weighted average capitalisation rate to 5.35 per cent.
- > **Lower operating costs** – the removal of the management fee payable by BWP to Wesfarmers<sup>6</sup> and the internalisation of BWP's operating expenses,<sup>7</sup> will reduce BWP's cost of doing business, and potentially lower BWP's cost of capital and increasing its competitiveness in bidding for new investments.
- > **Distribution accretion** – the Transaction is forecast to be accretive to FY2026 distributions. Excluding the Transaction, BWP's FY2026 distribution was forecast to be 19.03 cents per BWP Trust Unit (including capital profits of \$5.6 million), reflecting 2.0 per cent growth on FY2025.

<sup>1</sup> As at 30 June 2025.

<sup>2</sup> As at 30 June 2025, allowing for the agreed lease extensions to commence at the next anniversary of each current Bunnings Lease, except for the Chadstone lease which will commence at Implementation.

<sup>3</sup> As at 30 June 2025.

<sup>4</sup> As at 30 June 2025 allowing for the agreed lease extensions to commence at the next anniversary of each current Bunnings Lease, except for the Chadstone lease which will commence at Implementation.

<sup>5</sup> Estimated valuation uplift is based on management's assessment of comparable evidence of capitalisation rate movements. This assessment has been validated by an independent opinion from JLL and is available in the Market Booklet at [www.bwptrust.com.au](http://www.bwptrust.com.au).

<sup>6</sup> Forecast to be \$22.0 million in the year ending 30 June 2026.

<sup>7</sup> Internalisation of BWP's operating expenses (forecast to be \$9.6 million for the year ending 30 June 2026).

# Transaction overview

(Continued)

Following Implementation, BWP's distribution forecast for FY2026 is 19.41 cents per BWP Stapled Security (including capital profits of \$5.6 million). This reflects 2.0 per cent accretion to the FY2026 distribution pre-Implementation, and 2.3 per cent accretion on a pro forma full year basis. BWP's distribution forecast of 19.41 cents per BWP Stapled Security represents a 4.1 per cent increase on the FY2025 distribution of 18.65 cents per BWP Trust Unit.

> **Capital Expenditure Commitments<sup>1</sup>** – BWP and Bunnings have agreed to undertake store expansion capital expenditure at five Bunnings sites representing a development commitment from Bunnings of \$56 million, funded by BWP, with works to commence within three years of the Transaction implementation. This capital expenditure is subject to rentalisation at a funding rate equal to the five-year swap rate plus a margin of 200 basis points contributing to future rent and expected growth for BWP.

BWP and Bunnings also each agreed to fund \$15 million (\$30 million in total) of additional network upgrade expenditure to upgrade ageing Bunnings sites to extend their useful life. This capital expenditure is not subject to rentalisation or associated rent adjustments, and is to be completed within five years of the Transaction implementation.

> **Platform for potential future growth** – new acquisitions are not expected to require a material increase in internal management costs. New acquisitions previously resulted in an increase in management fees payable to Wesfarmers (as the ultimate holding company of the BWP Management Entities), potentially limiting the ability to undertake acquisitions or lowering the returns of those acquisitions to BWP.

> **Potential for diversified and incremental income streams** – while not a strategic driver of the Transaction, the Transaction affords BWP the opportunity to diversify income streams which could, for example, include third party asset and fund management mandates.

> **Continuity of senior management** – following the Transaction, senior management remained in place, with the Managing Director (Mark Scatena) having executed a new employment contract with BWP Operations, which is effective from implementation on 1 August 2025.

> **Market alignment** – BWP is now aligned with the market standard for REIT management structures. At the time of the Transaction, the top 10 Australian REITs by market capitalisation were internally managed, and 90 per cent of REITs within the ASX 300 index operated under internal management structures.

> **Improved market position** – the Transaction may contribute to a potential increase in demand and liquidity for Stapled Securities, particularly among Investors with a preference for internally managed REITs.

> **Corporate governance benefits and Investor alignment** – the Transaction enhances accountability, transparency, and Investor rights. Management is now employed and incentivised directly by BWP. At each annual general meeting of BWP Property Group, Investors will have the ability to vote on the appointment and re-election of directors of BWP Property Group (excluding the Managing Director), including the BWPM Board, in accordance with the Stapling Deed which requires the composition of the BWP Boards to be identical or substantially the same. The first AGM of BWP Property Group is expected to be held in the second half of the 2026 calendar year.

## What has been implemented (Timetable)

|   |            |
|---|------------|
| Last day of ASX trading of BWP Trust Units  | 29/07/2025 |
| Admission of BWP Property Group Shares to official list of ASX (to trade as part of the Stapled Securities) Stapled Securities commence trading on ASX on a deferred settlement basis | 30/7/2025  |
| Stapling Record Date Last day for registration of transfers of BWP Trust Units  | 31/7/2025  |
| Stapling Commencement Date BWP Property Group Shares received by Investors Implementation Date (effective date of management internalisation)   | 1/8/2025   |
| Last day of deferred settlement trading   | 1/8/2025   |
| Stapled Securities commenced trading on a normal (T+2) settlement basis   | 4/8/2025   |
| Despatch of holding statements of Stapled Securities  | 4/8/2025   |

<sup>1</sup> Capital Expenditure Commitments are subject to development approvals, board approvals and completion of legal documentation.

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BUNNINGS WAREHOUSE, EASTGARDENS, NSW

# Managing Director's report

## Financial results

### Income and Expenses

Total income for the year to 30 June 2025 was \$203.3 million, 16.5 per cent above last year. Rental and other property income was \$29.0 million higher, largely due to the full year of income from the NPR acquired properties, along with annual increases in rent.

Finance costs of \$35.0 million were 37.7 per cent higher than last year due to a higher level of average borrowings (36.2 per cent higher than the previous year at \$799.9 million compared with \$587.5 million), which was largely due to NPR debt acquired as part of the acquisition completed in June 2024. The weighted average cost of debt for the year (finance costs as a percentage of average borrowings) was 4.4 per cent which was in line with the previous year.

Other operating expenses, excluding one-off transaction costs of \$3.3 million relating to the internalisation, were 25.4 per cent higher than the previous year at \$14.0 million (\$11.2 million in the previous year), largely due to increases in land tax payable, other property outgoings and insurance premiums relating to the NPR portfolio. The management expense ratio for the year ended 30 June 2025 (expenses other than property outgoings and borrowing costs as a percentage of average total assets) was in line with the previous year at 0.66 per cent. The management fee payable for the year increased 14.6 per cent from \$18.6 million to \$21.3 million, largely due higher property valuations throughout the year and a full year of management fees payable relating to the NPR assets.

### Profit

Profit, as disclosed in the Group's financial statements, includes unrealised gains or losses in the fair value of investment properties as a result of the revaluation of the entire property portfolio every six months (see revaluations section, Our property portfolio section on pages 30 to 31), as well as unrealised gains or losses on certain derivatives. The unrealised revaluation gains or losses are recognised as undistributed income as part of unitholders' equity in the financial statements and do not affect the profit available for distribution to unitholders each period.

For the year ended 30 June 2025, net profit was \$265.6 million, including \$135.9 million in net unrealised gains in the fair value of investment properties and derivatives. This compares with net profit last year of \$180.2 million, which included net unrealised gains of \$61.0 million in the fair value of investment properties and derivatives. Profit before fair value movements was \$129.7 million, 8.7 per cent above the prior year (\$119.3 million).

At the discretion of the Board, capital profits arising from the sale of investment properties can be distributed in the year they are generated, or retained for future growth or to be distributed in future years. In the year to 30 June 2025, BWP released \$0.1 million of capital profits (2024: \$1.8 million), and added back the one-off transaction costs of \$3.3 million, incurred during the year relating to the Transaction.

## Financial Position

As at 30 June 2025, the Group's total assets were \$3.7 billion (2024: \$3.6 billion) with unitholders' equity of \$2.8 billion and total liabilities of \$0.9 billion. Investment properties and assets held for sale made up the majority of total assets comprising \$3.7 billion (2024: \$3.5 billion). Further information on investment properties is included in the Our property portfolio section on pages 30 to 31. It should be noted that all property valuations as at 30 June 2025 did not take into account the anticipated effects of the Lease Reset and Extension component of the Transaction as approved by unitholders on 28 July 2025, which is expected to increase the property valuations as set out on page 17.

The net tangible asset backing of BWP's units ('NTA') as at 30 June 2025 was \$3.98 per unit, an increase of 5.0 per cent from \$3.79 per unit as at 30 June 2024. The increase in NTA was due to an increase in property valuations during the year ended 30 June 2025. The pro-forma NTA, post Transaction, was \$3.85 per unit.

## Distribution to Unitholders

A final distribution of 9.45 cents per ordinary unit has been declared and will be made on 27 August 2025 to unitholders on BWP's register at 5.00 pm (AEST) on 30 June 2025. The final distribution takes the total ordinary distributions for the year to 18.65 cents per unit (2024: 18.29 cents per unit, up 2.0 per cent on the prior year).

## Capital Management

BWP is committed to maintaining an investment grade rating (currently A-/stable by Standard & Poor's and A3/negative by Moody's) through appropriate capital and balance sheet management.

During the year, Moody's maintained its negative outlook citing leverage, near term financing risks and the significant proportion of lease expiries over the next two years. Whilst maintaining the negative outlook, Moody's noted that BWP's rating (A3) continued to reflect BWP's simple business model, a strong primary lessee and a portfolio of assets difficult to replicate, and also identified that gearing and interest cover metrics remain within tolerance levels, despite leverage falling outside Moody's preferred range. As outlined below, a large proportion of the near term debt maturities have been refinanced and extended, and through the recent unitholder approval of the internalisation and lease reset, a significant proportion of the lease expiries have been materially extended.

## Debt funding

The Group's debt facilities as at 30 June 2025 are summarised below:

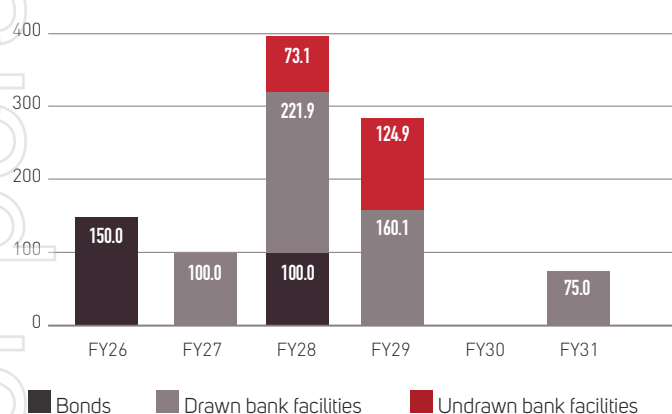
|                                      | Limit<br>\$m   | Amount drawn<br>\$m | Expiry<br>date |
|--------------------------------------|----------------|---------------------|----------------|
| <b>Bank debt facilities</b>          |                |                     |                |
| Sumitomo Mitsui Banking Corporation  | 100.0          | 100.0               | June 2027      |
| Westpac Banking Corporation          | 135.0          | 86.9                | April 2028     |
| Sumitomo Mitsui Banking Corporation  | 110.0          | 85.0                | June 2028      |
| Bank of China                        | 50.0           | 50.0                | June 2028      |
| Westpac Banking Corporation          | 85.0           | 37.3                | July 2028      |
| Commonwealth Bank of Australia       | 150.0          | 122.8               | July 2028      |
| Bank of China                        | 50.0           | -                   | June 2029      |
| Institutional term loan              | 75.0           | 75.0                | November 2030  |
| <b>Corporate bonds</b>               |                |                     |                |
| Fixed term seven-year corporate bond | 150.0          | 150.0               | April 2026     |
| Fixed term seven-year corporate bond | 100.0          | 100.0               | March 2028     |
| <b>Total</b>                         | <b>1,005.0</b> | <b>807.0</b>        |                |

During the year the Group extended the terms of facilities with Bank of China, Commonwealth Bank of Australia, Sumitomo Mitsui Banking Corporation and Westpac Banking Corporation. An additional \$50 million facility was entered into with Bank of China for four years, maturing in June 2029.

The debt maturity profile for the Group is outlined below.

## Debt maturity profile

(A\$m)



The next debt maturity is April 2026, when one tranche of the Trust's corporate bonds mature. The Trust is currently considering the various refinancing options available including the potential for a new bond issue, obtaining additional finance from current debt providers and exploring options with new lenders.

## Interest Rate Risk Management

The Group enters into interest rate swaps and fixed rate corporate bonds (hedging) to create certainty of interest costs over the medium to long term. As at 30 June 2025, the Group's interest rate hedging cover was 48.3 per cent of borrowings, with \$390.0 million of fixed rate corporate bonds and interest rate swaps, against interest-bearing debt of \$807 million. The weighted average term to maturity of hedging was 1.4 years.

## Gearing

The Group's gearing ratio (debt to total assets) at 30 June 2025 was 21.6 per cent (2024: 21.5 per cent), which is at the lower end of the Board's preferred range of 20 to 30 per cent. The lower gearing provides flexibility for the Group to take advantage of investment opportunities to create long-term value when they arise. The Group's interest cover ratio (earnings before interest and tax / interest expense) was 4.8 times (2024: 6.5 times). Both metrics remain well within the Trust's finance facilities' covenants.

## Distribution Reinvestment Plan

BWP maintains an active DRP as a component of longer-term capital management and to allow securityholders flexibility in receiving their distribution entitlements. The DRP provides a measured and efficient means of accessing additional equity capital from existing eligible securityholders when required. The DRP was in place for the interim distribution for the six-month period ended 31 December 2024, and was suspended for the final distribution for the six-months ended 30 June 2025, considering the internalisation proposal that was announced on 27 June 2025, and which received unitholder approval on 28 July 2025.

# Managing Director's report

(Continued)

## Market Context



### Retailing Market and Trends

BWP's customers are predominantly sellers of retail goods or services in home improvement and lifestyle products, office supplies, outdoor leisure, automotive sales, and electrical and small appliances categories. Economic, technological, demographic and other trends that affect retailing generally, or certain aspects of retailing, may impact BWP's customers from time-to-time.

While the majority of rental income of the Group is not directly linked to sales turnover of the retailers it leases to, challenging retailing conditions or structural changes in retailing can impact the demand for retailing space, affecting market rents, and in some cases may affect the longer-term viability of some retailers.

The addressable market for large format retail property remains favourable, with high occupancy rates and growing rental income in an inflationary environment. Retail trends are, however, evolving, with the omnichannel transition and the current high construction cost environment expected to result in a renewed focus on existing space optimisation and productivity. Investment in data and digital capabilities continues, in addition to fulfilment and last-mile network expansion to support the omnichannel transition.

The business model of the Group's key tenant, Bunnings, has proven over a long period of time its resilience and ability to evolve in changing market conditions. The quality of the Group's property investment portfolio, with its large, prominently located sites, with good accessibility and adjacency to other retail and community facilities, means that generally these properties should continue to be preferred locations for retailing or, in some circumstances, provide potential longer-term alternative uses.



### Home, Living and Building Environment Supports Addressable Market and Key Tenant Strategy

As at 30 June 2025, approximately 78 per cent of the Group's annual rental income was derived from Bunnings, linking the Group's rental income to the ongoing success of the Bunnings business and the broader home improvement and lifestyle market.

Bunnings has demonstrated consistent growth and continues to expand its addressable market, which is estimated at approximately \$110 billion across Australia and New Zealand. This market remains fragmented and highly competitive, shaped by factors such as population growth, housing availability, renovation activity, household income, lifestyle trends, and technological innovation.

Bunnings' strategic focus on lowest prices, widest range, and best experience positions it well to respond to evolving customer needs. Demand is expected to remain resilient, supported by demographic shifts, ageing housing stock, and the increasing adoption of smart home technologies.

In this context, Bunnings continues to invest in long-term network planning and disciplined portfolio management, targeting space growth of 1–2 per cent per annum over the next five years, underpinned by a pipeline of over 100 projects including new, replacement, and expanded stores.<sup>1</sup>

<sup>1</sup> Bunnings Investor Briefing and Site Tour presentation, 27 March 2025, slides 6, 10, 12 & 28.

## Risk and Risk Management Overview

BWP maintains a disciplined and structured approach to risk management, designed to support its strategic objective of delivering a secure and growing income stream and long-term capital growth for investors. The Group’s risk management framework is reviewed annually by the Board and overseen by the Audit and Risk Committee, and is aligned with the Corporations Act, ASX Listing Rules and AFS Licence obligations.

The framework is based on AS/NZS ISO 31000:2018 and integrates risk identification, analysis, evaluation, and treatment into the areas of strategic planning, investment appraisal, and operational delivery. It is tailored to the nature and complexity of BWP’s business and considers emerging risk areas such as climate change, cyber threats, and regulatory developments.

BWP has operated under a high level of regulatory oversight due to its related party structure and managed investment scheme status. Compliance processes are embedded in operational systems and documented in BWP’s Compliance Plan, which is reviewed annually. The Responsible Entity’s team is accountable for implementing risk processes and reporting performance through monthly and quarterly cycles.




Material risks are assessed across key lenses including strategic, governance, operational, market, liquidity, and reputation. These assessments inform decision-making and ensure BWP remains resilient and responsive to its operating environment.

The following outlines (in no particular order), BWP’s material/ key risks. These exclude broad macroeconomic factors – such as inflation and interest rate movements, which impact the wider business environment and are common to most Australian companies.



### Strategy execution, completion and business model disruption risk

Potential future exposure to new income streams may affect BWP’s risk profile, financially and reputationally, through increased operational and regulatory complexities which may ultimately impact BWP’s financial position and performance. The risks to strategic execution, competition and BWP’s business model are outlined below.

|  <b>Portfolio optimisation</b>  |  <b>Profitable growth</b>   |  <b>Portfolio renewal</b>   |
|--|--|--|
| <ul style="list-style-type: none"> <li>&gt; Decline in rents for assets relative to comparable commercial property</li> <li>&gt; Financial losses due to extended and/or sudden vacancies</li> <li>&gt; Access to debt and equity markets</li> <li>&gt; Loss of licence to operate</li> <li>&gt; Reduction in Wesfarmers covenant penetration through portfolio diversification to achieve accretive yields</li> <li>&gt; Asset impairment</li> <li>&gt; Cyber risk (including data governance and privacy breaches)</li> <li>&gt; Low returns on capital expenditure</li> <li>&gt; Below market returns to investors</li> <li>&gt; Social sustainability</li> </ul> | <ul style="list-style-type: none"> <li>&gt; Maintaining and protecting the quality of the portfolio</li> <li>&gt; Liquidity and cost of capital</li> </ul> | <ul style="list-style-type: none"> <li>&gt; Low investment returns</li> <li>&gt; Inability to retain Wesfarmers covenant due to growth constraints</li> <li>&gt; Climate risk and impact on property and valuations</li> </ul> |

# Managing Director's report

(Continued)



## Financial risks

While BWP is exposed to financial risk, it is well-positioned from a financial risk perspective with the majority of BWP's counterparty exposure being to Wesfarmers (A- (stable) S&P rating, A3 (stable) Moody's rating).

BWP's assets comprise a geographically diverse portfolio of large format retail properties, generally with long-term leases in place with a portfolio weighted average lease expiry at 30 June 2025 of approximately 4.5 years.

BWP's capital structure (preferred gearing range of 20 to 30 per cent) takes into account the dynamics of the property investment portfolio, and the lease terms of each asset. BWP actively seeks to diversify its sources of debt funding, through domestic banks, international banks, the domestic medium-term note market and the international institutional loan market.

As at 30 June 2025, BWP had a portfolio of 82 properties, limiting the financial impact of vacancies or decline in rent for any particular property. The key economic risk relates to interest rate movements, the impact of these on property capitalisation rates, and the cost of debt funding. All investment proposals are evaluated in relation to longer term return objectives, which consider interest rate cycles. The interest rate impact on debt funding is managed with Board approved levels of interest rate hedging.

Recent increases in inflation have resulted in higher funding and construction costs for the Group, impacting the feasibility and timing of some property repositioning and upgrades.



## Regulatory risk

BWP may be affected by government legislation and regulations (including environmental, planning and development legislation). Changes in legislation and regulations pertaining to, but not limited to, tenancy laws, stamp duty and taxation laws, environmental laws and industrial relations laws may have a material adverse effect on the forecast capital expenditure of BWP or on BWP's financial position or financial performance (such as by directly or indirectly reducing its income from its properties or increasing its costs in relation to the properties).



## Climate-related and environmental risks and opportunities

Climate-related risks and opportunities are identified in line with the Responsible Entity's risk management process and overarching risk management framework. Climate change is considered a key sustainability risk for the Group due to its relevance to the operations of the Group and the importance placed on this by stakeholders.

Climate change and other sustainability risks are largely mitigated by the relatively passive nature of the Group's business (essentially, leasing out established commercial property for retail use), BWP's relatively uncomplicated and transparent structure, the highly regulated framework under which BWP operates, and the Group's low emissions profile. The geographic distribution of the Group's property portfolio limits its exposure to periodic, localised severe weather events, such as cyclones, floods and fires. BWP reviews each property annually from a climate-related risk perspective.

Additionally, climate change may cause certain physical and environmental risks that cannot be predicted by BWP, including increased severity of weather patterns, incidence of extreme weather events, and longer-term physical risks such as shifting climate patterns. These risks may result in property damage and impact the industry generally, and specifically for BWP, affect properties owned and impact insurance and operating costs and ultimately financial performance.

BWP undertakes detailed due diligence on property acquisitions to fully understand levels of site contamination, as well as potential for exposure to climate-related events, prior to committing to any acquisition. For more information on initiatives for managing climate-related risks and focus areas refer to the Sustainability section on page 32.



## Social sustainability risks

BWP recognises the significant importance of ensuring that people's health and safety is not put at risk by its activities and operations. It has in place policies and practices to help identify health and safety risks and to manage those risks appropriately.

To that end, BWP is committed to ensuring that its supply chain and business operations do not involve modern slavery and has policies and procedures in place to manage the risk appropriately. As far as practicable, BWP's operational and supplier contract terms include requirements to comply with all relevant laws, and to meet minimum standards for ethical sourcing. As far as practicable, BWP's operational and supplier contract terms include requirements to comply with all relevant laws, and to meet minimum standards for ethical sourcing.



### Cyber security risk

Cyber security continues to evolve and is assessed by BWP in terms of awareness of, and preparedness for, potential security breaches, and its capability to respond. BWP does not have critical information, safety critical automated systems, services vital to the national infrastructure or revenue linked to online transactions, for which a cyber security breach could be detrimental to its ongoing operations. BWP's primary exposure is limited to potential data breaches at various service providers. In this regard, BWP engages with key service providers to ensure the risk of a data breach is minimised.

### BWP Operations

Further information regarding the operations of the Group is included in the Outlook, Our property portfolio, and Sustainability sections on pages 27 to 36.

*Mark Scatena*

#### Mark Scatena

Managing Director  
BWP Management Limited  
Perth, 6 August 2025



MARK SCATENA  
MANAGING DIRECTOR

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BUNNINGS WAREHOUSE, THORNLEIGH, NSW

# Outlook

The variables that could have the most influence on the financial performance of the Group in the near term include inflation, the cost of funding, property valuations, property transaction activity, and the time taken, and cost of, repositioning properties.

In delivering BWP's strategic agenda of portfolio optimisation, profitable growth and portfolio renewal, BWP's focus areas for the 2025/26 financial year will continue to include progressing the repurposing of ex-Bunnings properties, filling any vacancies, progressing and completing store upgrades, and the continued roll-out of energy efficiency improvements at Group properties.

The 2025/26 financial year sees the peak impact of Bunnings vacancies with a material increase in site repurposing works. The benefits of internalisation and lower operating costs are expected to support profit growth, with the release of capital profits from prior asset disposals expected to support distributions to mitigate the impacts on rental income due to increased repurposing activity.

With Transaction completion achieved in early August 2025, the coming year will see a strong focus on the transition to an internalised model, where management will focus on optimising BWP operations, including in collaboration with Wesfarmers under the Co-Operation and Services Agreement.

Management will also focus on leveraging the reduction in the cost of doing business via a lower cost of capital, and the increased time and resources available to assess and action opportunities to grow the portfolio and create value. This activity will focus on reinvesting in the core retail portfolio to support tenant optimisation plans, acquiring accretively and growing the core portfolio.

In renewing the portfolio, the Group will recycle actively, by divesting non-core assets (focused on Port Kennedy, Western Australia and Morley, Western Australia), re-allocating capital to higher returning opportunities and reinvesting in growth initiatives to complement its core portfolio while maintaining a strong and flexible balance sheet.

Following the internalisation and Bunnings lease reset and extension approved by unitholders at the meeting on 28 July 2025, the number of market reviews has reduced significantly. For the year ending 30 June 2026, leases subject to market review represent only three per cent of base rent, with CPI reviews to apply to approximately 46 per cent of the base rent and the balance of 51 per cent to be reviewed to fixed increases of two to four per cent.

## Portfolio quality

The quality of the Group's property investment portfolio, with its large, prominently located sites, with good accessibility and adjacency to other retail and community facilities, means that these are expected to continue to be preferred locations for retailing or provide potential longer-term alternative uses at the end of the lease term.

## Operating market and environment

BWP remains well positioned with rental income comprising largely the Wesfarmers Group (81 per cent), other national large format retail, automotive and self-storage businesses (15 per cent) and Commonwealth and Queensland Governments (one per cent). In addition, the demand for Bunnings Warehouse properties is expected to remain stable in the near term given the continued strength of the Bunnings covenant.

## Home improvement retail sector and Bunnings' resilience

Bunnings is well supported by its external environment and continues to pursue opportunities to expand its addressable market, complemented by a disciplined focus on productivity.

Bunnings continues to have a significant opportunity to drive sustainable sales and earnings growth over the long-term by expanding and innovating its offer, growing and optimising its retail space, driving commercial growth, accelerating digital, data and retail media, and enhancing productivity.

# Our property portfolio

As at 30 June 2025 the Group owned 82 investment properties, all within Australia, with a total value of \$3.7 billion and a weighted average lease expiry of 4.5 years.

## Portfolio at a glance

|   | 2025      | 2024      | 2023      | 2022      | 2021      |
|---|-----------|-----------|-----------|-----------|-----------|
| Bunnings Warehouses                     | 56        | 58        | 54        | 56        | 58        |
| Bunnings Warehouse with other showrooms | 10        | 10        | 7         | 7         | 7         |
| Large format retail showrooms           | 12        | 11        | 6         | 7         | 6         |
| Industrial property                     | 2         | 2         | 3         | 1         | -         |
| Vacant properties                       | 2         | 1         | 3         | 2         | 3         |
| <b>Total BWP portfolio</b>              | <b>82</b> | <b>82</b> | <b>73</b> | <b>73</b> | <b>74</b> |
| Annual capital expenditure              | \$m 24.8  | 41.9      | 14.3      | 6.0       | 16.8      |

## Capital Expenditure

During the year, the Group incurred capital expenditure of \$24.8 million, comprising \$2.6 million on repositioning various properties, \$15.4 million on expansions of Bunnings Warehouses, and \$6.8 million on other improvements and sustaining capital and maintenance requirements across the portfolio.

## Occupancy

As at 30 June 2025, the portfolio was 98.6 per cent leased (2024: 99.1 per cent).

## Property revaluations

The entire portfolio was revalued at 31 December 2024 and again at 30 June 2025, including 42 property revaluations performed by independent valuers (13 at 31 December 2024 and 29 at 30 June 2025). It should be noted that all property valuations as at 30 June 2025 did not take into account the anticipated effects of the Lease Reset and Extension component of the Transaction approved by unitholders on 28 July 2025, which is expected to increase the property valuations as set out on page 17.

Properties not independently revalued at each balance date are subject to internal valuations, with an independent valuer reviewing the methodology adopted. Factors that may affect the valuation of properties from time to time include: the supply of and competition for investment properties; leasing market conditions; the quality and condition of the particular property, including the duration of the lease; and the level of rent paid at the property compared with the broader market.

The value of the Group's portfolio increased by \$160.2 million to \$3,704.8 million during the year following expenditure of \$24.8 million, adjusting for the straight-lining of rent and capitalised interest of \$3.7 million proceeds before adding unrealised gains of \$139.1 million.

The net revaluation gain was predominantly due to rental growth from rent reviews and an average decrease in capitalisation rates across the portfolio during the year. The weighted average capitalisation rate for the Group's portfolio at 30 June 2025 was 5.40 per cent (December 2024: 5.43 per cent; June 2024: 5.54 per cent).

## Portfolio optimisation

### Rent Reviews

The rent payable for each leased property is increased annually, either by a fixed percentage or by the CPI, except when a property is due for a market review. Market reviews occur for most of the Bunnings Warehouse leases every five years from the date of the commencement of the lease, although this will change following implementation of the Transaction. The market rental is determined according to generally accepted rent review criteria, based on rents paid at comparable properties in the market.

Excluding rental income from properties acquired, sold, upgraded or vacated and re-leased during or since the previous corresponding period, rental income increased by approximately 3.0 per cent for the 12 months to 30 June 2025 (compared to 4.2 per cent for the 12 months to 30 June 2024).

The market rent reviews completed during the year are shown in the following table.

#### Bunnings market rent review results summary

| Property location                  | Passing rent (\$ pa) | Market review (\$ pa) | Variance (%) | Effective date |
|------------------------------------|----------------------|-----------------------|--------------|----------------|
| Balcatta, WA <sup>1,2</sup>        | 2,477,363            | 2,550,000             | 2.9          | 24-Sep-23      |
| Southport, QLD <sup>1,2</sup>      | 1,952,876            | 2,030,000             | 3.9          | 10-Nov-23      |
| Tuggeranong, ACT <sup>1,2</sup>    | 2,036,300            | 2,178,841             | 7.0          | 1-Dec-23       |
| Cannon Hill, QLD <sup>1,3</sup>    | 2,923,225            | 3,050,000             | 4.3          | 1-Apr-24       |
| Bayswater, VIC <sup>1,3</sup>      | 2,316,558            | 2,310,000             | (0.3)        | 21-Apr-24      |
| Wallsend, NSW <sup>1,2</sup>       | 2,425,573            | 2,550,000             | 5.1          | 31-May-24      |
| Thornleigh, NSW <sup>2</sup>       | 1,642,097            | 1,700,000             | 3.5          | 6-Sep-24       |
| Maitland, NSW <sup>2</sup>         | 1,678,627            | 1,750,000             | 4.3          | 18-Oct-24      |
| Bibra Lake, WA <sup>2</sup>        | 1,946,104            | 2,030,000             | 4.3          | 1-Nov-24       |
| Mornington, VIC <sup>2</sup>       | 2,110,399            | 2,110,399             | -            | 13-Dec-24      |
| Fyshwick, ACT <sup>2</sup>         | 1,504,562            | 1,600,000             | 6.3          | 24-Dec-24      |
| Morayfield, QLD <sup>2</sup>       | 2,201,962            | 2,201,962             | -            | 22-Mar-25      |
| <b>Total/<br/>Weighted average</b> | <b>25,215,645</b>    | <b>26,061,202</b>     | <b>3.4</b>   |                |

<sup>1</sup> The market rent review was due during the year ended 30 June 2024, but the outcome was only finalised during the current financial year.

<sup>2</sup> The market rent review was agreed between the parties.

<sup>3</sup> The market rent review was determined by an independent valuer.

## Profitable growth

### Acquisitions

There were no acquisitions completed during the year.

### Bunnings Warehouse Expansion Commitments

#### Pakenham, Victoria

During the year, BWP committed to fund the expansion of its Pakenham Bunnings Warehouse Victoria, at a cost of \$14.0 million, which included the acquisition of adjoining land. The annual rent will increase by approximately \$0.9 million reflecting a rentalisation rate of 6.5 per cent. Following completion of the expansion, expected in mid-2026, the parties will enter into a new 10-year lease with six, six year options, exercisable by Bunnings. The annual rent will increase by CPI, capped at 3.0 per cent and market rent reviews are scheduled at the exercise of the first option and every subsequent second option. Market rent reviews, occurring every 12 years, are subject to a 10 per cent cap, meaning the rent cannot increase more than 10 per cent above the preceding year's rent ('10 per cent cap'), and a 10 per cent collar, meaning that the rent cannot fall more than 10 per cent below the preceding year's rent ('10 per cent collar').

## Other Tenant Commitments

### Midland, Western Australia

During the year, BWP committed to fund the redevelopment and car showroom expansion at Midland, Western Australia at a cost of \$11.0 million (with capital to be rentalised at a rate of 7.5 per cent). Following completion of the expansion, a new 15-year lease will be entered into, with one 10-year option. The annual rent will increase by the greater of 3.5 per cent or CPI, and market rent reviews, occurring every 10 years, are subject to a 10 per cent cap and a 10 per cent collar.

### Bunnings Warehouse Completions

#### Dubbo, New South Wales

In March 2025, the expansion of the Dubbo Bunnings Warehouse, New South Wales was completed at a cost of \$13.6 million, inclusive of the acquisition of adjoining land of \$0.4 million. The parties have entered into a new 10-year lease with six, five-year options, exercisable by Bunnings, with annual rent increasing, post-completion by \$0.5 million. The annual rent will increase by CPI, capped at 2.5 per cent and market rent reviews are scheduled every 10 years from the lease commencement date. Market rent reviews are subject to a 10 per cent cap and a 10 per cent collar.

#### Scoresby, Victoria

In May 2025, car park works totalling \$1.4 million were completed at the Bunnings Warehouse Scoresby, Victoria. The parties have entered into a new 10-year lease with three, five-year options exercisable by Bunnings. The annual rent will increase by CPI with market rent reviews every 10 years. There are no caps or collars on CPI or market rent reviews.

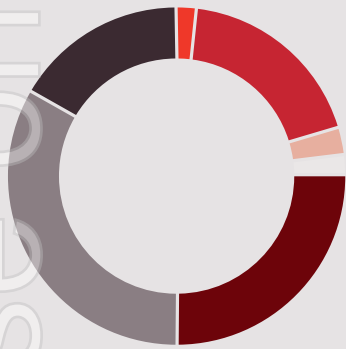
## Portfolio renewal

### Divestments

There were no divestments during the year.

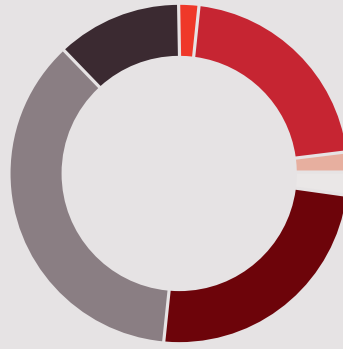
# Our property portfolio

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**Gross lettable area by State**

|     |       |
|-----|-------|
| ACT | 1.6%  |
| NSW | 19.2% |
| QLD | 25.2% |
| SA  | 2.6%  |
| TAS | 1.9%  |
| VIC | 32.9% |
| WA  | 16.6% |



**Asset value by State**

|     |       |
|-----|-------|
| ACT | 2.1%  |
| NSW | 21.8% |
| QLD | 24.0% |
| SA  | 2.1%  |
| TAS | 1.8%  |
| VIC | 36.3% |
| WA  | 11.9% |

2

Locations  
Total Land Area: 5.6 Ha

**Australian Capital Territory**

16

Locations  
Total Land Area: 50.5 ha

**New South Wales**

21

Locations  
Total Land Area: 68.5 ha

**Queensland**

2

Locations  
Total Land Area: 5.9 ha

**South Australia**

2

Locations  
Total Land Area: 5.1 ha

**Tasmania**

25

Locations  
Total Land Area: 85.3 ha

**Victoria**

14

Locations  
Total Land Area: 40.6 ha

**Western Australia**

82

Locations  
Total Land Area: 261.5 ha

**Total**

| As at 30 June 2025 | Gross lettable area <sup>1</sup> | Annual rental <sup>2</sup> | Value |
|--------------------|----------------------------------|----------------------------|-------|
| Suburb             | sqm                              | \$000                      | \$000 |

### Australian Capital Territory

|                       |               |              |               |
|-----------------------|---------------|--------------|---------------|
| Fyshwick <sup>3</sup> | 6,648         | 1,600        | 32,900        |
| Tuggeranong           | 11,857        | 2,240        | 44,700        |
| <b>Total</b>          | <b>18,505</b> | <b>3,840</b> | <b>77,600</b> |

### New South Wales

|                          |                |               |                |
|--------------------------|----------------|---------------|----------------|
| Artarmon                 | 5,746          | 1,984         | 41,800         |
| Belrose                  | 8,888          | 2,419         | 50,900         |
| Dubbo                    | 20,841         | 2,222         | 40,000         |
| Eastgardens              | 14,576         | 3,518         | 74,100         |
| Greenacre                | 14,149         | 3,136         | 62,700         |
| Hoxton Park              | 25,607         | 5,074         | 79,300         |
| Lake Haven               | 16,074         | 2,639         | 52,800         |
| Lismore                  | 14,046         | 2,120         | 39,400         |
| Maitland                 | 12,797         | 1,750         | 31,800         |
| Minchinbury              | 16,557         | 3,544         | 74,600         |
| Port Macquarie           | 7,387          | 1,716         | 23,300         |
| Rydalmere                | 16,645         | 3,890         | 86,200         |
| Thornleigh               | 5,301          | 1,700         | 34,500         |
| Villawood                | 12,678         | 2,494         | 52,500         |
| Wagga Wagga <sup>4</sup> | 13,774         | 1,762         | 12,000         |
| Wallsend                 | 16,863         | 2,627         | 52,500         |
| <b>Total</b>             | <b>221,929</b> | <b>42,594</b> | <b>808,400</b> |

### Queensland

|                      |                |               |                |
|----------------------|----------------|---------------|----------------|
| Arundel              | 15,676         | 2,935         | 53,000         |
| Bethania             | 13,494         | 2,386         | 43,000         |
| Brendale             | 15,035         | 2,524         | 48,900         |
| Browns Plains        | 18,398         | 3,976         | 66,300         |
| Cairns               | 12,917         | 796           | 12,600         |
| Cannon Hill          | 16,556         | 3,124         | 54,700         |
| Fairfield Waters     | 13,645         | 1,970         | 30,000         |
| Gladstone            | 21,516         | 4,412         | 55,800         |
| Hervey Bay           | 10,033         | 2,250         | 34,000         |
| Manly West           | 13,021         | 2,755         | 50,000         |
| Maroochydore         | 16,440         | 3,758         | 73,000         |
| Morayfield           | 12,507         | 2,202         | 38,800         |
| Mount Gravatt        | 11,824         | 1,540         | 26,100         |
| North Lakes          | 18,861         | 3,350         | 64,000         |
| Rocklea <sup>4</sup> | 14,403         | 2,669         | 25,600         |
| Smithfield           | 13,094         | 1,857         | 27,100         |
| Southport            | 12,431         | 2,107         | 37,600         |
| Southport Showrooms  | 2,382          | 633           | 9,700          |
| Townsville North     | 14,038         | 2,139         | 34,000         |
| Underwood            | 11,111         | 3,170         | 48,000         |
| West Ipswich         | 14,977         | 3,057         | 53,000         |
| <b>Total</b>         | <b>292,359</b> | <b>53,609</b> | <b>885,200</b> |

| As at 30 June 2025 | Gross lettable area <sup>1</sup> | Annual rental <sup>2</sup> | Value |
|--------------------|----------------------------------|----------------------------|-------|
| Suburb             | sqm                              | \$000                      | \$000 |

### South Australia

|                        |               |              |               |
|------------------------|---------------|--------------|---------------|
| Mile End               | 15,065        | 2,978        | 62,700        |
| Noarlunga <sup>5</sup> | 14,784        | -            | 15,000        |
| <b>Total</b>           | <b>29,849</b> | <b>2,978</b> | <b>77,700</b> |

### TASMANIA

|                      |               |              |               |
|----------------------|---------------|--------------|---------------|
| Launceston           | 17,668        | 2,699        | 51,200        |
| Launceston Showrooms | 4,098         | 974          | 16,600        |
| <b>Total</b>         | <b>21,766</b> | <b>3,673</b> | <b>67,800</b> |

### Victoria

|                               |                |               |                  |
|-------------------------------|----------------|---------------|------------------|
| Bayswater                     | 17,677         | 3,039         | 56,500           |
| Broadmeadows                  | 12,765         | 2,586         | 51,700           |
| Broadmeadows Homemaker Centre | 5,631          | 1,870         | 21,200           |
| Caroline Springs              | 14,319         | 2,342         | 46,000           |
| Chadstone                     | 19,574         | 6,542         | 78,500           |
| Coburg                        | 24,949         | 5,926         | 93,000           |
| Craigieburn                   | 16,764         | 2,125         | 40,500           |
| Croydon                       | 15,543         | 2,625         | 52,500           |
| Fountain Gate <sup>4</sup>    | 12,624         | 2,134         | 30,500           |
| Frankston                     | 13,843         | 2,683         | 51,100           |
| Hawthorn                      | 9,831          | 3,978         | 79,600           |
| Maribyrnong                   | 17,550         | 3,414         | 68,300           |
| Melton                        | 17,871         | 2,159         | 43,200           |
| Mentone                       | 8,271          | 2,645         | 37,500           |
| Mornington                    | 13,324         | 2,110         | 40,200           |
| Northland                     | 13,006         | 1,850         | 38,650           |
| Nunawading <sup>6</sup>       | 14,766         | 2,931         | 62,700           |
| Pakenham                      | 14,867         | 2,603         | 45,800           |
| Port Melbourne                | 16,159         | 3,156         | 78,900           |
| Preston                       | 19,125         | 3,860         | 77,200           |
| Scoresby                      | 12,515         | 2,329         | 44,400           |
| Springvale                    | 13,458         | 2,561         | 51,200           |
| Sunbury                       | 15,270         | 2,299         | 43,800           |
| Vermont South                 | 16,634         | 2,681         | 48,700           |
| Warragul                      | 25,430         | 4,075         | 64,400           |
| <b>Total</b>                  | <b>381,764</b> | <b>74,524</b> | <b>1,346,050</b> |

| As at 30 June 2025 | Gross lettable area <sup>1</sup> | Annual rental <sup>2</sup> | Value |
|--------------------|----------------------------------|----------------------------|-------|
| Suburb             | sqm                              | \$000                      | \$000 |

### Western Australia

|                           |                |               |                |
|---------------------------|----------------|---------------|----------------|
| Australind                | 13,700         | 1,680         | 28,000         |
| Balcatta                  | 25,439         | 2,648         | 53,000         |
| Belmont                   | 10,381         | 1,680         | 31,700         |
| Bibra Lake                | 14,141         | 2,030         | 38,700         |
| Cockburn                  | 12,839         | 1,999         | 38,100         |
| Ellenbrook                | 15,337         | 2,374         | 47,500         |
| Geraldton <sup>4</sup>    | 17,874         | 1,522         | 12,000         |
| Harrisdale                | 17,124         | 3,011         | 51,000         |
| Joondalup                 | 13,358         | 1,427         | 20,400         |
| Mandurah                  | 8,662          | 2,235         | 29,700         |
| Midland                   | 9,370          | 1,535         | 21,900         |
| Morley                    | 9,852          | 1,591         | 12,500         |
| Port Kennedy <sup>5</sup> | 9,557          | -             | 10,000         |
| Rockingham                | 15,188         | 2,613         | 47,500         |
| <b>Total</b>              | <b>192,822</b> | <b>26,345</b> | <b>442,000</b> |

**Grand Total 1,158,994 207,564 3,704,750**

Note: Totals and Grand Total adjusted for rounding.

<sup>1</sup> For Bunnings Warehouses this comprises the total retail area of the Bunnings Warehouse.

<sup>2</sup> Annual rental figures do not include access fees detailed below.

<sup>3</sup> Includes adjoining property (1.0 hectare) for which Bunnings Group Limited pays the Trust an access fee of \$301,020 per annum.

<sup>4</sup> Sites that Bunnings has or is in the process of vacating, that are still leased to Bunnings.

<sup>5</sup> Vacant property that is no longer leased to Bunnings.

<sup>6</sup> Includes adjoining properties (0.1 hectares) for which Bunnings Group Limited pays the Trust an access fee of \$126,935 per annum.

It should be noted that all property valuations as at 30 June 2025 did not take into account the anticipated effects of the Lease Reset and Extension component of the Transaction as approved by unitholders on 28 July 2025, which is expected to increase the property valuations as set out on page 17.

# Sustainability

BWP is committed to acting responsibly and ethically, and operating its business in a manner that is sustainable.

BWP recognises climate change, biodiversity loss, and increasingly severe weather patterns as interconnected risks with potential impacts on its properties, tenants, and securityholders. While BWP's operations are considered low intensity – due to its ownership of established commercial assets and passive management model – BWP acknowledges its role within the broader value chain and supports the transition to a decarbonised economy, and its broader responsibility to local communities and environments within which it operates. BWP's commitment to sustainability is an important element of its business approach and directly supports the delivery of its strategic pillars of portfolio optimisation, profitable growth and portfolio renewal.

Whilst BWP continues to strengthen the integration of sustainability into strategy and day-to-day decision-making, managing environmental, social, and governance ('ESG') priorities remains an important element in delivering long-term value for stakeholders and in support of the interests of securityholders.

From an environmental performance perspective, the focus continues to be identifying and mitigating climate-related risks while also reducing climate impacts, with this approach considering the size and nature of BWP's operations and their relatively modest potential impacts on the environment and society. Whilst BWP's ownership and management of established commercial property is considered low intensity in terms of emissions, waste, energy use, and materials, BWP will continue managing the portfolio with a focus on sustainability. BWP's management of the portfolio has supported tenants in implementing their sustainability ambitions, which include operational efficiency and environmental impact reduction.

In relation to social and governance impacts, these are more limited due to the passive nature and localised scope of BWP's operations and the regulated environment within which BWP operates.

## Preparing for increased regulatory reporting

BWP is preparing to report under the Australian Sustainability Reporting Standards Climate-related Disclosures ('AASB S2'). BWP will be captured in the second tranche of reporters and is preparing to meet the new requirements from the 2026/27 financial year. During the 2024/25 financial year BWP has further advanced key areas in preparation for AASB S2, including strengthening internal controls and assurance readiness, enhancing the quality and granularity of emissions and energy data, reducing portfolio emissions intensity, deepening its understanding of Scope 3 exposure across the value chain, and preparing to determine appropriate and related targets.

Having aligned with the Task Force for Climate-related Financial Disclosures ('TCFD') framework since 2021, BWP is well placed to respond to AASB S2. The Group continues to voluntarily disclose aspects of climate-related governance, strategy, risk management, and associated metrics, as it prepares for mandatory disclosures.

## Governance

The BWP Board oversees BWP's purpose, values, strategy, and risk appetite, and approves the Climate Policy. The Audit and Risk Committee supports the Board by providing governance over climate-related risks and opportunities, with formal review and reporting occurring as part of BWP's risk review processes.

Sustainability considerations have been incorporated into BWP's strategies and objectives to help maintain focus on ESG matters. Progress against these initiatives is reviewed periodically by the Board.

In the 2024/25 financial year, BWP continued to focus on initiatives that support decarbonisation, including monitoring and reducing energy consumption and greenhouse gas emissions ('GHG emissions'). A summary of progress for the year ended 30 June 2025 is set out on pages 33 to 36.

## Climate-related and sustainability-related risks

During the reporting year BWP improved the identification and evaluation of environmental risks by refining risk management processes to better align with ESG topics and establish a stronger framework to meet evolving regulatory requirements.

BWP's annual risk review was also undertaken, with the assessment not identifying any new, material risks related to climate change.

BWP's 2025 Corporate Governance Statement summarises BWP's exposure to environmental and social risks, complemented by content within the **Sustainability** section of the BWP website.

## Optimising Operational Efficiency and Reducing Environmental Impact

During the 2024/25 financial year BWP:

- > Procured renewable energy at 12 (of 16) properties where BWP has operational control;<sup>1</sup>
- > Completed external limited assurance of the net Scope 2 Market-based emissions inventory and confirmed net-zero status again for 2025;<sup>2</sup>
- > Replaced a further three air conditioning units to phase out ozone-depleting refrigerant models and improve the efficiency of air conditioning units;
- > Supported further solar power generation installations across the portfolio with 50 properties owned by BWP now having solar installations (2024: 41); and
- > 89 per cent (2024: 78 per cent) of properties have water tanks to enable recycling of roof collected rainwater.

|   | 2025 | 2024            | 2023 | 2022 |
|---|------|-----------------|------|------|
| <b>OPERATIONAL EFFICIENCY</b>   |      |                 |      |      |
| Water tanks for the recycling of roof collected rain water %                    | 89   | 78 <sup>3</sup> | 92   | 92   |
| Air conditioning units replaced to phase out ozone depleting refrigerant models | 3    | 8               | 15   | 5    |
| Solar power generation installed  | 50   | 41              | 24   | 23   |
| Tesla battery   | 1    | 1               | 1    | 1    |
| Upgrade installations of new energy efficient LED lights <sup>4</sup>           | 1    | 6               | 6    | 10   |

## Future focus areas

|   |  |
|---|--|
| <b>Climate-related and sustainability-related risks</b>         | <ul style="list-style-type: none"> <li>&gt; Revisiting scenario assessments to strengthen climate-related decision making and better integrate these considerations into strategy setting</li> <li>&gt; Continuing to identify and manage transition risks and potential impacts associated with the shift to a low-carbon economy</li> <li>&gt; Understanding the impact of BWP's assets on biodiversity and identifying nature-related risks and opportunities relevant to the Trust's operations</li> </ul>   |
| <b>Operational Efficiency and Reducing Environmental Impact</b> | <ul style="list-style-type: none"> <li>&gt; Identifying opportunities to reduce the environmental impact of the portfolio through investing in technology applications such as energy efficient LED lighting</li> <li>&gt; Identifying areas to enhance the portfolio's ESG-related resilience</li> <li>&gt; Developing and understanding how different climate scenarios apply to BWP</li> <li>&gt; Continuing phasing out of ozone depleting air conditioning</li> <li>&gt; Continuing work with major customers to roll out energy efficient LED lighting into existing properties, as and when appropriate, and also to install roof based solar panels on buildings where the energy saving benefits are significant</li> </ul> |
| <b>Greenhouse gas emissions management</b>                      | <ul style="list-style-type: none"> <li>&gt; Improving the energy efficiency of properties with a particular focus on newly acquired assets</li> <li>&gt; Assessing opportunities to support tenants to reduce their emissions intensity</li> </ul>   |
| <b>Customer and supplier engagement</b>                         | <ul style="list-style-type: none"> <li>&gt; Continued engagement with the Trust's customers to ensure a cooperative approach to sustainability initiatives, particularly in relation to LED lighting, and solar energy capture</li> <li>&gt; Participation in the 2025 CDP (formerly the Carbon Disclosure Project)</li> </ul>   |

## Greenhouse gas emissions management

During the 2024/25 financial year, BWP:

- > Achieved a 63 per cent reduction in CO<sub>2</sub>e emissions (2025: 148 tonnes CO<sub>2</sub>e; 2024: 396 tonnes CO<sub>2</sub>e).<sup>5</sup> These emissions relate to 16 properties which fall within BWP's operational control boundary (compared with 15 properties at 30 June 2024);
- > Surrendered 180 ACCUs to offset the 148 tonnes of CO<sub>2</sub>e, leading to a **net Scope 2 emissions position of zero**;<sup>6</sup>
- > Assisted tenants (excluding Bunnings Warehouses) in reducing their emissions by 1,272 tonnes of CO<sub>2</sub>e through solar installations; and
- > Continued to iterate and mature its approach to Scope 3 data collection.

## Customer and supplier engagement

Progress made during the year includes continued dialogue with Bunnings regarding its sustainability initiatives, particularly in relation to reducing energy consumption through the upgrade of lighting in existing stores to energy efficient LED technology, and the installation of solar power generation.

<sup>1</sup> For the remaining four properties, renewable energy was not procured in the 2024/25 financial year due to either its unavailability in certain states (eg. Tasmania), or, existing embedded network complexity.

<sup>2</sup> The limited assurance report is available under the **Sustainability** section of the BWP website.

<sup>3</sup> The decrease from the prior year is attributed to properties acquired as part of the NPR off-market takeover which completed in June 2024, where the presence of water tanks had not been confirmed and were therefore not reported in the prior period.

<sup>4</sup> LED lighting in one or more of the car park, nursery trading area, canopy trading area, or in the main store.

<sup>5</sup> For the year ending 30 June 2024, 335 tonnes are attributable to the 12 month contribution from acquisitions completed in the prior year as part of the NPR off-market takeover but had only been within BWP's control for part of the reporting year.

<sup>6</sup> Calculated on a market based emissions methodology.

# Assessing the BWP impact

## Understanding BWP's Greenhouse gas emissions profile

### Scope 1, 2 and 3 emissions

BWP's GHG emissions are summarised below:

- > **Scope 1 emissions:** BWP's emissions footprint does not include Scope 1 emissions as its business activities do not directly release emissions into the atmosphere.
- > **Scope 2 emissions:** Indirect emissions from purchased electricity consumed at assets where BWP has operational control. This takes into account green electricity usage and ACCUs surrendered during the period.

#### **BWP maintained a net zero Scope 2 emissions position.<sup>1</sup>**

Indirect emissions from purchased electricity were 148 tonnes of CO<sub>2</sub>e for the period ending 30 June 2025, a 63 per cent decrease in emissions from the prior year largely attributed to changes in renewable energy procurement at properties acquired during the prior period, and a focus on operational changes including lighting practices.

- > **Scope 3 emissions:** Indirect emissions primarily comprising the Scope 1 and Scope 2 emissions of BWP's tenants. BWP completed its first Scope 3 inventory in the 2023 financial year to understand the impact of its value chain on the overall emissions footprint, with the most significant contributor to BWP's Scope 3 emissions comprising emissions relating to BWP's portfolio tenants (most significant contributor being Bunnings reflecting 78 per cent of the portfolio by rental income at 30 June 2025). Bunnings continues to progress towards its targets with operations powered by 100 per cent renewable electricity usage in 2025 and with continued progress made toward net-zero Scope 1 and 2 emissions by 2030.<sup>2</sup>

Emissions associated with the purchase of goods and services, and capital goods, including services required for the construction and redevelopment of assets, are the next most material category of Scope 3 emissions.

BWP continues to focus on working towards maturing its approach towards Scope 3 data to including identifying opportunities to better capture and assess initiatives to assist in the reduction of value chain emissions.

### Methodology, operational boundaries and definitions

BWP reports Greenhouse Gas ('GHG') emissions in accordance with the:

- > World Resources Institute World Business Council for Sustainable Development (WRI/WBCSD's) GHG Protocol: A Corporate Accounting and Reporting Standard (revised edition);
- > GHG Protocol Scope 2 Guidance: An amendment to the GHG Protocol Corporate Standard, National Greenhouse and Energy Reporting Act 2007;
- > National Greenhouse and Energy Reporting (Measurement) Determination 2008, Clean Energy Regulator Voluntary market-based Scope 2 emissions guidelines; and
- > BWP's Scope 2 Greenhouse Gas Emissions Reporting Basis of Preparation.

Reporting is confined to those aspects of the business over which BWP has operational control as defined within the GHG Protocol, which typically include emissions from electricity supplied to common areas (such as carpark lighting, fire pumps), and vacant properties where BWP is responsible for the power connection.

### Scope 2 emissions reporting

BWP reports Scope 2 greenhouse gas emissions using both the location-based and market-based methods, in accordance with the GHG Protocol Scope 2 Guidance and Australian regulatory frameworks.

**Market-based method:** Reflects emissions from electricity that BWP has purposefully chosen or contracted through instruments such as GreenPower. For the market-based method, BWP accounts for its procurement of renewable electricity, including GreenPower purchases. Emissions from residual electricity (which is consumption not matched by renewable energy purchases), are calculated using a Residual Mix Factor ('RMF'), which adjusts the national emissions factor to exclude the emissions benefit of renewable generation, thereby preventing double counting.

**Location-based method:** Reflects the average emissions intensity of grids on which energy consumption occurs. Under the location-based method, emissions are calculated using the average emissions intensity of the electricity grid in each state or territory, as published in the National Greenhouse and Energy Reporting (Measurement) Determination 2008.

<sup>1</sup> Calculated using a market based method.

<sup>2</sup> Source: Wesfarmers Strategy Briefing Day Presentation, 22 May 2025, Slide 24.

**Emissions and energy data**

|  |                    | 2025  | 2024             | 2023            | 2022            |
|--|--------------------|-------|------------------|-----------------|-----------------|
| <b>EMISSIONS</b>   |                    |       |                  |                 |                 |
| Scope 1  | tCO <sub>2</sub> e | -     | -                | -               | -               |
| Scope 2 – market-based                                       | tCO <sub>2</sub> e | 148   | 396 <sup>1</sup> | 49              | 120             |
| Total Scope 1 and Scope 2 – market-based                     | tCO <sub>2</sub> e | 148   | 396              | 49              | 120             |
| Scope 2 – location-based                                     | tCO <sub>2</sub> e | 552   | 480              | 251             | 180             |
| Australian carbon credits surrendered                        |                    | 180   | 450              | 55              | 132             |
| Net-zero status  |                    | ✓     | ✓                | ✓               | ✓               |
| Properties within operational control boundary               |                    | 16    | 15 <sup>2</sup>  | 10 <sup>3</sup> | 10 <sup>4</sup> |
| <b>ENERGY GENERATION</b>                                     |                    |       |                  |                 |                 |
| Total consumption for common area at sites controlled by BWP | mWH                | 787.6 | 631.7            | 364.8           | 228.9           |
| Solar generated across assets <sup>5</sup>                   | mWH                | 2,091 | 1,254            | 693.7           | 576             |
| Emissions avoided as a result of solar generation            | tCO <sub>2</sub> e | 1,272 | 794              | 390             | 392             |

**Nature and Biodiversity**

Participation in the Taskforce on Nature-related Financial Disclosures ('TNFD') recommendations is currently voluntary and provides a risk management and disclosure framework for organisations to act on and report against for evolving nature-related risks and opportunities. The overarching intention of this framework is to shift global financial flows away from nature-negative outcomes and toward nature-positive outcomes.<sup>6</sup> BWP will explore the impacts of its assets on biodiversity, nature-related risks and opportunities relevant to its operations in preparation for anticipated nature-related accounting standards.

**Scale, scope and context**

The Group owns 82 properties, all in Australia. At 30 June 2025, the total area of land owned by BWP was approximately 261.5 hectares. BWP does not typically engage in development work (other than capital expenditure related to the repositioning of a property where a vacancy has occurred or property acquired adjacent to an existing asset for the purposes of lettable area expansion via development). BWP generally acquires established properties or developments that pass to BWP upon completion via acquisition.

**Social**

During the 2024/25 financial year BWP was an externally managed listed entity with no direct employees. The Group's 2025 Corporate Governance Statement can be viewed in the Corporate Governance section under the **About Us** tab of BWP's website.

The Board and 13 team members were subject to Wesfarmers' Diversity Policy during the year, and remained committed to working within the guiding principles and objectives set out in the policy. Given the small team size, changes in team composition can have a disproportionate impact on the gender diversity of the team. Importantly, any change in diversity ratio due to a small move in team composition has not reflected any deliberate bias or lack of inclusivity in BWP's recruitment process, or team dynamics. Instead, it is simply a consequence of a small team size.

BWP's commitment to diversity principles is reflected in both the Board's composition and in the management team's workplace which continued to support flexible working arrangements. The Responsible Entity continued to attract and retain a team of high capability. As at 30 June 2025, the management team comprised four male members, and the Board, including the executive director, consisted of equal gender representation.

<sup>1</sup> 396 tonnes of CO<sub>2</sub>e generated for the year ended 30 June 2024 of which 335 tonnes are attributable to the 12 month contribution from acquisitions completed in the prior year as part of the NPR off-market takeover acquisition which completed in June 2024.

<sup>2</sup> Includes one property for part of the reporting period (1 July 2023 to 25 September 2023 and 15 May 2024 to 30 June 2024), during which operational control was held by the contractor due to construction works, and subsequently by the tenant upon lease commencement.

<sup>3</sup> Includes one property for the part of the reporting period (1 April to 30 June 2023). Operational control was held by the contractor due to construction works for the remainder of the period.

<sup>4</sup> Includes one property for the part of the reporting period (1 July 2021 to 15 November 2021) as the tenant assumed operational control upon lease commencement.

<sup>5</sup> The solar power produced is used by BWP's tenants in common areas where BWP has some operational control, or fed back into the grid for use by other network customers.

<sup>6</sup> Where (a) nature-negative outcomes are defined in the TNFD framework as the outcome from direct or indirect activities that degrade, deplete or harm natural ecosystems, biodiversity, or ecosystem services; and (b) nature-positive outcomes enhance the resilience, health and integrity of natural ecosystems through actions including restoration of degraded ecosystems, supporting biodiversity and reducing pressures on nature through sustainable practices.

# Assessing the BWP impact

(Continued)

## Human rights

BWP is committed to addressing the risk of modern slavery in its business, supply chains and investments (with full details provided in BWP's Modern Slavery statement able to be viewed in the Corporate Governance section under the **About Us** tab of BWP's website).

Modern slavery risk in BWP's supply chains was considered during the reporting period where, despite some categories of supplier risk being identified as focus areas, overall, the Group's exposure to modern slavery risk is not considered to be material in view of the nature of the Group's business and its small number of primarily Australian suppliers.

BWP has reviewed Modern Slavery Statements submitted by its material suppliers and remains satisfied that these suppliers understand their obligations under the Modern Slavery legislation. No modern slavery practices either at the Group's operations or in its supply chain were identified for the year ended 30 June 2024. BWP has continued working with its suppliers and other stakeholders in 2025 to ensure that no individual is subjected to modern slavery or related labour exploitation within its supply chain, and will report on these activities in its Modern Slavery Statement in December 2025.

## Scale, scope and context

- > Headquartered in Western Australia
- > Operated by a small team of 13 – responsible for leasing, property management, development management and all of the corporate and compliance functions of an ASX-listed entity operating in the financial services sector under an AFSL
- > Large format retail customer base – primarily Bunnings
- > Around 100 suppliers – mostly Australian
- > Land and building assets located in Australia
- > Owned by approximately 24,000 securityholders

## Safety and wellbeing

BWP recognises the importance of managing health and safety risks associated with its operations. Resources and training are available to assist team members in identifying and responding to wellbeing concerns, with initiatives designed to promote a culture of awareness and support.

To further support the delivery of strategic priorities, during the year BWP invested in systems to support the growth of the business and ensure efficient execution.

BWP also took steps to support a safe experience for customers visiting tenancies within its properties. This included improvements to car parks, car park lighting, and general safety and security measures.





PHOTO COURTESY OF BUNNINGS

# Corporate governance

We believe good corporate governance is essential for the achievement of our corporate objectives and for protecting the interests of our securityholders and stakeholders.

## Our commitment to corporate governance

The Board provides the leadership and directional guidance including setting the tone for our governance standards. Our management team is committed to high standards of corporate governance, recognising its importance to the performance and long-term success of our business.

## Corporate governance framework

BWP's corporate governance framework is underpinned by BWP's Compliance Plan and supported by BWP's policies, systems, procedures and practices. Independent external specialists and advisors are engaged where appropriate to provide additional assurance that our governance framework operates effectively.

The key components of our Corporate Governance Framework are illustrated in the diagram below.

## Reporting of corporate governance practices

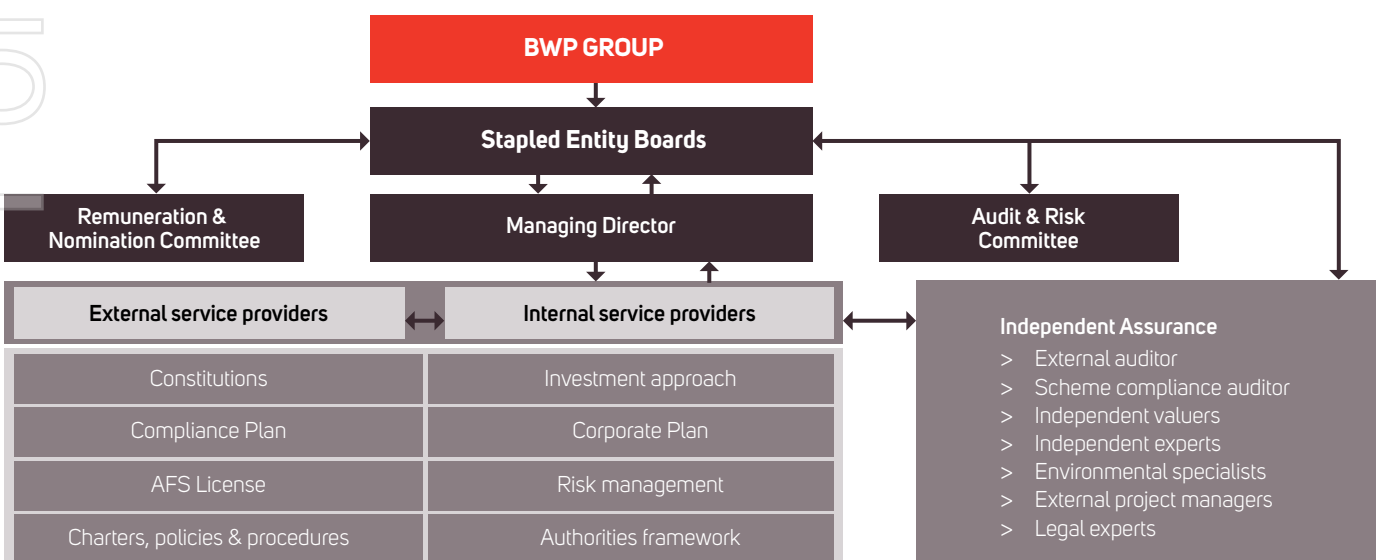
Under ASX Listing Rule 4.10.3, ASX-listed entities are required to report their corporate governance practices for the reporting period against the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations 4th edition ('ASX Recommendations') and disclose any departure from those ASX Recommendations.

For the reporting period to 30 June 2025 ('FY25 Reporting Period'), BWP was not a stapled group and the corporate governance of BWP was overseen by BWPM as responsible entity of the BWP Trust. During the FY25 Reporting Period, BWP was classified by the ASX as an 'externally managed listed entity' and as such, there are some ASX Recommendations that are not applicable to BWP for the FY25 Reporting Period. BWP's report on corporate governance practices during the FY25 Reporting Period has been prepared on this basis, and reports only on corporate governance practices as they relate to the BWP Trust and BWPM as responsible entity of the BWP Trust.

## Our compliance in 2025

Unless stated otherwise, the practices described in our 2025 Corporate Governance Statement are current as at the date of this statement and apply to the stapled group. The Corporate Governance Statement is dated 30 July 2025 and has been approved by the BWP Boards.

BWP's 2025 Corporate Governance Statement can be viewed in the **Corporate Governance** section of BWP's website (refer <https://www.bwptrust.com.au/site/About-Us/corporate-governance>) along with the charters and policies referred to in the Statement.



# Board of directors



## Tony Howarth AO

CitWA, Hon.LLD (UWA), SF Fin(Life), FAICD(Life)  
Chair, Non-Executive External Director

**Member of the Audit and Risk Committee**

**Chairman of the Remuneration and Nomination Committee**

Tony was appointed to the BWPM Board in October 2012 and was appointed Chair of the BWPM Board in March 2022. Tony was also appointed to the BWP Property Group Board and was appointed Chair of the BWP Property Group Board in June 2025. Tony is a Life Fellow of the Australian Institute of Company Directors and the Financial Services Institute of Australasia and has more than 30 years' experience in the banking and finance industry. He has held several senior management positions during his career, including Managing Director of Challenge Bank Limited and Chief Executive Officer of Hartleys Limited. Tony is also a director of ASX-listed company Coventry Group Ltd. He was previously Chair of Alinta Energy Pty Limited, Home Building Society Ltd and St John of God Health Care Inc and Deputy Chair of Bank of Queensland Ltd. Tony was a non-executive director of ASX-listed Wesfarmers Limited between 2007 and 2019.



## Mark Scatena

BE, MBA, GradDipAppFin  
Managing Director

Mark was appointed to the BWPM Board as Managing Director on 26 September 2023. Since joining the Wesfarmers Group in 2001, Mark has held senior roles across WesCEF (the Wesfarmers Chemicals, Energy and Fertilisers division of Wesfarmers), Target, Coles and Wesfarmers. Most recently he was General Manager of CSBP Fertilisers and has previously held leadership positions at Target, General Manager Strategy, Online and Supply Chain, at Wesfarmers as General Manager Investor Relations and Planning, and at Coles where he was General Manager Finance, supporting the store development, store operations and property and store network planning functions. At the BWPM Board's request and as part of BWP's off-market takeover bid for ASX-listed NPR REIT during the 2024 financial year, Mark also joined the board of NPRM on 27 March 2024, a wholly owned subsidiary of BWPM. At the BWPM Board's request and as part of the Proposed Transaction, Mark also joined the BWP Property Group Board in June 2025. Mark is also a member of the St John of God Health Care and Tennis West boards.



## Danielle Carter

BA/BCom, Grad DipAppFin, CA, GAICD  
Non-Executive External Director

**Member of the Audit and Risk Committee**

**Member of the Remuneration and Nomination Committee**

Danielle was appointed to the BWPM Board in December 2021. Danielle was also appointed to the BWP Property Group Board in June 2025. Danielle is a professional non-executive director who has more than 30 years' combined real estate and financial services industry experience. Danielle has held senior executive roles at BlackRock, boutique fund manager SG Hiscock & Company, and financial advisory firm Strategic Financial Management. At BlackRock, Danielle was a Fund Manager responsible for BlackRock Australia's listed, unlisted and direct real estate assets and a member of the Australia/Asia Investment Committee. Danielle is a non-executive director of Dexu Asset Management Limited, the responsible entity of ASX-listed Dexu Industria REIT and ASX-listed Dexu Convenience Retail REIT. She was previously a non-executive director of APN Property Group, which was an ASX listed real estate investment manager until it became part of Dexu in August 2021. At the BWPM Board's request and as part of BWP's off-market takeover bid for ASX-listed NPR REIT during the 2024 financial year, Danielle also joined the board of NPRM, a wholly owned subsidiary of BWPM, on 31 August 2024.



## Fiona Harris AM

BCom, FCAANZ, FAICD  
Non-Executive External Director

**Chair of the Audit and Risk Committee**

**Member of the Remuneration and Nomination Committee**

Fiona was appointed to the BWPM Board in October 2012. Fiona was also appointed to the BWP Property Group Board in June 2025. A professional non-executive director for over 25 years, Fiona has held board positions in more than 25 companies covering a range of industries and geographies. She is a former member of the National Board and a former WA State President of the Australian Institute of Company Directors and a member of Chief Executive Women. Fiona is currently a director of unlisted companies Perron Group Limited and Linear Clinical Research Limited and was previously a director of ASX listed companies, Oil Search Limited until December 2021 and Red 5 Limited between June and December 2022. At the BWPM Board's request and as part of BWP's off-market takeover bid for ASX-listed NPR REIT during the 2024 financial year, Fiona also joined the board of NPRM, a wholly owned subsidiary of BWPM, on 27 March 2024. Fiona was previously a Sydney-based partner of chartered accountants, KPMG, retiring in December 1994.



## Alison Quinn

BCom, FAIM, FUDIA, GAICD  
Non-Executive External Director

**Member of the Audit and Risk Committee**

**Member of the Remuneration and Nomination Committee**

Alison was appointed to the BWPM Board in December 2019. Alison was also appointed to the BWP Property Group Board in June 2025. Alison is an experienced director, CEO and executive with an extensive background in real estate, property development, seniors living and care and banking and finance. Alison is a non-executive director of Brisbane Airport Corporation, GemLife Limited, OakTree Retirement Group, Ability First Australia Limited, Uniting Care Queensland and Economic Development Qld.



## Mike Steur

DipVal, FPINZ(Life), FRICS, FAPI, MAICD  
Non-Executive External Director

**Member of the Audit and Risk Committee**

**Member of the Remuneration and Nomination Committee**

Mike was appointed to the BWPM Board in February 2015. Mike was also appointed to the BWP Property Group Board in June 2025. Mike is a Sydney-based professional director who has more than 35 years' experience in property spanning valuation, asset management and advisory within Australia, New Zealand, the Pacific Islands and across Asia. He has previously held senior executive roles at CBRE and was previously Chair of the Royal Institution of Chartered Surveyors Global Valuation Professional Group. Mike is an experienced non-executive director, currently serving on the boards of Dexu Wholesale Property Limited, Dexu Wholesale Funds Limited, Centuria Funds Management (NZ) Limited and other Centuria-related entities. Past listed company directorships held in the last four years include the New Zealand listed Kiwi Property Group Limited.

# Financial statements

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# Consolidated statement of profit or loss and other comprehensive income

FOR THE YEAR ENDED 30 JUNE 2025

|   | Note | Consolidated       |                    |
|---|------|--------------------|--------------------|
|   |      | June 2025<br>\$000 | June 2024<br>\$000 |
| <b>Revenue</b>  | 1    | 203,302            | 174,460            |
| <b>Expenses</b>   |      |                    |                    |
| Finance costs   | 2    | (35,035)           | (25,444)           |
| Responsible entity's fees   | 2    | (21,271)           | (18,566)           |
| Other operating expenses  | 2    | (17,321)           | (11,185)           |
| <b>Total expenses</b>   |      | <b>(73,627)</b>    | <b>(55,195)</b>    |
| Profit before fair value movements  |      | 129,675            | 119,265            |
| Remeasurement to fair value of derivatives  | 3    | (3,239)            | (380)              |
| Unrealised gains in fair value of investment properties                                     | 6    | 139,141            | 61,337             |
| <b>Profit attributable to the unitholders of BWP Trust</b>                                  |      | <b>265,577</b>     | <b>180,222</b>     |
| <b>Other comprehensive income</b>   |      |                    |                    |
| <i>Items that are or may be reclassified subsequently to profit or loss:</i>                |      |                    |                    |
| Effective portion of changes in fair value of cash flow hedges:                             |      |                    |                    |
| - Realised gains transferred to profit or loss  |      | (184)              | (136)              |
| - Unrealised (losses)/gains on cash flow hedges   |      | (238)              | 61                 |
| <b>Total comprehensive income for the year attributable to the unitholders of BWP Trust</b> |      | <b>265,155</b>     | <b>180,147</b>     |
| <b>Basic and diluted earnings (cents per unit)</b>  | 12   | <b>37.22</b>       | 27.29              |

The consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

# Consolidated statement of financial position

AS AT 30 JUNE 2025

|  | Note | Consolidated       |                    |
|--|------|--------------------|--------------------|
|  |      | June 2025<br>\$000 | June 2024<br>\$000 |
| <b>ASSETS</b>  |      |                    |                    |
| <i>Current assets</i>                                  |      |                    |                    |
| Cash   | 4    | 26,459             | 27,300             |
| Receivables and prepayments                            | 5    | 14,351             | 10,609             |
| Derivative financial instruments                       | 13   | 314                | 3,553              |
| Assets held for sale                                   | 6    | 22,500             | 10,000             |
| <b>Total current assets</b>                            |      | <b>63,624</b>      | <b>51,462</b>      |
| <i>Non-current assets</i>                              |      |                    |                    |
| Derivative financial instruments                       | 13   | -                  | 265                |
| Investment properties                                  | 6    | 3,682,300          | 3,534,600          |
| <b>Total non-current assets</b>                        |      | <b>3,682,300</b>   | <b>3,534,865</b>   |
| <b>Total assets</b>                                    |      | <b>3,745,924</b>   | <b>3,586,327</b>   |
| <b>LIABILITIES</b>                                     |      |                    |                    |
| <i>Current liabilities</i>                             |      |                    |                    |
| Payables and deferred income                           | 7    | 30,542             | 41,035             |
| Interest-bearing loans and borrowings                  | 9    | 151,976            | -                  |
| Distribution payable                                   | 8    | 67,427             | 66,143             |
| <b>Total current liabilities</b>                       |      | <b>249,945</b>     | <b>107,178</b>     |
| <i>Non-current liabilities</i>                         |      |                    |                    |
| Interest-bearing loans and borrowings                  | 9    | 656,187            | 771,599            |
| Derivative financial instruments                       | 13   | 157                | -                  |
| <b>Total non-current liabilities</b>                   |      | <b>656,344</b>     | <b>771,599</b>     |
| <b>Total liabilities</b>                               |      | <b>906,289</b>     | <b>878,777</b>     |
| <b>Net assets</b>                                      |      | <b>2,839,635</b>   | <b>2,707,550</b>   |
| <b>EQUITY</b>  |      |                    |                    |
| <i>Equity attributable to unitholders of BWP Trust</i> |      |                    |                    |
| Issued capital   | 10   | 1,191,167          | 1,191,167          |
| Hedge reserve  | 11   | (157)              | 265                |
| Undistributed income                                   |      | 1,648,625          | 1,516,118          |
| <b>Total equity</b>                                    |      | <b>2,839,635</b>   | <b>2,707,550</b>   |

The consolidated statement of financial position should be read in conjunction with the accompanying notes.

# Consolidated statement of cash flows

FOR THE YEAR ENDED 30 JUNE 2025

|   | Note | Consolidated       |                    |
|---|------|--------------------|--------------------|
|   |      | June 2025<br>\$000 | June 2024<br>\$000 |
| <b>Cash flows from operating activities</b>                       |      |                    |                    |
| Rent received   |      | 228,505            | 198,194            |
| Payments to suppliers   |      | (55,147)           | (25,719)           |
| Payments to the responsible entity                                |      | (20,210)           | (18,638)           |
| Finance income  |      | 604                | 754                |
| Finance costs   |      | (33,971)           | (25,828)           |
| <b>Net cash flows from operating activities</b>                   | 4    | <b>119,781</b>     | 128,763            |
| <b>Cash flows from investing activities</b>                       |      |                    |                    |
| Receipts from the sale of investment properties                   |      | -                  | 66,732             |
| Payments for purchase of, and additions to, investment properties |      | (25,401)           | (92,006)           |
| Cash acquired from new subsidiaries                               |      | -                  | 2,135              |
| <b>Net cash flows used in investing activities</b>                |      | <b>(25,401)</b>    | (23,139)           |
| <b>Cash flows from financing activities</b>                       |      |                    |                    |
| Proceeds from borrowings  |      | 36,564             | 303,463            |
| Repayments of borrowings  |      | -                  | (274,980)          |
| Transaction costs - equity issued                                 |      | -                  | (6,147)            |
| Distributions paid  |      | (131,785)          | (117,492)          |
| <b>Net cash flows used in financing activities</b>                |      | <b>(95,221)</b>    | (95,156)           |
| Net (decrease)/ increase in cash                                  |      | (841)              | 10,468             |
| Cash at the beginning of the financial year                       |      | 27,300             | 16,832             |
| <b>Cash at the end of the financial year</b>                      | 4    | <b>26,459</b>      | 27,300             |

The consolidated statement of cash flows should be read in conjunction with the accompanying notes.

# Consolidated statement of changes in equity

FOR THE YEAR ENDED 30 JUNE 2025

| Consolidated   | Issued capital<br>\$000 | Hedge reserve<br>\$000 | Undistributed income<br>\$000 | Total<br>\$000   |
|--|-------------------------|------------------------|-------------------------------|------------------|
| <b>Balance at 1 July 2023</b>  | 945,558                 | 340                    | 1,459,982                     | 2,405,880        |
| Profit attributable to unitholders of BWP Trust  | -                       | -                      | 180,222                       | 180,222          |
| Other comprehensive loss: Effective portion of changes in fair value of cash flow hedges | -                       | (75)                   | -                             | (75)             |
| <b>Total comprehensive income for the year</b>   | -                       | (75)                   | 180,222                       | 180,147          |
| Issue of units – scrip for scrip offer   | 251,756                 | -                      | -                             | 251,756          |
| Distributions to unitholders   | -                       | -                      | (124,086)                     | (124,086)        |
| <b>Total contributions and distributions</b>   | 251,756                 | -                      | (124,086)                     | 127,670          |
| Transaction costs  | (6,147)                 | -                      | -                             | (6,147)          |
| <b>Total changes in ownership interests</b>  | (6,147)                 | -                      | -                             | (6,147)          |
| <b>Total transactions with unitholders of BWP Trust</b>                                  | 245,609                 | (75)                   | 56,136                        | 301,670          |
| <b>Balance at 30 June 2024 and 1 July 2024</b>   | <b>1,191,167</b>        | <b>265</b>             | <b>1,516,118</b>              | <b>2,707,550</b> |
| Profit attributable to unitholders of BWP Trust  | -                       | -                      | 265,577                       | 265,577          |
| Other comprehensive loss: Effective portion of changes in fair value of cash flow hedges | -                       | (422)                  | -                             | (422)            |
| <b>Total comprehensive income for the year</b>   | -                       | (422)                  | 265,577                       | 265,155          |
| Distributions to unitholders   | -                       | -                      | (133,070)                     | (133,070)        |
| <b>Total contributions and distributions</b>   | -                       | -                      | (133,070)                     | (133,070)        |
| <b>Total transactions with unitholders of BWP Trust</b>                                  | -                       | (422)                  | 132,507                       | 132,085          |
| <b>Balance at 30 June 2025</b>   | <b>1,191,167</b>        | <b>(157)</b>           | <b>1,648,625</b>              | <b>2,839,635</b> |

The consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

# Notes to the consolidated financial statements

FOR THE YEAR ENDED 30 JUNE 2025

BWP Trust ('the Trust') is a for profit unit trust of no fixed duration, constituted under a Trust Deed dated 18 June 1998 as amended, and the Trust's units are publicly traded on the Australian Securities Exchange ('ASX'). The Trust is managed by BWP Management Limited ('BWPM' or 'the responsible entity'). Both the Trust and the responsible entity are domiciled in Australia.

The BWP Trust group (the 'Group') comprises the Trust and its controlled entities (subsidiaries) per Note 14. The subsidiary Trusts are managed by NPR Management Limited, which is a 100 per cent owned subsidiary of BWPM.

The Trust has a policy to invest in well located, geographically diversified properties with long-term leases to substantial tenants, predominantly in the large format retail sector, with the purpose of providing unitholders with a secure, growing income stream and capital growth.

Under current Australian income tax legislation, the Trust is not liable for income tax, provided that its taxable income (including any realised capital gains) is fully attributed to unitholders each year.

## About this report

The consolidated financial report for the year ended 30 June 2025 was authorised for issue in accordance with a resolution of the directors of the responsible entity on 6 August 2025. The directors have the power to amend and reissue the financial report.

The consolidated financial statements are a general purpose financial report which:

- > has been prepared in accordance with the requirements of the Trust's constitution, the *Corporations Act 2001*, Australian Accounting Standards and other authoritative pronouncements of the Australian Accounting Standards Board ('AASB') and International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB');
- > has been prepared on a historical cost basis, except for investment properties and derivative financial instruments, which have been measured at their fair value;
- > is presented in Australian dollars, which is the Group's functional and presentation currency, and all values are rounded to the nearest thousand dollars (\$000) under ASIC Corporations (Rounding in Financial/ Directors' Reports) Instrument 2016/191, unless otherwise stated; and
- > does not early adopt a number of new standards, amendments to standards and interpretations that have been issued or amended but are not yet effective. The potential impact of the new standards, amendments to standards and interpretations has been considered and they are not expected to have a significant effect on the financial statements.

## Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group. A list of controlled entities (subsidiaries) at year-end is contained in note 14.

The financial statements of subsidiaries are prepared for the same reporting period as the parent company, using consistent accounting policies. Adjustments are made to bring into line any dissimilar accounting policies that may exist.

In preparing the consolidated financial statements, all intercompany balances and transactions, income and expenses and profits and losses resulting from intra-Group transactions have been eliminated.

Subsidiaries are consolidated from the date on which control is obtained to the date on which control is disposed. Acquisitions of subsidiaries which qualify as business combinations are accounted for using the acquisition method of accounting.

## Going concern

The consolidated financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and liabilities in the ordinary course of business.

As at 30 June 2025, the Group's current liabilities exceeded current assets by \$186.3 million. This is attributable to the \$150 million fixed term seven-year corporate bonds due to mature on 10 April 2026 and the distribution payable of \$66.1 million. In addition, as disclosed in Note 21, the Group has entered into a Share Sale and Subscription Deed with Wesfarmers which requires a cash payment of \$100 million to be settled in August 2025. Whilst the Group has undrawn facilities of \$198 million available as at 30 June 2025, there remains a shortfall which the Group expects to finance through a new bond issuance and/or other refinancing options.

If the Group is unable to continue as a going concern, it may be required to realise its assets and liabilities other than in the ordinary course of business and at amounts different from those stated in the financial report.

## Significant judgements and estimates

In applying the Group's accounting policies, management regularly evaluates judgements, estimates and assumptions based on experience and other factors, including expectations about future events that may have an impact on the Trust. Judgements and estimates which are material to the financial report are found in the following notes:

Note 6: Investment properties

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## Other accounting policies

Material and other accounting policies that summarise the measurement basis used and are relevant to an understanding of the financial statements are provided throughout the notes to the financial statements.

## Segment information

The Group determines and presents its operating segment based on the internal information that is provided to the Managing Director of the Trust's responsible entity, who is the Group's chief operating decision maker.

The Group operates wholly within Australia and derives rental income from investments in commercial warehouse properties and as such this is considered to be the only segment in which the Group is engaged.

The operating results are regularly reviewed by the Managing Director to make decisions about resources to be allocated and to assess performance. There are no reconciling items that exist between the discrete financial information reviewed by the Managing Director and the financial statements of the Trust relating to revenue, profit or loss, assets and liabilities or other material items.

## Significant items impacting the prior reporting period

### Merger of BWP Trust and Newmark Property REIT ('NPR')

On 24 January 2024, the Directors of BWPM, the responsible entity for the Trust, announced that the Trust had entered a Bid Implementation Deed ('BID') with Newmark REIT Management Limited ('NRML')<sup>1</sup> as responsible entity of Newmark Property REIT (ASX:NPR) in relation to a proposal to merge BWP with NPR (the 'Merger Proposal') by way of an off-market takeover.

The Merger Proposal was for an all-scrip transaction, pursuant to which NPR securityholders received 0.4 BWP units for every 1.0 NPR security held (the 'Merger Ratio'). The Trust gained a controlling interest in the stapled securities<sup>2</sup> of NPR on 28 March 2024, with BWP completing compulsory acquisition of the NPR securities, under the provisions of the Corporations Act 2001 (Cth) (Corporations Act), on 21 June 2024 and hence owns 100 per cent of issued NPR securities.

The consolidated results presented in this report include NPR from 28 March 2024, being the date BWP obtained control of NPR.

The Trust accounted for the merger as an asset acquisition, rather than a business combination, with the Trust acquiring nine NPR properties, all with similar characteristics to properties already owned by the Trust, representing approximately 98 percent of the gross assets of NPR.

The \$540 million acquisition cost of the nine properties is based on the 71,127,438 units issued at an average unit price of \$3.54, together with NPR debt assumed of \$280 million and transaction costs of \$16 million, less \$8 million of working capital balances.

## 1. Revenue

|                       | Consolidated       |                    |
|-----------------------|--------------------|--------------------|
|                       | June 2025<br>\$000 | June 2024<br>\$000 |
| Rental income         | 202,270            | 173,278            |
| Other property income | 428                | 428                |
| Finance income        | 604                | 754                |
| <b>Revenue</b>        | <b>203,302</b>     | <b>174,460</b>     |

### Recognition and measurement

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the entity and the revenue can be reliably measured using the following criteria:

#### Rental and other property income

As required under AASB 16 *Leases*, rental income from operating leases is recognised on a straight-line basis over the lease term for leases that have fixed rental increases. Leases that are based on a variable future amount, including CPI linked rental increases, are only recognised when contractually due. An asset will be recognised to represent the portion of operating lease revenue in a reporting period relating to fixed increases in operating lease revenue in future periods. These assets are recognised as a component of investment properties.

#### Finance income

Finance income is interest income on bank deposits and is recognised as the interest accrues, using the effective interest method.

<sup>1</sup> On 27 March 2024 BWPM acquired 100 per cent of NRML, and subsequently changed its name to NPR Management Limited ('NPRML').

<sup>2</sup> Fully paid units in NPR Trust No.1 and NPR Trust No. 4 were stapled together to form stapled securities which were listed on the ASX under the ASX code: NPR and could not be traded separately from one another.

# Notes to the consolidated financial statements

FOR THE YEAR ENDED 30 JUNE 2025

## 2. Expenses

|   | Consolidated       |                    |
|---|--------------------|--------------------|
|   | June 2025<br>\$000 | June 2024<br>\$000 |
| Interest expense on debt facilities         | 35,035             | 25,444             |
| <b>Finance costs</b>                        | <b>35,035</b>      | <b>25,444</b>      |
| <b>Responsible entity's fees</b>            | <b>21,271</b>      | <b>18,566</b>      |
| Non-recoverable property costs <sup>1</sup> | 12,919             | 10,299             |
| Transaction costs <sup>2</sup>              | 3,300              | -                  |
| Listing and registry expenses               | 644                | 651                |
| Other                                       | 458                | 235                |
| <b>Other operating expenses</b>             | <b>17,321</b>      | <b>11,185</b>      |

<sup>1</sup> Included in non-recoverable property costs are amounts paid or payable of \$3.5 million (2024: \$2.8 million) for Queensland Land Tax which, under the relevant state legislation applicable at the time the lease was entered into, cannot be on-charged to tenants.

<sup>2</sup> Transaction costs relate to the internalisation of management. Refer to Note 21 for further information.

### Recognition and measurement

#### Finance costs

Finance costs are recognised as an expense when incurred, with the exception of interest charges on funds invested in properties with substantial development and construction phases, which are capitalised to the property until such times as the construction work is complete.

The capitalisation rate used to determine the amount of finance costs to be capitalised is the weighted average interest rate applicable to the Group's outstanding borrowings during the year.

#### Responsible entity's fees

The responsible entity of BWP Trust, BWP Management Limited, is entitled to a management fee payable quarterly in arrears of 0.55 per cent per annum of the gross asset value of the Trust.

The responsible entity is also entitled to a fee calculated at the rate of 0.05 per cent per annum of the gross asset value of the Trust up to \$200 million and 0.035 per cent per annum of the amount by which the gross asset value of the Trust exceeds \$200 million.

The responsible entity may waive the whole or any part of the remuneration to which it would otherwise be entitled (see Note 16).

Upon acquisition of NPR on 28 March 2024, the responsible entity fees payable to NPR Management Limited, the responsible entity of the NPR Trusts and 100 per cent owned subsidiary of BWPM, was maintained at 0.06 per cent of the gross asset value of NPR. Upon 100 per cent ownership of NPR being obtained on 21 June 2024, the trust deeds were amended to align the management fee with the fee charged by BWPM.

## 3. Remeasurement to Fair Value of Derivatives

|  | Consolidated       |                    |
|--|--------------------|--------------------|
|  | June 2025<br>\$000 | June 2024<br>\$000 |
| Remeasurement to fair value of derivatives | (3,239)            | (380)              |

The net fair value loss in relation to derivative financial instruments of \$3.2 million (2024: \$0.4 million) arose as a result of the revaluation of interest rate swap hedging instruments.

Further details about derivative financial instruments are disclosed at Note 13.

## 4. Cash

|   | Consolidated       |                    |
|---|--------------------|--------------------|
|   | June 2025<br>\$000 | June 2024<br>\$000 |
| Cash at bank                              | 26,459             | 27,300             |
| Weighted average effective interest rates | 4.12%              | 4.18%              |

Reconciliation of operating profit to the net cash flows from operating activities:

|  | June 2025<br>\$000 | June 2024<br>\$000 |
|--|--------------------|--------------------|
| Profit for the year attributable to unitholders of BWP Trust | 265,577            | 180,222            |
| Net fair value change on investment properties               | (135,024)          | (62,548)           |
| Net fair value change in derivatives                         | 3,239              | 380                |
| Increase in receivables and prepayments                      | (3,717)            | (4,036)            |
| (Decrease)/increase in payables and deferred income          | (10,294)           | 14,745             |
| <b>Net cash flows from operating activities</b>              | <b>119,781</b>     | <b>128,763</b>     |

### Recognition and measurement

#### Cash at bank

Cash in the consolidated statement of financial position, and for the purposes of the consolidated statement of cash flows, comprises cash at bank and short-term deposits. Cash at bank earns interest at floating rates based on daily bank deposit rates.

## 5. Receivables and Prepayments

|   | Consolidated       |                    |
|---|--------------------|--------------------|
|   | June 2025<br>\$000 | June 2024<br>\$000 |
| Receivables from Wesfarmers Limited <sup>1</sup> subsidiaries | 730                | 274                |
| Other receivables   | 6,999              | 4,363              |
| Prepayments   | 6,622              | 5,972              |
|   | <b>14,351</b>      | <b>10,609</b>      |

<sup>1</sup> Wesfarmers Limited is a related party (see Note 16).

### Recognition and measurement

#### Impairment

Receivables of \$0.3 million were overdue at 30 June 2025 (2024: \$0.1 million).

An allowance for impairment in respect of receivables of \$0.14 million has been made during the current year (2024: \$0.02 million). Based on historic default rates and access to bank guarantees, no further impairment allowance is deemed necessary.

# Notes to the consolidated financial statements

FOR THE YEAR ENDED 30 JUNE 2025

## 6. Investment Properties

Reconciliation of the carrying amount of investment properties:

|   | Consolidated       |                    |
|---|--------------------|--------------------|
|   | June 2025<br>\$000 | June 2024<br>\$000 |
| Balance at the beginning of the financial year                | 3,534,600          | 2,936,600          |
| Divestments during the year                                   | -                  | (66,732)           |
| Reclassification to assets held for sale                      | (12,500)           | (10,000)           |
| Additions from acquisition of subsidiaries                    | -                  | 540,026            |
| Other acquisitions during the year                            | -                  | 32,010             |
| Capital improvements during the year                          | 24,810             | 41,880             |
| Interest capitalised during the year                          | 366                | 690                |
| Straight-line lease adjustments                               | (4,117)            | (1,211)            |
| Net unrealised gains from fair value adjustments <sup>1</sup> | 139,141            | 61,337             |
| <b>Balance at the end of the financial year</b>               | <b>3,682,300</b>   | <b>3,534,600</b>   |

### a) Assets held for sale

At 30 June 2025 the ex-Bunnings Warehouse at Port Kennedy, Western Australia (\$10 million) and the ex-Bunnings Warehouse at Morley, Western Australia (\$12.5 million) were being marketed for sale.

### Recognition and measurement

Investment property is initially measured at cost, including the associated transaction costs including but not limited to stamp duty, and subsequently at fair value with any change therein recognised in profit and loss.

Subsequent revaluations to fair value according to the Group's revaluations policy may result in associated transaction costs appearing as a negative adjustment (loss) in fair value for the respective property, should the property be revalued to the initial purchase price.

Where assets have been revalued, the potential effect of the capital gains tax ("CGT") on disposal has not been taken into account in the determination of the revalued carrying amount. The Trust does not expect to be ultimately liable for CGT in respect of the sale of assets as all realised capital gains would be attributed to unitholders.

### Assets held for sale

Non-current assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Immediately before classification as held for sale the assets are remeasured in accordance with the Group's other accounting policies. Thereafter the assets are measured at the lower of their carrying amount and fair value less costs to sell.

### Fair value – hierarchy

The Group is required to categorise the fair value measurement of investment properties based on the inputs to the valuations technique used. All investment properties have been categorised on a Level 3 fair value basis as some of the inputs required to value the properties are not based on 'observable market data'.

### Fair value – valuation approach

#### Key Judgement

The Group has a process for determining the fair value of investment properties at each balance date, applying generally accepted valuation criteria, methodology and assumptions detailed below. Valuations are completed based on current market evidence at the date of each report, reflecting known criteria at that time and do not include unknown future impacts.

An independent valuer, having an appropriate professional qualification and recent experience in the location and category of property being valued, values individual properties every three years on a rotation basis. The independent valuer determines the most appropriate valuation method for each property (refer below).

In accordance with the Group's policy, the following properties were independently valued at 30 June 2025:

#### Property

|                      |              |
|----------------------|--------------|
| Arundel              | Manly West   |
| Bayswater            | Maroochydore |
| Bethania             | Melton       |
| Bibra Lake           | North Lakes  |
| Broadmeadows         | Northland    |
| Browns Plains        | Pakenham     |
| Chadstone            | Rocklea      |
| Coburg               | Rydalmere    |
| Dubbo                | Springvale   |
| Ellenbrook           | Sunbury      |
| Frankston            | Thornleigh   |
| Gladstone            | Underwood    |
| Harrisdale           | Wagga Wagga  |
| Launceston           | Warragul     |
| Launceston Showrooms |              |

Properties that have not been independently valued as at balance date are carried at fair value by way of directors' valuation, with the methodology subject to an independent review process by Jones Lang LaSalle.

<sup>1</sup> It should be noted that all property valuations as at 30 June 2025 did not take into account the anticipated effects of the Lease Reset and Extension component of the Transaction as approved by unitholders on 28 July 2025, which is expected to increase the property valuations as set out on page 17.

## Valuation methodologies

### Capitalisation of income valuation

The capitalisation of income valuation method capitalises the current rent received, at a rate analysed from the most recent transactions of comparable property investments. The capitalisation rate used varies across properties. Valuations reflect, where appropriate, lease term remaining, the relationship of current rent to the market rent, location, prevailing investment market conditions and for Bunnings Warehouses, distribution of competing hardware stores.

| Inputs used to measure fair value | Range of individual property inputs |
|-----------------------------------|-------------------------------------|
| Adopted capitalisation rate       | 4.00% – 14.69%                      |
| Gross rent p.a. (\$000)           | 565 – 5,566                         |
| Occupancy rate                    | 98.6% as at 30 June 2025            |
| Lease term remaining (years)      | 0.13 – 10.54                        |

While the current economic outlook is challenging to forecast, including interest rate uncertainty in the medium to long term, the fair value assessment of the Group's portfolio at the reporting date, includes the best estimates using information available at the time of preparation of the financial statements. The main variable that may affect the Group's property valuations in the future is capitalisation rates. For instance, the impact of an increase in capitalisation rates by 25 basis points (0.25 per cent) across the whole portfolio, assuming all other variables such as rent remain the same, would see a decrease of \$166.9 million in the value of the Group's investment properties.

### Discounted cash flow

The discounted cash flow method calculates a property's value by using projections of reliable estimates of future cash flows, derived from the term of any existing leases, and from external evidence such as current market rents for similar properties in the same area and condition, and using discount rates that reflect the current market assessments of the uncertainty in the amount and timing of cash flows specific to the asset.

The capitalisation of income valuation method is used as the primary valuation method, with the discounted cash flow method used for comparison purposes.

### Leasing arrangements

The Group has entered into commercial property leases on its investment portfolio with the majority of its properties being leased to Bunnings Group Limited ('BGL') (refer Notes 13 and 16).

Bunnings Warehouse leases, administered by BGL, generally commit the tenant to an initial term of 10, 12 or 15 years, followed by a number of optional terms of five or six years each, with each option exercisable by the tenant. Leases to non-BGL tenants generally commit the tenant to an initial term of between five and 10 years, followed by one or a number of optional terms of five years each exercisable by the tenant.

At 30 June 2025, the minimum lease expiry (being the duration until which the tenants' committed terms expire) for the Group's investment properties is 0.13 years (2024: 0.25 years) and the maximum lease expiry is 10.54 years (2024: 11.46 years), with a weighted average lease expiry for the portfolio of 4.5 years (2024: 3.8 years).

There are no lease commitments receivable as at the reporting date and there were no contingent rentals recognised as revenues in the financial year.

Future minimum non-cancellable lease rental revenues are:

|                         | Consolidated       |                    |
|-------------------------|--------------------|--------------------|
|                         | June 2025<br>\$000 | June 2024<br>\$000 |
| Not later than one year | 199,792            | 195,707            |
| One to two years        | 162,086            | 159,968            |
| Two to three years      | 130,506            | 108,679            |
| Three to four years     | 118,348            | 76,216             |
| Four to five years      | 99,681             | 66,192             |
| Later than five years   | 218,454            | 163,853            |
|                         | 928,867            | 770,615            |

### Recognition and measurement

Leases are classified at their inception as either operating or finance leases based on the economic substance of the agreements so as to reflect the risks and benefits incidental to ownership.

#### Key Judgement

The Group has determined that it retains all the significant risks and rewards of ownership of these properties and has thus classified the leases as operating leases.

The rental revenues of operating leases are included in the determination of the net profit in accordance with the revenue recognition policy at Note 1.

Leasing fees incurred in relation to the ongoing renewal of major tenancies are deferred and amortised over the lease period to which they relate.

Lease incentives, which may take the form of up-front payments, contributions to certain lessees' costs, relocation costs and fit-outs and improvements, are recognised on a straight-line basis over the lease term as a reduction of rental income.

# Notes to the consolidated financial statements

FOR THE YEAR ENDED 30 JUNE 2025

## 7. Payables and Deferred Income

|                                   | Consolidated       |                    |
|-----------------------------------|--------------------|--------------------|
|                                   | June 2025<br>\$000 | June 2024<br>\$000 |
| Trade creditors and accruals      | 11,790             | 22,477             |
| Responsible entity's fees payable | 5,927              | 4,866              |
| Rent received in advance          | 12,825             | 13,692             |
|                                   | <b>30,542</b>      | <b>41,035</b>      |

### Recognition and measurement

Liabilities are recognised for amounts to be paid in the future for goods and services received, whether or not these have been billed to the Group. These liabilities are normally settled on 30 day terms except for the responsible entity's fees payable, which are settled quarterly in arrears, and retention monies withheld on construction projects which are settled according to the terms of the construction contracts.

The Group's exposure to liquidity risk in respect of payables is disclosed in Note 13.

## 8. Distributions Paid or Payable

In accordance with the Trust's constitution, the unrealised gains or losses on the revaluation of the fair value of investment properties, as well as other items as determined by the directors are not included in the profit available for distribution to unitholders. A reconciliation is provided below:

|   | Consolidated       |                    |
|---|--------------------|--------------------|
|   | June 2025<br>\$000 | June 2024<br>\$000 |
| 9.20 cents (2024: 9.02 cents) per unit, interim distribution paid on 26 February 2025 | 65,643             | 57,943             |
| 9.45 cents (2024: 9.27 cents) per unit, final ordinary distribution provided          | 67,427             | 66,143             |
|   | <b>133,070</b>     | <b>124,086</b>     |
| Profit attributable to unitholders of BWP Trust                                       | 265,577            | 180,222            |
| Capital profits released from undistributed profit                                    | 100                | 1,830              |
| Remeasurement of derivatives to fair value  | 3,239              | 380                |
| Distributions released from acquired NPR portfolio                                    | -                  | 2,985              |
| Transaction costs   | 3,300              | -                  |
| Net unrealised gains in fair value of investment properties                           | (139,141)          | (61,337)           |
| Distributable profit for the year   | 133,075            | 124,080            |
| Opening undistributed profit  | -                  | 6                  |
| Closing undistributed profit  | (5)                | -                  |
| <b>Distributable amount</b>   | <b>133,070</b>     | <b>124,086</b>     |
| <b>Distribution – ordinary (cents per unit)</b>                                       | <b>18.65</b>       | <b>18.29</b>       |

### Recognition and measurement

Each reporting period the directors of the responsible entity are required to determine the distribution entitlement of the unitholders in respect of the period. Any amounts so determined but not paid by the end of the period, are recorded as a liability.

## 9. Interest-Bearing Loans and Borrowings

As at 30 June 2025 the Trust had the following borrowings:

|   | Expiry date      | June 2025        |                       | June 2024      |                       |
|---|------------------|------------------|-----------------------|----------------|-----------------------|
|   |                  | Limit<br>\$000   | Amount drawn<br>\$000 | Limit<br>\$000 | Amount drawn<br>\$000 |
| <b>Bank debt facilities</b>                       |                  |                  |                       |                |                       |
| Sumitomo Mitsui Banking Corporation               | 24 June 2027     | 100,000          | 100,000               | 100,000        | 100,000               |
| Westpac Banking Corporation                       | 30 April 2028    | 135,000          | 86,900                | 135,000        | 92,300                |
| Westpac Banking Corporation                       | 31 July 2028     | 85,000           | 37,300                | 85,000         | -                     |
| Sumitomo Mitsui Banking Corporation               | 24 June 2028     | 110,000          | 85,000                | 110,000        | 85,000                |
| Commonwealth Bank of Australia                    | 31 July 2028     | 150,000          | 122,800               | 150,000        | 120,400               |
| Bank of China                                     | 27 June 2028     | 50,000           | 50,000                | 50,000         | 50,000                |
| Bank of China                                     | 12 June 2029     | 50,000           | -                     | -              | -                     |
| Institutional term loan                           | 29 November 2030 | 75,000           | 75,000                | 75,000         | 75,000                |
|   |                  | <b>755,000</b>   | <b>557,000</b>        | <b>705,000</b> | <b>522,700</b>        |
| <b>Corporate bonds</b>                            |                  |                  |                       |                |                       |
| Fixed term seven-year corporate bond <sup>1</sup> | 10 April 2026    | 150,000          | 150,000               | 150,000        | 150,000               |
| Fixed term seven-year corporate bond              | 24 March 2028    | 100,000          | 100,000               | 100,000        | 100,000               |
| Accrued/(prepaid) borrowing costs                 |                  |                  | 1,163                 |                | (1,101)               |
|   |                  | <b>250,000</b>   | <b>251,163</b>        | <b>250,000</b> | <b>248,899</b>        |
|   |                  | <b>1,005,000</b> | <b>808,163</b>        | <b>955,000</b> | <b>771,599</b>        |

<sup>1</sup> \$1.97 million of accrued interest and borrowing costs, together with the \$150 million fixed term corporate bond have been classified as current liabilities due to maturity in April 2026.

During the year the Group extended facilities with Bank of China, Commonwealth Bank of Australia, Sumitomo Mitsui Banking Corporation and Westpac Banking Corporation. An additional \$50 million facility was entered into with Bank of China for four years, maturing on 12 June 2029.

### Recognition and measurement

The borrowings under the bank debt facilities are not secured by assets of the Group but are subject to reporting and financial undertakings by the Group to the banks under negative pledge agreements with each bank. The Group's corporate bonds are also not secured by assets of the Group but are subject to similar reporting and financial undertakings as the bank debt facilities.

The financial undertaking covenants relate to compliance with a continuous maximum debt gearing ratio, and a minimum interest cover ratio for each financial half-year. Compliance with these covenants is reported following the end of each financial half-year. The Group expects to comply with all covenants within 12 months after the reporting date.

Borrowings are classified as non-current liabilities if there is an unconditional right to defer settlement of the liability for at least 12 months after the balance date.

Refer to Note 13 for information on interest rate and liquidity risk.

At 30 June 2025 the minimum duration of the above debt facilities was 9 months (2024: 21 months) and the maximum was 65 months (2024: 77 months) with a weighted average duration of 36 months (2024: 35 months).

### Interest-bearing loans and borrowings

All interest-bearing loans and borrowings are initially recognised at the fair value of the consideration received less directly attributable transaction costs.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Fees paid on the establishment of loan facilities that are interest-bearing are included as part of the carrying amount of loans and borrowings.

### Corporate bonds

On 10 April 2019, the Trust issued \$100 million of fixed rate domestic bonds maturing on 10 April 2026. Interest is payable semi-annually in arrears on the fixed rate domestic bonds, at 3.30 per cent per annum. An additional \$50 million was issued to this facility on 29 May 2020.

On 24 March 2021, the Trust issued \$100 million of fixed rate domestic bonds maturing on 24 March 2028. Interest is payable semi-annually in arrears on the fixed rate domestic bonds, at 2.20 per cent per annum.

### Bank debt facilities

Interest is payable on bank debt facilities based on the Bank Bill Swap Bid Rate ('BBSY') interest rate for each respective drawdown plus a margin.

# Notes to the consolidated financial statements

FOR THE YEAR ENDED 30 JUNE 2025

## 10. Issued Capital

|  | Number of<br>ordinary units | \$000            |
|--|-----------------------------|------------------|
| At 1 July 2024                         | 642,383,803                 | 945,558          |
| Issue of units – scrip for scrip offer | 71,127,438                  | 251,756          |
| Transaction costs                      | -                           | (6,147)          |
| <b>At 30 June 2024</b>                 | <b>713,511,241</b>          | <b>1,191,167</b> |
| <b>At 1 July 2024 and 30 June 2025</b> | <b>713,511,241</b>          | <b>1,191,167</b> |

### Recognition and measurement

#### Units on issue

Units on issue are recognised at the fair value of the consideration received by the Trust. Any transaction costs arising on the issue of ordinary units are recognised directly in equity as a reduction of the unit proceeds received.

#### Rights

The Trust is a unit trust of no fixed duration and the units in the Trust have no right of redemption.

Each unit entitles the unitholder to receive distributions as declared and, in the event of winding up the Trust, to participate in all net cash proceeds from the realisation of assets of the Trust in proportion to the number of and amounts paid up on units held.

#### Distribution reinvestment plan

The Trust operates a distribution reinvestment plan ("DRP"). The DRP was in place for the interim distribution for the half-year ended 31 December 2024, and was suspended for the final distribution for the year ended 30 June 2025. An issue of units under the DRP results in an increase in issued capital unless the units are acquired on-market, which was the case during the financial year.

During the year the number of units acquired on-market to affect the DRP was 3,217,745 (2024: 2,066,459) at a cost of \$10.96 million (2024: \$7.56 million).

## 11. Hedge Reserve

|   | June 2025<br>\$000 | June 2024<br>\$000 |
|---|--------------------|--------------------|
| Balance at the beginning of the financial year                  | 265                | 340                |
| Effective portion of changes in fair value of cash flow hedges: |                    |                    |
| - Realised gains transferred to profit or loss                  | (184)              | (136)              |
| - Unrealised (losses)/gains on cash flow hedges                 | (238)              | 61                 |
| <b>Balance at the end of the financial year</b>                 | <b>(157)</b>       | <b>265</b>         |

### Recognition and measurement

This reserve records the portion of the gain or loss on a hedging instrument in a cash flow hedge that is determined to be an effective hedge.

## 12. Earnings Per Unit

|   | June 2025   | June 2024   |
|---|-------------|-------------|
| Net earnings used in calculating basic and diluted earnings per unit (\$000)  | 265,577     | 180,222     |
| Basic and diluted earnings per unit (cents)   | 37.22       | 27.29       |
| Net earnings used in calculating basic and diluted earnings per unit excluding gains in fair value of investment properties (\$000) | 129,675     | 119,265     |
| Basic and diluted earnings per unit excluding gains in fair value of investment properties (cents)                                  | 18.17       | 18.06       |
| Weighted average number of units on issue used in the calculation of basic and diluted earnings per unit                            | 713,511,241 | 660,305,578 |

### Recognition and measurement

#### Earnings per unit

Basic earnings per unit is calculated as net profit attributable to unitholders divided by the weighted average number of units. The diluted earnings per unit is equal to the basic earnings per unit.

## 13. Financial Risk Management

The Group holds financial instruments for the following purposes:

**Financing:** to raise funds for the Group's operations. The principal types of instruments are term advances ("bank loans") and corporate bonds.

**Operational:** the Group's activities generate financial instruments including cash, trade receivables and trade payables.

**Risk management:** to reduce risks arising from the financial instruments described above, including interest rate swaps.

The Group's holding of these instruments exposes it to risk. The Board of directors of the responsible entity has overall responsibility for the establishment and oversight of the Group's policies for managing these risks, which are outlined below:

- > credit risk (Note 13(a));
- > liquidity risk (Note 13(b)); and
- > interest rate risk (Note 13(c)).

These risks affect the fair value measurement applied by the Group, which is discussed further in Note 13(e).

### a) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers, cash, and payments due to the Group under interest rate swaps.

#### Receivables

During the year the credit risk for 83.2 per cent (2024: 87.6 per cent) of the rental income was with five tenants:

|  | June 2025<br>% | June 2024<br>% |
|--|----------------|----------------|
| Bunnings Group Limited <sup>1</sup>          | 78.0           | 81.5           |
| Officeworks Superstores Pty Ltd <sup>1</sup> | 2.1            | 2.0            |
| Australian Electoral Commission              | 0.8            | 1.9            |
| Amart Furniture                              | 1.6            | 1.4            |
| Easy Auto 123 Pty Ltd                        | 0.7            | 0.8            |

<sup>1</sup> Wholly owned subsidiaries of Wesfarmers Limited.

BGL, Officeworks Superstores Pty Ltd and Wesfarmers Limited are currently subject to a Deed of Cross Guarantee under which they covenant with a trustee for the benefit of each creditor that they guarantee to each creditor payment in full of any debt in the event of any entity that is included in the Deed of Cross Guarantee being wound up. Wesfarmers Limited has been assigned a credit rating of A-(Stable)/A2 by Standard & Poor's (A3 (Stable)/P2 – Moody's).

### Cash

The Group limits its exposure to credit risk associated with its cash by maintaining limited cash balances and having cash deposited with reputable, major financial institutions subject to regulation in Australia, which are rated A- or higher by Standard and Poor's.

### Derivative financial instruments

The Group limits its exposure to credit risk associated with future payments from its interest rate swaps by contracting with reputable major financial institutions subject to regulation in Australia, which are rated A- or higher by Standard and Poor's.

### Exposure to credit risk

The carrying amount of the Group's financial assets represents the maximum credit exposure. The Group's maximum exposure to credit risk at the reporting date was:

| Note                             | Carrying amount    |                    |        |
|----------------------------------|--------------------|--------------------|--------|
|                                  | June 2025<br>\$000 | June 2024<br>\$000 |        |
| Cash and short-term deposits     | 4                  | 26,459             | 27,300 |
| <b>Receivables</b>               |                    |                    |        |
| Wesfarmers Limited subsidiaries  | 5                  | 730                | 274    |
| Other tenants                    | 5                  | 6,999              | 4,363  |
|                                  |                    | 7,729              | 4,637  |
| Derivative financial instruments |                    | 314                | 3,818  |
| <b>Total exposure</b>            |                    | 34,502             | 35,755 |

### b) Liquidity risk

Liquidity risk is the risk that the Trust will not be able to meet its financial obligations as and when they fall due.

To assist in minimising the risk of having inadequate funding for the Group's operations, the Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and corporate bonds with different tenures, with the Group aiming to spread maturities to avoid excessive refinancing in any period. In respect to the Group's bank loans with Commonwealth Bank of Australia and Westpac Banking Corporation, whilst these have fixed maturity dates, the terms of these facilities allow for the maturity period to be extended by a further year each year subject to the amended terms and conditions being accepted by both parties. The Group also regularly updates and reviews its cash flow forecasts to assist in managing its liquidity.

### Maturity of financial liabilities

The following are the contractual maturities of financial liabilities (including estimated interest payments) and receipts or payments of interest rate swaps. The amounts disclosed in the table below are the contractual undiscounted cash flows and hence will not necessarily reconcile with the amount disclosed in the statement of financial position.

# Notes to the consolidated financial statements

FOR THE YEAR ENDED 30 JUNE 2025

## 13. Financial Risk Management (Continued)

|   | Carrying amount<br>\$000 | Contractual cash flows<br>\$000 | 1 year<br>\$000  | 1-2 years<br>\$000 | 2-5 years<br>\$000 | More than 5 years<br>\$000 |
|---|--------------------------|---------------------------------|------------------|--------------------|--------------------|----------------------------|
| <b>30 June 2025</b>                         |                          |                                 |                  |                    |                    |                            |
| <b>Non-derivative financial liabilities</b> |                          |                                 |                  |                    |                    |                            |
| Bank loans - principal                      | (557,000)                | (557,000)                       | -                | (100,000)          | (382,000)          | (75,000)                   |
| Bank loans - future interest                | -                        | (80,344)                        | (25,423)         | (24,508)           | (28,777)           | (1,636)                    |
| Corporate bonds                             | (251,163)                | (261,335)                       | (156,935)        | (104,400)          | -                  | -                          |
| Payables and deferred income                | (30,542)                 | (30,542)                        | (30,542)         | -                  | -                  | -                          |
| <b>Derivative financial liabilities</b>     |                          |                                 |                  |                    |                    |                            |
| Interest rate swaps                         | (157)                    | (157)                           | (157)            | -                  | -                  | -                          |
|   | <b>(838,862)</b>         | <b>(929,378)</b>                | <b>(213,057)</b> | <b>(228,908)</b>   | <b>(410,777)</b>   | <b>(76,636)</b>            |
| <b>30 June 2024</b>                         |                          |                                 |                  |                    |                    |                            |
| <b>Non-derivative financial liabilities</b> |                          |                                 |                  |                    |                    |                            |
| Bank loans - principal                      | (522,700)                | (522,700)                       | -                | (100,000)          | (347,700)          | (75,000)                   |
| Bank loans - future interest                | -                        | (91,920)                        | (26,999)         | (27,842)           | (30,712)           | (6,367)                    |
| Corporate bonds                             | (251,408)                | (268,485)                       | (7,150)          | (156,935)          | (104,400)          | -                          |
| Payables and deferred income                | (41,035)                 | (41,035)                        | (41,035)         | -                  | -                  | -                          |
|   | <b>(815,143)</b>         | <b>(924,140)</b>                | <b>(75,184)</b>  | <b>(284,777)</b>   | <b>(482,812)</b>   | <b>(81,367)</b>            |

### c) Interest rate risk

Interest rate risk is the risk that the Group's finances will be adversely affected by fluctuations in interest rates. To help reduce this risk in relation to bank loans, the Trust has employed the use of interest rate swaps whereby the Trust agrees with various banks to exchange at specified intervals, the difference between fixed rate and floating rate interest amounts calculated by reference to an agreed notional principal amount. Any amounts paid or received relating to interest rate swaps are recognised as adjustments to interest expense over the life of each contract swap, thereby effectively fixing the interest rate on the underlying obligations. The Trust also issues fixed rate corporate bonds.

At 30 June 2025 the fixed rates varied from 0.66 per cent to 3.44 per cent (2024: 0.66 per cent to 3.44 per cent) plus margins and the floating rates were at bank bill rates plus a bank margin.

The Group has a policy of hedging the majority of its borrowings against interest rate movements to ensure stability of distributions. At 30 June 2025, the Group's hedging cover (interest rate swaps and fixed rate corporate bonds) was 48.3 per cent of borrowings, which is slightly below the Board's preferred range of between 50 per cent to 75 per cent hedged.

The Group's exposure to interest rate risk for classes of financial assets and financial liabilities is set out as follows:

|                                  | Carrying amount    |                    |
|----------------------------------|--------------------|--------------------|
|                                  | June 2025<br>\$000 | June 2024<br>\$000 |
| <b>Variable rate instruments</b> |                    |                    |
| Cash and short-term deposits     | 26,459             | 27,300             |
| Bank loans                       | (557,000)          | (522,700)          |

### Sensitivity to interest rate movements

#### Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through the profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

#### Cash flow sensitivity analysis for variable rate instruments

The analysis following considers the impact on equity and net profit or loss due to a reasonably possible increase or decrease in interest rates. This analysis assumes that all other variables remain constant. The same comparative analysis has been applied to 2024 financial year.

|                           | Impact on Net profit               |                                    | Impact on Equity                   |                                    |
|---------------------------|------------------------------------|------------------------------------|------------------------------------|------------------------------------|
|                           | 100 basis points increase<br>\$000 | 100 basis points decrease<br>\$000 | 100 basis points increase<br>\$000 | 100 basis points decrease<br>\$000 |
| <b>30 June 2025</b>       |                                    |                                    |                                    |                                    |
| Variable rate instruments | 314                                | 314                                | -                                  | -                                  |
| Interest rate swaps       | 1,243                              | (1,681)                            | 1,462                              | (1,462)                            |
| <b>Net impact</b>         | <b>1,557</b>                       | <b>(1,367)</b>                     | <b>1,462</b>                       | <b>(1,462)</b>                     |
| <b>30 June 2024</b>       |                                    |                                    |                                    |                                    |
| Variable rate instruments | (5,227)                            | 5,227                              | -                                  | -                                  |
| Interest rate swaps       | 1,850                              | (1,850)                            | 1,387                              | (1,387)                            |
| <b>Net impact</b>         | <b>(3,377)</b>                     | <b>3,377</b>                       | <b>1,387</b>                       | <b>(1,387)</b>                     |

## Derivative financial instruments

As detailed on the previous page, derivative financial instruments in the form of interest rate swap agreements are entered into. These are used to convert the variable interest rate of the Group's borrowings to fixed interest rates with the objective of reducing the risk associated with interest rate fluctuations.

### Cash flow hedges

For the purpose of hedge accounting, these hedges are classified as cash flow hedges when they hedge a particular risk associated with the cash flows of recognised assets and liabilities and highly probable forecast transactions.

The portion of the gain or loss on the hedging instrument that is determined to be an effective hedge is recognised in other comprehensive income and any ineffective portion is considered a finance cost and is recognised in profit or loss in the statement of profit or loss and other comprehensive income. The cumulative gain or loss previously recognised in other comprehensive income and presented in the hedging reserve in equity remains there until the forecast transaction affects profit or loss, at which point it is transferred to profit or loss.

If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, then hedge accounting is discontinued prospectively.

The Group manages its financial derivatives (interest rate swaps) to ensure they meet the requirements of a cash flow hedge.

### Fair value hedges

If the hedged item is an unrecognised firm commitment, the subsequent cumulative change in the fair value of the hedged risk is recognised as an asset or liability with a corresponding gain or loss recognised in profit or loss. The changes in the fair value of the hedging instrument are also recognised in profit or loss.

## d) Capital management

Capital requirements are assessed based on budgeted cash flows, capital expenditure commitments and potential growth opportunities and are monitored on an ongoing basis. Information on capital and equity markets is reviewed on an ongoing basis to ascertain availability and cost of various funding sources.

In order to maintain a manageable level of debt, the responsible entity has established a preferred range of 20 to 30 per cent for the Group's gearing ratio (debt to total assets), which is monitored on a monthly basis. At 30 June 2025, the gearing level was 21.6 per cent (2024: 21.5 per cent).

The DRP was in place for the interim distribution for the half-year ended 31 December 2024, and was suspended for the final distribution for the year ended 30 June 2025.

## e) Fair values

The fair values and carrying amounts of the Group's financial assets and financial liabilities recorded in the financial statements are materially the same with the exception of the following:

|   | June 2025<br>\$000 | June 2024<br>\$000 |
|---|--------------------|--------------------|
| Corporate bonds – book value <sup>1</sup> | (251,163)          | (251,408)          |
| Corporate bonds – fair value              | (243,492)          | (233,772)          |

<sup>1</sup> Current period includes \$1.2 million of accrued interest which has been recorded as a current liability.

The methods and assumptions used to estimate the fair value of financial instruments are as follows:

### Loans and receivables, and payables and deferred income

Due to the short-term nature of these financial rights and obligations, their carrying amounts are estimated to represent their fair values.

### Cash and short-term deposits

The carrying amount is fair value due to the liquid nature of these assets.

### Bank loans and corporate bonds

Market values have been used to determine the fair value of corporate bonds using a quoted market price. The fair value of bank loans has been calculated by discounting the expected future cash flows at prevailing interest rates using market observable inputs.

### Interest rate swaps

Interest rate swaps are measured at fair value by valuation techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly (Level 2).

# Notes to the consolidated financial statements

FOR THE YEAR ENDED 30 JUNE 2025

## 14. Subsidiaries

BWP Property Group Ltd and BWP Operations Pty Ltd were incorporated during the financial year and are 100 per cent owned subsidiaries of BWP Trust as at 30 June 2025.

BWP Trust assumed control of NPR on the 28 March 2024, and by 21 June 2024 owned 100 per cent of the NPR stapled securities.

Set out below is relevant information relating to entities that are consolidated in the consolidated financial statements at the end of the financial year.

| Entity name                          | Place formed | % of issued capital held directly by the Trust in each entity |      | Australian or Foreign tax resident |
|--------------------------------------|--------------|---|------|------------------------------------|
|                                      |              | 2025  | 2024 |                                    |
| BWP Trust ('the Trust') <sup>1</sup> | Australia    |   |      | Australian                         |
| BWP Property Group Ltd               | Australia    | 100   | -    | Australian                         |
| BWP Operations Pty Ltd               | Australia    | 100   | -    | Australian                         |
| NPR Trust No. 1 <sup>2</sup>         | Australia    | 100   | 100  | Australian                         |
| NPR Trust No. 2 <sup>2</sup>         | Australia    | 100   | 100  | Australian                         |
| NPR Trust No. 3 <sup>2</sup>         | Australia    | 100   | 100  | Australian                         |
| NPR Trust No. 4 <sup>2</sup>         | Australia    | 100   | 100  | Australian                         |

<sup>1</sup> Responsible Entity of BWP Trust is BWP Management Limited, a 100 per cent owned subsidiary of Wesfarmers Limited.

<sup>2</sup> Responsible Entity of NPR Trusts is NPR Management Limited, a 100 per cent owned subsidiary of BWP Management Limited.

## 15. Parent disclosures

|  | Parent             |                    |
|--|--------------------|--------------------|
|  | June 2025<br>\$000 | June 2024<br>\$000 |
| <b>ASSETS</b>  |                    |                    |
| Current assets   | 321,776            | 321,451            |
| Non-current assets                                     | 3,377,556          | 3,237,421          |
| <b>Total assets</b>                                    | <b>3,699,332</b>   | 3,558,872          |
| <b>LIABILITIES</b>                                     |                    |                    |
| Current liabilities                                    | 247,173            | 93,670             |
| Non-current liabilities                                | 656,344            | 774,108            |
| <b>Total liabilities</b>                               | <b>903,517</b>     | 867,778            |
| <b>Net assets</b>                                      | <b>2,795,815</b>   | 2,691,094          |
| <b>EQUITY</b>  |                    |                    |
| <i>Equity attributable to unitholders of BWP Trust</i> |                    |                    |
| Issued capital   | 1,191,167          | 1,191,167          |
| Hedge reserve  | (157)              | 265                |
| Undistributed income                                   | 1,604,805          | 1,499,662          |
| <b>Total equity</b>                                    | <b>2,795,815</b>   | 2,691,094          |
| <b>Profit attributable to members of the parent</b>    | <b>238,212</b>     | 158,012            |

### Parent entity financial information

The financial information for the parent entity has been prepared on the same basis as the consolidated financial statements, except as set out below.

### Investments in subsidiaries

Investments in subsidiaries are accounted for at cost in the financial statements of the parent. Distributions received from subsidiaries are recognised in the parent entity's profit or loss when its right to receive the distribution is established.

## 16. Related Party Disclosures

### a) Relationship with the Wesfarmers Group ('Wesfarmers')

As in the prior year, Wesfarmers Investments Pty Limited, a controlled entity of Wesfarmers Limited, held 159,014,206 units in the Trust, representing 22.29 per cent of the units on issue at 30 June 2025 (2024: 22.29 per cent).

### b) Transactions with Wesfarmers

During the year ended 30 June 2025, the Group had the following transactions with Wesfarmers:

|  | June 2025<br>\$ | June 2024<br>\$ |
|--|-----------------|-----------------|
| <b>Bunnings Group Limited<sup>1</sup></b>          |                 |                 |
| Rent and other property income                     | 158,698,108     | 144,520,724     |
| Rent and other property income received in advance | 12,360,683      | 12,916,540      |
| Amounts receivable                                 | 304,694         | 136,025         |
| Amounts payable                                    | -               | 72,603          |
| <b>Officeworks Superstores Pty Ltd<sup>1</sup></b> |                 |                 |
| Rent   | 4,240,872       | 3,390,638       |
| Amounts receivable                                 | 129,657         | 108,987         |
| <b>Kmart Australia Limited<sup>1</sup></b>         |                 |                 |
| Rent   | 1,564,243       | 392,579         |
| Accrued income                                     | 295,239         | 210,013         |
| <b>BWP Management Limited<sup>1</sup></b>          |                 |                 |
| Responsible entity fees                            | 17,940,996      | 17,708,029      |
| <b>Wesfarmers Limited</b>                          |                 |                 |
| Insurance premiums paid                            | 207,277         | 203,279         |
| <b>NPR Management Limited<sup>1</sup></b>          |                 |                 |
| Responsible entity fees                            | 3,329,783       | 858,000         |

<sup>1</sup> A controlled entity of Wesfarmers Limited.

### c) Economic dependency

81.2 per cent (2024: 83.7 per cent) of rental income received during the year was from BGL, Officeworks Superstores Pty Ltd and Kmart Australia Limited, all controlled entities of Wesfarmers Limited.

### d) Other transactions

- During the year \$1.4 million was paid to Bunnings Group Limited in relation to car park works at its Scoresby Bunnings Warehouse, Victoria, and \$14.0 million to acquire adjoining land and expand its Dubbo Bunnings Warehouse, New South Wales.
- BGL was reimbursed during the year, for minor capital works and repairs and maintenance incurred to the Group's properties for which the Group had a contractual obligation.

## 17. Auditor's Remuneration

|   | June 2025<br>\$ | June 2024<br>\$ |
|---|-----------------|-----------------|
| <b>Audit and review of the financial statements</b>   |                 |                 |
| KPMG Australia  | 176,113         | 123,376         |
| Other audit firms                                     | -               | 87,000          |
|   | 176,113         | 210,376         |
| <b>Other services</b>                                 |                 |                 |
| KPMG Australia – taxation services                    | 33,440          | 21,956          |
| KPMG Australia – property consultancy services        | -               | 10,230          |
| KPMG Australia – other accounting advice <sup>1</sup> | 326,556         | 57,475          |
| <b>Total auditor's remuneration</b>                   | 536,109         | 300,037         |

<sup>1</sup> Services provided in the current year relate to the Investigating Accountant's Report prepared as part of the internalisation transaction. Refer to Note 21 for further information.

Auditors' remuneration includes amounts reimbursed to the auditors for incidental costs incurred in completing their services.

Further details on the non-audit services can be found in the Directors' report on page 64.

## 18. Capital Expenditure Commitments

Estimated capital expenditure contracted for at balance date, but not provided for in the financial statements, which is payable:

|                                 | June 2025<br>\$000 | June 2024<br>\$000 |
|---------------------------------|--------------------|--------------------|
| <b>Not later than one year:</b> |                    |                    |
| Related parties                 | 14,000             | 15,400             |
| Unrelated parties               | 11,000             | -                  |
|                                 | 25,000             | 15,400             |

### Capital commitments to related parties

#### Pakenham, Victoria

In January 2025, the Group reached agreement with Bunnings for a \$14.0 million expansion of the Bunnings Warehouse at Pakenham, Victoria.

### Capital Commitments to unrelated parties

#### Midland, Western Australia

In January 2025, the Group reached agreement with an unrelated third party tenant for an \$11.0 million redevelopment and car showroom expansion at Midland, Western Australia.

# Notes to the consolidated financial statements

FOR THE YEAR ENDED 30 JUNE 2025

## 19. Director and Executive Disclosures

### a) Details of key management personnel

The following persons were key management personnel of the responsible entity, BWP Management Limited, during the financial year:

#### Chairman – non-executive

Tony Howarth AO

#### Managing Director

Mark Scatena

#### Non-executive directors

Danielle Carter  
Fiona Harris AM  
Alison Quinn  
Mike Steur

Directors were in office for the entire period unless otherwise stated.

### b) Remuneration policy

Remuneration expenses of the directors and executives of the responsible entity are not borne by the Trust or its controlled entities. Directors are remunerated by the responsible entity and management services are provided to the responsible entity by Wesfarmers Limited.

The right of the responsible entity to be remunerated and indemnified by the Trust is set out in the constitution of the Trust and summarised in Note 2. The constitution is lodged with ASIC and is available to unitholders on request.

For the financial year ended 30 June 2025, each director was entitled to director's fees and/or superannuation for their services and the reimbursement of reasonable expenses.

The fees paid reflect the demands on, and the responsibilities of, those directors. The advice of independent remuneration consultants is taken to establish that the fees are in line with market standards. Directors do not receive option or bonus payments, nor do they receive retirement benefits in connection with their directorships. There are no equity incentive schemes in relation to the Trust.

Wesfarmers Limited employees seconded to the responsible entity to provide management services to the Trust are engaged in dedicated roles to act exclusively for the responsible entity on behalf of the Trust and are paid directly by Wesfarmers Limited. Short-term incentives paid by Wesfarmers Limited to employees engaged by the responsible entity are based entirely on the performance of the Trust and furthering the objectives of the Trust.

### c) Unit holdings

| Director        | Balance at beginning of the year | Movement during the year | Balance at the end of the year |
|-----------------|----------------------------------|--------------------------|--------------------------------|
| Danielle Carter | 2,700                            | -                        | 2,700                          |
| Fiona Harris AM | 20,000                           | -                        | 20,000                         |
| Tony Howarth AO | 50,000                           | -                        | 50,000                         |
| Alison Quinn    | 15,000                           | -                        | 15,000                         |
| Mark Scatena    | -                                | -                        | -                              |
| Mike Steur      | -                                | -                        | -                              |
| <b>Total</b>    | <b>87,700</b>                    | <b>-</b>                 | <b>87,700</b>                  |

The above holdings represent holdings where the directors have a beneficial interest in the units of the Trust.

No directors have other rights or options over interests in the Trust or contracts to which the director is a party or under which the director is entitled to a benefit and that confer a right to call for or deliver an interest in the Trust.

## 20. Other Accounting Policies

### a) Impairment

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the original effective interest rate.

Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics.

In circumstances where impairment losses are deemed, these are included in the statement of profit or loss and other comprehensive income.

### b) Goods and Services Tax

Revenues, expenses and assets are recognised net of the amount of Goods and Services Tax ('GST') except where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority. In these circumstances the GST is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included. The net amount of GST recoverable from or payable to the taxation authority is included as part of receivables or payables in the statement of financial position.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

## 21. Subsequent Events

### a) Business combination

On 28 July 2025 BWP Trust unitholders approved a proposal comprising three components:

1. the internalisation of the management functions of BWP (**Internalisation**);
2. restructuring the terms of 62 Bunnings leases within the BWP property portfolio (**Lease Reset and Extension**); and
3. store expansion expenditure commitments of \$56 million and network upgrade expenditure commitments of \$15 million at certain Bunnings sites within the BWP property portfolio (**Capital Expenditure Commitments**).

The **Internalisation** involved:

- a) BWP Trust forming a new 100 per cent owned subsidiary, BWP Property Group Ltd ('BPG');
- b) BWP Trust distributing one fully paid ordinary share in BPG to unitholders for each existing unit held in BWP Trust;
- c) Stapling each share in BPG to each existing unit in BWP Trust to form a new stapled security; and
- d) BPG acquiring BWPM (together with its subsidiary entity) from Wesfarmers via a Share Sale and Subscription Deed.

The acquisition of BWPM and stapling of BPG and BWP Trust occurred on 1 August 2025, and from that date with BWPM no longer paying management fees to Wesfarmers (the previous ultimate holding company of BWPM).

A preliminary summary of the purchase consideration and allocation to assets and liabilities acquired is as follows:

|                                     | \$m          |
|-------------------------------------|--------------|
| <b>Purchase consideration</b>       |              |
| Cash                                | 109.2        |
| Stapled securities issued           | 38.2         |
| <b>Total purchase consideration</b> | <b>147.4</b> |

The assets and liabilities recognised as a result of the acquisition are as follows:

|   | Fair value \$m |
|---|----------------|
| Cash                                    | 11.8           |
| Receivables and prepayments             | 2.8            |
| Payables                                | (0.5)          |
| Provision for employee benefits         | (0.6)          |
| Deferred tax liabilities                | (0.2)          |
| <b>Net identifiable assets acquired</b> | <b>13.3</b>    |
| Goodwill/intangibles                    | 134.1          |
| <b>Net assets acquired</b>              | <b>147.4</b>   |

The goodwill is attributable to the BWPM management rights now controlled by the stapled group on internalisation.

### Transaction costs

Transaction costs relating to the acquisition and incurred during the 2025 financial year are disclosed in note 2, with total transaction costs to be finalised during the 2026 financial year.

### b) Other subsequent events

No other matters or circumstances have arisen since the end of the financial year that have significantly affected or may significantly affect the operations, results of operations or state of affairs of the Group in subsequent financial years.

# Directors' report

FOR THE YEAR ENDED 30 JUNE 2025

In accordance with the *Corporations Act 2001*, BWP Management Limited (ABN 26 082 856 424), the responsible entity for BWP Trust, provides this report for the financial year that commenced 1 July 2024 and ended 30 June 2025. The information on pages 5 to 39 forms part of this directors' report and is to be read in conjunction with the following information:

## Results and distributions

|   | June 2025<br>\$000 | June 2024<br>\$000 |
|---|--------------------|--------------------|
| Profit attributable to unitholders of BWP Trust             | 265,577            | 180,222            |
| Capital profits released from undistributed profit          | 100                | 1,830              |
| Remeasurement of derivatives to fair value                  | 3,239              | 380                |
| Distributions released from acquired NPR portfolio          | -                  | 2,985              |
| Transaction costs   | 3,300              | -                  |
| Net unrealised gains in fair value of investment properties | (139,141)          | (61,337)           |
| Distributable profit for the year                           | 133,075            | 124,080            |
| Opening undistributed profit                                | -                  | 6                  |
| Closing undistributed profit                                | (5)                | -                  |
| <b>Distributable amount</b>                                 | <b>133,070</b>     | <b>124,086</b>     |

## Distributions

The following distributions have been paid by the Trust or declared by the directors of the responsible entity since the commencement of the financial year ended 30 June 2025:

|   | June 2025<br>\$000 | June 2024<br>\$000 |
|---|--------------------|--------------------|
| a) Out of the profits for the year ended 30 June 2024 on ordinary units as disclosed in last year's directors' report:  |                    |                    |
| i) Final distribution of 9.27 cents per ordinary unit declared by the directors for payment on 28 August 2024           | 66,143             | 59,549             |
| a) Out of the profits for the year ended 30 June 2025 (see Note 8 of the notes to the financial statements):            |                    |                    |
| i) Interim distribution of 9.20 cents per ordinary unit paid on 26 February 2025  | 65,643             | 57,943             |
| ii) Final ordinary distribution of 9.45 cents per ordinary unit declared by the directors for payment on 27 August 2025 | 67,427             | 66,143             |

## Units on issue

At 30 June 2025 713,511,241 units of BWP Trust were on issue (2024: 713,511,241).

## Principal activity

The principal activity is property investment.

There has been no significant change in the nature of this activity during the financial year.

## Trust assets

At 30 June 2025, Group held assets to a total value of \$3,745.9 million (2024: \$3,586.3 million). The basis for valuation of investment properties which comprises the majority of the value of the Group's assets is disclosed in Note 6 of the notes to and forming part of the financial statements.

## Fee paid to the responsible entity and associates

Management fees totalling \$17,940,996 (2024: \$17,708,029) were paid or payable to the responsible entity (BWPM) out of Trust property during the financial year. Management fees of \$3,329,783 (2024: \$858,000) were paid to NPRML, the responsible entity of NPR during the financial year.

## Trust information

BWP Trust is a Managed Investment Schemes registered in Australia. BWP Management Limited, the responsible entity of the BWP Trust, and NPR Management Limited, the responsible entity of the NPR Trusts, are both incorporated and domiciled in Australia and hold Australian Financial Services Licences. NPRML is 100 per cent owned by BWPM, and the ultimate parent company of both responsible entities is Wesfarmers Limited.

The registered office of the responsible entities is Level 14, Brookfield Place Tower 2, 123 St Georges Terrace, Perth, Western Australia, 6000. The principal administrative office of the responsible entities is Level 12, Brookfield Place Tower 2, 123 St Georges Terrace, Perth, Western Australia, 6000.

The Group had no employees during the financial year (2024: nil). Management services are provided to BWPM by Wesfarmers Limited. Wesfarmers Limited employees seconded to BWPM to provide management services to the Group are engaged in dedicated roles to act exclusively for the responsible entities on behalf of the Group and are paid directly by Wesfarmers Limited. Short-term incentives paid by Wesfarmers Limited to employees engaged by the responsible entity are based entirely on the performance of the Group and furthering the objectives of the Group.

## Directors

Tony Howarth AO (Chairman)  
Danielle Carter  
Fiona Harris AM  
Alison Quinn  
Mark Scatena (Managing Director)  
Mike Steur

Directors were in office for the entire period unless otherwise stated.

Details of the directors appear on pages 39.

No director is a former partner or director of the current auditors of the Group, at a time when the current auditors have undertaken an audit of the Group.

## Company secretaries

### Karen Lange, FGIA, FCIS, MBus

Karen Lange was the company secretary from 9 April 2008 until her resignation on 1 November 2024. She has more than 30 years company secretarial experience including company secretary of Woodside Petroleum Limited and Wesfarmers Limited.

### Warren Baillie, BCom, LLB, FGIA, MAICD

Warren Baillie was appointed as General Counsel and Company Secretary on 1 November 2024. Warren is an experienced corporate and commercial lawyer, qualified chartered secretary and director. Prior to his appointment at BWP, Warren held senior legal and governance roles at Woodside Energy Group Ltd, where he was appointed as Group Company Secretary for 12 years.

### David Hawkins, FCA

David Hawkins has been an additional Company Secretary since 18 April 2024.

## Directors' security holdings

Units in the Trust in which directors had a relevant interest at the date of this report were:

| Director        | BWP securities |
|-----------------|----------------|
| Danielle Carter | 2,700          |
| Fiona Harris AM | 20,000         |
| Tony Howarth AO | 50,000         |
| Alison Quinn    | 15,000         |
| Mark Scatena    | -              |
| Mike Steur      | -              |

No directors have other rights or options over interests in BWP or contracts to which the director is a party or under which the director is entitled to a benefit and that confer a right to call for or deliver an interest in the BWP.

## Insurance and indemnification of directors and officers

During or since the end of the financial year insurance has been maintained covering the entity's directors and officers against certain liabilities incurred in that capacity. Disclosure of the nature of the liability covered by the insurance and premiums paid is subject to confidentiality requirements under the contract of insurance.

To the extent permitted by law, directors and officers are indemnified by the responsible entity against the costs and expenses of defending civil or criminal proceedings in their capacity as directors and officers in which judgement is given in favour of, or acquittal is granted to, a director or officer.

No indemnity payment has been made under any of the arrangements referred to above during or since the end of the financial year.

## Review and results of operations

The operations of the Trust during the financial year and the results of those operations are reviewed on pages 6 to 27 of this report and in the accompanying financial statements. This includes information on the financial position of the Trust and its business strategies and prospects for future financial years.

## Significant changes in the state of affairs

There were no significant changes in the state of affairs of the Group during the financial year.

## Significant events after the balance date

On 28 July 2025 BWP Trust unitholders approved a proposal comprising three components:

1. the internalisation of the management functions of BWP (**Internalisation**);
2. restructuring the terms of 62 Bunnings leases within the BWP property portfolio (**Lease Reset and Extension**); and
3. store expansion expenditure commitments of \$56 million and network upgrade expenditure commitments of \$15 million at certain Bunnings sites within the BWP property portfolio (**Capital Expenditure Commitments**).

The **Internalisation** involved:

- a) BWP Trust forming a new 100 per cent owned subsidiary, BWP Property Group Ltd ('BPG');
- b) BWP Trust distributing one fully paid ordinary share in BPG to unitholders for each existing unit held in BWP Trust;
- c) Stapling each share in BPG to each existing unit in BWP Trust to form a new stapled security; and
- d) BPG acquiring BWPM (together with its subsidiary entities) from Wesfarmers via a Share Sale and Subscription Deed.

The acquisition of BWPM and stapling of BPG and BWP Trust occurred on 1 August 2025, and from that date with BWPM no longer paying management fees to Wesfarmers (the previous ultimate holding company of BWPM).

Refer to note 21 for further details on the transaction.

No other matters or circumstances have arisen since the end of the financial year that have significantly affected or may significantly affect the operations, results of operations or state of affairs of the Group in subsequent financial years.

## Likely developments and expected results

Likely developments in and expected results of the operations of the Group in subsequent years are referred to elsewhere in this report, particularly on pages 6 to 27. In the opinion of the directors, further information on those matters could prejudice the interests of the Trust and has therefore not been included in this report.

# Directors' report (continued)

FOR THE YEAR ENDED 30 JUNE 2025

## Corporate governance

In recognising the need for high standards of corporate behaviour and accountability, the directors of BWP Management Limited support and comply with the majority of the ASX Corporate Governance Principles and Recommendations. More details are provided in the Corporate Governance Statement which can be viewed in the Corporate Governance section under the **About Us** tab of BWP's website.

## Environmental regulation and performance

The Group's operations are not subject to any particular significant environmental regulations under either Commonwealth or State legislation. During the year there have been no known breaches of environmental regulations by the consolidated entity. Each of the non-executive directors attended each of the Audit and Risk Committee and Remuneration and Nomination Committee meetings held during the year.

## Board committees

As at the date of this report, the responsible entity had an Audit and Risk Committee and a Remuneration and Nomination Committee. Each committee is comprised of all of the non-executive directors of the responsible entity.

There were three Audit and Risk Committee and two Remuneration and Nomination Committee meetings held during the year.

Each of the non-executive directors attended each of the Audit and Risk Committee and Remuneration and Nomination Committee meetings held during the year.

## Rounding

The amounts contained in this report and in the financial statements have been rounded to the nearest thousand dollars under the option available to the Trust under ASIC Corporations (Rounding in Financial/ Directors' Reports) Instrument 2016/191, unless otherwise stated. The Trust is an entity to which the Class Order applies.

## Auditor independence

The lead auditor's independence declaration is set out on page 66 and forms part of the Directors' report for the year ended 30 June 2025.

## Non-audit services

KPMG provided the following non-audit services to the Group during the year ended 30 June 2025 and received, or is due to receive, the following amount for the provision of these services:

|                                      |                  |
|--------------------------------------|------------------|
| Taxation services                    | \$33,440         |
| Other accounting advice <sup>1</sup> | \$326,556        |
| <b>Total</b>                         | <b>\$359,996</b> |

<sup>1</sup> Services provided in the current year relate to the Investigating Accountant's Report prepared as part of the internalisation transaction. Refer to Note 21 for further information.

The Audit and Risk Committee has, following the passing of a resolution, provided the Board with written advice in relation to the provision of non-audit services by KPMG.

The Board has considered the Audit and Risk Committee's advice, and the non-audit services provided by KPMG, and is satisfied that the provision of these services during the year by the auditor is compatible with, and did not compromise, the general standard of auditor independence imposed by the *Corporations Act 2001*. The non-audit services provided do not undermine the general principles relating to auditor independence as set out in APES 110 *Code of Ethics* for Professional Accountants, as they did not involve reviewing or auditing the auditor's own work or acting in a management or decision-making capacity for the Group.

Signed in accordance with a resolution of the directors of BWP Management Limited.



**Tony Howarth AO**  
Chairman  
BWP Management Limited  
Perth, 6 August 2025

# Directors' declaration

FOR THE YEAR ENDED 30 JUNE 2025

In accordance with a resolution of the directors of BWP Management Limited, responsible entity for the BWP Trust ('the Trust'), I state that:

1. In the opinion of the directors:
  - a) the financial statements and notes of the consolidated entity are in accordance with the *Corporations Act 2001*, including:
    - i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2025 and of its performance for the year ended on that date; and
    - ii) complying with Accounting Standards and *Corporations Regulations 2001*.
  - b) there are reasonable grounds to believe that the Trust will be able to pay its debts as and when they become due and payable; and
  - c) the financial statements also comply with International Financial Reporting Standards as disclosed on page 46.
2. This declaration has been made after receiving the declaration required to be made to the directors in accordance with section 295A of the *Corporations Act 2001* for the financial period ended 30 June 2025.

For and on behalf of the Board of BWP Management Limited.



**Tony Howarth AO**  
Chairman  
BWP Management Limited  
Perth, 6 August 2025

For personal use only

# Auditor's independence declaration

FOR THE YEAR ENDED 30 JUNE 2025

## Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the Directors of BWP Management as the responsible entity of BWP Trust

I declare that, to the best of my knowledge and belief, in relation to the audit of BWP Trust for the financial year ended 30 June 2025 there have been:

- i) no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and
- ii) no contraventions of any applicable code of professional conduct in relation to the audit.

KPMG

KPMG

Jane Bailey

**Jane Bailey**

Partner

Perth, 6 August 2025

# Independent Auditor's report

FOR THE YEAR ENDED 30 JUNE 2025

## To the unitholders of BWP Trust

### Opinion

We have audited the **Financial Report** of BWP Trust ('the Trust').

In our opinion, the accompanying Financial Report of the Trust gives a true and fair view, including of the **Group's** financial position as at 30 June 2025 and of its financial performance for the year then ended, in accordance with the *Corporations Act 2001*, in compliance with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The **Financial Report** comprises the:

- > Consolidated statement of financial position as at 30 June 2025
- > Consolidated statement of profit or loss and other comprehensive income, Consolidated statement of changes in equity, and Consolidated statement of cash flows for the year then ended
- > Notes, including material accounting policies
- > Directors' Declaration.

The **Group** consists of the Trust and the entities it controlled at the year end or from time to time during the financial year.

### Basis for opinion

We conducted our audit in accordance with *Australian Auditing Standards*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the Financial Report* section of our report.

We are independent of the Group in accordance with the *Corporations Act 2001* and the ethical requirements of the *Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the Financial Report in Australia. We have fulfilled our other ethical responsibilities in accordance with these requirements.

### Key Audit Matters

*Key Audit Matters* are those matters that, in our professional judgement, were of most significance in our audit of the Financial Report of the current period.

This matter was addressed in the context of our audit of the Financial Report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

### Investment Properties (\$3,682.3m)

Refer to Note 6 to the Financial Report

#### The key audit matter

Valuation of Investment properties is a key audit matter due to the:

- > Significance of the balance to the Group's financial statements (98.3% of total assets); and
- > Sensitivity of the Group's adopted capitalisation rates used in the valuation of investment properties. A small percentage movement in the adopted capitalisation rate across the Group's portfolio could result in a significant financial impact to the investment property balance and the income statement. This drove increased audit effort to assess the Group's adopted capitalisation rates given associated estimation uncertainty.

In assessing this key audit matter, we involved our real estate valuation specialists, who understand the Group's investment property portfolio, business and the economic environment it operates in.

#### How the matter was addressed in our audit

Working with our real estate valuation specialists, our procedures included:

- > Understanding the Group's process regarding the valuation of investment properties.
- > Assessing the appropriateness of the Group's accounting policies and methodologies used in the valuation of investment properties against the requirements of the accounting standards and our understanding of the business and industry practice.
- > Assessing the scope, competency and objectivity of both the Group's external valuers and the directors involved in undertaking the directors' valuations.
- > Using our valuation skills and market knowledge, we evaluated a sample of external valuations and the directors' internal valuations. We challenged the adopted capitalisation rates applied by the Group to specific investment properties against observable market transactions, based on our knowledge of the property portfolio and our understanding of expected use, and having regard to the Group's external valuations
- > Testing, on a sample basis, other key inputs to the investment property valuations such as passing rent and lease term remaining, where tenanted, for consistency to existing lease contracts.
- > Assessing the disclosures in the financial report, using our understanding obtained from our testing, and against accounting standard requirements.

# Independent Auditor's report (continued)

FOR THE YEAR ENDED 30 JUNE 2025

## Other Information

Other Information is financial and non-financial information in BWP Trust's annual report which is provided in addition to the Financial Report and the Auditor's Report. The Directors of BWP Management Limited, the responsible entity of BWP Trust, are responsible for the Other Information.

Our opinion on the Financial Report does not cover the Other Information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the Financial Report, our responsibility is to read the Other Information. In doing so, we consider whether the Other Information is materially inconsistent with the Financial Report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We are required to report if we conclude that there is a material misstatement of this Other Information, and based on the work we have performed on the Other Information that we obtained prior to the date of this Auditor's Report we have nothing to report.

## Responsibilities of the Directors for the Financial Report

The Directors are responsible for:

- > Preparing the Financial Report in accordance with the *Corporations Act 2001*, including giving a true and fair view of the financial position and performance of the Group, and in compliance with *Australian Accounting Standards* and the *Corporations Regulations 2001*;
- > Implementing necessary internal control to enable the preparation of a Financial Report in accordance with the *Corporations Act 2001*, including giving a true and fair view of the financial position and performance of the Group, and that is free from material misstatement, whether due to fraud or error; and
- > Assessing the Group and Trust's ability to continue as a going concern and whether the use of the going concern basis of accounting is appropriate. This includes disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless they either intend to liquidate the Group and Trust or to cease operations, or have no realistic alternative but to do so.

## Auditor's responsibilities for the audit of the Financial Report

Our objective is:

- > To obtain reasonable assurance about whether the Financial Report as a whole is free from material misstatement, whether due to fraud or error; and
- > To issue an Auditor's Report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with *Australian Auditing Standards* will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error. They are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Financial Report.

A further description of our responsibilities for the audit of the Financial Report is located at the *Auditing and Assurance Standards Board* website at: [https://www.auasb.gov.au/media/bwvjcgre/ar1\\_2024.pdf](https://www.auasb.gov.au/media/bwvjcgre/ar1_2024.pdf).

This description forms part of our Auditor's Report

KPMG

KPMG

Jane Bailey

**Jane Bailey**

Partner  
Perth, 6 August 2025

# Investor information

FOR THE YEAR ENDED 30 JUNE 2025

## Substantial securityholders

The number of securities held by substantial securityholders and the date on which the last notice was lodged with the BWPM, were as follows:

|   | Date of notice | Securities  |
|---|----------------|-------------|
| Blackrock Group   | 12-June-2025   | 35,695,364  |
| State Street Corporation, and their subsidiaries          | 23-April-2025  | 42,848,629  |
| The Vanguard Group Inc, and their associates              | 21-May-2020    | 52,018,423  |
| Wesfarmers Limited, its subsidiaries and their associates | 28-March-2024  | 159,014,026 |

## Distribution of unitholders

As at 11 July 2025:

| Range of holding | Holders       | Units              | %             |
|------------------|---------------|--------------------|---------------|
| 1 – 1,000        | 5,312         | 2,133,363          | 0.30          |
| 1,001 – 5,000    | 7,531         | 21,452,307         | 3.01          |
| 5,001 – 10,000   | 4,840         | 36,007,933         | 5.05          |
| 10,001 – 100,000 | 6,122         | 151,148,950        | 21.18         |
| 100,001 – over   | 244           | 502,768,688        | 70.46         |
| <b>Total</b>     | <b>24,049</b> | <b>713,511,241</b> | <b>100.00</b> |

Unitholders holding less than a marketable parcel (144 units)

1,311 61,468

## Voting rights

Each fully paid ordinary unit carries voting rights at one vote per unit.

## Twenty largest unitholders

The twenty largest holders of ordinary units in the Trust as at 11 July 2025 were:

|  | Number of Units    | Percentage of capital held |
|--|--------------------|----------------------------|
| Wesfarmers Investments Pty Ltd                           | 159,014,206        | 22.29                      |
| HSBC Custody Nominees (Australia) Limited                | 118,570,487        | 16.62                      |
| JP Morgan Nominees Australia Pty Limited                 | 82,633,811         | 11.58                      |
| Citicorp Nominees Pty Limited                            | 50,932,057         | 7.14                       |
| BNP Paribas Noms Pty Ltd                                 | 7,910,483          | 1.11                       |
| BNP Paribas Nominees Pty Ltd <Agency Lending A/C>        | 6,317,135          | 0.89                       |
| National Nominees Limited                                | 6,278,015          | 0.88                       |
| Netwealth Investments Limited <WRAP Services A/C>        | 4,942,880          | 0.69                       |
| BNP Paribas Nominees Pty Ltd <HUB24 Custodial Serv Ltd>  | 3,528,797          | 0.49                       |
| The Trust Company (Australia) Limited <DV AREIT P5 A/C>  | 2,980,855          | 0.42                       |
| Djerriwarrh Investments Limited                          | 2,231,545          | 0.31                       |
| Netwealth Investments Limited <Super Services A/C>       | 2,188,977          | 0.31                       |
| IOOF Investment Services Limited <IPS Superfund A/C>     | 2,141,965          | 0.30                       |
| HSBC Custody Nominees (Australia) Limited                | 1,808,736          | 0.25                       |
| BNP Paribas Nominees Pty Ltd <Agency Lending Collateral> | 1,622,300          | 0.23                       |
| Lymal Pty Ltd  | 1,191,798          | 0.17                       |
| HSBC Custody Nominees (Australia) Limited – A/C 2        | 1,145,777          | 0.16                       |
| BNP Paribas Noms (NZ) Ltd                                | 1,073,554          | 0.15                       |
| Sortie Pty Ltd <Sortie Super Fund>                       | 933,818            | 0.13                       |
| Sonice Pty Limited <The Springfield A/C>                 | 883,737            | 0.12                       |
| <b>Total top 20 holders</b>                              | <b>458,330,933</b> | <b>64.24</b>               |
| <b>Total remaining holders balance</b>                   | <b>255,180,308</b> | <b>35.76</b>               |

# Investor information (continued)

FOR THE YEAR ENDED 30 JUNE 2025

## Stock exchange listing

BWP is listed on the Australian Securities Exchange ('ASX') and reported in the "Industrial" section in daily newspapers – code BWP.

## Distribution Reinvestment Plan

The Distribution Reinvestment Plan was in place for the interim distribution for the six-month period ended 31 December 2024, and was suspended for the final distribution for the six-months ended 30 June 2025.

## Electronic payment of distributions

All distributions to unitholders in Australia are by direct credit only to the unitholder's nominated account.

Unitholders may nominate a bank, building society or credit union account for the payment of distributions by direct credit. Payments are electronically credited on the distribution date and confirmed either by an electronic or mailed payment advice.

Unitholders wishing to take advantage of payment by direct credit can provide their banking instructions online by logging onto [www.investorcentre.com/au](http://www.investorcentre.com/au). Alternatively, unitholders can request the relevant forms by contacting the registry.

## Publications

The annual report is the main source of information for unitholders. In addition, unitholders are sent a half-year report in February each year providing a review, in summary, of the six months to December.

Periodically, BWP may also send releases to the ASX covering matters of relevance to investors.

## Website

BWP's website, [bwptrust.com.au](http://bwptrust.com.au) provides information on each property in the portfolio, and an overview of the Group's approach to investment, corporate governance and sustainability. The site also provides unit price information and access to annual and half-year reports and releases made to the ASX.

## Annual tax statements

Accompanying the final distribution payment in August or September each year will be an annual tax statement which details any tax advantaged components of the year's distribution, if applicable.

## Distributions

Distributions are paid twice yearly, normally in February and August.

## Securityholder enquiries

Please contact the Registry Manager if you have any questions about your unitholding or distributions.

## Becoming a securityholder

Investors will need to use the services of a stockbroker or an online broking facility to invest in BWP.

## Managing your shareholding

The company's unit registry is managed by Computershare Investor Services Pty Limited ('Computershare').

The Investor Centre website is the fastest, easiest and most convenient way to view and manage your unitholding.

Investor Centre enables a shareholder to:

- > view the company share price;
- > change your banking details;
- > change your address (for non-CHESS sponsored holdings);
- > update your dividend instructions;
- > update your Tax File Number ('TFN'), Australian Business Number ('ABN') or exemption;
- > select your email and communication preferences;
- > view your transaction and dividend history; and
- > generate a holding balance letter.

Visit [www.investorcentre.com/bwp](http://www.investorcentre.com/bwp) and click on 'Login' for portfolio membership or click on 'Single Holding' to view your BWP unitholding information.

When communicating with Computershare or accessing your holding online you will need your Securityholder Reference Number ('SRN') or Holder Identification Number ('HIN') as shown on your Issuer Sponsored/CHESS statements.

You can also contact Computershare by:

Post GPO Box D182, Perth Western Australia 6840  
 Australia Telephone Australia 1300 136 972  
 Telephone International +61 3 9415 4323  
 Website [investorcentre.com/bwp](http://investorcentre.com/bwp)  
 Email: [web.queries@computershare.com](mailto:web.queries@computershare.com)

## Complaints handling

Complaints made in regard to BWP should be directed to the Managing Director, BWP Management Limited, Level 14, Brookfield Place Tower 2, 123 St Georges Terrace, Perth, Western Australia, 6000. The procedure for lodgement of complaints and complaints handling is set out under the **Contact Us** tab of the BWP website at [bwptrust.com.au](http://bwptrust.com.au).

## External disputes resolution

Should a complainant be dissatisfied with the decision made by the responsible entity in relation to a complaint, the complainant is entitled to lodge a dispute with the Australian Financial Complaints Authority ('AFCA'), an independent external dispute resolution ('EDR') scheme authorised by the Minister for Revenue and Financial Services to deal with complaints from consumers in the financial system. AFCA can be contacted by telephone on 1800 931 678 (free call), by email to [info@afca.org.au](mailto:info@afca.org.au), by fax to (03) 9613 6399, by mail addressed to Australian Financial Complaints Authority Limited, GPO Box 3, Melbourne VIC 3001, or by visiting their website at [www.afca.org.au](http://www.afca.org.au).

# Directory

FOR THE YEAR ENDED 30 JUNE 2025

## Responsible Entity

**BWP Management Limited**  
**ABN 26 082 856 424**

Level 14,  
Brookfield Place Tower 2  
123 St Georges Terrace  
PERTH, WA, 6000  
Telephone: (+61 8) 9327 4356  
Facsimile: (+61 8) 9327 4344  
[bwptrust.com.au](http://bwptrust.com.au)

## Directors

Tony Howarth AO (Chairman)  
Mark Scatena (Managing Director)  
Fiona Harris AM  
Danielle Carter  
Alison Quinn  
Mike Steur

## Company Secretaries

Warren Baillie, BCom, LLB, FGIA, MAICD (effective 1 November 2024)  
Karen Lange, FGIA, FCG, MBus (retired effective 1 November 2024)  
David Hawkins, FCA

## Registry Manager

**Computershare Investor Services Pty Limited**

Level 17, 221 St Georges Terrace  
PERTH WA 6000  
Telephone: 1300 850 505 (within Australia)  
Telephone: (+61 3) 9415 4000 (outside Australia)  
Facsimile: (+61 3) 9473 2500 (within Australia)  
[computershare.com.au](http://computershare.com.au)

## Auditor

**KPMG**  
235 St Georges Terrace  
PERTH, WA, 6000

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Publication design: [gallowaydesign.com.au](http://gallowaydesign.com.au)

