GPT Management Holdings Limited
ABN: 67 113 510 188

Interim Financial Report
30 June 2020

This financial report covers both GPT Management Holdings Limited (the Company) as an individual entity and the Consolidated Entity consisting of GPT Management Holdings Limited and its controlled entities.

GPT Management Holdings Limited is a company limited by shares, incorporated and domiciled in Australia.

Through GPT's internet site, GPT has ensured that its corporate reporting is timely, complete and available globally at minimum cost to the Company. All press releases, financial reports and other information is available on GPT's website: www.gpt.com.au.

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DIRECTORS' REPORT

For the half year ended 30 June 2020

The Directors of GPT Management Holdings Limited (the Company), present their report together with the financial statements of GPT Management Holdings Limited and its controlled entities (the Consolidated Entity) for the half year ended 30 June 2020. The Consolidated Entity is a for profit entity and is stapled to the General Property Trust (Trust). The GPT Group (GPT or the Group) financial statements include the results of the stapled entity as a whole.

GPT Management Holdings Limited is a company limited by shares, incorporated and domiciled in Australia. The registered office and principal place of business is MLC Centre, Level 51, 19 Martin Place, Sydney NSW 2000.

1. OPERATING AND FINANCIAL REVIEW

The Consolidated Entity's results are largely driven by the results of the Trust and the Wholesale Funds managed by the Consolidated Entity given that management and other fees are driven by the asset value and performance of the underlying properties within these entities.

Review of operations and operating result

While GPT commenced 2020 with solid momentum, the Group's performance for the six month period to 30 June 2020 has been impacted by the measures implemented in response to the COVID-19 pandemic. Mobility restrictions, isolation measures and requirements for some businesses to cease operations resulted in a significant reduction in foot traffic and sales across the Group's retail assets and most office tenants implemented work from home arrangements in line with government recommendations. Most logistics tenants continued to operate their facilities as supply chain movements remained essential, particularly for food, pharmaceuticals, and general consumables.

As part of the government response to the pandemic, a commercial tenancies Code of Conduct was developed and legislated in each state and territory requiring landlords to provide rent relief to qualifying tenants impacted by the government mandated measures. The Code of Conduct requires landlords to provide relief for a period of up to six months to qualifying tenants in the form of rent waivers and rent payment deferral. The relief is to reflect a proportionate sharing of the revenue impact experienced by the qualifying tenant as a result of COVID-19. At the end of the reporting period the negotiations to effect this relief were underway but remain incomplete. The Group has also agreed to provide relief to some tenants that are not eligible for assistance under the Code of Conduct but have been materially impacted by COVID-19.

In response to the high level of uncertainty and the unprecedented circumstances, the Group has reduced or deferred spending on non-essential and discretionary items across the business. The Rouse Hill retail expansion and the Melbourne Central office and retail development have been deferred until such time as market conditions are more favourable. In addition, the 2020 Short Term Incentive Compensation scheme and the 2020 – 2022 Long Term Incentive scheme were withdrawn.

The health and safety of our people, our customers and our communities has been paramount throughout the period. Additional resources and funds have been deployed to ensure we maintain safe environments across our portfolio and within our premises.

The Consolidated Entity's financial performance for the half year ended 30 June 2020 is summarised below.

The net profit after tax for the half year ended 30 June 2020 is $9,397,000 (Jun 2019: $19,874,000).

For the half year ended	30 Jun 20 $'000	30 Jun 19 $'000	Change %
Property management fees	**16,907**	21,751	(22%)
Development management fees and revenue	**9,485**	10,309	(8%)
Fund management fees	**42,503**	42,592	-
Management costs recharged	**14,826**	15,697	(6%)
Proceeds from sale of inventory	**735**	33,736	(98%)
Other income	**4,671**	247	1,791%
Expenses	**(65,927)**	(98,897)	(33%)
Profit from continuing operations before income tax expense	**23,200**	25,435	(9%)
Income tax expense	**(7,803)**	(5,561)	(40%)
Profit after income tax for continuing operations	**15,397**	19,874	(23%)
Loss from discontinued operations	**(6,000)**	-	(100%)
Net profit for the half year	**9,397**	19,874	(53%)

Consolidated Entity result

The net profit after tax compared to that recognised at June 2019 is lower largely due to the reversal of impairment expense in 2019, the revaluation of financial instruments in 2020 and lower property management fees partially offset by savings in remuneration expenses.

Property management

Retail

The Consolidated Entity is responsible for property management activities across the retail sector. Property management fees decreased to $8,436,000 in 2020 primarily as a result of lower property revenue associated with the impacts of the COVID-19 pandemic including the recognition of rent waivers for tenants affected by the pandemic.

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Office
The Consolidated Entity is responsible for property management activities across the office sector. Property management fees increased to $7,022,000 in 2020 primarily as a result of increased membership income for Space&Co from the expansion of existing venues in the second half of 2019 partially offset by membership fee waivers provided to Space&Co members as a result of the COVID-19 pandemic.

Logistics
The Consolidated Entity is responsible for property management activities across the logistics sector. Property management fees increased to $1,449,000 in 2020 as a result of property acquisitions and the conversion of properties from development assets to operating assets.

Development management fees and revenue

Development management fees have decreased by 8 per cent overall to $9,485,000 primarily due to a decrease in development activity as a result of the impacts of the COVID-19 pandemic. There was lower utilisation amongst the teams with headcount reductions and projects being postponed, including the Melbourne Central Rooftop and the Rouse Hill developments, including the Rouse Hill developments held in inventory.

Funds Management

GPT Wholesale Office Fund (GWOF)
The fund delivered a one year equity IRR of 3.9 per cent. GWOF's total assets increased to $8.9 billion, up $0.1 billion from 31 December 2019. The management fee income earned from GWOF for the half year ended 30 June 2020 increased by $1.5 million as compared to 30 June 2019 due to the increase in the asset value of the portfolio.

As a result of GPT not participating in GWOF's Distribution Reinvestment Plan (DRP) of $47.5 million or equity raising of $281.6 million, GPT's ownership reduced to 21.90 per cent (Dec 2019: 22.93 per cent). Investor participation in GWOF's DRP has reduced from 41.9% at December 2019 to 11.4% at June 2020.

GPT Wholesale Shopping Centre Fund (GWSCF)
The fund delivered a one year equity IRR of negative 20.9 per cent. GWSCF's total assets decreased to $3.9 billion, down $0.6 billion from 31 December 2019, primarily driven by asset devaluations and reduced income, both due to the impact of COVID-19 and the divestment of Norton Plaza in October 2019. The management fee income earned from GWSCF for the half year ended 30 June 2020 decreased $0.8 million as compared to 30 June 2019 due to the decrease in the asset value of the portfolio.

GPT's ownership in GWSCF reduced slightly to 28.48 per cent (Dec 2019: 28.49 per cent).

Management costs recharged
Management costs recharged reduced by 6 per cent overall to $14,826,000 primarily due to the sale of MLC Centre in April 2019 and Norton Plaza in October 2019.

Proceeds from sale of inventory
Proceeds from sale of inventory reduced by 98 per cent overall to $735,000 due to lower Metroplex sales during the period.

Other income
Other income has increased during the period to $4,671,000 primarily due to an increase in the share of profit recognised from the Lendlease GPT (Rouse Hill) Pty Limited joint venture.

Expenses
Expenses have decreased by 33 per cent overall to $65,927,000 primarily due to decreased costs relating to the sale of inventory and lower remuneration expenses partially offset by increased revaluation of financial arrangements and the reversal of impairment expense in 2019.

Loss from discontinued operations
Relates to the revaluation of the loans related to the Hotel/Tourism portfolio which the Consolidated Entity has now exited.

Financial position

	30 Jun 20	31 Dec 19	Change
	$'000	$'000	%
Current assets	**78,373**	83,120	(6%)
Non-current assets	**263,726**	263,600	-
Total assets	**342,099**	346,720	(1%)
Current liabilities	**48,788**	97,557	(50%)
Non-current liabilities	**165,589**	128,868	28%
Total liabilities	**214,377**	226,425	(5%)
Net assets	**127,722**	120,295	6%

Total assets decreased by 1 per cent to $342,099,000 in 2020 (Dec 2019: $346,720,000) primarily due to a decrease in deferred tax assets, the amortisation of right-of-use assets and lower related party receivables partially offset by the acquisition of intangibles along with an increase in inventories and equity accounted investments.

Total liabilities decreased by 5 per cent to $214,377,000 in 2020 (Dec 2019: $226,425,000) due to reduced payables and provision balances mostly in relation to people costs partially offset by the increase in related party borrowings.

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Capital management
The Consolidated Entity has an external loan of $4,737,000 relating to the Metroplex joint venture.

The Consolidated Entity has related party borrowings from the Trust and its subsidiaries and joint ventures. Under Australian Accounting Standards, the loans are revalued to fair value at each reporting period.

Going Concern
The Consolidated Entity's financial position is highly dependent on the financial position of GPT given that the Consolidated Entity is funded through intercompany loans from GPT.

Due to the uncertainty created by COVID-19, GPT has performed additional procedures in relation to assessing going concern. GPT and the Consolidated Entity are of the opinion that they are able to meet their liabilities and commitments as and when they fall due for at least a period of 12 months from the reporting date. In reaching this position, GPT has taken into account the following factors:
- Available liquidity, through cash and undrawn facilities, of $1,219.2 million;
- Weighted average debt expiry of 7.8 years, with $4.7 million of debt due between the date of this report and 31 December 2021;
- Interest rate hedging level of 86 per cent over the next 12 months;
- Primary covenant gearing of 25.4 per cent, compared to a covenant level of 50.0 per cent;
- Interest cover ratio at 30 June 2020 of 6.0 times, compared to a covenant level of 2.0 times;
- Several scenarios have been evaluated assuming the impact of COVID-19 continues over differing time periods, stress testing operating cash flows and in all cases the Group expects to remain solvent; and
- Assessment of the financial position and analysis of GPT's covenants indicates that adequate levels of headroom remain for both the gearing and interest cover ratios in the scenarios prepared.

Cash flows
The cash balance at 30 June 2020 decreased to $19,525,000 (Dec 2019: $21,677,000).

Operating activities:
Net cash flows from operating activities have decreased in 2020 to an outflow of $2,863,000 (Jun 2019: inflow $28,687,000) driven by lower proceeds on the sale of inventory.

The following table shows the reconciliation from net profit to the cash flow from operating activities:

For the half year ended	30 Jun 20 $'000	30 Jun 19 $'000	Change %
Net profit for the half year	**9,397**	19,874	(53%)
Non-cash items included in net profit	**14,689**	3,738	293%
Timing difference	**(26,949)**	5,075	(631%)
Net cash (outflows)/inflows from operating activities	**(2,863)**	28,687	(110%)

Dividends
The Directors have not declared any dividends for the half year ended 30 June 2020 (Jun 2019: nil).

Prospects

The following details the prospects of the Group and the Wholesale Funds, as the management and other fees earned by the Consolidated Entity are driven by the asset value and performance of the underlying properties within these entities.

The Group is well placed to manage the challenging market conditions and ongoing uncertainty with a strong balance sheet, low leverage, sufficient liquidity for a range of scenarios, a diversified portfolio of high quality assets and a resilient team. An unwavering commitment to the health and wellbeing of our people, our customers and those who visit our assets remains the Group's first priority.

As at 30 June 2020, the Group's net gearing was 25.1 per cent, at the low end of the Group's target gearing range of 25 to 35 per cent. The Group currently has $1.2 billion of available liquidity held in cash and undrawn bank facilities, with only $4.7 million of debt maturing through to December 2021. The Group maintains A (stable) / A2 (stable) credit ratings from S&P and Moody's respectively.

In light of the current operating environment, the Group has undertaken scenario analysis relating to the potential effects of the pandemic on its operations and earnings. The principal factors considered in this analysis are the duration of the pandemic; the quantum of financial relief extended to tenants; the recoverability of outstanding rent billings from tenants; and the change to both cyclical and structural trends. The near term outlook for the Group is influenced by these factors and management considers that it has applied its best judgement in outlining the Group's prospects in the current market conditions.

The Group continues to manage the risks of the business prudently, including risks related to COVID-19. Measures include:
- Segregation of teams and work from home arrangements implemented to manage risks to our people and our operations;
- Adopting best practice across our assets to manage social distancing, cleaning and sanitisation;
- Engaging with our tenants to finalise rent relief arrangements for the COVID-19 period;
- Proactively extending lease expiries where possible and ensuring lease proposals for vacant space are competitive and reflect the current environment;
- Increasing the frequency of independent valuations of assets;
- Regular cashflow monitoring and assessment of debtors collection;
- Engagement with the Group's supply chain and service providers to monitor key risks including potential impacts to development projects;
- Increased cyber training and testing; and
- Prioritising internal audit and assurance functions to align with the key business risks including COVID-19.

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While all our assets have remained open, our retail assets have been most affected by the various measures implemented to slow the spread of the COVID-19 virus. As restrictions eased in June, most stores reopened and foot traffic across all our retail assets returned to approximately 95% of pre-pandemic levels with the exception of Melbourne Central which is located in Melbourne's central business district. These encouraging signs continued until restrictions in Victoria tightened in response to new COVID-19 outbreaks which has impacted a number of retail assets. Provided these outbreaks are contained and restrictions are again eased, we expect customer traffic will respond positively.

Asset valuations, particularly in the retail sector, have been impacted by the effects of the pandemic on retailer operations. GPT continues to monitor changes in market conditions including long term interest rates and the influence these factors are having on asset valuations through its Valuation Committee and the use of a range of experienced independent valuation firms.

The Group is also monitoring the retail and workplace trends that have been adopted during the COVID-19 restriction periods and the potential for these trends to influence demand for space in the Group's portfolio. For example, there has been an acceleration of online shopping activity as a result of customer groups that previously shopped in bricks and mortar retail stores shifting their behaviour to online shopping, some of which is likely to be sustained beyond COVID-19. We also expect that higher levels of unemployment in the near term may dampen sales. Offsetting this, new supply is likely to be deferred for some time and stimulus measures along with low interest rates and less international travel should provide a level of support for the retail sector.

Our office assets have remained relatively resilient through the period. The requirement to work from home during the pandemic has accelerated the use of business technology for communication and virtual meetings. Employee surveys suggest that there has also been benefits to work-life balance and more effective use of time often spent commuting. It is likely that we will see a higher proportion of employees choosing to work from home for part of their working week in the future. However, we also expect that social distancing requirements will be with us for some time, and as a result workspace requirements per person may increase. Furthermore, we expect the continued need for businesses to have work environments that enable creativity and innovation, assist with shaping organisational culture and to help facilitate experiential training and development. Office rents and valuations have grown strongly over the last three years as vacancy rates fell to levels well below the long-term average. An increase in office supply over the next two years together with weaker demand and increased sublease space, is likely to result in a softening of effective rents, however the Group's office portfolio remains well positioned with a weighted average lease expiry of approximately five years.

Our Logistics assets continued to deliver strong results for the Group through the period. The growth in online shopping through the pandemic period and the likelihood that a portion of this will be sustained, coupled with ongoing urbanisation, is expected to underpin demand in the logistics sector as logistics operators and businesses look to improve their warehouse fulfillment capacity to meet customer demand. Vacancy rates remain low in the core eastern seaboard markets.

The various trends that may ultimately emerge will take some time to play out and we will need to continue monitoring these outcomes to assess the net impact on the Group's operations.

The Group has deferred its previously planned development expansions at the Rouse Hill Town Centre and Melbourne Central. These projects remain strategic opportunities for the Group and will be re-assessed when conditions are more favourable. While near term conditions require a prudent and measured approach, the Group's strategic objective to increase its portfolio weighting to the Logistics sectors remains in place. The Group has an extensive pipeline of development opportunities across its platform including the wholesale funds, providing growth opportunities as the economy recovers. The Group expects to complete its office development at 32 Smith Street, Parramatta in early 2021 and is continuing to execute on delivering its logistics development pipeline with ongoing demand from the acceleration of ecommerce, infrastructure investment and the rationalisation of supply chains to meet customer requirements.

Guidance for 2020
Given the unprecedented set of circumstances that continue to evolve in relation to COVID-19, and the uncertainty that this provides in terms of the outcomes and consequential economic and business impacts, the Group is not providing FFO or distribution guidance for 2020 at this time. GPT will continue to monitor the impacts and update the market in accordance with its continuous disclosure requirements.

Risk Management
GPT's approach to risk management incorporates culture, people, processes and systems to enable the organisation to realise potential opportunities whilst managing potential adverse effects. This commitment to integrated risk management is consistent with AS/NZS ISO 31000:2018: Risk Management.

GPT has an enterprise-wide Risk Management Framework which is overseen by the Board and which consists of the following key elements:

1. **Risk Policy** – The Risk Policy sets out GPT's approach to risk management. It is reviewed annually by the Sustainability and Risk Committee (a sub-committee of the GPT Board) and is available on the GPT website.
2. **Risk Appetite** – The Board sets GPT's risk appetite to align with the company's vision, purpose and strategy. The risk appetite is documented in the Group's Risk Appetite Statement, against which all key decisions are measured.
3. **Risk Governance** – The Board is supported in its oversight of the Risk Management Framework by the Sustainability and Risk Committee which reviews the effectiveness of the Framework, and by the Audit Committee, the Leadership Team and the Investment Committee.
4. **Risk Culture** – GPT is committed to maintaining a transparent and accountable culture where risk is actively considered and managed in our day-to-day activities.
5. **Risk Management Processes** – GPT has robust processes in place for the identification, assessment, treatment and reporting of risk.

GPT has reviewed its Risk Management Framework to ensure it remains effective in the COVID-19 operating environment, where a large number of GPT employees are working remotely and certain operations are required to be performed differently. No change has been made to the structure of the framework, however changes have been made to the way it is implemented in order to ensure appropriate risk management at this time. These changes include enhancement of the risk governance structure to include a COVID-19 Response Team and a COVID-19 Working Group, increased frequency of Key Risk Dashboard reviews by the Leadership Team, and a review of the 2020 Audit Plan to align with revised key risks. GPT's Risk Appetite has also been reviewed by the Leadership Team and the Board to consider the impact of COVID-19.

The following table sets out GPT's material risks and opportunities and what we are doing to respond to them. The table also highlights the ways in which GPT has responded to the impact of COVID-19 on each of these risks and opportunities.

Risks and Opportunities	Our Response	COVID-19 Response
Portfolio Operating and Financial Performance Our portfolio operating and financial performance is influenced by internal and external factors including our investment decisions, market conditions, interest rates, economic factors and potential disruption.	• GPT's portfolio is diversified by sector and geography • Review of market conditions twice a year, including briefings from economists • Scenario modelling and stress testing of assumptions • A disciplined investment approval process, including extensive due diligence requirements • A development pipeline to enhance asset returns and maintain asset quality • Active management of our assets, including leasing, to ensure a large and diversified tenant base with limited single tenant exposure • Experienced management, supplemented with external capabilities where appropriate • A structured program of investor engagement	• Scenario modelling of potential FFO outcomes • Increased crisis management training sessions associated with COVID-19 • Withdrawal of earnings and distribution guidance for 2020 due to uncertainty • Increased frequency of independent valuations of investment properties • Review of strategy and key risks by the Board and the Leadership Team • Established Board approved Limits of Authority in relation to Code of Conduct rent relief negotiations • Reduction of property operating expenses • Reduction of discretionary spending including management incentive programs
Development Development provides the Group with access to new, high quality assets. Delivering assets that exceed our risk adjusted return requirements and meet our sustainability objectives is critical to our success.	• A disciplined investment approval process, including extensive due diligence requirements • Oversight of developments through regular cross-functional Project Control Group meetings • Scenario modelling and stress testing of assumptions • Experienced management capability • Limits on the proportion of the portfolio under development at any time • Limits on individual contractor exposure • Appropriate minimum leasing pre-commitments to be achieved prior to construction commencement	• Assessed key risks with developments in progress including costs, supply chain, and health and safety management • Deferral of the commencement of the Rouse Hill retail expansion and the Melbourne Central office and retail development until such time as market conditions are more favourable • Continued with logistics developments in Sydney and the 32 Smith Street, Parramatta office development
Capital Management Effective capital management is imperative to meet the Group's ongoing funding requirements and to withstand market volatility.	• Maximum gearing range of 25 to 35 per cent consistent with a stable investment grade "A category" credit rating • Maintenance of a minimum liquidity buffer in cash and surplus committed credit facilities • Diversified funding sources • Maintenance of a long weighted average debt term, with limits on the maximum amount of debt expiring in any 12 month period • Hedging of interest rates to keep exposure within prescribed limits • Limits on currency exposure • Limits on exposure to counterparties	• Reduction and deferment of non-essential capital expenditure • Stress testing of loan covenants under various scenarios • Review of borrowing terms and conditions to ensure availability of liquidity • Amended distribution payout policy to align with free cashflow
Health and Safety GPT is committed to promoting and protecting the health, safety and wellbeing of its people, customers, contractors and all users of its assets.	• A culture of safety first and integration of safety risk management across the business • Comprehensive Health and Safety management systems • Training and education of employees and induction of contractors • Engagement of specialist safety consultants to assist in identifying risks and appropriate mitigation actions • Prompt and thorough investigation of all safety incidents to ascertain root causes and prevent future occurrences. Participation in knowledge sharing within the industry • Comprehensive Crisis Management and Business Continuity Plans, tested annually	• Pandemic Response Guidelines, Business Continuity Plans and Crisis Management Plan enacted • COVID-19 safety initiatives implemented at GPT workplaces, including remote working, social distancing measures, the supply of masks to all employees and increased scope and frequency of cleaning • Implemented industry best practice health and safety initiatives for all assets • COVID-19 safety plans in place for all development sites

Risks and Opportunities	Our Response	COVID-19 Response
People and Culture Our ongoing success depends on our ability to attract, engage and retain a motivated and high-performing workforce to deliver our strategic objectives and an inclusive culture that supports GPT's core values.	• Active adoption and promotion of GPT's Values • A comprehensive employee Code of Conduct (including consequences for non-compliance) • Employee Engagement Surveys every two years with action plans to address results • An annual performance management process, setting objectives and accountability • Promotion of an inclusive workplace culture where differences are valued, supported by policies and training • Monitoring of both risk culture and conduct risk • An incentive system with capacity for discretionary adjustments and clawback policy • Benchmarking and setting competitive remuneration • Development and succession planning • Workforce planning	• All employees supported to work flexibly • Waiver of capped carers leave to assist employees with schooling and home child care responsibilities • Increased frequency of communication by senior management to staff • Additional wellbeing and resilience sessions provided to employees
Environmental and Social Sustainability Delivering sustainable outcomes for investors, customers, communities and the environment, today and for future generations, is essential. GPT understands and recognises that changes to the environment can affect our assets and business operations.	• An Environment & Sustainability Management System, including policies and procedures for managing environmental and social sustainability risks • Participation in the Dow Jones Sustainability Index, Global Real Estate Sustainability Benchmark and other industry benchmarks • Climate related risks and potential financial impacts are assessed within GPT's enterprise-wide Risk Management Framework • Climate change reporting in line with the recommendations of the Task Force on Climate-related Financial Disclosures • Active community engagement via the GPT Foundation, GPT's Reconciliation Action Plan and other targeted programs • Supply chain review, changes to the procurement process and amendment of standard contracts in response to Modern Slavery legislation	• Collaboration with suppliers to protect vulnerable workers in our supply chain during stand down periods by encouraging redeployment of workers and facilitating flexible working • Management of compliance with NABERS ratings given disruption to normal assessment processes
Technology and Cyber Security Our ability to prevent critical outages, ensure ongoing available system access and to respond to major cyber security threats and breaches of our information technology systems is vital to ensure ongoing business continuity and the safety of people and assets.	• Technology risk management framework including third party risk management procedures around cyber security • Information Management policy, guidelines and standards • Privacy policy, guidelines and procedures • Compulsory cyber security awareness training twice a year • Annual security testing completed by a specialist external security firm, including penetration testing, phishing exercises and social engineering testing • A comprehensive Cyber Security Incident Response Plan • A Disaster Recovery Plan including annual disaster recovery testing • Technology solutions in place to monitor GPT platforms and provide alerts to anomalous behaviour • Regular updates to technology hardware and software incorporating recommended security patches • External service providing security operations monitoring • Annual cyber risk assessments • An Information Security Risk and Compliance Committee which oversees the Information Security Policy and related policies • Alignment to the National Institute of Standards and Technology (NIST) Cyber Security Framework	• Remote access infrastructure, software and licensing scaled to meet full remote working requirements • Strengthened cyber security through additional training and testing, and increased focus from the Security Operations Centre on alerts aligned to remote working • Additional IT equipment made available to all employees to ensure effective remote working • System and process solution developed and implemented to ensure efficient, accurate and compliant implementation of the Code of Conduct

Risk and Opportunities	Our Response	COVID-19 Response
Compliance and Regulation We ensure compliance with all applicable regulatory requirements through our established policies and frameworks.	• An experienced management team with Legal, Tax, Finance, Compliance and Risk Management expertise • Engagement of external expert advisors as required • An internal and external audit program overseen by the Audit Committee of the Board • Active management of the Group's Compliance Plans, in accordance with the requirements of the Corporations Law • Internal Committees such as a Continuous Disclosure Committee, a Data Privacy Committee and a Cyber Security Governance Committee to monitor key compliance risks • An Anti-money Laundering and Counter-terrorism Financing Policy, a Conflicts Management Policy, a Whistleblower Policy, a Code of Conduct and other internal policies and procedures which are reviewed and enforced • An ongoing program of training which addresses all key compliance requirements • Active involvement in the Property Council of Australia and other industry bodies	• Early establishment of a supplementary governance structure to oversee GPT's response to COVID-19 • Responded to regulatory changes such as the Code of Conduct and changes to the requirements of the Foreign Investment Review Board, the Australian Securities and Investments Commission and the Australian Tax Office • Increased internal audit activities focussing on areas of greater uncertainty including investment property valuations, revenue recognition and expectations of debtors collection • Training programs adapted to focus on new or amended compliance requirements, and to address limitations in normal training delivery methods

2. TASK FORCE ON CLIMATE RELATED FINANCIAL DISCLOSURE

Climate change is a global challenge. GPT recognises that changes to the environment can influence the operation of our business and our assets, and we are committed to identifying and managing climate change risks across our business.

As a market leading owner and manager of a $24.5 billion portfolio of office, logistics and retail properties across Australia, GPT recognises the importance of transparently identifying and managing the foreseeable climate-related risks and opportunities likely to impact on the property sector. These impacts are already starting to manifest, with the world seeing an increase in the frequency and intensity of extreme weather events as a consequence of climate change.

GPT has set a target for its operations across all its managed assets to be carbon neutral by 2024 (previously 2030).

In 2019, GPT undertook work to create a series of climate change disclosures aligned to the Taskforce for Climate-related Financial Disclosure (TCFD) recommendations. The TCFD provides a framework for more effective climate-related financial disclosures, addressing four key areas: governance, strategy, risk management and metrics and targets.

A cross-functional reference group reports on these four key areas, identifies foreseeable risks and opportunities under three different climate change related scenarios and formulates GPT's ongoing climate change response plans.

GPT's detailed TCFD disclosure statement is available on our website: https://gpt.com.au/index.php/sustainability

In 2020, the Group will be progressing the integration of climate change risks and opportunities into GPT's business planning and operations, including additional disclosure of how this is being achieved.

Further analysis of climate scenarios will also be undertaken, with the results of this analysis to be reflected in the Group's strategic plans. GPT will also seek to put plans in place for each sector portfolio to achieve carbon neutrality.

The Group will continue to undertake analysis of climate change risks and opportunities, the results of which will be used to update the Group's risk registers and inform future management activities. In addition, the Group plans to adopt relevant metrics to monitor and measure progress in managing climate change risks and opportunities.

3. EVENTS SUBSEQUENT TO REPORTING DATE

The COVID-19 pandemic has created unprecedented economic and societal impacts and there remains significant uncertainty. In the event the COVID-19 impacts are more severe or prolonged than anticipated, this may have further adverse impacts to asset values and the operating result of the Consolidated Entity. At the reporting date a definitive assessment of the future effects of COVID-19 on the Consolidated Entity cannot be made, as the impact will depend on the magnitude and duration of the economic downturn, with the full range of possible effects unknown.

In July and August the Federal Government announced further fiscal stimulus measures including the extension of the JobKeeper and JobSeeker programs for a further six months through to March 2021. These stimulus measures will provide further support to businesses and individuals, and assist in offsetting the economic impacts of COVID-19. Given the revised eligibility requirements for the extended JobKeeper, the Consolidated Entity is not expecting to receive JobKeeper support beyond September 2020.

On 16 July 2020 an amendment to the loan agreement was signed with ANZ to extend the maturity date of the facility used to fund operations of the Metroplex joint venture. The termination date per the amended agreement has been extended by one year to 17 August 2021. The facility is held as a current liability at 30 June 2020 as the amended agreement was not signed prior to period end.

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On 3 August 2020, the Victorian Government announced an initial six week period of stage four COVID-19 restrictions in Melbourne which creates further uncertainty for the Consolidated Entity's asset values and future operating results given 36% of the Group's assets, 45% of GWOF's assets and 72% of GWSCF's assets are located in Melbourne from which the Consolidated Entity derives income.

Other than the above, the Directors are not aware of any matter or circumstances occurring since 30 June 2020 that has significantly or may significantly affect the operations of the Consolidated Entity, the results of those operations or the state of affairs of the Consolidated Entity in the subsequent financial years.

4. DIRECTORS

The Directors of GPT Management Holdings Limited and GPT RE Limited at any time during or since the end of the half year are:

(i) Chairman - Non-Executive Director
Vickki McFadden (appointed 1 March 2018, Chairman from 2 May 2018)

(ii) Chief Executive Officer and Managing Director
Bob Johnston (appointed September 2015)

(iii) Non-Executive Directors
Gene Tilbrook (appointed May 2010)
Michelle Somerville (appointed December 2015)
Angus McNaughton (appointed November 2018)
Tracey Horton AO (appointed May 2019)
Mark Menhinnitt (appointed October 2019)
Robert Whitfield AM (appointed May 2020)

5. AUDITOR'S INDEPEDENCE DECLARATION

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 11 and forms part of the Directors' Report.

6. ROUNDING OF AMOUNTS

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

The Directors' Report is signed in accordance with a resolution of the Directors of GPT Management Holdings Limited.

Vickki McFadden
Chairman

Bob Johnston
Chief Executive Officer and Managing Director

Sydney
10 August 2020

Auditor's Independence Declaration

As lead auditor for the review of GPT Management Holdings Limited for the half-year ended 30 June 2020, I declare that to the best of my knowledge and belief, there have been:

(a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and

(b) no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of GPT Management Holdings Limited and the entities it controlled during the period.

S. Horl

Susan Horlin
Partner
PricewaterhouseCoopers

Sydney
10 August 2020

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FINANCIAL STATEMENTS

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Half year ended 30 June 2020

	Note	30 Jun 20 $'000	30 Jun 19 $'000
Revenue			
Fund management fees		**42,503**	42,592
Property management fees		**16,907**	21,751
Development management fees		**9,485**	10,309
Management costs recharged		**14,826**	15,697
		83,721	90,349
Other income			
Share of after tax profit/(loss) of equity accounted investments		**4,539**	(49)
Interest revenue		**132**	296
Proceeds from sale of inventory		**735**	33,736
		5,406	33,983
Total revenue and other income		**89,127**	124,332
Expenses			
Remuneration expenses		**37,670**	59,156
Cost of sale of inventory		**670**	32,633
Property expenses and outgoings		**1,894**	1,860
Repairs and maintenance		**2,163**	2,542
Professional fees		**1,784**	1,692
Depreciation of right-of-use asset		**4,723**	2,566
Depreciation		**2,700**	979
Amortisation		**2,625**	2,362
Revaluation of financial arrangements		**6,312**	15
Impairment expense/(reversal)		**995**	(11,101)
Finance costs		**1,823**	1,217
Other expenses		**2,568**	4,976
Total expenses		**65,927**	98,897
Profit before income tax		**23,200**	25,435
Income tax expense		**7,803**	5,561
Profit after income tax from continuing operations		**15,397**	19,874
Loss from discontinued operations		**(6,000)**	-
Net profit for the half year		**9,397**	19,874
Other comprehensive income from discontinued operations			
Items that may be reclassified to profit and loss			
Net foreign exchange translation adjustments		**8**	(10)
Total comprehensive profit for the half year		**9,405**	19,864
Net profit attributable to:			
- Members of the Company		**7,076**	19,618
- Non-controlling interest		**2,321**	256
Total comprehensive income attributable to:			
- Members of the Company		**7,084**	19,608
- Non-controlling interest		**2,321**	256
Earnings per share attributable to the ordinary equity holders of the Company			
Basic and diluted earnings per share (cents per share) from continuing operations	8(a)	**0.67**	1.08
Basic and diluted earnings per share (cents per share) - Total	8(a)	**0.36**	1.08

The above Consolidated Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

GPT MANAGEMENT HOLDINGS LIMITED AND ITS CONTROLLED ENTITIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2020

	Note	30 Jun 20 $'000	31 Dec 19 $'000
ASSETS			
Current assets			
Cash and cash equivalents		**19,525**	21,677
Trade receivables		**42,758**	46,497
Other receivables		**1,535**	160
Current tax asset		**6,032**	2,163
Inventories	4	**6,369**	9,403
Prepayments		**2,154**	3,220
Total current assets		**78,373**	83,120
Non-current assets			
Intangible assets	3	**41,052**	35,344
Property, plant and equipment	5	**10,071**	10,492
Inventories	4	**115,272**	108,615
Equity accounted investments	2	**25,955**	21,367
Right-of-use asset		**54,805**	59,533
Deferred tax asset		**8,512**	19,576
Other assets	6	**8,059**	8,673
Total non-current assets		**263,726**	263,600
Total assets		**342,099**	346,720
LIABILITIES			
Current liabilities			
Payables		**16,380**	36,168
Provisions		**19,241**	29,474
Borrowings	10	**4,734**	23,875
Lease liabilities		**8,433**	8,040
Total current liabilities		**48,788**	97,557
Non-current liabilities			
Borrowings	10	**111,516**	61,654
Provisions		**3,015**	11,870
Lease liabilities		**51,058**	55,344
Total non-current liabilities		**165,589**	128,868
Total liabilities		**214,377**	226,425
Net assets		**127,722**	120,295
EQUITY			
Contributed equity	7	**331,974**	331,974
Reserves		**18,174**	20,144
Accumulated losses		**(241,028)**	(248,104)
Total equity attributable to Company members		**109,120**	104,014
Non-controlling interests		**18,602**	16,281
Total equity		**127,722**	120,295

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

GPT MANAGEMENT HOLDINGS LIMITED AND ITS CONTROLLED ENTITIES

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Half year ended 30 June 2020

		Company				Non-controlling interests			
	Note	Contributed equity $'000	Reserves $'000	Accumulated losses $'000	Total $'000	Contributed equity $'000	Accumulated losses $'000	Total $'000	Total equity $'000
Equity attributable to Company Members									
At 1 January 2019		325,855	19,794	(261,848)	83,801	21,172	(5,132)	16,040	99,841
Foreign currency translation reserve		-	(10)	-	(10)	-	-	-	(10)
Other comprehensive income for the half year		-	(10)	-	(10)	-	-	-	(10)
Profit for the half year		-	-	19,618	19,618	-	256	256	19,874
Total comprehensive income for the half year		-	(10)	19,618	19,608	-	256	256	19,864
Transactions with Members in their capacity as Members									
Issue of securities	7	5,643	-	-	5,643	-	-	-	5,643
Movement in employee incentive security scheme reserve net of tax		-	709	-	709	-	-	-	709
At 30 June 2019		331,498	20,493	(242,230)	109,761	21,172	(4,876)	16,296	126,057
Equity attributable to Company Members									
At 1 January 2020(1)		**331,974**	**20,144**	**(248,104)**	**104,014**	**21,172**	**(4,891)**	**16,281**	**120,295**
Foreign currency translation reserve		**-**	**8**	**-**	**8**	**-**	**-**	**-**	**8**
Other comprehensive income for the half year		**-**	**8**	**-**	**8**	**-**	**-**	**-**	**8**
Profit for the half year		**-**	**-**	**7,076**	**7,076**	**-**	**2,321**	**2,321**	**9,397**
Total comprehensive income for the half year		**-**	**8**	**7,076**	**7,084**	**-**	**2,321**	**2,321**	**9,405**
Transactions with Members in their capacity as Members									
Movement in employee incentive security scheme reserve net of tax		**-**	**(1,978)**	**-**	**(1,978)**	**-**	**-**	**-**	**(1,978)**
At 30 June 2020		**331,974**	**18,174**	**(241,028)**	**109,120**	**21,172**	**(2,570)**	**18,602**	**127,722**

(1) The Consolidated Entity's reserves and accumulated losses balances have been updated from the balances at 31 December 2019, please refer to note 15 for details.

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS

Half year ended 30 June 2020

	Note	30 Jun 20 $'000	30 June 19 $'000
Cash flows from operating activities			
Receipts in the course of operations (inclusive of GST)		**94,763**	99,294
Payments in the course of operations (inclusive of GST)		**(91,076)**	(88,928)
Proceeds from the sale of inventories		**735**	33,736
Payments for inventories		**(4,014)**	(7,938)
Interest received		**132**	296
Finance costs paid		**(1,114)**	(1,246)
Income taxes paid		**(2,289)**	(6,527)
Net cash (outflows)/inflows from operating activities	11	**(2,863)**	28,687
Cash flows from investing activities			
Payments for property, plant and equipment		**(2,312)**	(470)
Payments for intangibles		**(10,395)**	(2,881)
Net cash outflows from investing activities		**(12,707)**	(3,351)
Cash flows from financing activities			
Repayment of related party borrowings		**(129,339)**	(97,522)
Proceeds from related party borrowings		**146,579**	92,587
Repayments of borrowings		**(169)**	(10,552)
Proceeds from borrowings		**236**	2,711
Principal elements of lease payments		**(3,889)**	(3,583)
Net cash inflows/(outflows) from financing activities		**13,418**	(16,359)
Net cash (decrease)/increase in cash and cash equivalents		**(2,152)**	8,977
Cash and cash equivalents at the beginning of the half year		**21,677**	19,259
Cash and cash equivalents at the end of the half year		**19,525**	28,236

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

NOTES TO THE FINANCIAL STATEMENTS
Half year ended 30 June 2020

These are the consolidated financial statements of GPT Management Holdings Limited and its controlled entities (the Consolidated Entity).

The notes to these financial statements have been organised into sections to help users find and understand the information they need to know. Additional information has also been provided where it is helpful to understand the Consolidated Entity's performance.

The notes to the financial statements are organised into the following sections:
Note 1 - Result for the half year: focuses on results and performance of the Consolidated Entity.
Notes 2 to 6 - Operating assets: provides information on the assets used to generate the Consolidated Entity's trading performance.
Notes 7 to 10 - Capital structure: outlines how the Consolidated Entity manages its capital structure and various financial risks.
Notes 11 to 17 - Other disclosure items: provides information on other items that must be disclosed to comply with Australian Accounting Standards and other regulatory pronouncements.

Key judgements, estimates and assumptions
In applying the Consolidated Entity's accounting policies, management have made a number of judgements, estimates and assumptions regarding future events.

The Consolidated Entity has assessed key judgements and estimates in light of COVID-19 and adjusted the underlying assumptions accordingly. Items marked with (*) contain judgements and estimates which have been significantly impacted by COVID-19.

The following judgements and estimates have the potential to have a material impact on the financial statements:

Area of judgements and estimates	**Assumptions underlying**	**Note**
Investment in equity accounted investments	Assessment of control versus disclosure guidance	2
Management rights with indefinite life	Impairment trigger and recoverable amounts	3
IT development and software*	Impairment trigger and recoverable amounts	3
Inventories	Lower of cost and net realisable value	4
Property, plant and equipment	Useful life	5
Investment in financial assets	Fair value	14
Lease liabilities	Lease term and incremental borrowing rate	16
Deferred tax assets	Recoverability	16
Security based payments*	Fair value	16
Provisions	Estimates of future obligations and probability of outflow	16

RESULT FOR THE HALF YEAR

1. SEGMENT INFORMATION

The chief operating decision makers monitor the performance of the business in a manner consistent with that of the financial report. Refer to the Consolidated Statement of Comprehensive Income for the segment financial performance and the Consolidated Statement of Financial Position for the total assets and liabilities.

OPERATING ASSETS

2. EQUITY ACCOUNTED INVESTMENTS

	Note	**30 Jun 20 $'000**	31 Dec 19 $'000
Investments in joint ventures	(i)	**15,954**	11,366
Investments in associates	(ii)	**10,001**	10,001
Total equity accounted investments		**25,955**	21,367

Details of equity accounted investments

Name	**Principal activity**	**Ownership interest 30 Jun 20 %**	31 Dec 19 %	**30 Jun 20 $'000**	31 Dec 19 $'000
(i) Joint ventures					
Lendlease GPT (Rouse Hill) Pty Limited (1)	Property development	**50.00**	50.00	**15,954**	11,366
Total investment in joint ventures				**15,954**	11,366
(ii) Associates					
DPT Operator No. 1 Pty Limited	Management	**91.67**	91.67	**-**	-
DPT Operator No. 2 Pty Limited	Management	**91.67**	91.67	**1**	1
GPT Funds Management Limited	Funds management	**100.00**	100.00	**10,000**	10,000
Total investment in associates				**10,001**	10,001

(1) The entity has a 30 June balance date. The Consolidated Entity has a 50 per cent interest in Lendlease GPT (Rouse Hill) Pty Limited, a joint venture developing residential and commercial land at Rouse Hill, in partnership with Landcom and the NSW Department of Planning. The Consolidated Entity's interest is held through a subsidiary that is 52 per cent owned by the Consolidated Entity and 48 per cent owned by the Trust.

3. INTANGIBLE ASSETS

	Management rights $'000	IT development and software $'000	Total $'000
Cost			
At 1 January 2019	55,825	64,338	120,163
Additions	-	14,754	14,754
Transfers	-	901	901
Disposals	-	(4,720)	(4,720)
At 31 December 2019	55,825	75,273	131,098
Additions	**-**	**9,188**	**9,188**
Transfers	**-**	**(18)**	**(18)**
Disposal	**-**	**(844)**	**(844)**
At 30 June 2020	**55,825**	**83,599**	**139,424**
Accumulated amortisation and impairment			
At 1 January 2019	(45,558)	(47,806)	(93,364)
Amortisation	(48)	(4,907)	(4,955)
Impairment	-	(2,155)	(2,155)
Disposal	-	4,720	4,720
At 31 December 2019	(45,606)	(50,148)	(95,754)
Amortisation	**(20)**	**(2,605)**	**(2,625)**
Impairment	**-**	**(837)**	**(837)**
Disposal	**-**	**844**	**844**
At 30 June 2020	**(45,626)**	**(52,746)**	**(98,372)**
Carrying amounts			
At 31 December 2019	10,219	25,125	35,344
At 30 June 2020	**10,199**	**30,853**	**41,052**

Management Rights
Management rights include property management and development management rights. Rights are initially measured at cost and rights with a definite life are subsequently amortised over their useful life.

For the management rights of Highpoint Shopping Centre, management considers the useful life as indefinite as there is no fixed term included in the management agreement. Therefore, the Consolidated Entity tests for impairment at balance date. Assets are impaired if the carrying value exceeds their recoverable amount. The recoverable amount is determined using a multiples approach. A range of multiples from 10-14x have been used in the calculation.

During the half year management tested all inputs in the fair value assessment of the management rights and have adjusted these inputs where they have been impacted by the COVID-19 pandemic. Based on this assessment management believes that the fair value of the management rights remains appropriate and no impairment is required.

IT development and software
Costs incurred in developing systems and acquiring software and licenses that will contribute future financial benefits are capitalised. These include external direct costs of materials and services and direct payroll and payroll related costs of employees' time spent on the project. Amortisation is calculated on a straightline basis over the length of time over which the benefits are expected to be received, generally ranging from 5 to 10 years.

IT development and software are assessed for impairment at each reporting date by evaluating if any impairment triggers exist. Where impairment triggers exist, management calculate the recoverable amount. The asset will be impaired if the carrying amount exceeds the recoverable amount. Critical judgements are made by management in setting appropriate impairment triggers and assumptions used to determine the recoverable amount.

Management have reviewed the impairment indicators for the half year, including the COVID-19 pandemic and have recorded an impairment where appropriate. Impairment has arisen as a result of capital management strategies employed as part of management's response to the COVID-19 pandemic where software development projects have either been cancelled or delayed. Management believe the carrying value reflects the recoverable amount.

4. INVENTORIES

	30 Jun 20 $'000	31 Dec 19 $'000
Development properties	**6,369**	9,403
Current inventories	**6,369**	9,403
Development properties	**115,272**	108,615
Non-current inventories	**115,272**	108,615
Total inventories	**121,641**	118,018

Development properties held as inventory to be sold are stated at the lower of cost and net realisable value (NRV).

Cost
Cost includes the cost of acquisition, development, finance costs and all other costs directly related to specific projects including an allocation of direct overhead expenses. Post completion of the development, finance costs and other holding charges are expensed as incurred.

NRV
The NRV is the estimated selling price in the ordinary course of business less estimated costs to sell. At each reporting date, management reviews these estimates by taking into consideration:
- the most reliable evidence; and
- any events which confirm conditions existing at the period end and cause any fluctuations of selling price and costs to sell.

The amount of any inventories write down is recognised as an impairment expense in the Consolidated Statement of Comprehensive Income.

The Consolidated Entity completed net realisable value assessments for each development for the half year taking into account the impacts of the COVID-19 pandemic on these estimates and has compared the results to the cost of each development. As a result impairment expense of $158,000 has been recognised in relation to Metroplex due to cost increases.

5. PROPERTY, PLANT AND EQUIPMENT

	30 Jun 20 $'000	31 Dec 19 $'000
Computers		
At cost	**18,190**	16,013
Less: accumulated depreciation	**(14,110)**	(13,570)
Total computers	**4,080**	2,443
Office fixtures and fittings		
At cost	**16,483**	16,381
Less: accumulated depreciation	**(10,492)**	(8,332)
Total office fixtures and fittings	**5,991**	8,049
Total property, plant and equipment	**10,071**	10,492

Reconciliations of the carrying amount of property, plant and equipment at the beginning and end of the financial period are set out below:

	Computers $'000	**Office fixtures & fittings $'000**	**Total $'000**
At 1 January 2019			
Opening carrying value	2,694	9,967	12,661
Additions	79	676	755
Transfers	926	(1,827)	(901)
Depreciation	(1,256)	(767)	(2,023)
At 31 December 2019	2,443	8,049	10,492
At 1 January 2020			
Opening carrying value	**2,443**	**8,049**	**10,492**
Additions	**2,183**	**92**	**2,275**
Disposals	**(14)**	**-**	**(14)**
Transfers	**8**	**10**	**18**
Depreciation	**(540)**	**(2,160)**	**(2,700)**
At 30 June 2020	**4,080**	**5,991**	**10,071**

During the half year there was a change in the estimated useful life of the property, plant and equipment assets related to the MLC Head Office fitout. As the MLC assets related to this fitout are no longer owned by the Group, management have determined that the end of the lease period, being 31 August 2025, is a more appropriate guide to determining the useful life for these assets. An adjustment has therefore been performed for all relevant assets to limit the useful life to 31 August 2025. This has resulted in an increase to depreciation of $1,729,000 in the half year to 30 June 2020 and will result in higher depreciation expense to 2025 totalling $984,000.

The Consolidated Entity has assessed the property plant and equipment for impairment indicators in light of the COVID-19 pandemic and do not believe there are any indicators that suggest the assets may be impaired.

6. OTHER ASSETS

	30 Jun 20 $'000	31 Dec 19 $'000
Lease incentive asset	**374**	416
Investment in financial asset	**3,772**	4,394
Other asset	**3,913**	3,863
Total other assets	**8,059**	8,673

CAPITAL STRUCTURE

7. EQUITY

	Number	$'000
Ordinary stapled securities		
Opening securities on issue at 1 January 2019	1,804,890,426	325,855
Securities issued - institutional placement	131,795,717	5,735
Transaction costs	-	(92)
Closing securities on issue at 30 June 2019	1,936,686,143	331,498
Opening securities on issue at 1 January 2020	**1,947,929,316**	**331,974**
Closing securities on issue at 30 June 2020	**1,947,929,316**	**331,974**

8. EARNINGS PER SHARE

(a) Basic and diluted earnings per share

	30 Jun 20 Cents	30 Jun 19 Cents
Basic and diluted earnings per share - profit from continuing operations	**0.67**	1.08
Basic and diluted loss per share - loss from discontinued operations	**(0.31)**	-
Total basic and diluted earnings per share	**0.36**	1.08

(b) The profit used in the calculation of the basic and diluted earnings per share is as follows:

Profit reconciliation - basic and diluted	**30 Jun 20 $'000**	30 Jun 19 $'000
Profit from continuing operations	**13,076**	19,618
Loss from discontinued operations	**(6,000)**	-
Profit attributed to external non-controlling interest	**2,321**	256
	9,397	19,874

(c) WANOS

The earnings and weighted average number of ordinary shares (WANOS) used in the calculations of basic and diluted earnings per ordinary share are as follows:

	30 Jun 20 Number of shares '000s	30 Jun 19 Number of shares '000s
WANOS used as denominator in calculating basic earnings per ordinary share	**1,947,929**	1,808,500
Performance security rights (weighted average basis)(1)	**9**	1,758
WANOS used as denominator in calculating diluted earnings per ordinary share	**1,947,938**	1,810,258

(1) Performance security rights granted under the Long Term Incentive plan are only included in dilutive earnings per ordinary share where the performance hurdles are met as at the end of the half year.

9. DIVIDENDS PAID AND PAYABLE

No dividends have been paid or declared for the half year to 30 June 2020 (Jun 2019: nil).

NOTES TO THE FINANCIAL STATEMENTS
Half year ended 30 June 2020

10. BORROWINGS

	30 Jun 20		31 Dec 19	
	Carrying amount(1)	**Fair value(2)**	Carrying amount(1)	Fair value(2)
	$'000	**$'000**	$'000	$'000
Current borrowings at amortised cost - secured	**4,734**	**4,737**	4,651	4,670
Current related party borrowings from GPT Trust at amortised cost	**-**	**-**	19,224	19,224
Current borrowings	**4,734**	**4,737**	23,875	23,894
Non-current borrowings from joint ventures at amortised cost	**9,000**	**9,000**	-	-
Non-current related party borrowings from GPT Trust at amortised cost	**102,516**	**102,516**	61,654	61,654
Non-current borrowings	**111,516**	**111,516**	61,654	61,654
Total borrowings	**116,250**	**116,253**	85,529	85,548

(1) Including unamortised establishment costs.
(2) For the majority of borrowings, the carrying amount approximates its fair value. The fair value of fixed rate interest-bearing borrowings is estimated by discounting the future contractual cash flows at the current market interest rate curve. Excluding unamortised establishment costs.

The unsecured borrowings below have been provided by the Trust and its subsidiaries and are subject to limited recourse. These have been revalued to nil at 30 June 2020 (Dec 2019: nil) based on an adjusted working capital calculation, in accordance with the loan agreements.

- The amount outstanding on the loan facility to GPT Management Holdings Limited at 30 June 2020 is $324,527,776 (Dec 2019: $327,527,776). This facility expires on 31 December 2030.
- The amount outstanding on the loan facility to GPT International Pty Limited at 30 June 2020 is $51,359,269 (Dec 2019: $54,359,269). This facility expires on 12 June 2032.
- The amount outstanding on the loan facility to Voyages Hotels & Resorts (Loan 1) at 30 June 2020 is $8,347,082 (Dec 2019: $11,347,082). This facility expires on 3 January 2035.
- The amount outstanding on the loan facility to Voyages Hotels & Resorts (Loan 2) at 30 June 2020 is $23,683,609 (Dec 2019: $26,683,609). This facility expires on 30 June 2032.

No interest is payable in connection with the above loans from 3 September 2015. The loans are non-revolving interest free borrowings that are revalued each reporting date in accordance with accounting standards.

The maturity profile of borrowings is provided below:

	Total facility(1)	**Used facility(1)**	**Unused facility**
	$'000	**$'000**	**$'000**
Due within one year	4,816	4,737	79
Due between one and five years	131,700	60,172	71,528
Due after five years	489,918	459,262	30,656
	626,434	**524,171**	**102,263**
Cash and cash equivalents			**19,525**
Total financing resources available at the end of the half year			**121,788**

(1) Excludes unamortised establishment costs.

OTHER DISCLOSURE ITEMS

11. CASH FLOW INFORMATION

Reconciliation of net profit after income tax to net cash inflows from operating activities:

	30 Jun 20 $'000	30 June 19 $'000
Net profit for the year	**9,397**	19,874
Share of after tax (profit)/loss of equity accounted investments (net of distributions)	**(4,539)**	49
Impairment expense/(reversal)	**995**	(11,101)
Non-cash employee benefits - security based payments	**(4,884)**	7,663
Fair value movement of investment in Trust	**312**	15
Interest capitalised	**(846)**	(2,785)
Amortisation of rental abatement	**113**	162
Depreciation expense	**2,700**	979
Depreciation of right-of-use asset	**4,723**	2,566
Amortisation expense	**2,625**	2,362
Amortisation of deferred acquisition costs	**-**	327
Finance costs	**2,481**	2,125
Revaluation of financial arrangements	**12,000**	-
Profit on sale of inventory	**(65)**	(1,103)
Payments for inventories	**(4,014)**	(7,938)
Proceeds from inventories	**735**	33,736
Decrease/(increase) in operating assets	**10,895**	(631)
Decrease in operating liabilities	**(34,500)**	(18,989)
Other	**(991)**	1,376
Net cash (outflows)/inflows from operating activities	**(2,863)**	**28,687**

12. COMMITMENTS

(a) Capital expenditure commitments

Capital expenditure commitments at 30 June 2020 were $2,622,000 (Dec 2019: $3,924,000).

(b) Commitments relating to equity accounted investments

	30 Jun 20 $'000	31 Dec 19 $'000
Capital expenditure commitments	**60**	334
Total joint venture and associates commitments	**60**	334

The capital expenditure commitments in the Consolidated Entity's equity accounted investments at 30 June 2020 relate to Lendlease GPT (Rouse Hill) Pty Limited (Dec 2019: Lendlease GPT (Rouse Hill) Pty Limited).

13. CONTINGENT LIABILITIES

A contingent liability is a liability that is not sufficiently certain to qualify for recognition as a provision where uncertainty may exist regarding the outcome of future events.

GPT Management Holdings Ltd has provided guarantees over GPT RE Limited as responsible entity of the Trust's obligations under the note purchase and guarantee agreements in relation to US Private Placement issuances totalling US$1,205,000,000 and A$65,000,000 until July 2034.

Apart from the matter referred to above, there are no other material contingent liabilities at reporting date.

NOTES TO THE FINANCIAL STATEMENTS
Half year ended 30 June 2020

14. FAIR VALUE DISCLOSURES

Information about how the fair value of financial instruments is calculated and other information required by the accounting standards, including the valuation process and critical assumptions underlying the valuations are disclosed below.

(a) Fair value measurement, valuation techniques and inputs

Class of assets	Fair value hierarchy	Valuation technique	Classification under AASB 9	Inputs used to measure fair value	Range of unobservable inputs 30 Jun 20	31 Dec 19
Investment in financial assets	Level 1	Market price	Fair value through the profit and loss	Market price	Not applicable - observable input	

The different levels of the fair value hierarchy have been defined as follows:
Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

15. REVISION OF PREVIOUSLY ISSUED FINANCIAL STATEMENTS

During the period the Consolidated Entity identified an error in the 31 December 2019 financial statements relating to the fair value of the 2017 LTI performance rights.

This has been corrected by restating each of the affected financial statement items for the prior period as follows:

(Extract)	31 Dec 19 Prior year $'000	Increase / (Decrease) $'000	31 Dec 19 Restated $'000
ASSETS			
Non-current assets			
Deferred tax asset	21,524	(1,948)	19,576
Total non-current assets	**265,548**	**(1,948)**	**263,600**
Total assets	**348,668**	**(1,948)**	**346,720**
LIABILITIES			
Current liabilities			
Provisions	35,743	(6,269)	29,474
Total current liabilities	**103,826**	**(6,269)**	**97,557**
Total liabilities	**232,694**	**(6,269)**	**226,425**
Net assets	**115,974**	**4,321**	**120,295**
EQUITY			
Reserves	20,243	(99)	20,144
Accumulated losses	(252,524)	4,420	(248,104)
Total equity attributable to Company members	**99,693**	**4,321**	**104,014**
Total equity	**115,974**	**4,321**	**120,295**

There is no change to the 30 June 2019 comparative amounts shown in the Consolidated Statement of Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cashflows.

16. ACCOUNTING POLICIES, KEY JUDGEMENTS AND ESTIMATES

(a) Basis of preparation
The general purpose financial report has been prepared:
- in accordance with the requirements of the Company's constitution, *Corporations Act 2001* and Australian Accounting Standards AASB 134 *Interim Financial Reporting;*
- in accordance with the recognition and measurement requirements of the International Financial Reporting Standards (IFRSs) adopted by the International Accounting Standards Board (IASB);
- on a going concern basis. The Consolidated Entity has prepared an assessment of its ability to continue as a going concern, taking into account all available information for a period of 12 months from the date of these financial statements. As set out in note 10, the Consolidated Entity has access to $121,788,000 in cash and undrawn loan facilities and future cashflow assessments have been made, taking into consideration appropriate probability-weighted factors. The Consolidated Entity is confident in the belief that it will realise its assets and settle its liabilities and commitments in the normal course of business and for at least the amounts stated in the financial statements. (Refer to section (b) for further information);
- under the historical cost convention, as modified by the revaluation for financial assets and liabilities at fair value through the Consolidated Statement of Comprehensive Income;
- using consistent accounting policies and adjustments to bring into line any dissimilar accounting policies being adopted by the controlled entities, associates or joint ventures; and
- in Australian dollars with all values rounded to the nearest thousand dollars, in accordance with ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, unless otherwise stated.

NOTES TO THE FINANCIAL STATEMENTS

Half year ended 30 June 2020

This interim financial report does not include all the notes of the type normally included within the annual financial report. Therefore, it is recommended this report be read in conjunction with the annual financial report for the year ended 31 December 2019.

Comparatives in the Consolidated Statement of Comprehensive Income, Consolidated Statement of Financial Position and notes to the financial statements have been restated to the current year presentation. There was no effect on the profit for the half year.

The interim financial report was approved by the Board of Directors on 10 August 2020.

(b) Going Concern

The Consolidated Entity's financial position is highly dependent on the financial position of GPT given that the Consolidated Entity is funded through intercompany loans from GPT.

Due to the uncertainty created by COVID-19, GPT has performed additional procedures in relation to assessing going concern. GPT and the Consolidated Entity are of the opinion that they are able to meet their liabilities and commitments as and when they fall due for at least a period of 12 months from the reporting date. In reaching this position, GPT has taken into account the following factors:

- Available liquidity, through cash and undrawn facilities, of $1,219.2 million;
- Weighted average debt expiry of 7.8 years, with $4.7 million of debt due between the date of this report and 31 December 2021;
- Interest rate hedging level of 86 per cent over the next 12 months;
- Primary covenant gearing of 25.4 per cent, compared to a covenant level of 50.0 per cent;
- Interest cover ratio at 30 June 2020 of 6.0 times, compared to a covenant level of 2.0 times;
- Several scenarios have been evaluated assuming the impact of COVID-19 continues over differing time periods, stress testing operating cash flows and in all cases the Group expects to remain solvent; and
- Assessment of the financial position and analysis of GPT's covenants indicates that adequate levels of headroom remain for both the gearing and interest cover ratios in the scenarios prepared.

(c) Significant accounting policies

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period with the exception of new and amended standards and interpretations commencing 1 January 2020 which have been adopted where applicable.

(i) Revenue from contracts with customers

Revenue is recognised over time if:

- the customer simultaneously receives and consumes the benefits as the entity performs;
- the customer controls the asset as the entity creates or enhances it; or
- the seller's performance does not create an asset for which the seller has an alternative use and there is a right to payment for performance to date.

Where the above criteria is not met, revenue is recognised at a point in time.

During the half year, in light of the COVID-19 pandemic, assistance in the form of membership fee waivers were provided to Space&Co members totalling $715,000.

(ii) Government grants

The Consolidated Entity has received $2,743,500 and has $1,340,000 receivable under the Federal Government's Jobkeeper program. This has been accounted for as a government grant under AASB 120 *Accounting for Government Grants and Disclosure of Government Assistance*. The standard provides the option to present these amounts as income or as a reduction in employee benefits expense. The Consolidated Entity has elected to present these amounts as a reduction in employee benefits expense as this best reflects the underlying substance of the transaction for the Consolidated Entity.

(iii) Trade receivables

Receivables are initially recognised at fair value and subsequently at amortised cost using the effective interest rate method less any allowance under the 'expected credit loss' (ECL) model. The Consolidated Entity holds these financial assets in order to collect the contractual cash flows, and the contractual terms are solely payments of outstanding principal and interest on the principal amount outstanding.
All loans and receivables with maturities greater than 12 months after the balance date are classified as non-current assets.

Recoverability of receivables

At each reporting date, the Consolidated Entity assesses whether financial assets carried at amortised cost are 'credit-impaired'. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset is expected to occur.

The Consolidated Entity recognises loss allowances at an amount equal to lifetime ECL on trade and other receivables. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of the trade receivable and are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Consolidated Entity in accordance with the contract and the cash flows that the Consolidated Entity expects to receive). A default on trade receivables is when the counterparty fails to make contractual payments when they fall due and management determines that the debt is uncollectible.

COVID-19 has resulted in in the Consolidated Entity reviewing its methodology to determine an estimated lifetime ECL in the current period, with historical default percentages no longer the most appropriate means of predicting future default events.
The Consolidated Entity has assessed the likelihood of defaults and debt forgiveness and there have been no changes to the ECL provision as a result of the COVID-19 pandemic.

Debts that are known to be uncollectable are written off when identified.

(iv) Leases

Lease liabilities are initially measured at the present value of the lease payments discounted using the interest rate implicit in the lease. If that rate cannot be determined, the Consolidated Entity's incremental borrowing rate is used. The incremental borrowing rate is calculated by interpolating or extrapolating secondary market yields on the Group's domestic medium term notes (MTNs) for a term equivalent to the lease. If there are no MTNs that

mature within a reasonable proximity of the lease term, indicative pricing of where the Group can price a new debt capital market issue for a comparative term will be used in the calculation.
Lease liabilities are subsequently measured by:
- increasing the carrying amount to reflect interest on the lease liabilities;
- reducing the carrying amount to reflect the lease payments made; and
- remeasuring the carrying amount to reflect any reassessment or lease modifications.

Interest on the lease liabilities and any variable lease payments not included in the measurement of the lease liabilities are recognised in the Consolidated Statement of Comprehensive Income in the period in which they relate. Interest on lease liabilities included in finance costs in the Consolidated Statement of Comprehensive Income totalled $1,033,000 for the half year.

There have been no changes to the lease term or incremental borrowing rate used for the measurement of lease liabilities in light of the COVID-19 pandemic.

Right-of-use assets are measured at cost less depreciation and impairment and adjusted for any remeasurement of the lease liability. The cost of the asset include:
- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs; and
- restoration costs.

Right-of-use assets are depreciated on a straight-line basis from the commencement date of the lease to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

The Consolidated Entity determines the lease term as the non-cancellable period of a lease together with both:
- the periods covered by an option to extend the lease if it is reasonably certain to exercise that option; and
- periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option.

Management considers all the facts and circumstances that create an economic incentive to exercise an extension option or not exercise a termination option. This assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee.

The Consolidated Entity tests right-of-use assets for impairment where there is an indicator that the asset may be impaired. An asset’s carrying amount is written down immediately to its recoverable amount if the asset’s carrying amount is greater than its estimated recoverable amount.

The Consolidated Entity has assessed the right-of-use assets for impairment indicators in light of the COVID-19 pandemic and do not believe there are any indicators that suggest the assets may be impaired.
The Consolidated Entity’s right-of-use assets are all property leases.

(v) Deferred tax
Deferred income tax liabilities are recognised for all taxable temporary differences.

Deferred income tax assets are recognised for all deductible temporary differences, carried forward unused tax assets and unused tax losses, to the extent it is probable that taxable profit will be available to utilise them. The carrying amount of deferred income tax assets is reviewed and reduced to the extent that it is no longer probable that sufficient taxable profit will be available.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date.

Deferred income tax is provided on temporary differences at the reporting date between accounting carrying amounts and the tax cost bases of assets and liabilities, other than for the following:
- Where taxable temporary differences relate to investments in subsidiaries, associates and interests in joint ventures:
  - Deferred tax liabilities are not recognised if the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
  - Deferred tax assets are not recognised if it is not probable that the temporary differences will reverse in the foreseeable future and taxable profit will not be available to utilise the temporary differences.

The Consolidated Entity has assessed the recoverability of the deferred tax in light of the COVID-19 pandemic and do not believe there are any changes required to the balances recognised.

(vi) Security based payments
The fair value of the performance rights is recognised as an employee benefit expense with a corresponding increase in the employee security scheme reserve in equity and employee benefits provision. Fair value is measured at each reporting period, recognised over the period from the grant date of the performance rights to the vesting date. Non-market vesting conditions are included in assumptions about the number of rights that are expected to be vested. At each reporting date, GPT revises its estimate of the number of performance rights that are expected to be exercisable and the employee benefit expense recognised each reporting period takes into account the most recent estimate. The impact of the revision to original estimates, if any, is recognised in the Consolidated Statement of Comprehensive Income with a corresponding adjustment to equity and employee benefits provision.

Fair value of the performance rights issued under LTI is determined using the Monte Carlo simulation and the Black Scholes methodologies. Fair value of the performance rights issued under DSTI is determined using the security price.

Management have assessed the number of rights that are expected to vest for the 2018 and 2019 LTI plans in relation to non-market vesting conditions (Total Return) as a result of the impacts of the COVID-19 pandemic and determined that no rights are expected to vest. This has decreased from December 2019 where the 2018 plan was expected to vest at 100% and the 2019 plan was expected to vest at 50% for non-market conditions, resulting in the reversal of prior period amortisation in the current period.

(vii) Provisions
Provisions are recognised when:
- the Consolidated Entity has a present obligation (legal or constructive) as a result of a past event;

- it is probable that resources will be expended to settle the obligation; and
- a reliable estimate can be made of the amount of the obligation.

At 30 June 2020 the balance of provisions reflect management's best estimate of the expenditure required to settle the obligations.

(d) New and amended accounting standards and interpretations adopted from 1 January 2020
There are no significant changes to the Consolidated Entity's financial performance and position as a result of the adoption of the new and amended accounting standards and interpretations effective for annual reporting periods beginning on or after 1 January 2020.

(e) New accounting standards and interpretations issued but not yet adopted
There are no new standards or amendments to standards relevant to the Consolidated Entity.

17. EVENTS SUBSEQUENT TO REPORTING DATE

The COVID-19 pandemic has created unprecedented economic and societal impacts and there remains significant uncertainty. In the event the COVID-19 impacts are more severe or prolonged than anticipated, this may have further adverse impacts to asset values and the operating result of the Consolidated Entity. At the reporting date a definitive assessment of the future effects of COVID-19 on the Consolidated Entity cannot be made, as the impact will depend on the magnitude and duration of the economic downturn, with the full range of possible effects unknown.

In July and August the Federal Government announced further fiscal stimulus measures including the extension of the JobKeeper and JobSeeker programs for a further six months through to March 2021. These stimulus measures will provide further support to businesses and individuals, and assist in offsetting the economic impacts of COVID-19. Given the revised eligibility requirements for the extended JobKeeper, the Consolidated Entity is not expecting to receive JobKeeper support beyond September 2020.

On 16 July 2020 an amendment to the loan agreement was signed with ANZ to extend the maturity date of the facility used to fund operations of the Metroplex joint venture. The termination date per the amended agreement has been extended by one year to 17 August 2021. The facility is held as a current liability at 30 June 2020 as the amended agreement was not signed prior to period end.

On 3 August 2020, the Victorian Government announced an initial six week period of stage four COVID-19 restrictions in Melbourne which creates further uncertainty for the Consolidated Entity's asset values and future operating results given 36% of the Group's assets, 45% of GWOF's assets and 72% of GWSCF's assets are located in Melbourne from which the Consolidated Entity derives income.

Other than the above, the Directors are not aware of any matter or circumstances occurring since 30 June 2020 that has significantly or may significantly affect the operations of the Consolidated Entity, the results of those operations or the state of affairs of the Consolidated Entity in the subsequent financial years.

DIRECTORS' DECLARATION

Half year ended 30 June 2020

In the directors of GPT Management Holdings Limited's opinion:

(a) the consolidated financial statements and notes set out on pages 12 to 25 are in accordance with the *Corporations Act 2001*, including:
- complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting*, the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
- giving a true and fair view of the Consolidated Entity's financial position as at 30 June 2020 and of its performance for the half year ended on that date; and

(b) there are reasonable grounds to believe that the Consolidated Entity will be able to pay its debts as and when they become due and payable.

The Directors have been given the declarations by the Chief Executive Officer and Chief Financial Officer as required by Section 295A of the *Corporations Act 2001.*

This declaration is made in accordance with the resolution of the directors.

Vickki McFadden
Chairman

Bob Johnston
Chief Executive Officer and Managing Director

GPT Management Holdings Limited

Sydney
10 August 2020

Independent auditor's review report to the members of GPT Management Holdings Limited

Report on the half-year financial report

We have reviewed the accompanying half-year financial report of GPT Management Holdings Limited (the Company) and the entities it controlled during the half-year (together the Group), which comprises the consolidated statement of financial position as at 30 June 2020, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, selected other explanatory notes and the directors' declaration for GPT Management Holdings Limited.

Directors' responsibility for the half-year financial report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Australian Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 30 June 2020 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of GPT Management Holdings Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of GPT Management Holdings Limited is not in accordance with the *Corporations Act 2001* including:

1. giving a true and fair view of the Group's financial position as at 30 June 2020 and of its performance for the half-year ended on that date;

2. complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Matters relating to the electronic presentation of the reviewed half-year financial report

This review report relates to the half-year financial report of the Company for the half-year ended 30 June 2020 included on GPT Management Holdings Limited's website. The Company's directors are responsible for the integrity of the GPT Management Holdings Limited website. We have not been engaged to report on the integrity of this web site. The review report refers only to the statements named above. It does not provide a conclusion on any other information which may have been hyperlinked to/from these statements. If users of this report are concerned with the inherent risks arising from electronic data communications they are advised to refer to the hard copy of the reviewed half-year financial report to confirm the information included in the reviewed half-year financial report presented on this web site.

PricewaterhouseCoopers

PricewaterhouseCoopers

S. Horl

Susan Horlin
Partner

Sydney
10 August 2020