

22 February 2011

ASX ANNOUNCEMENT
GROWTHPOINT PROPERTIES AUSTRALIA (ASX Code: GOZ)

Results for the half-year ended 31 December 2010

Pursuant to ASX Listing Rule 4.2A, the following information in relation to Growthpoint Properties Australia is attached for immediate public release:

1. Appendix 4D; and
2. Financial Report including an Independent Auditors' Report from KPMG,

for the half-year ended 31 December 2010.

ENDS

Aaron Hockly, Company Secretary

About Growthpoint Properties Australia ("GOZ")

GOZ is a publicly traded ASX listed A-REIT (ASX Code: GOZ), that specialises in the ownership and management of quality investment property. It has a market capitalisation of approximately AUD \$415 million and trades as a stapled security. It owns interests in a diversified portfolio of 32 office and industrial properties throughout Australia valued at approximately \$988 million and has an investment mandate to invest in industrial, office and retail properties.

GOZ aims to grow its portfolio over time and diversify its property investments by asset class, geography and tenant exposure through individual property acquisitions, portfolio transactions and corporate activity (M&A transactions) as opportunities arise.

www.growthpoint.com.au

Growthpoint Properties Australia

**Appendix 4D –
for the 6 months ended 31 December 2010**

1. Details of reporting periods:

The current reporting period is the 6 months to 31 December 2010. The previous corresponding reporting period was for the 6 months to 31 December 2009.

2.1/2.2/2.3 Revenue and profit from ordinary activities and net profit for the half-year attributable to security holders:

	Period ended 31-Dec-10 \$'000	Period ended 31-Dec-09 \$'000	Change %
Revenue from ordinary activities	46,489	38,224	21.6
Profit from ordinary activities after tax attributable to security holders	15,837	8,792	80.1
Net profit / (loss) attributable to security holders	24,847	33,219	(25.2)

2.4/2.5 Amounts per stapled security of distributions paid/payable during the half-year:

	Stapled securities (cents)	Record date	Payment date
Interim distribution GOZ	8.40	31-Dec-10	28-Feb-10
Interim distribution GOZNA	4.52	31-Dec-10	28-Feb-10

2.6 Explanation of figures in 2.1 to 2.4:

Commentary on the above figures is included in the attached half-year results market release and half-year financial report.

3. Net tangible assets per stapled security:

	31-Dec-10 \$	30-Jun-10 \$	Change %
Net tangible assets (NTA) per stapled security	2.03	2.03	-

4. Details of entities over which control has been gained or lost during the period:

No control has been gained or lost over another entity during the period.

5. Details of distributions:

	Stapled security (cents)	Total distribution \$'000	Payment date
Interim distribution GOZ	8.40	13,408	28-Feb-10
Interim distribution GOZNA	4.52	2,403	28-Feb-10
Total distributions paid		15,811	

6. Details of distribution reinvestment plans in operation:

None currently in operation.

7. Details of associated and joint ventures:

Not applicable.

8. Accounting standards used for foreign entities:

Not applicable.

9. Description of audit dispute or qualification:

Not applicable.

GROWTHPOINT PROPERTIES AUSTRALIA

INTERIM FINANCIAL REPORT FOR THE HALF-YEAR ENDED 31 DECEMBER 2010

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This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2010 and any public announcements made by Growthpoint Properties Australia during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

GROWTHPOINT PROPERTIES AUSTRALIA

DIRECTORS' REPORT FOR THE HALF-YEAR ENDED 31 DECEMBER 2010

The Directors of Growthpoint Properties Australia Limited ACN 124 093 901 ("the Company"), being the Responsible Entity of Growthpoint Properties Australia Trust ARSN 120 121 002 ("the Trust"), present their report for Growthpoint Properties Australia ("the Group") consisting of the Company and its controlled entities and the Trust and its controlled entities, for the half-year ended 31 December 2010.

The shares of the Company and the units of the Trust are combined and issued as stapled securities. The shares of the Company and the units of the Trust cannot be traded separately and can only be traded as stapled securities.

Directors

The following persons were Directors of Growthpoint Properties Australia Limited during the whole of the half-year and up to the date of this report (unless otherwise stated);

Lyndsay Shaddock
Grant Jackson
David Spruell
Francois Marais
Norbert Sasse
Estienne De Klerk
Timothy Collyer (appointed 12 July 2010)

Review of Operations

During the period, the Group continued its strategy of investment in a portfolio of quality income producing real estate assets. The Group acquired 8 properties for \$218 million (before transaction costs) during the period, funded by debt and a \$101 million equity raising. The stapled securities issued for the equity raising traded on the ASX under the code GOZNA and will receive pro-rated distributions from 24 September 2010 (the first day of trading on the ASX) to 31 December 2010, when they converted to normal stapled securities trading under ASX code GOZ. At 31 December 2010, the Group held a portfolio of 33 investment properties.

The result for the half-year was a net profit of \$24,847,000. The major factors contributing to the profit were:

- Property fair value loss of \$3,789,000 consisting of property value gain of \$1,715,000 and straight-line rental adjustments expense of \$5,504,000 (2009: gain of \$11,797,000 consisting of property value gain of \$18,181,000 and straight-line rental adjustments expense of \$6,384,000).
- An unrealised gain of \$7,295,000 (2009: \$6,246,000) due to the increase in the fair value of the Group's interest rate swaps.

Some of the other key financial points are as follows:

- Property revenue of \$40,985,000 (2009: \$31,840,000).
- Earnings per stapled security ("EPS") of 13.2 cents (2009: 19.5 cents).
- Distributions to GOZ security holders of \$13,408,000 (2009: \$8,779,000) and distributions per GOZ stapled security of 8.40 cents (2009: 5.5 cents). Distributions to GOZNA security holders of \$2,403,000 and distributions per GOZNA stapled security of 4.52 cents.
- Net assets of \$432,810,000 (30 June 2010: \$324,003,000) and NTA per stapled security of \$2.03 (30 June 2010: \$2.03).
- Property portfolio value of \$978,184,000 (30 June 2010: \$747,300,000).

GROWTHPOINT PROPERTIES AUSTRALIA

DIRECTORS' REPORT FOR THE HALF-YEAR ENDED 31 DECEMBER 2010

Key achievements during the period were:

- Acquisition of 7 modern, high quality Queensland properties comprising 2 office buildings, a car park and 4 industrial properties for a total price of \$171.5 million (before transaction costs). Settlement of 670 Macarthur Avenue, Pinkenba, occurred in August 2010 and the settlement of the remaining properties occurred in September 2010.
- \$101 million equity raising via a Rights Issue completed in September 2010 to support the above acquisitions. The balance of funds of \$81 million was sourced by drawing down on and increasing the existing debt facility with lenders National Australia Bank and Westpac Banking Corporation.
- Acquisition of a brand new office building in Adelaide, South Australia for a total price of \$46.5 million (before transaction costs). The acquisition was funded by drawing down on the existing debt facility with existing lenders National Australia Bank and Westpac Banking Corporation for \$49 million.

Subsequent events

On 31 January 2011, the sale of the property at 45 Northlink Place, Virginia, Queensland settled for a price of \$3,700,000, of which \$3,600,000 was used to repay debt.

Auditors' Independence Declaration

A copy of the auditors' independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 15 and forms part of the Directors' Report for the half-year ended 31 December 2010.

Rounding of amounts to the nearest thousand dollars

The Group is of a kind referred to in class order 98/0100 issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the Directors' Report and Financial Report. Amounts in the Directors' Report and Financial Report have been rounded off, in accordance with that class order, to the nearest thousand dollars, unless otherwise stated.

Signed at Melbourne, 21 February 2011, in accordance with a resolution of the Directors.



Timothy Collyer
Managing Director
Growthpoint Properties Australia Limited

GROWTHPOINT PROPERTIES AUSTRALIA

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE HALF-YEAR ENDED 31 DECEMBER 2010**

	Notes	Half-year 2010 \$'000	Half-year 2009 \$'000
Revenue			
Property revenue		40,985	31,840
Straight line adjustment to property revenue		5,504	6,384
Net changes in fair value of investment properties		(3,789)	11,797
Net gain on derivatives		7,295	6,246
Net investment income		49,995	56,267
Expenses			
Property expenses		(4,131)	(3,550)
Responsible Entity management fees		-	(239)
Other expenses from ordinary activities		(1,764)	(1,450)
Total expenses		(5,895)	(5,239)
Profit from operating activities		44,100	51,028
Interest income		413	71
Borrowing costs		(19,666)	(17,880)
Net finance costs		(19,253)	(17,809)
Profit for the period		24,847	33,219
Profit / (loss) attributable to:			
Owners of the Trust		24,807	34,257
Owners of the Company		40	(1,038)
		24,847	33,219
Distribution to security holders	5	(15,811)	(8,779)
Change in net assets attributable to security holders / Total Comprehensive Income		9,036	24,440
Basic and diluted earnings per stapled security (cents)		13.2	19.5

The above statement of comprehensive income should be read in conjunction with the accompanying notes.

GROWTHPOINT PROPERTIES AUSTRALIA

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2010

	Notes	31-Dec-10 \$'000	30-Jun-10 \$'000
Current assets			
Cash and cash equivalents		18,758	16,739
Trade and other receivables	6	1,683	1,100
Assets held for sale	7	13,286	9,586
Total current assets		33,727	27,425
Non-current assets			
Trade and other receivables	8	33,629	28,126
Plant & equipment		75	103
Investment properties	8	944,555	719,174
Total non-current assets		978,259	747,403
Total assets		1,011,986	774,828
Current liabilities			
Trade and other payables		9,317	6,012
Provision for distribution payable		15,811	13,568
Derivative financial instruments		263	789
Total current liabilities		25,391	20,369
Non-current liabilities			
Interest bearing liabilities		546,728	416,630
Derivative financial instruments		7,057	13,826
Total non-current liabilities		553,785	430,456
Total liabilities		579,176	450,825
Net assets		432,810	324,003
Security holders' funds			
Contributed equity		615,350	515,579
Retained profits / (accumulated losses)		(182,540)	(191,576)
Total security holders' funds		432,810	324,003

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

GROWTHPOINT PROPERTIES AUSTRALIA

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 31 DECEMBER 2010**

	Half-year 2010 \$'000	Half-year 2009 \$'000
Total equity at the beginning of the half-year	324,003	116,610
Net income recognised directly in equity	-	-
Profit / (loss) for the half-year	24,847	33,219
Total recognised income and expense for the half-year	24,847	33,219
Transactions with security holders in their capacity as security holders:		
Contributions of equity, net of transaction costs	99,771	189,416
Return of capital	-	(6,160)
Distributions provided or paid	(15,811)	(8,779)
Total equity at the end of the half-year	432,810	324,306
Total recognised income and expense for the half-year is attributable to:		
- Trust	24,807	34,257
- Company	40	(1,038)
Growthpoint Properties Australia	24,847	33,219

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

GROWTHPOINT PROPERTIES AUSTRALIA

**CONSOLIDATED CASH FLOW STATEMENT
FOR THE HALF-YEAR ENDED 31 DECEMBER 2010**

	Half-year 2010 \$'000	Half-year 2009 \$'000
Cash flows from operating activities		
Receipts from customers	43,317	32,488
Payments to suppliers	(6,400)	(10,854)
Borrowing costs	(18,459)	(17,557)
Interest received	413	75
Net cash inflow from operating activities	18,871	4,152
Cash flows from investing activities		
Payments for investment properties	(232,869)	(17,717)
Payments for plant & equipment	(5)	(145)
Net cash inflow / (outflow) from investing activities	(232,874)	(17,862)
Cash flows from financing activities		
Proceeds from external borrowings	129,819	15,200
Repayment of external borrowings	-	(185,511)
Proceeds from equity raising	101,000	200,000
Equity raising costs	(1,229)	(10,728)
Distributions paid to security holders	(13,568)	(2,596)
Return of capital to unitholders	-	(6,160)
Cash acquired on stapling	-	160
Net cash inflow / (outflow) from financing activities	216,022	10,365
Net increase / (decrease) in cash and cash equivalents	2,019	(3,345)
Cash and cash equivalents at the beginning of the period	16,739	7,010
Cash and cash equivalents at the end of the period	18,758	3,665

The above cash flow statement should be read in conjunction with the accompanying notes.

GROWTHPOINT PROPERTIES AUSTRALIA

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2010

NOTE 1: REPORTING ENTITY

Growthpoint Properties Australia was formed by the stapling of two entities comprising Growthpoint Properties Australia Limited and its controlled entities ("the Company") and Growthpoint Properties Australia Trust and its controlled entities ("the Trust"). The Company is the Responsible Entity for the Trust. Growthpoint Properties Australia is also referred to as "the Group".

The Group was established for the purpose of facilitating a joint quotation of the Company and its controlled entities and the Trust and its controlled entities on the Australian Securities Exchange (ASX Code: GOZ). The constitutions of the Company and the Trust ensure that, for so long as the two entities remain jointly quoted, the number of shares in the Company and the number of units in the Trust shall be equal and the shareholders and the unitholders are identical. The Company, both in its personal capacity and in its capacity as the Responsible Entity of the Trust, must at all times act in the best interests of the Group.

To account for the stapling, Australian Accounting Standards require an acquirer (the Trust) to be indentified and an acquisition to be recognised.

The financial report includes financial statements for Growthpoint Properties Australia, the stapled consolidated entity, which is domiciled in Australia as at and for the six months ended 31 December 2010.

NOTE 2: BASIS OF PREPARATION

This consolidated interim financial report is a general purpose financial report which has been prepared in accordance with AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*.

The consolidated interim financial report does not include all of the information required for a full annual financial report and should be read in conjunction with the Annual Report for the year ended 30 June 2010 and any public announcements made by Growthpoint Properties Australia during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

This consolidated interim financial report was authorised for issue by the Directors of the Group on 21 February 2011.

The Group is of a kind referred to in class order 98/0100 issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the Directors' Report and Financial Report. Amounts in the Directors' Report and Financial Report have been rounded off, in accordance with that class order, to the nearest thousand dollars, unless otherwise stated.

NOTE 3: SIGNIFICANT ACCOUNTING POLICIES

The accounting policies applied by the Group in this interim financial report are consistent with those of the previous financial year ended 30 June 2010 and the corresponding interim reporting period.

NOTE 4: SEGMENT INFORMATION

The Group operates wholly within Australia and derives rental income solely from property investments and therefore only has one operating segment.

GROWTHPOINT PROPERTIES AUSTRALIA

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2010**

NOTE 5: DISTRIBUTIONS

	Half-year 2010 \$'000	Half-year 2009 \$'000
Profit / (loss) from operating activities	24,847	33,219
Less non-distributable items:		
- Straight line adjustment to property revenue	(5,504)	(6,384)
- Net changes in fair value of investments	3,789	(11,797)
- Net (gain) / loss on derivatives	(7,295)	(6,246)
Distributable income	15,837	8,792
Distributions on ordinary stapled securities provided for or paid during the half-year	15,811	8,779

Period for distribution	Total distribution \$'000	Total stapled securities ('000)	Distributions per stapled security (cents)
Half year to 31 December 2010 GOZ	13,408	159,620	8.40
Half year to 31 December 2010 GOZNA	2,403	53,158	4.52

The distribution of 8.40 cents per GOZ stapled security (2009: 5.5 cents per GOZ stapled security) and 4.52 cents per GOZNA stapled security are estimated to be 100% tax deferred. The distributions are consistent with those estimated in the Rights Issue Booklet, dated 17 August 2010.

NOTE 6: CURRENT ASSETS – TRADE AND OTHER RECEIVABLES

	31-Dec-10 \$'000	30-Jun-10 \$'000
Rent receivables	704	723
Provision for impairment of receivables (note 6 a)	(230)	(230)
Prepayments	1,209	607
	1,683	1,100

(a): Impaired rent receivables

As at 31 December 2010 current rent receivables of the Group with a nominal value of \$230,000 (30 June 2010: \$230,000) were impaired. The amount of the provision was \$230,000 (30 June 2010: \$230,000). The impaired rent receivable relates to a tenant who has vacated the property at Lot 1, 44-54 Raglan Street, Preston. Action to recover this amount is being taken.

There was no movement in the provision for impairment of receivables during the period. The provision for impaired receivables has been deducted from "property revenue" in the Statement of Comprehensive Income where applicable.

NOTE 7: ASSETS CLASSIFIED AS HELD FOR SALE

On 15 June 2010 the Group signed a contract to sell the property at Lot 1, 44-54 Raglan Street, Preston, Victoria, with settlement to occur on or before 30 June 2011. As a result this property was re-classified from investment property to assets available for sale. The value transferred was \$9,586,000 which represents the fair value less costs to sell the property.

On 24 November 2010 the Group signed a contract to sell the property at 45 Northlink Place, Virginia, Queensland and settlement occurred on 31 January 2011. As a result this property was re-classified from investment property to assets available for sale. The value transferred was \$3,700,000 which represents the fair value less costs to sell the property.

GROWTHPOINT PROPERTIES AUSTRALIA

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2010**

NOTE 8: INVESTMENT PROPERTIES

(a) Individual valuations and carrying amounts

			Latest External Valuation		Consolidated Book Value	
Industrial Properties			Date	Valuation	31-Dec-10	30-Jun-10
Property Address				\$'000	\$'000	\$'000
70 Distribution Street	Larapinta	QLD	31-Dec-10	148,000	148,000	147,500
2 Horrie Miller Drive	Perth Airport	WA	31-Dec-10	107,500	107,500	107,000
134 Lilkar Road	Goulburn	NSW	31-Dec-10	67,500	67,500	67,900
28 Bilston Drive	Wodonga	VIC	31-Dec-10	65,500	65,500	65,700
120 Northcorp Boulevard	Broadmeadows	VIC	31-Dec-10	60,000	60,000	59,500
599 Main North Road	Gepps Cross	SA	31-Dec-10	53,600	53,600	53,200
522-550 Wellington Road	Mulgrave	VIC	31-Dec-10	49,000	49,000	48,800
40 Annandale Road	Tullamarine	VIC	31-Dec-10	35,500	35,500	35,300
130 Sharps Road	Tullamarine	VIC	31-Dec-10	19,500	19,500	19,300
120 Link Road	Tullamarine	VIC	31-Dec-10	17,500	17,500	16,900
42-44 Garden Street	Kilsyth	VIC	31-Dec-10	17,250	17,250	17,800
44-54 Raglan St Lot 2 - 4	Preston	VIC	31-Dec-10	16,000	16,000	15,800
13 Business Street	Yatala	QLD	1-Aug-10	14,800	15,917	-
60 Annandale Road	Tullamarine	VIC	31-Dec-10	13,400	13,400	13,400
81 Derby Street	Silverwater	NSW	31-Dec-10	13,100	13,100	13,400
29 Business Street	Yatala	QLD	1-Aug-10	10,800	11,381	-
5 Viola Place	Brisbane	QLD	31-Dec-10	11,300	11,300	11,200
12-16 Butler Boulevard	Adelaide	SA	31-Dec-10	10,600	10,600	10,600
45-55 South Centre Road	Tullamarine	VIC	31-Dec-10	8,725	8,725	7,800
670 Macarthur Avenue	Pinkemba	QLD	1-Aug-10	8,200	8,725	-
10 Butler Boulevard	Adelaide	SA	31-Dec-10	7,450	7,450	7,300
75 Annandale Road	Tullamarine	VIC	31-Dec-10	6,675	6,675	6,600
31 Garden Street	Kilsyth	VIC	31-Dec-10	6,400	6,400	6,400
1304 Ferntree Gully Road	Scoresby	VIC	31-Dec-09	6,500	5,300	5,300
10 Gassman Avenue	Yatala	QLD	1-Aug-10	4,950	5,289	-
6-10 Koornang Road	Scoresby	VIC	31-Dec-09	5,600	4,600	4,600
3 Viola Place	Brisbane	QLD	31-Dec-10	1,750	1,750	2,400
45 Northlink Place (i)	Virginia	QLD	31-Dec-09	3,600	-	3,600
44-54 Raglan St Lot 1 (i)	Preston	VIC	31-Dec-09	9,425	-	-
				800,125	787,462	747,300

(i) A contract of sale has been executed to sell these properties and they have been reclassified to assets available for sale under current assets – see note 7 for further information.

GROWTHPOINT PROPERTIES AUSTRALIA

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF-YEAR ENDED 31 DECEMBER 2010

NOTE 8: INVESTMENT PROPERTIES (cont'd)

			Latest External Valuation		Consolidated Book Value	
Office Properties			Date	Valuation	31-Dec-10	30-Jun-10
Property Address				\$'000	\$'000	\$'000
52 Merivale Street	South Brisbane	QLD	1-Aug-10	62,360	66,428	-
32 Cordelia Street	South Brisbane	QLD	1-Aug-10	60,670	64,619	-
32 Cordelia Street (Car park)	South Brisbane	QLD	1-Aug-10	9,660	10,198	-
33-39 Richmond Road	Keswick	SA	15-Nov-10	49,000	49,477	-
				181,690	190,722	-
Sub-totals				981,815	978,184	747,300
Less: amounts classified as receivables (rental income recognised on a straight line basis)					(33,629)	(28,126)
Total investment properties					944,555	719,174

(b) External valuations

External valuations for all properties were obtained during the half-year which were conducted by Jones Lang LaSalle, Savills, CB Richard Ellis and Colliers International, except for properties under contract of sale and two smaller properties at Scoresby held at Directors valuations.

NOTE 9: COMMITMENTS

(a) Capital commitments

Capital expenditure obligations associated with leases

This section discusses the capital expenditure obligations that apply to six properties in the Group. During the first five years from the date of lease commencement of each of these properties, the tenant can call for up to \$80 million to be spent on capital expenditure that expands or upgrades the properties. As at 31 December 2010, \$38.3 million of capital expenditure is available to the tenants of these properties to utilise.

The lease commencement date for four of the properties was 30 July 2006 and the lease commencement dates for the other two properties was 28 February 2007 and 4 October 2007, respectively.

In each case, the tenant must provide six months notice of the works and at least six months notice prior to the end of the five year period. The works can extend for up to nine months post the five year capital expenditure period. The cost of the works is paid for at completion of the project (unless agreed otherwise) and the rent is increased according to the percentage yield in the lease at the date the lease commenced which range from yields of 6.24% to 7.04%. Dependent upon the quantum of capital expenditure at an individual property, the lease term may be extended for a period up to 15 years, with a maximum lease term remaining of 15 years.

The Group has no other significant capital, lease or remuneration commitments in existence at reporting date, which have not been recognised as liabilities in these financial statements.

GROWTHPOINT PROPERTIES AUSTRALIA**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF-YEAR ENDED 31 DECEMBER 2010****NOTE 10: CONTRIBUTED EQUITY**

	Half-year 2010 No. ('000)	Half-year 2010 \$'000	Half-year 2009 No. ('000)	Half-year 2009 \$'000
Opening balance at 1 July	159,620	515,579	346,176	332,514
Issues of ordinary stapled securities during the half-year:				
Security placement	-	-	347,564	55,610
1 for 10 consolidation	-	-	(624,366)	-
Rights issue	53,158	101,000	90,246	144,390
Cost of raising capital	-	(1,229)	-	(10,935)
Return of capital	-	-	-	(6,000)
	53,158	99,771	(186,556)	183,065
Closing balance at 31 December	212,778	615,350	159,620	515,579

NOTE 11: SUBSEQUENT EVENTS

On 31 January 2011, the sale of the property at 45 Northlink Place, Virginia, Queensland settled for a price of \$3,700,000, of which \$3,600,000 was used to repay debt.

GROWTHPOINT PROPERTIES AUSTRALIA

**DIRECTORS' DECLARATION
FOR THE HALF-YEAR ENDED 31 DECEMBER 2010**

In the opinion of the Directors:

- (a) the attached Financial Statements and notes set out on pages 4 to 13 are in accordance with the *Corporations Act 2001*, including:
 - i) complying with Australia Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*; and
 - ii) giving a true and fair view of the Group's financial position as at 31 December 2010 and of its performance for the half-year ended on that date; and
- (b) there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Directors of the Group.



Timothy Collyer
Managing Director

Melbourne, 21 February 2011



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

To: the directors of Growthpoint Properties Australia Limited, being the Responsible Entity of Growthpoint Properties Trust

I declare that, to the best of my knowledge and belief, in relation to the review for the financial half-year ended 31 December 2010 there have been:

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

KPMG

Darren Scammell
Partner

Melbourne

21 February 2011



**Independent auditor's review report to the Stapled Security holders of
Growthpoint Properties Australia Limited and Growthpoint Properties Australia
Trust**

Report on the consolidated financial report

We have reviewed the accompanying half-year financial report of Growthpoint Properties Australia (the Group), which comprises the consolidated statement of financial position as at 31 December 2010, 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, notes 1 to 11 comprising a summary of significant accounting policies and other explanatory information and the directors' declaration of the Group comprising Growthpoint Properties Australia Limited (the company), Growthpoint Properties Trust (the trust), and the entities it controlled at the half-year's end or from time to time during the half-year.

Directors' responsibility for the half-year financial report

The directors of the Growthpoint Properties Australia Limited, being the Responsible Entity of Growthpoint Properties Australia Trust are responsible for the preparation of the half-year combined financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such control as the directors determine is necessary to enable the preparation of the half-year financial report that 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 combined financial report based on our review. We conducted our review in accordance with 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 31 December 2010 and its performance for the half-year ended on that date; and complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As auditor of Growthpoint Properties Australia, 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 combined financial report of Growthpoint Properties Australia is not in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Group's financial position as at 31 December 2010 and of its performance for the half-year ended on that date; and
- (b) complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

KPMG

Darren Scammell
Partner

Melbourne

21 February 2011