

**Facsimile Transmission**

To Company Announcements Office  
Company Australian Stock Exchange Ltd  
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Facsimile Number 1300 135 638  
From Neil McKerracher  
Date 09/08/2011  
Subject Form 604 for the GPT Group Ltd (GPT)  
Number of pages (Including this one) 5  
Hardcopy to follow Yes ☒ No

Dear Sir/Madam,

I attach the notice regarding our change in substantial shareholding, signed by our Company Secretary Ms Anne Wright. Please note that the securities are held by National Nominees Limited as custodian for UniSuper Limited. We only received notification of this change in the last day or so. Please note that various fund managers hold the shares as investment manager for UniSuper Ltd. Details are attached

If you have any queries please contact me.

Yours sincerely,



Neil McKerracher  
Financial Accountant

Encl.



**UniSuper**

UniSuper Limited

Head Office

Level 35, 385 Bourke Street

Melbourne VIC 3000

Telephone 03 9910 6157

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Email:

neil.mckerracher@unisuper.com.au

www.unisuper.com.au

Trustee: UniSuper Limited

ABN 54 008 027 121

Administrator:

UniSuper Management Pty Ltd

ABN 91 006 961 799

Australian Financial Services

Licence No. 235907

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**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To: Company Name/Scheme

GPT Group Ltd

ACN/ARSN

ARSN 090 110 357

**1. Details of substantial holder(1)**

Name

National Nominees as Custodian for UniSuper Ltd

ACN/ARSN (if applicable)

There was a change in the interests of the  
substantial holder on

5/8/11

The previous notice was given to the company on

9/6/11

The previous notice was dated

7/6/11

**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice |                  | Present notice |                  |
|-------------------------|-----------------|------------------|----------------|------------------|
|                         | Person's votes  | Voting power (5) | Person's votes | Voting power (5) |
| Ordinary Units          | 104 723 895     | 5.64 %           | 127 867 347    | 6.89 %           |

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|----------------|----------------------------------------|----------------------|-----------------------------------------------|-----------------------------------------|-------------------------|
|                | See annexure A                         |                      |                                               |                                         |                         |
|                |                                        |                      |                                               |                                         |                         |
|                |                                        |                      |                                               |                                         |                         |

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|-----------------------------|---------------------------------|------------------------------------------------|---------------------------------|--------------------------------|----------------|
|                             | See annexure A                  |                                                |                                 |                                |                |
|                             |                                 |                                                |                                 |                                |                |
|                             |                                 |                                                |                                 |                                |                |

**6. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (3) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
|                                   |                       |
|                                   |                       |

**8. Addressee**

The addresses of persons named in this form are as follows:

| Name                  | Address                                 |
|-----------------------|-----------------------------------------|
| UniSuper Ltd          | 135, 385 Bourke St MELB, VICTORIA, 3000 |
| National Nominees Ltd | 500 Bourke St, MELB, VICTORIA, 3000     |

**Signature**

print name

ANNE WEBSTER WRIGHT

capacity COMPANY SECRETARY

sign here

Anne W. Wright

date 108 / 2011

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg, a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg, if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

| Annexure A  |                                        | 3 Changes in relevant interests |                        |                               |                |
|-------------|----------------------------------------|---------------------------------|------------------------|-------------------------------|----------------|
| Transaction |                                        |                                 |                        |                               |                |
| Date        | Person whose relevant interest changed | Nature of change(6)             | Consideration given(7) | Number of securities affected | Votes affected |
| 10-Jun-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 2,481,790.25           | 799,594                       | 799,594        |
| 21-Jun-11   | USM AREIT INDEX                        | Purchase                        | 22,734.39              | 7,228                         | 7,228          |
| 21-Jun-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 626,769.98             | 200,000                       | 200,000        |
| 22-Jun-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 3,197,401.24           | 1,020,279                     | 1,020,279      |
| 24-Jun-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 23,804,243.25          | 7,500,000                     | 7,500,000      |
| 24-Jun-11   | QUEST A P AUSTRALIAN EQUITIES          | Sale                            | 2,587,966.37           | -917,058                      | -917,058       |
| 24-Jun-11   | QUEST A P AUSTRALIAN EQUITIES          | Sale                            | 7,747,110.83           | -2,745,225                    | -2,745,225     |
| 28-Jun-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 4,730,811.75           | 1,500,000                     | 1,500,000      |
| 28-Jun-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 8,020,766.34           | 2,543,793                     | 2,543,793      |
| 29-Jun-11   | ALPHINITY AUST EQUITIES                | Sale                            | 1,426,795.85           | -505,441                      | -505,441       |
| 30-Jun-11   | ALPHINITY AUST EQUITIES                | Sale                            | 2,377,994.02           | -842,402                      | -842,402       |
| 1-Jul-11    | ALPHINITY AUST EQUITIES                | Sale                            | 1,775,460.21           | -628,955                      | -628,955       |
| 1-Jul-11    | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 15,188,071.78          | 4,816,673                     | 4,816,673      |
| 8-Jul-11    | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 1,551,906.50           | 500,000                       | 500,000        |
| 12-Jul-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 2,451,054.59           | 795,000                       | 795,000        |
| 13-Jul-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 3,820,843.86           | 1,235,000                     | 1,235,000      |
| 14-Jul-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 4,627,255.33           | 1,500,510                     | 1,500,510      |
| 15-Jul-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 1,988,720.62           | 645,000                       | 645,000        |
| 18-Jul-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 1,965,149.16           | 645,000                       | 645,000        |
| 20-Jul-11   | USM AUS EQUITIES MODERATE RISK         | Purchase                        | 972,394.57             | 320,000                       | 320,000        |
| 27-Jul-11   | QUEST A P AUSTRALIAN EQUITIES          | Purchase                        | 574,092.94             | 189,082                       | 189,082        |
| 28-Jul-11   | QUEST A P AUSTRALIAN EQUITIES          | Purchase                        | 3,355,493.43           | 1,105,158                     | 1,105,158      |
| 29-Jul-11   | QUEST A P AUSTRALIAN EQUITIES          | Purchase                        | 1,586,229.46           | 524,167                       | 524,167        |
| 1-Aug-11    | QUEST A P AUSTRALIAN EQUITIES          | Purchase                        | 703,543.67             | 235,408                       | 235,408        |
| 2-Aug-11    | EX HERSCHEL ASSET MANAGEMENT           | Purchase                        | 1,228,564.14           | 406,201                       | 406,201        |
| 3-Aug-11    | BLACKROCK PASSIVE SRI AS               | Purchase                        | 9,024.20               | 3,035                         | 3,035          |
| 3-Aug-11    | BLACKROCK PASSIVE SRI AS               | Purchase                        | 11,970.00              | 4,027                         | 4,027          |
| 3-Aug-11    | EX HERSCHEL ASSET MANAGEMENT           | Purchase                        | 460,036.02             | 154,795                       | 154,795        |
| 3-Aug-11    | QUEST A P AUSTRALIAN EQUITIES          | Purchase                        | 4,176,437.82           | 1,405,129                     | 1,405,129      |
| 4-Aug-11    | BLACKROCK PASSIVE SRI AS               | Sale                            | 32,783.67              | -10,411                       | -10,411        |
| 4-Aug-11    | EX HERSCHEL ASSET MANAGEMENT           | Purchase                        | 9,827.36               | 3,348                         | 3,348          |
| 4-Aug-11    | EX HERSCHEL ASSET MANAGEMENT           | Purchase                        | 151,534.82             | 51,490                        | 51,490         |
| 5-Aug-11    | EX HERSCHEL ASSET MANAGEMENT           | Purchase                        | 28,549.19              | 10,085                        | 10,085         |
| 5-Aug-11    | PERENNIAL LISTED PROPERTY              | Sale                            | 252,664.71             | -80,716                       | -80,716        |
| 5-Aug-11    | QUEST A P AUSTRALIAN EQUITIES          | Purchase                        | 2,077,426.59           | 735,169                       | 735,169        |
| 8-Aug-11    | EX HERSCHEL ASSET MANAGEMENT           | Purchase                        | 51,113.48              | 18,489                        | 18,489         |
|             |                                        |                                 |                        | 23,143,452                    | 23,143,452     |

## 4-DETAILS OF PRESENT RELEVANT INTERESTS

| Holder of relevant interest | Registered holder     | Person entitled(s) | Nature of relevant interest(s)             | Holding Fully paid<br>Number or ordinary<br>units | Persons votes |
|-----------------------------|-----------------------|--------------------|--------------------------------------------|---------------------------------------------------|---------------|
| Blackrock Capital           | National Nominees Ltd | UniSuper Ltd       | Held as an investment manager for UniSuper | 1,927,075                                         | 1,927,075     |
| UniSuper Management Pty Ltd | National Nominees Ltd | UniSuper Ltd       | Held as an investment manager for UniSuper | 116,651,606                                       | 116,651,606   |
| Perennial Capital           | National Nominees Ltd | UniSuper Ltd       | Held as an investment manager for UniSuper | 1,031,323                                         | 1,031,323     |
| Quest Capital               | National Nominees Ltd | UniSuper Ltd       | Held as an investment manager for UniSuper | 7,612,935                                         | 7,612,935     |
| Herschel Capital            | National Nominees Ltd | UniSuper Ltd       | Held as an investment manager for UniSuper | 644,408                                           | 644,408       |
|                             |                       |                    |                                            | 127,867,347                                       | 127,867,347   |