



# Viva Energy REIT FY19 Results

20 February 2020



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# Market-leading national service and convenience retail network



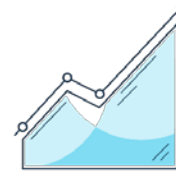
Irreplicable national network of 469 service station/convenience retail properties underpinned by 2.2 million square metres of land



Portfolio distribution aligned with population density and concentrated in metropolitan locations along Australia's eastern seaboard<sup>1</sup>



Predictable income underpinned by 11.7 year WALE, 100% occupancy and predominantly Triple Net leases<sup>2</sup> to high quality tenants



Growth via combination of contracted c. 3% annual rental increases<sup>3</sup>, acquisitions and development fund-throughs



Conservative target gearing range of 30-45% and investment grade credit rating (Moody's Baa1<sup>4</sup>)



Cost recovery management model, with one of the lowest MERs in the S&P/ASX 200 REIT Index

<sup>1</sup> Based on GapMaps technology and Company provided information, see slides 27 and 28.

<sup>2</sup> 19 of 469 properties in the portfolio have Double Net leases.

<sup>3</sup> 16 of 469 properties in the portfolio are subject to annual rent escalators other than fixed 3% per annum.

<sup>4</sup> Credit rating must not be used, and VVR does not intend or authorise its use, in the support of, or in relation to, the marketing of its securities to retail investors in Australia or overseas.

# Agenda

1. FY19 Highlights
2. Financial Results and Capital Management
3. Acquisitions and Portfolio Update
4. Strategy and Outlook
5. Questions
6. Appendices

# FY19 Highlights

**Hadyn Stephens**

Chief Executive Officer  
VER Manager Pty Limited

# FY19 Key Highlights



## Financial Performance

### Distributable Earnings 14.54cps<sup>1</sup>

3.7% growth on FY18  
Top end of guidance range (3-3.75% growth)  
FY16-FY19 CAGR of 4.7%

### NTA \$2.29 per security

up 4.1% from December 2018  
4.0% CAGR since IPO in August 2016

### MER 22 bps<sup>2</sup>

One of the lowest in S&P/ASX 200 REIT Index



## Portfolio and Acquisitions

### Acquired/funded \$88.5m of assets<sup>3</sup>

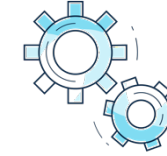
15 properties  
Acquisition WACR of 6.8%

### \$99.9m valuation uplift

1/3<sup>rd</sup> of the portfolio independently revalued as at 31 December 2019

### \$2.65bn portfolio

469 properties  
73% metro / 27% regional<sup>4</sup>  
Portfolio WACR of 5.8%  
11.7 year WALE



## Capital Management

### Moody's Credit Rating Baa1<sup>5</sup>

Investment grade rating  
Highlights strength of balance sheet and tenant covenants  
Provides funding optionality domestically and offshore

### 30.4% gearing<sup>6</sup>

Bottom end of target gearing range (30-45%)  
Calculation revised in line with peer group

### \$123.4m of equity raised

\$100m institutional placement at \$2.32  
\$10m securities purchase plan at \$2.32  
\$5.6m from the Feb 2019 DRP at \$2.23  
\$7.8m from the Aug 2019 DRP at \$2.61

<sup>1</sup> Based on weighted average number of stapled securities on issue during the reporting period.

<sup>2</sup> Excludes non-recurring items associated with management changes and net property expenses. MER including non-recurring items was 28bps.

<sup>3</sup> Gross acquisition value excluding transaction costs. Include capital deployed in relation to VVR's fund-through exposures.

<sup>4</sup> Percentage split is by value. Metropolitan and regional population as defined with the Significant Urban Area, sourced from the Australian Bureau of Statistics (ABS 2016 Significant Urban Areas).

<sup>5</sup> Credit rating must not be used, and VVR does not intend or authorise its use, in the support of, or in relation to, the marketing of its securities to retail investors in Australia or overseas.

<sup>6</sup> Net debt to total assets (excluding cash). Covenant gearing as at 31 December 2019 was 33.5%, calculated as total liabilities to total tangible assets, but excluding any mark-to-market valuations of derivative assets/liabilities.

# Financial Results and Capital Management

**Guy Farrands**

Chief Financial Officer

VER Manager Pty Limited

# Statutory Financial Performance<sup>1</sup>

Statutory Profit and Loss	Full year 31 December 2019 \$m	Full year 31 December 2018 \$m	% change FY19 vs FY18
<b>Income</b>			
Rental income from investment properties	148.5	136.8	8.6%
Revenue from investment properties – straight-line lease adjustments	23.4	25.9	
Finance income	1.4	0.7	100.0%
Net revaluation of investment properties	72.7	43.6	66.7%
<b>Total Income</b>	<b>246.0</b>	<b>207.0</b>	<b>18.8%</b>
<b>Expenses</b>			
Management and administration expenses <sup>2</sup>	8.3	5.3	56.6%
Finance costs	30.9	34.5	(10.4%)
Interest rate swap restructure costs	9.2	-	-
<b>Total Expenses</b>	<b>48.4</b>	<b>39.8</b>	<b>21.6%</b>
<b>Statutory net profit before tax</b>	<b>197.6</b>	<b>167.2</b>	<b>18.2%</b>
Tax expense	-	0.1	-
<b>Statutory net profit</b>	<b>197.6</b>	<b>167.1</b>	<b>18.2%</b>

- Rental income increased 8.6% as a result of contracted rental increases, full-year contribution from FY18 acquisitions and part-year contribution from FY19 acquisitions
- Higher management and administration expenses driven primarily by higher insurance costs, government fees and charges and non-recurring costs related to management changes
- Normalised MER of 22bp<sup>2</sup> excluding costs related to management changes (FY18: 20bp, FY17: 24bp)
- Finance costs have declined as interest rates have fallen and debt drawn was lower

<sup>1</sup> Totals may not add due to rounding.

<sup>2</sup> Recurring costs for purposes of MER calculation were \$5.7m, which excludes costs associated with management changes (\$1.7m) and net property outgoing expenses (\$0.9m). MER including \$1.7m of one-off costs associated with management changes was 28bp.

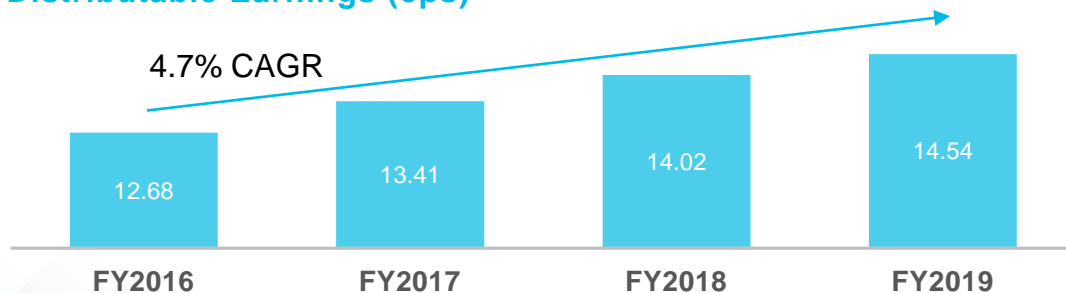


# Distributable Earnings<sup>1</sup>

Distributable Earnings	Full year 31 December 2019 \$m	Full year 31 December 2018 \$m	% change FY19 vs FY18
<b>Statutory net profit</b>	<b>197.6</b>	167.1	18.2%
<i>Add back:</i>			
Interest rate swap restructure costs	9.2	-	-
Amortisation/write off of debt establishment costs	1.0	4.1	(75.6%)
<i>Deduct:</i>			
Straight-line lease adjustments (non-cash)	23.4	25.9	(9.7%)
Net revaluation <sup>3</sup> - investment properties	72.7	43.6	66.7%
<b>Distributable Earnings</b>	<b>111.7</b>	<b>101.7</b>	<b>9.8%</b>
<b>Distributable Earnings per security (cents)<sup>2</sup></b>	<b>14.54</b>	<b>14.02</b>	<b>3.7%</b>

- Distributable Earnings of 14.54 cps for FY19, at the top end of the guidance range (3-3.75% growth on FY18)
- 100% payout ratio
- 4.7% CAGR in Distributable Earnings per security for the FY16-19 period<sup>2</sup>

## Distributable Earnings (cps)<sup>2</sup>



<sup>1</sup> Totals may not add due to rounding.

<sup>2</sup> Based on weighted average number of stapled securities on issue during the reporting period. FY16 is annualised.

<sup>3</sup> Net of write off of acquisition costs on new acquisitions and straight-line lease adjustments.

# Financial Position<sup>1</sup>

Balance Sheet	As at 31 December 2019 \$m	As at 31 December 2018 \$m
<b>Assets</b>		
Cash and cash equivalents	27.5	12.3
Prepayments, deposits and development costs	38.5	1.7
Fair value of interest rate swaps	-	0.9
Investment properties	2,652.1	2,496.1
<b>Total assets</b>	<b>2,718.1</b>	<b>2,511.0</b>
<b>Liabilities</b>		
Accounts payable and accruals	10.2	8.3
Fair value of interest rate swaps	25.9	7.7
Distribution payable	56.0	51.0
Borrowings	846.7	852.7
Deferred borrowing costs	(3.6)	(3.4)
<b>Total liabilities</b>	<b>935.2</b>	<b>916.3</b>
<b>Net assets</b>	<b>1,782.9</b>	<b>1,594.7</b>
NTA per security	2.29	2.20
Gearing <sup>2</sup>	30.4%	33.6%
Covenant gearing <sup>3</sup>	33.5%	36.2%

<sup>1</sup> Totals may not add due to rounding.

<sup>2</sup> Net debt to total assets (excluding cash).

<sup>3</sup> Total liabilities to total tangible assets, but excluding any mark-to-market valuations of derivative assets/liabilities.

- Investment properties increased by \$156.0m (6.3%) as a result of acquisitions settled in FY19 (\$60.2m) and gross valuation uplift (\$99.0m), offset by acquisition costs written off (\$3.8m) and compulsory acquisitions (\$0.3m)
- Prepayments, deposits and development costs include \$33.0m spent on service station development fund-through works, which are due to be completed during 2020
- 4.1% increase in NTA to \$2.29 per security, with impact of property valuations (+\$0.13) and Feb-19 equity raising (+\$0.01) being offset by swap restructure costs/derivatives MTM (-\$0.04) and write-off of acquisition costs (-\$0.01)
- Gearing of 30.4% remains at the low end of 30-45% target range<sup>2</sup>

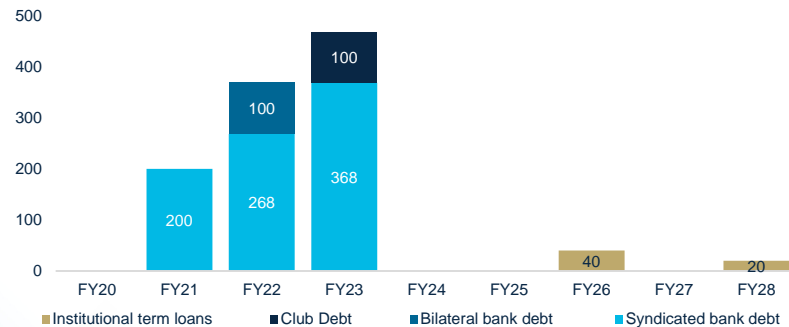
# Capital Management

## Capital Management

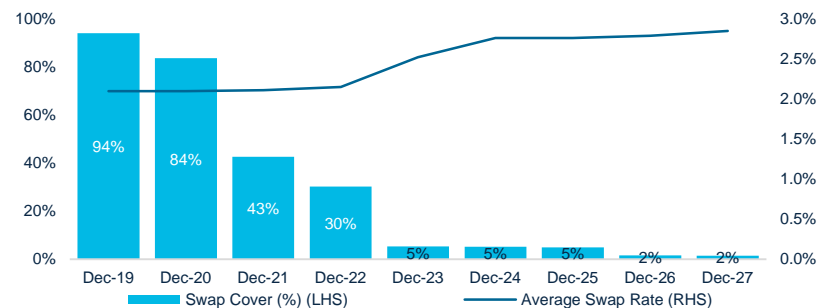
	Full year 31 December 2019 \$m	Full year 31 December 2018 \$m
Facility limit	1,096.7	956.7
Drawn debt	846.7	852.7
Undrawn debt	250.0	104.0
Gearing <sup>1</sup>	30.4%	33.6%
% debt fixed	94.1%	93.4%
Weighted average cost of debt <sup>2</sup>	3.5%	3.8%
Weighted debt facility maturity (years)	2.9	3.8
Average fixed / hedged debt maturity (years)	2.8	3.8
Interest cover ratio <sup>3</sup>	5.8x	5.3x

- Baa1 (stable outlook)<sup>4</sup> credit rating assigned by Moody's, providing VVR with new options in bank and non-bank markets, both domestically and offshore
- \$140m of additional debt facilities put in place via the extension of one bilateral facility from \$60m to \$100m and a new syndicated revolving credit facility for \$100m
- \$250m of undrawn debt facilities
- \$123.4m of new equity raised<sup>5</sup>

**Debt Facilities Expiry Profile (\$m):** as at 31 December 2019



**Swap Cover and Average Swap Rate:** as at 31 December 2019



<sup>1</sup> Gearing calculated as net debt divided by total assets minus cash. Refer to prior page for debt facilities covenant gearing.

<sup>2</sup> Weighted average cost of debt including undrawn commitment fees.

<sup>3</sup> Interest cover ratio calculated as EBITDA divided by Net Interest Expense and calculated on a rolling 12-month basis.

<sup>4</sup> Credit rating must not be used, and VVR does not intend or authorise its use, in the support of, or in relation to, the marketing of its securities to retail investors in Australia or overseas.

<sup>5</sup> New equity raised from: \$100m fully underwritten institutional placement at \$2.32 per security, \$10m securities purchase plan at \$2.32 per security, \$5.6m from the February 2019 DRP at \$2.2314 per security and \$7.8m from the August 2019 DRP at \$2.6057 per security.

# Acquisitions and Portfolio Update

**Hadyn Stephens**  
Chief Executive Officer  
VER Manager Pty Limited

# Valuations

	Number	Gross increase		WACR
		\$m	%	%
<b>Independent valuations:</b>				
Metro	103	29.3	4.7	5.53%
Regional	61	12.9	5.2	6.81%
<b>Sub-total</b>	<b>164</b>	<b>42.2</b>	<b>4.8</b>	<b>5.89%</b>
<b>Directors' valuations<sup>1</sup>:</b>				
Sub-total	305	57.7	3.5	5.73%
<b>Total</b>	<b>469</b>	<b>99.9</b>	<b>4.0</b>	<b>5.78%</b>

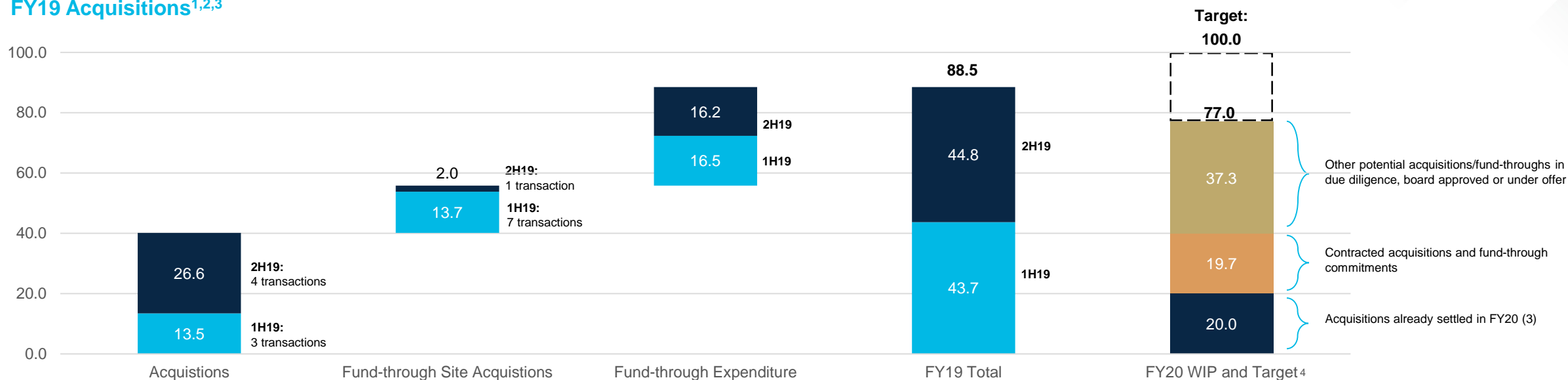
	Dec-18		Dec-19		Mvmt
	Number	WACR	Number	WACR	bps
Metro	316	5.46	315	5.43	-3
Regional	138	6.84	154	6.73	-11
<b>Total</b>	<b>454</b>	<b>5.81</b>	<b>469</b>	<b>5.78</b>	<b>-3</b>

- VVR's portfolio WACR has compressed by 3bp during FY19, driven by a 3bp tightening in metro assets and an 11bp tightening in regional assets
- Approximately 1/3<sup>rd</sup> of the portfolio (164 properties) independently valued at WACR of 5.89%
- Directors' valuations performed on remaining 2/3<sup>rd</sup>s of the portfolio
- Entire IPO portfolio has now been independently revalued over a 3-year cycle

<sup>1</sup> Includes acquisitions completed after 30 June 2019 at independent valuation obtained upon acquisition.

# Acquisitions and Pipeline

## FY19 Acquisitions<sup>1,2,3</sup>



## Historical Acquisitions and Tenant Covenant Mix<sup>5</sup>



<sup>1</sup> Pre transaction costs.

<sup>2</sup> Totals may not add due to rounding.

<sup>3</sup> Refer appendix for further details on individual properties.

<sup>4</sup> There can be no assurance that the acquisitions or fund-through projects noted will be completed, or that VVR will achieve the \$100m acquisition target for FY20.

<sup>5</sup> Excludes contributions from small none-fuel tenants.

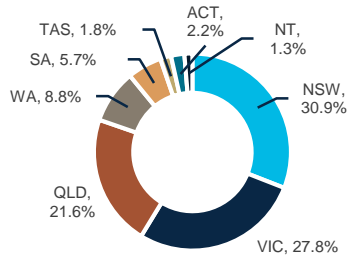
<sup>6</sup> Viva Energy Australia acquired Liberty Oil Property on 1 December 2019, which is the lessee on the Liberty sites owned by VVR. These sites are operated by the Liberty retail business under a sub-lease arrangement (VEA has a 50% interest in the Liberty retail business).

# Portfolio Overview

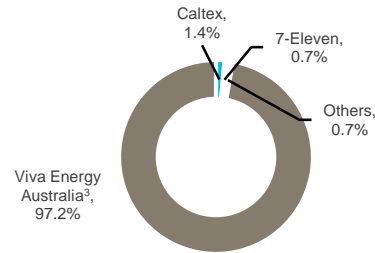
## VVR Portfolio as at 31 December 2019

	Properties	Value (\$m)	Value (%)	Average Land area (m <sup>2</sup> )	Average <sup>2</sup> value (\$m)	WACR (%)	WALE (years)
Metropolitan <sup>1</sup>	315	1,940.9	73	3,687	6.2	5.43	11.9
Regional <sup>1</sup>	154	711.2	27	6,731	4.6	6.73	10.9
<b>Total</b>	<b>469</b>	<b>2,652.1</b>	<b>100</b>	<b>4,687</b>	<b>5.7</b>	<b>5.78</b>	<b>11.7</b>

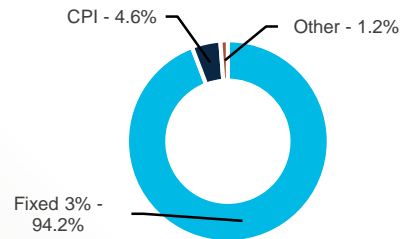
### Geographic diversification by value



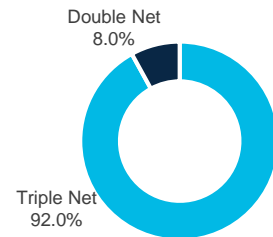
### Tenant contribution by income



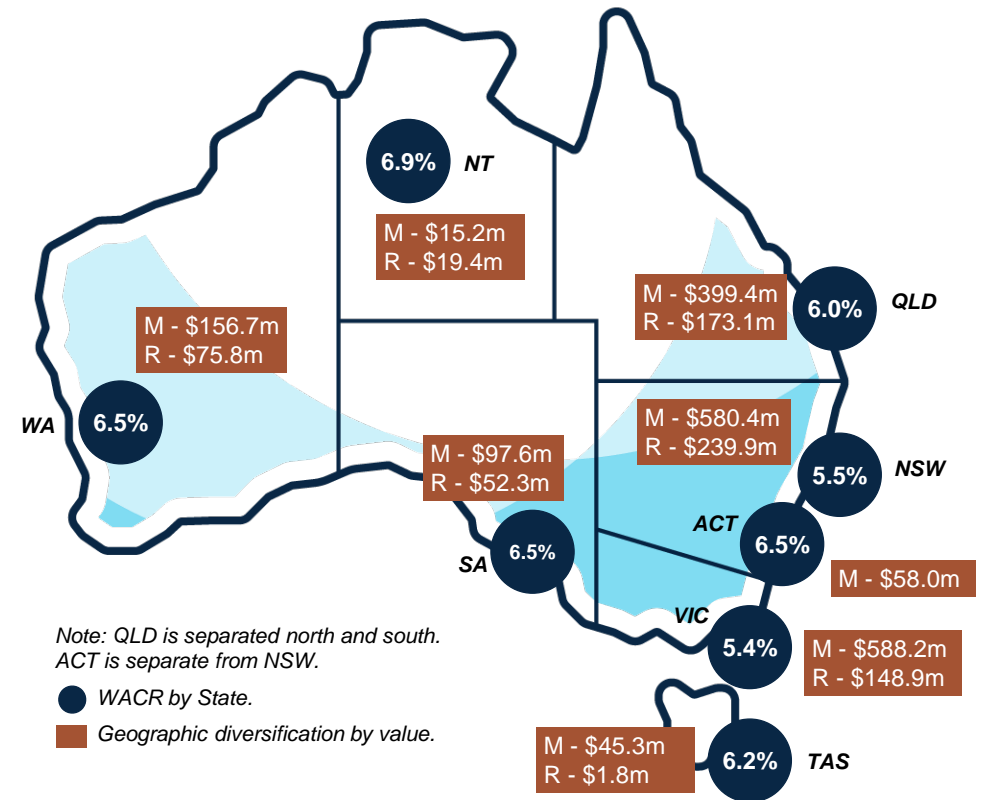
### Annual rent review type by income



### Lease structure type by income



## WACR and metro/regional split by state/territory: as at 31 December 2019



<sup>1</sup> Metropolitan and regional population as defined within the Significant Urban Area, sourced from the Australian Bureau of Statistics (ABS 2016 Significant Urban Areas).

<sup>2</sup> Calculated as the arithmetic average.

<sup>3</sup> Viva Energy Australia acquired Liberty Oil Property on 1 December 2019, which is the lessee on the Liberty sites owned by VVR. These sites are operated by the Liberty retail business under a sub-lease arrangement (VEA has a 50% interest in the Liberty retail business).

# Strategy and Outlook

**Hadyn Stephens**  
Chief Executive Officer  
VER Manager Pty Limited



# Key Priorities and Outlook

## Existing Portfolio

- Portfolio review underway (near-term value-add opportunities, longer-term alternative use potential)

## Growth Strategy

- Continue to pursue acquisition and development opportunities consistent with our strategy and investment criteria
- Targeting \$100m of acquisitions in FY20 (\$20m settled YTD)

## Capital Management

- Actively exploring initiatives to diversify funding sources and extend tenor of debt and swap books, including potential debt capital markets issuance such as MTN and USPP
- Capitalise on investment grade credit rating to optimise bank debt arrangements

## Earnings Guidance<sup>1</sup>

- FY20 Distributable Earnings per security growth guidance of 3.00-3.75% from 2019
- Implies FY20 Distributable Earnings per security of 14.97cps to 15.09cps

<sup>1</sup> Based on weighted average number of stapled securities on issue during the reporting period and provided there are no material changes in market conditions and no other factors adversely affecting VVR.

# Questions

# Appendices

# Portfolio Highlights



## Strong real estate fundamentals

**1.16sqm**  
land in metro<sup>1</sup>

**20.2km**  
metro<sup>1</sup> street frontage

**205**  
corner metro<sup>1</sup> sites



## Convenient locations

**National**  
distributed network

**8.9 hectares**  
of shop area

**81%**  
of Australian population coverage<sup>2</sup>



## National distribution network

**1.04sqm**  
land in regional

**169 sites**  
on highways<sup>3</sup>

**New developments**  
with industry leading formats

<sup>1</sup> Metropolitan and regional population as defined with the Significant Urban Area, sourced from the Australian Bureau of Statistics (ABS 2016 Significant Urban Areas).

<sup>2</sup> 81% of metro population located within a 5km radius of VVR's property coverage. Metropolitan population as defined as the Greater Capital City Statistical Area (GCCSA), sourced from the Australian Bureau of Statistics. Source: GapMaps technology and Company provided information.

<sup>3</sup> Highways classified as "M" and "A" category roads.

# Portfolio Evolution

As at 31 December 2019		IPO August 2016	FY16	FY17	FY18	FY19
<b>Number of properties</b>	<i>no.</i>	425	425	438	454	469
<b>Property portfolio value</b>	<i>\$m</i>	2,105	2,105	2,281	2,496	2,652
<b>Occupancy</b>	<i>%</i>	100	100	100	100	100
<b>Total land area</b>	<i>sqm</i>	1,903,422	1,903,422	1,959,739	2,107,937	2,198,086
<b>WACR</b>	<i>%</i>	5.9	5.9	5.8	5.8	5.8
<b>NTA (reported as at)</b>	<i>\$ per security</i>	2.00	2.02 <sup>1</sup>	2.12 <sup>1</sup>	2.20	2.29
<b>WALE</b>	<i>years</i>	15.3	14.9	13.7	12.6	11.7
<b>WARR<sup>3</sup></b>	<i>%</i>	3.0	3.0	3.0	3.0	3.0
<b>Triple Net lease structure by income</b>	<i>%</i>	100	100	95.7	92.9	92.0
<b>Average value per property</b>	<i>\$m</i>	5.0	5.0	5.2	5.5	5.7
<b>Metropolitan properties by property value</b>	<i>%</i>	76	76	76	75	73
<b>Non VEA tenant contribution to income<sup>2</sup></b>	<i>%</i>	0.0	0.0	1.0	5.0	2.8

<sup>1</sup> NTA in FY18 and FY19 included a provision for the declared distribution. Reported NTA in prior periods included distributions accrued to the reporting date.

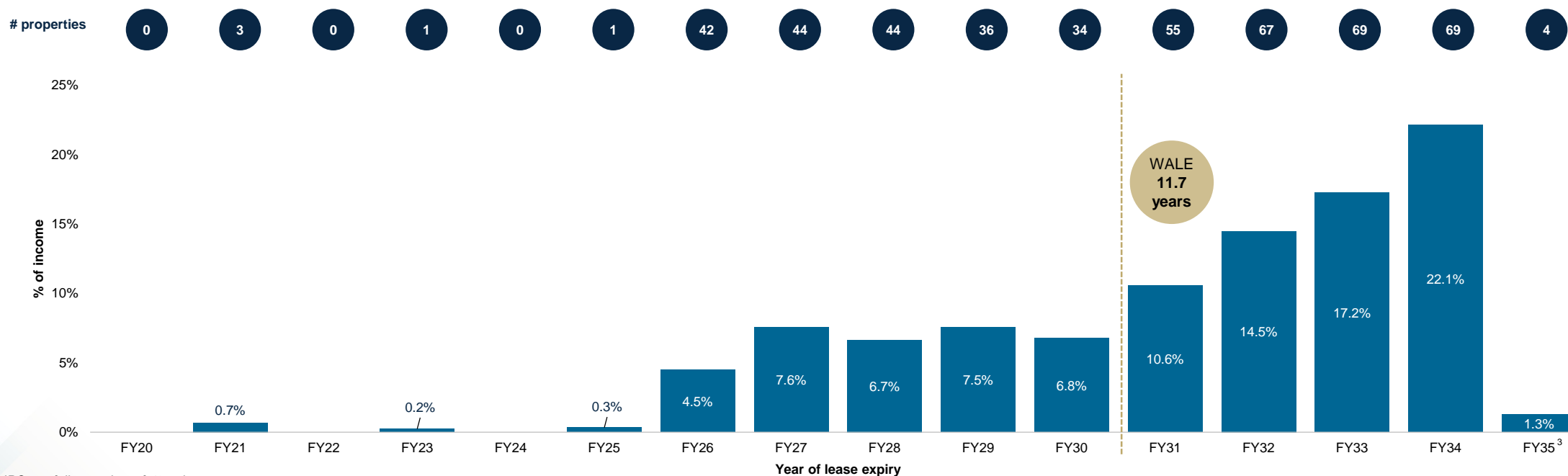
<sup>2</sup> Assumes full year contribution of income.

<sup>3</sup> Weighted by income as at 31 December 2019 and assumes CPI of 1.5% where applicable; calculated from service station leases only (excludes 13 lease agreements at 7 properties between VVR and non-fuel tenants; representing ~\$1.08M p.a. of income).

# Lease Expiry Profile

- One of the longest WALEs in the S&P/ASX 200 REIT Index – 11.7 years
- Only four leases expire over the next five years (0.9% of income)
- Initial IPO portfolio lease expiries commence in FY2026<sup>1</sup>
- Staggered lease renewal profile mitigates against renewal concentration risk

Portfolio lease expiry profile (as at 31 December 2019) – Fuel tenancies only<sup>2</sup>

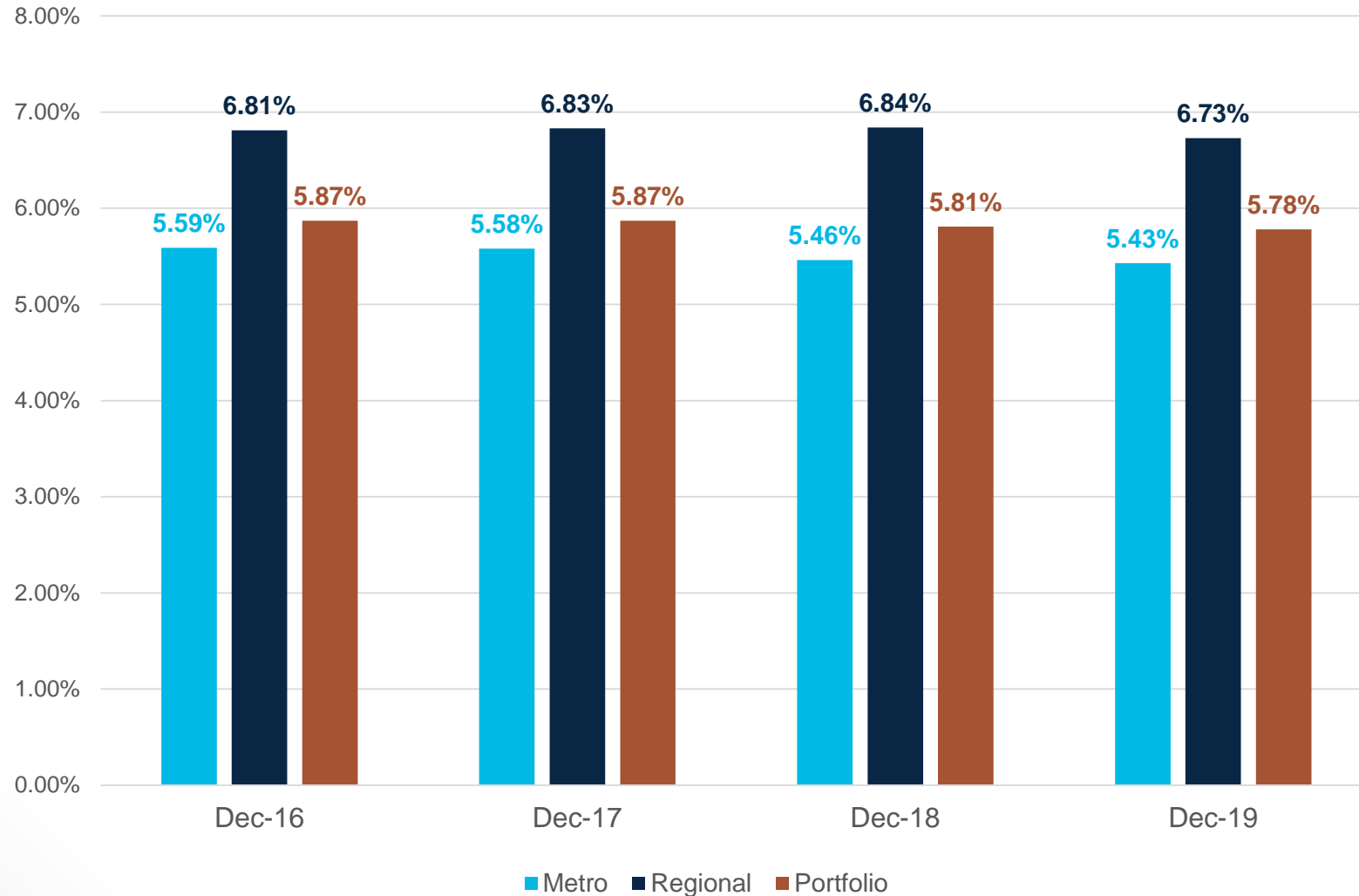


<sup>1</sup> IPO portfolio consists of 425 sites.

<sup>2</sup> WALE is calculated from service station leases only, income as at 31 December 2019, and excludes 13 lease agreements at 7 properties between VVR and non-fuel tenants (representing ~\$1.08M p.a. of income).

<sup>3</sup> Four sites under development are contracted to commence 15 year triple net leases upon completion of development, which is anticipated in FY20.

# Weighted Average Cap Rate Movement Since IPO



- VVR’s portfolio WACR has compressed by 3bp during FY19, driven by a 3bp tightening in metro assets and an 11bp tightening in regional assets
- The IPO portfolio of 425 properties has compressed by 14bp since Dec-16:
  - 18bp for metro properties
  - 3bp for regional properties
- VVR’s portfolio WACR has compressed by 9bp since Dec-16, with the 14bp compression on the IPO portfolio being partially offset by higher (on average) WACRs on post-IPO acquisitions

# H1 2019 Acquisition Details

Site Address	80 Alfred Street, Warragul VIC	7-13 Burnett Highway, Biloela QLD	176-190 Ogilvie Avenue, Echuca VIC	7-21 Shakespeare Street, Traralgon, VIC	6-8 Mackay Street, Griffith NSW
Region	Regional	Regional	Regional	Regional	Regional
Acquisition / Fund-through	Fund-through	Fund-through	Acquisition	Fund-through	Fund-through
Purchase price / Development funding	Land purchase: \$2.50m Funding: \$3.00m Total investment: \$5.50m	Land purchase: \$1.53m Funding: \$5.37m Total investment: \$6.90m	\$6.20m	Land purchase: \$2.40m Funding: \$5.40m Total investment: \$7.80m	Land purchase: \$1.30m Funding: \$4.90m Total investment: \$6.20m
Month settled	Feb-19	Mar-19	Mar-19	Mar-19	Apr-19
Cap rate	7%	7%	7%	7%	7%
Site area	4,233m <sup>2</sup>	6,113m <sup>2</sup>	10,684m <sup>2</sup>	5,271m <sup>2</sup>	8,942m <sup>2</sup>
Branding	Shell	Liberty Oil	Liberty Oil	Liberty Oil	Liberty Oil
Tenant(s)	Liberty Oil Property (Viva Energy Australia owned from Dec'19)	Liberty Oil Property (Viva Energy Australia owned from Dec'19)	Liberty Oil Property (Viva Energy Australia owned from Dec'19)	Liberty Oil Property (Viva Energy Australia owned from Dec'19)	Liberty Oil Property (Viva Energy Australia owned from Dec'19)
Lease	Triple net	Triple net	Triple net	Triple net	Triple net
WARR	Fixed 3.0%	Fixed 3.0%	Fixed 3.0%	Fixed 3.0%	Fixed 3.0%
Lease term / options	Commenced Mar-19 – 15 years Options – Yes WALE – 14.2 years	Commences at Practical Completion, estimated H2 2020 – 15 years Options – Yes, WALE – 15 years	Commenced Mar-19 – 15 years Options – Yes WALE – 14.2 years	Commences at Practical Completion, estimated H1 2020 – 15 years Options – Yes, WALE – 15 years	Commenced Apr-19 – 15 years Options – Yes WALE – 14.2 years
Strategic rationale	<ul style="list-style-type: none"> <li>Warragul is a major agricultural centre located 100km southeast of Melbourne</li> <li>The site is strategically located in the growing Warragul industrial precinct, catering for commercial road transport vehicles which service the surrounding dairy and agricultural industries</li> </ul>	<ul style="list-style-type: none"> <li>The town of Biloela services the surrounding district including large open cut coal mining operations and extensive cropping and grazing areas</li> <li>The site is an ex-Shell depot, which will be redeveloped and branded Liberty Oil. It will accommodate fuel and commercial diesel customers and includes a 500m<sup>2</sup> integrated convenience store and truck diner with dedicated truck driver facilities</li> </ul>	<ul style="list-style-type: none"> <li>Echuca has a strong agricultural and tourism industry, with the commercial trade area around the site benefiting from the development of a large Bunnings Warehouse</li> <li>The former Shell facility is located in the centre of town on the Murray Valley Highway (Ogilvie Street) and has been redeveloped and converted into a Liberty Oil branded truck stop, with new convenience store and fast food restaurant</li> </ul>	<ul style="list-style-type: none"> <li>Traralgon is a major regional centre located in the Gippsland region, and is well located to service the industrial and agricultural industries in Eastern Victoria</li> <li>The site is an ex-Shell depot, which will be redeveloped, and branded Liberty Oil, will have a separate depot facility, a dual canopy forecourt and an integrated 460m<sup>2</sup> convenience store and restaurant. The restaurant includes a truck diner with dedicated driver facilities as well as drive thru fast food and coffee</li> </ul>	<ul style="list-style-type: none"> <li>The redeveloped site is ideally situated on the approach into town for vehicles travelling on Burley Griffin Way from surrounding districts</li> <li>The site is an ex-Shell depot that will be redeveloped and branded Liberty Oil, with a forecourt accommodating both fuel and commercial diesel customers. The facility includes a 240m<sup>2</sup> integrated C Store with truck diner and dedicated driver facilities</li> </ul>



# H1 2019 Acquisition Details (cont'd)

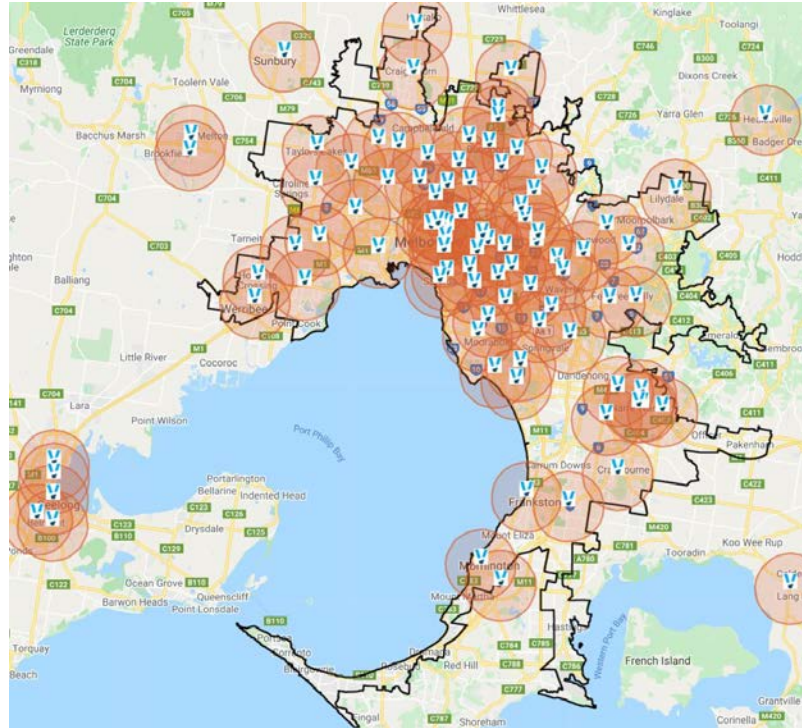
Site Address	5 Princes Highway, Moruya NSW	120-124 Goldring Street, Richmond QLD	47-55 Broad Street, Sarina QLD	112 Shute Harbour Road, Cannonvale QLD	10805 Brand Highway, Cataby WA
Region	Regional	Regional	Regional	Regional	Regional
Acquisition / Fund-through	Fund-through	Fund-through	Acquisition	Fund-through	Acquisition
Purchase price / Development funding	Land purchase: \$0.80m Funding: \$5.10m Total investment: \$5.90m	Land purchase: \$1.60m Funding: \$6.30m Total investment: \$7.90m	Land Purchase: \$3.0m Funding \$3.3m Total investment \$6.3m	Land purchase: \$3.60m Funding: \$0.60m Total investment: \$4.20m	\$4.25m
Month settled	Apr-19	Apr-19	May-19	May-19	May-19
Cap rate	7%	7%	7%	7%	7%
Site area	1,949m <sup>2</sup>	8,089m <sup>2</sup>	2,503m <sup>2</sup>	1,838m <sup>2</sup>	17,796m <sup>2</sup>
Branding	Liberty Oil	Shell	Liberty Oil	Liberty Oil	Liberty Oil
Tenant(s)	Liberty Oil Property (Viva Energy Australia owned from Dec'19)	Liberty Oil Property (Viva Energy Australia owned from Dec'19)	Liberty Oil Property (Viva Energy Australia owned from Dec'19)	Liberty Oil Property (Viva Energy Australia owned from Dec'19)	Liberty Oil Property (Viva Energy Australia owned from Dec'19)
Lease	Triple net	Triple net	Triple net	Triple net	Triple net
WARR	Fixed 3.0%	Fixed 3.0%	Fixed 3.0%	Fixed 3.0%	Fixed 3.0%
Lease term / options	Commenced Apr-19 – 15 years Options – Yes WALE – 14.2 years	Commenced Apr-19 – 15 years Options – Yes WALE – 14.2 years	Commenced Apr-19 – 15 years Options – Yes WALE – 14.3 years	Commenced Apr-19 – 15 years Options – Yes WALE – 14.3 years	Commenced Apr-19 – 15 years Options – Yes WALE – 14.3 years
Strategic rationale	<ul style="list-style-type: none"> <li>The town of Moruya is located on the southern NSW coast</li> <li>The forecourt will have 9 multi product pumps, principally servicing passenger vehicle customers and smaller commercial trade customers</li> <li>The redeveloped site will have a 300m<sup>2</sup> convenience store, offering meals and will benefit from trade from the neighbouring caravan park</li> </ul>	<ul style="list-style-type: none"> <li>Richmond is strategically located on the Flinders Highway between Townsville and Mount Isa, making it a compelling rest stop for drivers.</li> <li>The Flinders Highway is a high-productivity freight route, which forms part of the National Land Transport Network, linking agricultural and mining activities to the processing and export facilities in Townsville.</li> <li>The new development includes 500m<sup>2</sup> Convenience store and integrated restaurant as part of the truck stop and associated facilities</li> </ul>	<ul style="list-style-type: none"> <li>The site is the only northbound site on the Bruce Highway in Sarina, and once redeveloped will be the only facility for approx. 100km south of Mackay able to accommodate large commercial road transport users</li> <li>The operating BP branded facility will be rebranded as Liberty Oil</li> <li>In the second half of 2019 plans were approved for the upgrade of the asset include a large format convenience store with food offer</li> </ul>	<ul style="list-style-type: none"> <li>The site is located on the main road connecting the town of Cannonvale through Airlie Beach to Shute Harbour, the main port facility for the Whitsunday Islands</li> <li>The operating BP branded facility will be rebranded as Liberty Oil, an extra diesel tank will be installed to optimise site performance and includes a 200m<sup>2</sup> store with food offer</li> </ul>	<ul style="list-style-type: none"> <li>The site is a strategically located Shell Card refuelling facility, servicing Commercial Road Transport traffic travelling through to the Cataby Sands mining area and which captures commercial and commuter traffic travelling north from Perth</li> <li>Liberty Oil is has plans to redeveloping the site for greater optimisation, adding increased heavy vehicle refuelling facilities, and building a large format convenience store with food offer</li> </ul>

# H2 2019 Acquisition Details

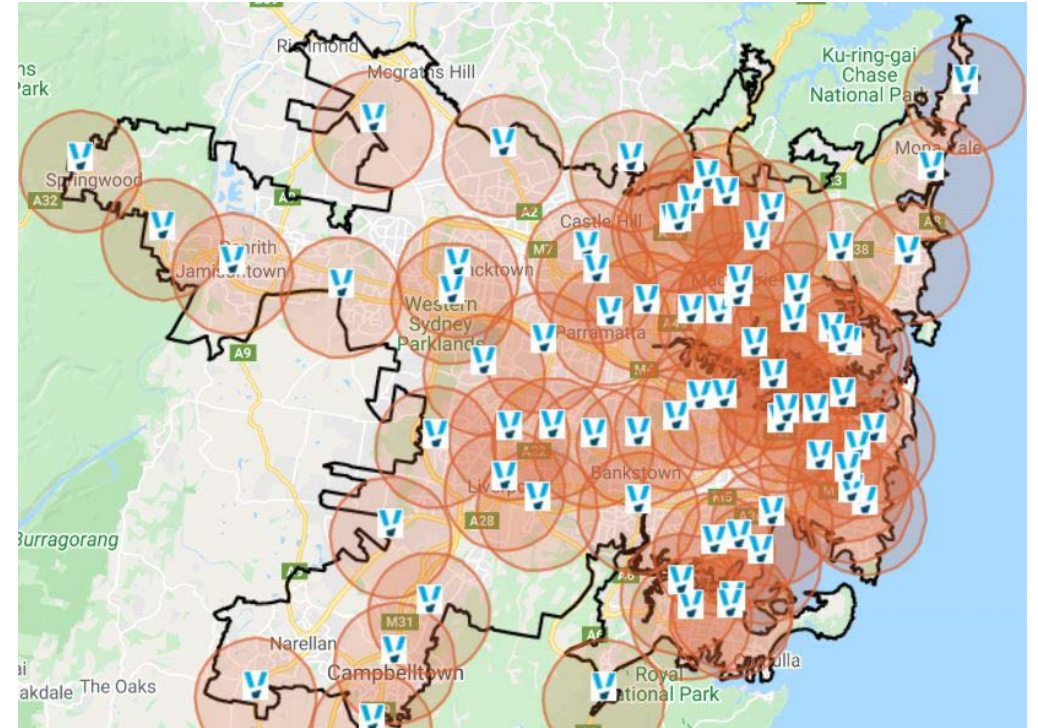
Site Address	Lot 1008 Ranford Road, Canning Vale WA	1100 Abernethy Road, High Wycombe WA	233 Myrtleford Street, Myrtleford VIC	62 Flinders Parade, North Lake QLD	18316 Warrego Highway, Dalby West QLD
Region	Metro	Metro	Regional	Metro	Regional
Acquisition / Fund-through	Acquisition	Acquisition	Acquisition	Acquisition	Fund-through
Purchase price / Development funding	\$5.75M	\$7.84M	\$4.8M	\$8.25M	Land Purchase \$2.0M Development Funding \$5.0M Total investment \$7.0M
Month settled	Aug-19	Oct-19	Nov-19	Nov-19	Dec-19
Cap rate	6.21%	6.25%	7.00%	6.06%	7.00%
Site area	2,751	4,040	1,674	2,810	16,020
Branding	7-Eleven	Shell	Liberty Oil	7-Eleven	Liberty Oil
Tenant(s)	7-Eleven	Viva Energy Australia	Liberty Oil Property (Viva Energy Australia owned from Dec'19)	7-Eleven Subway Sunshine Kebabs	Liberty Oil Property (Viva Energy Australia owned from Dec'19)
Lease	Double Net	Double Net	Triple Net	Double Net	Triple Net
WARR	Fixed 4%	CPI	Fixed 3%	Fixed 4%	Fixed 3%
Lease term / options	Commenced Oct-16 – 15 years Options – Yes WALE – 11.8 years	Commenced May-19 – 12 years Options – Yes WALE – 11.4 years	Commenced Nov-19 – 15 years Options - Yes WALE – 14.8 years	Commenced Nov-14 – 15 years (7-11) Options - Yes WALE 8.8 Years	Commenced Dec-19 – 15 Years Options - Yes WALE 14.9 years
Strategic rationale	<ul style="list-style-type: none"> <li>Canning Vale is a metropolitan suburb of Perth (WA) and is located 17kms South East of the CBD.</li> <li>Located on the on major arterial road through Canning Vale, the location serves both locals and commuters.</li> <li>Secured off-market</li> </ul>	<ul style="list-style-type: none"> <li>Located 18kms east of the Perth CBD, directly behind the Perth Airport.</li> <li>Strategically situated to service the strong commercial road transport (CRT) trade in this key Perth industrial precinct, which includes freight and transport businesses serving the High Wycombe, Forrestfield and Kewdale industrial precincts as well as the Perth Airport logistics hub</li> </ul>	<ul style="list-style-type: none"> <li>Situated 280kms northeast of the Melbourne CBD. It is located in the Ovens Valley and is a major agricultural centre in the Victorian Alpine region.</li> <li>The site was a former Shell Branded Dealer Owned facility, and was fully redeveloped and re-branded as Liberty including; modern 230sqm convenience store with food offer, and re-configured fuel forecourt to allow better access for passenger and commercial vehicles.</li> </ul>	<ul style="list-style-type: none"> <li>A suburb of metropolitan Brisbane, approximately 27km north of the central business district. The North Lakes/Mango Hill area is a growth suburb east of the Bruce highway made up predominately of newly developed housing.</li> <li>The Property is well located in the North Lakes Business Park, and enjoys close proximity to focal point retailers including Costco and Bunnings.</li> </ul>	<ul style="list-style-type: none"> <li>Strategically located on the Warrego Highway and will capture commercial road transport from the surrounding Darling Downs Region.</li> <li>The site will comprises a standalone high clearance truck canopy motor spirit forecourt and a 495m2 convenience store including provide facilities for truck drivers and travellers.</li> <li>Development estimated to complete in the second half of 2020.</li> </ul>

# Population Map Study

## Melbourne



## Sydney



% of metro population<sup>1</sup>  
located within a 5km radius  
of VVR's property coverage<sup>2</sup>

87%

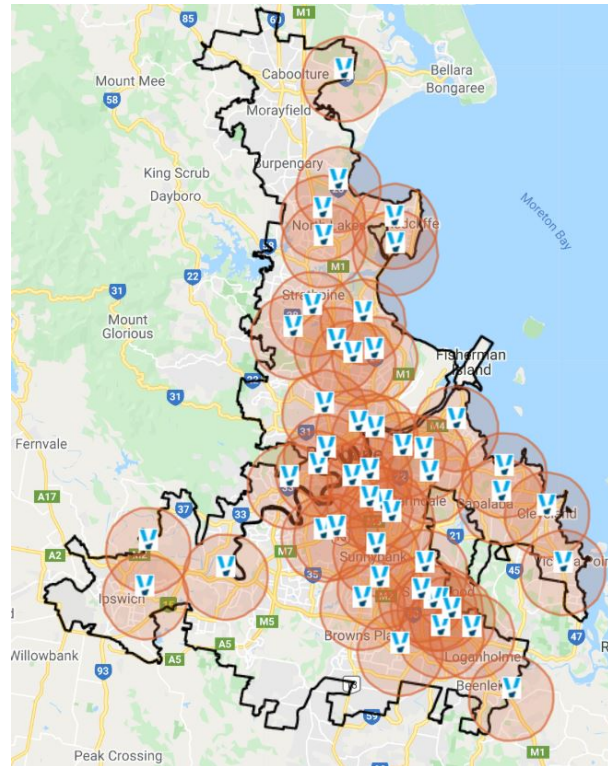
87%

<sup>1</sup> Metro population as defined by the Greater Capital City Statistical Area, sourced from the Australian Bureau of Statistics (ABS 2016 Greater Capital City Statistical Area).

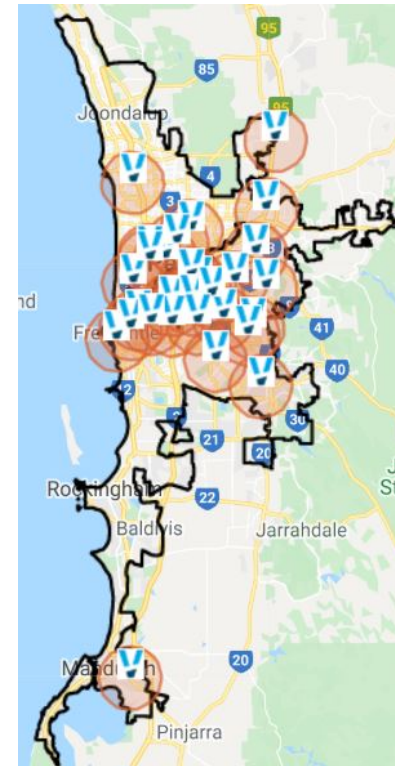
<sup>2</sup> Based on GapMaps technology and Company provided information.

# Population Map Study

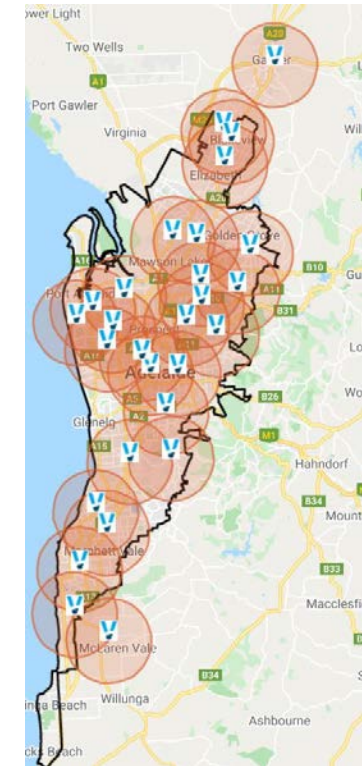
## Brisbane



## Perth



## Adelaide



**% of metro population<sup>1</sup>  
located within a 5km radius  
of VVR's property coverage<sup>2</sup>**

**76%**

**57%**

**86%**

<sup>1</sup> Metro population as defined by the Greater Capital City Statistical Area, sourced from the Australian Bureau of Statistics (ABS 2016 Greater Capital City Statistical Area).

<sup>2</sup> Based on GapMaps technology and Company provided information.

# Viva Energy Australia (VEA)

**~25%** of the Australian downstream petroleum market

**1,266** service station sites nationwide in Viva Energy's network

**44** fuel import terminals and depots<sup>1</sup> nationally to support operations

**52** airports and airfields across Australia supplied by Viva Energy

**120 kbbls/day** capacity oil refinery in Geelong, Australia

**110+ years** proudly operating in Australia



Sole right to use the Shell brand in Australia for the sale of retail fuels<sup>2</sup>



Retail Alliance with Coles – refreshed and extended to 2029<sup>3</sup>



Strategic sourcing relationship with Vitol



35.5%<sup>4</sup> holding in ASX listed Viva Energy REIT – c.\$765 million<sup>5</sup>

Source: Viva Energy Australia analyst management presentation dated 18 November 2019.

<sup>1</sup> Includes 23 import terminals and 21 active depots (including 16 Liberty Oil depots), Viva Energy holds a 50% interest in the Liberty business and supplies it with fuel.

<sup>2</sup> Viva Energy has the sole right to use the Shell brand in Australia for the sale of automotive fuels and is the sole distributor of Shell lubricants in Australia. Viva Energy has granted a sub-licence to Coles Express and certain other operators of Retail Sites in respect of the Shell brand, and has also appointed certain third parties as authorised resellers of Shell lubricants in Australia. As per Viva Energy Australia Prospectus (page 230), 13 July 2018. The licence has been extended until 31 December 2029 as per Viva Energy Australia announcement dated 20 December 2019.

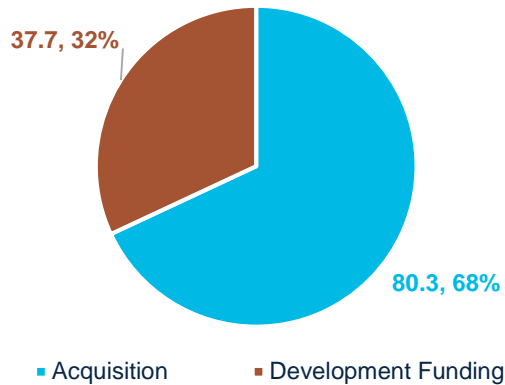
<sup>3</sup> Viva Energy and Coles Express renegotiated and extended the retail Alliance from March 2019, as per Viva Energy Australia and Coles Group announcements dated 6 February 2019.

<sup>4</sup> As at 31 January 2020.

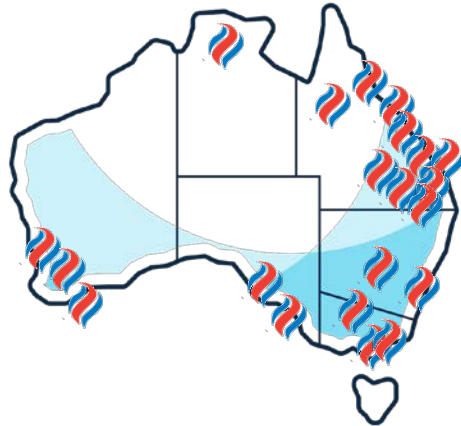
<sup>5</sup> Based on ASX market price of \$2.77 per security as at 31 January 2020.

# Strategic Relationship with Liberty Oil

## VVR purchases by type: Acquisition and development funding (A\$m)



## Locations of VVR ownership of Liberty Oil branded sites



## Liberty Oil overview

A fuel retailer with over 60 service stations (Shell or Liberty branded)

- Viva Energy Australia has a 50% non-controlling shareholding in Liberty Oil
- In December 2019, Viva Energy Australia assumed ownership of Liberty Oil's Wholesale business

## Key highlights (VVR & Liberty Oil relationship)

- 24** Sites acquired<sup>1</sup>
- 11** Sites contracted for fund-through development (included in the above)
- \$134m** Contracted / Invested
- 6.96%** Weighted average cap rate

## Typical Liberty Oil lease characteristics

- Initial lease period of 15 years + 4x5 year options
- Majority Triple Net (3 leases Double Net) – now held by Viva Energy Australia Group<sup>2</sup>, with sub-Lease to Liberty Oil
- Fixed 3% per annum rental escalators
- Cap rates higher than weighted portfolio average

## Benefits of strategic relationship with Liberty Oil

- Transactions are completed off-market and supported by independent valuations
- Sites are typically new or redeveloped assets with large format truck facilities
- Liberty Oil is focused on providing new convenience store facilities / offers

<sup>1</sup> Sites Acquired includes going concern operating Service Stations and Land for Fund-through developments/re-developments.

<sup>2</sup> Lease Tenant is "Liberty Oil Property Pty Ltd". Viva Energy Australia acquired Liberty Oil Property on 1 December 2019, which is the lessee on the Liberty sites owned by VVR. These sites are operated by the Liberty retail business under a sub-lease arrangement (VEA has a 50% interest in the Liberty retail business).

# Glossary

## Alliance

The contractual alliance between Viva Energy Australia and Coles Express (and their associated entities) including the Alliance Agreement and Site Agreements as outlined in the VVR PDS of July 2016 and as amended in February 2019 (as announced to ASX by Viva Energy Australia on 6 February 2019)

## CAGR

Compound average growth rate

## Cap rate

Capitalisation rate

## Covenant Gearing

Calculated as total liabilities to total tangible assets, but excluding any mark-to-market valuations of derivative assets/liabilities

## Cps

Cents per security

## Distributable Earnings

This is a non-IFRS measure being net statutory profit adjusted to remove transaction costs and non-cash items, including (but not limited to) straight-lining of rental income, amortisation of debt and establishment fees and any fair value adjustments to investment properties or derivatives

## Distributable Earnings Per Security

Calculated as Distributable Earnings divided by the weighted average number of ordinary securities on issue during the period

## Double Net lease

Agreement where the tenant is responsible for all outgoings except fair wear and tear, capital expenditure, the difference between single and multiple land tax and, in some cases, the landlord's property management fees (if any)

## DRP

Distribution Reinvestment Plan

## EBITDA

Earnings before interest, tax, depreciation and amortisation (excluding any asset revaluations, mark-to-market movements and transaction costs)

## FY

Viva Energy REIT financial year, being year end 31 December

## Gearing

Net debt to total assets (excluding cash)

## Greater Capital City Statistical Area

Geographical areas that are designed to represent the functional extent of each of the eight state and territory capital cities. They include the people who regularly socialise, shop or work within the city, but live in the small towns and rural areas surrounding the city. GCCSAs are not bound by a minimum population size criterion. *Definition sourced from the Australian Bureau of Statistics*

## Interest Coverage Ratio or ICR

Earnings before interest, tax, depreciation and amortisation (excluding any asset revaluations, mark-to-market movements and transaction costs) divided by net interest expense, calculated on a rolling 12-month basis

## IPO

Initial Public Offering

## Liberty Oil

Liberty Oil Holdings Pty Limited (ABN 67 068 080 124)

## LVR

Loan to value ratio

## Management Expense Ratio or MER

Management and corporate expenses as a percentage of Viva Energy REIT's total assets

## Metropolitan region

Properties that are located within the Significant Urban Areas, which is sourced from the Australian Bureau of Statistics (ABS 2016 Significant Urban Area (SUA) boundary)

## Moody's

Moody's Investors Services

## Net Interest Expense

Finance costs less finance income

## NTA

Net tangible assets

## Regional

All other properties not located within the Significant Urban Areas

## Significant Urban Areas

The Significant Urban Area (SUA) structure of the Australian Statistical Geography Standard (ASGS) represents significant towns and cities of 10,000 people or more. They are based on the Urban Centres and Localities (UCLs) but are defined by the larger Statistical Areas Level 2 (SA2s). A single SUA can represent either a single Urban Centre or a cluster of related Urban Centres. Using SA2s to define SUAs ensures a wider range of more regularly updated data is available for these areas (such as Estimated Resident Population), compared to UCLs where only Census data is available. *Definition sourced from the Australian Bureau of Statistics*

## Triple Net lease

Agreement where the tenant is responsible for all outgoings. In the case of Viva Energy REIT's leases to Viva Energy Australia, the landlord's property management fees (if any) are not paid by the tenant

## Viva Energy Australia or VEA

Viva Energy Australia Pty Ltd (ABN 46 004 610 459) (a wholly owned subsidiary of Viva Energy Group Limited)

## Viva Energy REIT or VVR

Viva Energy REIT is a stapled entity comprising one share in Viva Energy REIT Limited (ABN 35 612 986 517) and one unit in the Viva Energy REIT Trust (ARSN 613 146 464)

## WACR

Weighted average capitalisation rate, weighted by contract price excluding transaction costs

## WALE

Weighted average lease expiry, weighted by rental income

## WARR

Weighted average rent review

