

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

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| <b>Name of entity</b><br>Goodman Group (Goodman Limited, Goodman Funds Management Limited as responsible entity of Goodman Industrial Trust, and Goodman Logistics (HK) Limited) (ASX: GMG) and Goodman Funds Management Limited as responsible entity of Goodman PLUS Trust (ASX:GMP) |
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We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |               |
|----------------------------|---------------|
| <b>Name of Director</b>    | Phillip Pryke |
| <b>Date of last notice</b> | 26 April 2016 |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

| Direct or indirect interest  | Indirect   |
|--|--|
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | Pryke Pty Ltd atf Pryke Superannuation Fund a fund in which Phillip Pryke has a beneficial interest<br><br>Pryke Pty Ltd atf Wilkinson Superannuation Fund a fund in which Phillip Pryke has a beneficial interest |
| <b>Date of change</b>  | 17 July 2017   |
| <b>No. of securities held prior to change</b>  | 100,880 GMG Stapled Securities - Pryke Pty Ltd atf Pryke Superannuation Fund<br><br>13,352 GMG Stapled Securities - Pryke Pty Ltd atf Wilkinson Superannuation Fund  |
| <b>Class</b>   | Ordinary Stapled Securities  |
| <b>Number acquired</b>   | Nil  |
| <b>Number disposed</b>   | 13,352 GMG Stapled Securities - Pryke Pty Ltd atf Wilkinson Superannuation Fund  |

+ See chapter 19 for defined terms.

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|---|--|
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation   | N/A  |
| <b>No. of securities held after change</b>  | 100,880 GMG Stapled Securities - Pryke Pty Ltd atf Pryke Superannuation Fund             |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Ceasing to have a beneficial interest in Pryke Pty Ltd atf Wilkinson Superannuation Fund |

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

|  |                |
|--|----------------|
| <b>Detail of contract</b>  | Not applicable |
| <b>Nature of interest</b>  |                |
| <b>Name of registered holder (if issued securities)</b>  |                |
| <b>Date of change</b>  |                |
| <b>No. and class of securities to which interest related prior to change</b><br>Note: Details are only required for a contract in relation to which the interest has changed |                |
| <b>Interest acquired</b>   |                |
| <b>Interest disposed</b>   |                |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and an estimated valuation   |                |
| <b>Interest after change</b>   |                |

**Part 3 – +Closed period**

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| Were the interests in the securities or contracts detailed above traded during a <sup>+</sup> closed period where prior written clearance was required? | The change occurred during a closed period as a result of Mr Pryke ceasing to have a beneficial interest in the Wilkinson Superannuation Fund, not as a result of trading. |
| If so, was prior written clearance provided to allow the trade to proceed during this period?   | N/A  |
| If prior written clearance was provided, on what date was this provided?  |  |

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<sup>+</sup> See chapter 19 for defined terms.