

2 August, 2017

State Street Global Advisors,  
Australia, Limited  
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Company Announcement Officer

**Notice of Becoming a Substantial Shareholder**

Pursuant to section 671B of the Corporations Act, State Street Corporation hereby advises that it has become a substantial shareholder in Goodman Group (ASX Code : GMG). The enclosed ASIC Form 603 discloses the required details.

Yours faithfully,



**Alison Levell**  
Head of Compliance

**Form 603**Corporations Act 2001  
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Goodman Group (GMG)ACN/ARSN 000 123 071**1. Details of substantial holder (1)**Name State Street Corporation and subsidiaries named in Annexures to this form

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 31/07/2017**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ord	89,943,847	89,943,847	5.03%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Annexure A		

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Annexure A			

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-Cash	
Annexure B & D				

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Annexure A	

**7. Addresses**

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

Name	Address
Annexure C	

**Signature**

print name Frank Newman

Capacity: *Director*

sign here

date 02/08/2017

**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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

This is Annexure A referred to in Form 603 Notice of initial substantial holder

**Annexure A**

02 August 2017

Frank Newman  
SVP, delegated by the board

3. Details of relevant interests
4. Details of present registered holders
6. Associates

Holder of relevant interest (Section 3, 4 and 6)	Nature of Relevant Interest (Section 3)	Registered Holder of securities (Section 4)	Person Entitled to be registered as holder (Section 4)	Class and number of Securities (Section 3 and 4)	Nature of Association (Section 6)
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York, Brussels	N.A.	Ordinary 2,092	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Brown Brothers Harriman	N.A.	Ordinary 336,790	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Brown Brothers Harriman & Co.	N.A.	Ordinary 132,205	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Brown Brothers Harriman.	N.A.	Ordinary 336,616	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank, London 2	N.A.	Ordinary 2,326,746	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Trustees	N.A.	Ordinary 48,523	Subsidiary of State Street Corporation

State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street	N.A.	Ordinary	5,542	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Australia Ltd, Sydney	N.A.	Ordinary	115,101	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Sumitomo Trust and Banking Co., USA	N.A.	Ordinary	189,613	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York Master Custody, Brussels	N.A.	Ordinary	74,033	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Citibank, Hong Kong	N.A.	Ordinary	16,405	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank Global Services Australia	N.A.	Ordinary	41,097	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Company, Singapore	N.A.	Ordinary	127,518	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Singapore	N.A.	Ordinary	114,267	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street	N.A.	Ordinary	177,321	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary	196,114	Subsidiary of State Street Corporation

State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas Australia	N.A.	Ordinary	142,132	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP PARIBAS SECURITIES SERVICES JER	N.A.	Ordinary	113,777	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JP Morgan Chase, London	N.A.	Ordinary	379,480	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank Global Services Australia	N.A.	Ordinary	432,481	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	National Australia Custodian Services	N.A.	Ordinary	671,002	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Company, Singapore	N.A.	Ordinary	3,103,781	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street	N.A.	Ordinary	1,362	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Australia Ltd, Sydney	N.A.	Ordinary	4,068,741	Subsidiary of State Street Corporation

State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary	17,705,292	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Co. London	N.A.	Ordinary	626,579	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank Of New York Mellon	N.A.	Ordinary	670,924	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York, Brussels	N.A.	Ordinary	279,015	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Brown Brothers Harriman & Co.	N.A.	Ordinary	58,022	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	CIBC Mellon Bank	N.A.	Ordinary	221,577	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Citibank N.A. New York	N.A.	Ordinary	61,953	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	HSBC Security Services	N.A.	Ordinary	32,601	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank (US Private Bank), New York	N.A.	Ordinary	51,712	Subsidiary of State Street Corporation

State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank, N.A.	N.A.	Ordinary	307,538	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Mellon Bank N.A. (Global Trust Dept.,) Pittsburgh	N.A.	Ordinary	224,364	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Mellon Bank, N.A.	N.A.	Ordinary	920,235	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Global Services London	N.A.	Ordinary	171,066	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Royal Trust Corporation of Canada, London	N.A.	Ordinary	39,698	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary	31,361,479	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank Master Trust	N.A.	Ordinary	381,660	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Mutual Funds	N.A.	Ordinary	8,831,667	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Co. London	N.A.	Ordinary	27,703	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Company, Chicago	N.A.	Ordinary	2,740,360	Subsidiary of State Street Corporation



State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Personal Custody-2	N.A.	Ordinary	2,677	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Mellon Bank (Boston Safe)	N.A.	Ordinary	1,088	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	ABN Amro Mellon Global Securities Services	N.A.	Ordinary	222,655	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank New York	N.A.	Ordinary	258,371	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York, Brussels	N.A.	Ordinary	1,058,322	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas, Frankfurt	N.A.	Ordinary	18,608	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas Sec Services, Frankfurt	N.A.	Ordinary	98,319	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas, Italian Branch	N.A.	Ordinary	6,737	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas, Milan	N.A.	Ordinary	13,210	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	CACEIS Bank	N.A.	Ordinary	12,497	Subsidiary of State Street Corporation

State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Citibank Luxembourg	N.A.	Ordinary	156,505	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Credit Suisse First Boston, Zurich (Head Office)	N.A.	Ordinary	39,825	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Istituto Centrale delle Banche Popolari Italiane	N.A.	Ordinary	6,511	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JP Morgan Chase, London	N.A.	Ordinary	263,844	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank London	N.A.	Ordinary	404,984	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	KAS BANK, Amsterdam	N.A.	Ordinary	21,466	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Kas-Associatie N.V.	N.A.	Ordinary	900,199	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Global Services London	N.A.	Ordinary	1,203,636	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Nykredit A/S	N.A.	Ordinary	419,542	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Societe Generale Securities Services Milan	N.A.	Ordinary	43,441	Subsidiary of State Street Corporation

State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Societe Generale, Paris	N.A.	Ordinary	40,923	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street				Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank - Munich	N.A.	Ordinary	379,656	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary	11,299	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Bank of New York, London	N.A.	Ordinary	4,133,193	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Co. London	N.A.	Ordinary	224,142	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	UBS AG, ZURICH	N.A.	Ordinary	289,344	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	UBS AG, Zurich	N.A.	Ordinary	481,047	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	J.P. MORGAN BANK (IRELAND) PLC	N.A.	Ordinary	298,680	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	RBC Dexia Luxembourg	N.A.	Ordinary	387,189	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee		N.A.	Ordinary	10,956	Subsidiary of State Street Corporation

State Street Bank and Trust Company	Relevant interest under section 608(1) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has on-lent the securities and retains a relevant interest	Unknown	State Street Bank and Trust Company	Ordinary	500,640	Subsidiary of State Street Corporation
State Street Bank and Trust Company	Relevant interest under section 608(8) being the right, as lender, to dispose of shares pledged to secure a securities loan	KAPITALFORENINGEN INVESTIN PRO GLOBAL SMID CAP MARKET NEUTRAL EQUITY	State Street Bank and Trust Company	Ordinary	168,157	Subsidiary of State Street Corporation

89,943,847

This is Annexure B referred to in Form 603 Notice of initial substantial holder

**Annexure B**

02 August 2017

Frank Newman

SVP, delegated by the board

5. Consideration

Holder of relevant interest	Date of Acquisition	Nature of transaction	Consideration	Class and number of Securities affected
State Street Global Advisors (Japan) Co., Ltd	31/03/2017	Purchase	7.74	Ordinary 4,939
State Street Global Advisors Australia Limited	31/03/2017	Purchase	7.74	Ordinary 8,690
State Street Global Advisors Inc	31/03/2017	Purchase	7.74	Ordinary 258,711
State Street Global Advisors Inc	31/03/2017	Purchase	7.77	Ordinary 35,676
State Street Global Advisors Inc	31/03/2017	Purchase	7.80	Ordinary 9,884
State Street Global Advisors Limited	31/03/2017	Purchase	7.74	Ordinary 111,270
State Street Global Advisors Inc	3/4/2017	Security Contribution	N/A	Ordinary 48,721.00
State Street Global Advisors Inc	3/4/2017	Security Contribution	N/A	Ordinary 14,154.00
State Street Global Advisors Inc	3/4/2017	Security Contribution	N/A	Ordinary 35,385.00
State Street Global Advisors Inc	04/04/2017	Purchase	7.85	Ordinary 10,250
State Street Global Advisors Inc	4/4/2017	Security Contribution	N/A	Ordinary 70,790.00
State Street Global Advisors Inc	05/04/2017	Purchase	7.90	Ordinary 14,428
State Street Global Advisors Inc	5/4/2017	Security Contribution	N/A	Ordinary 14,158.00
State Street Global Advisors Limited	06/04/2017	Purchase	8.03	Ordinary 6,275
State Street Global Advisors Limited	06/04/2017	Purchase	7.92	Ordinary 7,534
State Street Global Advisors Inc	6/4/2017	Security Contribution	N/A	Ordinary 21,234.00
State Street Global Advisors Inc	07/04/2017	Purchase	8.03	Ordinary 44,949
State Street Global Advisors Limited	07/04/2017	Purchase	8.04	Ordinary 3,099
State Street Global Advisors Inc	11/04/2017	Purchase	8.18	Ordinary 5,854
State Street Global Advisors Inc	11/4/2017	Security Contribution	N/A	Ordinary 5,368.00
State Street Global Advisors Limited	12/04/2017	Purchase	8.22	Ordinary 10,389
State Street Global Advisors Inc	12/4/2017	Security Contribution	N/A	Ordinary 21,234.00
State Street Global Advisors Inc	18/04/2017	Purchase	8.30	Ordinary 12,680
State Street Global Advisors Limited	18/04/2017	Purchase	8.31	Ordinary 14,704

State Street Global Advisors Inc	19/04/2017	Purchase		8.19	Ordinary	24,984
State Street Global Advisors Limited	19/04/2017	Purchase		8.17	Ordinary	4,360
State Street Global Advisors Inc	19/4/2017	Security Contribution		N/A	Ordinary	3,416.00
State Street Global Advisors (Japan) Co., Ltd	20/04/2017	Purchase		8.20	Ordinary	8,102
State Street Global Advisors Inc	20/04/2017	Purchase		8.21	Ordinary	3,454
State Street Global Advisors Australia Limited	20/4/2017	Security Contribution		N/A	Ordinary	56,550.00
State Street Global Advisors Inc	20/4/2017	Security Contribution		N/A	Ordinary	1,906.00
State Street Global Advisors Inc	24/04/2017	Purchase		8.30	Ordinary	1,237
State Street Global Advisors Limited	24/04/2017	Purchase		8.30	Ordinary	15,396
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	129.00
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	1,931.00
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	129.00
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	5,878.00
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	121.00
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	2,568.00
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	56.00
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	2,568.00
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	53.00
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	56.00
State Street Global Advisors Inc	26/4/2017	Security Contribution		N/A	Ordinary	53.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	12,941.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	12,941.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	112.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	99.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	106.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	110.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	5,335.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	112.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	99.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	106.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	5,335.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	110.00
State Street Global Advisors Inc	27/4/2017	Security Contribution		N/A	Ordinary	116.00

State Street Global Advisors Inc	27/4/2017	Security Contribution	N/A	Ordinary	116.00
State Street Global Advisors Australia Limited	28/4/2017	Security Contribution	N/A	Ordinary	50,904.00
State Street Global Advisors Inc	28/4/2017	Security Contribution	N/A	Ordinary	5,206.00
State Street Global Advisors Inc	28/4/2017	Security Contribution	N/A	Ordinary	118,716.00
State Street Global Advisors Inc	01/05/2017	Purchase	8.24	Ordinary	502
State Street Global Advisors Limited	01/05/2017	Purchase	8.07	Ordinary	16,790
State Street Global Advisors Australia Limited	03/05/2017	Purchase	8.32	Ordinary	107,920
State Street Global Advisors Inc	03/05/2017	Purchase	8.31	Ordinary	20,149
State Street Global Advisors Limited	03/05/2017	Purchase	8.32	Ordinary	8,337
State Street Global Advisors Inc	3/5/2017	Security Contribution	N/A	Ordinary	4,887.00
State Street Global Advisors Limited	04/05/2017	Purchase	8.27	Ordinary	18,207
State Street Global Advisors Inc	05/05/2017	Purchase	8.25	Ordinary	46,904
State Street Global Advisors Inc	5/5/2017	Security Contribution	N/A	Ordinary	10,228.00
State Street Global Advisors Inc	08/05/2017	Purchase	8.22	Ordinary	52,873
State Street Global Advisors Australia Limited	8/5/2017	Security Contribution	N/A	Ordinary	35,362.00
State Street Global Advisors Inc	09/05/2017	Purchase	8.23	Ordinary	2,220
State Street Global Advisors Limited	09/05/2017	Purchase	8.23	Ordinary	8,891
State Street Global Advisors Australia Limited	10/05/2017	Purchase	8.27	Ordinary	41,733
State Street Global Advisors Inc	10/05/2017	Purchase	8.27	Ordinary	22,077
State Street Global Advisors Limited	10/05/2017	Purchase	8.27	Ordinary	5,191
State Street Global Advisors Inc	11/05/2017	Purchase	8.26	Ordinary	9,051
State Street Global Advisors Inc	12/05/2017	Purchase	8.19	Ordinary	14,396
State Street Global Advisors (Japan) Co., Ltd	15/05/2017	Purchase	8.16	Ordinary	5,256
State Street Global Advisors Australia Limited	15/05/2017	Purchase	8.20	Ordinary	28,989
State Street Global Advisors Inc	17/05/2017	Purchase	8.38	Ordinary	7,178
State Street Global Advisors Limited	17/05/2017	Purchase	8.31	Ordinary	24,872
State Street Global Advisors Inc	17/5/2017	Security Contribution	N/A	Ordinary	976.00
State Street Global Advisors Australia Limited	18/05/2017	Purchase	8.35	Ordinary	77,283
State Street Global Advisors Australia Limited	18/5/2017	Security Contribution	N/A	Ordinary	28,510.00
State Street Global Advisors Australia Limited	18/5/2017	Security Contribution	N/A	Ordinary	39,914.00
State Street Global Advisors Australia Limited	18/5/2017	Security Contribution	N/A	Ordinary	17,679.00
State Street Global Advisors Inc	19/05/2017	Purchase	8.40	Ordinary	3,312
State Street Global Advisors Limited	19/05/2017	Purchase	8.39	Ordinary	3,765
State Street Global Advisors Inc	22/05/2017	Purchase	8.38	Ordinary	16,863
State Street Global Advisors Inc	22/05/2017	Purchase	8.36	Ordinary	23,700
State Street Global Advisors Limited	22/05/2017	Purchase	8.39	Ordinary	10,703

State Street Global Advisors Inc	23/05/2017	Purchase		8.48	Ordinary	14,853
State Street Global Advisors Limited	24/05/2017	Purchase		8.51	Ordinary	28,560
State Street Global Advisors Limited	25/05/2017	Purchase		8.53	Ordinary	5,666
State Street Global Advisors (Japan) Co., Ltd	26/05/2017	Purchase		8.58	Ordinary	8,598
State Street Global Advisors Limited	26/05/2017	Purchase		8.58	Ordinary	6,537
State Street Global Advisors Australia Limited	30/5/2017	Security Contribution		N/A	Ordinary	80,024.00
State Street Global Advisors Australia Limited	31/05/2017	Purchase		8.50	Ordinary	114,382
State Street Global Advisors Inc	31/05/2017	Purchase		8.50	Ordinary	72,484
State Street Global Advisors Inc	31/05/2017	Purchase		8.48	Ordinary	4,841
State Street Global Advisors Australia Limited	01/06/2017	Purchase		8.55	Ordinary	13,263
State Street Global Advisors Inc	01/06/2017	Purchase		8.40	Ordinary	1,888
State Street Global Advisors Limited	01/06/2017	Purchase		8.55	Ordinary	10,417
State Street Global Advisors Australia Limited	02/06/2017	Purchase		8.62	Ordinary	4,678
State Street Global Advisors Inc	02/06/2017	Purchase		8.60	Ordinary	227
State Street Global Advisors Inc	02/06/2017	Purchase		8.61	Ordinary	11,068
State Street Global Advisors Limited	02/06/2017	Purchase		8.62	Ordinary	5,096
State Street Global Advisors Inc	05/06/2017	Purchase		8.67	Ordinary	32,394
State Street Global Advisors Inc	05/06/2017	Purchase		8.66	Ordinary	13,746
State Street Global Advisors Inc	5/6/2017	Security Contribution		N/A	Ordinary	5,687.00
State Street Global Advisors Inc	06/06/2017	Purchase		8.58	Ordinary	52,804
State Street Global Advisors Inc	08/06/2017	Purchase		8.38	Ordinary	13,019
State Street Global Advisors Inc	8/6/2017	Security Contribution		N/A	Ordinary	976.00
State Street Global Advisors Inc	09/06/2017	Purchase		8.34	Ordinary	29,600
State Street Global Advisors Inc	9/6/2017	Security Contribution		N/A	Ordinary	87,564.00
State Street Global Advisors Inc	9/6/2017	Security Contribution		N/A	Ordinary	33,156.00
State Street Global Advisors Australia Limited	13/6/2017	Security Contribution		N/A	Ordinary	11,424.00
State Street Global Advisors Australia Limited	14/06/2017	Purchase		8.60	Ordinary	1,224
State Street Global Advisors Limited	14/06/2017	Purchase		8.60	Ordinary	4,520
State Street Global Advisors Australia Limited	15/06/2017	Purchase		8.59	Ordinary	42,215
State Street Global Advisors Inc	15/06/2017	Purchase		8.50	Ordinary	345
State Street Global Advisors Inc	15/06/2017	Purchase		8.59	Ordinary	17,800
State Street Global Advisors Limited	15/06/2017	Purchase		8.59	Ordinary	12,403
State Street Global Advisors Australia Limited	16/06/2017	Purchase		8.66	Ordinary	74,073
State Street Global Advisors Inc	16/06/2017	Purchase		8.66	Ordinary	11,413
State Street Global Advisors Australia Limited	20/6/2017	Security Contribution		N/A	Ordinary	17,686.00
State Street Global Advisors Inc	21/06/2017	Purchase		8.34	Ordinary	103




State Street Global Advisors Limited	21/06/2017	Purchase	8.35	Ordinary	5,291
State Street Global Advisors Australia Limited	21/6/2017	Security Contribution	N/A	Ordinary	85,695.00
State Street Global Advisors Inc	21/6/2017	Security Contribution	N/A	Ordinary	5,368.00
State Street Global Advisors (Japan) Co., Ltd	22/06/2017	Purchase	8.34	Ordinary	13,983
State Street Global Advisors Asia Limited	22/06/2017	Purchase	8.35	Ordinary	27,418
State Street Global Advisors Asia Limited	22/06/2017	Purchase	8.36	Ordinary	7,592
State Street Global Advisors Australia Limited	22/06/2017	Purchase	8.34	Ordinary	19,486
State Street Global Advisors Inc	22/06/2017	Purchase	8.36	Ordinary	1,353
State Street Global Advisors Limited	22/06/2017	Purchase	8.34	Ordinary	5,292
State Street Global Advisors Inc	23/06/2017	Purchase	8.26	Ordinary	27,768
State Street Global Advisors Limited	23/06/2017	Purchase	8.26	Ordinary	5,194
State Street Global Advisors Limited	26/06/2017	Purchase	8.28	Ordinary	5,195
State Street Global Advisors Limited	27/06/2017	Purchase	8.20	Ordinary	16,005
State Street Global Advisors Asia Limited	27/6/2017	Security Contribution	N/A	Ordinary	77,915.00
State Street Global Advisors Inc	27/6/2017	Security Contribution	N/A	Ordinary	2,515.00
State Street Global Advisors Australia Limited	28/06/2017	Purchase	8.22	Ordinary	17,909
State Street Global Advisors Inc	28/06/2017	Purchase	8.22	Ordinary	24,996
State Street Global Advisors Australia Limited	28/6/2017	Security Contribution	N/A	Ordinary	17,142.00
State Street Global Advisors Australia Limited	28/6/2017	Security Contribution	N/A	Ordinary	17,686.00
State Street Global Advisors Australia Limited	29/06/2017	Purchase	8.13	Ordinary	28,346
State Street Global Advisors Inc	29/06/2017	Purchase	8.13	Ordinary	100,907
State Street Global Advisors Inc	30/06/2017	Purchase	7.87	Ordinary	61,616
State Street Global Advisors Inc	03/07/2017	Purchase	7.89	Ordinary	437
State Street Global Advisors Inc	03/07/2017	Purchase	7.82	Ordinary	23,573
State Street Global Advisors Inc	04/07/2017	Purchase	7.93	Ordinary	20,866
State Street Global Advisors Australia Limited	05/07/2017	Purchase	7.90	Ordinary	3,860
State Street Global Advisors Limited	05/07/2017	Purchase	7.90	Ordinary	1,954
State Street Global Advisors Australia Limited	5/7/2017	Security Contribution	N/A	Ordinary	17,634.00
State Street Global Advisors Australia Limited	06/07/2017	Purchase	7.96	Ordinary	66,278
State Street Global Advisors Inc	06/07/2017	Purchase	7.94	Ordinary	2,328
State Street Global Advisors Inc	06/07/2017	Purchase	7.98	Ordinary	21,704
State Street Global Advisors Australia Limited	6/7/2017	Security Contribution	N/A	Ordinary	56,590.00
State Street Global Advisors (Japan) Co., Ltd	07/07/2017	Purchase	7.87	Ordinary	5,346
State Street Global Advisors Inc	10/07/2017	Purchase	7.94	Ordinary	10,621
State Street Global Advisors Limited	10/07/2017	Purchase	7.94	Ordinary	1,256
State Street Global Advisors Limited	10/07/2017	Purchase	8.00	Ordinary	8,924

State Street Global Advisors Australia Limited	10/7/2017	Security Contribution	N/A	Ordinary	17,635.00
State Street Global Advisors (Japan) Co., Ltd	11/07/2017	Purchase	7.83	Ordinary	15,883
State Street Global Advisors Limited	11/07/2017	Purchase	7.83	Ordinary	66,319
State Street Global Advisors Australia Limited	14/07/2017	Purchase	7.90	Ordinary	37,051
State Street Global Advisors Limited	14/07/2017	Purchase	7.90	Ordinary	2,902
State Street Global Advisors Australia Limited	18/7/2017	Security Contribution	N/A	Ordinary	17,636.00
State Street Global Advisors Limited	19/07/2017	Purchase	8.06	Ordinary	9,127
State Street Global Advisors Inc	19/7/2017	Security Contribution	N/A	Ordinary	22,856.00
State Street Global Advisors Inc	19/7/2017	Security Contribution	N/A	Ordinary	21,464.00
State Street Global Advisors Inc	24/07/2017	Purchase	7.87	Ordinary	11,037
State Street Global Advisors Inc	24/07/2017	Purchase	7.86	Ordinary	2,722
State Street Global Advisors Australia Limited	26/07/2017	Purchase	7.92	Ordinary	37,028
State Street Global Advisors Australia Limited	26/7/2017	Security Contribution	N/A	Ordinary	7,004.00
State Street Global Advisors Inc	27/07/2017	Purchase	7.98	Ordinary	1,935
State Street Global Advisors Limited	27/07/2017	Purchase	7.98	Ordinary	5,211
State Street Global Advisors Inc	28/07/2017	Purchase	7.91	Ordinary	16,669
State Street Global Advisors Limited	28/07/2017	Purchase	7.92	Ordinary	5,211
State Street Global Advisors Australia Limited	28/7/2017	Security Contribution	N/A	Ordinary	7,004.00
State Street Global Advisors Australia Limited	31/07/2017	Purchase	7.96	Ordinary	22,348
State Street Global Advisors Inc	31/07/2017	Purchase	7.96	Ordinary	810,456

This is Annexure C referred to in Form 603 Notice of initial substantial holder

## Annexure C



Frank Newman  
SVP, delegated by the board  
02 August 2017

### 7. Addresses

Name	Address
State Street Global Advisors (Japan) Co., Ltd	Toranomon Hills Mori Tower, 1-23-1 Toranomon, Minato-ku, Tokyo, 105-6325 Japan
State Street Global Advisors Australia Limited	Level 17, 420 George Street Sydney, NSW 2000, Australia
State Street Global Advisors Inc	State Street Financial Center One Lincoln Street Boston, MA 02111-2900
State Street Global Advisors Limited	20 Churchill Place, London E14 5HJ, UK
State Street Global Advisors Asia Limited	68th Floor, Two International Finance Centre, 8 Finance Street, Central, Hong Kong, China.
State Street Bank and Trust Company	Level 14, 420 George Street Sydney, NSW 2000 Australia

Form 603 Annexure D

State Street Bank and Trust Company will, if requested by the company or responsible entity to whom this form must be given under the Corporations Act 2001 (Cth) or if requested by the Australian Securities and Investment Commission (ASIC), provide a copy of the master securities lending agreement/s and security agreement/s referred to below to the company, responsible entity or ASIC.

**Part A: For relevant interests arising out of lending securities - State Street Bank and Trust Company acquires relevant interest as borrower of the securities under securities lending agreement, subject to obligation to return under the agreement. (State Street Bank and Trust Company has on-lent the securities and retains relevant interest as per Part B of this Annexure.)**

Type of agreement	Global Master Securities Lending Agreement/Master Securities Loan Agreement/Securities Loan Agreement
Parties to agreement	(1) State Street Bank and Trust Company (2) The entity referred to in the relevant part of Annexure B to this notice
Can the parties exercise voting rights attaching to the securities?	(1) Yes (if the borrower is the registered holder. However the securities are on-lent by the borrower as per Part B of this Annexure) (2) No, not during term of securities loan
If yes, in what circumstances	(1) Only if the borrower is the registered holder. However the securities are on-lent by the borrower as per Part B of this Annexure (2) n/a
Transfer date	The dates on which the securities were delivered to State Street Bank and Trust Company as borrower are set out in Annexure B to this notice
Scheduled return date	No scheduled return date
Does the borrower have the right to return the securities early?	No scheduled return date. Borrower can return securities or equivalent securities at any time subject to giving notice
If yes, in what circumstances	Borrower can return securities or equivalent securities at any time subject to giving notice

Does the lender have the right to recall the securities early (ie before the scheduled return date)?	No scheduled return date. Lender can require return of securities or equivalent securities at any time subject to giving notice
If yes, in what circumstances	Lender can require return of securities or equivalent securities at any time subject to giving notice
Are there any circumstances in which the borrower is not required to return securities or equivalent securities on settlement?	No
If yes, detail any exceptions	n/a

**Part B: For relevant interests arising out of lending securities - State Street Bank and Trust Company lends the securities under securities lending agreement, and retains relevant interest through the right to recall the securities or equivalent securities.**

Type of agreement	Global Master Securities Lending Agreement/Master Securities Loan Agreement
Parties to agreement	(1) State Street Bank and Trust Company (2) The entity referred to in the relevant part of Annexure B to this notice
Can the parties exercise voting rights attaching to the securities?	(1) Yes, but only if the lender recalls the loan and exercises its right to become the registered holder (2) Yes (while registered holder)
If yes, in what circumstances	(1) Only if the lender recalls the loan and exercises its right to become the registered holder (2) Borrower may exercise voting rights (while registered holder)
Transfer date	The dates on which the securities were delivered to the borrower are set out in Annexure B to this notice
Scheduled return date	No scheduled return date
Does the borrower have the right to return the securities early?	No scheduled return date. Borrower can return securities or equivalent securities at any time subject to giving notice
If yes, in what circumstances	Borrower can return securities or equivalent securities at any time subject to giving notice

Does the lender have the right to recall the securities early (ie before the scheduled return date)?	No scheduled return date. Lender can require return of securities or equivalent securities at any time subject to giving notice
If yes, in what circumstances	Lender can require return of securities or equivalent securities at any time subject to giving notice
Are there any circumstances in which the borrower is not required to return securities or equivalent securities on settlement?	No
If yes, detail any exceptions	n/a

**Part C: For relevant interests arising out of lending securities - State Street Bank and Trust Company acquires a relevant interest in securities through taking a security interest ("pledge") over the securities as collateral to secure a securities loan. (See Part B of this Annexure for securities loan details.)**

Type of agreement	Global Master Securities Lending Agreement Security Agreement: the pro forma security agreement governing the pledge is attached to this notice
Parties to agreement	(1) State Street Bank and Trust Company (2) The entity referred to in the relevant part of Annexure B to this notice
Can the parties exercise voting rights attaching to the securities?	(1) Yes, but only if the borrower defaults and pledge is enforced (2) Yes
If yes, in what circumstances	(1) Only if the borrower defaults and pledge is enforced (2) In accordance with ordinary rights as registered holder, either directly or through nominee holder
Pledge date	The dates on which the securities were pledged, as indicated in Annexure B to this notice
Scheduled release date	No scheduled release date. Securities are released from pledge on termination of related securities loan
Does the borrower have the right to have the securities released early?	No scheduled release date. Securities are released from pledge on termination of related securities loan or the provision of alternative collateral
If yes, in what circumstances	At any time subject to returning the borrowed securities or equivalent securities or providing alternative collateral