

# 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

**Name of entity:**

Goodman Group (Goodman Limited, Goodman Funds Management Limited as responsible entity of Goodman Industrial Trust, and Goodman Logistics (HK) Limited) (ASX: GMG)

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>	Gregory Leith Goodman
<b>Date of last notice</b>	16 November 2017

**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.

<b>Direct or indirect interest</b>	Direct and indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Gregory Goodman is a director and has a beneficial interest in Trison Investments Pty Limited. Trison Investments Pty Limited has a relevant interest in securities held by Beeside Pty Limited as trustee for Beeside Trust through contracts
<b>Date of change</b>	21 November 2017
<b>No. of securities held prior to change</b>	Direct – 6,962,073 GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan  Direct - 945,549 GMG Stapled Securities  Indirect – Trison Investments Pty Limited has a relevant interest over 37,976,923 GMG Stapled Securities.

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+ See chapter 19 for defined terms.

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<b>Class</b>	GMG Stapled Securities, GMG Performance Rights and relevant interests in GMG Stapled Securities.
<b>Number acquired</b>	Nil
<b>Number disposed</b>	800,000
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$6,912,000
<b>No. of securities held after change</b>	<p>Direct – 6,962,073 GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan.</p> <p>Direct – 145,549 GMG Stapled Securities.</p> <p>Indirect – Trison Investments Pty Limited has a relevant interest over 37,976,923 GMG Stapled Securities.</p>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market trade

**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> 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> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

+ See chapter 19 for defined terms.

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No.
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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