



19 November 2020

Market Announcements Office  
ASX Limited  
Via ASX Online

Dear Sir / Madam

**GOODMAN GROUP (GOODMAN) – RESULTS OF ANNUAL GENERAL MEETINGS**

The Annual General Meetings of Goodman were held today and we are pleased to advise that the following resolutions were approved on a poll.

**Resolution 1: To appoint the auditor of Goodman Logistics (HK) Limited**

As an ordinary resolution of Goodman Logistics (HK) Limited:

“That Messrs KPMG, the retiring auditor, be re-appointed as the auditor of Goodman Logistics (HK) Limited to hold office until the next Annual General Meeting of Goodman Logistics (HK) Limited and that Goodman Logistics (HK) Limited’s Directors be authorised to fix the auditor’s remuneration.”

**Resolution 2: Re-Election of Mr Stephen Johns, as a Director of Goodman Limited and election as a Director of Goodman Logistics (HK) Limited**

As an ordinary resolution of Goodman Limited:

(a) “That Mr Stephen Johns, a Director of Goodman Limited, retiring by rotation in accordance with the Constitution and the Listing Rules, be re-elected as a Director of Goodman Limited.”

As an ordinary resolution of Goodman Logistics (HK) Limited:

(b) “That Mr Stephen Johns be elected as a Director of Goodman Logistics (HK) Limited.”

**Resolution 3: Election of Mr Mark Johnson as a Director of Goodman Limited**

As an ordinary resolution of Goodman Limited:

“That Mr Mark Johnson, a Director of Goodman Limited, appointed since the last AGM and retiring in accordance with the Constitution and the Listing Rules, be elected as a Director of Goodman Limited.”

**Resolution 4: Adoption of the Remuneration Report**

As an ordinary resolution of Goodman Limited:

“That the Remuneration Report for the year ended 30 June 2020 be adopted.”

Under the Corporations Act 2001 (Cth), this resolution is advisory only and does not bind the Directors or the Company.

**Goodman Group**

Goodman Limited | ABN 69 000 123 071  
Goodman Funds Management Limited | ABN 48 067 796 641 | AFSL Number 223621  
as responsible entity of Goodman Industrial Trust | ARSN 091213 839  
Level 17, 60 Castlereagh Street, Sydney NSW 2000 | GPO Box 4703, Sydney NSW 2001 Australia  
Tel +61 2 9230 7400 | Fax +61 2 9230 7444

Goodman Logistics (HK) Limited | Company No. 1700359 | ARBN 155 911 149 | a Hong Kong company with limited liability  
Suite 901, Three Pacific Place, 1 Queen’s Road East, Hong Kong | Tel +852 2249 3100 | Fax +852 2525 2070  
info-au@goodman.com | www.goodman.com

**Resolution 5: Issue of Performance Rights under the Long Term Incentive Plan to Mr Gregory Goodman**

As an ordinary resolution of each of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited:

“That approval is given for all purposes (including under Listing Rule 10.14 and section 200B of the Corporations Act) for the grant of 950,000 Performance Rights to, and the acquisition of Goodman Group Securities by, Mr Gregory Goodman as described in the Explanatory Memorandum to this Notice of Meetings.”

**Resolution 6: Issue of Performance Rights under the Long Term Incentive Plan to Mr Danny Peeters**

As an ordinary resolution of each of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited:

“That approval is given for all purposes (including under Listing Rule 10.14 and section 200B of the Corporations Act) for the grant of 380,000 Performance Rights to, and the acquisition of Goodman Group Securities by, Mr Danny Peeters as described in the Explanatory Memorandum to this Notice of Meetings.”

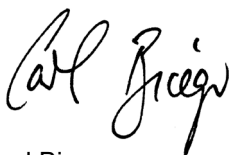
**Resolution 7: Issue of Performance Rights under the Long Term Incentive Plan to Mr Anthony Rozic**

As an ordinary resolution of each of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited:

“That approval is given for all purposes (including under Listing Rule 10.14 and section 200B of the Corporations Act) for the grant of 400,000 Performance Rights to, and the acquisition of Goodman Group Securities by, Mr Anthony Rozic as described in the Explanatory Memorandum to this Notice of Meetings.”

The Poll Report and Proxy and Poll Summary in relation to each resolution of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited are attached.

Yours faithfully



Carl Bicego  
**Company Secretary**

*Authorised for release to the ASX by Carl Bicego, Company Secretary and Group Head of Legal.*

19 November 2020



The Chairman  
GOODMAN GROUP  
Level 17  
60 Castlereagh Street  
Sydney NSW 2000

Computershare Investor Services Pty Limited  
ABN 48 078 279 277  
Level Four 60 Carrington Street  
Sydney NSW 2000 Australia  
GPO Box 7045  
Sydney NSW 2001 Australia  
Telephone 61 2 8234 5000  
Facsimile 61 2 8235 8150  
www.computershare.com

## Poll Report

I, Doris Grave, the Returning Officer appointed by you in connection with the voting by poll on the motions set out below at the Annual General Meetings of the shareholders of Goodman Limited, the unitholders of Goodman Industrial Trust and the sole shareholder of Goodman Logistics (HK) Limited held virtually at <https://web.lumiagm.com> with meeting ID 329-205-321 on 19 November 2020 at 10:00 am (Sydney time), report as follows:

### 1) APPOINT THE AUDITOR OF GOODMAN LOGISTICS (HK) LIMITED

	Number	%
Votes cast 'FOR' the motion	1,503,659,399	98.24
Votes cast 'AGAINST' the motion	26,881,479	1.76
TOTAL VOTES CAST	<u>1,530,540,878</u>	<u>100.00</u>

The resolution was carried as an ordinary resolution of Goodman Logistics (HK) Limited

### 2(a)) RE-ELECT MR STEPHEN JOHNS AS A DIRECTOR OF GOODMAN LIMITED

	Number	%
Votes cast 'FOR' the motion	1,498,540,223	97.92
Votes cast 'AGAINST' the motion	31,766,848	2.08
TOTAL VOTES CAST	<u>1,530,307,071</u>	<u>100.00</u>
Votes "Abstained"	2,739,662	

The resolution was carried as an ordinary resolution of Goodman Limited

### 2(b)) ELECT MR STEPHEN JOHNS AS A DIRECTOR OF GOODMAN LOGISTICS (HK) LTD

	Number	%
Votes cast 'FOR' the motion	1,499,167,588	98.03
Votes cast 'AGAINST' the motion	30,151,431	1.97
TOTAL VOTES CAST	<u>1,529,319,019</u>	<u>100.00</u>

The resolution was carried as an ordinary resolution of Goodman Logistics (HK) Limited

### 3) ELECT MR MARK JOHNSON AS A DIRECTOR OF GOODMAN LIMITED

	Number	%
Votes cast 'FOR' the motion	1,522,412,944	99.46
Votes cast 'AGAINST' the motion	8,304,308	0.54
TOTAL VOTES CAST	<u>1,530,717,252</u>	<u>100.00</u>
Votes "Abstained"	2,329,481	

The resolution was carried as an ordinary resolution of Goodman Limited

#### 4) ADOPTION OF REMUNERATION REPORT

	Number	%
Votes cast 'FOR' the motion	1,292,104,830	86.39
Votes cast 'AGAINST' the motion	203,492,458	13.61
TOTAL VOTES CAST	<u>1,495,597,288</u>	<u>100.00</u>
Votes "Abstained"	2,373,715	

The resolution was carried as an ordinary resolution of Goodman Limited

#### 5) ISSUE OF PERFORMANCE RIGHTS TO MR GREGORY GOODMAN

- Goodman Limited and Goodman Industrial Trust

	Goodman Limited Number	%	Goodman Industrial Trust Number*
Votes cast 'FOR' the motion	1,094,996,137	73.18	13,271,353,180
Votes cast 'AGAINST' the motion	401,211,504	26.82	4,862,683,428
TOTAL VOTES CAST	<u>1,496,207,641</u>	<u>100.00</u>	<u>18,134,036,608</u>
Votes "Abstained"	2,819,415		

- Goodman Logistics (HK) Limited

	Number	%
Votes cast 'FOR' the motion	1,094,527,354	73.20
Votes cast 'AGAINST' the motion	400,715,921	26.80
TOTAL VOTES CAST	<u>1,495,243,275</u>	<u>100.00</u>

The resolution was carried as an ordinary resolution of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited

#### 6) ISSUE OF PERFORMANCE RIGHTS TO MR DANNY PEETERS

- Goodman Limited and Goodman Industrial Trust

	Goodman Limited Number	%	Goodman Industrial Trust Number*
Votes cast 'FOR' the motion	1,095,650,047	73.23	13,279,278,569
Votes cast 'AGAINST' the motion	400,555,653	26.77	4,854,734,514
TOTAL VOTES CAST	<u>1,496,205,700</u>	<u>100.00</u>	<u>18,134,013,083.00</u>
Votes "Abstained"	2,821,356		

- Goodman Logistics (HK) Limited

	Number	%
Votes cast 'FOR' the motion	1,095,181,264	73.24
Votes cast 'AGAINST' the motion	400,060,070	26.76
TOTAL VOTES CAST	<u>1,495,241,334</u>	<u>100.00</u>

The resolution was carried as an ordinary resolution of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited

## 7) ISSUE OF PERFORMANCE RIGHTS TO MR ANTHONY ROZIC

### • Goodman Limited and Goodman Industrial Trust

	<b>Goodman Limited</b>		<b>Goodman Industrial Trust</b>
	<b>Number</b>	<b>%</b>	<b>Number*</b>
Votes cast 'FOR' the motion	1,095,652,547	73.23	13,279,308,869
Votes cast 'AGAINST' the motion	400,555,653	26.77	4,854,734,514
TOTAL VOTES CAST	<u>1,496,208,200</u>	<u>100.00</u>	<u>18,134,043,383</u>
Votes "Abstained"	2,818,856		

### • Goodman Logistics (HK) Limited

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	1,094,936,681	73.24
Votes cast 'AGAINST' the motion	400,060,070	26.76
TOTAL VOTES CAST	<u>1,494,996,751</u>	<u>100.00</u>

The resolution was carried as an ordinary resolution of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited

\* For Goodman Industrial Trust the number of votes is determined by multiplying the number of units by the dollar value of each unit. The dollar value of each unit equals \$12.12 based on the value attributable to the GIT Unit as a component of GMG stapled securities at the closing price of GMG securities on 18 November 2020

Yours faithfully,



**Doris Grave**

Returning Officer

*Computershare Investor Services Pty Limited*

**1) APPOINT THE AUDITOR OF GOODMAN LOGISTICS (HK) LIMITED**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>
1,503,659,399	26,881,479

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>
1,503,659,399	26,881,479

**2(a)) RE-ELECT MR STEPHEN JOHNS AS A DIRECTOR OF GOODMAN LIMITED**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
1,497,577,421	31,766,848	2,734,052	739,715

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
1,498,540,223	31,766,848	2,739,662

**2(b)) ELECT MR STEPHEN JOHNS AS A DIRECTOR OF GOODMAN LOGISTICS (HK) LIMITED**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>
1,499,167,588	30,151,431

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>
1,499,167,588	30,151,431

**3) ELECT MR MARK JOHNSON AS A DIRECTOR OF GOODMAN LIMITED**

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
1,521,938,415	7,817,035	2,323,871	738,715

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
1,522,412,944	8,304,308	2,329,481

#### 4) **ADOPTION OF REMUNERATION REPORT**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
1,291,664,136	203,005,185	2,368,105	747,941

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
1,292,104,830	203,492,458	2,373,715

#### 5) **ISSUE OF PERFORMANCE RIGHTS TO MR GREGORY GOODMAN**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

• **Goodman Limited and Goodman Industrial Trust \***

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
1,094,527,354	400,715,921	2,817,815	737,305

• **Goodman Logistics (HK) Limited**

<b>For</b>	<b>Against</b>
1,094,527,354	400,715,921

The motions were each carried as an ordinary resolution on a poll the details of which are:

• **Goodman Limited and Goodman Industrial Trust \***

<b>For</b>	<b>Against</b>	<b>Abstain</b>
1,094,996,137	401,211,504	2,819,415

• **Goodman Logistics (HK) Limited**

<b>For</b>	<b>Against</b>
1,094,527,354	400,715,921

## 6) ISSUE OF PERFORMANCE RIGHTS TO MR DANNY PEETERS

The instructions given to validly appointed proxies in respect of the resolution were as follows:

### • Goodman Limited and Goodman Industrial Trust \*

For	Against	Abstain	Proxy's discretion
1,095,181,264	400,060,070	2,819,756	737,305

### • Goodman Logistics (HK) Limited

For	Against
1,095,181,264	400,060,070

The motions were each carried as an ordinary resolution on a poll the details of which are:

### • Goodman Limited and Goodman Industrial Trust \*

For	Against	Abstain
1,095,650,047	400,555,653	2,821,356

### • Goodman Logistics (HK) Limited

For	Against
1,095,181,264	400,060,070

## 7) ISSUE OF PERFORMANCE RIGHTS TO MR ANTHONY ROZIC

The instructions given to validly appointed proxies in respect of the resolution were as follows:

### • Goodman Limited and Goodman Industrial Trust \*

For	Against	Abstain	Proxy's discretion
1,094,936,681	400,060,070	2,817,256	984,388

### • Goodman Logistics (HK) Limited

For	Against
1,094,936,681	400,060,070

The motions were each carried as an ordinary resolution on a poll the details of which are:

### • Goodman Limited and Goodman Industrial Trust \*

For	Against	Abstain
1,095,652,547	400,555,653	2,818,856

### • Goodman Logistics (HK) Limited

For	Against
1,094,936,681	400,060,070

\* For Goodman Industrial Trust the number of votes is determined by multiplying the number of units by the dollar value of each unit. The dollar value of each unit equals \$12.12 based on the value attributable to the GIT Unit as a component of GMG stapled securities at the closing price of GMG securities on 18 November 2020