



18 November 2021

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 Ms Rebecca McGrath as a Director of Goodman Limited

As an ordinary resolution of Goodman Limited:

“That Ms Rebecca McGrath, 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.”

Resolution 3: Re-Election of Mr Danny Peeters, as a Director of Goodman Limited and as a Director of Goodman Logistics (HK) Limited

As an ordinary resolution of Goodman Limited:

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

Resolution 4: Re-Election of Mr David Collins as a Director of Goodman Logistics (HK) Limited

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

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

Goodman Group

Goodman Limited | ABN 69 000 123 071
Goodman Funds Management Limited | ABN 48 067 796 641 | AFSL Number 223621
as responsible entity for Goodman Industrial Trust | ARSN 091213 839

The Hayesbery, 1-11 Hayes Road, Rosebery NSW 2018 | 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: Adoption of the Remuneration Report

As an ordinary resolution of Goodman Limited:

“That the Remuneration Report for the year ended 30 June 2021 be adopted.”

Under the Corporations Act 2001 (Cth) (“Corporations Act”), this resolution is advisory only and does not bind the Directors or the Company. As more than 25% of the votes were cast against the resolution it constitutes a “first strike” under the Corporations Act.

Resolution 6: Issue of Performance Rights under the Long Term Incentive Plan to Mr Greg 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 1,560,000 10 Year Performance Rights to, and the acquisition of Goodman Group Securities by, Mr Greg Goodman 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 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 625,000 10 Year 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.”

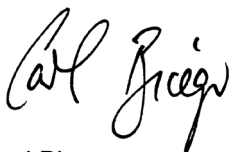
Resolution 8: Issue of Performance Rights under the Long Term Incentive Plan to Mr Anthony Rozic

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 690,000 10 Year 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

A handwritten signature in black ink that reads "Carl Bicego".

Carl Bicego
Company Secretary

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

18 November 2021

The Chairman
GOODMAN GROUP
The Hayesbery, 1-11 Hayes Road
Rosebery NSW



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
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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 305-919-295 on 18 November 2021 at 10:00 am (Sydney time), report as follows:

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

	Number	%
Votes cast 'FOR' the motion	1,486,203,013	96.33
Votes cast 'AGAINST' the motion	56,616,121	3.67
TOTAL VOTES CAST	<u>1,542,819,134.00</u>	<u>100.00</u>

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

2) RE-ELECT MS REBECCA MCGRATH AS A DIRECTOR OF GOODMAN LIMITED

	Number	%
Votes cast 'FOR' the motion	1,219,586,170	79.16
Votes cast 'AGAINST' the motion	321,053,867	20.84
TOTAL VOTES CAST	<u>1,540,640,037.00</u>	<u>100.00</u>
Votes "Abstained"	5,613,998	

The resolution was carried as an ordinary resolution of Goodman Limited

3(a)) RE-ELECT MR DANNY PEETERS AS A DIRECTOR OF GOODMAN LIMITED

	Number	%
Votes cast 'FOR' the motion	1,320,920,877	85.81
Votes cast 'AGAINST' the motion	218,513,699	14.19
TOTAL VOTES CAST	<u>1,539,434,576</u>	<u>100.00</u>
Votes "Abstained"	6,819,459	

The resolution was carried as an ordinary resolution of Goodman Limited

3(b)) RE-ELECT MR DANNY PEETERS AS A DIRECTOR OF GOODMAN LOGISTICS (HK) LIMITED

	Number	%
Votes cast 'FOR' the motion	1,363,128,387	88.63
Votes cast 'AGAINST' the motion	174,954,003	11.37
TOTAL VOTES CAST	<u>1,538,082,390</u>	<u>100.00</u>

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

4) RE-ELECT MR DAVID COLLINS AS A DIRECTOR OF GOODMAN LOGISTICS (HK) LIMITED

	Number	%
Votes cast 'FOR' the motion	1,518,219,973	99.92
Votes cast 'AGAINST' the motion	1,259,733	0.08
TOTAL VOTES CAST	<u>1,519,479,706</u>	<u>100.00</u>

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

5) ADOPTION OF REMUNERATION REPORT

	Number	%
Votes cast 'FOR' the motion	834,454,088	58.32
Votes cast 'AGAINST' the motion	596,473,887	41.68
TOTAL VOTES CAST	<u>1,430,927,975</u>	<u>100.00</u>
Votes "Abstained"	78,041,536	

The resolution was carried as an ordinary resolution of Goodman Limited

6) ISSUE OF PERFORMANCE RIGHTS TO MR GREG GOODMAN

• Goodman Limited and Goodman Industrial Trust

	Goodman Limited Number	%	Goodman Industrial Trust Number*
Votes cast 'FOR' the motion	788,867,571	54.54	12,298,445,431
Votes cast 'AGAINST' the motion	657,529,161	45.46	10,250,879,619
TOTAL VOTES CAST	<u>1,446,396,732</u>	<u>100.00</u>	<u>22,549,325,050</u>
Votes "Abstained"	64,564,390		

• Goodman Logistics (HK) Limited

	Number	%
Votes cast 'FOR' the motion	788,217,559	54.54
Votes cast 'AGAINST' the motion	656,926,310	45.46
TOTAL VOTES CAST	<u>1,445,143,869</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 DANNY PEETERS

• Goodman Limited and Goodman Industrial Trust

	Goodman Limited Number	%	Goodman Industrial Trust Number*
Votes cast 'FOR' the motion	816,368,804	56.44	12,727,189,654
Votes cast 'AGAINST' the motion	630,048,221	43.56	9,822,451,765
TOTAL VOTES CAST	<u>1,446,417,025</u>	<u>100.00</u>	<u>22,549,641,419</u>
Votes "Abstained"	64,544,097		

• Goodman Logistics (HK) Limited

	Number	%
Votes cast 'FOR' the motion	815,716,590	56.44
Votes cast 'AGAINST' the motion	629,445,370	43.56
TOTAL VOTES CAST	<u>1,445,161,960</u>	<u>100.00</u>

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

8) ISSUE OF PERFORMANCE RIGHTS TO MR ANTHONY ROZIC

• Goodman Limited and Goodman Industrial Trust

	Goodman Limited Number	%	Goodman Industrial Trust Number*
Votes cast 'FOR' the motion	816,384,421	56.44	12,727,433,123
Votes cast 'AGAINST' the motion	630,029,611	43.56	9,822,161,635
TOTAL VOTES CAST	<u>1,446,414,032</u>	<u>100.00</u>	<u>22,549,594,758</u>
Votes "Abstained"	64,547,090		

• Goodman Logistics (HK) Limited

	Number	%
Votes cast 'FOR' the motion	815,732,339	56.45
Votes cast 'AGAINST' the motion	629,426,760	43.55
TOTAL VOTES CAST	<u>1,445,159,099</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 \$15.59 based on the value attributable to the GIT Unit as a component of GMG stapled securities at the closing price of GMG securities on 17 November 2021

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:

For	Against
1,486,203,013	56,616,121

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

For	Against
1,486,203,013	56,616,121

2) RE-ELECT MS REBECCA MCGRATH AS A DIRECTOR OF GOODMAN LIMITED

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

For	Against	Abstain	Proxy's discretion
1,218,315,899	321,053,867	5,613,998	1,165,188

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

For	Against	Abstain
1,219,586,170	321,053,867	5,613,998

3(a)) RE-ELECT MR DANNY PEETERS AS A DIRECTOR OF GOODMAN LIMITED

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

For	Against	Abstain	Proxy's discretion
1,319,639,266	218,513,699	6,819,459	1,176,528

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

For	Against	Abstain
1,320,920,877	218,513,699	6,819,459

3(b)) RE-ELECT MR DANNY PEETERS AS A DIRECTOR OF GOODMAN LOGISTICS (HK) LIMITED

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

For	Against
1,363,128,387	174,954,003

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

For	Against
1,363,128,387	174,954,003

4) RE-ELECT MR DAVID COLLINS AS A DIRECTOR OF GOODMAN LOGISTICS (HK) LIMITED

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

For	Against
1,518,219,973	1,259,733

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

For	Against
1,518,219,973	1,259,733

5) ADOPTION OF REMUNERATION REPORT

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

For	Against	Abstain	Proxy's discretion
833,820,418	595,871,036	78,041,536	1,156,138

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

For	Against	Abstain
834,454,088	596,473,887	78,041,536

6) ISSUE OF PERFORMANCE RIGHTS TO MR GREG GOODMAN

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
788,217,559	656,926,310	64,564,390	1,147,780

• Goodman Logistics (HK) Limited

For	Against
788,217,559	656,926,310

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
788,867,571	657,529,161	64,564,390

• Goodman Logistics (HK) Limited

For	Against
788,217,559	656,926,310

7) 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
815,716,590	629,445,370	64,544,097	1,149,982

• **Goodman Logistics (HK) Limited**

For	Against
815,716,590	629,445,370

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
816,368,804	630,048,221	64,544,097

• **Goodman Logistics (HK) Limited**

For	Against
815,716,590	629,445,370

8) 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
815,732,339	629,426,760	64,547,090	1,149,850

• **Goodman Logistics (HK) Limited**

For	Against
815,732,339	629,426,760

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
816,384,421	630,029,611	64,547,090

• **Goodman Logistics (HK) Limited**

For	Against
815,732,339	629,426,760

* 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 \$15.59 based on the value attributable to the GIT Unit as a component of GMG stapled securities at the closing price of GMG securities on 17 November 2021