



30 November 2009

The Manager  
Company Notices Section  
ASX Limited  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir

**GMP: GOODMAN GROUP (GMG)  
RESULTS FROM ANNUAL GENERAL MEETING**

We attach the results from the Goodman Group Annual General Meeting held today.

Yours faithfully

A handwritten signature in black ink, appearing to read "Carl Bicego".

Carl Bicego  
Company Secretary



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The Manager  
Company Notices Section  
ASX Limited  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir

**GOODMAN GROUP (“GOODMAN”)  
RESULTS FROM ANNUAL GENERAL MEETING**

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

**Resolution 1: Re-election of a Director – Mr Ian Ferrier**

The following ordinary resolution of the Company:

“That Mr Ian Ferrier, a Director of Goodman, retiring by rotation in accordance with the Constitution and the Listing Rules, be re-elected as a Director of Goodman.”

**Resolution 2: Re-election of a Director – Mr Jim Sloman**

The following ordinary resolution of the Company:

“That Mr Jim Sloman, a Director of Goodman, retiring by rotation in accordance with the Constitution and the Listing Rules, be re-elected as a Director of Goodman.”

**Resolution 3: Adoption of the Remuneration Report**

The following ordinary resolution of the Company:

“That the Remuneration Report for the year ended 30 June 2009 be adopted.”

**Resolution 4: Ratification of the Placement**

The following special resolution of both the Company and the Trust:

“That the issue of 416,947,757 Stapled Securities on 26 August 2009 and the issue of 9,458,926 Stapled Securities on 16 September 2009 to certain institutional and other sophisticated investors at \$0.40 per Stapled Security, as described in the Explanatory Memorandum, is approved and ratified for all purposes (including for the purposes of Listing Rules 7.1 and 7.4 and ASIC Class Order 05/26).”



**Resolution 5: Approval of issue of Stapled Securities as a distribution on the Exchangeable Hybrid Securities**

The following ordinary resolution of the Company and the Trust:

“That approval is given for all purposes under the Listing Rules (including for the purposes of Listing Rule 7.1) for the issue of Stapled Securities in satisfaction of the distributions payable under the Exchangeable Hybrid Securities issued on 16 October 2009 for a period of 13 months from the date of this approval.”

**Resolution 6: Approval of Long Term Incentive Plan**

The following ordinary resolution of the Company and the Trust:

“That approval is given for all purposes under the Listing Rules for approval of the Long Term Incentive Plan (LTIP) for a period of three years from the date of this approval.”

**Resolution 7: Issue of Performance Rights under the LTIP to Mr Gregory Goodman**

The following ordinary resolution of the Company and the Trust:

“That approval is given for all purposes under the Listing Rules for the grant of up to 8,000,000 Performance Rights at any time until the second anniversary of this approval, to Mr Gregory Goodman on such terms as described in the Explanatory Memorandum.”

The poll results and proxy summary in relation to each resolution are set out in Appendix 1.

Yours faithfully

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

Carl Bicego  
**Company Secretary**



## Appendix 1

<b>Resolution 1: Re-election of a Director – Mr Ian Ferrier</b> <b>Proxy Votes</b>	<b>Number of Votes*</b>	<b>Total %</b>
Proxy votes cast in favour of the resolution	2,599,879,453	64.25
Proxy votes open to be voted at the proxy's discretion	21,400,705	0.53
Proxy votes cast against the resolution	1,425,147,872	35.22
Proxy votes abstained on the resolution	11,093,006	

<b>Resolution 1: Re-election of a Director – Mr Ian Ferrier</b> <b>Poll Votes</b>	<b>Number of Votes*</b>	<b>Total %</b>
Poll votes cast in favour of the resolution	2,626,439,312	64.81
Poll votes cast against the resolution	1,425,976,613	35.19
Poll votes abstained on the resolution	12,317,901	

<b>Resolution 2: Re-election of a Director – Mr Jim Sloman</b> <b>Proxy Votes</b>	<b>Number of Votes*</b>	<b>Total %</b>
Proxy votes cast in favour of the resolution	2,319,128,286	57.21
Proxy votes open to be voted at the proxy's discretion	21,821,699	0.54
Proxy votes cast against the resolution	1,712,944,599	42.25
Proxy votes abstained on the resolution	3,584,294	

<b>Resolution 2: Re-election of a Director – Mr Jim Sloman</b> <b>Poll Votes</b>	<b>Number of Votes*</b>	<b>Total %</b>
Poll votes cast in favour of the resolution	2,345,970,374	57.79
Poll votes cast against the resolution	1,713,824,602	42.21
Poll votes abstained on the resolution	4,881,008	

<b>Resolution 3: Adoption of the Remuneration Report</b> <b>Proxy Votes</b>	<b>Number of Votes*</b>	<b>Total %</b>
Proxy votes cast in favour of the resolution	3,904,658,365	98.43
Proxy votes open to be voted at the proxy's discretion	21,312,837	0.54
Proxy votes cast against the resolution	40,827,209	1.03
Proxy votes abstained on the resolution	90,722,625	



<b>Resolution 3: Adoption of the Remuneration Report</b>	<b>Number of Votes*</b>	<b>Total %</b>
<b>Poll Votes</b>		
Poll votes cast in favour of the resolution	3,925,455,536	98.83
Poll votes cast against the resolution	46,355,320	1.17
Poll votes abstained on the resolution	92,922,970	

<b>Resolution 4: Ratification of the Placement</b>	<b>Number of Votes*</b>	<b>Total %</b>
<b>Proxy Votes</b>		
Proxy votes cast in favour of the resolution	1,965,949,193	98.19
Proxy votes open to be voted at the proxy's discretion	22,143,491	1.11
Proxy votes cast against the resolution	14,083,643	0.7
Proxy votes abstained on the resolution	1,337,935,817	

<b>Resolution 4: Ratification of the Placement</b>	<b>Number of Votes*</b>	<b>Total %</b>
<b>Poll Votes</b>		
Poll votes cast in favour of the resolution	1,994,781,411	99.28
Poll votes cast against the resolution	14,528,163	0.72
Poll votes abstained on the resolution	1,338,000,361	

<b>Resolution 5: Approval of issue of Stapled Securities as a distribution on the Exchangeable Hybrid Securities</b>	<b>Number of Votes*</b>	<b>Total %</b>
<b>Proxy Votes</b>		
Proxy votes cast in favour of the resolution	3,911,528,634	98.77
Proxy votes open to be voted at the proxy's discretion	21,597,020	0.55
Proxy votes cast against the resolution	26,906,996	0.68
Proxy votes abstained on the resolution	95,799,864	

<b>Resolution 5: Approval of issue of Stapled Securities as a distribution on the Exchangeable Hybrid Securities</b>	<b>Number of Votes*</b>	<b>Total %</b>
<b>Poll Votes</b>		
Poll votes cast in favour of the resolution	3,939,860,432	99.31
Poll votes cast against the resolution	27,334,180	0.69
Poll votes abstained on the resolution	95,835,693	



<b>Resolution 6: Approval of Long Term Incentive Plan</b>	<b>Number of Votes*</b>	<b>Total %</b>
<b>Proxy Votes</b>		
Proxy votes cast in favour of the resolution	2,963,019,775	73.36
Proxy votes open to be voted at the proxy's discretion	20,752,833	0.51
Proxy votes cast against the resolution	1,055,484,592	26.13
Proxy votes abstained on the resolution	10,110,322	

<b>Resolution 6: Approval of Long Term Incentive Plan</b>	<b>Number of Votes*</b>	<b>Total %</b>
<b>Poll Votes</b>		
Poll votes cast in favour of the resolution	2,983,744,050	73.77
Poll votes cast against the resolution	1,060,892,821	26.23
Poll votes abstained on the resolution	11,943,441	

<b>Resolution 7: Issue of Performance Rights under the LTIP to Mr Gregory Goodman</b>	<b>Number of Votes*</b>	<b>Total %</b>
<b>Proxy Votes</b>		
Proxy votes cast in favour of the resolution	2,233,540,012	55.36
Proxy votes open to be voted at the proxy's discretion	20,745,823	0.51
Proxy votes cast against the resolution	1,780,262,210	44.13
Proxy votes abstained on the resolution	14,828,467	

<b>Resolution 7:</b>	<b>Number of Votes*</b>	<b>Total %</b>
<b>Poll Votes</b>		
Poll votes cast in favour of the resolution	2,253,516,628	55.78
Poll votes cast against the resolution	1,786,548,199	44.22
Poll votes abstained on the resolution	16,509,476	

\*Number of votes relates to Goodman Limited where each member present (in person or by proxy, representative or attorney) has one vote for each fully paid share. In respect of Goodman Industrial Trust each member present (in person or by proxy, representative or attorney) has one vote for each one dollar of the value of the units held by the member. Under s253F(a) of the Corporations Act, this is that value attributable to the unit value in the closing price of the stapled security on the day prior to the meeting. The closing price of a GMG security was \$0.585 and the amount allocated to the unit was \$0.53. The number of votes equals the number of securities multiplied by this value.