

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme	GOODMAN PLUS TRUST
ARSN	128 290 808

**1. Details of substantial holder**

Name The Goldman Sachs Group, Inc. ("GSGI") on behalf of itself and its subsidiaries ("Goldman Sachs Group") including its significant subsidiaries listed in Annexure A ("Significant Subsidiaries") and Goldman Sachs Holdings ANZ Pty Limited and its subsidiaries ("Goldman Sachs Australia Group").

ACN/ARSN (if applicable) Not applicable

There was a change in the interests of the substantial holder on 27 August 2013  
The previous notice was given to the company on 12 August 2013  
The previous notice was dated 12 August 2013

**2. Previous and present 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 had a relevant interest in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities	Previous Notice		Present Notice	
	Person's votes	Voting Power	Person's votes	Voting Power
Preferred Units (known as Perpetual Listed Unsecured Securities or Goodman PLUS)	375,685	11.49%	338,016	10.34%

**3. Change in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of Change	Holder of Relevant Interest	Nature of Change	Consideration (AUD)	Class and Number of Securities	Person's votes affected
09/08/2013	Goldman Sachs Asset Management International ("GSAMI")	Sell	68,965	700 Preferred Units	700
09/08/2013	GSAMI	Sell	68,965	700 Preferred Units	700
12/08/2013	GSAMI	Sell	260,699	2,650 Preferred Units	2,650
14/08/2013	GSAMI	Sell	188,340	1,914 Preferred Units	1,914
15/08/2013	GSAMI	Sell	492,035	5,000 Preferred Units	5,000
15/08/2013	GSAMI	Sell	492,010	5,000 Preferred Units	5,000
15/08/2013	GSAMI	Sell	492,010	5,000 Preferred Units	5,000
19/08/2013	GSAMI	Sell	493,255	5,000 Preferred Units	5,000
20/08/2013	Goldman Sachs Australia Managed Funds Limited ("GSAMF")	Sell	223,179	2,267 Preferred Units	2,267
21/08/2013	GSAMF	Sell	129,120	1,310 Preferred Units	1,310
22/08/2013	GSAMF	Sell	197,838	2,010 Preferred Units	2,010

23/08/2013	GSAMF	Sell	109,979	1,118	Preferred Units	1,118
27/08/2013	GSAMI	Sell	492,010	5,000	Preferred Units	5,000

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
The Goldman Sachs Group Inc ("GSGI")	See below	N/A	GSGI has a relevant interest in these preferred units by virtue of section 608(3) of the Corporations Act 2001	338,016 Preferred Units	338,016
GSAMI	Bank of New York Mellon	Various clients	GSAMI has a relevant interest in 272,996 preferred units in its capacity as investment manager for a range of client portfolios	272,996 Preferred Units	272,996
Goldman Sachs Asset Management Australia Pty Ltd ("GSAMA")	Citicorp Nominees Pty Ltd	Various clients	GSAMA has a relevant interest in 13,828 preferred units in its capacity as investment manager for a range of client portfolios	13,828 Preferred Units	13,828
GSAMF	RBC Dexia Investor Services Australia Pty Limited	GSAMF as the responsible entity for the range of Goldman Sachs Australia registered managed investment schemes	GSAMF has a relevant interest in 51,192 preferred units in its capacity as responsible entity for the range of Goldman Sachs Australia Managed Funds	51,192 Preferred Units	51,192
GSAMA	RBC Dexia Investor Services Australia Pty Limited	GSAMF as the responsible entity for the range of Goldman Sachs Australia registered managed investment schemes	GSAMA has a relevant interest in 51,192 preferred units in its capacity as investment manager for the range of Goldman Sachs Australia registered managed investment schemes	51,192 Preferred Units	51,192

#### 5. Change in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

#### 6. Addresses

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

Name	Address
GSGI	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, U.S.A.
GSAMI	Peterborough Court, 133 Fleet Street, London EC4A 2BB GBR
Goldman Sachs Australia Group	All care of Level 17, 101 Collins Street, Melbourne VIC 3000
Bank of New York Mellon	One Wall Street, New York, NY 10286
Citicorp Nominees Pty Ltd	Lvl 25/ 2, Chifley Sq, Sydney 2000
RBC Dexia Investor Services Australia Pty Limited	2 Park Street, Level 17, Sydney, NSW, Australia 2000

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**Signature**

Print name      Michael Corwin      Capacity      Authorised Person  
(signing under power of attorney in  
accordance with section 52 of the  
Corporations Act)

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Sign here            Date      29 August 2013

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## Annexure A

**Significant Subsidiaries of The Goldman Sachs Group, Inc.**


The following are significant subsidiaries of The Goldman Sachs Group, Inc. as of December 31, 2012 and the states or jurisdictions in which they are organized. Indentation indicates the principal parent of each subsidiary. The Goldman Sachs Group, Inc. owns, directly or indirectly, at least 99% of the voting securities of substantially all of the subsidiaries included below. The names of particular subsidiaries have been omitted because, considered in the aggregate as a single subsidiary, they would not constitute, as of the end of the year covered by this report, a "significant subsidiary" as that term is defined in Rule 1-02(w) of Regulation S-X under the Securities Exchange Act of 1934.

Name	State or Jurisdiction of Organization of Entity
The Goldman Sachs Group, Inc.	Delaware
Goldman, Sachs & Co.	New York
Goldman Sachs (UK) L.L.C.	Delaware
Goldman Sachs Group Holdings (U.K.)	United Kingdom
Goldman Sachs International Bank	United Kingdom
Goldman Sachs Holdings (U.K.)	United Kingdom
Goldman Sachs International	United Kingdom
Goldman Sachs Asset Management International	United Kingdom
Shire UK Limited	United Kingdom
KPL Finance Limited	Cayman Islands
Goldman Sachs Global Holdings L.L.C.	Delaware
GS Asian Venture (Delaware) L.L.C.	Delaware
Triumph II Investments (Ireland) Limited	Ireland
GS Diversified Funding LLC	Delaware
Hull Trading Asia Limited	Hong Kong
Goldman Sachs LLC	Mauritius
Goldman Sachs Venture LLC	Mauritius
GS (Asia) L.P.	Delaware
Goldman Sachs (Japan) Ltd.	British Virgin Islands
Goldman Sachs Japan Co., Ltd.	Japan
J. Aron Holdings, L.P.	Delaware
J. Aron & Company	New York
Goldman Sachs Asset Management, L.P.	Delaware
Goldman Sachs Hedge Fund Strategies LLC	Delaware
Goldman Sachs (Cayman) Holding Company	Cayman Islands
Goldman Sachs (Asia) Corporate Holdings L.P.	Delaware
Goldman Sachs Holdings (Hong Kong) Limited	Hong Kong
Goldman Sachs (Asia) Finance	Mauritius
Goldman Sachs (Asia) L.L.C.	Delaware
Goldman Sachs Financial Markets, L.P.	Delaware
MTGLQ Investors, L.P.	Delaware
ELQ Investors, Ltd	United Kingdom
Special Situations Investing Group II, LLC	Delaware
MTGRP, L.L.C.	Delaware
GS Mehetia LLC	Delaware
Mehetia Holdings Inc.	Delaware
GS Holdings (Delaware) L.L.C. II	Delaware
GS Lending Partners Holdings LLC	Delaware
Goldman Sachs Lending Partners LLC	Delaware
Goldman Sachs Bank USA	New York
Goldman Sachs Mortgage Company	New York
GSTM LLC	Delaware
SLK LLC	New York
Goldman Sachs Execution & Clearing, L.P.	New York

Name	State or Jurisdiction of Organization of Entity
GS Financial Services II, LLC	Delaware
GS Funding Europe	United Kingdom
GS Funding Europe I Ltd.	Cayman Islands
GS Funding Europe II Ltd.	Cayman Islands
GS Investment Strategies, LLC	Delaware
Commonwealth Annuity and Life Insurance Company	Massachusetts
Goldman Sachs Specialty Lending Holdings, Inc. II	Delaware
Goldman Sachs Specialty Lending CLO-I, Ltd.	Cayman Islands
GS Power Holdings LLC	Delaware
Mitsi Holdings LLC	Delaware
Metro International Trade Services LLC	Delaware
MLQ Investors, L.P.	Delaware
GS PIA Holdings GK	Japan
GS TK Holdings III GK	Japan
Goldman Sachs Ireland Group Holdings LLC	Delaware
Goldman Sachs Ireland LLC	Delaware
Goldman Sachs Ireland Group Limited	Ireland
Goldman Sachs Ireland Holdings Limited	Ireland
Rothesay Life, L.L.C.	Delaware
Rothesay Life (Cayman) Limited	Cayman Islands
Rothesay Life Limited	United Kingdom
ELQ Holdings (Del) LLC	Delaware
ELQ Holdings (UK) Ltd	United Kingdom
ELQ Investors II Ltd	United Kingdom
Goldman Sachs Specialty Lending Holdings, Inc.	Delaware
Goldman Sachs Holdings ANZ Pty Limited	Australia
GS HLDGS ANZ II Pty Ltd	Australia
Goldman Sachs Australia Group Holdings Pty Ltd	Australia
Goldman Sachs Australia Pty Ltd	Australia
Goldman Sachs Financial Markets Pty Ltd	Australia
GSFS Investments I Corp.	Delaware
GS Fund Holdings, L.L.C.	Delaware
Shoelane, L.P.	Delaware
Arrow Corporate Member Holdings LLC	Delaware
Goldman Sachs Property and Casualty	United Kingdom
Ariel Corporate Member Limited	United Kingdom
GS India Holdings L.P.	Delaware
Goldman Sachs Investments (Mauritius) I Limited	Mauritius

## THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES

### Signature

print name	Michael Corwin (signing under power of attorney in accordance with section 52 of the Corporations Act)	capacity	Authorised Person
sign here		date	29 August 2013