

**Form 605**Corporations Act 2001  
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme

GOODMAN PLUS TRUST

ARSN

128 290 808

**1. Details of substantial holder**

Name The Goldman Sachs Group, Inc. on behalf of itself and its subsidiaries ("GSGI"), being the bodies corporate listed in Annexure A

ACN/ARSN (if applicable) Not applicable

The holder ceased to be a substantial holder on 21 July 2011

The previous notice was given to the company on 11 July 2011

The previous notice was dated 11 July 2011

**2. Changes 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
07/07/2011	Goldman Sachs & Partners Australia Capital Markets Limited ("GS&PACM")	Sale	19,163	250 Perpetual Preferred Units	250
07/07/2011	GS&PACM	Sale	38,250	500 Perpetual Preferred Units	500
07/07/2011	GS&PACM	Sale	34,448	450 Perpetual Preferred Units	450
07/07/2011	GS&PACM	Sale	38,325	500 Perpetual Preferred Units	500
07/07/2011	GS&PACM	Sale	38,250	500 Perpetual Preferred Units	500
07/07/2011	GS&PACM	Sale	76,750	1,000 Perpetual Preferred Units	1,000
07/07/2011	GS&PACM	Sale	38,300	500 Perpetual Preferred Units	500
07/07/2011	GS&PACM	Sale	38,250	500 Perpetual Preferred Units	500
07/07/2011	GS&PACM	Sale	31,872	415 Perpetual Preferred Units	415
07/07/2011	GS&PACM	Sale	38,250	500 Perpetual Preferred Units	500
07/07/2011	GS&PACM	Sale	38,275	500 Perpetual Preferred Units	500
07/07/2011	GS&PACM	Sale	1,610	21 Perpetual Preferred Units	21
07/07/2011	GS&PACM	Sale	38,300	500 Perpetual Preferred Units	500
07/07/2011	GS&PACM	Sale	38,375	500 Perpetual Preferred Units	500
07/07/2011	GS&PACM	Sale	1,309	17 Perpetual Preferred Units	17
07/07/2011	GS&PACM	Sale	26,828	350 Perpetual Preferred Units	350

08/07/2011	GS&PACM	Sale	77,000	1,000	Perpetual Preferred Units	1,000
08/07/2011	GS&PACM	Sale	38,700	500	Perpetual Preferred Units	500
08/07/2011	GS&PACM	Sale	13,235	171	Perpetual Preferred Units	171
08/07/2011	GS&PACM	Sale	200,200	2,600	Perpetual Preferred Units	2,600
08/07/2011	GS&PACM	Sale	77,400	1,000	Perpetual Preferred Units	1,000
08/07/2011	GS&PACM	Sale	24,923	322	Perpetual Preferred Units	322
08/07/2011	GS&PACM	Sale	19,350	250	Perpetual Preferred Units	250
08/07/2011	GS&PACM	Sale	25,465	329	Perpetual Preferred Units	329
08/07/2011	GS&PACM	Sale	6,966	90	Perpetual Preferred Units	90
08/07/2011	GS&PACM	Sale	69,300	900	Perpetual Preferred Units	900
08/07/2011	GS&PACM	Sale	15,554	202	Perpetual Preferred Units	202
08/07/2011	GS&PACM	Sale	30,030	390	Perpetual Preferred Units	390
11/07/2011	GS&PACM	Sale	9,985	129	Perpetual Preferred Units	129
11/07/2011	GS&PACM	Sale	39,000	500	Perpetual Preferred Units	500
18/07/2011	GS&PACM	Sale	15,445	196	Perpetual Preferred Units	196
18/07/2011	GS&PACM	Sale	48,750	625	Perpetual Preferred Units	625
18/07/2011	GS&PACM	Sale	9,906	127	Perpetual Preferred Units	127
19/07/2011	GS&PACM	Sale	2,964	38	Perpetual Preferred Units	38
19/07/2011	GS&PACM	Sale	49,141	628	Perpetual Preferred Units	628
19/07/2011	GS&PACM	Sale	50,700	650	Perpetual Preferred Units	650
19/07/2011	GS&PACM	Sale	2,106	27	Perpetual Preferred Units	27
19/07/2011	GS&PACM	Sale	103,740	1,330	Perpetual Preferred Units	1,330
19/07/2011	GS&PACM	Sale	16,224	208	Perpetual Preferred Units	208
19/07/2011	GS&PACM	Sale	19,812	254	Perpetual Preferred Units	254
19/07/2011	GS&PACM	Sale	7,800	100	Perpetual Preferred Units	100
19/07/2011	GS&PACM	Sale	29,250	375	Perpetual Preferred Units	375
20/07/2011	GS&PACM	Sale	7,401	95	Perpetual Preferred Units	95
20/07/2011	GS&PACM	Sale	39,000	500	Perpetual Preferred Units	500
20/07/2011	GS&PACM	Sale	6,867	88	Perpetual Preferred Units	88
20/07/2011	GS&PACM	Sale	110,178	1,412	Perpetual Preferred Units	1,412
20/07/2011	GS&PACM	Sale	24,960	320	Perpetual Preferred Units	320
20/07/2011	GS&PACM	Sale	55,842	715	Perpetual Preferred Units	715
21/07/2011	GS&PACM	Sale	470	6	Perpetual Preferred Units	6
21/07/2011	GS&PACM	Sale	23,415	300	Perpetual Preferred Units	300
21/07/2011	GS&PACM	Sale	15,650	200	Perpetual Preferred Units	200
21/07/2011	GS&PACM	Sale	29,640	380	Perpetual Preferred Units	380
21/07/2011	GS&PACM	Sale	2,577	33	Perpetual Preferred Units	33
21/07/2011	GS&PACM	Sale	4,998	64	Perpetual Preferred Units	64
21/07/2011	GS&PACM	Sale	10,768	138	Perpetual Preferred Units	138
21/07/2011	GS&PACM	Sale	3,900	50	Perpetual Preferred Units	50
21/07/2011	GS&PACM	Sale	23,409	300	Perpetual Preferred Units	300
21/07/2011	GS&PACM	Sale	8,739	112	Perpetual Preferred Units	112

**3. Changes 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

**4. 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.
Goldman Sachs & Partners Australia Group Holdings Pty Ltd	All care of Level 17, 101 Collins Street, Melbourne VIC 3000

**Signature**

print name      Beverly Tse      capacity      Authorised Person  
(signing under power of attorney  
in accordance with section 52 of  
the Corporations Act)

sign here

date      25 July 2011



## 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, 2010 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 each subsidiary. 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 Entity
The Goldman Sachs Group, Inc.	Delaware
Goldman, Sachs & Co.	New York
Goldman Sachs Parentis Limited	Cayman Islands
Goldman Sachs Services Limited	British Virgin Islands
Goldman Sachs (UK) L.L.C.	Delaware
Goldman Sachs Group Holdings (U.K.)	United Kingdom
Scadbury UK Limited	United Kingdom
Scadbury Funding Limited	Cayman Islands
Scadbury II Assets Limited	Cayman Islands
Killingholme Generation Limited	United Kingdom
KPL Finance Limited	Cayman Islands
Goldman Sachs Holdings (U.K.)	United Kingdom
Goldman Sachs International	United Kingdom
Goldman Sachs Financial Products I Limited	Cayman Islands
Goldman Sachs Asset Management International	United Kingdom
Forres LLC	Delaware
Forres Investments Limited	Cayman Islands
Shire UK Limited	United Kingdom
GS Funding Management Limited	Cayman Islands
GS Funding Investments Limited	Cayman Islands
GS Financial Services L.P. (Del)	Delaware
Landpro Investments (Delaware) L.L.C.	Delaware
Baekdu Investments Limited	Cayman Islands
JLQ LLC	Cayman Islands
Jupiter Investment Co., Ltd.	Japan
GK Blue Square	Japan
Goldman Sachs Global Holdings L.L.C.	Delaware
GS Asian Venture (Delaware) L.L.C.	Delaware
GS Hony Holdings I Ltd.	Cayman Islands
Triumph II Investments (Ireland) Limited	Ireland
Tiger Strategic Investments Ltd	Mauritius
Panda Investments Ltd	Mauritius
GS Strategic Investments Limited	Mauritius
GS (Asia) L.P.	Delaware
Goldman Sachs (Japan) Ltd.	British Virgin Islands
Goldman Sachs Japan Co., Ltd.	Japan
MLT Investments Ltd.	Mauritius

Name	State or Jurisdiction of Entity
Goldman Sachs Strategic Investments (Asia) L.L.C.	Delaware
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) L.L.C.	Delaware
Goldman Sachs (Asia) Finance	Mauritius
Goldman Sachs Financial Markets, L.P.	Delaware
MTGLQ Investors, L.P.	Delaware
GS Macro Investments LLC	Delaware
GS Macro Investments II, LLC	Delaware
Goldman Sachs Lending Partners LLC	Delaware
ELQ Investors, Ltd	United Kingdom
GS European Opportunities Fund B.V.	Netherlands
GS European Strategic Investment Group B.V.	Netherlands
GS Mehetia LLC	Delaware
Mehetia Holdings Inc.	Delaware
Goldman Sachs Bank USA	New York
Goldman Sachs Mortgage Company	New York
William Street Equity LLC	Delaware
William Street Funding Corporation	Delaware
GSCP (DEL) INC.	Delaware
Goldman Sachs Credit Partners L.P.	Bermuda
Litton Mortgage Servicing, LLC	Utah
Litton Loan Servicing LP	Delaware
GSTM LLC	Delaware
SLK LLC	New York
Goldman Sachs Execution & Clearing, L.P.	New York
GS Financial Services II, LLC	Delaware
GS Funding Europe	United Kingdom
GS Funding Europe I Ltd.	Cayman Islands
Amagansett Funding Limited	Cayman Islands
GS Funding Europe II Ltd.	Cayman Islands
GS Investment Strategies, LLC	Delaware
GSEM (DEL) INC.	Delaware
GSEM (DEL) Holdings, L.P.	Delaware
GSEM BERMUDA HOLDINGS, L.P.	Bermuda
GSEM (DEL) LLC	Delaware
GS Equity Markets, L.P.	Bermuda
HULL TRADING ASIA LIMITED	Hong Kong
Goldman Sachs LLC	Mauritius
Goldman Sachs Venture LLC	Mauritius
GSIP HOLDCO A LLC	Delaware
Special Situations Investing Group, Inc.	Delaware
GS Mortgage Derivatives, Inc.	Delaware
GS India Holdings L.P.	Delaware
Goldman Sachs Investments (Mauritius) I Limited	Mauritius

Name	State or Jurisdiction of Entity
Goldman Sachs Ireland Group Holdings LLC	Delaware
Goldman Sachs Ireland LLC	Delaware
Goldman Sachs Ireland Group Limited	Ireland
Goldman Sachs Ireland Holdings Limited	Ireland
Goldman Sachs Bank (Europe) PLC	Ireland
GSFS Investments I Corp.	Delaware
GS Direct, L.L.C.	Delaware
GS Direct Pharma Limited	Mauritius
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
ENDEAVOR CAYMAN LTD.	Cayman Islands
ENDEAVOR PRIVATE FUND CO., LTD.	Japan

## THE GOLDMAN SACHS GROUP, INC AND ITS SUBSIDIARIES

**Signature**

print name	Beverly Tse (signing under power of attorney in accordance with section 52 of the Corporations Act)	capacity	Authorised Person
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sign here		date	25 July 2011
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