# **Appendix 3Y**

## **Change of Director's Interest Notice**

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity: Goodman Group (Goodman Limited, Goodman Funds Management Limited as responsible entity of Goodman Industrial Trust, and Goodman Logistics (HK) Limited) (ASX: GMG) and Goodman Funds Management Limited as responsible entity of Goodman PLUS Trust (ASXGMP)

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Gregory Leith Goodman
Date of last notice	20 December 2012

#### Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Direct – 2,654,332 Performance Rights under Long Term Incentive Plan
	Direct – 506,649 Stapled Securities
	Indirect – Trison Investments Pty Limited has a relevant interest over 45,076,923 Stapled Securities.
	Total Direct and Indirect interests 48,237,904
Nature of indirect interest	Gregory Goodman is a director and has a
(including registered holder)	beneficial interest in Trison Investments Pty
Note: Provide details of the circumstances giving rise to the relevant interest.	Limited.
	Trison Investments Pty Limited has a
	relevant interest in securities held by Beeside
	Pty Limited as trustee for Beeside Trust
	through contracts
Date of change	2 September 2013

<sup>+</sup> See chapter 19 for defined terms.

No. of securities held prior to change	Direct – 3,157,922 Performance Rights under Long Term Incentive Plan  Direct – 3,059 Stapled Securities  Indirect – Trison Investments Pty Limited has a relevant interest over 45,076,923 Stapled Securities.
Class	Ordinary Stapled Securities, Performance Rights and relevant interests in ordinary Stapled Securities.
Number acquired	503,590 GMG Stapled Securities
Number disposed	503,590 GMG Performance Rights vested
Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation	Nil consideration
No. of securities held after change	Direct – 2,654,332 Performance Rights under Long Term Incentive Plan
	Direct – 506,649 Stapled Securities
	Indirect –Trison Investments Pty Limited has a relevant interest over 45,076,923 Stapled Securities.
	Total Direct and Indirect interests 48,237,904
Nature of change  Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Vesting of 503,590 GMG Performance Rights from Tranche 2 of the May 2010 offer and Tranche 1 of the October 2010 offer into GMG Stapled Securities delivered on 2 September 2013

### Part 2 - Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not applicable
Nature of interest\	
Name of registered holder (if issued securities)	

<sup>+</sup> See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation Interest after change	

<sup>+</sup> See chapter 19 for defined terms.

### Part 3 – \*Closed period

Were the interests in the securities or contracts detailed	No.
above traded during a *closed period where prior written clearance was required?	
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

<sup>+</sup> See chapter 19 for defined terms.

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Introduced 30/09/01 Amended 01/01/11

#### Name of entity:

Goodman Group (Goodman Limited, Goodman Funds Management Limited as responsible entity of Goodman Industrial Trust and Goodman Logistics (HK) Limited) (ASX: GMG) Goodman Funds Management Limited as responsible entity of Goodman PLUS Trust (ASX: GMP)

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Philip Pearce
Date of last notice	16 May 2013

#### Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Nil
Date of change	2 September 2013
No. of securities held prior to change	37,127 – GMG Stapled Securities 804,638 – GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan
Class	GMG Stapled Securities and GMG Performance Rights
Number acquired	127,671 GMG Stapled Securities
Number disposed	127,671 GMG Performance Rights vested

<sup>+</sup> See chapter 19 for defined terms.

Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation	Nil consideration
No. of securities held after change	164,798 – GMG Stapled Securities 676,967 – GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan
Nature of change  Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Vesting of 127,671 GMG Performance Rights from Tranche 2 of the May 2010 offer and Tranche 1 of the October 2010 offer into GMG Stapled Securities delivered on 2 September 2013

### Part 2 - Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not applicable
Nature of interest	
Name of registered holder	
(if issued securities)	
Date of change	
No. and class of securities to which	
interest related prior to change	
Note: Details are only required for a contract in	
relation to which the interest has changed	
Interest acquired	
·	
Interest disposed	
Value/Consideration	
Note: If consideration is non-cash, provide details	
and an estimated valuation	
Interest after change	
3	

### Part 3 - +Closed period

<sup>+</sup> See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

Were the interests in the securities or contracts detailed	No
above traded during a <sup>+</sup> closed period where prior written clearance was required?	
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

<sup>+</sup> See chapter 19 for defined terms.

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Introduced 30/09/01 Amended 01/01/11

#### Name of entity:

Goodman Group (Goodman Limited, Goodman Funds Management Limited as responsible entity of Goodman Industrial Trust, and Goodman Logistics (HK) Limited) (ASX: GMG) and

Goodman Funds Management Limited as responsible entity of Goodman PLUS Trust (ASX: GMP)

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Danny Peeters
Date of last notice	7 January 2013

#### Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder)  Note: Provide details of the circumstances giving rise to the relevant interest.	Held in the name DPCON BVBA a company in which Danny Peeters has a beneficial interest
Date of change	2 September 2013
No. of securities held prior to change	584,812 – GMG Stapled Securities 1,833,200 - Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan
Class	GMG Stapled Securities, GMG Performance Rights
Number acquired	344,812 GMG Stapled Securities
Number disposed	344,812 GMG Performance Rights vested

<sup>+</sup> See chapter 19 for defined terms.

### Appendix 3Y Change of Director's Interest Notice

Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation	\$Nil consideration
No. of securities held after change	929,624– GMG Stapled Securities  1,488,388– GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Vesting of 344,812 GMG Performance Rights from Tranche 2 of the May 2010 offer and Tranche 1 of the October 2010 offer into GMG Stapled Securities delivered on 2 September 2013

### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<sup>+</sup> See chapter 19 for defined terms.

# Part 3 – \*Closed period

Were the interests in the securities or contracts detailed	No
above traded during a <sup>+</sup> closed period where prior written clearance was required?	
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

<sup>+</sup> See chapter 19 for defined terms.

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Introduced 30/09/01 Amended 01/01/11

#### Name of entity:

Goodman Group (Goodman Limited, Goodman Funds Management Limited as responsible entity of Goodman Industrial Trust, and Goodman Logistics (HK) Limited) (ASX: GMG) and

Goodman Funds Management Limited as responsible entity of Goodman PLUS Trust (ASX: GMP)

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Anthony Rozic
Date of last notice	7 January 2013

#### Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Direct or indirect interest	Direct - 1,477,188 Performance Rights under Long Term Incentive Plan
	Direct – 333,611 Stapled Securities
	Indirect - Rozic Super Pty Limited atf Rozic Family Super Fund holds 1,000 Goodman PLUS
Nature of indirect interest (including registered holder)  Note: Provide details of the circumstances giving rise to the relevant interest.	Goodman PLUS held in the name of Rozic Super Pty Limited atf Rozic Family Super Fund a fund in which Anthony Rozic has a beneficial interest
Date of change	2 September 2013
No. of securities held prior to change	1,810,799 – GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan 1,000 Goodman PLUS
Class	GMG Stapled Securities and GMG Performance Rights

<sup>+</sup> See chapter 19 for defined terms.

Number acquired	333,611 GMG Stapled Securities
Number disposed	333,611 GMG Performance Rights vested
Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation	Nil consideration
No. of securities held after change	1,477,188 – GMG Performance Rights in respect of GMG Stapled Securities under Long Term Incentive Plan
	Direct – 333,611 GMG Stapled Securities
	Indirect - Rozic Super Pty Limited atf Rozic Family Super Fund holds 1,000 Goodman PLUS
Nature of change  Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Vesting of 333,611 GMG Performance Rights from Tranche 2 of the May 2010 offer and Tranche 1 of the October 2010 offer into GMG Stapled Securities delivered on 2 September 2013

### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not applicable
Nature of interest	
Name of registered holder	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which	
interest related prior to change	
Note: Details are only required for a contract in	
relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration	
Note: If consideration is non-cash, provide details and an estimated valuation	
and an estimated valuation	
Interest after change	

<sup>+</sup> See chapter 19 for defined terms.

# Part 3 – \*Closed period

Were the interests in the securities or contracts detailed	No
above traded during a <sup>+</sup> closed period where prior written clearance was required?	
If so, was prior written clearance provided to allow the trade to proceed during this period?	
If prior written clearance was provided, on what date was this provided?	

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