



Date: 23rd July 2003

The Manager
Listings Department
Australian Stock Exchange Limited

Facsimile: 1900 999 279
No. of Pages (incl.): 5

NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL SHAREHOLDER

Dear Sir/Madam,

Pursuant to Section 671B of the Corporations Law, AMP Limited hereby advises of a change in its relevant interest in Macquarie Goodman Industrial Trust.

The enclosed ASIC Form 604 discloses all required details.

Yours faithfully,

A handwritten signature in black ink, appearing to be "Richard Killalea". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Richard Killalea
Securities Management
BNP Paribas Securities Services
Tel: 61 2 9222 0037

**Form 604
Corporations Law
Section 671B**

Notice of Change of Interests of Substantial Shareholder

To: **Macquarie Goodman Industrial Trust**

ACN/ARSN: 067 796 641

1. Details of substantial holder

Name: **AMP Limited ACN 079 354 519 and its related bodies corporate.**

There was a change in the interests of the substantial holder on **18th July 2003**
The previous notice was given to the company on **9th April 2003**
The previous notice was dated **9th April 2003**

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
Ordinary Units Fully Paid	72,934,646.00	7.42%	94,079,138.00	8.45%

3. Changes in relevant interests

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

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of shares affected	Person's votes affected
16-Jul-03	AHGI Aust. Equity Market Neutral Fund	Share acquisition	\$120,264.00	Ordinary Shares 80,000	80,000
25-Mar-2003 to 16-Jul-2003	AMP Life Limited	Share acquisition	\$33,291,041.42	Ordinary Shares 15,381,174	15,381,174
8-Apr-2003 to 17-Jul-2003	AMP Life Limited	Share disposal	\$13,782,979.37	Ordinary Shares 8,802,431	8,802,431
11-Jul-2003 to 18-Jul-2003	ASIT NZ Global Property Security Fund	Share acquisition	\$186,418.64	Ordinary Shares 123,731	123,731
25-Jun-2003 to 2-Jul-2003	BT Australian Equity Fund	Share acquisition	\$71,007.10	Ordinary Shares 46,000	46,000
11-Apr-2003 to 11-Jul-2003	Cogent Nominees Pty Limited	Share disposal	\$19,859,276.55	Ordinary Shares 12,726,248	12,726,248
25-Mar-2003 to 18-Jul-2003	Cogent Nominees Pty Limited	Share acquisition	\$32,987,357.47	Ordinary shares 21,821,471	21,821,471
22-May-2003 to 25-Jun-2003	Equisuper	Share acquisition	\$2,356,052.32	Ordinary Shares 1,500,249	1,500,249
10-Apr-03	Henderson Global Investors Limited	Share disposal	N/A	Ordinary Shares 431,555	431,555
25-Jun-2003 to 2-Jul-2003	Local Authorities Superannuation Board	Share acquisition	\$728,187.25	Ordinary Shares 471,600	471,600
23-Dec-02	MN Services LPT	Share acquisition	\$45,562.50	Ordinary Shares 31,555	31,555
25-Jun-2003 to 2-Jul-2003	State Authority Superannuation Scheme	Share acquisition	\$2,123,576.54	Ordinary Shares 1,375,300	1,375,300
25-Mar-2003 to 18-Jul-2003	Sun Superannuation Fund	Share acquisition	\$209,969.95	Ordinary Shares 140,405	140,405
27-May-2003 to 8-Jul-2003	Sun Superannuation Fund	Share disposal	\$194,624.04	Ordinary Shares 124,854	124,854
25-Mar-2003 to 18-Jul-2003	Telstra Listed Property Trust	Share acquisition	\$1,177,772.39	Ordinary Shares 787,603	787,603
27-May-2003 to 8-Jul-2003	Telstra Listed Property Trust	Share disposal	\$1,084,987.50	Ordinary Shares 695,757	695,757
22-May-2003 to 2-Jul-2003	UniSuper Limited	Share acquisition	\$3,226,987.66	Ordinary Shares 2,075,250	2,075,250
25-Jun-2003 to 2-Jul-2003	United SMF Sector Leaders Australian Equity Fund	Share acquisition	\$295,221.02	Ordinary Shares 191,000	191,000

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 affected
AMP Life Limited	AMP Life Limited	AMP Life Limited	AMP Life is entitled to be the registered holder of the class and number of securities listed beside its name AMP Life Limited is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Units Fully Paid: 35,094,949	35,094,949
Henderson Global Investors Limited	JP Morgan Nominees Australia Limited	Henderson Global Investors Limited	Henderson Global Investors Limited is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Units Fully Paid: 1,100,000	1,100,000
AMP- Henderson Global Investors (NZ) Limited ('AHGI NZ')	Cogent Investment Operations Pty Limited <Non-resident a/c>	ASIT NZ Global Property Security Fund	AHGI NZ is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Units Fully Paid: 123,731	123,731
AMP Henderson Global Investors Limited ('AHGI')	Cogent Nominees Pty Limited <SMP Accounts>	Cogent Nominees Pty Limited <SMP Accounts>	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Units Fully Paid: 32,069,302	32,069,302
AMP Henderson Global Investors Limited ('AHGI')	Cogent Nominees Pty Limited	Cogent Nominees Pty Limited	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Units Fully Paid: 16,266,475	16,266,475
AMP Henderson Global Investors Limited ('AHGI')	Commonwealth Custodial Services Limited	Local Authorities Superannuation Fund	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Units Fully Paid: 471,600	471,600
AMP Henderson Global Investors Limited ('AHGI')	Goldman Sachs	AHGI Australian Equity Market Neutral Fund	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Units Fully Paid: 80,000	80,000
AMP Henderson Global Investors Limited ('AHGI')	JP Morgan Nominees Australia Limited	BT Australian Equity Fund	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 608(3) of the Corporations Law	Ordinary Units Fully Paid: 46,000	46,000

AMP Henderson Global Investors Limited ('AHGI')	JP Morgan Nominees Australia Limited	State Authority Superannuation Scheme	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 606(3) of the Corporations Law	Ordinary Units Fully Paid: 1,375,300	1,375,300
AMP Henderson Global Investors Limited ('AHGI')	National Custodian Services Limited	Equipsuper	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 606(3) of the Corporations Law	Ordinary Units Fully Paid: 1,500,249	1,500,249
AMP Henderson Global Investors Limited ('AHGI')	National Custodian Services Limited	MN Services - LPT	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 606(3) of the Corporations Law	Ordinary Units Fully Paid: 1,100,000	1,100,000
AMP Henderson Global Investors Limited ('AHGI')	National Custodian Services Limited	Sun Superannuation Fund	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 606(3) of the Corporations Law	Ordinary Units Fully Paid: 393,796	393,796
AMP Henderson Global Investors Limited ('AHGI')	National Custodian Services Limited	UniSuper Limited	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 606(3) of the Corporations Law	Ordinary Units Fully Paid: 2,075,250	2,075,250
AMP Henderson Global Investors Limited ('AHGI')	National Custodian Services Limited	Telstra Listed Property Trust	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 606(3) of the Corporations Law	Ordinary Units Fully Paid: 2,191,498	2,191,498
AMP Henderson Global Investors Limited ('AHGI')	Permanent Trustee	United SMF Sector Leaders Australian Equity Fund	AHGI, in its capacity as the investment manager for the persons or trusts listed besides its name, has the power to control voting and/or the disposal of securities. AHGI is a controlled body corporate of AMP Limited within the meaning of Section 606(3) of the Corporations Law	Ordinary Units Fully Paid: 191,000	191,000
Total					94,079,139

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 shareholder in relation to voting interests in the company or scheme are as follows:

Name and ACN	Nature of association
No Changes	

6. Addresses

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

Name	Address
AMP Life Limited	33 Alfred Street, Sydney NSW 2000
AMP Henderson Global Investors Limited	33 Alfred Street, Sydney NSW 2000
AMP Henderson Global Investors (NZ) Limited	City Tower, 95 Custom House Quay, Wellington,
ASIT NZ Global Property Security Fund	City Tower, 95 Custom House Quay, Wellington,
BT Australian Equity Fund	Locked Bag 7, Royal Exchange, Sydney NSW 1225
Citicorp Nominees Pty Limited	Level 15, 120 Collins Street, Melbourne VIC 3000
Cogent Nominees Pty Limited	Level 6, 60 Castlereagh Street, Sydney NSW 2000
Commonwealth Bank Superannuation Plan	Level 11, 175 Pitt Street, Sydney NSW 2000
Commonwealth Custodial Services Limited	308 - 315 George Street, Sydney NSW 2000
Dynamic Australia Fund	16 Boulevard Royal, PO Box 14, L-2010,
Equisuper	171 Flinders Street, Melbourne VIC 3000
Government Employee Superannuation Board	PO Box J755, Perth WA 6842
Health Superannuation Pty Limited	687 Burke Road, Camberwell VIC 3124
Henderson Global Investors Limited	3 Finsbury Ave, London EC2M 2PA, United
JP Morgan Nominees Australia Limited	259 George Street, Sydney NSW 2000
Local Authorities Superannuation Board	468 St Kilda Road, Melbourne VIC 3000
London Life Limited	1 Norton Folgate, E16DA, United Kingdom
MN Services - LPT	271 Collins Street, Melbourne VIC 3000
National Custodian Services Limited	271 Collins Street, Melbourne VIC 3000
New Zealand Central Securities Depository Limited	PO Box 2099, Wellington, New Zealand
Pearl Assurance plc	55 Moorgate, London EC2R 6PA, United Kingdom
Permanent Trustees	35 Clarence Street, Sydney NSW 2000
QLD Local Government Superannuation Board	Of GPO Box 284, Brisbane QLD 4001
State Authority Superannuation Scheme	Level 14, 83 Clarence Street, Sydney NSW 2000
Stichting Pensioenfonds Hoogovens	PO Box 10,000, 1970 CA IJmuiden, The
Stichting Pensioenfonds ABP	PO Box 10,000, 1970 CA IJmuiden, The
Sun Superannuation Fund	271 Collins Street, Melbourne VIC 3000
UniSuper Small Companies Fund	Level 28, 367 Collins Street, Melbourne VIC 3000
UniSuper Limited	Level 28, 367 Collins Street, Melbourne VIC 3000
Telstra Listed Property Trust	Level 3, 215 Spring Street, Melbourne VIC 3000
United SMF Sector Leaders Australian Equity Fund	Level 3, 30 Collins Street, Melbourne VIC 3000
Wespac Custodian Nominees Limited	50 Pitt Street, Sydney NSW 2000

Name: Richard Killalea - authorised signatory

Signature:



Date:

23rd July 2003

This notice of change of interests of substantial holder (ASIC Form 604) comprises 4 pages in total.