



22 November 2013

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

Dear Sir

GOODMAN GROUP (GOODMAN) – RESULTS OF ANNUAL GENERAL MEETINGS

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

Resolution 1: To receive and adopt the Audited Financial Statements of Goodman Logistics (HK) Limited for the year ended 30 June 2013

The following ordinary resolution of Goodman Logistics (HK) Limited:

“That the Audited Financial Statements of Goodman Logistics (HK) Limited for the year ended 30 June 2013, the Directors' Report and the Auditor's Report be received and adopted.”

Resolution 2: To appoint Auditors of Goodman Logistics (HK) Limited

The following ordinary resolution of Goodman Logistics (HK) Limited:

“That Messrs KPMG, the retiring Auditors, be re-appointed as Auditors of Goodman Logistics (HK) Limited to hold office until the next Annual General Meeting of Goodman Logistics (HK) Limited and that Goodman Logistics (HK) Limited's Directors be authorised to fix the Auditor's remuneration.”

Resolution 3: Re-election of Mr Phillip Pryke as a Director of Goodman Limited

The following ordinary resolution of Goodman Limited:

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

Goodman Group

Goodman Limited | ABN 69 000 123 071

Goodman Funds Management Limited | ABN 48 067 796 641 | AFSL Number 223621

as responsible entity of Goodman Industrial Trust | ARSN 091213 839

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Goodman Logistics (HK) Limited | Company No. 1700359 | ARBN 155 911 149 | a Hong Kong company with limited liability

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Resolution 4: Election of Mr Philip Pearce as a Director of Goodman Limited

The following ordinary resolution of Goodman Limited:

“That Mr Philip Pearce, a Director of Goodman Limited, retiring in accordance with the Constitution and the Listing Rules, be elected as a Director of Goodman Limited.”

Resolution 5: Election of Mr Danny Peeters as a Director of Goodman Limited

The following ordinary resolution of Goodman Limited:

“That Mr Danny Peeters, a Director of Goodman Limited, retiring in accordance with the Constitution and the Listing Rules, be elected as a Director of Goodman Limited.”

Resolution 6: Election of Mr Anthony Rozic as a Director of Goodman Limited

The following ordinary resolution of Goodman Limited:

“That Mr Anthony Rozic, a Director of Goodman Limited, retiring in accordance with the Constitution and the Listing Rules, be elected as a Director of Goodman Limited.”

Resolution 7: Adoption of the Remuneration Report

The following ordinary resolution of Goodman Limited:

“That the Remuneration Report for the year ended 30 June 2013 be adopted.”

Resolution 8: Issue of Performance Rights under the Long Term Incentive Plan to Mr Gregory Goodman

The following ordinary resolution of each of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited:

“That approval is given for all purposes (including under section 200B of the Corporations Act and the Listing Rules) for the grant of 947,368 Performance Rights to Mr Gregory Goodman as described in the Explanatory Memorandum.”

Resolution 9: Issue of Performance Rights under the Long Term Incentive Plan to Mr Philip Pearce

The following ordinary resolution of each of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited:

“That approval is given for all purposes (including under section 200B of the Corporations Act and the Listing Rules) for the grant of 394,737 Performance Rights to Mr Philip Pearce as described in the Explanatory Memorandum.”



Resolution 10: Issue of Performance Rights under the Long Term Incentive Plan to Mr Danny Peeters

The following ordinary resolution of each of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited:

"That approval is given for all purposes (including under section 200B of the Corporations Act and the Listing Rules) for the grant of 421,053 Performance Rights to Mr Danny Peeters as described in the Explanatory Memorandum".

Resolution 11: Issue of Performance Rights under the Long Term Incentive Plan to Mr Anthony Rozic

The following ordinary resolution of each of Goodman Limited, Goodman Industrial Trust and Goodman Logistics (HK) Limited:

"That approval is given for all purposes (including under section 200B of the Corporations Act and the Listing Rules) for the grant of 421,053 Performance Rights to Mr Anthony Rozic as described in the Explanatory Memorandum".

Resolution 12: Approval of amendments to the Goodman Industrial Trust Constitution

The following special resolution of Goodman Industrial Trust:

"That the constitution of Goodman Industrial Trust be amended to provide greater flexibility in the setting of the issue price of interests in accordance with the provisions of the Supplemental Deed in the form tabled at the meeting and initialled by the Chairman of the meeting for the purpose of identification, and that Goodman Funds Management Limited is authorised to execute the Supplemental Deed and lodge it with the Australian Securities and Investments Commission to give effect to these amendments to the constitution of Goodman Industrial Trust."

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

The poll results and proxy summary in relation to each resolution of Goodman Industrial Trust are set out in Appendix 2.

The poll results in relation to each resolution of Goodman Logistics (HK) Limited are set out in Appendix 3.

Yours faithfully

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

Carl Bicego
Company Secretary

Appendix 1 – Goodman Limited

Resolution 3: Re-election of Mr Phillip Pryke as a Director of Goodman Limited	Number of Votes*	Total %
Proxy Votes		
Proxy votes cast in favour of the resolution	1,367,585,154	99.51
Proxy votes open to be voted at the proxy's discretion	1,686,971	0.12
Proxy votes cast against the resolution	5,054,649	0.37
Proxy votes abstained on the resolution	4,236,279	
Poll Votes		
Poll votes cast in favour of the resolution	1,371,296,633	99.63
Poll votes cast against the resolution	5,065,024	0.37
Poll votes abstained on the resolution	4,236,279	

Resolution 4: Election of Mr Philip Pearce as a Director of Goodman Limited	Number of Votes*	Total %
Proxy Votes		
Proxy votes cast in favour of the resolution	1,319,724,267	96.03
Proxy votes open to be voted at the proxy's discretion	1,705,398	0.12
Proxy votes cast against the resolution	52,857,986	3.85
Proxy votes abstained on the resolution	4,275,402	
Poll Votes		
Poll votes cast in favour of the resolution	1,322,657,210	96.10
Poll votes cast against the resolution	53,665,324	3.90
Poll votes abstained on the resolution	4,275,402	

Resolution 5: Election of Mr Danny Peeters as a Director of Goodman Limited	Number of Votes*	Total %
Proxy Votes		
Proxy votes cast in favour of the resolution	1,319,704,998	96.04
Proxy votes open to be voted at the proxy's discretion	1,708,232	0.12
Proxy votes cast against the resolution	52,827,221	3.84
Proxy votes abstained on the resolution	4,322,602	
Poll Votes		
Poll votes cast in favour of the resolution	1,322,055,963	96.10%
Poll votes cast against the resolution	53,634,559	3.90%
Poll votes abstained on the resolution	4,907,414	

Resolution 6: Election of Mr Anthony Rozic as a Director of Goodman Limited	Number of Votes*	Total %
Proxy Votes		
Proxy votes cast in favour of the resolution	1,326,885,262	96.56
Proxy votes open to be voted at the proxy's discretion	1,701,663	0.12
Proxy votes cast against the resolution	45,679,937	3.32
Proxy votes abstained on the resolution	4,296,191	
Poll Votes		
Poll votes cast in favour of the resolution	1,329,811,529	96.62
Poll votes cast against the resolution	46,490,216	3.38
Poll votes abstained on the resolution	4,296,191	

Resolution 7: Adoption of the Remuneration Report	Number of Votes*	Total %
Proxy Votes		
Proxy votes cast in favour of the resolution	1,282,117,578	97.08
Proxy votes open to be voted at the proxy's discretion	2,783,815	0.21
Proxy votes cast against the resolution	35,815,534	2.71
Proxy votes abstained on the resolution	12,107,652	
Poll Votes		
Poll votes cast in favour of the resolution	1,285,036,072	97.23
Poll votes cast against the resolution	36,605,666	2.77
Poll votes abstained on the resolution	12,107,652	

Resolution 8: Issue of Performance Rights under the Long Term Incentive Plan to Mr Gregory Goodman	Number of Votes*	Total %
Proxy Votes		
Proxy votes cast in favour of the resolution	1,284,377,016	96.69
Proxy votes open to be voted at the proxy's discretion	1,603,101	0.12
Proxy votes cast against the resolution	42,399,504	3.19
Proxy votes abstained on the resolution	4,599,860	
Poll Votes		
Poll votes cast in favour of the resolution	1,286,504,499	96.75
Poll votes cast against the resolution	43,175,695	3.25
Poll votes abstained on the resolution	5,334,170	

Resolution 9: Issue of Performance Rights under the Long Term Incentive Plan to Mr Philip Pearce	Number of Votes*	Total %
Proxy Votes		
Proxy votes cast in favour of the resolution	1,284,482,673	96.70
Proxy votes open to be voted at the proxy's discretion	1,596,520	0.12
Proxy votes cast against the resolution	42,292,984	3.18
Proxy votes abstained on the resolution	4,607,304	
Poll Votes		
Poll votes cast in favour of the resolution	1,286,438,777	96.76
Poll votes cast against the resolution	43,069,175	3.24
Poll votes abstained on the resolution	5,506,412	

Resolution 10: Issue of Performance Rights under the Long Term Incentive Plan to Mr Danny Peeters	Number of Votes*	Total %
Proxy Votes		
Proxy votes cast in favour of the resolution	1,284,465,697	96.70
Proxy votes open to be voted at the proxy's discretion	1,603,636	0.12
Proxy votes cast against the resolution	42,287,844	3.18
Proxy votes abstained on the resolution	4,622,304	
Poll Votes		
Poll votes cast in favour of the resolution	1,286,593,715	96.76
Poll votes cast against the resolution	43,064,035	3.24
Poll votes abstained on the resolution	5,356,614	

Resolution 11: Issue of Performance Rights under the Long Term Incentive Plan to Mr Anthony Rozic	Number of Votes*	Total %
Proxy Votes		
Proxy votes cast in favour of the resolution	1,284,462,879	96.70
Proxy votes open to be voted at the proxy's discretion	1,606,391	0.12
Proxy votes cast against the resolution	42,272,165	3.18
Proxy votes abstained on the resolution	4,638,046	
Poll Votes		
Poll votes cast in favour of the resolution	1,286,585,546	96.76%
Poll votes cast against the resolution	43,056,462	3.24%
Poll votes abstained on the resolution	5,372,356	

*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.

Appendix 2 – Goodman Industrial Trust

Resolution 8: Issue of Performance Rights under the Long Term Incentive Plan to Mr Gregory Goodman	Number of Securities*	Number of votes	Total %
Proxy Votes			
Proxy votes cast in favour of the resolution	1,284,377,016	4,845,954,481	96.69
Proxy votes open to be voted at the proxy's discretion	1,603,101	6,048,500	0.12
Proxy votes cast against the resolution	42,399,504	159,973,328	3.19
Proxy votes abstained on the resolution	4,599,860		
Poll Votes			
Poll votes cast in favour of the resolution	1,286,504,499	4,853,981,474	96.75
Poll votes cast against the resolution	43,175,695	162,901,897	3.25
Poll votes abstained on the resolution	5,334,170		

Resolution 9: Issue of Performance Rights under the Long Term Incentive Plan to Mr Philip Pearce	Number of Securities*	Number of votes	Total %
Proxy Votes			
Proxy votes cast in favour of the resolution	1,284,482,673	4,846,353,125	96.70
Proxy votes open to be voted at the proxy's discretion	1,596,520	6,023,669	0.12
Proxy votes cast against the resolution	42,292,984	159,571,428	3.18
Proxy votes abstained on the resolution	4,607,304		
Poll Votes			
Poll votes cast in favour of the resolution	1,286,438,777	4,853,733,505	96.76
Poll votes cast against the resolution	43,069,175	162,499,997	3.24
Poll votes abstained on the resolution	5,506,412		

Resolution 10: Issue of Performance Rights under the Long Term Incentive Plan to Mr Danny Peeters	Number of Securities*	Number of votes	Total %
Proxy Votes			
Proxy votes cast in favour of the resolution	1,284,465,697	4,846,289,074	96.70
Proxy votes open to be voted at the proxy's discretion	1,603,636	6,050,518	0.12
Proxy votes cast against the resolution	42,287,844	159,552,035	3.18
Proxy votes abstained on the resolution	4,622,304		
Poll Votes			
Poll votes cast in favour of the resolution	1,286,593,715	4,854,318,086	96.76
Poll votes cast against the resolution	43,064,035	162,480,604	3.24
Poll votes abstained on the resolution	5,356,614		

Resolution 11: Issue of Performance Rights under the Long Term Incentive Plan to Mr Anthony Rozic	Number of Securities*	Number of votes	Total %
Proxy Votes			
Proxy votes cast in favour of the resolution	1,284,462,879	4,846,278,442	96.70
Proxy votes open to be voted at the proxy's discretion	1,606,391	6,060,913	0.12
Proxy votes cast against the resolution	42,272,165	159,492,878	3.18
Proxy votes abstained on the resolution	4,638,046		
Poll Votes			
Poll votes cast in favour of the resolution	1,286,585,546	4,854,287,265	96.76
Poll votes cast against the resolution	43,056,462	162,452,031	3.24
Poll votes abstained on the resolution	5,372,356		

Resolution 12: Resolution 12: Approval of amendments to the Goodman Industrial Trust Constitution	Number of Securities*	Number of votes	Total %
Proxy Votes			
Proxy votes cast in favour of the resolution	1,367,174,221	5,158,348,335	99.50
Proxy votes open to be voted at the proxy's discretion	1,691,457	6,381,867	0.12
Proxy votes cast against the resolution	5,247,196	19,797,670	0.38
Proxy votes abstained on the resolution	4,450,179		
Poll Votes			
Poll votes cast in favour of the resolution	1,370,895,070	5,172,387,099	99.62
Poll votes cast against the resolution	5,247,196	19,797,670	0.38
Poll votes abstained on the resolution	4,455,670		

* 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 \$4.90 and the amount allocated to component unit of Goodman Industrial Trust was \$3.77. The number of votes equals the number of securities multiplied by this value.

Appendix 3 – Goodman Logistics (HK) Limited

Summary of Poll Votes cast by CHESS Depository Nominees Pty Limited in accordance with voting instructions given by CDI holders on the basis of one vote for each CDI held.

Resolution 1: To receive and adopt the Audited Financial Statements of Goodman Logistics (HK) Limited for the year ended 30 June 2013	Number of Votes	Total %
Poll Votes		
Poll votes cast in favour of the resolution	1,365,110,108	99.99
Poll votes cast against the resolution	77,259	0.01

Resolution 2: To appoint Auditors of Goodman Logistics (HK) Limited	Number of Votes	Total %
Poll Votes		
Poll votes cast in favour of the resolution	1,363,646,469	99.36
Poll votes cast against the resolution	8,762,264	0.64

Resolution 8: Issue of Performance Rights under the Long Term Incentive Plan to Mr Gregory Goodman	Number of Votes	Total %
Poll Votes		
Poll votes cast in favour of the resolution	1,284,377,016	96.80
Poll votes cast against the resolution	42,399,504	3.20

Resolution 9: Issue of Performance Rights under the Long Term Incentive Plan to Mr Philip Pearce	Number of Votes	Total %
Poll Votes		
Poll votes cast in favour of the resolution	1,284,482,673	96.81
Poll votes cast against the resolution	42,292,984	3.19

Resolution 10: Issue of Performance Rights under the Long Term Incentive Plan to Mr Danny Peeters	Number of Votes	Total %
Poll Votes		
Poll votes cast in favour of the resolution	1,284,465,697	96.81
Poll votes cast against the resolution	42,287,844	3.19

Resolution 11: Issue of Performance Rights under the Long Term Incentive Plan to Mr Anthony Rozic	Number of Votes	Total %
Poll Votes		
Poll votes cast in favour of the resolution	1,284,462,879	96.81
Poll votes cast against the resolution	42,272,165	3.19