

Goodman Property Trust

NOTICE OF ANNUAL MEETING 2025

LOCATION

Date of Meeting

**THURSDAY
28 AUGUST 2025**

Time

1:30PM

Format

HYBRID MEETING

Venue

**SOFITEL AUCKLAND
VIADUCT HARBOUR,
21 VIADUCT
HARBOUR AVENUE,
AUCKLAND**

Webcast

<https://www.meetnow.global/nz>

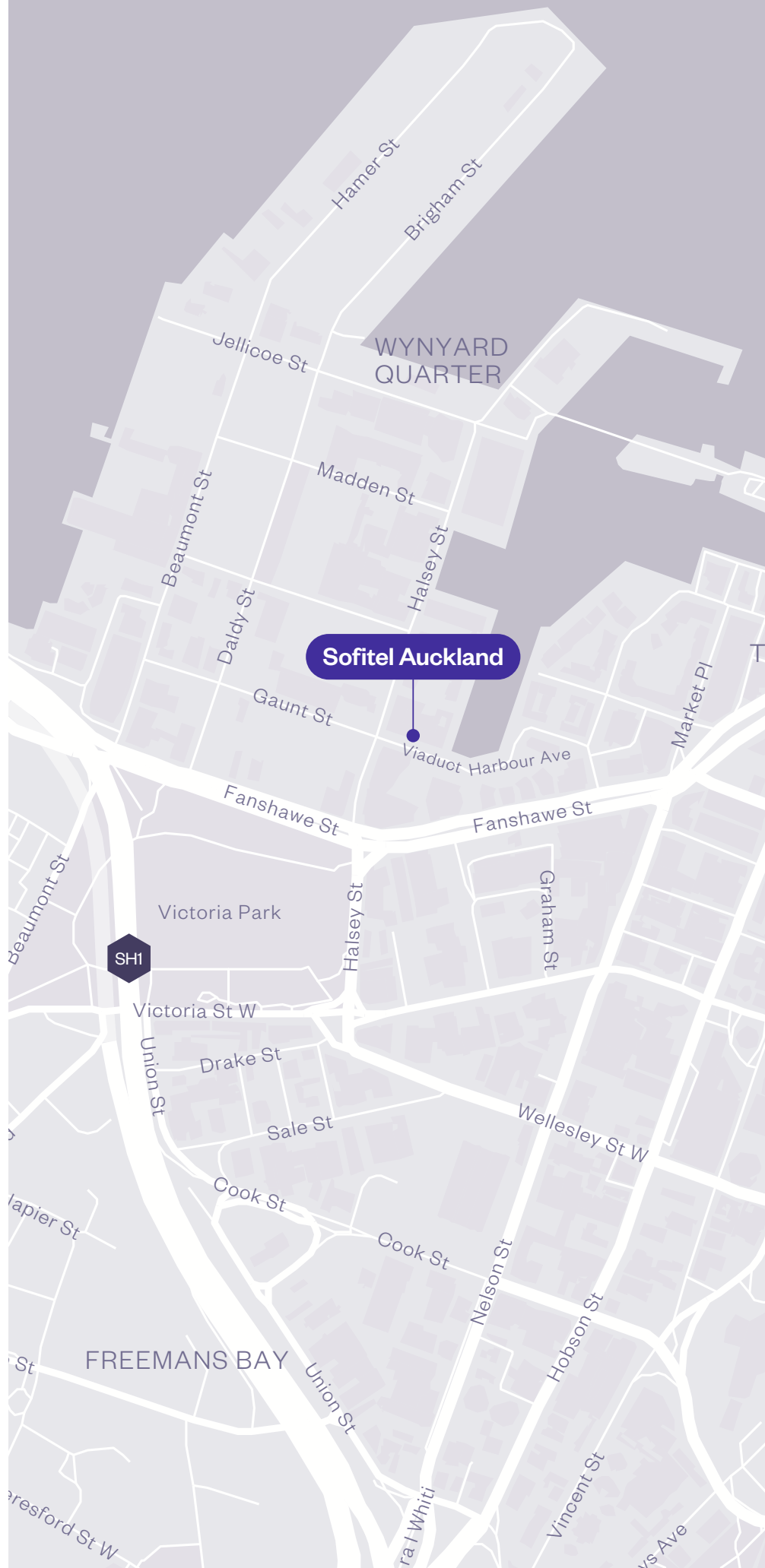
**Deadline for receipt of voting
and proxy forms**

Tuesday 26 August 2025, 1.30pm

Transport / Parking

With an inner-city venue, we encourage the use of public transport to and from the event. Should you wish to travel by private vehicle, limited complimentary valet parking is available for Unitholders. Please drive into the hotel entrance to utilise this service.

This Notice of Meeting is dated 30 July 2025 and has been prepared by Goodman Property Services (NZ) Limited as Manager of Goodman Property Trust (GMT).



AGENDA

Address and presentation

Reports from the Chair, the Chief Executive Officer, and the Chief Financial Officer of the Manager in respect of the financial year ended 31 March 2025.

Resolutions

To consider, and if thought fit, pass the following ordinary resolutions:

RESOLUTION 1:

That Unitholders approve the reappointment of John Dakin as a Director of the Manager.

RESOLUTION 2:

That Unitholders approve the reappointment of Greg Goodman as a Director of the Manager.

RESOLUTION 3:

That Unitholders approve the reappointment of Steve Jurkovich as a Director of the Manager.

Further information relating to these Resolutions is set out in the Explanatory Notes accompanying this Notice of Meeting.

The Board unanimously recommends that Unitholders vote in favour of all three resolutions.

EXPLANATORY NOTES

The only matters being discussed and voted on at the Meeting are the Resolutions contained in this Notice of Meeting. No motions will be allowed from the floor.

Reappointment of Directors (Resolutions 1–3)

Unitholders are entitled to nominate and vote on the appointment of Directors.

The constitution of Goodman Property Services (NZ) Limited and the NZX Listing Rules state that Directors must not hold office past the third annual meeting following the Director's appointment or 3 years, whichever is the longer. Those who retire are eligible for reappointment by the Board at the annual meeting. Any new Director appointed during the year is also required to retire and stand for reappointment at the next meeting.

John Dakin, Greg Goodman and Steve Jurkovich are to retire at the 2025 annual meeting and are able to offer themselves for reappointment.

The Board of the Manager maintains a majority of Independent Directors. It has determined that Steve, if reappointed, will be an Independent Director. John and Greg are both non-executive Directors and would not qualify as Independent Directors. Biographies for all three Directors are set out below.

The Board wishes to ensure that it possesses an appropriate balance of skills and expertise among its members, having regard to the size and nature of the Manager's and GMT's business. The Board supports the reappointment of John, Greg and Steve because the Board considers they have the necessary skills and expertise to achieve this balance.

DIRECTOR PROFILES



John Dakin

John is a Goodman Group Executive and a non-executive Director. Up until 31 December 2022 he was the Chief Executive Officer of Goodman (NZ) Limited, a position he held for 19 years. He is a member of the Goodman Group Operations Committee, a Member of its Sustainability and Innovation Committee and a Director of the Goodman Foundation Board.



Greg Goodman

Greg is the Chief Executive Officer of Goodman Group and is responsible for Goodman's overall operations and the implementation of its strategic plan. He has over 30 years of experience with significant expertise in the industrial property arena. Greg was a co-founder of Goodman, playing an integral role in establishing its specialist global position in the property market. He is a director and/or a representative on other subsidiaries, management companies and partnerships of Goodman Group.



Steve Jurkovich

Steve is a banking executive with over two decades of leadership and governance experience in New Zealand's financial services sector. Chief Executive of Kiwibank since July 2018, his career has also included senior positions with ASB, Commonwealth Bank and Westpac. He holds an Executive MBA from the University of Sydney and Bachelor of Laws from the University of Otago. Steve is a Founding Trustee of the Tania Dalton Foundation Charitable Trust and a Board Member of the Banking Ombudsman Service.

Steve was appointed to the Board on 1 July 2025.

FURTHER INFORMATION

Meeting format

The Meeting will have a hybrid format, with attendance either in person or through a live webcast. The webcast can be accessed from: <https://www.meetnow.global/nz>

The live webcast will include an online presentation and address which Unitholders will be able to view from a computer, tablet, smartphone or similar device. To participate, Unitholders will need their CSN or Unitholder number which can be found on their Voting and Proxy Form.

Please refer to the Virtual Meeting Guide, available at <https://www.computershare.com/nz-vm-guide> for more information on attending the Meeting online.

Procedure for questions

Unitholders present at the Meeting will have the opportunity to ask questions during the event.

The Virtual Meeting Guide includes instructions for submitting questions if attending virtually. Unitholders can also submit questions in advance, either by email: info-nz@goodman.com or by post, Goodman Property Services (NZ) Limited, PO Box 90940, Victoria Street West, Auckland 1142.

Please address your questions to the Company Secretary and include your name and CSN or Unitholder number. Postal and email questions should be received by Thursday 21 August 2025. There are no voting restrictions.

Attendance and voting rights

Every Unitholder, or that Unitholder's proxy, attorney or representative, is entitled to attend the Meeting and vote. Voting will be by way of a poll, in which each Unitholder will have one vote per Unit they hold. Unitholders for the purposes of voting at the Meeting will be determined from GMT's register at the close of business on Tuesday 29 July 2025.

Voting and proxies

A Unitholder is entitled to appoint a proxy to vote on behalf of the Unitholder at the Meeting. A proxy need not be a Unitholder. To appoint a proxy, a Unitholder must complete and return the Voting and Proxy Form enclosed with this Notice of Meeting. The Voting and Proxy Form must be returned to the Registrar, Computershare Investor Services Limited either by mail (Private Bag 92119, Victoria Street West, Auckland 1142) or delivered (Level 2, 159 Hurstmere Road, Takapuna).

The Voting and Proxy Form can also be completed electronically at www.investorvote.co.nz, or by scanning the QR Code on the Voting and Proxy Form.

To be valid, it must be received by 1:30pm on Tuesday 26 August 2025.

Unitholders may appoint the Chair of the Meeting or another Director as their proxy. Unitholders wishing to do so should read carefully the instructions on the Voting and Proxy Form and direct such appointment how to vote on that form. If the Chair of the Meeting or any other Director is appointed to act as a proxy and is not directed how to vote, they will vote in favour of each Resolution.

Ordinary Resolution

To be passed, each of Resolutions 1-3 need to be approved by a simple majority of those Unitholders entitled to vote and voting (including by proxy) on that Resolution.

Quorum

A quorum for the Meeting will be constituted if at least five Unitholders are present (in person or online, or by proxy, attorney or representative) and those present together hold or represent at least 10% of the number of Units on issue as at the date of the Meeting and carrying the right to vote on the Resolutions at the Meeting.

GLOSSARY

Capitalised terms used in this Notice of Meeting are defined in the glossary as shown on this page.

Board

means the board of the Manager, comprising the Directors.

Chair

means John Dakin.

Constitution

means the constitution of the Manager.

Director

means a director of the Manager.

GMT

means Goodman Property Trust and its controlled entities, as the context requires.

Goodman Group

means the ASX listed Goodman Group including Goodman Limited, Goodman Funds Management Limited as responsible entity for GIT, Goodman Logistics (HK) Limited and each of their respective related entities, operating together as a stapled group.

Goodman (NZ) Limited

the former Manager of GMT prior to internalisation of its management functions on 28 March 2024.

Independent Director

has the meaning given to that term in the NZX Listing Rules.

Manager

means Goodman Property Services (NZ) Limited, as the manager of GMT.

Meeting

means the hybrid meeting of Unitholders to be held on Thursday 28 August 2025 commencing at 1.30pm and any adjournments or postponements thereof.

Notice of Meeting

means this notice of meeting, dated 30 July 2025 and issued by the Manager for the purpose of convening the Meeting.

Resolution

means a resolution to be considered by Unitholders as specified in the Notice of Meeting.

Trust Deed

means the trust deed dated 23 April 1999 providing for the establishment of GMT (as amended from time to time).

Unit

means a unit in GMT.

Unitholder

means a holder of Units.

Voting and Proxy Form

means the voting and proxy form accompanying the Notice of Meeting.

This document has been prepared by Goodman Property Services (NZ) Limited as manager of Goodman Property Trust. The information in this document is general information only. It is not intended as investment or financial advice and must not be relied upon as such. You should obtain independent professional advice prior to making any decision relating to your investment or financial needs. This document is not an offer or invitation for subscription or purchase of securities or other financial products. Past performance is no indication of future performance. All values are expressed in New Zealand currency unless otherwise stated.