

MEETING OF HOLDERS OF BONDS



**Tuesday 11:00am
31 March 2026**

Pipiri Lane, 124 Halsey Street,
Wynyard Quarter, Auckland

PROXY FORM

This form relates to the Meeting of Holders of Bonds to consider and, if thought fit, pass Special Resolutions to approve certain amendments to the Bond Documents for each Series of Bonds. Please refer to the accompanying booklet for further information about the Special Resolutions. Unless the context otherwise requires, capitalised words used in this form have the meanings given to them in the booklet.

The Meeting will be held at 11:00am on Tuesday, 31 March 2026 at Pipiri Lane, 124 Halsey Street, Wynyard Quarter, Auckland. If you propose to attend the Meeting, please bring this form with you to assist with registration.

If you do not propose to attend the Meeting but wish to be represented by proxy, you must either:

- 1) complete the proxy appointment process online through the www.investorvote.co.nz website or by scanning the QR code below; or
- 2) complete and sign the sections overleaf, and return the form to the Registrar, Computershare Investor Services Limited, by email (corporateactions@computershare.co.nz), mail (Private Bag 92119, Victoria Street West, Auckland 1142) or hand-delivery (Level 2, 159 Hurstmere Road, Takapuna). If you are posting your Voting and Proxy Form, you should use the pre-addressed envelope provided.

YOUR SECURE ACCESS INFORMATION

Control Number:

CSN/Holder Number:

You will need your CSN/Holder Number and postcode (or country of residence if outside New Zealand) to securely access the online voting portal. Please follow the prompts to appoint your proxy and exercise your vote.

For your proxy appointment to be effective, it must be received by Computershare Investor Services Limited before 11:00am on Sunday, 29 March 2026.

SCAN TO VOTE



HOW TO VOTE ON THE SPECIAL RESOLUTIONS

All your Bonds will be voted in accordance with your directions. No Holder is restricted from voting on the Special Resolutions. If GMB Issuer or any of its subsidiaries holds any Bonds, they will not be entitled to vote.

Appointment of Proxy

If you do not plan to attend the Meeting, you may appoint a proxy to attend the Meeting and vote in your place. A proxy need not be a Holder of Bonds. The Chair of the Meeting is willing to act as proxy for any Holder who wishes to appoint them for that purpose. To do this, mark the box next to 'the Chair' in the space allocated in 'Step 1' of this form.

Voting of your holding

If you appoint a proxy, you can direct your proxy how to vote for you or you can give the proxy discretion to vote as they see fit. Direct your proxy how to vote by marking one of the boxes opposite each Special Resolution.

If you mark the "Proxy Discretion" box or you do not mark a box, you will be deemed to have given your proxy discretion and they may vote as they choose.

If you appoint the Chair of the Meeting as your proxy, the Chair will vote in favour of all the Special Resolutions on your behalf unless you direct otherwise on the Proxy Form.

If you mark more than one box in respect of a Special Resolution, your proxy appointment will be invalid and no vote will be cast on your behalf.

If you mark the "Abstain" box, you are directing your proxy not to vote on that Special Resolution. If a proxy does not vote on your behalf on a Special Resolution, your vote will not be counted when calculating a majority for that Special Resolution.

Attending the Meeting

If you are attending the Meeting in person, please bring this form to assist with registration. If you are attending as a representative of a corporate Holder, you will need to provide written evidence of your authorisation prior to admission.

SIGNING INSTRUCTIONS

Individual

Where the holding is in one name, the Holder (or their/its attorney) must sign.

Joint Holding

Where the holding is in more than one name, at least one of the Holders named in the Register (or their/its attorney/s) must sign.

Companies

This proxy form must be signed by a director or attorney. Please sign in the appropriate place and indicate the office held.

Power of Attorney

If the Proxy Form was signed under a power of attorney or other authority, an original or certified copy of the power of attorney or other authority and a signed certificate of non-revocation of the power of attorney must be provided to Computershare Investor Services Limited with this proxy form.

Questions

If you have any questions regarding the meeting format or voting process, please call our registry information line on +64 9 488 8777 or 0800 359 999.

How to submit this proxy form

Email: corporateactions@computershare.co.nz
(please add "GMT Bond Issuer Proxy" in the email subject line)

Post: GMT Bond Issuer Limited
c/- Computershare Investor Services Limited
Private Bag 92119, Victoria Street West,
Auckland 1142, New Zealand

Hand-delivery: Computershare Investor Services Limited
Level 2, 159 Hurstmere Road, Takapuna

PROXY FORM

STEP 1: APPOINT A PROXY TO ATTEND THE MEETING AND VOTE ON YOUR BEHALF

I/We being a Holder of Bonds entitled to vote at the Meeting hereby appoint:

the Chair (please indicate with a in the box); or

_____ of _____
 (FULL NAME) (ADDRESS)

Or failing that person:

_____ of _____
 (FULL NAME) (ADDRESS)

as my/our proxy to act generally at the Meeting on my/our behalf and to vote for me/us on my/our behalf at the Meeting to be held on Tuesday, 31 March 2026 at 11:00am and at any adjournment of that Meeting.

STEP 2: PROVIDE VOTING INSTRUCTIONS TO YOUR PROXY

This section must be completed if you have appointed a proxy above.

If you wish to direct the proxy how to vote, please indicate with a in the appropriate box below.

To consider and, if thought fit, pass the following Special Resolutions:

SPECIAL RESOLUTIONS	FOR	AGAINST	PROXY DISCRETION	ABSTAIN
<p>Special Resolution 1 – Trust Deed Amendments</p> <p>RESOLVED by the Holders of the Bonds that:</p> <p>(a) the amendments to the Master Trust Deed and the Supplemental Trust Deed for each Series of Bonds described in Section 3 of the Booklet, copies of which amendments were made available to the Holders on https://nz.goodman.com/investor-centre/bonds-overview (“Trust Deed Amendments”), are approved and are to take effect on Completion of the Transaction; and</p> <p>(b) the Supervisor is directed to enter into an amendment deed on Completion of the Transaction which implements the Trust Deed Amendments for each Series of Bonds and take any other action necessary or desirable to carry out and give effect to the changes described in this Resolution.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p>Special Resolution 2 – GGSD and Security Trust Deed Amendments</p> <p>RESOLVED by the Holders of the Bonds that:</p> <p>(a) the amendments to each of the Security Trust Deed and GGSD described in Section 3 of the Booklet, copies of which were made available to the Holders on https://nz.goodman.com/investor-centre/bonds-overview (“Security Document Amendments”), are approved and are to take effect on Completion of the Transaction; and</p> <p>(b) the Supervisor is directed to:</p> <p>(i) instruct the Security Trustee to approve the Security Document Amendments by signing an instruction letter to that effect (such instruction letter to be in the form agreed by the Supervisor, the Security Trustee and GMB Issuer); and</p> <p>(ii) enter into amendment deeds on Completion of the Transaction which implement the Security Document Amendments and take any other action necessary or desirable to carry out and give effect to the changes described in this Resolution.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p>Special Resolution 3 – Entry into New Bond Guarantee and Discharge of Bond Guarantees</p> <p>RESOLVED by the Holders of the Bonds that, in relation to each Series of Bonds, the Supervisor be directed to:</p> <p>(a) enter into each New Bond Guarantee for that Series of Bonds on Completion of the Transaction;</p> <p>(b) upon receipt of the duly executed New Bond Guarantee for that Series of Bonds, unconditionally discharge the guarantee granted by Covenant Trustee Services Limited as trustee of the Goodman Property Trust under the Bond Guarantee relating to that Series of Bonds; and</p> <p>(c) sign any release deed or take any other action necessary or desirable to carry out and give effect to this Resolution.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

STEP 2: PROVIDE VOTING INSTRUCTIONS TO YOUR PROXY (continued)

This section must be completed if you have appointed a proxy above.

SPECIAL RESOLUTIONS (continued)	FOR	AGAINST	PROXY DISCRETION	ABSTAIN
Special Resolution 4 – Novation of each Bond Loan Agreement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
RESOLVED by the Holders of the Bonds that:				
(a) the novation of each Bond Loan Agreement from Covenant Trustee Services Limited as trustee of the Goodman Property Trust to Goodman New Zealand Limited is approved and is to take effect on Completion of the Transaction; and				
(b) the Supervisor is directed to:				
(i) enter into a deed of novation and amendment to give effect to the novation described in this Resolution and the changes to each Bond Loan Agreement described in Section 3 of the Booklet, copies of which were made available to the Holders on https://nz.goodman.com/investor-centre/bonds-overview ; and				
(ii) take any other action necessary or desirable to carry out and give effect to this Resolution.				

STEP 3: PROVIDE YOUR SIGNATURE

This section must be completed.

Signature(s) of Holder(s) named in Step 1 above

By signing this form, I/we warrant and undertake that I am/we are authorised to sign on behalf of, and bind, the Holder(s) named at the beginning of this form.

NAME OF HOLDER 1 or SOLE DIRECTOR/DIRECTOR:

SIGNATURE:

NAME OF HOLDER 2 (or DIRECTOR (if more than one)):

SIGNATURE:

Contact
Name

Contact
Daytime Telephone

Date

2026

This proxy form is accompanied by a pre-addressed envelope which requires no stamp within New Zealand.

ATTENDANCE SLIP

The Meeting of Holders of Bonds to be held at 11:00am
on Tuesday, 31 March 2026 at Pipiri Lane, 124 Halsey Street,
Wynyard Quarter, Auckland.





GMT BOND ISSUER LIMITED **MEETING OF HOLDERS OF BONDS**
PROXY FORM
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