



ANNUAL MEETING OF SHAREHOLDERS

Monday 10:00am
27 July 2026

Pipiri Lane, 124 Halsey Street,
Wynyard Quarter, Auckland

and online at: <https://meetnow.global/nz>

VOTING AND PROXY FORM

The Meeting will have a hybrid format, with participants able to attend in person or online through a live webcast. The webcast can be accessed from: <https://meetnow.global/nz>

If you propose to attend the Meeting in person you will need to bring this Voting and Proxy Form with you. If you do not propose to attend the Meeting but wish to be represented by proxy you have two voting options, either;

- 1) complete the proxy voting 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 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.

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

YOUR SECURE ACCESS INFORMATION

Control Number:

CSN/Shareholder Number:

You will need your CSN/Shareholder 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.

SCAN TO VOTE



For your proxy appointment to be effective it must be received before 10:00am Saturday 25 July 2026

How to vote on the Resolutions

All your securities will be voted in accordance with your directions.

The Goodman Group Entities (as defined in the Notice of Meeting) and their respective associates are restricted from voting on Resolutions 1 and 2.

No Shareholders are restricted from voting on Resolutions 3 and 4.

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 Shareholder. You may appoint an Independent Director or another person (provided such person is not disqualified from voting), as your proxy. To do this, enter 'Independent Director' or the name of your proxy in the space allocated in 'Step 1' of this form.

If a person who is disqualified from voting in favour of the Resolutions is appointed a proxy, that person will not be permitted to vote an undirected proxy given in their favour by a Shareholder in respect of the Resolutions.

Voting of your holding

Direct your proxy how to vote by marking one of the boxes opposite each 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 on that Resolution. Any Independent Director who is appointed as proxy intends to vote any undirected proxies held by them in favour of the Resolutions. If you mark more than one box in respect of a Resolution, your vote will be invalid and no vote will be cast on your behalf in relation to that Resolution. If you complete this form but do not name a person as your proxy or your named proxy does not attend the Meeting, but you otherwise complete this Voting and Proxy Form in full, an Independent Director will be appointed your proxy and will vote in accordance with your express direction.

Attending the Meeting

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

If you are participating through the live webcast, please refer to the Virtual Meeting Guide, available at www.computershare.com/vm-guide-nz for more information on attending the Meeting online. You can still attend the Meeting virtually, even if you have appointed a proxy.

Signing instructions for voting and proxy forms

Individual

Where the holding is in one name, the Shareholder must sign.

Joint Holding

Where the holding is in more than one name, all of the Shareholders should sign.

Power of Attorney

If this Voting and Proxy Form has been signed under a power of attorney, the power of attorney or a copy of that power of attorney and a signed certificate of non-revocation of the power of attorney, must accompany the signed form, unless it has already been noted by Computershare Investor Services Limited.

Corporate Shareholders

This Voting and Proxy Form must be signed by a duly authorised officer or attorney of the corporate Shareholder. Please sign in the appropriate place and indicate the office held.

Questions about voting

Should be directed to Computershare Investor Services, by phone +64 9 488 8777 or toll free on 0800 359 999 or by email to corporateactions@computershare.co.nz

PROXY/CORPORATE REPRESENTATIVE FORM

STEP 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF

I/We being a Shareholder/Shareholders of Goodman NZ

hereby appoint* _____ of _____

or failing them _____ of _____

as my/our proxy to act generally at the hybrid meeting on my/our behalf and to vote in accordance with the following directions at the Annual Meeting of Shareholders of GNZL and GPS to be held at 10:00am Monday 27 July 2026 and at any adjournments or postponements of that meeting.

**Any Independent Director is willing to act as proxy for any Shareholder(s) who may wish to appoint them for that purpose. If appointed, the Independent Director would vote as directed.*

If your proxy is not an Independent Director, please ensure that you provide their contact details (phone and email address). If this information is not provided, we cannot guarantee remote admission to the hybrid meeting for your proxy.

Proxy contact details (Phone): _____ and (Email): _____

STEP 2: VOTING INSTRUCTIONS/BALLOT PAPER

Buyback Resolutions

	FOR	AGAINST	PROXY DISCRETION	ABSTAIN
GNZL – RESOLUTION 1: Approval of Buyback Programme	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
To consider, and if thought fit, pass the following ordinary resolution of GNZL for the purposes of clause 4 of the Takeovers Code (Class Exemptions) Notice (No 2) 2001: <i>Conditional on Resolution 2 passing, that GNZL and GPS may acquire up to 75 million Stapled Shares or \$110 million worth of Stapled Shares (whichever is reached first), by way of offers made through NZX's order matching market during the period commencing on the day after the date of the Annual Meeting and ending on the date of the next annual meeting of GNZL and GPS, allowing the Goodman Group Entities to increase their combined holdings in Goodman NZ by a maximum of 1.65% to 33.59% in aggregate, as more fully explained in the Explanatory Notes contained in the Notice of Meeting.</i>				

GPS – RESOLUTION 2: Approval of Buyback Programme

	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
To consider, and if thought fit, pass the following ordinary resolution of GPS for the purposes of clause 4 of the Takeovers Code (Class Exemptions) Notice (No 2) 2001: <i>Conditional on Resolution 1 passing, that GPS and GNZL may acquire up to 75 million Stapled Shares or \$110 million worth of Stapled Shares (whichever is reached first), by way of offers made through NZX's order matching market during the period commencing on the day after the date of the Annual Meeting and ending on the date of the next annual meeting of GNZL and GPS, allowing the Goodman Group Entities to increase their combined holdings in Goodman NZ by a maximum of 1.65% to 33.59% in aggregate, as more fully explained in the Explanatory Notes contained in the Notice of Meeting.</i>				

Auditor Resolutions

GNZL – RESOLUTION 3: Reappointment of auditor and auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
To consider and, if thought fit, pass the following ordinary resolution: <i>That the reappointment of PricewaterhouseCoopers as auditor of GNZL be approved and the Directors be authorised to fix the auditor's fees and expenses.</i>				
GPS – RESOLUTION 4: Reappointment of auditor and auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
To consider and, if thought fit, pass the following ordinary resolution: <i>That the reappointment of PricewaterhouseCoopers as auditor of GPS be approved and the Directors be authorised to fix the auditor's fees and expenses.</i>				

Please note: If you mark the Abstain box for an item, you are directing your proxy not to vote on your behalf and your votes will not be counted in computing the required majority. If you mark the Proxy Discretion box, you are directing your proxy to exercise their discretion in voting for or against the Resolution.

STEP 3: SIGNATURE OF SHAREHOLDER(S)

This section must be completed.

SHAREHOLDER 1

or Sole Director/Director

SHAREHOLDER 2

or Director (if more than one)

SHAREHOLDER 3

Contact Name _____ Contact Daytime Telephone _____ Date _____ 2026

This Voting and Proxy Form is accompanied by a pre-addressed envelope which requires no stamp within New Zealand.

ATTENDANCE SLIP

Annual Meeting of Shareholders of GNZL and GPS to be held at 10:00am Monday 27 July 2026. The Meeting will have a hybrid format, with attendance either in person or through a live webcast.

The webcast can be accessed from: <https://meetnow.global/nz>

