



EVERY
STEP
COUNTS

GOODMAN PROPERTY TRUST ANNUAL REPORT 2023
GMT BOND ISSUER LIMITED ANNUAL REPORT 2023



GMT is New Zealand's largest listed real estate entity. Proudly managed by Goldman, it is a high-quality business with a substantial portfolio, a wide customer base and a proven development capability.

Sustainability. It's not just good for New Zealand, it's good for business.

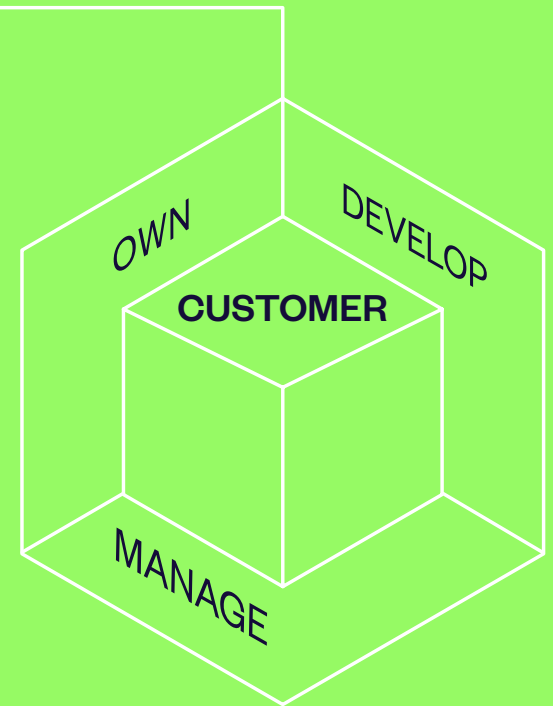
OUR BUSINESS.

By owning, developing and managing high-quality properties in key locations, we provide customers with sustainable space solutions that help them succeed.

Our business strategy includes ambitious sustainability targets that require more than grand gestures. It demands unwavering dedication to every step we take.

In a year where extreme weather events have adversely impacted our communities, every step really does count.

We're taking action by reducing carbon emissions, using renewable energy, developing greener buildings, regenerating brownfield sites, and partnering with groups that are improving social outcomes.





Highbrook Business Park adjoins the Tāmaki River.

CONTENTS

This document comprises the Annual Reports of Goodman Property Trust and GMT Bond Issuer Limited for the year ended 31 March 2023 and contains the information required to be disclosed pursuant to the NZX Listing Rules.

The report includes non-GAAP financial measures that may not be calculated in a manner consistent with other entities. Please see the Financial Results section of this report for more information on how these are calculated.

4 YEAR IN REVIEW

Financial highlights	4
Another step forward – Chair’s report	6
Building new benchmarks – Management report	11

16 OUR ASSETS

Top 20 customers	16
Industry weighting	16
Key locations	17
Development insight – Regenerating Favona	18



22 SUSTAINABILITY REPORT

Highlights	22
Our framework	24
Sustainable properties	26
People and culture	30
Corporate performance	34
Goodman Foundation	38
GRI index	44

47 FINANCIAL RESULTS

FY23 summary	47
Five year results	50
Goodman Property Trust Financial Statements	53
GMT Bond Issuer Limited Financial Statements	93

111 OTHER INFORMATION

Corporate governance	111
Board of Directors	121
Investor relations	122
Glossary	124
Business directory	125



YEAR IN REVIEW



Customer demand for well-located warehouse and logistics space has contributed to significant revenue and earnings growth over the last 12 months, while new investment and capital management initiatives have made GMT a more sustainable and resilient business.

NET PROPERTY INCOME

12.7% increase in rental revenue

\$177.0m

CASH EARNINGS

6.6% growth in underlying earnings

7.1 cpu

LOSS AFTER TAX

Including a (4.7%) valuation movement

(\$135.4m)

GREEN FINANCING

Green Bond issue and Green Loan facilities

\$450m

GREENHOUSE GAS EMISSIONS

Reduction from 2020 base year¹

38.3%

¹ Includes mandatory Category 1-4 emissions.

OPERATING EARNINGS AFTER TAX

Corresponding 11.9% increase

\$111.1m

CASH DISTRIBUTIONS

7.3% increase in distributions declared

5.9 cpu

NET TANGIBLE ASSET BACKING

At 31 March 2023

245.2 cpu

LOAN TO VALUE RATIO

20% to 30% preferred through cycle range

25.9%

CDP CLIMATE SCORE

Leadership status achieved in 2022

A-

GMT's \$4.8 billion urban logistics portfolio provides essential supply chain infrastructure, facilitating the efficient storage and distribution of goods and materials.





➤ Keith Smith, Chair and Independent Director

Chair's report

Another step forward

The strength of GMT's FY23 operating results demonstrates the resilience of the business and the benefits of an investment strategy exclusively focused on the Auckland industrial market.

We have remained disciplined in the execution of this strategy, adapting to the moderating economic environment while continuing to build a responsible and sustainable business.

Strong leasing demand for well-located, warehouse and logistics space has ensured earnings targets were achieved, while new sustainability and capital management initiatives have strengthened the Trust and reaffirmed our commitment to a low carbon future.

Goodman continues to invest in its people, and has provided additional support to its community partners to help address the impacts of recent extreme weather events.

Year in review

GMT's property portfolio has continued to deliver strong revenue growth. High occupancy levels, growing rental rates, new development completions and strategic acquisitions have all contributed to the 6.9% increase in operating earnings before tax, to \$126.5 million.

There has been a corresponding 6.6% increase in cash earnings to \$99.6 million or 7.1 cents per unit. Cash earnings is our preferred measure of underlying operating performance, and the increase is almost 3% higher than our original guidance for the year. A further 4% increase to around 7.4 cents per unit is expected for FY24.

Cash distributions relating to FY23 have increased 7.3% to 5.9 cents per unit. A further 5% increase to around 6.2 cents per unit is forecast for FY24.



Strong leasing demand for well-located warehouse and logistics space has ensured earnings targets were achieved while new sustainability and capital management initiatives have strengthened the Trust and reaffirmed our commitment to a low carbon future.

Highbrook Business Park – development projects providing over 20,500 sqm of space were completed at the estate in FY23.



Highbrook Business Park – with the completed Tāwharau Lane multi-warehouse development in the centre foreground.

Valuation impacts

While the operating performance of the Trust has been extremely pleasing, a \$237.7 million or 4.7% reduction in the fair value of its property assets (following independent valuations) has resulted in a statutory loss of \$135.4 million after tax.

The valuation movement is also the main contributor to the 5.9% reduction in net tangible assets, to 245.2 cents per unit.

After a long period of sustained value growth, rising interest rates have negatively impacted real estate investment yields.

The quality of the Trust's property assets and the continued strong rental growth being achieved, has significantly reduced the valuation impacts of increased capitalisation rates.



Building resilience

A sustainable operating model is essential for an organisation to be successful over the long-term and we have continued to prioritise initiatives that mitigate impacts for the environment and communities where we operate, as well as positioning ourselves for future opportunity.

Toitū carbonzero certification for our business operations and a CDP climate score of A- demonstrate further progress toward our sustainability commitments.

The leadership rating from CDP is the equal highest score of a local organisation and represents the second consecutive year of improved results for our business.

Acknowledging that there is more work to do, we have reviewed our current Emissions Reduction and Management Plan and set longer dated objectives for 2030. These operational emission reduction targets are consistent with the objectives of the Paris Agreement and the limiting of global warming to less than 1.5 degrees.

We are also measuring and reporting non-mandatory Category 4 emissions associated with our development programme, to better understand the wider impact of our business activities. We are collaborating with consultants, contractors, and suppliers on these projects to deliver lower emission, more resource efficient and resilient buildings.

The completion of New Zealand's first 6 Green Star Design¹ rated industrial facilities at Highbrook Business Park

is consistent with these sustainable development goals.

The achievement has been complemented by treasury initiatives that add diversity and capacity to the Trust's debt book. The issue of \$150 million of Green Bonds and establishment of Green Loan facilities totalling \$300 million supports further investment and development activity, aligning new funding with sustainable property solutions for our customers.

Toitū carbonzero certification for our business operations and a CDP climate score of A- demonstrate further progress toward our sustainability commitments.



➤ Solar energy initiatives are underway across the portfolio with 2.4 MWp of generating capacity expected to be installed by 2025.

¹ Design & As Built NZv1.0 Certified Design Review Rating.



7 Public spaces within the urban ngahere at Highbrook Business Park.

Working together

Together, the Board and Management Team have welcomed James Spence as the new Chief Executive Officer.

After almost 20 years leading our highly successful business, John Dakin stepped down as Chief Executive Officer on 31 December 2022. We are delighted that he is continuing as a director of the Manager, and as a senior executive within the wider Goodman Group.

The Board endorsed James's appointment and believe his experience within Goodman's global fund management business and as Director of Investment Management for GMT over the last five years, provides continuity of leadership that is of real benefit to our stakeholders.

As CEO, James leads a dedicated team of 69. They are all capable individuals who are committed to the delivery of our business strategy. Results from a recent internal survey shows that it is an inclusive and diverse workplace, with highly engaged people.

Strategies to broaden representation across the business have delivered positive results, although with a stable team it has been a graduated change. Recent updates to the existing Inclusion and Diversity policy have reaffirmed these commitments with new targets for 2030.

As announced at last year's annual meeting this will be my final term as an

Independent Director and this is likely to be my last annual report as Chair.

It has been a privilege to have led the Board over the last 13 years and I'm extremely proud of everything that has been achieved. GMT has been successfully repositioned as an urban logistics specialist and is now well established as New Zealand's leading property investment entity.

Stepping ahead

A high-quality property portfolio, robust capital structure and a sustainable growth strategy provide the stability and resilience needed for a more challenging operating environment.

By remaining disciplined with our investment decisions and staying focused on our customer relationships, the Trust should continue to benefit from the positive demand dynamic that is supporting high occupancy levels and sustained rental growth.

Progressing new sustainability initiatives and reducing the carbon emissions of our business activities will also continue to be a key focus. Achieving these milestones is expected to contribute to long term value creation for all our stakeholders.

Keith Smith
Chair and Independent Director



While a slowing economy has created headwinds, the key structural trends that are driving customer demand for space have continued to support GMT's strong operating results.



➤ Mainfreight supersite facility under construction at Favona Road Estate. The development is part of the \$461.6m of active projects currently in progress.

➤ OPPOSITE: James Spence, Chief Executive Officer with Natasha Artus, Assistant Project Manager.

Management report

Building new benchmarks

The creation of a high quality, low risk property business focused on sustainable long-term growth is the strategic objective that guides our investment decision making.

With a \$4.8 billion warehouse and logistics portfolio exclusively invested in Auckland's urban logistics market, GMT provides essential business infrastructure for customers requiring sustainable distribution facilities close to consumers.

It is a real estate sector that has recorded double-digit growth in market rentals over the last 12 months, with demand for space exceeding supply in many locations across the city. The positive demand dynamic is mirrored in our leasing results. It is also reflected in a heightened level of development activity, with projects totalling over 110,000 sqm currently under construction.

While a slowing economy has created headwinds, the key structural trends that are driving customer demand for space have continued to support GMT's strong operating results.

Highlights of the last 12 months include:

- + 12.7% increase in net property income to \$177.0 million
- + 212,486 sqm of space leased on new or revised terms
- + \$209.7 million of new development commencements
- + Completion of four development projects, totalling 38,000 sqm¹
- + Acquisition of a 4-hectare redevelopment site in Ōtāhuhu for \$49.35 million
- + 23% rental growth, on new leases and lease renewals completed in the last 12 months

¹ Includes the NZ Post project at Roma Road Estate, Mt Roskill which completed post balance date, on 19 April 2023.



Attracting premium rents

The Auckland industrial market is highly constrained, with almost zero vacancy for prime space. Demographic changes, regional growth, customer sustainability targets, and the unique requirements of e-commerce have all driven the increase in demand for well-located and operationally efficient urban logistics property.

Customers are also seeking to improve supply chain resilience by driving greater productivity and value from their warehouse and logistics facilities.

The benefits of the Trust's urban logistics portfolio and the strength of our customer relationships is reflected in the 212,486 sqm of leasing transactions completed since 31 March 2022.

Representing almost 20% of the stabilised portfolio, new leasing has contributed to like-for-like net property income growth¹ of 5.3% over the year. It has also established new rental benchmarks within the portfolio.

The level of under-renting (the difference between contract and market rentals) is also growing. The potential reversion to market is assessed by valuers as 25%, at 31 March 2023. The benefits of this reversion will be realised over time, as contract rents are reviewed to market and new leases are secured at the higher rates.

¹ Net rental income on underlying portfolio, adjusted to remove vacancy, incentives and leasing costs, straight line rent adjustments, operating expenses and fitout rent.



Customers are also seeking to improve supply chain resilience by driving greater productivity and value from their warehouse and logistics facilities.

➤ Hazchem safety solution provider pH7, is a new customer at Highbrook Business Park.



GMT continues to benefit from strong property market fundamentals and sustained customer demand for well-located, and operationally efficient, warehouse and logistics space.

7 Gateway warehouses, Highbrook Business Park.

AVERAGE PORTFOLIO OCCUPANCY

99.5%

MARKET RENTAL GROWTH

19% per annum

POTENTIAL RENT REVERSION TO MARKET²

25%

² Difference between valuer assessed market rents and current passing rents, divided by current passing rent.

NEW WAREHOUSE RENTAL BENCHMARK¹

\$240 sqm

¹ Highest warehouse rental rate achieved in new leasing.

DEVELOPMENT WORK IN PROGRESS

\$461.6m

DEVELOPMENT COMMENCEMENTS

\$209.7m

NET PROPERTY INCOME

\$ million	
FY23	177.0
FY22	157.1
FY21	153.0
FY20	145.3
FY19	126.8

DEVELOPMENT COMMENCEMENTS

Total project cost \$m	
FY23	209.7
FY22	300.2
FY21	132.0
FY20	123.2
FY19	134.4



The quality of the development programme is reflected in the 6 Green Star Design Rating achieved by the NZ Blood Service and Tāwharau Lane projects at Highbrook Business Park in East Tāmaki.



7 NZ Blood Service, Highbrook Business Park.

World class development

Three new development projects totalling \$209.7 million were announced during FY23. The current workbook now includes \$461.6 million of work in progress.

The quality of the development programme is reflected in the 6 Green Star Design Rating achieved by the NZ Blood Service and Tāwharau Lane projects at Highbrook Business Park in East Tāmaki. Representing world leadership, the rating from the NZGBC provides independent confirmation that we are designing the very best industrial facilities in the country.

With the development of Highbrook Business Park largely complete, the focus is now on the regeneration of brownfield opportunities within the portfolio.



7 Stanley Black and Decker, one of the three development projects to complete at Highbrook Business Park in FY23.



7 James Spence, Chief Executive Officer, with Andy Eakin, Chief Financial Officer

The redevelopment and intensification of these sites is fully aligned with our sustainability and circularity commitments. The recovery of valuable resources in the deconstruction phase and the use of alternative building materials and construction systems, contribute to lower emissions in the development process.

Residual embodied carbon is also independently verified and offset with carbon credits following completion of new projects.

Green funding

Prudent financial management has enabled GMT to grow sustainably. A well-capitalised balance sheet and available liquidity have provided the funding to progress the development programme and take advantage of new investment opportunities.

New treasury initiatives in FY23 have added diversity and flexibility to the Trust's debt book. The inaugural \$150 million Green Bond issue and establishment of \$300 million of Green Loan facilities were the most significant of these initiatives, aligning new funding with sustainable development.

At 31 March 2023, GMT had a loan to value ratio of 25.9% and committed gearing of 29.1%. Debt facilities were 62.5% drawn, had a weighted average term to expiry of 3.6 years, and were 83.7% hedged for the next 12 months.

Our preferred through cycle gearing range of between 20% and 30%, is well below the 50% maximum permitted under the Trust's debt covenants. It is a conservative setting that provides operational flexibility and substantial balance sheet resilience should investment markets deteriorate.

Future focused

GMT has delivered a robust operating performance over the last 12 months, with sustained customer demand contributing to significant revenue and earnings growth. The same business drivers are expected to support further strong operating results in FY24, with forecast cash earnings of 7.4 cents per unit and distributions of 6.2 cents per unit.

The longer-term outlook is more uncertain with a variety of downside risks likely to constrain economic activity.

Having the resilience to perform through more challenging market conditions has always guided our investment strategy. By remaining agile and adapting to the changing operating environment, the Trust will continue to benefit from the structural trends that are driving demand for our sustainable warehouse and logistics space solutions.

James Spence
Chief Executive Officer

Andy Eakin
Chief Financial Officer



OUR ASSETS

Top 20 customers

CUSTOMER	WEIGHTING RENTAL INCOME ¹	FAVONA	HIGHBROOK	M20	MT WELLINGTON	ROSEDALE	ROMA	SAVILL LINK	THE GATE	WESTNEY	CONNECT
New Zealand Post	12%		●	●		●	●				
Mainfreight	8%	●	●	●				●			
DHL	3%		●							●	
Freightways	3%		●							●	
Officemax	2%		●								
Coda	2%							●	●		
Fletcher Building	2%		●								●
Cotton On Clothing	2%						●			●	
Linfox	2%									●	
Supply Chain Solutions	2%		●							●	
Toll	2%							●			
Steel & Tube	2%		●					●			
Turners & Growers	2%	●			●						
Frucor Suntory	1%			●							
Asaleo Care	1%								●		
Viridian Glass	1%		●								
Metroglass	1%		●								
NCI Packaging	1%							●			
Cottonsoft	1%		●								
Ingram Micro	1%			●							

¹ Includes new development commitments.

Industry weighting

Third party logistics / parcel

46%



Consumer goods warehousing

15%



Manufacturing

11%



Building products warehousing

9%



Commodities warehousing

4%



Other warehousing

3%



Retail

2%

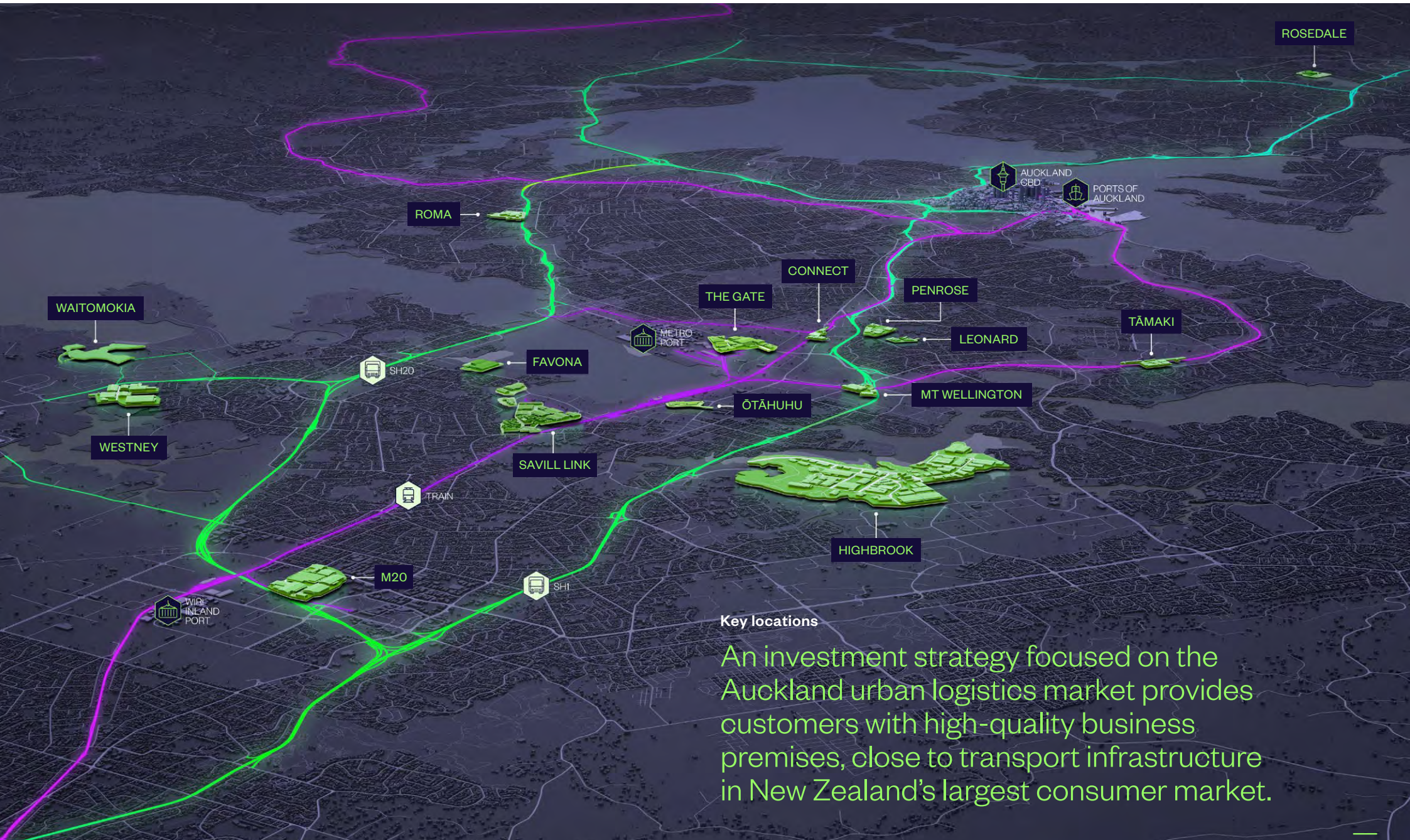


Other

10%



AUCKLAND AIRPORT



Key locations

An investment strategy focused on the Auckland urban logistics market provides customers with high-quality business premises, close to transport infrastructure in New Zealand's largest consumer market.



Development insight

Regenerating Favona



Late 2018

The purchase

Three adjoining brownfield sites on Favona Road, Māngere, were conditionally acquired in December 2018 for \$29 million. The 7 hectare property included 40,000 sqm of older-style commercial glasshouses.



Mid 2021

Deconstruction

Site preparation begins following expiry of the existing lease to T&G. Specialist contractor, Phoenix Metal Recyclers begin the deconstruction of the former tomato growing facility.

Goodman's focus on circularity and commitment to sustainable development includes the recycling and repurposing of demolition materials across all its brownfield projects.

Developing sustainably

Over 90% of the Trust's current development projects are being constructed on brownfield sites.

Situated in prime locations, the redevelopment of these older style properties into modern, efficient, sustainable distribution facilities improves the efficiency of Auckland's industrial building stock. The intensification of use helps limit urban sprawl and minimises travel distances and transport-related emissions for customers focused on last mile delivery.

All new projects are targeting an industry leading 5 Green Star Built rating. The certification, from the New Zealand Green Building Council, assesses the sustainability attributes of the project and the quality of the workspaces it provides.



The first stage in the creation of a logistics supersite for Mainfreight, at the Trust's Favona Road Estate in Māngere, saw 80% of demolition material, over 2,500 tonnes, recycled.

The initial eight-month deconstruction phase of this brownfield project included the sorting and transport of all aluminium and steel framing, glass panels, concrete and other building materials to appropriate resource recovery operators.

Demolition materials recovered and diverted from landfill

270 truckloads





Late 2021

Phase one complete

With 80% of building material recycled, the deconstruction phase results in reduced demolition waste. All Scope 1 and 3 emissions associated with the project were offset by the contractor.



2021-2022

Customer commitment

Global logistics provider Mainfreight extends its relationship with Goodman, committing to a long-term lease over a new twin-warehouse facility on the Favona Road site. Detailed design work commences and G Mundy Construction undertakes earthworks.



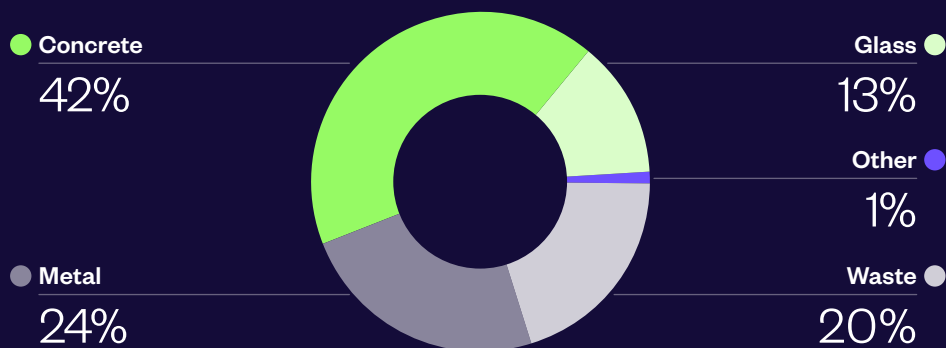
2022

Construction

Aspec Construction commence building the new 36,000 sqm facility. Targeting a 5 Green Star rating the new supersite will be Mainfreight's largest New Zealand warehouse, once complete.



% OF WEIGHT OF TOTAL DECONSTRUCTED MATERIALS



The new Mainfreight facility is designed to be highly sustainable and resource efficient with the development process carefully managed to reduce waste and other environmental impacts.

The twin-warehouse facility is constructed from lower carbon and sustainably sourced building materials wherever possible. Embodied carbon and greenhouse gasses emitted during the construction phase are also measured and will be offset upon completion.



2023

Project delivery

Construction milestones, including the pouring of a lower carbon concrete slab, are achieved with the building expected to complete in June 2023.

COMMITTED TO
CARBON NEUTRAL
+
GREEN STAR
CERTIFIED RATING

The building specification includes features and technologies that add resilience and improve operational efficiency.

A rooftop solar energy system, automated LED lighting, low flow water fittings and rainwater harvesting reduce reliance on Auckland's infrastructure and lower occupancy costs for Mainfreight.



Lower carbon development¹

15.8%

estimated reduction in embodied carbon for completed project



Electric vehicles

8 charging points

across five pedestals



Solar energy system

158 kWp

with sub-metering for energy monitoring



Automated LED-lighting

up to 90%

energy savings over traditional lighting



Rainwater harvesting

150,000 litres

storage capacity



Low-E double glazing

to reduce noise and regulate thermal comfort



¹ Independent assessment of building only, upfront embodied carbon (A1-A5) compared to a similar sized reference building.



At the forefront of the growth in demand for logistics and supply chain services, Mainfreight's new 35,860 sqm logistics facility is expected to achieve a 5 Green Star Built rating once complete.



SUSTAINABILITY REPORT

Highlights
Our framework
Goodman Foundation
GRI index



➤ Around 10,700 natives were planted in urban ngahere at Highbrook Business Park and Roma Road Estate during the year.



Sustainability is embedded in our corporate values and reflected across all parts of our business strategy. Our investment decisions are based on long-term thinking, and we operate with ESG priorities front of mind.

Acknowledging our wider responsibilities, we are taking steps toward a more sustainable future with ambitious targets to decarbonise, build resilience, and mitigate climate change impacts.

HIGHLIGHTS of the last 12 months



Our focus is on the built environment and the delivery of sustainable property solutions that help our customers thrive. By reducing emissions and investing in greener buildings we're lifting our environmental performance and improving the quality of our properties, and the workspaces they provide.

CDP climate score^{1,2}



A- rating

for 2022

Toitū certified operations²



carbonzero

since 2021

Greenhouse gas emissions²



38.3% reduction

from FY20 base year

Sustainable Finance Framework



\$450 million

of green bonds and loans

World leadership rating



6 Green Star Design

for two Highbrook development projects

Solar energy systems



1 MWp installed

across 14 rooftops

Lower carbon development³



12.0%

estimated reduction in embodied carbon for completed projects

Engaged team



88%

engagement score

Boosting biodiversity



10,700 natives

planted in urban ngahere

¹ Formerly the Carbon Disclosure Project.

² Certification encompasses Goodman (NZ) Limited, Goodman Property Services (NZ) Limited and Goodman Property Trust. It includes emissions from operational activities and from the buildings and spaces within the portfolio where the Manager has operational control.

³ Independent assessment of building only, upfront embodied carbon (A1-A5) compared to a similar sized reference building.



Our framework

Paving the way

Goodman's strategic focus as an owner, developer and manager of warehouse and logistics space includes the aim of becoming a lower carbon and more resilient property business.

A sustainability framework that includes the following three pillars directs our actions towards these goals.



Concrete with lower Global Warming Potential (GWP) is specified for all new developments. It has up to 25% less embodied carbon than standard practice concrete.



Sustainable properties

Goodman invests in properties that are adaptable, resource efficient and resilient to the impacts of climate change. Located close to key transport infrastructure and large consumer catchments, these facilities help improve our customers' operational efficiency. High-quality workspaces and a range of amenity features contribute to staff wellbeing for these businesses.



People and culture

We believe that a business that is positively connected with its people and wider community will deliver superior long-term results. Goodman's flexible and progressive work practices help create a diverse, inclusive and safety conscious culture. Team members are recruited and rewarded based on their commitment to our values, long-term strategic thinking, expertise and performance.



Corporate performance

A sustainable capital structure, contemporary governance policies and business wide commitment to ESG principles give our investors, regulators, customers, and community partners confidence in our strategy. We measure our performance against leading benchmarks and provide the market with regular updates on our operating performance and wider business activities.

We're challenging ourselves to do better and do more for the benefit of all our stakeholders.



MATERIAL FACTORS

Our sustainability framework incorporates the material factors that drive our success.

The 14 factors identified as being significant to our business were extensively reviewed in 2021. The next stakeholder consultation will be undertaken in FY24 as part of a three-year cycle.

We've made three updates to the matrix this year, following a comprehensive internal review.

These changes include:

1. Increased priority being assigned to sustainability and resilience related factors
2. The number of factors has been reduced to 10, with similar priorities being amalgamated
3. New wellbeing and diversity initiatives throughout our business have been reflected in the relative rankings of these factors



The following pages describe how these factors are integrated into our broader business strategy.

It includes reporting on a range of non-financial metrics, monitoring progress against future targets and being accountable for our performance.



SUSTAINABLE PROPERTIES

The material factors that guide our investment activity include:

- + Customer attraction and retention
- + Flexible, adaptable and resilient properties
- + Sustainable design and management
- + Emission reduction and energy efficiency strategies

These factors are reflected in the specific targets we have adopted in the following table

KEY TARGETS	ACTIVITY	STATUS
Carbon neutral operations	Toitū carbonzero certified since FY21 FY23 emissions ¹ represent a 38.3% reduction from FY20 base year 21.5% and 43.0% emission reduction targets adopted for 2025 and 2030 respectively	PROGRESS ON TARGET
Sustainable development	Targeting 5 Green Star Built rating from NZGBC for all new developments Estimated 13.8% reduction in the intensity of carbon emissions (per square metre) compared to a reference building, for current projects Estimated 17,183 tCO ₂ e of embodied carbon in recently completed projects, to be offset	
Energy efficiency	100% of core portfolio to feature LED lighting by 2025, around 74% installed to date NABERSNZ ratings for all eligible office buildings at Highbrook by 2025 Over 50% of customers committing to providing energy consumption data for comparative benchmarking	
Renewable energy	Certified Renewable Electricity supplied by Meridian Energy 2.4 MWp of solar energy systems installed or planned, ahead of the 2.0 MWp target set for 2025	
Maintain portfolio occupancy above 95%	Portfolio effectively at capacity with average occupancy of 99.5%	

¹ Mandatory Category 1-4 emissions as reported.



GMT's urban logistics portfolio provides customers with high-quality properties in key locations across Auckland. Close to major transport infrastructure and large consumer catchments, the productivity benefits of our facilities are reflected in high occupancy levels and strong customer retention rates.

Future proof portfolio

The average age of the core portfolio is around 11 years. A long-term investment strategy ensures these properties are maintained to a superior standard. Upgrade projects that improve the operational and environmental performance of the portfolio are also underway.

These energy efficiency and water conservation initiatives include the installation of electricity submetering, solar energy systems, EV chargers, LED lighting and water saving technologies. The replacement of R22 refrigerants within building HVAC systems with low emission factor alternatives has also commenced.



Sustainable development solutions

A successful development programme has driven the growth of GMT, with over 90% of the core portfolio developed since 2004.

Our commitment to sustainable development includes the targeting of a 5 Green Star Built rating on all new projects. Adopting the Green Star standard as our base-build specification ensures all new warehouse and logistics facilities are highly sustainable and operationally efficient.

Recently completed projects at Highbrook Business Park have received a 6 Green Star Design rating. Representing world leadership standard, the NZ Blood Service and Tāwharau Lane projects are the first industrial buildings in New Zealand to achieve this rating.

The use of lower carbon and sustainably sourced building materials in the construction phase is reducing the intensity of our development emissions.

Life cycle assessments, measuring the upfront embodied carbon of all current projects, recorded an average 13.8% reduction in emissions intensity compared to similar sized reference buildings. On a square metre basis, this equates to a reduction from around 462 kg CO₂e sqm to 398 kg CO₂e sqm of net lettable area.

Once complete and independently verified, the residual embodied carbon in these development projects will be offset.

We've also integrated circularity principles into the development process, with careful recycling and repurposing of most demolition and construction waste where possible.

Extensive landscaping, urban ngahere (urban forests), beehives and other biodiversity initiatives are incorporated into our larger estates, enhancing, and protecting the natural environment.

Over 10,700 native shrubs and trees were planted at Highbrook Business Park and Roma Road Estate during the year.



Esplanade reserves and storm water management system, Highbrook Business Park.



Climate risk and emissions reporting

With extreme weather events already affecting our communities, the need for collective action on climate change is urgent.

As a business we are committed to minimising our greenhouse gas emissions and have implemented a sustainability programme that includes ambitious carbon reduction targets. Our Emissions Reduction and Management Plan details the operational initiatives that will help in the transition to a low carbon, more sustainable business.

The plan has been updated this year, with 2030 targets added to the original 2025 objectives. The pathway is aligned

with the Paris Agreement and the aim of limiting global warming to less than 1.5 degrees.

Carbonzero certification from Toitū confirms our carbon emissions have been measured in accordance with the new ISO 14064-1:2018 standard and that we have offset mandatory emissions with locally sourced carbon credits (Category 1-4), and Certified Renewable Energy certificates (Category 2) from Meridian.

The certification encompasses Goodman (NZ) Limited, Goodman Property Services (NZ) Limited and Goodman Property Trust. It includes emissions from operational activities and from the buildings and spaces within the portfolio where the Manager has operational control.

The table below summarises the combined emissions of these businesses, with the detailed inventory available online. The objective is to reduce absolute emissions (from our 2020 base year) by 21.5% before 2025, and 43.0% by 2030.

Our FY23 result, with a 38.3% reduction in emissions, is consistent with these ambitions. The strong progress reflects positively on our carbon reduction initiatives which are summarised on page 26.

The embodied carbon from our development activity is reported on a below the line basis, as non-mandatory Category 4 emissions. We estimate that these emissions will be around 17,183 tCO₂e, for the 38,000 sqm of projects that have completed since 31 March 2022.

GHG EMISSIONS tCO₂e

Category (new standard)	Scope (previous standard)	FY23	FY20 (base year) ¹	% change
Category 1	Scope 1	233.9	596.0	(60.8)
Category 2	Scope 2	234.8	199.2	17.9
Category 3 (mandatory)	Scope 3 (mandatory)	17.4	67.9	(74.3)
Category 4 (mandatory)	Scope 3 (mandatory)	71.1	40.6	75.2
Total gross emissions		557.2	903.7	(38.3)
Category 4 (non-mandatory) ²	Scope 3 (non-mandatory) ²	17,183.4	n/a	n/a

¹ Base year restated after emission factor revision from the Ministry for the Environment.

² Upfront embodied carbon emissions from completed developments. Design Life Cycle Assessment, subject to finalisation and peer review.



ISO 14064-1 ORGANISATION





PEOPLE AND CULTURE

Focusing on the following material factors helps create a safe and inclusive business:

- + Health, safety and wellbeing
- + Diversity and inclusiveness
- + Social equity

These factors are reflected in the specific targets we have adopted in the following table.

KEY TARGETS	ACTIVITY	STATUS
Safety at work	No serious harm injuries across all workplaces and worksites in FY23 Contractor induction and certification on all worksites	PROGRESS ON TARGET
Diverse and inclusive workplace	Our team of 69 includes 11 different ethnicities, with speakers of 11 languages An inclusive culture score of 90% and an engagement score of 88% achieved in recent workplace survey Improved gender representation with 42% of the managerial team female Gender, ethnicity, and age representation targets set for 2030 in refreshed inclusion and diversity policy	
Social procurement and supply chain ethics	Social procurement obligations are being progressively incorporated into new construction contracts and supplier agreements Contractors and suppliers have been surveyed to assess the potential risks in our supply chain in relation to modern slavery	
Investing in our people	Formal reviews occur every six months with personal development objectives set annually 100% of employees were assessed as demonstrating Goodman values during the year Almost 3.9 million GMT units issued to team members as part of Goodman's long term incentive scheme	



**INNOVATION
DETERMINATION
INTEGRITY
SUSTAINABILITY**

LIVING OUR VALUES

Goodman's values are integral to the success of the business. They shape our culture and focus our people on delivering high-quality service, and innovative property and investment solutions over the long term.

Prioritising health and safety

We are committed to creating a safe working environment that is free of accidents and other workplace risks. A detailed Health and Safety policy governs our work practices and ensures our obligations under the Health and Safety at Work Act 2015 are complied with.

There were 67 health and safety incidents reported in FY23 compared to 52 in FY22.

All incidents were classified as minor with no serious harm injuries, a pleasing result that has continued since FY18. The data includes any incidents involving our people or contractors together with any reported incidents occurring within the public areas of the portfolio. It includes hazard observations, near misses, injuries requiring first aid, injuries requiring medical treatment and serious harm injuries.

We are also taking steps to understand whether there are any potential risks in our supply chain in relation to modern slavery. We have undertaken a survey of our preferred suppliers for the purpose of managing this risk.

Strength through diversity

We know that a diverse and inclusive team creates a vibrant work culture with a rich mix of views and ideas. Diversity brings unique perspectives and experiences to problem solving, ultimately leading to better business outcomes.

We celebrate individual differences and want our people to feel included and supported. An inclusive culture score of 90% in our recent survey indicates we are delivering on these objectives.

Our refreshed Inclusion and Diversity policy, which sets goals across gender, ethnicity and age, guides our behaviour and helps ensure we are a representative and inclusive workplace.

Page 113 of this report includes more detail of our workforce demographics and our targets for 2030.

Flexible and progressive employment policies are one of the ways we help reduce bias. These policies have encouraged a more permanent shift in work practices over the last few years, with 49% of our people working flexible hours and 88% choosing to work remotely at least one day a week.

Approximately 7% of our people have also been supported with formal part-time working arrangements.



Workplace wellbeing

Goodman's brand values guide how we interact with each other, represent our business, and engage with stakeholders.

An employee retention rate of 94% over the last year, and an engagement score of 88% in an internal survey in March 2023 show we have created a positive and supportive work environment for our people.

We take a holistic approach to wellbeing with a range of initiatives focused on health and happiness.

Our partnership with Groov has continued to support the mental health of our people over the last 12 months. Dr Fiona Crichton has delivered foundation sessions, to build knowledge and help identify the small actions that individuals and teams can take to improve their wellbeing.

Annual flu vaccinations, COVID-19 testing kits and skin cancer checks are other health services offered to our people.

We also hosted and promoted social and cultural events, sporting and recreational opportunities, and a financial wellbeing session from Benestar (our EAP provider) over the last 12 months.

Developing our people

It is important to Goodman that we recruit, engage, develop and retain the best people. This focus starts with a brief to agency partners that ensures they are representing Goodman's values and supporting us to attract diverse talent.

We look for people who will challenge our thinking, drive change and develop new ideas that contribute to sustainable business outcomes.

We empower our managers and provide the tools and processes to help our people reach their potential. Formal induction programmes, regular reviews, career development plans and training objectives provide the pathways that enable our people to thrive.

Training can be online or through more structured learning, with study grants and leave available for technical or tertiary courses.

A unique long-term incentive plan helps retain talent. It gives all our people a material stake in the business, aligning their interests with those of our stakeholders.

To encourage wider participation in our industry we provide an annual scholarship for a University of Auckland property student and support the Keystone Trust through the Goodman Foundation.



- 1. Goodman team members volunteering at KiwiHarvest, India Glen, Office Manager, Chloe Kearns, Project Administrator, Neeral Raniga, Assistant Property Accountant and Teigan Sutton, Digital Marketing Co-ordinator.
- 2. Duncan Johnston, Development Analyst, celebrating Chinese New Year with Goodman colleagues.
- 3. Events celebrating our LGBTTQIA+ community and educating our people on the meaning and history of Pride Month were hosted in February.
- 4. The Goodman touch team were runners up at the fundraising tournament for Keystone Trust.



Executives

FROM LEFT TO RIGHT:

1 Michael Gimblett
General Manager – Development

4 Kimberley Richards
Director – Investment Management and Capital Transactions

7 Anton Shead
General Counsel and Company Secretary

2 Evan Sanders
General Manager – Property Services

5 Andy Eakin
Chief Financial Officer

8 Sophie Bowden
Human Resources Business Partner

3 Mandy Waldin
Marketing Director

6 James Spence
Chief Executive Officer

9 Jonathan Simpson
Head of Corporate Affairs



CORPORATE PERFORMANCE

The material factors critical to the success of our business include:

- + Sustainable structure, operations, and results
- + ESG reporting and stakeholder engagement
- + Responsible and environmentally sensitive investment

These factors are reflected in the specific targets we have adopted in the following table.

KEY TARGETS	ACTIVITY	STATUS
Retain investment grade credit rating of BBB	Portfolio occupancy of 99.5%	PROGRESS
	Sustainable financial metrics with gearing of 25.9%	ON TARGET
	Distribution reflecting a prudent payout ratio of 83.1% of cash earnings	ON TARGET
External certification	An improved CDP climate score of A- Toitū carbonzero certified ¹ since FY21	ON TARGET
	Sustainable Finance Framework facilitating the \$150 million Green Bond issue and establishment of new \$300 million Green Loan facilities	ON TARGET
Governance and disclosure	Corporate Social Responsibility committee, reporting regularly to the Board	ON TARGET
	Continued alignment with the NZX Corporate Governance Code	ON TARGET
	GRI reporting framework	ON TARGET
Climate related disclosures	Contributed to the development of property sector climate change scenarios for use by GMT and other Climate Reporting Entities	ON TARGET
	Comprehensive assessment of climate related risks being completed by external consultant	ON TARGET
	GMT's first disclosures under the new Aotearoa New Zealand Climate Standards to be completed in FY24	ON TARGET
Community support	Almost \$0.5 million distributed through the Goodman Foundation	ON TARGET
	Additional financial support provided to community partners to assist with disaster relief	ON TARGET
	Over 300 volunteering hours completed	ON TARGET

¹ Certification encompasses Goodman (NZ) Limited, Goodman Property Services (NZ) Limited and Goodman Property Trust. It includes emissions from operational activities and from the buildings and spaces within the portfolio where the Manager has operational control.



7 Johnson Corner, a serviced office provider at Highbrook Business Park.

Environmental, social and governance

Engagement with our stakeholders on environmental, social and governance matters is a priority for our business. Transparent and robust governance structures provide stakeholders with confidence in our reporting, and the regularity and variety of our communications ensures our performance on these matters is accessible.

The Board of Goodman (NZ) Limited is committed to delivering GMT's business strategy sustainably. It includes a risk management framework that considers non-financial issues, such as the impact of climate change, alongside financial, strategic, operational and compliance risks.

A dedicated Corporate Social Responsibility Committee oversees the implementation of our sustainability programme. Regular Board reporting includes performance updates against our short and medium-term targets.

The corporate governance section on page 111 compares our governance practices against the principles and recommendations of the NZX Corporate Governance Code. The full suite of governance documents is available online: <https://nz.goodman.com/about-goodman/corporate-governance>.





Investment grade credit rating

Our financial strength is reflected in our credit rating.

GMT's approach to gearing, capital management, operations and investments contribute to S&P Global Ratings maintaining their credit rating of BBB for the business.

As a result of the mortgage security held over GMT's property portfolio, the Trust's debt issuances are rated one notch higher at BBB+.

Both ratings have remained stable since first assigned in 2009.

S&P Global Ratings

BBB



Trusts' debt issuances rating

BBB+



Financial stability

Financial stability is foundational to any sustainable business.

Maintaining high occupancy and customer retention levels is key to achieving resilience within our portfolio. The strength of our customers underwrites GMT's financial performance, providing the strong rental cashflows that underpin earnings growth and returns to investors.

Low gearing and significant liquidity bolster the resilience of our business, while creating the capacity to invest in new opportunities as and when they arise.

GMT's Sustainable Finance Framework enables the business to issue new bonds

and establish loans to support the delivery of sustainable property solutions for our customers.

Benchmarking

As a business we are focused on continuous improvement and best practice, and as a part of this we undertake regular benchmarking against respected international standards.

As part of our commitment to reducing our carbon footprint, GMT has participated in the annual CDP survey since 2006. The global initiative encourages participants to measure their greenhouse gas emissions, manage their climate change impacts and reduce carbon pollution.

The implementation of emission management and reduction strategies as part of our Toitū carbonzero certification has contributed to an improved CDP result in 2022 with a climate score of A-, compared to B in 2021 and B- in 2020. This was the equal highest rating achieved by a New Zealand organisation in 2022. We also maintained our supplier engagement score of A-.

There were 30 local businesses that submitted data, with CDP evaluating over 18,700 organisations worldwide. Further information about the rating process can be found at www.CDP.net.

Reporting

As a leading NZX investment entity, we have the responsibility to provide timely, balanced and readily available information. We engage with the investment community on a regular basis, through various communication channels, including formal reporting, market announcements and briefings, newsletters and more directly through open days, presentations, and meetings.

For our sustainability reporting we have adopted the GRI framework. The index on page 44 allows stakeholders to readily access and review key information regarding our sustainability programme, ensuring both transparency and accountability.

We are active industry participants and have worked collectively with others during the year to agree three climate change scenarios for the New Zealand construction and property sector. An external consultant has also been engaged to undertake an assessment of the Trust's assets under each of these scenarios. From FY24, these impacts will be disclosed in accordance with Aotearoa New Zealand Climate Standard 1 (NZ CS1).

Our corporate memberships and partnerships include Australasian Investor Relations Association, Diversity Works, Global Women, Greater East Tāmaki Business Association, NZ Green Building Council, New Zealand Shareholders' Association and Property Council of New Zealand.

Community spirited

Engagement with our communities and broader stakeholders is integral to the fabric of GMT. Building meaningful connections and fostering positive relationships with the community gives us the social licence to operate.

One of the most important stakeholder relationships we have is with tangata whenua. We continue to work alongside local iwi in our investment and social initiatives to ensure we acknowledge and honour our heritage while striving for an equitable future.

We support other stakeholders through the Goodman Foundation, which invests in programmes that aim to improve the standard of living, health and the quality of life of the most vulnerable in our communities.



71 Blessing ceremony, North Point development, Highbrook Business Park. Te Ākitai Waiohū and Ngāti Tamaoho iwi led representatives from Goodman and Fackelmann (customer) along the esplanade reserve to the centre of the site for karakia and waiata.

One of the most important stakeholder relationships we have is with tangata whenua. We continue to work alongside local iwi in our investment and social initiatives to ensure we acknowledge and honour our heritage while striving for an equitable future.





Goodman Foundation

The Goodman Foundation is an initiative of the Manager that brings people and resources together to address disadvantage in our communities. By partnering with like-minded organisations and funding projects with clearly defined timelines and outcomes, we're making a tangible and sustainable difference to people's lives.

How we help

We focus on providing support where it's needed most in the areas of children and youth, community and community health, food rescue and the environment. Responding to the immediate needs of our communities through the recent extreme weather events made disaster relief another significant part of our programme this year.

Our support is offered in four different ways:

+ **Cash grants**
Funding for projects with defined outcomes (usually over one to three years) that enable our partners to achieve scale, making a more tangible impact.

+ **Give back**
Workplace giving schemes that match payroll contributions and other donations from Goodman people. It includes a select group of charities with close connections to our team.

+ **Do good**
Goodman people fundraising or volunteering for charities. Around \$5,000 was raised over the last 12 months with over 300 volunteering hours also completed.

+ **In-kind**
Donations of our expertise, space, office furniture, computers and other critical items that provide our partners with the tools they need to succeed.



Community fun run at Highbrook Park, organised and hosted by the local Rotary Club.



The Goodman Foundation has been supporting New Zealand communities for well over 10 years.

During this time the charitable organisation has provided over \$2 million of financial assistance to its community partners. These organisations share the same values and are delivering initiatives that improve the wellbeing and social outcomes of those living in the neighbourhoods where Goodman invests.

Acknowledging the devastating impacts of the extreme weather across the North Island during January and February 2023, the Goodman Foundation has extended its community support.

An additional \$100,000 in funding has been provided to KiwiHarvest, OrangeSky and the Red Cross in response to the hardship and displacement caused by the Auckland Anniversary floods and Cyclone Gabrielle.

The financial support will allow these organisations to extend their services, helping with the immediate need and ongoing recovery of the affected communities.

Goodman team members are also contributing directly with individual donations being matched by the Goodman Foundation.

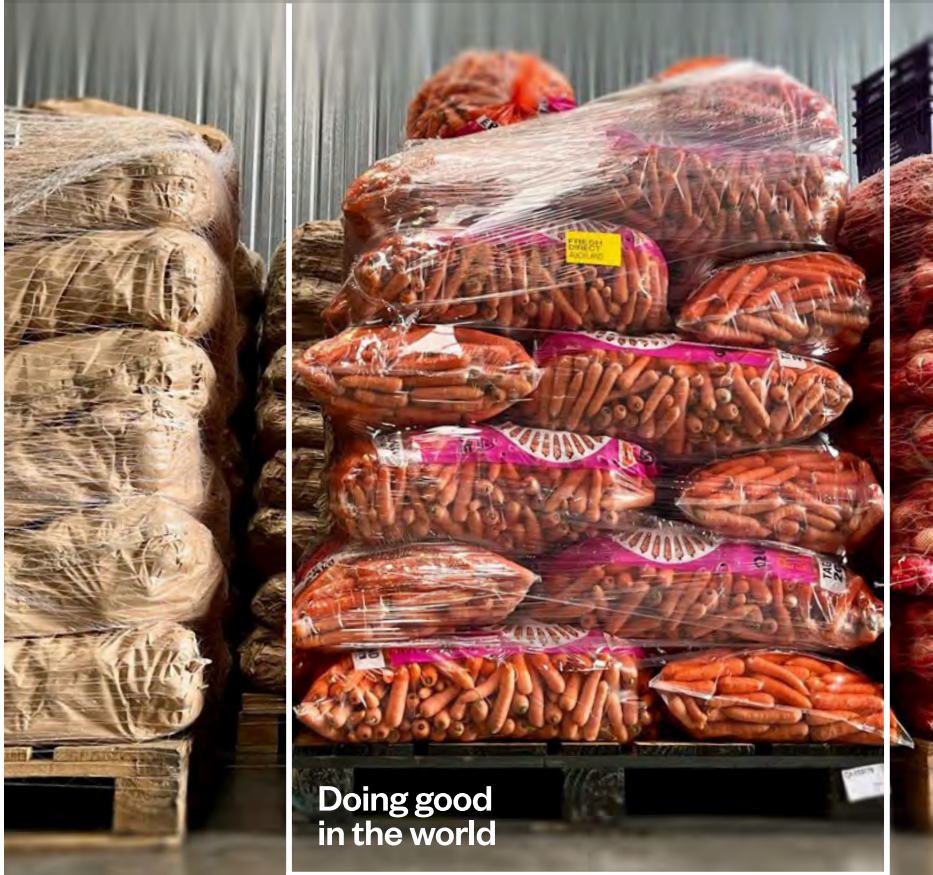


7 The Red Cross were recipients of additional Goodman Foundation funding to assist with disaster relief following extreme weather events in early 2023.



**Food rescue
and
environment**

Charity organisations in the food rescue and environment space reduce waste and support those in need by redistributing fresh food or useful items that would otherwise go to landfill.



**Doing good
in the world**

KiwiHarvest

As New Zealand's leading food rescue organisation, KiwiHarvest is on track to double the volume of food it collects and redistributes by 2025.

With local services operating in Auckland, Dunedin, Queenstown and Invercargill, KiwiHarvest collects nutritious but perishable food destined for landfill and redistributes it to those in need through foodbanks and other community agencies.

In a year when fruit and vegetables prices increased 23%, making them unattainable to our most vulnerable, KiwiHarvest redistributed a record 2.0 million kgs of food. Around 12% more than previous year and equivalent to over 5.74 million

meals, it included surplus produce, protein, mislabelled goods, cleaning products and grocery items approaching expiry.

Responding to the acute need in our communities in early 2023, the organisation acted quickly, with essential deliveries of food, hygiene, and cleaning supplies to the storm damaged and isolated areas of Northland, West Auckland, and Hawke's Bay.

A founding partner, the Goodman Foundation has been a supporter of KiwiHarvest since 2015. This support includes regular volunteering, with Goodman people encouraged to help in the warehouse, processing and packing produce and other food items for distribution.

<https://www.kiwiharvest.org.nz/>



Jason Gillard, Architectural Modelmaker for Goodman and regular volunteer for KiwiHarvest, working as a driver's assistant on a weekly basis, standing alongside Rebecca Hyde-Hills.



Community and community health

We work with charity organisations that support efforts to create a more inclusive and equitable society.

Doing good in the world

Ongoing support

Through the Foundation's give back initiative, other fundraising and discretionary grants, financial support was provided to the following organisations and events over the last 12 months:

- + 4U Mentoring
- + Ronald McDonald House
- + Starship Foundation
- + Womens Refuge
- + IDFNZ The Kids Foundation
- + The Key to Life Charitable Trust
- + Circus Quirkus
- + Special Children's Christmas Party
- + Maranga – Rise Up

Orange Sky

Orange Sky offers a unique service that supports those in our community dealing with homelessness. The charity provides mobile laundry and shower services in a safe and positive environment for some of the 41,000 Kiwis struggling without a permanent home.

With five custom vehicles, Orange Sky provides services in Auckland, Hamilton, Wellington and Christchurch.

For people who often feel disconnected from their community, the service offers a chance to refresh, while also making a human connection with the volunteers that support the initiative.

The Goodman Foundation has sponsored Orange Sky since 2021 and has increased its contribution this year to help meet the additional demands on the organisation's recovery support role in the aftermath of the Auckland Anniversary floods and Cyclone Gabrielle.

<https://orangesky.org.nz/>



Orange Sky operate five mobile laundry and shower vehicles throughout the country.



Children
and
youth

Doing good
in the world

Tania Dalton Foundation

The Tania Dalton Foundation (TDF) helps gifted young New Zealanders unlock their sporting talent and become their best selves. TDF awards 12 scholarships a year and provides mentoring support and personal development opportunities to the recipients over the course of the three-year programme.

A wider goal of the TDF is to engage with thousands of young people across the country through a range of initiatives, all aimed at making a positive and measurable impact on their lives.

The Goodman Foundation is a scholarship partner, providing financial support that helps a talented young person pursue their sporting ambitions.

Luisa Togotogorua is the current Goodman Foundation funded scholarship recipient. In the final year of the scholarship programme the former Howick College student continues to pursue her professional rugby ambitions while working full time.

www.taniadaltonfoundation.org.nz

Duffy Books in Homes

Duffy Books in Homes is a literacy programme aimed at breaking the cycle of booklessness in our communities.

The nationwide reading initiative was established in 1994 by author Alan Duff. Duff recognised that children who can't read face a lifetime of disadvantage and created a programme to encourage reading at home by gifting books.

Over 100,000 Kiwi kids now benefit from five free books every year, with more than 14 million books being distributed since the programme began almost 30 years ago.

Kotahi Rau Pukapuka Trust

Established in October 2019, Kotahi Rau Pukapuka Trust is promoting the use of te reo Māori through the publication of a series of original stories and translations of other great books.

The goal is to produce one hundred books in te reo Māori, growing a love for the language.

The Kotahi Rau Pukapuka kaupapa is founded on the belief that quality literature in te reo Māori is a critical support for whānau and communities engaged in language revitalisation. The initiative is also expected to feed the literary appetites of Māori language speakers and help to nurture generations of future Māori writers.

www.kotahiraupukapuka.org.nz

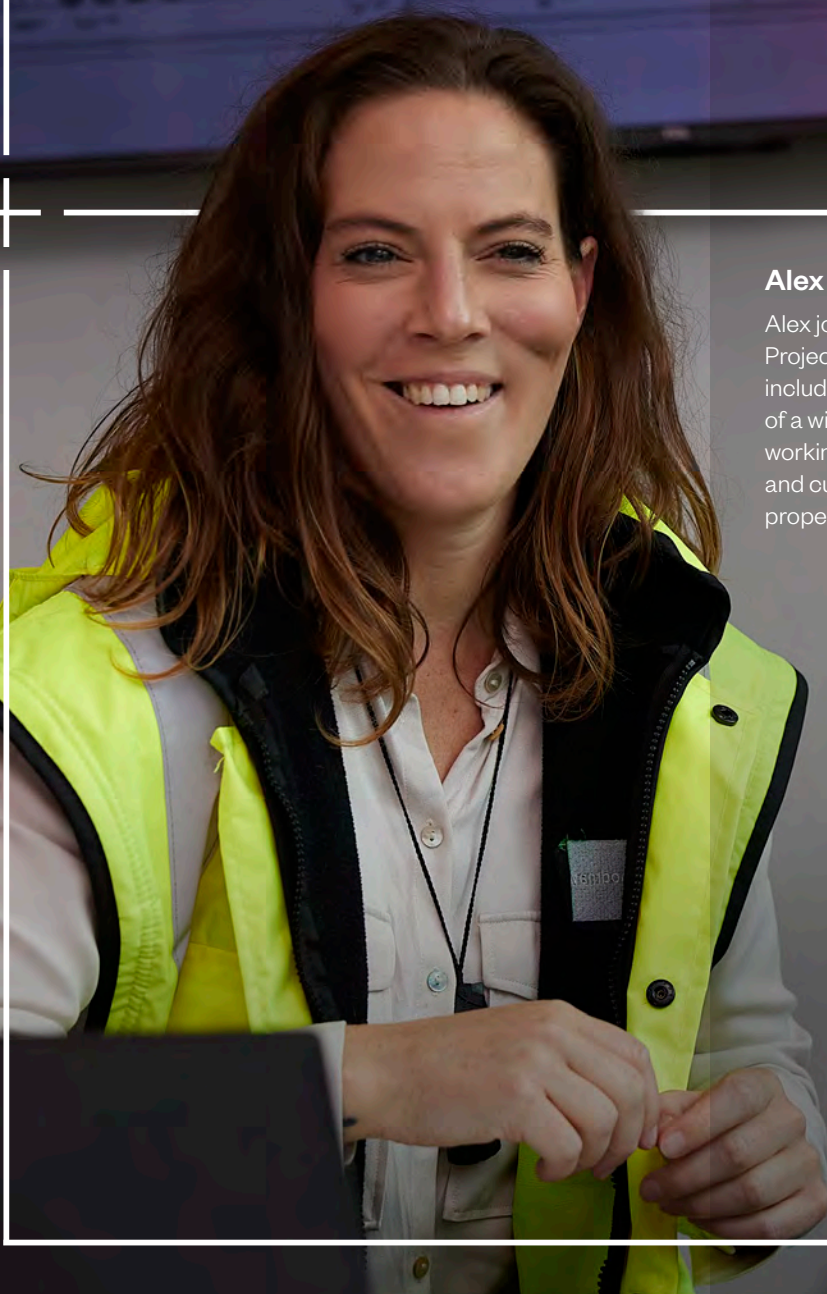
There are 700 schools and early childhood centres participating, with the Goodman Foundation a Duffy sponsor of three South Auckland primary schools. The three schools have a combined roll of around 1,300 students, they include:

- + Fairburn School, Ōtāhuhu
- + Sir Edmund Hillary Junior School, Ōtara
- + Wiri Central School, Wiri

www.booksinhomes.org.nz

➤ ABOVE: Luisa Togotogorua recipient of Goodman's Tania Dalton scholarship. (Image source: fjijsun.com.fj)

Goodman
Foundation



Alex Matthews, Project Manager

Alex joined the Goodman team as a Project Manager in 2022. Her role includes the management and oversight of a wide range of building projects, working with consultants, contractors, and customers to deliver high-quality property solutions.

Keystone Trust

The Keystone Trust is focused on promoting opportunities and lifting the participation of young people in the New Zealand property industry.

A Keystone Trust scholarship recipient, Alex graduated from Unitec Institute of Technology three years ago with a Bachelor of Construction degree. She was an outstanding scholar, being awarded the top overall student in her final year of study and nominated to represent her university at the ArchEngBuild Challenge in 2020.

There were 12 Keystone Trust scholarships awarded in 2022 (first year students), lifting the current number of students on the programme to over 50.

www.keystonetrust.org.nz

Doing good
in the world



GRI INDEX

Goodman has chosen to prepare its 2023 Annual Report in accordance with the Global Reporting Initiative (GRI) Universal Standards.

The GRI Standards are the world's most widely used sustainability reporting standard.

The GRI INDEX shows where in this report information can be found about the indicators that are relevant to our business operations.

General disclosures

Disclosure title	GRI	Location or reference
Organisational details	2-1	Pages 58, 125
Entities included in the organisation's sustainability reporting	2-2	Page 29
Reporting period, frequency and contact point	2-3	1 April 2022 to 31 March 2023 (published 18 May 2023) Annual info-nz@goodman.com
Restatements of information	2-4	None
External assurance	2-5	None
Activities, value chain and other business relationships	2-6	https://nz.goodman.com/who-we-are/about-us Pages 16 – 20, 80 – 82
Employees	2-7	Pages 31, 113
Workers who are not employees	2-8	All staff are employees on individual contracts
Governance structure and composition	2-9	Pages 33, 111 – 114, 121
Nomination and selection of the highest governance body	2-10	Page 114 Trust Deed, Pages 91 – 93: https://nz.goodman.com/-/media/files/sites/new-zealand/about-us/corporate-governance/corporate-governance-may-2020/trust-deed-including-supplemental-trust-deed.pdf
Chair of the highest governance body	2-11	Page 121
Role of the highest governance body in overseeing the management of impacts	2-12	Page 22 – 37
Delegation of responsibility for managing impacts	2-13	A dedicated Corporate Social Responsibility Committee oversees the implementation of our sustainability programme
Role of the highest governance body in sustainability reporting	2-14	Pages 25, 35
Conflicts of interest	2-15	Pages 112, 115, 120
Communication of critical concerns	2-16	Regular Board reporting from the Corporate Social Responsibility, and Health and Safety committees
Collective knowledge of the highest governance body	2-17	Pages 26 – 29
Evaluation of the performance of the highest governance body	2-18	Pages 26, 30, 34, 112, 114
Remuneration policies	2-19	Pages 114 – 117
Process to determine remuneration	2-20	Pages 114 – 117
Annual total compensation ratio	2-21	Page 117
Statement on sustainable development strategy	2-22	Page 8
Policy commitments	2-23	Pages 34 – 37, 112, 115 Goodman's risk management process uses the precautionary principle to assess potential impacts across a range of ESG criteria
Embedding policy commitments	2-24	Pages 30 – 32
Processes to remediate negative impacts	2-25	Pages 26 – 29
Mechanisms for seeking advice and raising concerns	2-26	Ethical Concerns (Whistleblower) Policy: https://prod.goodman.com/-/media/files/sites/global/who-we-are/corporate-governance/policies-2022/september-2022/ethical-concerns.pdf
Compliance with laws and regulations	2-27	No non-compliance
Membership associations	2-28	Page 37
Approach to stakeholder engagement	2-29	Pages 25, 34 – 37
Collective bargaining agreements	2-30	No collective agreements, individual employment contracts



Topic specific disclosures

Disclosure title	GRI	Location or reference
Material Topics		
Process to determine material topics	3-1	Page 25
List of material topics	3-2	Page 25
Energy		
Disclosure on management approach	3-3	Pages 26 – 29, 2023 Greenhouse Gas Emissions Inventory and Management Report
Energy intensity	302-3	Page 29, FY23 2023 Greenhouse Gas Emissions Inventory and Management Report
Emissions		
Disclosure on management approach	3-3	Pages 26 – 29, 2023 Greenhouse Gas Emissions Inventory and Management Report
GHG emissions intensity	305-4	Page 29, FY23 2023 Greenhouse Gas Emissions Inventory and Management Report
Occupational health & safety		
Disclosure on management approach	3-3	Pages 30 – 31, 117 – 118
Work related injuries	403-9	Page 31
Diversity and equal opportunity		
Disclosure on management approach	3-3	Pages 30 – 32, 113
Diversity of governance bodies and employees	405-1	Page 113
Sustainable design and management – non GRI		
Disclosure on management approach	3-3	Pages 8 – 9, 26 – 29
Customer attraction and retention – non GRI		
Disclosure on management approach	3-3	Pages 1, 18 – 20, 26 – 27
Flexible and adaptable properties – non GRI		
Disclosure on management approach	3-3	Pages 17, 26
Social equity – non GRI		
Disclosure on management approach	3-3	Pages 30, 38 – 43
Sustainable structure, operations and results – non GRI		
Disclosure on management approach	3-3	Pages 34 – 37
Responsible and environmentally sensitive investment – non GRI		
Disclosure on management approach	3-3	Pages 34 – 37, 117 – 118
ESG reporting and stakeholder engagement – non GRI		
Disclosure on management approach	3-3	Pages 36 – 38, 118



High occupancy levels and sustained customer demand have contributed to strong operating results and new development commitments for the Trust.

FINANCIAL RESULTS

FY23 summary

Overview	FY23	FY22	% change
(Loss)/profit before tax (\$m)	(126.0)	763.8	(116.5)
(Loss)/profit after tax (\$m)	(135.4)	748.6	(118.1)
Movement in fair value of investment property (\$m)	(237.7)	660.4	(136.0)
Operating earnings before tax (\$m) ¹	126.5	118.3	6.9
Operating earnings after tax (\$m) ²	111.1	99.3	11.9
Operating earnings per unit before tax (cpu) ²	9.01	8.47	6.4
Operating earnings per unit after tax (cpu) ²	7.92	7.11	11.4
Cash earnings per unit (cpu) ³	7.10	6.66	6.6
Cash distribution per unit (cpu)	5.90	5.50	7.3
Loan to value ratio (%) ⁴	25.9	21.3	25.6
Net tangible assets (cpu)	245.2	260.6	(5.9)
Management expense ratio (%)	0.43	0.84	(48.8)
Management expense ratio – excluding performance fee (%)	0.43	0.46	(6.5)

Non-GAAP financial measures may not be calculated in a manner consistent with other entities.

¹ Operating earnings is a non-GAAP financial measure included to provide an assessment of the performance of GMT's principal operating activities. The calculation of operating earnings before other income/(expenses) and tax is set out in GMT's Profit or Loss statement.

² Refer to note 3.1 of GMT's Financial Statements for the calculation.

³ Cash earnings is a non-GAAP financial measure that assesses underlying operating cashflows, on a per unit basis, after adjusting for borrowing costs and Manager's base fee capitalised to land, expenditure related to building maintenance, and to reverse straight line rental adjustments.

⁴ Loan to value ratio is a non-GAAP financial measure that assess GMT's level of gearing. Refer to note 2.6 of GMT's Financial Statements for the calculation.

↖ OPPOSITE: NZ Post, Highbrook Business Park.

While the operating performance of the Trust has been extremely pleasing, a 4.7% reduction in the fair value of its property assets has contributed to a statutory loss of \$135.4 million after tax.

Financial overview

After more than five years of sustained growth in property values, rising interest rates have impacted real estate investment yields. The valuation effect of a 100-bps softening in GMT's average portfolio capitalisation rate (to 5.2%) has been significantly reduced by positive leasing results and strong rental growth over the last 12 months.

Independent valuations at 31 March 2023 resulted in \$237.7 million of fair value losses, compared to \$660.4 million of fair value gains in FY22. The fair value losses contribute to a 5.9% reduction in net tangible asset backing, to 245.2 cents per unit (on a fully diluted basis).

Adjusting for these fair value movements and other cash and non-cash items provides the reconciliation with operating earnings.

Operating performance

High occupancy levels and sustained customer demand have contributed to strong operating results and new development commitments for the Trust.

Net property income was up 12.7% for the year to \$177.0 million, supported by new leasing, continued strong rental growth and the completion of four development projects. The purchase of the Sleepyhead manufacturing facility in Ōtāhuhu during the year (\$49.4 million) also contributed to the revenue growth.

Total expenses of \$50.5 million were 30.2% higher than last year, driven primarily by an increase in net interest costs. Rising interest rates were reflected in a weighted average cost of debt of 4.0%, 80-bps higher than the 3.2% recorded in FY22. A 44.9% increase in GMT's average debt balance on the prior year, as a result of new investment and development initiatives, also contributed to the increase in net interest costs.

Additional deductions associated with new leasing and the redevelopment of brownfield sites lowered GMT's effective tax rate to 12.2% (16.1% FY22). As a result, the 11.9% increase in operating earnings after tax (to \$111.1 million) was greater than the pre-tax increase of 6.9%.

On a weighted average unit basis, operating earnings were 9.01 cents per unit before tax and 7.92 cents per unit after tax.



7 The Tāwharau Lane development at Highbrook Business Park included three standalone facilities leased to pH7, Garmin and Chemist Warehouse.

Cash earnings and distributions

Cash earnings is our preferred measure of underlying operating performance. It is a non-GAAP measure that assesses free cash flow, on a per unit basis, after adjusting for certain items.

The table alongside presents the Trust's cash earnings calculation for the last three years. It demonstrates a track record of consistently strong growth.

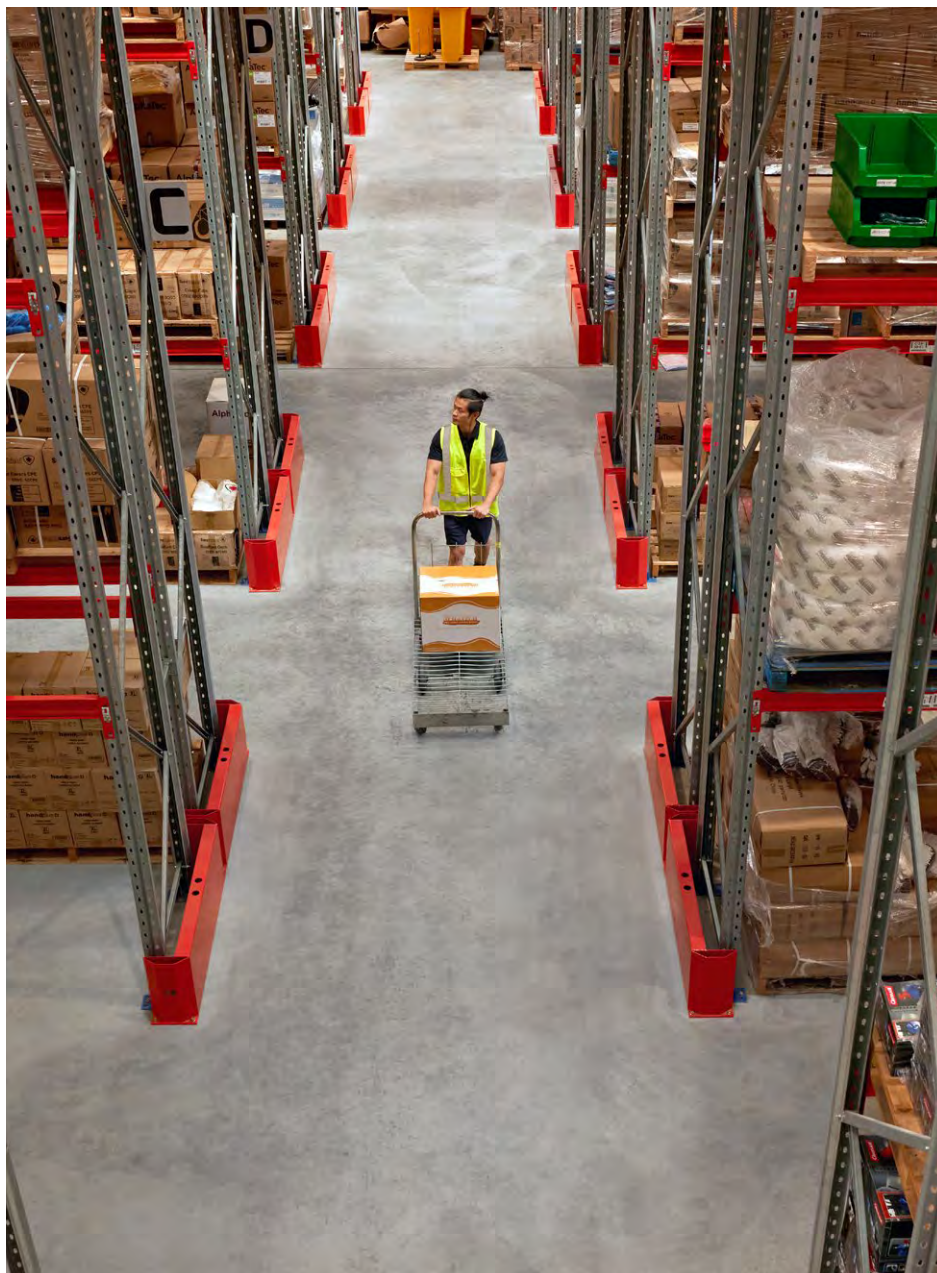
Cash earnings of 7.1 cpu was 0.2 cpu higher than market guidance (6.9 cpu) and 6.6% higher than the 6.66 cpu achieved in FY22. Cash distributions of 5.9 cpu reflect a payout ratio of 83.1% and represent a 7.3% increase on the 5.5 cpu paid previously.

Guidance for FY24 is for a further 4% increase in cash earnings to around 7.4 cpu, with a 5% increase in cash distributions to approximately 6.2 cpu.

\$ million	FY23	FY22	FY21
Operating earnings before tax	126.5	118.3	114.9
Income tax on operating earnings	(15.4)	(19.0)	(19.5)
Operating earnings after tax⁵	111.1	99.3	95.4
Straight line rent adjustments	(2.8)	(0.3)	(1.7)
Capitalised borrowing costs – land ⁶	(4.1)	(1.6)	(2.3)
Capitalised management fees – land	(0.4)	(0.2)	(0.2)
Maintenance capex	(4.2)	(4.1)	(3.8)
Cash earnings	99.6	93.1	87.4
Cash earnings (cpu)	7.10	6.66	6.28
Distributions per unit (cpu)	5.90	5.50	5.30
Distributions % of cash earnings	83.1	82.6	84.4

⁵ Refer to note 3.1 of GMT's Financial Statements.

⁶ Refer to note 2.1 of GMT's Financial Statements.



➤ GMT's \$4.8 billion portfolio provides over 1 million sqm of warehouse and logistics space.

Balance sheet

Prudent capital management has always supported GMT's investment strategy. A well-capitalised balance sheet has enabled the Trust to grow sustainably, taking advantage of new acquisition and development opportunities as they arise.

New treasury initiatives in FY23 have added diversity and flexibility to the Trust's debt book.

The inaugural \$150 million Green Bond issue and establishment of \$300 million of Green Loan facilities were the most significant of these initiatives, aligning new funding with sustainable development.

With \$739 million of available liquidity at 31 March 2023, GMT's debt facilities now include bank borrowings, listed retail bonds, listed green bonds, wholesale bonds and US Private Placement debt notes.

A loan to value ratio of 25.9% and committed gearing of 29.1% is well below the 50% maximum allowed under GMT's Trust Deed and debt facility covenants. It is a conservative setting that provides operational flexibility and substantial balance sheet resilience should investment markets deteriorate.

GMT Bond Issuer Limited

GMT Bond Issuer Limited received \$28.8 million of interest income (FY22 \$20.6 million) and incurred \$28.8 million of interest expense (FY22 \$20.6 million).

The increase on the previous year reflects the full year impact of the \$200 million Wholesale Bond issue in December 2021 and GMT's inaugural \$150 million Green Bond issue in April 2022. The five-year Green Bonds (GMB060) were issued under the Trust's Sustainable Finance Framework. The coupon rate of 4.74%, represented a competitive interest margin of 1.10% per annum over the corresponding base rate.

The GMB030 bonds matured on 23 June 2022.

S&P Global Ratings has maintained the credit rating of all bonds issued by GMT Bond Issuer Limited at BBB+. This is one notch higher than the Trust's investment grade issuer rating of BBB due to the mortgage security held over GMT's property portfolio.

No dividends or distributions have been paid by GMT Bond Issuer Limited.



Five year results

\$ million	FY23	FY22	FY21	FY20	FY19
Net property income	177.0	157.1	153.0	145.3	126.8
Share of operating earnings before tax from joint ventures	-	-	-	-	2.1
Net interest costs	(29.5)	(19.7)	(22.3)	(21.9)	(16.0)
Administrative expenses	(3.4)	(3.2)	(3.0)	(2.6)	(2.7)
Manager's base fee	(17.6)	(15.9)	(12.8)	(11.1)	-
Operating earnings before other income/(expenses) and income tax	126.5	118.3	114.9	109.7	110.2
Movement in fair value of investment property	(237.7)	660.4	560.0	165.8	201.9
Disposal of investment property	-	-	-	0.3	-
Profit on disposal of joint venture	-	-	-	-	35.1
Dividend income from joint venture	-	-	-	-	2.1
Share of other (expenses)/income and tax from joint ventures	-	-	-	-	(0.5)
Movement in fair value of financial instruments	(14.8)	0.8	(12.3)	20.0	3.2
Manager's base fee reinvested in units	-	-	-	-	(8.6)
Manager's performance fee expected to be reinvested in units	-	(15.7)	(13.7)	(11.4)	(8.6)
(Loss)/profit before tax	(126.0)	763.8	648.9	284.4	334.8
Current tax	(15.4)	(14.6)	(13.7)	(15.1)	(16.2)
Deferred tax	6.0	(0.6)	(3.5)	(7.4)	0.9
(Loss)/profit after tax attributable to unitholders	(135.4)	748.6	631.7	261.9	319.5
Operating earnings before tax per unit (cpu)	9.01	8.47	8.26	8.16	9.04
Operating earnings after tax per unit (cpu)	7.92	7.11	6.86	6.73	7.68
Cash earnings per unit (cpu)	7.10	6.66	6.28	6.22	6.24
Cash distribution per unit (cpu)	5.90	5.50	5.30	6.65	6.65
Balance sheet					
Investment property	4,791.2	4,773.2	3,789.3	3,074.0	2,633.4
Total assets	4,853.9	4,814.3	3,831.5	3,168.4	2,720.5
Borrowings for LVR calculation	1,221.5	1,001.2	716.0	569.9	519.0
Total liabilities	1,413.2	1,156.9	862.3	766.3	674.3
Total equity	3,440.7	3,657.4	2,969.2	2,402.1	2,046.2
Loan to value ratio (%)	25.9	21.3	19.2	18.9	19.7
NTA per unit (cpu)	245.2	260.6	212.5	172.7	157.0
Unit price at 31 March (cpu)	214.0	236.0	226.0	214.5	173.0
Property portfolio ^{7,8}					
Net lettable area ⁹ (sqm)	1,077,473	1,071,004	1,097,698	1,059,263	1,004,794
Weighted average capitalisation rate (%)	5.2	4.2	4.7	5.4	5.8
Investment portfolio occupancy (%)	99	99	98	99	98
Weighted average lease term (years) ¹⁰	6.4	6.3	5.5	5.5	5.2
Customers	235	226	213	206	179

⁷ Property portfolio metrics includes GMT's joint venture interests where applicable.

⁸ After all contracted sales, including post balance date transactions.

⁹ Net of canopies and yard.

¹⁰ Includes leased developments.



Five year results (continued)

(LOSS)/PROFIT AFTER TAX		\$ million
FY23		(135.4)
FY22		748.6
FY21		631.7
FY20		261.9
FY19		319.5

OPERATING EARNINGS BEFORE TAX		\$ million
FY23		126.5
FY22		118.3
FY21		114.9
FY20		109.7
FY19		110.2

TOTAL ASSETS		\$ million
FY23		4,853.9
FY22		4,814.3
FY21		3,831.5
FY20		3,168.4
FY19		2,720.5

EQUITY		\$ million
FY23		3,440.7
FY22		3,657.4
FY21		2,969.2
FY20		2,402.1
FY19		2,046.2

NET PROPERTY INCOME		\$ million
FY23		177.0
FY22		157.1
FY21		153.0
FY20		145.3
FY19		126.8

CASH EARNINGS		cents per unit (cpu)
FY23		7.10
FY22		6.66
FY21		6.28
FY20		6.22
FY19		6.24

NET TANGIBLE ASSETS		cents per unit (cpu)
FY23		245.2
FY22		260.6
FY21		212.5
FY20		172.7
FY19		157.0

LOAN TO VALUE RATIO		%
FY23		25.9
FY22		21.3
FY21		19.2
FY20		18.9
FY19		19.7



➤ Esplanade reserves adjoining Highbrook Business Park.



Goodman Property Trust

FINANCIAL STATEMENTS

For the year ended 31 March 2023

The Board of Goodman (NZ) Limited, the Manager of Goodman Property Trust, authorised these financial statements for issue on 17 May 2023. For and on behalf of the Board:

Keith Smith
Chair

Laurissa Cooney
Chair, Audit Committee

CONTENTS

Profit or loss	54
Balance sheet	55
Cash flows	56
Changes in equity	57
General information	58
Notes to the financial statements	
1. Investment property	60
2. Borrowings	67
3. Earnings per unit and net tangible assets	72
4. Derivative financial instruments	74
5. Administrative expenses	76
6. Debtors and other assets	77
7. Creditors and other liabilities	77
8. Tax	78
9. Related party disclosures	80
10. Commitments and contingencies	83
11. Reconciliation of (loss)/profit after tax to net cash flows from operating activities	83
12. Financial risk management	84
13. Operating segments	86
Independent auditor's report	87



Profit or loss

For the year ended 31 March 2023

\$ million	Note	2023	2022
Property income	1.1	213.8	187.8
Property expenses		(36.8)	(30.7)
Net property income		177.0	157.1
Interest cost	2.1	(29.8)	(20.0)
Interest income	2.1	0.3	0.3
Net interest cost		(29.5)	(19.7)
Administrative expenses	5	(3.4)	(3.2)
Manager's base fee	9	(17.6)	(15.9)
Operating earnings before other income/(expenses) and tax		126.5	118.3
Other income/(expenses)			
Movement in fair value of investment property	1.5	(237.7)	660.4
Movement in fair value of financial instruments	4.1	(14.8)	0.8
Manager's performance fee expected to be reinvested in units	9	-	(15.7)
(Loss)/profit before tax		(126.0)	763.8
Tax			
Current tax on operating earnings	8.1	(15.4)	(19.0)
Current tax on non-operating earnings	8.1	-	4.4
Deferred tax	8.1	6.0	(0.6)
Total tax		(9.4)	(15.2)
(Loss)/profit after tax attributable to unitholders		(135.4)	748.6
There are no items of other comprehensive income, therefore (loss)/profit after tax attributable to unitholders equals total comprehensive (loss)/income attributable to unitholders.			
Cents	Note	2023	2022
Basic and diluted earnings per unit after tax	3.1	(9.65)	53.57



Balance sheet

As at 31 March 2023

\$ million	Note	2023	2022
Non-current assets			
Investment property	1.3	4,791.2	4,773.2
Other assets		2.8	1.1
Derivative financial instruments	4.2	42.9	30.4
Total non-current assets		4,836.9	4,804.7
Current assets			
Debtors and other assets	6	10.4	5.5
Derivative financial instruments	4.2	–	0.5
Cash		6.6	3.6
Total current assets		17.0	9.6
Total assets		4,853.9	4,814.3
Non-current liabilities			
Borrowings	2.2	1,159.1	917.1
Lease liabilities	2.5	62.6	62.7
Derivative financial instruments	4.2	10.1	2.5
Deferred tax liabilities	8.2	30.0	36.0
Total non-current liabilities		1,261.8	1,018.3
Current liabilities			
Borrowings	2.2	100.0	100.0
Creditors and other liabilities	7	45.1	32.8
Lease liabilities	2.5	3.3	3.3
Derivative financial instruments	4.2	0.5	–
Current tax payable		2.5	2.5
Total current liabilities		151.4	138.6
Total liabilities		1,413.2	1,156.9
Net assets		3,440.7	3,657.4
Total equity		3,440.7	3,657.4



Cash flows

For the year ended 31 March 2023

\$ million	Note	2023	2022
Cash flows from operating activities			
Property income received		212.4	194.5
Property expenses paid		(40.7)	(37.4)
Interest income received		0.3	0.3
Interest costs paid on borrowings		(24.2)	(15.6)
Interest costs paid on lease liabilities		(3.3)	(3.3)
Administrative expenses paid		(3.3)	(3.1)
Manager's base fee paid		(17.6)	(15.8)
Manager's performance fee paid		(15.7)	(13.7)
Net GST paid		(1.2)	(1.0)
Tax paid		(15.5)	(14.1)
Net cash flows from operating activities	11	91.2	90.8
Cash flows from investing activities			
Payments for the acquisition of investment properties		(59.1)	(245.4)
Proceeds from the sale of investment properties		-	4.6
Capital expenditure payments for investment properties		(167.4)	(64.2)
Holding costs capitalised to investment properties		(20.1)	(8.8)
Net cash flows from investing activities		(246.6)	(313.8)
Cash flows from financing activities			
Proceeds from borrowings		1,114.0	632.0
Repayments of borrowings		(890.0)	(346.0)
Proceeds from the issue of units		15.7	13.7
Distributions paid to unitholders		(81.3)	(76.1)
Net cash flows from financing activities		158.4	223.6
Net movement in cash		3.0	0.6
Cash at the beginning of the year		3.6	3.0
Cash at the end of the year		6.6	3.6



Changes in equity

For the year ended 31 March 2023

	Note	Distribution per unit (cents)	Number of units (million)	Units (\$ million)	Unit based payments reserve (\$ million)	Retained earnings (\$ million)	Total (\$ million)
As at 1 April 2021			1,391.2	1,616.4	13.7	1,339.1	2,969.2
Profit after tax				-	-	748.6	748.6
Distributions paid to unitholders		5.45		-	-	(76.1)	(76.1)
Manager's performance fee – earned	9			-	15.7	-	15.7
Issue of units							
Manager's performance fee – settled	9		6.1	13.7	(13.7)	-	-
As at 31 March 2022			1,397.3	1,630.1	15.7	2,011.6	3,657.4
Loss after tax				-	-	(135.4)	(135.4)
Distributions paid to unitholders		5.80		-	-	(81.3)	(81.3)
Issue of units							
Manager's performance fee – settled	9		6.0	15.7	(15.7)	-	-
As at 31 March 2023			1,403.3	1,645.8	-	1,794.9	3,440.7

There are no items of other comprehensive income to include within changes in equity, therefore (loss)/profit after tax equals total comprehensive (loss)/income.



Subsequent event

On 17 May 2023, a cash distribution of 1.475 cents per unit with 0.206422 cents per unit of imputation credits attached was declared. The record date for the distribution is 25 May 2023 and payment will be made on 6 June 2023.



General information

For the year ended 31 March 2023

Reporting entity

Goodman Property Trust (“GMT” or the “Trust”) is a unit trust established on 23 April 1999 under the Unit Trusts Act 1960. GMT is domiciled in New Zealand. The Manager of the Trust is Goodman (NZ) Limited (“GNZ”) and the address of its registered office is Level 2, 18 Viaduct Harbour Avenue, Auckland.

The financial statements presented are consolidated financial statements for Goodman Property Trust and its subsidiaries (the “Group”).

GMT is listed on the New Zealand Stock Exchange (“NZX”), is an FMC reporting entity for the purposes of the Financial Markets Conduct Act 2013 (“FMCA”) and the Financial Reporting Act 2013 and is an Equity Security for the purposes of the NZX Main Board Listing Rules.

The Group’s principal activity is to invest in real estate in New Zealand.

Covenant Trustee Services Limited is the Trustee and Supervisor for GMT.

Basis of preparation and measurement

The financial statements of the Group have been prepared in accordance with the requirements of Part 7 of the FMCA and the NZX Main Board Listing Rules. The financial statements have been prepared in accordance with New Zealand Generally Accepted Accounting Practice (“NZ GAAP”), comply with New Zealand Equivalents to International Financial Reporting Standards (“NZ IFRS”), other New Zealand accounting standards and authoritative notices that are applicable to entities that apply NZ IFRS. The Group is a for-profit entity for the purposes of complying with NZ GAAP. The financial statements also comply with International Financial Reporting Standards (“IFRS”).

The financial statements have been prepared on the historical cost basis except for assets and liabilities stated at fair value as disclosed.

The financial statements are in New Zealand dollars, the Group’s functional currency, unless otherwise stated.

Basis of consolidation

The financial statements have eliminated in full all intercompany transactions, intercompany balances and gains or losses on transactions between group entities.

Significant estimates and judgements

Management is required to make judgements, estimates, and apply assumptions that affect the amounts reported in the financial statements. These have been based on historical experience and other factors Management believes to be reasonable. Actual results may differ from these estimates and the difference may be material. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in the future periods affected.

The significant judgements made in the preparation of these financial statements are detailed in the following notes:

- + Investment property (note 1.4)
- + Derivative financial instruments (note 4.1)
- + Deferred tax (note 8.2)

Significant accounting policies

Units are classified as equity. If new units are issued in the year, any external costs directly attributable to the issue are deducted from the proceeds received.

Distributions are recognised in equity in the period in which they are paid.

Other significant accounting policies are disclosed in the relevant notes.

Changes in accounting policy

The accounting policies and methods of computation used in the preparation of these financial statements are consistent with those used in the financial statements for the year ended 31 March 2022.



New accounting standards now adopted

There have been no new accounting standards that are applicable to these financial statements.

New Zealand climate-related disclosure framework

The Financial Sector (Climate-related Disclosures and Other Matters) Amendment Act 2021 (the Act) has established a climate-related disclosure framework for New Zealand and makes climate-related disclosures mandatory for climate reporting entities, which includes the Trust. The Act provides a mandate for the External Reporting Board (XRB) to issue a climate-related disclosure framework.

In December 2022, the XRB published the final climate-related disclosure (CRD) framework for New Zealand, which will be effective for the Trust's financial year commencing 1 April 2023. The new standards are termed the Aotearoa New Zealand Climate Standards.



Notes to the financial statements

For the year ended 31 March 2023

1. Investment property

Property income is earned from investment property leased to customers.

1.1. Property income

\$ million	2023	2022
Gross lease receipts	191.9	172.3
Service charge income	27.2	23.0
Straight line rental adjustments	2.8	0.3
Amortisation of capitalised lease incentives	(8.1)	(7.8)
Property income	213.8	187.8



Accounting policies

Property income from investment property leased to customers under operating leases is recognised on a straight-line basis over the term of the lease to the extent that future rental increases are known with certainty. Straight line rental adjustments are accounted for to achieve straight-line income recognition. Where lease incentives are provided to customers, the cost of incentives is amortised over the lease term on a straight-line basis as a reduction to rental income.

Service charge income is recognised for the recoverable portion of customer's property operating expenses incurred in the accounting period.

1.2. Future contracted gross lease receipts

Gross lease receipts that the Group has contracted to receive in future years are set out below. These leases cannot be cancelled by the customer.

\$ million	2023	2022
Year 1	201.2	181.1
Year 2	200.0	175.1
Year 3	181.4	154.3
Year 4	158.3	134.2
Year 5	140.4	113.3
Year 6 and later	677.4	608.9
Total future contracted gross lease receipts	1,558.7	1,366.9



1. Investment property (continued)

1.3. Total investment property

This table details the total investment property value.

\$ million	2023	2022
Core		
Highbrook Business Park, East Tāmaki	2,226.3	2,283.3
Savill Link, Ōtāhuhu	541.6	566.4
M20 Business Park, Manukau	428.2	460.6
The Gate Industry Park, Penrose	395.4	413.7
Westney Industry Park, Māngere	211.7	210.4
Total core	3,803.2	3,934.4
Value-add	513.6	556.2
Total stabilised investment property	4,316.8	4,490.6
Investment property under development	474.4	282.6
Total investment property	4,791.2	4,773.2

Included within stabilised properties is a gross-up equivalent to lease liabilities of \$65.9 million (31 March 2022: \$66.0 million).

Included within investment property under development is \$87.1 million of land (31 March 2022: \$81.8 million) and \$387.3 million of developments (31 March 2022: \$200.8 million).

GMT's estates are classified as either "core" or "value-add" estates.

Core

Those estates within the portfolio which largely consist of modern, high-quality logistics and industrial properties.

Value-add

Those estates which generally consist of older properties that are likely to have redevelopment potential. Redevelopment of the properties to realise their maximum future value may require a change in use.



1. Investment property (continued)

1.3. Total investment property (continued)



Significant transactions

In May 2022, GMT completed the acquisition of a value-add property in Ōtāhuhu, Auckland for \$49.4 million.

In December 2022, following the satisfaction of a subdivision condition, GMT completed the final part of the acquisition of land at Māngere, Auckland for \$10.0 million.

During the year ended 31 March 2023, three developments were completed and were independently valued at a total of \$99.3 million.

1.4. Valuation of investment property



Key judgement

The carrying value of stabilised properties, substantially completed developments and land is the fair value of the property as determined by an expert independent valuer, from a panel of valuation companies comprising Bayleys Valuations Limited, CBRE Limited, Colliers International New Zealand Limited, Jones Lang LaSalle Limited & Savills (NZ) Limited, who are all members of the New Zealand Institute of Valuers.

Fair value reflects the Board's assessment of highest and best use of each property at the end of the reporting period. If the Board's view of highest and best use has changed any impact on value will be assessed by independent valuations. Management review the valuations performed by the independent valuers for financial reporting purposes. Discussions of valuation processes and results are held between the Board, the Chief Executive Officer, the Chief Financial Officer, the Management Valuation Committee, and the independent valuers at least twice every year in line with the Group's reporting dates. Full independent valuations are completed for stabilised properties, developments held at fair value and land at least annually. Developments where fair value is not able to be reliably determined are carried at cost less any impairment. Additionally, at each financial year end all major inputs to the independent valuation reports are verified and an assessment undertaken of all property valuation movements by Management.

The fair values presented are based on market values, being the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. If this information is not available, alternative valuation methods are used, such as; recent prices on less active markets; the capitalisation method, which determines fair value by capitalising a property's sustainable net income at a market derived capitalisation rate with capital adjustments made where appropriate; or discounted cash flow projections ("DCF"), which discount estimates of future cash flows by an appropriate discount rate to derive the fair value. The key assumptions used in the valuations are derived from recent comparable transactions to the greatest extent possible; however, all three of the valuation methods rely upon unobservable inputs in determining fair value for all investment property.

Valuations also reflect the following unobservable inputs, where appropriate: the quality of customers in occupation or responsible for meeting lease commitments or likely to be in occupation after letting vacant accommodation, and the market's general perception of their creditworthiness; the allocation of maintenance and insurance responsibilities between the Group and the customer; and the remaining economic life of the property. When rent reviews or lease renewals are pending with anticipated reversionary increases, it is assumed that all notices and where appropriate counter-notices have been served validly and within the appropriate time.

The Group has considered the impact of climate change on the business and the valuation of investment property. To date, the panel of independent valuers used have made no explicit adjustments to valuations in respect of climate change matters. The Group acknowledges that climate change considerations will likely have a greater influence on valuations in the future as markets place a greater emphasis on these matters.

All investment property is categorised as level 3 in the fair value hierarchy. Refer to note 1.2.6 for details of the hierarchy and the Group's transfer policy. During the year, there were no transfers of properties between levels of the fair value hierarchy.



1. Investment property (continued)

1.4. Valuation of investment property (continued)

The key valuation inputs used to measure fair value of investment property and investment property under development held at fair value are disclosed below, along with the weighted average value for each input:

Key valuation input	Description	Weighted average valuation input value		Measurement sensitivity	
		2023	2022	Increase in the input	Decrease in the input
Market capitalisation rate	The capitalisation rate applied to the market rental to assess a property's value. Derived from similar transactional evidence considering location, weighted average lease term, customer covenant, size and quality of the property. Used in the capitalisation method.	5.2%	4.2%	Decrease	Increase
Market rental	The valuer's assessment of the annual net market income per square metre ("psm") attributable to the property; includes both leased and vacant areas. Used in both the capitalisation method and the DCF method.	\$177 psm	\$144 psm	Increase	Decrease
Discount rate	The rate applied to future cash flows; it reflects transactional evidence from similar types of property assets. Used in the DCF method.	7.2%	6.1%	Decrease	Increase
Rental growth rate	The rate applied to the market rental over the 10-year cash flow projection. Used in the DCF method.	3.0% p.a.	2.7% p.a.	Increase	Decrease
Terminal capitalisation rate	The rate used to assess the terminal value of the property. Used in the DCF method.	5.5%	4.3%	Decrease	Increase

The market capitalisation rate is the main determinant of value in the valuation of investment property. The impact of a 0.5% increase in the market capitalisation rate from 5.2% to 5.7%, assuming all other valuation inputs remain unchanged, would be equivalent to a decrease of \$378.7 million / 7.9% in the fair value of investment property.

Land is valued based on recent comparable transactions, resulting in land values ranging between \$212 psm and \$650 psm (2022: between \$211 psm and \$649 psm).



1. Investment property (continued)

1.5. Movement in fair value of investment property

Movement in fair value of investment property for the period is summarised below.

\$ million	Note	2023	2022
Stabilised properties	1.6	(276.5)	633.4
Investment property under development	1.7	38.8	27.0
Total movement in fair value of investment property		(237.7)	660.4

1.6. Stabilised properties

2023	\$ million							Valuer	Net lettable area sqm	Weighted market cap rate	Occupancy	WALT years
	Valuation 2022	Right of use asset	Acquisitions / transfers in	Net expenditure	Transfers out	Fair value movement	Valuation 2023					
Core												
Highbrook Business Park, East Tāmaki	2,283.3	-	104.0	11.9	-	(172.9)	2,226.3	Colliers, JLL, Savills, Bayleys	480,676	5.1%	99%	5.8
Savill Link, Ōtāhuhu	566.4	-	-	1.6	-	(26.4)	541.6	Colliers	138,826	5.1%	100%	6.0
M20 Business Park, Manukau	460.6	-	-	-	-	(32.4)	428.2	Colliers	121,633	5.6%	100%	3.4
The Gate Industry Park, Penrose	413.7	-	-	2.5	-	(20.8)	395.4	JLL	102,999	5.3%	100%	4.8
Westney Industry Park, Māngere	210.4	-	-	3.8	-	(2.5)	211.7	Bayleys	114,969	5.6%	100%	6.2
Total core	3,934.4	-	104.0	19.8	-	(255.0)	3,803.2		959,103			
Value-add	556.2	-	50.1	8.0	(79.2)	(21.5)	513.6	Colliers, JLL, Savills, Bayleys, CBRE	118,370	5.5%	98%	3.9
Total stabilised properties	4,490.6	-	154.1	27.8	(79.2)	(276.5)	4,316.8		1,077,473	5.2%	99%	5.3



1. Investment property (continued)

1.6. Stabilised properties (continued)

<i>Right of use asset</i>	reflects a gross-up equivalent to lease liability modifications.
<i>Acquisitions</i>	reflect the purchase price and any associated transaction costs.
<i>Transfers in</i>	represent the net book value transferred into a category during the year.
<i>Net expenditure</i>	comprises capital expenditure, holding costs, straight line rental adjustments, leasing incentives and leasing costs paid, less any amortisation of leasing incentives and leasing costs.
<i>Fair value movement</i>	reflects the difference between the independent valuation and the net book value immediately prior to the valuation.
<i>Disposals</i>	comprise the net book value at the date of disposal for properties sold in the year.
<i>Transfers out</i>	represent the net book value transferred out of a category during the year.

2022	\$ million							Valuer	Net lettable area sqm	Weighted market cap rate	Occupancy	WALT years
	Valuation 2021	Right of use asset	Acquisitions / transfers in	Net expenditure	Transfers out	Fair value movement	Valuation 2022					
Core												
Highbrook Business Park, East Tāmaki	1,917.0	-	17.6	4.0	-	344.7	2,283.3	CBRE, Colliers, JLL, Savills	469,684	4.0%	100%	5.8
Savill Link, Ōtāhuhu	457.0	-	-	2.1	-	107.3	566.4	Bayleys	138,221	4.0%	100%	5.0
M20 Business Park, Manukau	351.2	-	49.2	3.0	-	57.2	460.6	Colliers	121,400	4.4%	100%	4.4
The Gate Industry Park, Penrose	284.0	-	61.3	(0.2)	-	68.6	413.7	JLL	102,999	4.1%	100%	3.6
Westney Industry Park, Māngere	221.8	0.5	-	3.8	-	(15.7)	210.4	Savills	113,520	4.8%	98%	6.6
Total core	3,231.0	0.5	128.1	12.7	-	562.1	3,934.4		945,824			
Value-add	485.0	-	116.9	5.1	(122.1)	71.3	556.2	CBRE, Collier, JLL, Savills	125,180	4.8%	98%	3.6
Total stabilised properties	3,716.0	0.5	245.0	17.8	(122.1)	633.4	4,490.6		1,071,004	4.2%	99%	5.2



1. Investment property (continued)

1.6. Stabilised properties (continued)



Accounting Policies

Stabilised properties are investment properties which are held to earn rental income. They are recorded initially at cost, including related transaction costs. After initial recognition, stabilised properties are carried at fair value. A panel of expert independent valuers value the portfolio at least once each year, generally at 31 March. Fair values are based on estimated market values. If this information is not available, alternative valuation methods such as recent prices in less active markets, the capitalisation method, or discounted cash flow projections are used.

Stabilised property that is being redeveloped is carried at fair value and holding costs are capitalised to the property during redevelopment. Expenditure is capitalised to a property when it is probable that it will provide future economic benefits to the Group. All other repairs and maintenance costs are charged to Profit or Loss.

Any gain or loss arising from a change in fair value is recognised in Profit or Loss.

When sold, the net gain or loss on disposal of stabilised property is included in Profit or Loss in the period in which the sale occurred. The gain or loss on disposal is calculated as the difference between the carrying amount of the stabilised property on the Balance Sheet and the proceeds from sale net of any costs associated with the sale.

For leases where the Group is a lessee, the Group recognises a right of use asset at the commencement date of the lease, being the date the underlying asset is available for use. Investment property is defined to include both owned investment property and investment property held by a lessee as a right of use asset. The Group therefore measures all investment property using the same measurement basis, being the fair value model. The value of the right of use assets represents the fair value of a freehold interest in the land subject to ground lease interests held by GMT. Investment property is adjusted for cash flows relating to lease liabilities already recognised separately on the balance sheet and also reflected in the investment property valuations.

1.7. Investment property under development

Investment property under development comprises land held for future development and developments under construction, held at either fair value or held at cost.

	\$ million					
	Carrying value at start	Acquisitions / Transfers in	Net expenditure	Fair value movement	Transfers out	Carrying value at end
31 March 2023	282.6	89.3	167.7	38.8	(104.0)	474.4
31 March 2022	73.3	188.2	60.9	27.0	(66.8)	282.6

Included within investment property under development is \$87.1 million of land held at fair value (2022: \$81.8 million), \$82.8 million of commenced developments held at the land transfer value plus subsequent capital expenditure (2022: \$200.8 million) and \$304.5 million of developments under construction recorded at fair value (2022: \$nil).



1. Investment property (continued)

1.7. Investment property under development (continued)



Accounting Policies

Investment property under development includes properties that are being constructed for future use as stabilised property and land to be developed as stabilised property in the future. On acquisition, investment property under development is recorded at cost, including related transaction costs. Stabilised property to be redeveloped is transferred at the carrying value prior to transfer. All subsequent costs and capital expenditure directly associated with investment property under development is capitalised.

Holding costs are capitalised if they are directly attributable to the development of a property. The most significant component of holding costs is borrowing costs. Capitalisation of borrowing costs commences when the activities to prepare the property for its intended use are in progress and expenditure and borrowing costs are being incurred. The amount capitalised is determined by applying the weighted average cost of debt to borrowings attributed to the investment property under development. Capitalisation of borrowing costs continues until the development of the property is completed.

If the fair value of a development can be reliably determined during the course of its construction, then the development will be recorded at fair value (adjusted for percentage of completion) in the same manner as stabilised properties.

Commenced developments held at the land transfer value plus subsequent capital expenditure are tested for impairment. An indication of impairment requires an assessment of the recoverable amount of the commenced development, with the full value of any applicable impairment immediately recognised.

Land is carried at fair value, independently valued at least annually, with any changes in valuation recognised in Profit or Loss.

2. Borrowings

2.1. Interest

\$ million	2023	2022
Interest expense on borrowings	(39.8)	(21.5)
Interest expense on lease liabilities	(3.3)	(3.3)
Amortisation of borrowing costs	(4.7)	(3.0)
Borrowing costs capitalised ¹	18.0	7.8
Total interest cost	(29.8)	(20.0)
Interest income	0.3	0.3
Net interest cost	(29.5)	(19.7)

¹ Borrowing costs are capitalised at the weighted average cost of borrowing of 4.0% (2022: 3.2%). Borrowing costs of \$4.1 million were capitalised to land (2022: \$1.6 million).



2. Borrowings (continued)

2.1. Interest (continued)



Accounting Policies

Interest costs charged on borrowings are recognised as incurred. Costs associated with the establishment of borrowings are amortised over the term of the relevant borrowings.

2.2. Borrowings

\$ million	2023	2022
Current		
Retail bonds	100.0	100.0
Total current borrowings	100.0	100.0
Non-current		
Syndicated bank facilities	–	147.0
Bilateral bank facilities	321.0	–
Green retail bonds	150.0	–
Retail bonds	100.0	200.0
Wholesale bonds	400.0	400.0
US Private Placement notes	191.7	173.0
Total non-current	1,162.7	920.0
Unamortised borrowings establishment costs	(3.6)	(2.9)
Total non-current borrowings	1,159.1	917.1
Total borrowings	1,259.1	1,017.1

As at 31 March 2023, GMT has undrawn bank facilities of \$739.0 million from which it expects to repay the \$100.0 million retail bond expiring in September 2023.



Accounting Policies

Borrowings are recorded initially at fair value, net of transaction costs. Subsequent to initial recognition, borrowings are carried at amortised cost using the effective interest method.



2. Borrowings (continued)

2.2. Borrowings (continued)



Significant transactions

In April 2022, GMT issued \$150 million of green retail bonds, with a 5 year term expiring in April 2027, paying a fixed interest rate of 4.740%.

In December 2022, the BNZ bank facility was amended to a green bank facility, increasing this to \$150 million and extending the expiry to December 2024.

In December 2022, GMT increased its bank facilities with a \$100 million facility expiring in December 2024 provided by the Commonwealth Bank of Australia and a \$150 million green facility expiring in December 2025 provided by Westpac New Zealand Limited.

In December 2022, the syndicated bank facility was amended to increase and extend the tranche maturities and alter the participation by bank with Australia and New Zealand Bank and Industrial and Commercial Bank of China (New Zealand) Limited both entering the syndicate. The total facility has increased to \$720 million, comprising five bank facilities expiring in June 2023 (\$60 million), June 2024 (\$130 million), June 2025 (\$205 million), June 2026 (\$225 million) and June 2027 (\$100 million).

In March 2023, the syndicated bank facility was amended through the cancellation of the June 2023 (\$60 million) tranche.

2.3. Composition of borrowings

2023	Date issued	Expiry	Weighted average remaining term (years)	Interest rate	\$ million	
					Drawn amount	Undrawn facility
Syndicated bank facilities	-	Jun 24 – Jun 27	2.5	Floating	-	660.0
Green bank facility – Bank of New Zealand	-	Dec 24	1.7	Floating	150.0	-
Bank facility – Commonwealth Bank of Australia	-	Dec 24	1.7	Floating	100.0	-
Green bank facility – Westpac New Zealand Limited	-	Dec 25	2.7	Floating	71.0	79.0
Retail bonds – GMB040	May 17	May 24	1.2	4.540%	100.0	-
Retail bonds – GMB050	Mar 18	Sep 23	0.4	4.000%	100.0	-
Green retail bonds – GMB060	Apr 22	Apr 27	4.0	4.740%	150.0	-
Wholesale bonds – 6 years	Dec 21	Dec 27	4.7	3.656%	200.0	-
Wholesale bonds – 8 years	Sep 20	Sep 28	5.4	2.262%	50.0	-
Wholesale bonds – 10 years	Sep 20	Sep 30	7.4	2.559%	150.0	-
US Private Placement notes	Jun 15	Jun 25	2.2	3.460%	US\$40.0	-
US Private Placement notes	Jun 15	Jun 27	4.2	3.560%	US\$40.0	-
US Private Placement notes	Jun 15	Jun 30	7.2	3.710%	US\$40.0	-



2. Borrowings (continued)

2.3. Composition of borrowings (continued)

2022	Date issued	Expiry	Weighted average remaining term (years)	Interest rate	\$ million	
					Drawn amount	Undrawn facility
Syndicated bank facilities	–	Jun 23 – Jun 26	2.7	Floating	147.0	423.0
Bank facility – Bank of New Zealand	–	Dec 22	0.7	Floating	–	100.0
Retail bonds – GMB030	Jun 15	Jun 22	0.2	5.000%	100.0	–
Retail bonds – GMB040	May 17	May 24	2.2	4.540%	100.0	–
Retail bonds – GMB050	Mar 18	Sep 23	1.4	4.000%	100.0	–
Wholesale bonds – 6 years	Dec 21	Dec 27	5.7	3.656%	200.0	–
Wholesale bonds – 8 years	Sep 20	Sep 28	6.4	2.262%	50.0	–
Wholesale bonds – 10 years	Sep 20	Sep 30	8.4	2.559%	150.0	–
US Private Placement notes	Jun 15	Jun 25	3.2	3.460%	US\$40.0	–
US Private Placement notes	Jun 15	Jun 27	5.2	3.560%	US\$40.0	–
US Private Placement notes	Jun 15	Jun 30	8.2	3.710%	US\$40.0	–

As at 31 March 2023 \$660.0 million of syndicated bank facilities was provided to the Trust by Bank of New Zealand (\$125.0 million), Commonwealth Bank of Australia (\$150.0 million), The Hongkong and Shanghai Banking Corporation Limited (\$130.0 million), Westpac New Zealand Limited (\$105.0 million), Australia and New Zealand Bank (\$75.0 million) and Industrial and Commercial Bank of China (New Zealand) Limited (\$75.0 million). Additional bilateral facilities were provided to the Trust by Bank of New Zealand (\$150.0 million), Commonwealth Bank of Australia (\$100.0 million) and Westpac New Zealand Limited (\$150.0 million).

As at 31 March 2022 \$570.0 million of syndicated bank facilities was provided to the Trust by Bank of New Zealand (\$185.0 million), Commonwealth Bank of Australia (\$150 million), The Hongkong and Shanghai Banking Corporation Limited (\$130.0 million) and Westpac New Zealand Limited (\$105.0 million). An additional \$100.0 million facility was provided to the Trust by Bank of New Zealand.

As at 31 March 2023, GMT's drawn borrowings had a weighted average remaining term of 3.6 years (2022: 4.6 years), with 74% being drawn from non-bank sources (2022: 85%). Calculation of the weighted average remaining term assumes syndicated bank facilities utilise the longest dated facilities.

2.4. Security and covenants

All borrowing facilities are secured on an equal ranking basis over the assets of the wholly owned subsidiaries of Goodman Property Trust. A loan to value ratio covenant restricts total borrowings incurred by the Group to 50% of the value of the secured property portfolio.

The Group has given a negative pledge to not create or permit any security interest over its assets. The principal financial ratios which must be met are the ratio of earnings before interest, tax, depreciation and amortisation to interest expense, and the ratio of financial indebtedness to the value of the property portfolio. Further negative and positive undertakings have been given as to the nature of the Group's business.



2. Borrowings (continued)

2.5. Lease liabilities

\$ million	2023	2022
Opening balance	66.0	65.5
Increase in liability as a result of ground rent reviews	–	0.5
Interest expense on lease liabilities	3.3	3.3
Ground rent paid	(3.6)	(3.5)
Amortisation of incentives received	0.2	0.2
Total lease liabilities	65.9	66.0



Key judgement

The lease liabilities are for perpetually renewable ground leases at Westney Industry Park for \$65.7 million (2022: \$65.8 million) and The Gate Industry Park for \$0.2 million (2022: \$0.2 million). The calculation of the lease liabilities assumes lease terms of between 62 and 65 years and utilises discount rates based on an assessment of GMT's long-term borrowing costs at the time of the renewal, which range from 3.5% to 5.5%.



Accounting Policies

At the commencement date of a lease the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term, including expected lease renewals. The lease payments include fixed payments, less any lease incentives receivable.



2. Borrowings (continued)

2.6. Loan to value ratio calculation

The loan to value ratio (“LVR”) is a non-GAAP metric used to measure the strength of GMT’s Balance Sheet. This non-GAAP financial measure may not be consistent with its calculation by other similar entities. The LVR calculation is set out in the table below.

\$ million	2023	2022
Total borrowings	1,259.1	1,017.1
US Private Placement notes – foreign exchange translation impact	(31.0)	(12.3)
Cash	(6.6)	(3.6)
Borrowings for LVR calculation	1,221.5	1,001.2
Investment property	4,791.2	4,773.2
Lease liabilities	(65.9)	(66.0)
Assets for LVR calculation	4,725.3	4,707.2
Loan to value ratio %	25.9%	21.3%

3. Earnings per unit and net tangible assets

3.1. Earnings per unit

Earnings per unit measures are calculated as (loss)/profit or operating earnings after tax divided by the weighted number of issued units for the year. Operating earnings is a non-GAAP financial measure included to provide an assessment of the performance of GMT’s principal operating activities. This non-GAAP financial measure may not be consistent with its calculation by other similar entities.

The calculation of operating earnings before other income/(expenses) and tax is set out in Profit or Loss.

\$ million	2023	2022
Operating earnings before other income/(expenses) and tax	126.5	118.3
Income tax on operating earnings	(15.4)	(19.0)
Operating earnings after tax	111.1	99.3



3. Earnings per unit and net tangible assets (continued)

3.1. Earnings per unit (continued)

Million	Weighted units	
	2023	2022
Weighted units	1,403.3	1,397.3
cents per unit		
Operating earnings per unit before tax	9.01	8.47
Operating earnings per unit after tax	7.92	7.11
Basic and diluted earnings per unit after tax	(9.65)	53.57

3.2. Net tangible assets

Diluted units, comprising issued units plus deferred units not yet issued, are used to calculate net tangible assets per unit.

Million	Diluted units	
	2023	2022
Issued units	1,403.3	1,397.3
Deferred units for Manager's performance fee expected to be reinvested	-	6.0
Diluted units	1,403.3	1,403.3
2023		
Net tangible assets (\$ million)	3,440.7	3,657.4
Net tangible assets per unit (cents)	245.2	260.6



4. Derivative financial instruments

Derivative financial instruments are used to manage exposure to interest rate risks and foreign exchange risks arising from GMT's borrowings.

4.1. Movement in fair value of financial instruments

\$ million	2023	2022
Interest rate derivatives	(4.9)	12.0
Cross currency interest rate derivatives relating to US Private Placement notes	8.8	(10.0)
Total movement in fair value of derivative financial instruments	3.9	2.0
Foreign exchange rate movement on US Private Placement notes	(18.7)	(1.2)
Total movement in fair value of financial instruments	(14.8)	0.8



Accounting Policies

Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently measured at fair value at each reporting date. Derivative financial instruments are classified as current or non-current based on their date of maturity.

Movements in the fair value of derivative financial instruments are recognised through Profit or Loss. GMT does not apply hedge accounting.



Key judgement

The fair values of derivative financial instruments are determined from valuations using Level 2 valuation techniques. These are based on the present value of estimated future cash flows, taking account of the terms and maturity of each contract and the current market interest rates at reporting date. Fair values also reflect the creditworthiness of the derivative counterparty and GMT at balance date. The valuations were based on market rates at 31 March 2023 of between 5.23% for the 90-day BKBM and 4.30% for the 10-year swap rate (2022: 1.61% for the 90-day BKBM and 3.38% 10-year swap rate). There were no changes to these valuation techniques during the year.



4. Derivative financial instruments (continued)

4.2. Derivative financial instruments

\$ million	2023	2022
Cross currency interest rate derivatives		
Non-current assets	18.8	10.0
Interest rate derivatives		
Non-current assets	24.1	20.4
Current assets	-	0.5
Non-current liabilities	(10.1)	(2.5)
Current liabilities	(0.5)	-
Net derivative financial instruments	32.3	28.4

4.3. Additional derivative information

	2023	2022
Cross currency interest rate derivatives		
Notional contract value as fixed rate receiver (\$ million)	160.7	160.7
Percentage of US Private Placement notes borrowings converted to floating rate NZD payments	100%	100%
Weighted average term to maturity (years)	4.5	5.5
Interest rate derivatives		
Notional contract value as fixed rate payer (\$ million)	560.0	260.0
Interest rate range as fixed rate payer	0.4% – 4.7%	0.4% – 2.7%
Notional contract value as fixed rate receiver (\$ million) ¹	250.0	250.0
Weighted average term to maturity of borrowings fixed, including retail and wholesale bonds (years)	4.8	5.3
Percentage of borrowings fixed, including retail and wholesale bonds	86%	70%

¹ The fixed rate receiver derivative expiries align with certain bonds, to convert a portion of bonds back to floating rate interest.



5. Administrative expenses

Administrative expenses are incurred to manage the operational activity of GMT.

\$ million	2023	2022
Valuation fees	(0.8)	(0.9)
Trustees fees	(0.5)	(0.5)
Auditor's fees	(0.4)	(0.3)
Other costs	(1.7)	(1.5)
Total administrative expenses	(3.4)	(3.2)

Auditor's fees

\$ million	2023	2022
Audit and review of financial statements	(0.4)	(0.3)
Other assurance related services	-	-
Total auditor's fees	(0.4)	(0.3)

Other assurance related services

Fees for other assurance related services of \$18,700 comprise assurance services on the performance fee calculation, agreed upon procedures on the financial covenants of the bank facilities and reporting to the supervisor of GMT Bond Issuer Limited (2022: \$17,000 comprise assurance services on the performance fee calculation, agreed upon procedures on the financial covenants of the bank facilities and reporting to the supervisor of GMT Bond Issuer Limited).

Other services

There were no fees for other services (2022: \$6,000 comprise materiality guidance for the green bond issuance).



6. Debtors and other assets

\$ million	2023	2022
Current		
Debtors	1.5	1.3
Prepayments	1.3	0.9
Interest receivable	5.1	2.9
Other assets	2.5	0.4
Total debtors and other assets	10.4	5.5



Accounting Policies

Debtors and other assets are initially recognised at fair value and subsequently measured at amortised cost. They are adjusted for expected impairment losses. Discounting is not applied to receivables where collection is expected to occur within the next twelve months.

A provision for impairment is recognised when there is objective evidence that GMT will be unable to collect amounts due. The simplified approach to providing for expected credit losses prescribed by NZ IFRS 9 has been applied, permitting the use of a lifetime expected loss provision for all trade receivables. The amount provided is the difference between the carrying amount and expected recoverable amount.

7. Creditors and other liabilities

\$ million	2023	2022
Current		
Creditors	0.9	1.8
Interest payable	12.4	7.2
Related party payables	2.8	5.4
Accrued capital expenditure	21.5	12.1
Other liabilities	7.5	6.3
Total creditors and other liabilities	45.1	32.8



Accounting Policies

Creditors and other liabilities are initially recognised at fair value and subsequently measured at amortised cost. All payments are expected to be made within the next twelve months.



8. Tax

8.1. Tax expense

\$ million	2023	2022
(Loss)/profit before tax	(126.0)	763.8
Tax at 28%	35.3	(213.9)
Depreciation of investment property	10.1	9.6
Movement in fair value of investment property	(66.5)	184.9
Deductible net expenditure for investment property	8.2	4.0
Derivative financial instruments	(3.9)	0.4
Performance fee	-	(4.4)
Prior period adjustments	1.4	0.4
Current tax on operating earnings	(15.4)	(19.0)
Performance fee	-	4.4
Current tax on non-operating earnings	-	4.4
Current tax	(15.4)	(14.6)
Depreciation of investment property	(10.1)	(9.6)
Reduction of liability in respect of depreciation recovery income	13.5	9.0
Deferred expenses	(1.4)	(0.5)
Derivative financial instruments	4.0	0.5
Deferred tax	6.0	(0.6)
Total tax	(9.4)	(15.2)

Current tax on operating earnings is a non-GAAP measure included to provide an assessment of current tax for GMT's principal operating activities. This non-GAAP financial measure may not be consistent with its calculation by other similar entities.



8. Tax (continued)

8.1. Tax expense (continued)



Accounting Policies

Tax expense for the year comprises current and deferred tax recognised in Profit or Loss.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at balance date, and includes any adjustment to tax payable in respect of previous years.

Deferred tax is provided in full using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. Deferred tax is not accounted for if it arises from the initial recognition of assets or liabilities in a transaction, other than a business combination, that affects neither accounting nor taxable profit or loss and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

8.2. Deferred tax

\$ million	2023	2022
Deferred tax liabilities		
Investment properties – depreciation recoverable	(18.7)	(22.1)
Investment properties – deferred expenses	(11.3)	(9.9)
Derivative financial instruments	0.2	(3.8)
Borrowings issue costs	(0.2)	(0.2)
Total deferred tax liabilities	(30.0)	(36.0)



Key judgement

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

For deferred tax liabilities potentially arising on investment property measured at fair value there is a rebuttable presumption that the carrying amount of the investment property asset will be recovered through sale. In estimating this deferred tax liability, the Group has made reference to the Manager's experience of tax depreciation recovered when properties of a similar nature have been sold.



9. Related party disclosures

As a Unit Trust, GMT does not have any employees. Consequently, services that the Group requires are provided under arrangements governed by GMT's Trust Deed or by contractual arrangements. The Trust has related party relationships with the following parties.

Entity	Nature of relationship	
Goodman (NZ) Limited	GNZ	Manager of the Trust
Goodman Property Services (NZ) Limited	GPSNZ	Provider of property management, development management and related services to the Trust
Goodman Investment Holdings (NZ) Limited	GIH	Unitholder in GMT
Goodman Limited	GL	Parent entity of GNZ, GPSNZ & GIH
Goodman Industrial Trust	GIT	Property co-owner with GMT and unitholder in GMT

9.1. Transactions with related parties

\$ million	Related party	Recorded		Capitalised		Outstanding	
		2023	2022	2023	2022	2023	2022
Manager's base fee	GNZ	(19.7)	(17.0)	2.1	1.1	(1.6)	(1.6)
Manager's performance fee	GNZ	-	(15.7)	-	-	-	(15.7)
Property management fees ¹	GPSNZ	(4.0)	(3.6)	-	-	(0.3)	(0.3)
Leasing fees	GPSNZ	(3.2)	(2.8)	-	-	(0.1)	(0.2)
Acquisition and disposal fees	GPSNZ	(1.0)	(2.4)	1.0	2.4	-	(2.4)
Minor project fees	GPSNZ	(0.8)	(0.6)	0.8	0.6	(0.2)	-
Development management fees	GPSNZ	(3.1)	(5.9)	3.1	5.9	(0.6)	(0.7)
Total fees		(31.8)	(48.0)	7.0	10.0	(2.8)	(20.9)
Reimbursement of expenses for services provided	GPSNZ	(2.0)	(2.0)	0.3	0.4	-	(0.2)
Gross lease receipts received	GPSNZ	0.2	0.2	-	-	-	-
Issue of units for Manager's performance fee reinvested	GIH	15.7	13.7	-	-	-	-
Distributions paid	GIT	(3.3)	-	-	-	-	-
Distributions paid	GIH	(17.1)	(18.2)	-	-	-	-

¹ Of the property management fees charged by GPSNZ, \$3.2 million was paid by customers and was not a cost borne by GMT (2022: \$2.9 million).



9. Related party disclosures (continued)

9.2. Other related party transactions

Capital transactions

Capital transactions that occur with related parties can only be approved by the Independent Directors of GNZ, with non-Independent Directors excluded from the approval process.

No properties were acquired pursuant to the Co-ownership Agreement between GMT and Goodman Industrial Trust (2022: none). This agreement was approved by unitholders at a general meeting held on 23 March 2004.

Key management personnel

Key management personnel are those people with the responsibility and authority for planning, directing and controlling the activities of an entity. As the Trust does not have any employees or Directors, key management personnel is considered to be the Manager. All compensation paid to the Manager is disclosed within this note.

Related party investment in GMT

At 31 March 2023, Goodman Group, GNZ's ultimate parent, through its subsidiary Goodman Investment Holdings (NZ) Limited, held 278,063,312 units in GMT out of a total 1,403,254,516 units on issue (31 March 2022: 345,971,371 units in GMT out of a total 1,397,303,338 units).

At 31 March 2023, Goodman Group, GNZ's ultimate parent, through Goodman Industrial Trust, held 75,357,377 units in GMT out of a total 1,403,254,516 units on issue (31 March 2022: nil units).

9.3. Explanation of related party transactions

Manager's base fee

The Manager's base fee is calculated as 0.50% per annum of the book value of GMT's assets (other than cash, debtors and development land) up to \$500 million, plus 0.40% per annum of the book value of GMT's assets (other than cash, debtors and development land) greater than \$500 million.

Manager's performance fee

The Manager is entitled to be paid a performance fee equal to 10% of GMT's performance above a target return (which is calculated annually on 31 March), capped at 5% of annual out performance (except in a period in which GNZ ceases to hold office, or GMT terminates). The target return is equal to the annual return of a gross accumulation index created from NZX listed property entities having a principal focus on investment in real property, excluding GMT, (the "Peer Group") with the index being compiled by a suitably qualified and experienced person.

GMT will not earn a performance fee on any performance in excess of the target return plus 5% per annum with any performance over that cap carried forward indefinitely to future periods (except in a period in which GNZ ceases to hold office, or GMT terminates). Similarly, any performance below the target return is carried forward indefinitely to future periods. No performance fee is payable for any year where GMT's performance is less than 0%, however, any under or over performance in that year is carried forward indefinitely to future periods.

The Manager is required to use performance fee proceeds to reinvest in GMT units in accordance with the terms of the Trust Deed, provided that the Independent Directors of GNZ consider it in the best interests of GMT unitholders for the Manager to do so. The issue price for these units is equal to the higher of market price and the net asset value per unit.

At 31 March 2023, GMT's return was less than 0% and therefore no performance fee is payable (2022: \$15.7 million), however GMT outperformed the Peer Group and has a \$48.9 million carry forward to include in the calculation for future periods (2022: \$9.0 million carry forward). Subject to no issued capital changes by GMT, the maximum performance fee payable in the year to 31 March 2024 is \$14.7 million.



9. Related party disclosures (continued)

9.3. Explanation of related party transactions (continued)

Property management fees

Property management fees are paid to GPSNZ for day to day management of properties.

Leasing fees

Leasing fees are paid to GPSNZ for executing leasing transactions.

Acquisition and disposal fees

Acquisition and disposal fees are paid to GPSNZ for executing sale and purchase agreements.

Minor project fees

Minor project fees are paid for services provided to manage capital expenditure projects for stabilised properties.

Development management fees

Development management fees are paid for services provided to manage capital expenditure projects for developments.

Reimbursement of expenses for services provided

Certain services are provided by GPSNZ instead of using external providers, with these amounts reimbursed on a cost recovery basis.

Gross lease receipts

Rent received by GMT for the office leased by GPSNZ at Highbrook Business Park.

9.4. Additional Trust information

Goodman Property Trust terminates on the earlier of:

- i. The date appointed by GNZ, giving not less than three months' written notice to the unitholders and the Trustee; or
- ii. If the units are quoted, the office of trustee becomes vacant, and a new trustee is not appointed within two months of the vacancy occurring; or
- iii. The date on which GMT is terminated under the Trust Deed or by operation of law.

9.5. Related party capital commitments

\$ million	Related party	2023	2022
Development management fees for developments in progress	GPSNZ	16.4	10.6
Total related party capital commitments		16.4	10.6



10. Commitments and contingencies

10.1. Non-related party capital commitments

These commitments are amounts payable for contractually agreed services for capital expenditure. For related party capital commitments refer to note 9.5.

\$ million	2023	2022
Completion of developments	202.2	215.8
Acquisitions	–	58.4
Total non-related party capital commitments	202.2	274.2

10.2. Contingent liabilities

GMT has no material contingent liabilities (2022: none).

11. Reconciliation of (loss)/profit after tax to net cash flows from operating activities

\$ million	2023	2022
(Loss)/profit after tax	(135.4)	748.6
Non-cash items:		
Movement in fair value of investment property	237.7	(660.4)
Deferred lease incentives and leasing costs	(0.5)	0.8
Fixed rental income adjustments	(2.8)	(0.3)
Issue costs and subsequent amortisation for non-bank borrowings	(0.7)	(0.2)
Movement in fair value of derivative financial instruments	14.8	(0.8)
Manager's performance fee expected to be reinvested in units	(15.7)	2.0
Deferred tax	(6.0)	0.6
Net cash flows from operating activities before changes in assets and liabilities	91.4	90.3
Movements in working capital from:		
Debtors and other assets	(4.8)	(1.0)
Creditors and other liabilities	4.6	1.0
Current tax payable	–	0.5
Movements in working capital	(0.2)	0.5
Net cash flows from operating activities	91.2	90.8



12. Financial risk management

In addition to business risk associated with the Group's principal activity of investing in real estate in New Zealand, the Group is also exposed to financial risk for the financial instruments that it holds. Financial risk can be classified in the following categories: interest rate risk, credit risk, liquidity risk and capital management risk.

12.1. Financial instruments

The following items in the Balance Sheet are classified as financial instruments: Cash, debtors and other assets, derivative financial instruments, creditors and other liabilities, lease liabilities and borrowings. All items are recorded at amortised cost with the exception of derivative financial instruments, which are recorded at fair value through Profit or Loss.



Accounting Policies

Financial instruments are classified dependent on the purpose for which the financial instrument was acquired or assumed. Management determines the classification of its financial instruments at initial recognition between two categories:

<i>Amortised cost</i>	Instruments recorded at amortised cost are those with fixed or determined receipts/payments that are recorded at their expected value at balance date.
<i>Fair value through Profit or Loss</i>	Instruments recorded at fair value through Profit or Loss have their fair value measured via active market inputs, or by using valuation techniques if no active market exists.

12.2. Interest rate risk

The Group's interest rate risk arises from borrowings. The Group manages its interest rate risk in accordance with its Financial Risk Management policy. The principal objective of the Group's interest rate risk management process is to mitigate negative interest rate volatility adversely affecting financial performance.

The Group manages its interest rate risk by using floating-to-fixed interest rate swaps and interest rate caps. Interest rate swaps have the economic effect of converting borrowings from floating rates to fixed rates. Generally, the Group raises long-term borrowings at floating rates and swaps them into fixed rates that are lower than those available if the Group borrowed directly at fixed rates. Under the interest rate swaps, the Group agrees with other parties to exchange, at specified intervals (primarily quarterly), the difference between fixed contract rates and floating-rate interest amounts calculated by reference to the agreed notional amounts. Where the Group raises long-term borrowings at fixed rates, it may enter into fixed-to-floating interest rate swaps to enable the cash flow interest rate risk to be managed in conjunction with its floating rate borrowings.

The table below considers the direct impact to interest costs of a 1% change to interest rates.

\$ million	2023	2022
Impact to (loss)/profit after tax of a 1% increase in interest rates	(1.7)	(3.0)
Impact to (loss)/profit after tax of a 1% decrease in interest rates	1.7	3.0



12. Financial risk management (continued)

12.3. Credit risk

Credit risk arises from cash, derivative financial instruments and credit exposures to customers. For banks and financial institutions only independently credit rated parties are accepted, and when derivative contracts are entered into their credit risk is assessed. For customers, the Group assesses the credit quality of the customer, considering its financial position, past experience and any other relevant factors. The overall credit risk is managed with a credit policy that monitors exposures and ensures that the Group does not bear unacceptable concentrations of credit risk.

The Group's maximum exposure to credit risk is best represented by the total of its debtors, derivative financial instrument assets and cash as shown in the Balance Sheet. To mitigate credit risk the Group holds security deposits, bank guarantees, parent company guarantees or personal guarantees as deemed appropriate.

12.4. Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations from its financial liabilities. The Group's approach to management of liquidity risk is to ensure that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. The Group manages this risk through active monitoring of the Group's liquidity position and availability of borrowings from committed facilities.

The following table outlines the Group's financial liabilities by their relevant contractual maturity date. Values are the contractual undiscounted cash flows and include both principal and interest where applicable.

\$ million	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6 and later	Total cash flows	Carrying value
2023								
Borrowings	154.9	395.3	157.8	27.0	417.4	270.6	1,423.0	1,231.7
Derivative financial instruments	-	-	-	-	-	-	-	10.6
Lease liabilities	3.5	3.5	3.2	1.9	1.0	0.9	14.0	65.9
Creditors and other liabilities	45.1	-	-	-	-	-	45.1	45.1
Total	203.5	398.8	161.0	28.9	418.4	271.5	1,482.1	1,353.3
2022								
Borrowings	129.1	125.6	120.1	74.7	163.5	530.9	1,143.9	1,007.7
Derivative financial instruments	0.8	0.8	0.8	0.8	0.5	0.6	4.3	2.5
Lease liabilities	3.5	3.5	3.2	1.9	1.0	0.9	14.0	66.0
Creditors and other liabilities	32.8	-	-	-	-	-	32.8	32.8
Total	166.2	129.9	124.1	77.4	165.0	532.4	1,195.0	1,109.0



12. Financial risk management (continued)

12.5. Capital management risk

The Group's policy is to maintain a strong capital base to maintain investor, creditor and market confidence, while maximising the return to investors through optimising the mix of debt and equity. The Group meets its objectives for managing capital through its investment decisions on the acquisition, development and disposal of assets, its distribution policy and raising new equity. The Group's policies in respect of capital management are reviewed regularly by the Board of Directors of the Manager.

The Group's capital structure includes bank debt, retail bonds, wholesale bonds, US Private Placement notes and unitholders' equity. GMT's Trust Deed requires the Group's ratio of borrowings to the aggregate value of its property assets to be less than 50%. The Group complied with this requirement during this year and the prior year.

The Group has issued retail bonds, wholesale bonds and US Private Placement notes, the terms of which require that the total borrowings of GMT and its subsidiaries do not exceed 50% of the value of the property portfolio on which these borrowings are secured. The Group complied with this requirement during this year and the prior year.

12.6. Fair value of financial instruments

Except for the retail bonds, green retail bonds, wholesale bonds and US Private Placement notes; the carrying values of all balance sheet financial instruments approximate their estimated fair value. The fair values of retail bonds, green retail bonds, wholesale bonds and US Private Placement notes are as follows:

\$ million	Fair value hierarchy	2023	2022
Retail bonds	Level 1	197.1	302.4
Green retail bonds	Level 1	143.4	–
Wholesale bonds	Level 2	341.7	354.2
US Private Placement notes	Level 2	US\$109.4	US\$114.8

The Group classifies its fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (i.e. unobservable inputs).

The fair value of financial instruments classified as Level 2, being wholesale bonds and US Private Placement notes, is measured using a present value calculation of the future cash flows using the relevant term swap rate as the discount factor.

The level in the fair value hierarchy within which the fair value measurement is categorised is determined on the basis of the lowest input to the fair value measurement. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, the measurement is a Level 3 measurement.

The Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels at the date of the event or change in circumstances that caused the transfer. During the year, there were no transfers between levels of the fair value hierarchy.

13. Operating segments

The Trust's activities are reported to the Board as a single operating segment; therefore, these financial statements are presented in a consistent manner to that reporting.

Independent auditor's report

To the unitholders of Goodman Property Trust

Our opinion

In our opinion, the accompanying financial statements of the Goodman Property Trust (the Trust), including its subsidiaries (the Group), present fairly, in all material respects, the financial position of the Group as at 31 March 2023, its financial performance and its cash flows for the year then ended in accordance with New Zealand Equivalents to International Financial Reporting Standards (NZ IFRS) and International Financial Reporting Standards (IFRS).

What we have audited

The Trust's financial statements comprise:

- + the balance sheet as at 31 March 2023;
- + the statement of profit or loss for the year then ended;
- + the statement of changes in equity for the year then ended;
- + the statement of cash flows for the year then ended; and
- + the notes to the financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (New Zealand) (ISAs (NZ)) and International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with Professional and Ethical Standard 1 *International Code of Ethics for Assurance Practitioners (including International Independence Standards) (New Zealand)* (PES 1) issued by the New Zealand Auditing and Assurance Standards Board and the *International Code of Ethics for Professional Accountants (including International Independence Standards)* issued by the International Ethics Standards Board for Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Our firm carries out other services for the Group in the areas of assurance services relating to the performance fee calculation, agreed upon procedures relating to the financial covenants of the bank facilities and reporting to the supervisor of GMT Bond Issuer Limited. The provision of these other services has not impaired our independence as auditor of the Group.



Key audit matter

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. This matter was addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Description of the key audit matter

Valuation of investment property

As disclosed in note 1, the portfolio of investment properties comprising Auckland industrial stabilised properties and investment property under development held by the Group was valued at \$4.8 billion of which \$4.7 billion is held at fair value as at 31 March 2023.

The valuation of investment properties is inherently subjective. A small difference in any one of the key market input assumptions, when aggregated, could result in a material misstatement of the valuation of investment properties. The existence of significant estimation uncertainty coupled with the size and value of the investment property portfolio, is why we have given special audit focus and attention to this area.

Valuations were carried out by independent registered valuers selected by the Manager. The valuers performed their work in accordance with the International Valuation Standards and the Australia and New Zealand Valuation and Property Standards. The valuers engaged are well-established and experienced in the market in which the Group operates, with experience in the market in which the Group operates.

In determining a property's valuation, the valuers consider property specific information such as current tenancy agreements and rental income earned by the asset.

They then apply assumptions in relation to market capitalisation rates, discount rates, market rental, rental growth rates and terminal capitalisation rates, based on available market data and transactions, to arrive at a range of valuation outcomes, from which they derive a point estimate.

Due to the unique nature of each property, the assumptions applied take into consideration the individual property characteristics, as well as the qualities of the property as a whole.

Goodman (NZ) Limited (the Manager) verify all key inputs to the valuations, assess property valuation movements against prior periods and hold discussions with the directors of the Manager on the process and results of the valuation.

How our audit addressed the key audit matter

The valuation of investment properties is inherently subjective given that there are alternative assumptions and valuation methods that may result in a range of values.

We considered the adequacy of the disclosures made in note 1 to the financial statements. This note explains that there is significant estimation uncertainty in relation to the valuation of investment property. We discussed with management and have obtained sufficient appropriate audit evidence to demonstrate the suitability of the inclusion of the valuation in the balance sheet and disclosures made in the financial statements were appropriate.

In assessing the individual valuations, we performed the procedures outlined below.

We held discussions with management and the valuers to understand:

- + movements in the Group's investment property portfolio
- + changes in the conditions of properties within the portfolio
- + the impact of climate change and related risks on the portfolio
- + the controls in place over the valuation process.

On a sample basis, with emphasis on properties with significant or unusual fluctuations in key inputs compared to other investment properties held by the Group, we performed the following procedures:

- + obtained an understanding of the key valuation inputs
- + agreed forecast contractual rental and lease terms to lease agreements with tenants
- + considered whether seismic assessments and/or capital maintenance requirements had been taken into account in the valuations, with reference to supporting documentation.

We held separate discussions with each of the independent registered valuers to gain an understanding of the assumptions and estimates used and the valuation methodology applied. We also assessed the valuers' qualifications, expertise and objectivity and found no evidence to suggest that their objectivity in performing the valuations was compromised.

We also engaged our own valuation experts to critique and independently assess, based on their market and valuation knowledge, the work performed, and assumptions and estimates made by the valuers, on a sample basis.

Our audit approach

Overview

Materiality Overall Group materiality: \$6,325,000 which represents 5% of profit before tax excluding movements in fair value of investment property and financial instruments.

We chose profit before tax excluding movements in the fair value of investment property and financial instruments as the benchmark because, in our view, it is the benchmark against which the performance of the Group is most commonly measured by users of the financial statements.

Following our assessment of the risk of material misstatement, a full scope audit was performed over the consolidated Group balances

Key audit matters As reported above, we have one key audit matter, being:

- + Valuation of investment property

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance about whether the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall Group materiality for the financial statements as a whole as set out above. These, together with qualitative considerations, helped us to determine the scope of our audit, the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate, on the financial statements as a whole.

How we tailored our audit scope

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the financial statements as a whole, taking into account the structure of the Group, the Group's investments and the accounting processes and controls, and the industry in which the Group operates.



Independent auditor's report

To the unitholders of Goodman Property Trust (continued)



Other information

The directors of the Manager are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of audit opinion or assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors of the Manager for the financial statements

The directors of the Manager are responsible, on behalf of the Trust, for the preparation and fair presentation of the financial statements in accordance with NZ IFRS and IFRS, and for such internal control as the Manager determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Manager is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Manager either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements, as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (NZ) and ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs (NZ), the auditor exercises professional judgement and maintains professional scepticism throughout the audit.

The auditor also:

- + Identifies and assesses the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, designs and performs audit procedures responsive to those risks, and obtains audit evidence that is sufficient and appropriate to provide a basis for the auditor's opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- + Obtains an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- + Evaluates the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Independent auditor's report

To the unitholders of Goodman Property Trust (continued)



- + Concludes on the appropriateness of the use of the going concern basis of accounting by those charged with governance and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If the auditor concludes that a material uncertainty exists, the auditor is required to draw attention in the auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. The auditor's conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- + Evaluates the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- + Obtains sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. The auditor is responsible for the direction, supervision and performance of the group audit. The auditor remains solely responsible for the audit opinion.

The auditor communicates with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that the auditor identifies during the audit.

The auditor also provides those charged with governance with a statement that the auditor has complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on the auditor's independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, the auditor determines those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. The auditor describes these matters in the auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, the auditor determines that a matter should not be communicated in the auditor's report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Who we report to

This report is made solely to the Trust's unitholders, as a body. Our audit work has been undertaken so that we might state those matters which we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Trust's unitholders, as a body, for our audit work, for this report or for the opinions we have formed.

The engagement partner on the audit resulting in this independent auditor's report is Lisa Crooke.

For and on behalf of:

A handwritten signature in black ink that reads 'PricewaterhouseCoopers'.

Chartered Accountants
17 May 2023

Auckland



➤ NZ Post under construction, Roma Road Estate, Mt Roskill.



GMT Bond Issuer Limited

FINANCIAL STATEMENTS

For the year ended 31 March 2023

The Board of GMT Bond Issuer Limited, authorised these financial statements for issue on 17 May 2023. For and on behalf of the Board:

Keith Smith
Chair

Laurissa Cooney
Chair, Audit Committee

CONTENTS

Profit or loss	94
Balance sheet	95
Cash flows	96
Changes in equity	97
General information	98
Notes to the financial statements	
1. Borrowings	100
2. Advances to related parties	101
3. Administrative expenses	101
4. Commitments and contingencies	101
5. Reconciliation of profit after tax to net cash flows from operating activities	102
6. Financial risk management	102
7. Equity	104
Independent auditor's report	105



Profit or loss

For the year ended 31 March 2023

\$ million	Note	2023	2022
Interest income		28.8	20.6
Interest cost		(28.8)	(20.6)
Profit before tax		-	-
Tax		-	-
Profit after tax attributable to shareholder		-	-

There are no items of other comprehensive income, therefore profit after tax attributable to shareholder equals total comprehensive income attributable to shareholder.



Balance sheet

As at 31 March 2023

\$ million	Note	2023	2022
Non-current assets			
Advances to related parties	2	650.0	600.0
Current assets			
Advances to related parties	2	100.0	100.0
Interest receivable from related parties		7.5	5.6
Cash		0.1	0.1
Total assets		757.6	705.7
Non-current liabilities			
Borrowings	1	650.0	600.0
Current liabilities			
Borrowings	1	100.0	100.0
Interest payable		7.6	5.7
Total liabilities		757.6	705.7
Net assets		-	-
Equity			
Contributed equity	7	-	-
Retained earnings		-	-
Total equity		-	-



Cash flows

For the year ended 31 March 2023

\$ million	Note	2023	2022
Cash flows from operating activities			
Interest income received		26.9	18.5
Interest costs paid		(26.9)	(18.5)
Net cash flows from operating activities	5	-	-
Cash flows from investing activities			
Repayment of related party advances		100.0	-
Related party advances made		(150.0)	(200.0)
Net cash flows from investing activities		(50.0)	(200.0)
Cash flows from financing activities			
Proceeds received from issue of wholesale bonds		-	200.0
Proceeds received from issue of green retail bonds		150.0	-
Repayment of retail bonds		(100.0)	-
Net cash flows from financing activities		50.0	200.0
Net movement in cash			
Cash at the beginning of the year		0.1	0.1
Cash at the end of the year		0.1	0.1



Changes in equity

For the year ended 31 March 2023

\$ million	Contributed equity	Retained earnings	Total
As at 1 April 2021	-	-	-
Profit after tax	-	-	-
As at 31 March 2022	-	-	-
Profit after tax	-	-	-
As at 31 March 2023	-	-	-

There are no items of other comprehensive income to include within changes in equity, therefore profit after tax equals total comprehensive income.



General information

For the year ended 31 March 2023

Reporting entity

GMT Bond Issuer Limited (“the Company”) was incorporated on 5 November 2009. The address of its registered office is Level 2, 18 Viaduct Harbour Avenue, Auckland. GMT Bond Issuer Limited is an issuer for the purposes of the Financial Reporting Act 2013 as its issued retail bonds and green retail bonds are listed on the New Zealand Debt Exchange (“NZDX”). GMT Bond Issuer Limited is a registered company under the Companies Act 1993.

GMT Bond Issuer Limited is a profit-oriented company incorporated and domiciled in New Zealand. The Company was incorporated to undertake issues of debt securities with the purpose of on lending the proceeds to Goodman Property Trust (“GMT”) by way of interest bearing advances.

Entity amalgamation

On 31 March 2023, GMT Wholesale Bond Issuer Limited, a wholly owned subsidiary of Goodman Property Trust, was amalgamated into the Company. GMT Wholesale Bond Issuer Limited was a non-trading, dormant entity with no assets or liabilities. This amalgamation has no financial impact to the Company.

Basis of preparation and measurement

The principal accounting policies applied in the preparation of the financial report are set out below. These policies have been consistently applied to all periods presented unless otherwise stated.

The financial statements of the Company have been prepared in accordance with the requirements of Part 7 of the Financial Markets Conduct Act 2013. The financial statements have been prepared in accordance with New Zealand Generally Accepted Accounting Practice (“NZ GAAP”), comply with New Zealand equivalents to International Financial Reporting Standards (“NZ IFRS”), other New Zealand accounting standards and authoritative notices that are applicable to entities that apply NZ IFRS. The Company is a for-profit entity for the purposes of complying with NZ GAAP. The financial statements also comply with International Financial Reporting Standards (“IFRS”).

The financial statements have been prepared on the historical cost basis.

The financial statements are in New Zealand dollars, the Company’s functional currency.

Significant estimates and judgements

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in the future periods affected.

Significant accounting policies

Interest income

Interest income from advances to related parties is recognised using the effective interest method.

Interest cost

Interest expense charged on borrowings is recognised as incurred using the effective interest method.

Advances to related parties

Advances to related parties are recorded initially at fair value, net of transaction costs. Subsequent to initial recognition, they are carried at amortised cost using the effective interest method.

Interest receivable from related parties

These amounts represent the fair value of interest income recognised but not yet due for payment. Due to the short term nature of the receivables the recoverable value represents the fair value.

Borrowings

Borrowings are recorded initially at fair value, net of transaction costs. Subsequent to initial recognition, borrowings are carried at amortised cost using the effective interest method.

Interest payable

Interest payable represents interest costs recognised as an expense but not yet due for payment.



Financial risk management

Financial instruments are classified dependent on the purpose for which the financial instrument was acquired or assumed. Management determines the classification of its financial instruments at initial recognition between two categories:

<i>Amortised cost</i>	Instruments recorded at amortised cost are those with fixed or determined receipts/payments that are recorded at their expected value at balance date.
<i>Fair value through Profit or Loss</i>	Instruments recorded at fair value through Profit or Loss have their fair value measured via active market inputs, or by using valuation techniques if no active market exists.

Changes in accounting policy

There have been no changes in accounting policies made during the financial year.

New accounting standards now adopted

There have been no new accounting standards that are applicable to these financial statements.



Notes to the financial statements

For the year ended 31 March 2023

1. Borrowings

1.1. Composition of borrowings

	Carried at	Date issued	Maturity	Interest rate	2023 \$ million	2022 \$ million
Retail bonds – GMB030	Amortised cost	Jun 15	Jun 22	5.000%	–	100.0
Retail bonds – GMB040	Amortised cost	May 17	May 24	4.540%	100.0	100.0
Retail bonds – GMB050	Amortised cost	Mar 18	Sep 23	4.000%	100.0	100.0
Green retail bonds – GMB060	Amortised cost	Apr 22	Apr 27	4.740%	150.0	–
Wholesale bonds – 8 years	Amortised cost	Sep 20	Sep 28	2.262%	50.0	50.0
Wholesale bonds – 10 years	Amortised cost	Sep 20	Sep 30	2.559%	150.0	150.0
Wholesale bonds – 6 years	Amortised cost	Dec 21	Dec 27	3.656%	200.0	200.0
Total					750.0	700.0

1.2. Security and covenants

All borrowing facilities are secured on an equal ranking basis over the assets of the wholly-owned subsidiaries of the Company's parent entity, Goodman Property Trust. A loan to value covenant restricts total borrowings incurred by the Goodman Property Trust Group to 50% of the value of the secured property portfolio.

The Goodman Property Trust Group has given a negative pledge which provides that it will not create or permit any security interest over its assets. The principal financial ratio which must be met is the ratio of financial indebtedness to the value of the property portfolio. Further negative and positive undertakings have been given as to the nature of the Goodman Property Trust Group's business.



Significant transactions

In April 2022, the Company issued \$150.0 million of green bonds, with a 5 year term expiring in April 2027, paying a fixed interest rate of 4.740%.



2. Advances to related parties

GMT Bond Issuer Limited is a wholly-owned subsidiary of Goodman Property Trust. All members of the Goodman Property Trust Group are considered to be related parties of the Company.

2.1. Composition of advances to related parties

	Carried at	Date issued	Maturity	Interest rate	2023 \$ million	2022 \$ million
Advance made to Goodman Property Trust in June 2015	Amortised cost	Jun 15	Jun 22	5.000%	–	100.0
Advance made to Goodman Property Trust in May 2017	Amortised cost	May 17	May 24	4.540%	100.0	100.0
Advance made to Goodman Property Trust in March 2018	Amortised cost	Mar 18	Sep 23	4.000%	100.0	100.0
Advance made to Goodman Property Trust in April 2022	Amortised cost	Apr 22	Apr 27	4.740%	150.0	–
Advance made to Goodman Property Trust in September 2020	Amortised cost	Sep 20	Sep 28	2.262%	50.0	50.0
Advance made to Goodman Property Trust in September 2020	Amortised cost	Sep 20	Sep 30	2.559%	150.0	150.0
Advance made to Goodman Property Trust in December 2021	Amortised cost	Dec 21	Dec 27	3.656%	200.0	200.0
Total					750.0	700.0

2.2. Guarantee

Covenant Trustee Services Limited (as Trustee for Goodman Property Trust) has entered into a guarantee under which Goodman Property Trust unconditionally and irrevocably guarantees all of the obligations of GMT Bond Issuer Limited under its Bond Trust Documents.

3. Administrative expenses

Goodman Property Trust, the Company's parent, paid all fees for audit services provided to the Company (2023: \$17,000, 2022: \$15,000), audit related services of reporting to the Supervisor (2023: \$3,300, 2022: \$3,000) and fees for materiality guidance on the green bond issuance (2023: \$nil, 2022: \$6,000).

4. Commitments and contingencies

4.1. Capital commitments payable

GMT Bond Issuer Limited has no capital commitments.

4.2. Contingent liabilities

GMT Bond Issuer Limited has no material contingent liabilities.



5. Reconciliation of profit after tax to net cash flows from operating activities

\$ million	2023	2022
Profit after tax	-	-
Movements in working capital from:		
Interest receivable from related parties	(1.9)	(2.1)
Interest payable	1.9	2.1
Movements in working capital	-	-
Net cash flows from operating activities	-	-

6. Financial risk management

The Company is exposed to financial risk for the financial instruments that it holds. Financial risk can be classified in the following categories; interest rate risk, credit risk, liquidity risk and capital management risk.

The Board has delegated to the Goodman (NZ) Limited Audit Committee the responsibility to review the effectiveness and efficiency of management processes, risk management and internal financial controls and systems as part of their duties.

6.1. Financial instruments

The following items in the Balance Sheet are classified as financial instruments: Advances to related parties, cash, interest receivable from related parties, borrowings and interest payable. All items are recorded at amortised cost.

6.2. Interest rate risk

Interest rate risk is the risk that the value or future value of cash flows of a financial instrument will fluctuate because of changes in interest rates. The Board is responsible for the management of the interest rate risk arising from the external borrowings.

To mitigate interest rate risk all advances to related parties have fixed interest rates receivable that match the fixed interest rates payable on borrowings.



6. Financial risk management (continued)

6.3. Credit risk

Credit risk is the risk of loss that arises from a counterparty failing to meet their contractual commitment in full and on time, or from losses arising from the change in value of a trading financial instrument as a result of changes in credit risk of that instrument.

The Company's exposure to credit risk is limited to cash and deposits held with banks and credit exposure for the advances to related parties.

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if applicable) or to historical information about counterparty default rates. All financial assets are with Goodman Property Trust. Goodman Property Trust has been assigned a rating of BBB with a stable outlook by S&P Global Ratings.

6.4. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations from its financial liabilities. The Company's approach to management of liquidity risk is to ensure that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The following table outlines the Company's financial assets and liabilities by their relevant contractual maturity date. Values are the contractual undiscounted cash flows and include both principal and interest where applicable.

\$ million	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6 and later	Total cash flows	Carrying value
2023								
Cash	0.1	-	-	-	-	-	0.1	0.1
Financial assets – Advances to related parties	125.5	120.2	19.4	19.4	360.5	209.8	854.8	757.5
Financial liabilities – Borrowings	(125.6)	(120.2)	(19.4)	(19.4)	(360.5)	(209.8)	(854.9)	(757.6)
Total	-	-	-	-	-	-	-	-
2022								
Cash	0.1	-	-	-	-	-	0.1	0.1
Financial assets – Advances to related parties	121.9	118.5	113.0	12.3	12.3	420.1	798.1	705.6
Financial liabilities – Borrowings	(122.0)	(118.5)	(113.0)	(12.3)	(12.3)	(420.1)	(798.2)	(705.7)
Total	-	-	-	-	-	-	-	-



6. Financial risk management (continued)

6.5. Capital management risk

The Company's policy is to match the value, term and maturity of external borrowings to the value, term and maturity of advances made to related parties. This minimises capital management risk for the Company.

6.6. Fair value of financial instruments

The fair value of financial instruments has been estimated as follows:

\$ million	Fair value hierarchy	2023	2022
Related party receivables	Level 2	682.2	656.6
Retail bonds	Level 1	(197.1)	(302.4)
Green retail bonds	Level 1	(143.4)	–
Wholesale bonds	Level 2	(341.7)	(354.2)

For instruments where there is no active market, the Company may use internally developed models which are usually based on valuation methods and techniques generally recognised as standard within the industry. Some of the inputs to these models may not be market observable and are therefore estimated based on assumptions.

The Company classifies its fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: Inputs for the asset or liability that are not based on observable market data (i.e. unobservable inputs).

The fair value of wholesale bonds, classified as Level 2, is measured using a present value calculation of the future cash flows using the relevant term swap rate as the discount factor. The fair value of related party receivables, classified as Level 2, is measured using the quoted prices of the retail bonds liability, the green retail bonds liability and the fair value of the wholesale bonds.

The level in the fair value hierarchy within which the fair value measurement is categorised is determined on the basis of the lowest input to the fair value measurement. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, the measurement is a Level 3 measurement.

The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer. During the year, there were no transfers between levels of the fair value hierarchy.

7. Equity

As at 31 March 2023, 100 ordinary shares had been issued for nil consideration (2022: 100 ordinary shares for nil consideration). All shares rank equally with one vote attached to each share.

The Company has tangible assets of \$0.1 million, and its net assets are nil. Consequently, the net tangible assets per bond at 31 March 2023 are nil (2022: nil).

Independent auditor's report

To the shareholder of GMT Bond Issuer Limited

Our opinion

In our opinion, the accompanying financial statements of GMT Bond Issuer Limited (the Company), present fairly, in all material respects, the financial position of the Company as at 31 March 2023, its financial performance and its cash flows for the year then ended in accordance with New Zealand Equivalents to International Financial Reporting Standards (NZ IFRS) and International Financial Reporting Standards (IFRS).

What we have audited

The financial statements comprise:

- + the balance sheet as at 31 March 2023;
- + the statement of profit or loss for the year then ended;
- + the statement of changes in equity for the year then ended;
- + the statement of cash flows for the year then ended; and
- + the notes to the financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (New Zealand) (ISAs (NZ)) and International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with Professional and Ethical Standard 1 *International Code of Ethics for Assurance Practitioners (including International Independence Standards) (New Zealand)* (PES 1) issued by the New Zealand Auditing and Assurance Standards Board and the *International Code of Ethics for Professional Accountants (including International Independence Standards)* issued by the International Ethics Standards Board for Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Our firm carries out other services for the Company in the area of reporting to the supervisor. The provision of these other services has not impaired our independence as auditor of the Company.



Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. The entity obtains funds from the issue of debt securities and then lends the proceeds to Goodman Property Trust at the same cost. Given the nature of the Company's operations, we determined that there were no key audit matters to communicate in our report.

Our audit approach

Overview

Materiality	Overall materiality: \$288,000, which represents 1% of interest expense. We chose interest expense as the benchmark because, in our view, it is the benchmark against which the performance of the Company is most commonly measured by users.
Key audit matters	As reported above, we have not identified any key audit matters from our audit given the nature of the entity. Refer to the Key audit matters section of our report.

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the financial statements as a whole, taking into account the structure of the Company, the accounting processes and controls, and the industry in which the Company operates.

Materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance about whether the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall materiality for the financial statements as a whole as set out above. These, together with qualitative considerations, helped us to determine the scope of our audit, the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate, on the financial statements as a whole.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of audit opinion or assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the financial statements

The Directors are responsible, on behalf of the Company, for the preparation and fair presentation of the financial statements in accordance with NZ IFRS and IFRS, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements, as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (NZ) and ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

The auditor also:

- + Identifies and assesses the risks of material misstatement of the financial statements, whether due to fraud or error, designs and performs audit procedures responsive to those risks, and obtains audit evidence that is sufficient and appropriate to provide a basis for the auditor's opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- + Obtains an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- + Evaluates the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



Independent auditor's report

To the shareholder of GMT Bond Issuer Limited (continued)



- + Concludes on the appropriateness of the use of the going concern basis of accounting by those charged with governance and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If the auditor concludes that a material uncertainty exists, the auditor is required to draw attention in the auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. The auditor's conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.
- + Evaluates the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

The auditor communicates with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that the auditor identifies during the audit.

The auditor also provides those charged with governance with a statement that the auditor has complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on the auditor's independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, the auditor determines those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. The auditor describes these matters in the auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, the auditor determines that a matter should not be communicated in the auditor's report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Who we report to

This report is made solely to the Company's shareholder. Our audit work has been undertaken so that we might state those matters which we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholder, for our audit work, for this report or for the opinions we have formed..

The engagement partner on the audit resulting in this independent auditor's report is Lisa Crooke.

For and on behalf of:

Chartered Accountants
17 May 2023

Auckland





HIGHBROOK CROSSING

- Wynyard Wood House
- Goodman House
- RSN House
- Quest Highbrook Serviced Apartments
- Waspuna Conference Suites Building 6
- ## Restrooms

HIGHBROOK CROSSING

➤ Highbrook Crossing, Highbrook Business Park.



OTHER INFORMATION

CONTENTS

Corporate governance	111
Board of Directors	121
Investor relations	122
Glossary	124
Business directory	125

Corporate governance

Introduction

Corporate governance is the system by which organisations are directed and managed. It influences how an organisation's objectives are achieved, how its risks are monitored and assessed, and how its performance is optimised.

The Board has adopted an overall corporate governance framework that is designed to meet best practice standards and recognises that an effective corporate governance culture is critical to success.

At all times, the Board strives to achieve governance outcomes which effectively balance the needs of GMT and GMT Bond Issuer Limited investors, regulators and the wider market.

The governance section of the Goodman Property Trust website contains all the relevant policies, charters and other documents described in this report.

GMT and GMT Bond Issuer Limited

GMT is an NZX listed unit trust created by the Trust Deed and administered under the Financial Markets Conduct Act 2013 ("FMCA"). Covenant Trustee Services Limited is the Trustee and Supervisor of GMT and is appointed to hold the assets of GMT on trust for Unitholders. The Trustee has the rights and powers in respect of the assets of GMT it could exercise as if it was the absolute owner of such assets, but subject to the FMCA and the rights given to the Manager by the FMCA and the Trust Deed.

GMT Bond Issuer Limited is a wholly owned subsidiary of GMT and issuer of Goodman+Bonds, Green Bonds and Wholesale Bonds. The Goodman+Bonds and Green Bonds are debt securities listed on the NZDX. All the bonds issued by GMT Bond Issuer Limited are direct, secured, unsubordinated, obligations of the issuer, ranking equally with debt owed to GMT's main banking syndicate. Public Trust is the Bond Trustee.

GMT Bond Issuer Limited has no activities other than those necessary or incidental to the issuing of Bonds and complying with its obligations at law.





Relationship with Goodman Group

Goodman Group is the Trust's largest investor, owning approximately 25.2% of Units on issue at 31 March 2023.

It is also the Manager of the Trust through its wholly owned subsidiary, Goodman (NZ) Limited. The Manager receives fees for the fund management, property services, development management and other services it provides through Goodman (NZ) Limited and Goodman Property Services (NZ) Limited. These fees are summarised on the website within the corporate governance section.

Goodman Group's cornerstone investment and management contract, which includes a market leading performance fee structure, ensures close alignment of interests between Goodman Group and other Unitholders.

Goodman Group holds no Bonds issued by GMT Bond Issuer Limited.

NZX Corporate Governance Code

The following section assesses GMT's corporate governance framework against the principles and recommendations of the NZX Corporate Governance Code. A more detailed analysis against the NZX Code is set out in the Corporate Governance Statement which can be found in the governance section of the Goodman Property Trust website <https://nz.goodman.com/about-goodman/corporate-governance>

PRINCIPLE 1

Code of Ethical Behaviour

The highest standards of behaviour are expected from the Directors and employees of the Manager. These expectations are formalised in the following policies, practices and processes.

Code of Conduct

This policy establishes the standards of ethical and personal conduct expected of Directors and employees. It is consistent with the wider corporate values of the Manager and compliance with the policy is a condition of employment. Induction training and regular refresher sessions are provided.

The policy specifically requires Directors and employees to act with honesty and integrity in a professional and respectful manner, respecting confidentiality and in accordance with the law. All stakeholders are to be treated fairly and individuals are expected to be transparent, declaring and managing any conflicts of interest.

All Directors and employees are responsible for reporting unethical or corrupt behaviour and the Manager will take whatever disciplinary action it considers appropriate in the circumstances, including dismissal.

Financial Products Trading policy

This policy reflects the insider trading provisions of the FMCA and strengthens those requirements with additional compliance standards and procedures

which Directors and employees who wish to trade in GMT Units or Bonds must comply with.

The Manager imposes trading windows through this policy as well as requiring written approval of the CEO or Chair prior to any trade.

PRINCIPLE 2

Board Composition & Performance

The Board works with Management to formulate and implement its strategy for the Trust, monitoring its performance against set objectives. The Board also has the responsibility to ensure business risks are appropriately identified and managed and that the statutory, financial and social responsibilities of the Manager are complied with.

Board Charter

The Board Charter sets out the roles and responsibilities of the Board, while a statement of investment policies and objectives provides the strategic framework.

To facilitate the effective execution of its responsibilities, the Board has developed a statement of delegated authority for Management. This statement clarifies which matters are dealt with by the Board and which matters are the responsibility of Management and includes areas such as finance, corporate matters and property transactions.

A copy of the Board's approved mandate and Board Charter can be found on the website within the corporate governance section.

Board composition

The Board of the Manager comprises seven Directors, with a majority being independent (as defined in the Listing Rules). John Dakin, Gregory Goodman and Phil Pryke are not considered independent due to their relationship with Goodman Group. The biographies of the Directors can be found online at <https://nz.goodman.com/about-goodman/board-of-directors>

Directors have an average tenure of 12 years at 31 March 2023. They are encouraged to undertake training to ensure they have the market knowledge and governance expertise to perform their roles and duties. Any new Director receives a comprehensive induction that includes a tour of the Trust's assets.

All Directors are appointed for three-year terms, after which they are eligible for reappointment. The exception is Gregory Goodman who has a standing appointment in his role as Group CEO of Goodman Group and Phil Pryke who as a Goodman Group representative is appointed for such term as Goodman Group considers appropriate but never exceeding three years.

Independent Directors are appointed by Unitholders in the manner described in the Trust Deed. As the Manager is a wholly owned subsidiary of Goodman Group, appointment of non-Independent Directors is made by Goodman Group.

BOARD COMPOSITION

The Board during the year included:

Name	Classification	Original appointment	Expiry of current term
Keith Smith	Independent Director	13 May 2004	The date of the annual meeting of unitholders in 2025
Laurissa Cooney	Independent Director	4 November 2020	The date of the annual meeting of unitholders in 2024
David Gibson	Independent Director	2 February 2021	The date of the annual meeting of unitholders in 2024
Leonie Freeman	Independent Director	11 October 2011	The date of the annual meeting of unitholders in 2024
Gregory Goodman	Non-executive Director	23 December 2003	n/a
Phil Pryke	Non-executive Director	28 January 2004	28 February 2024
John Dakin	Non-executive Director	1 July 2012	30 June 2024

The Board of GMT Bond Issuer Limited replicates the Board of the Manager. A separate Board, including separate Board meetings, is maintained to ensure the obligations of GMT Bond Issuer Limited as the issuer of the Bonds are met.

Both entities have written agreements with each Director setting out the terms and conditions of their appointment.

Diversity and Inclusion

As an externally managed Unit Trust, GMT does not have any employees. The Directors and staff are employed through Goodman (NZ) Limited and Goodman Property Services (NZ) Limited, which are subsidiaries of Goodman Group.

An Inclusion and Diversity policy, specific to NZ Directors and employees was adopted in 2018 and has been refreshed in 2023. It recognises that an inclusive and diverse culture provides a greater variety of views and ideas that lead to better business outcomes. Under this policy, the Manager undertakes to measure gender, ethnicity, and age on a regular basis and to report progress against future targets.

Strategies to broaden representation across the business have delivered positive results, although with a stable team it has been a graduated change. The table above shows the gender split

DIVERSITY AND INCLUSION

Gender diversity	Total persons	Survey Results				Representation Targets	
		Male		Female		Female	
		2022	2023	2022	2023	2023	2030
Board	7	71.4%	71.4%	28.6%	28.6%	>40%	>40%
Executive	9	62.5%	66.7%	37.5%	33.3%	>40%	>45%
Managerial	12	66.7%	50.0%	33.3%	41.7%	>35%	>45%

Note: The proportion of male and female team members, may not sum to 100% as individuals may identify as 'other identity' or choose not to answer.

between the various business segments and compares this against the 2030 targets, included in the refreshed Inclusion and Diversity policy.

Of the seven Directors that comprise the Board, two identify as female, five identify as male and the three officers all identify as male. The composition is unchanged from the 2022 financial year.

Of the executives, three identify as female and six identify as male.

Of the 69 staff that make up the business, 46.4% identify as female and 46.4% identify as male, 7.2% identified as 'other identity' or chose not to answer. Around 7% of our people identify as part of the LGBTTTQIA+ community.

On average, a Goodman team member has been with the business for seven years and is approximately 38 years old. It's a team that includes 11 different ethnicities, with speakers of 11 different languages.

The Chair and the Chief Executive Officer

As recommended by the NZX Code, the roles of Chair and Chief Executive Officer are separated. This separation avoids concentrations of influence and increases accountability.

Keith Smith is the Chair and James Spence is the Chief Executive Officer of the Manager.

Board Meetings

The Board typically meets in person five times a year, with one of those meetings focused on business planning and strategy.

During the 2023 financial year, all Directors attended each Board meeting they were entitled to attend. The 100% attendance record was also maintained in the 2022 financial year.



The Independent Directors are encouraged to meet separately when necessary and, in any event, not less than once a year. They are also entitled to take independent legal advice at the Manager's expense should they believe it necessary to adequately perform their role.

Company Secretary

The company secretarial function is performed by Anton Shead, the Manager's General Counsel and Company Secretary. Refer to <https://nz.goodman.com/about-goodman/executives> for Anton's biography.

PRINCIPLE 3

Board Committees

The Board establishes committees to assist in the exercise of its functions and duties and to ensure that all risks are effectively monitored and managed.

Audit Committee

The Audit Committee is a permanent committee which typically meets four times a year. As at the date of this Report, the Audit Committee has a majority of Independent Directors and comprises: Laurissa Cooney (Chair), Keith Smith, Leonie Freeman, David Gibson and Phil Pryke. Phil Pryke is the only Director on the Audit Committee who is not independent.

All members of the Audit Committee are non-executive Directors.

The Audit Committee operates under the terms of a formal charter, a copy of which is available on the website within the corporate governance section. The duties and responsibilities of the Audit Committee include the following:

- + monitoring the independence, ability and objectivity of the external auditor
- + ensuring the Key Audit Partner (as defined in the Listing Rules) is changed every five years
- + reviewing the financial statements of GMT and GMT Bond Issuer Limited and overseeing the auditing of those financial statements
- + reviewing and reporting to the Board on the appropriateness of GMT's Financial Risk Management policy
- + setting the parameters for the internal audit programme, overseeing its implementation and reviewing its outputs and recommendations
- + overseeing and advising on the Manager's internal risk management programme.

Remuneration Committee

The NZX Code recommends that a Remuneration Committee be established to benchmark remuneration packages for Directors and senior employees and that this be disclosed to investors.

GMT has not followed this recommendation during the financial year ended 31 March 2023, as its external management structure means that these costs are borne by the Manager and a Remuneration Committee is not required.

In the interests of transparency and good governance, the Manager has disclosed the basis upon which the Goodman Group Remuneration and Nominations Committee determines the packages payable to Directors and employees involved with its New Zealand operations. This disclosure is included under Principle 5 on page 115.

Nomination Committee

GMT's Trust Deed gives Unitholders the right to nominate and appoint Independent Directors.

The Board, rather than a committee, manages the nomination and appointment process of any new non-Independent Director. The Goodman Group Remuneration and Nomination Charter applies to the extent relevant and should the Board decide to add a non-Independent Director (whether as the result of a retirement or otherwise), then the Board may constitute a committee to consider that appointment.

Other committees

The Board may from time to time establish other committees for a specific purpose. The terms of reference for each committee is agreed by the Board as part of the establishment process.

Examples include:

(a) Due Diligence Committee

The Board will establish a Due Diligence Committee to oversee and report to the Board on any transaction of a significant size and/or complexity.

A Due Diligence Committee will usually include at least one Independent Director, relevant external consultants and members of Management considered appropriate for the transaction in question.

(b) Appointments Committee

The Board will, when it considers appropriate, constitute an Appointments Committee to consider senior executive and Director appointments and performance. An Appointments Committee will usually include at least one Independent Director and other persons considered appropriate.

Takeover protocol

The Board has approved a Takeover Response Manual, which establishes the procedure to be followed if there is a takeover offer, including the establishment of an independent committee to manage the response obligations.

PRINCIPLE 4

Reporting & Disclosure

A fully informed and efficient market builds investor confidence which ultimately contributes to the investment performance of the Trust and its ability to raise capital.

The Manager is committed to keeping Unitholders, regulators and other stakeholders fully and promptly informed of all material information. The Manager has policies and procedures that govern the behaviour of the Directors and employees, ensuring balanced and timely information is provided to the market.

Continuous Disclosure Policy

The Manager has a Continuous Disclosure Policy which details the relevant legal requirements and sets out the procedures put in place to ensure compliance with them.

Related Party Policy

The Manager believes that having a Board with a majority of experienced and strong Independent Directors, effectively manages any related party issues or conflicts that could arise with an external management structure.

A comprehensive Related Party Policy summarises the relevant restrictions contained in the Listing Rules, the law and relevant contractual commitments, and how these issues are managed.

The Manager uses this policy as a tool to ensure that:

- + Management and the Board are properly briefed and educated on the relevant restrictions and the processes put in place to ensure compliance with these restrictions
- + Unitholders and the investment market recognise that the Manager deals with related party issues in an appropriate, transparent and robust manner.

Other reporting

The Manager has extended GMT's corporate reporting in recent years to provide a broader overview of the business, explaining how the Trust creates long-term value for all its stakeholders. It includes additional information about the Manager's own-develop-manage business model, its current investment strategy and how its sustainability objectives are integrated into the business.

Fourteen factors were identified as key drivers of the Trust's success in a materiality survey undertaken with a representative group of stakeholders in FY21. Following an internal review in FY23, the 14 existing factors were amalgamated into 10.

These factors are categorised under the three pillars of Goodman's sustainability framework (Sustainable Properties, People and Culture, Corporate Performance) and are the focus of GMT's corporate reporting. See the Sustainability Report, starting on page 22 for more information.

Access to key governance documents

The governance section of the website, <https://nz.goodman.com/about-goodman/corporate-governance> contains all the relevant policies, charters and other documents described in this report including:

- + The Trust Deed of Goodman Property Trust
- + The Statement of Investment Policies and Objectives for Goodman Property Trust
- + Goodman (NZ) Limited Audit Committee Charter
- + Goodman Property Trust Fee Summary
- + Goodman (NZ) Limited Board Charter
- + Goodman (NZ) Limited Board Mandate
- + Code of Conduct
- + Corporate Governance Statement
- + Financial Products Trading Policy
- + Goodman (NZ) Limited Diversity Policy
- + Continuous Disclosure Policy
- + Related Party Policy
- + Health and Safety Statement

Together with the Trust Deed of GMT Bond Issuer Limited (including the Supplemental Trust Deeds).

PRINCIPLE 5

Remuneration

GMT's external management structure means that the Trust does not have any Directors or employees of its own.

The remuneration of the Directors and employees are direct costs of Goodman (NZ) Limited and Goodman Property Services (NZ) Limited respectively. The expense is a cost of managing GMT, a service for which these entities receive fees. For these reasons, in relation to the financial year ended 31 March 2023, it is not possible to comply with the NZX Code recommendations that issuers have a remuneration policy and that Director remuneration be approved by unitholders. In this respect the NZX Code recommendations have no application to a Unit Trust such as GMT, as it has no Directors or employees.

A breakdown of the fees paid by GMT in FY23 is provided in Note 9 of the Financial Statements, page 80.

In the interests of transparency and good governance the Manager has disclosed the basis upon which Goodman Group's Remuneration and Nomination Charter Committee determines the packages payable to Directors and employees involved with its New Zealand operations. This detail is provided with the consent of the Directors and the Chief Executive Officer.

**Directors remuneration**

Directors of Goodman (NZ) Limited are paid fees that reflect the responsibility of governing the Trust and implementing a strategy that creates value for its investors. The level of remuneration is regularly benchmarked against other comparable companies.

Directors were entitled to fees, including fees for ad-hoc committees, as set out below. None of the Directors are paid performance related fees relating to their directorships.

The Chair receives \$165,000 per annum, the Chair of the Audit Committee \$120,000 per annum and each other Director \$100,000 per annum. In addition, Directors are paid \$300 per hour for time spent in relation any ad-hoc committees, such as a Due Diligence Committee.

Greg Goodman and John Dakin are remunerated by way of salary for their executive roles and are not paid any additional remuneration for their positions as Directors on the Board.

Chief Executive Officer and employee remuneration

The remuneration of the CEO and other employees is designed to attract and retain the most talented and experienced individuals. Packages include a base salary, together with short-term and long-term incentive components.

A summary of key remuneration principles is set out below:

- + the basis of remuneration is local market referenced base salary, reviewed annually
- + employees may be awarded short term incentives in the form of discretionary cash bonuses. These remain subject to the performance of GMT, Goodman Group and the individual against specific financial and operational targets
- + all employees (other than John Dakin, CEO until 31 December 2022) can participate equally in two long term incentive plans designed to maximise long-term alignment with unitholders of GMT ("NZ LTIP") and securityholders of Goodman Group ("Goodman 5-year LTIP")
- + for the NZ LTIP, performance rights are awarded which give employees the right to acquire, for nil consideration, Goodman Property Trust units subject to the satisfaction of hurdles assessed over specific three-year testing period timeframes. GMT units awarded are sourced from units held by Goodman Group or purchased on-market by Goodman

Group. GMT does not issue any new units in relation to the NZ LTIP

- + under the Goodman 5-year LTIP, performance rights are awarded which give employees the right to acquire, for nil consideration, stapled securities of Goodman Group subject to the satisfaction of hurdles assessed over specific three-year testing period timeframes
- + for both LTI schemes, an employee is required to remain employed for the full five-year period from the initial grant to be eligible to receive all the awards that meet performance hurdles and for both schemes Goodman Group has the right to "cash-out" any Performance Rights which have met the required hurdles for vesting
- + with effect from the year ended 31 March 2022, John Dakin (CEO until 31 December 2022) participates in the Goodman Group 10-year LTIP which has a four-year testing period for performance rights, followed by a seven-year vesting period ("Goodman 10-year LTIP"). In all other respects, this scheme replicates the Goodman 5-year LTIP.

Employees automatically receive life insurance cover and salary continuance insurance and for those that are participating, KiwiSaver contributions of 3% are made in addition to salary payments. Dependent on role, employees may receive the use of a company vehicle and may have a workplace carpark provided.

DIRECTORS REMUNERATION

Director	Role	2023 \$	2022 \$
Keith Smith	Chair, Independent Director	165,000	165,000
Laurissa Cooney	Independent Director, Chair Audit Committee	120,000	120,000
Leonie Freeman	Independent Director	100,000	100,000
David Gibson	Independent Director	100,000	100,000
Phil Pryke	Non-executive Director	100,000	100,000
Greg Goodman	Non-executive Director	-	-
John Dakin	Non-executive Director	-	-

The remuneration of the CEO, including the nature and amount of each major element, is shown below, set out separately for John Dakin who was CEO until 31 December 2022 and James Spence, CEO since 1 January 2023. The disclosures below reflect only the period of employment as CEO and do not include

remuneration relating to employment whilst employed in any other roles. All amounts are in New Zealand dollars.

More than 90% of John Dakin's remuneration received during the year to 31 March 2023 for his period of employment as CEO was performance based and therefore at risk.

For the year ended 31 March 2023 the ratio between the median of the base salaries paid to full time employees and the total base salary paid in respect of the Chief Executive Officer role was 1 to 4.2.

Participation in long term incentive schemes

During the year ended 31 March 2023 the NZ LTIP vested a total of 3,873,345 GMT units with a market value of \$8.2 million on the date of vesting. Goodman elected to cash-out 50% of each employee's vesting under the NZ LTIP scheme.

During the year ended 31 March 2023, the Goodman Group LTIP vested a total of 468,710 GMG securities to employees, with a market value of NZ\$10.0 million on the date of vesting.

As at 31 March 2023, under the three LTI schemes, employees held performance rights some of which had completed their testing period and met some or all of the performance hurdles ("tested performance rights"). These performance rights will vest to employees over the next three years subject to continued employment and limited other circumstances. In addition, employees hold performance rights which have not yet reached the end of their testing period ("untested performance rights").

PRINCIPLE 6

Risk Management

The Manager maintains a risk management framework for GMT that includes regular reporting to both the Audit Committee and the Board and the undertaking of an annual risk assessment for GMT.

The Board has the overall responsibility for ensuring that risk is managed effectively. This includes consideration of all strategic, operational, financial and compliance risks. The Audit Committee reviews the effectiveness of the risk management process.

Risk register

The register identifies the material risks to the business, assessing the impact and likelihood of each risk along with the steps taken to mitigate possible adverse impacts. Customer, environmental, financial, human, health and safety, regulatory and reputational impacts are all considered.

The Manager's business risk function facilitates the annual review of the risk register in conjunction with senior management. Existing risks are reassessed, and new risks considered during the review.

CHIEF EXECUTIVE OFFICER'S SHORT-TERM REMUNERATION

	Salary \$	Bonus ¹ \$	KiwiSaver \$	Total \$
31 March 2023				
John Dakin (9 months)	337,500	800,000	34,125	1,171,625
James Spence (3 months)	100,000	-	3,000	103,000
31 March 2022				
John Dakin (full year)	450,000	700,000	34,500	1,184,500

CHIEF EXECUTIVE OFFICER'S LONG-TERM REMUNERATION²

Number of Performance Rights	Goodman 5-year LTIP		NZ LTIP		Goodman 10-year LTIP	
	Granted	Vesting	Granted	Vesting	Granted	Vesting
31 March 2023						
John Dakin (9 months)	-	115,333	-	908,338	325,000	-
James Spence (3 months)	-	-	-	-	-	-
31 March 2022						
John Dakin (full year)	-	130,000	-	915,766	405,000	-

¹ Bonus paid in the year ended 31 March 2023 related to GPSNZ's year ended 30 June 2022. Bonus paid in the year ended 31 March 2022 related to GPSNZ's year ended 30 June 2021.

² All Long Term Incentive performance rights were granted or vested during the period between 1 April and 31 December each year. Consequently LTIP disclosure for the year to 31 March 2023 is in respect of John Dakin who retired as CEO on 31 December 2022. James Spence has not received any LTIP grant during his time to date as CEO which commenced on 1 January 2023.



**Financial Risk Management policy**

The policy reflects the Board's approach to managing financial risks. It includes policies, controls relating to:

- + Liquidity risk
- + Interest rate risk
- + Foreign exchange risk
- + Counterparty credit risk
- + Operational risk

This policy is reviewed by the Board annually.

Health and Safety

The health, safety and wellbeing of employees, customers, contractors and the wider community is a business priority.

Since the introduction of the Health and Safety at Work Act 2015 the Manager has worked closely with staff and contractors to develop a culture of greater safety awareness. The emphasis on proper processes, vigilance and personal responsibility is consistent with the aim of being free of serious harm accidents.

Detailed reporting, including trend analysis, is provided to the Board on a regular basis and used to identify and mitigate future health and safety risks.

There were no serious harm accidents recorded in the last financial year.

PRINCIPLE 7**Auditor**

The Audit Committee ensures the quality and independence of the external audit process. The Committee ensures the annual audit is carried out independently and without impairment maintaining the credibility and reliability of the Trust's financial reporting.

PricewaterhouseCoopers have been auditor of the Trust since Goodman became Manager in FY04. Lisa Crooke has been lead audit partner since FY23.

Annual meeting attendance

The Manager also requires the external auditors to attend the annual meeting to answer Unitholders' questions about the conduct of the audit, as well as the preparation and content of the independent auditor's report.

Internal audit

The Audit Committee approves the annual internal audit programme. The scope of the internal audit programme varies from year to year depending on the outcome of the risk assessment review described in Principle 6.

The service is performed by Goodman Group with its engagement approved by the Trust's supervisor and the Independent Directors.

PRINCIPLE 8**Unitholder Rights & Relations**

The Board and Manager encourage investor engagement and facilitate this through regular communication and meeting opportunities. The Manager's investor relations resource is responsible for delivering this programme. It typically includes:

- + An annual meeting
- + Investor open days
- + Periodic newsletters
- + Annual reports
- + Live webcasts of the interim and annual result presentations
- + Regular institutional investor and analyst meeting
- + Investor briefings

The investor relations section of the website is the repository of important information about GMT and GMT Bond Issuer Limited. It includes NZX releases, financial result and meeting presentations, reports and newsletters, and distribution histories. It also allows investors to view current prices and link to the Registrar to check their holding, update details and download forms.

Investors have the option of receiving communication in printed or electronic format and live webcasting is provided for the annual meeting and financial result presentations.

A dedicated toll-free investor line is also available for any investment related queries, 0800 000 656 (+64 9 375 6073 from outside New Zealand).

Annual meeting of Unitholders

The Trust Deed requires an annual meeting of Unitholders every year. The Board encourages the participation of Unitholders at these meetings to ensure accountability and familiarity with the objectives of its investment strategy.

The next annual meeting is to be held on 28 June 2023.

Further details will be contained in the Notice of Meeting, which is expected to be distributed on or around 6 June 2023. This timing is less than the NZX recommendation of being at least 28 days ahead of the meeting as there are no resolutions to be voted on at this year's meeting.

When required, voting on resolutions is done by poll and online proxy voting is provided for investors unable to attend. Unitholders have one vote per unit they hold.

Other statutory and listing rule disclosures**NZX Waivers**

NZX has granted waivers to GMT and GMT Bond Issuer Limited at various times, some of which have been relied upon by GMT and GMT Bond Issuer Limited during the year ended 31 March 2023.



GMT

On 6 May 2019, NZX granted GMT waivers from various Listing Rules, set out below. GMT was granted waivers by the NZX from the equivalent provisions of the Listing Rules, which applied before 1 January 2020, in decisions dated 21 April 2005 and 18 October 2010.

1. NZX granted GMT waivers from various governance requirements in Listing Rules 2.2, 2.3, 2.4, 2.7 and 2.8 to the extent that these rules would apply to GMT's non-Independent Directors. As GMT is a managed investment scheme, the governance requirements and processes to be followed by issuers of Equity Securities (in receiving nominations and the appointment and duration of that appointment of a Director), are not readily applicable to GMT's governance structure. The effect of the waivers from Listing Rules 2.2, 2.3, 2.4, 2.7 and 2.8 is that the governance processes of the Board of the Manager remains consistent with how it was governed before the waivers were granted. The waivers from Listing Rules 2.2, 2.3, 2.4, 2.7 and 2.8 have been granted on the condition that GMT complies with those Listing Rules in respect of the Manager's Independent Directors, and GMT having a Non Standard (NS) designation in accordance with Listing Rule 1.18.1.

2. NZX granted GMT a waiver from Listing Rule 2.10 to the extent that Directors of the Manager are "interested" in transactions that the Manager is entering for the purposes of the day-to-day management of GMT, solely due to those Directors being a Director of the Manager. Without this waiver, the Directors of the Manager could be deemed to be "interested" in every decision relating to the investments by GMT due to the relationship between the Manager, GMT and Unitholders, with the Directors therefore unable to vote on these decisions. The waiver from Listing Rule 2.10 has been granted on the condition that any Director abstain from voting on any transactions entered into by the Manager on behalf of GMT with another entity in respect of which the Director would be otherwise "interested".

3. NZX granted GMT a waiver from Listing Rules 2.11 and 2.12. The effect of the waivers from Listing Rules 2.11 and 2.12 is that the remuneration of the Directors of the Manager is not required to be approved by Unitholders, as the remuneration is paid out of the fees the Manager is entitled to in relation to its role as manager of GMT under the Trust Deed, and which has been approved by Unitholders. The waivers from Listing Rules 2.11 and 2.12 are granted on the following conditions:

- (a) all of the Manager's Directors' remuneration is paid directly from the income of the Manager
- (b) the income of GMT cannot directly be applied in satisfaction of Directors' remuneration
- (c) the Manager discloses in its annual report the income it has earned in respect of its management of GMT for the prior financial year.

4. NZX granted GMT a waiver from Listing Rule 2.20.1(a)(i) to the extent that this rule requires Rules 2.2.1 and 2.8.1 to be incorporated by reference into the Trust Deed of GMT, which GMT has been granted waivers from, discussed above. The effect of this waiver is to ensure there is consistency between the waivers granted and the contents of the Trust Deed.

5. NZX granted GMT a waiver from Listing Rule 4.2.2 permitting the issue of Units (on a perpetual basis) to the Manager as consideration for the Manager's performance fee ("Performance Fee Units") under the terms of the Trust Deed, without the annual approval of Unitholders. The waiver from Listing Rule 4.2.2 has been granted on the following conditions:

- (a) that any Performance Fee Units would be issued to the Manager in accordance with the terms of the Trust Deed, as approved by Unitholders at GMT's annual meeting on 2 August 2011

- (b) the terms and effect of this waiver are disclosed in any Offering Document distributed or registered in respect of an offer of Units during the period in which this waiver is relied upon
- (c) the number and price of Performance Fee Units issued to the Manager is disclosed in each annual report during the period in which those Units are issued.

GMT Bond Issuer Limited

No waivers were relied upon during the period.

A complete copy of the waivers provided by NZX can be found at www.nzx.com under the GMT code.

Register of Directors' holdings as at the Balance Date (to 31 March 2023)

The table below shows all relevant interests of Directors in Units and Bonds under the FMCA, which include legal and beneficial interests in Units.



REGISTER OF DIRECTORS HOLDINGS

Director	Units	Bonds
Keith Smith (Chair) ¹	467,733	Nil
Laurissa Cooney ²	52,427.93	Nil
David Gibson ³	127,579.54	Nil
Leonie Freeman ⁴	408,750	Nil
Gregory Goodman	Nil	Nil
Phil Pryke	Nil	Nil
John Dakin ⁵	4,500,879	Nil

¹ Keith holds a beneficial interest in 378,460 GMT units through The Selwyn Trust. He is also a trustee of that trust. Keith has an interest as a trustee only (i.e. no beneficial interest) in a further 89,273 units, through being trustee of The Gwendoline Trust.

² Laurissa has a beneficial interest in 52,427.93 GMT units through Craigs KiwiSaver Scheme on behalf of the New Zealand Guardian Trust Company Ltd of which she is a beneficiary.

³ David Gibson has an interest in GMT units held in a custodial account by New Zealand Guardian Trust Ltd as trustee for Craigs Investment Partners KiwiSaver Account.

⁴ Leonie holds a beneficial interest in 173,750 GMT units through the Wave Trust. She is a trustee of that trust. Leonie has an interest in a further 235,000 units held in her own name.

⁵ John holds his units through the SGH Investment Trust of which he is a trustee and beneficiary.

Summary of recent**Trust Deed amendments**

During the period from 1 April 2022 to 31 March 2023, GMT's Trust Deed was not amended.

GMT's Trust Deed is available on the Corporate Governance section of the Goodman Property Trust Website at www.goodman.com/nz. It is also available on the Disclose Register accessible on the Companies Office website (<https://www.companiesoffice.govt.nz/disclose>).

Other Disclosures for GMT Bond Issuer Limited**Interests register**

GMT Bond Issuer Limited is required to maintain an interests register in which the particulars of certain transactions and matters involving the Directors must be recorded. The interests register is available for inspection on request.

Specific disclosures of interests

During the financial year, GMT Bond Issuer Limited did not enter into any transactions in which its Directors had an interest. Accordingly, no disclosures of interest were made.

Indemnity and insurance

In accordance with section 162 of the Companies Act 1993 and its constitution, GMT Bond Issuer Limited has provided insurance for, and indemnities to, Directors for losses from actions undertaken in the course of their duties. The insurance includes indemnity costs and expenses incurred to defend an action that falls outside the scope of the indemnity. The cost of such insurance has been certified

as fair by the Directors of GMT Bond Issuer Limited. Particulars have been entered in the interests register pursuant to section 162 of the Companies Act 1993.

Use of company information by Directors

No member of the Board issued a notice requesting to use information received in his or her capacity as a Director which would not have otherwise been available to that Director.

Donations

GMT Bond Issuer Limited did not make any donations during the financial year.

Audit fees

All audit fees and fees for other services provided by PricewaterhouseCoopers are paid by GMT.

Directors' disclosure

During the year ended 31 March 2023, Directors disclosed interests or cessation of interests (indicated by (C)), in the following entities pursuant to section 140 of the Companies Act 1993.

David Gibson
Freightways Limited

Greg Goodman
GAIF Alexandria Pty Limited
Goodman US Finance Six, LLC
Goodman Wholesale Funds Management Limited
Goodman US Finance Four, LLC (C)
Goodman US Finance One, LLC (C)
Goodman US Finance Two, LLC (C)
Riverside 3 Pty Limited (C)

Keith Smith
Mobile Health Group Limited

Board of Directors



1 **Leonie Freeman**

Independent Director

2 **David Gibson**

Independent Director

3 **Gregory Goodman**

Non-executive Director

4 **Keith Smith**

Chair and Independent Director

5 **Laurissa Cooney**

Chair, Audit Committee and Independent Director

6 **John Dakin**

Non-executive Director

7 **Phillip Pryke**

Non-executive Director





Investor relations

Introduction

Ensuring Unitholders and Bondholders are well informed and easily able to manage their investment is a key priority of the Manager's investor relations team. Regular meetings and communications, its website and a dedicated toll-free contact number provide investors with the means to make informed decisions.

Investor centre

The website, www.goodman.com/nz, enables Unitholders and Bondholders to view information about their investment, check current prices and view publications and announcements.

Helpline

The Manager has a dedicated toll-free number, 0800 000 656 (+64 9 375 6073 from outside New Zealand), which will connect Unitholders and Bondholders directly with the investor relations team who will assist with any queries.

Registrar

Computershare Investor Services Limited is the registrar with responsibility for administering and maintaining the Trust's Unit and Bond Registers.

If you have a question about the administration of your investment, Computershare can be contacted directly:

- + by phone, on their toll-free number 0800 359 999 (+64 9 488 8777 from outside New Zealand)
- + by email, to enquiry@computershare.co.nz
- + by mail, to
Computershare Investor Services Limited,
Private Bag 92119,
Auckland 1142.

Complaints procedure

As a financial service provider registered under the Financial Service Providers (Registration and Dispute Resolution) Act 2008, the Manager is a member of an approved dispute resolution scheme (registration number FSP36542).

Complaints may be made to the Manager or through the financial dispute resolution scheme.

Contact details of both are included in the corporate directory at the end of this document.

TOP 20 UNITHOLDERS

As at 28 April 2023

Rank	Registered name	Holding balance	Percentage
1	Goodman Investment Holdings (NZ) Limited	278,063,312	19.82
2	HSBC Nominees (New Zealand) Limited	106,370,572	7.58
3	Accident Compensation Corporation	82,265,802	5.86
4	Goodman Funds Management Limited	75,357,377	5.37
5	HSBC Nominees (New Zealand) Limited A/C State Street	70,671,859	5.04
6	FNZ Custodians Limited	62,165,737	4.43
7	JPMorgan Chase Bank NA NZ Branch – Segregated Clients Acct	54,625,828	3.89
8	BNP Paribas Nominees (NZ) limited	52,345,352	3.73
9	Custodial Services Limited	47,216,346	3.36
10	Citibank Nominees (New Zealand) Limited	42,268,661	3.01
11	Tea Custodians Limited Client Property Trust Account	37,720,228	2.69
12	ANZ Wholesale Trans-Tasman Property Securities Fund	30,515,755	2.17
13	New Zealand Depository Nominee Limited	30,015,583	2.14
14	Hobson Wealth Custodian Limited	22,091,384	1.57
15	Forsyth Barr Custodians Limited	18,327,938	1.31
16	HSBC Nominees A/C NZ Superannuation Fund Nominees Limited	14,104,728	1.01
17	JBWere (NZ) Nominees Limited	14,086,975	1.00
18	Investment Custodial Services Limited	13,867,026	0.99
19	Generate KiwiSaver Public Trust Nominees Limited	13,553,901	0.97
20	PT (Boster Investments) Nominees Limited	11,020,919	0.79
Units held by top 20 Unitholders		1,076,655,283	76.73
Balance of Units held		326,599,233	23.27
Total of issued Units		1,403,254,516	100.00



UNITHOLDER DISTRIBUTION

As at 28 April 2023

Unitholding Range	Number of Unitholders	Number of Units
1 to 9,999	3,130	14,513,005
10,000 to 49,999	3,747	82,297,129
50,000 to 99,999	503	33,035,298
100,000 to 499,999	342	61,330,304
500,000 to 999,999	20	12,423,261
1,000,000 and above	45	1,199,655,519
Total	7,787	1,403,254,516

SUBSTANTIAL UNITHOLDERS

As at 31 March 2023

It is a requirement of the Financial Markets Conduct Act 2013¹ that each listed issuer makes available the following information in its Annual Report.

Unitholder	Number of Units Held ²
Goodman Investment Holdings (NZ) Limited	278,063,312 ³
Goodman Funds Management Limited	75,357,377 ³
Accident Compensation Corporation	84,378,208

¹ The numbers of Units listed above are as at 31 March 2023 according to disclosures made under section 280(1)(b) of the Financial Markets Conduct Act 2013. As these disclosures and notices are required to be filed only if the total holding of a Unitholder changes by 1% or more since the last notice filed, the numbers noted in this table may differ from those shown in the list of top 20 Unitholders. The list of top 20 Unitholders is shown as at 28 April 2023, rather than 31 March 2023.

² The total number of Units on issue as at 31 March 2023 was 1,403,254,516.

³ Due to the breadth of the definition of 'Substantial Product Holder' in the Financial Markets Conduct Act 2013 and the nature of Goodman Group's corporate structure, the list above requires Goodman Group's holding in GMT to be shown through multiple entities each holding differing (i.e. legal or beneficial) interests. The total holding of Goodman Group as at 31 March 2023 was 353,420,689 Units.

BONDHOLDER DISTRIBUTION

As at 28 April 2023

GMB040	Number of Bondholders	Number of Bonds
1 to 9,999	14	91,000
10,000 to 49,999	129	2,583,000
50,000 to 99,999	23	1,420,000
100,000 to 499,999	21	4,136,000
500,000 to 999,999	6	3,638,000
1,000,000 and above	18	88,132,000
Total	211	100,000,000

GMB050	Number of Bondholders	Number of Bonds
1 to 9,999	26	139,000
10,000 to 49,999	161	3,018,000
50,000 to 99,999	17	1,079,000
100,000 to 499,999	20	4,321,000
500,000 to 999,999	5	3,511,000
1,000,000 and above	14	87,932,000
Total	243	100,000,000

GMB060	Number of Bondholders	Number of Bonds
1 to 9,999	49	270,000
10,000 to 49,999	284	5,873,000
50,000 to 99,999	33	2,025,000
100,000 to 499,999	23	4,210,000
500,000 to 999,999	-	-
1,000,000 and above	16	137,622,000
Total	405	150,000,000



Glossary

\$ and cents

New Zealand currency.

Balance date

31 March 2023.

Board

the Board of Directors of the Manager and GMT Bond Issuer Limited.

Bondholder

a person whose name is recorded in the register as a holder of a Goodman+Bond or Green Bond.

Cash earnings

Cash earnings is a non-GAAP measure that assesses free cash flow, on a per unit basis, after adjusting for certain items. Calculation of GMT's cash earnings is set out on page 48.

CEO

the Chief Executive Officer of the Manager.

Chair

the Chair of the Board of the Manager.

Co-ownership Agreement

the agreement of that name between the Manager, Goodman Property Aggregated Limited, the Trustee, Goodman Funds Management Limited as responsible entity of GIT, Tallina Pty Limited as trustee of Penrose Trust, and Trust Company Limited as custodian of Tallina Pty Limited, dated 1 April 2004 as amended by the Restructuring Agreement between the same parties dated 7 March 2005, relating to the buying, selling and holding of property by the Trust and Goodman Group in 50/50 shares.

CPU or cpu

cents per unit.

Disclose Register

the Disclose Register is a register for offers of financial products and managed investment schemes under the Financial Markets Conduct Act 2013.

Director

a director of the Manager and GMT Bond Issuer Limited.

GIT

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

GL

Goodman Limited and its controlled entities, as the context requires.

GMB

GMT Bond Issuer Limited, a wholly owned subsidiary of Goodman Property Trust.

Goodman

means Goodman (NZ) Limited as the Manager of the Trust.

Goodman Group or GMG

means GL, GIT and Goodman Logistics (HK) Limited, operating together as a stapled group. Where either GL, GIT or and Goodman Logistics (HK) Limited is party to a contract or agreement or responsible for an obligation or liability, without the other, all references to Goodman Group as concerns that contract, agreement or responsibility shall be to that party alone.

Goodman+Bond, Green Bond or Bond

a bond issued by GMB.

GPSNZ

Goodman Property Services (NZ) Limited.

Independent Director

has the meaning given to that term in the Listing Rules which, for the Manager are those persons listed on the following page.

Listing Rules

This Annual Report has been prepared in accordance with the Listing Rules dated 17 June 2022 and 'LR' is a reference to any of those rules.

Loan to value ratio or LVR

Loan to value ratio is a non-GAAP financial measure used to assess the strength of GMT's balance sheet. The calculation is set out in note 2.6 of GMT's financial statements.

Executives or Management

the senior executives of the Manager.

Manager or GNZ

the manager of the Trust, Goodman (NZ) Limited.

NTA

net tangible assets.

NZ IFRS

New Zealand equivalents to International Financial Reporting Standards.

NZDX

the New Zealand debt market operated by NZX.

NZX

means NZX Limited.

NZX Code

means the NZX Corporate Governance Code 17 June 2022.

Operating earnings

Operating earnings is a non-GAAP financial measure included to provide an assessment of the performance of GMT's principal operating activities. Calculation of operating earnings is as set out in GMT's Profit or Loss statement.

Registrar

the unit registrar for GMT and Goodman+Bond registrar for GMB which, at the date of this Annual Report, is Computershare Investor Services Limited.

sqm

square metres.

Trust Deed

the GMT trust deed dated 23 April 1999, as amended from time to time.

Trust or GMT

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

Trustee

the trustee of the Trust, Covenant Trustee Services Limited.

Unitholder or unitholder

any holder of a Unit whose name is recorded in the register.

Unit or unit

a unit in GMT.

Business directory

MANAGER OF GOODMAN PROPERTY TRUST

Goodman (NZ) Limited

Level 2, 18 Viaduct Harbour Avenue
Auckland 1010
PO Box 90940
Victoria Street West
Auckland 1142
Toll free: 0800 000 656
(within New Zealand)
Telephone: +64 9 375 6060
(outside New Zealand)
Email: info-nz@goodman.com
Website: www.goodman.com/nz

ISSUER OF BONDS

GMT Bond Issuer Limited

Level 2, 18 Viaduct Harbour Avenue
Auckland 1010
PO Box 90940
Victoria Street West
Auckland 1142
Toll free: 0800 000 656 (within New Zealand)
Telephone: +64 9 375 6060
(outside New Zealand)
Email: info-nz@goodman.com
Website: www.goodman.com/nz

COMPLAINT PROCEDURE

Financial Dispute Resolution Service

Freepost 231075
PO Box 2272
Wellington 6140
Toll free: 0508 337 337
(within New Zealand)
Telephone: +64 4 910 9952
(outside New Zealand)
Email: enquiries@fdr.org.nz

AUDITOR

PricewaterhouseCoopers

PwC Tower
15 Customs Street West
Auckland 1010
Private Bag 92162
Auckland
Telephone: +64 9 355 8000
Facsimile: +64 9 355 8001

REGISTRAR

Computershare Investor Services Limited

Level 2, 159 Hurstmere Road
Takapuna
Private Bag 92119
Victoria Street West
Auckland 1142
Toll free: 0800 359 999
(within New Zealand)
Telephone: +64 9 488 8777
(outside New Zealand)
Facsimile: +64 9 488 8787
Email: enquiry@computershare.co.nz

LEGAL ADVISORS

Russell McVeagh

Level 30, Vero Centre
48 Shortland Street
PO Box 8
Auckland 1140
Telephone: +64 9 367 8000
Facsimile: +64 9 367 8163

TRUSTEE AND SUPERVISOR FOR GOODMAN PROPERTY TRUST

Covenant Trustee Services Limited

Level 6, Crombie Lockwood Building
191 Queen Street
PO Box 4243
Auckland 1140
Telephone: +64 9 302 0638

BOND TRUSTEE

Public Trust

Level 9
34 Shortland Street
PO Box 1598
Shortland Street
Auckland 1140
Toll free: 0800 371 471
(within New Zealand)
Telephone: +64 9 985 5300
(outside New Zealand)

Directors of Goodman (NZ) Limited and GMT Bond Issuer Limited

Chair and Independent Director
Keith Smith

Independent Directors
Laurissa Cooney
Leonie Freeman
David Gibson

Non-executive Directors
John Dakin
Gregory Goodman
Phillip Pryke

Executives of Goodman (NZ) Limited and GMT Bond Issuer Limited

Chief Executive Officer
James Spence

Chief Financial Officer
Andy Eakin

General Counsel and Company Secretary
Anton Sheard

General Manager – Property Services
Evan Sanders

General Manager Development
Michael Gimblett

**Director Investment Management
and Capital Transactions**
Kimberley Richards

Head of Corporate Affairs
Jonathan Simpson

Marketing Director
Mandy Waldin

Human Resources Business Partner
Sophie Bowden



Ngā mihi

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