

Goodman Property Trust (GMT) - Use of Proceeds Report as at 31 March 2023

Eligible Assets Register

Property name	Property address	Property type	Rating	Status	Completion date
NZ Blood and Organ Service at Highbrook	Highbrook Drive, Highbrook	Logistics	Achieved 6 Green Star Design rating	Complete	Jan 2023
Riverside Warehouses at Highbrook	Business Parade North, Highbrook	Logistics	Achieved 6 Green Star Design rating	Complete	Jan 2023
Stanley Black & Decker at Highbrook	El Kobar Drive, Highbrook	Logistics	Targeting 5 Green Star Design and/or Built rating	Complete	Mar 2023
NZ Post at Roma Road	Roma Road, Mount Roskill	Logistics	Targeting 5 Green Star Design and/or Built rating	Under development	Apr 2023
North Point Warehouses at Highbrook	Business Parade North, Highbrook	Logistics	Targeting 5 Green Star Design and/or Built rating	Under development	Jun 2023
Mainfreight at Favona Road	Favona Road, Favona	Logistics	Targeting 5 Green Star Design and/or Built rating	Under development	Jun 2023
Cotton On at Roma Road	Roma Road, Mount Roskill	Logistics	Targeting 5 Green Star Design and/or Built rating	Under development	Mar 2024
60 & 61 Roma Road	Roma Road, Mount Roskill	Logistics	Targeting 5 Green Star Design and/or Built rating	Under development	Apr 2024
NZ Post at Bush Road	Bush Road, Albany	Logistics	Targeting 5 Green Star Design and/or Built rating	Under development	Jun 2024
Mainfreight at Savill South	Savill Drive, Mangere	Logistics	Targeting 5 Green Star Design and/or Built rating	Under development	Aug 2024
Total independent valuation of completed Eligible Assets					\$99.3m
Total expected project costs on completion of Eligible Assets					\$540.2m
Total Eligible Assets					\$639.5m

Criteria for eligible assets are compliant with applicable Market Standards as referenced in the [Goodman Property Trust Sustainable Finance Framework](#).

Green borrowings

Facility	Commencement date	Maturity date	Value
Green retail bond (GMB060)	15/04/2022	15/04/2027	\$150.0m
Green bilateral facility BNZ	2/12/2022	15/12/2024	\$150.0m
Green bilateral facility WBC	2/12/2022	15/12/2025	\$150.0m
Total Eligible Assets			\$450.0m

Unallocated proceeds

At 31 March 2023, \$448.1m of proceeds have been allocated to eligible assets. This leaves \$1.9m of unallocated proceeds.

Assurance

This report has been audited by an appropriate limited assurance provider.

Assurance conclusion

Based on our limited assurance procedures, as described in this statement as of 17 May 2023, nothing came to our attention that caused us to believe that the Use of Proceeds Report of Goodman Property Trust (“Goodman”) dated 31 March 2023 (‘the Subject Matter’), do not meet, in all material respects, the requirements of Goodman Property Trust’s Sustainable Finance Framework (March 2022).

Scope

Ernst & Young Limited (‘EY’) has performed a limited assurance engagement in relation to Goodman’s Use of Proceeds Report (‘the Subject Matter’) dated 31 March 2023, in order to conclude that nothing has come to our attention that causes us to believe that the Subject Matter does not meet the requirements of the Criteria.

Subject Matter and Criteria

The Subject Matter for this limited assurance engagement is Goodman’s Use of Proceeds Report dated 31 March 2023.

The criteria applied is Goodman’s Green Financing Framework dated March 2022.

Management Responsibility

The management of Goodman is responsible for the collection, and presentation of the Subject Matter in accordance with the criteria and for maintaining adequate records and internal controls that are designed to support assertions made in the Use of Proceeds Report.

Assurance Practitioner’s Responsibility

EY’s responsibility is to express a limited assurance conclusion on the noted Subject Matter as defined above. We are also responsible for maintaining our independence and confirm that we have met the requirements of APES 110 *Code of Ethics for Professional Accountants* including independence and have the required competencies and experience to conduct this assurance engagement.

Level of Assurance

A limited assurance engagement consists of making enquiries and applying analytical, and other evidence-gathering procedures sufficient for us to obtain a meaningful level of assurance as the basis for providing a negative form of conclusion. The procedures performed depend on the assurance practitioner’s judgement including the risk of material misstatement of the specific activity data, whether due to fraud or error. While we considered the effectiveness of Management’s internal controls when determining the nature and extent of our procedures, these procedures were not designed to provide assurance on internal controls. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Our Approach

We conducted our procedures in accordance with the *Standard for Assurance Engagements Other Than Audits or Reviews of Historical Financial Information (New Zealand)* (‘ISAE 3000 (NZ)’) and the terms of reference for this engagement as agreed with Goodman on 2 September 2022.

The procedures we performed were based on our professional judgement and included, but were not limited to, the following:

- Assessing the environmental performance of Eligible Assets, in particular, assessment as to whether each asset has obtained or is targeting a minimum 5-Star NZGBC Green Star Design and/or Built rating, OR has obtained or is targeting a minimum NZGBC 4 Green Star Performance rating, OR has obtained or is targeting a minimum 4-Star NABERSNZ Energy Base or Energy Whole Building Rating or Energy Whole Building rating.
- Assessing of Eligible Assets’ values against independent third-party valuations as at 31 March 2023
- Requesting documentation supporting assertions made in the Subject Matter.
- Seeking management representation on key assertions

Limitations on scope

There are inherent limitations in performing assurance, for example, assurance engagements are based on selective testing of the information being examined. It is possible that fraud, error, or non-compliance may occur and not be detected. There are additional inherent risks associated with assurance over non-financial information including reporting against standards which require information to be assured against source data compiled using definitions and estimation methods that are developed by the reporting entity. Finally, adherence to ISAE 3000 (NZ) and the International Capital Market Association’s *Green Bond Principles (June 2021)* is subjective and will be interpreted differently by different stakeholder groups.



Our assurance was limited to the Subject Matter and did not include statutory financial statements. Our assurance is limited to policies and procedures in place as of 17 May 2023.

Independence

We confirm that EY has complied with all professional regulations relating to Independence in relation to this engagement. EY has stringent policies and procedures in place to ensure independence requirements are addressed and monitored on a timely basis.

Use of Report

Our responsibility in performing our assurance activities is to the Directors and Management of Goodman only, and in accordance with the terms of

reference for this engagement, as agreed with Goodman. We do not therefore accept or assume any responsibility for any other purpose or to any other person or organisation. Any reliance any such third party may place on the Subject Matter is entirely at its own risk. No statement is made as to whether the Criteria are appropriate for any third-party purpose.

The logo for Ernst & Young, featuring the company name in a stylized, cursive script font.

Ernst & Young Limited
17 May 2023

Annex A

Goodman Property Trust's list of Eligible Assets

Planned Eligible Assets:

Nominated Project	Obtaining, or targeting, a minimum NZGBC 5 Green Star Design and/or Built rating	
Cotton On at Roma Road	Targeting NZGBC 5 Green Star Design and/or Built rating	New to Eligible Assets register
60 & 61 Roma Road	Targeting NZGBC 5 Green Star Design rating	New to Eligible Assets register
NZ Blood and Organ Service at Highbrook	Certified NZGBC 6 Green Star Design and/or Built rating	Included in Eligible Assets register as at 31 March 2022
Stanley Black & Decker at Highbrook	Targeting NZGBC 5 Green Star Design and/or Built rating	Included in Eligible Assets register as at 31 March 2022
Riverside Warehouses at Highbrook	Certified NZGBC 6 Green Star Design rating	Included in Eligible Assets register as at 31 March 2022
NZ Post at Roma Road	Targeting NZGBC 5 Green Star Design and/or Built rating	Included in Eligible Assets register as at 31 March 2022
Mainfreight at Favona Road	Targeting NZGBC 5 Green Star Design and/or Built rating	Included in Eligible Assets register as at 31 March 2022
North Point Warehouses at Highbrook	Targeting NZGBC 5 Green Star Design and/or Built rating	Included in Eligible Assets register as at 30 September 2022
NZ Post at Bush Road	Targeting NZGBC 5 Green Star Design and/or Built rating	Included in Eligible Assets register as at 30 September 2022
Mainfreight at Savill South	Targeting NZGBC 5 Green Star Design and/or Built rating	Included in Eligible Assets register as at 30 September 2022

Note: NABERSNZ ratings do not apply to industrial buildings. Therefore, beyond our verification that the ten Eligible Assets listed above are targeting NZGBC 5 Green Star Design and/or Built rating, we have not considered NABERSNZ in assessing the eligibility of these Eligible Assets.

As at 31 March 2023, the total value of the eligible assets is \$639m and the total Green Bonds are \$450m.