



## asx release+

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### Goodman Group (“Goodman” or “GMG”) launches new capital management initiative

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Date 16 November 2007

Release Immediate

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**The Goodman Group has launched the issue of Goodman PLUS hybrid securities (a preferred, perpetual non-call security with limited exchange rights). The issue is for up to \$400 million with the ability to raise more. The issue proceeds are to be used for debt repayment and general corporate purposes.**

As foreshadowed at the time of the last financial results and prior to that the announcement of the achievement of its BBB+/Baa1 (Standard & Poor's / Moody's) credit ratings, the Group has been reviewing a number of its long term sources of capital with the aim of gaining access to larger and more diverse capital pools that will provide greater flexibility in keeping with its active operations. This commenced with the successful and oversubscribed re-structure of the Syndicated Multi Currency Facility in May 2007.

Mr Gregory Goodman, Group Chief Executive Officer said “This hybrid issue provides a new source of flexible capital to replace existing debt. This will enable the Group to maintain a strong balance sheet and provide capacity to continue to act on its many global opportunities.”

Goodman PLUS (Perpetual Listed Unsecured Securities) are perpetual hybrids non-callable for 5 years which are unsecured and subordinated in nature. There is a re-marketing or step-up event after five years. The Goodman PLUS are being offered to the general public under a Product Disclosure Statement (“PDS”) and are intended to be listed on the ASX (Ticker expected to be GMPPA). Moody's and Standard & Poor's have rated the Goodman PLUS Baa2/BBB- and have maintained the Group credit ratings at Baa1/BBB+. The margin will be determined by way of book-build which is expected to finish in the range of 160-200 bps. The instrument will be classified as equity for accounting purposes. For more details refer below.

Anthony Rozic, Group Chief Financial Officer said, “We are delighted with the instrument as it offers a sound investment opportunity to the market and at the same time providing suitable capital for the Group. The issue will result in a reduction of the Group's pro-forma gearing by around 4%. Whilst the instrument will carry a floating interest rate reference, the Group will hedge that in accordance with its risk management policy. The denomination of the capital is also likely to be swapped into the currency in which the proceeds are to be deployed as is consistent with the currency hedging policy of the Group.”

Attached is a copy an Investor Presentation as well the PDS lodged with ASIC.

For further information, please contact Goodman:

Gregory Goodman  
Group Chief Executive Officer  
Tel +61 2 9230 7400

Anthony Rozic  
Group Chief Financial Officer  
Tel +61 2 9230 7400



### **Further information about the Offer:**

Goodman Stapled Security Holders and others who are interested in investing in the Goodman PLUS should contact the Goodman PLUS Information Line:

Within Australia: 1300 731 092

International Callers: +61 3 9415 4679

Web site: [www.goodmanintl.com/PLUS](http://www.goodmanintl.com/PLUS)

### **Features of Goodman PLUS**

- Goodman PLUS are fully paid preferred units in Goodman PLUS Trust, a sub-trust of Goodman Industrial Trust
- Holders of Goodman PLUS are entitled to receive quarterly unfranked, floating rate distributions payable at the discretion of Goodman
- The Distribution Rate will be calculated each Distribution Period based on the three month Bank Bill Rate plus a Margin. The Margin will be determined in a Book Build.
- For the first four Distribution Periods, the Distribution Rate will be at least 8.50%.
- If Goodman PLUS Distributions are not paid, certain restrictions will apply on Goodman's ability to pay distributions on its Stapled Securities.
- Goodman PLUS will be quoted on the ASX and benefit from a subordinated unsecured guarantee from Goodman. The guarantee ranks Goodman PLUS ahead of payments to Goodman Stapled Security Holders, but is subordinated to creditors.
- Goodman PLUS are expected to carry an investment grade rating of BBB- by Standard & Poor's, and Baa2 by Moody's
- Goodman PLUS have no fixed maturity date, but may be repurchased or exchanged for Stapled Securities in certain circumstances.
- If the Goodman PLUS are not repurchased or exchanged, the margin may step-up after five years

Full details of the Goodman PLUS and their benefits and risks are set out in the PDS.

## Timetable

Announcement of Offer and Goodman PLUS PDS lodged with ASIC	16 November
Roadshow	16 November – 20 November
Bookbuild	16 November – 23 November
Margin Announced and Replacement PDS lodged with ASIC	26 November
Offer Opening Date	26 November
Closing Date	14 December
Issue Date of Goodman PLUS	21 December
Expected listing of Goodman PLUS and commencement of deferred settlement trading on the ASX	24 December
Expected dispatch of Holding Statements	27 December
Expected commencement of normal trading on the ASX	28 December
First Distribution Payment Date	21 March 2008
First Remarketing Date	21 March 2013

These dates are indicative only and subject to change.

Citi is Structurer, Transaction Co-ordinator, Joint Lead Manager and Joint Bookrunner.

Macquarie Equity Capital Markets Limited is Joint Lead Manager and Joint Bookrunner.

ANZ Securities Limited, Citi Smith Barney Pty Limited and Macquarie Equities Limited are Senior Co-Managers.

National Online Trading Limited is Co-Manager.



The Investor Presentation and PDS attached to the ASX announcement can be accessed by going to [www.goodmanintl.com/PLUS](http://www.goodmanintl.com/PLUS)