

ANTI-MONEY LAUNDERING AND COUNTER TERRORISM POLICY

Why do we have this Policy?

There is a real risk of Money Laundering and Terrorism Financing (ML/TF) in our financial system and Goodman Group (Goodman or Group) is committed to its role in the prevention of this. Goodman has an Anti-Money Laundering and Counter Terrorism Financing Policy (AML/CTF Policy or Policy) to set out the key principles and controls all Goodman entities must follow when identifying, managing and mitigating our ML/TF risk. We expect all Goodman entities to comply with these principles and controls to detect and prevent investments in, and transactions with, Goodman being used for money laundering, terrorism financing or other financial crime, to ensure compliance with all legal and regulatory requirements and to protect Goodman's brand and reputation. This Policy also covers Goodman's controls around sanctions compliance.

Definitions

- + Customer in this Policy refers to investors and partners in our managed partnerships.
- + Money Laundering is the process by which criminals use the financial system to conceal their illegally obtained funds with the aim of making the dirty-money clean.
- + Terrorism Financing is the financial support of terrorism.
- + ML/TF risk refers to the likelihood and impact of Goodman being involved with or facilitating the unlawful activity of Money Laundering or Terrorism Financing.

What does this Policy cover?

This Policy covers Goodman's key AML/CTF principles being:

- + Comply with the AML/CTF laws and regulations in each region in which Goodman operates.
- + Understand the ML/TF risk faced by Goodman and implement controls to identify, manage and mitigate this ML/TF risk taking into account customer, jurisdiction, distribution channel and product risk.
- + Work in conjunction with the governments and authorities in the regions in which Goodman operates and support their objectives in relation to the prevention and detection of ML/TF including responding to any regulator requests.
- + Have regard to international standards as detailed in the recommendations of the Financial Action Task Force (FATF) to combat ML/TF.



How do we apply this Policy?

The key controls to identify, manage and mitigate ML/TF risk that Goodman entities should implement are detailed below:

Customer Due Diligence

Goodman entities must undertake and record appropriate Customer Due Diligence (CDD) to mitigate its ML/TF risk. Customers for the purposes of money laundering regulations are primarily investors and partners in Goodman's managed partnerships when securities are issued. In some instances, due diligence checks may extend beyond this due to legal requirements and reputational/brand risk and be performed for tenants, suppliers and prospective purchasers or sellers of assets. The key controls to manage and mitigate ML/TF risk are:

- + Conducting customer identification and appropriate verification of the identity of the customer and beneficial owner (where different) to ensure our customers and their beneficial owners are who they say they are.
- + Ensuring that a customer's identity is obtained and verified using reliable independent source material which may include screening the customer against a database of named terrorist and sanctioned persons and entities.
- + Undertaking and recording any additional Know Your Customer (KYC) information applying a risk based approach having regard to personnel, business ownership, the purpose and intended nature of the business relationship, and details of the source of wealth/funds.
- + Conducting Enhanced Customer Due Diligence (ECDD) on customers assessed as higher risk such as those having politically exposed persons (PEPs) who are those who hold a current or former senior political position, their relatives and close associates. Close scrutiny should be applied to PEPs in the decision-making process as to whether to accept a customer or continue a relationship with a customer.
- + Carrying out ongoing customer due diligence to assist with identifying any suspicious activities or transactions.
- + Ensuring that when CDD is outsourced, there are adequate reviews of the third party service provider to confirm that appropriate checks have been carried out.

Suspicious matter reporting

Goodman entities must identify and report suspicious activity or transactions. The key controls are as follows:

- + Identifying the types of transaction or activity that may qualify as suspicious, including a customer not providing complete KYC information for them to be identified and verified, a customer reluctant to provide information about any changes in the business or a customer shielding the identity of beneficial owners or source of wealth.
- + Educating our people so they can identify, monitor and report suspicious matters and understand when to raise a red flag when they suspect ML/TF activity is occurring.
- + Educating our people so that they understand that they are required to report any suspicions to their direct manager, regional CEO or regional Legal, Risk or HR Executive or Group Legal, Risk or HR Executive.
- + The Group AML/CTF Compliance Officer reporting any significant matters to Senior Management, the relevant Risk and Compliance Committee and Board.
- + Ensuring the relevant authorities receive the necessary information to further investigate any illegal activities.
- + Submitting, when appropriate, suspicious matter reports to the relevant authorities.

Employee Due Diligence

Goodman entities will conduct Employee Due Diligence (EDD) on high-risk Goodman team members which are those of our people in a position to facilitate the commission of a ML/TF offence e.g. Investment Management, Legal and Treasury. The checks can include criminal history, bankruptcy and anti-money laundering checks and records should be maintained by Human Resources.

Employee training

Goodman entities must ensure that our people receive mandatory training so that they understand the Group's approach to ML/TF risk. Team members in high-risk roles are required to be adequately trained to understand and respond to ML/TF risk and how to identify and report a suspicious matter. All other team members should have a general awareness of ML/TF.

Maintaining records

Goodman entities are required to retain relevant records to demonstrate that the AML/CTF Policy is being complied with including evidence that appropriate and ongoing CDD, EDD and training are being undertaken.



Employee Due Diligence continued

Monitoring and review

Regular monitoring should be performed to confirm that the AML/CTF Policy and local legal and regulatory requirements are being complied with. Reporting to the Group is required on a quarterly basis. Group Compliance will report to the Risk and Compliance Committee and Board on compliance with AML/CTF requirements and whether any suspicious matters have been identified.

AML/CTF programs

Goodman entities must comply with the laws in the places in which they operate. In some countries, AML/CTF laws and regulations provide that Goodman must establish, maintain and comply with an AML/CTF program.

As an example, in Australia the Group maintains an AML/CTF program that meets the requirements of the Anti-Money Laundering and Counter Terrorism Financing Act 2006 (Cth) and Associated Rules and Regulations. This program is supported by policies and procedures to combat ML/TF and is monitored and tested to ensure policies and procedures remain effective and are adhered to. The key controls in the program include the risk assessment, CDD, EDD, training, Board oversight, independent review and reporting.

Some other regions in which Goodman operate are also required to maintain their own AML/CTF program to comply with local legal and regulatory requirements. Programs are adopted and tailored to meet the specific requirements and context of our operations in each region in which Goodman operates.

Related matters – Sanctions

In addition to the laws in relation to AML/CTF, Goodman entities are also subject to sanctions laws and must not conduct any business activities or transactions with targeted countries, individuals and entities. Sanctions laws may overlap with, and share elements of, laws against AML/CTF, including controls and measures to manage the risk of dealing with sanctioned parties.

Goodman is committed to compliance with sanctions laws and regulations in all jurisdictions in which we operate and adopts a risk based preventative approach to sanctions compliance by identifying, managing and mitigating sanctions risk by:

- + Providing training to our people so that they can understand our obligations to not deal with sanctioned persons or entities.
- + Prohibiting business activity or transactions that Goodman believes may violate applicable sanctions laws. This includes prohibitions on business activities with individuals or entities named on a sanctions list or activity, directly or indirectly, involving countries or territories subjective to comprehensive sanctions.
- + Conducting customer identification and verification in proportion to the sanctions risk posed by the customer. Where deemed necessary, transactions and customers can be screened against global sanctions lists including United Nations, European Union, UK Treasury and US Office of Foreign Assets Control (OFAC) sanctions lists. Checks may be performed for investors, business partners, tenants or suppliers.
- + Investigating any sanctions screening results and conducting additional due diligence as necessary.
- + Requiring that our counterparties, agents and third parties do not engage in or facilitate any business activity that would lead Goodman to breach any applicable sanctions obligations.
- + Reporting breaches of sanctions laws to the relevant regulatory authority.
- + Monitoring and reporting compliance or any issues to the relevant Risk and Compliance Committee and Board.

Governance

Goodman is committed to complying with the laws and practices in relation to AML/CTF and dealing with sanctioned persons and entities. This Policy should also be read in conjunction with Goodman’s other core policies including the Code of Conduct.

The Board and Senior Management have ongoing oversight of the AML/CTF Policy. The Group Compliance Manager is the designated Group ML/TF Compliance Officer. Group Compliance will promote compliance with this Policy and ensure effective reporting of any ML/TF and sanctions compliance issues.

This Policy has been approved by the Board and is effective from February 2022. Goodman will review this Policy including its effectiveness every two years or earlier in response to any significant regulatory developments.

