

CODE OF CONDUCT

Great companies are based on great values.
They're what drives us. They're what set us apart.

Goodman has its own distinctive blend of values: Innovation, Determination, Integrity and Sustainability. These values reflect not only who we are today, but who we want to be, long into the future. Our values also help to guide us in the way we think, act and behave; they reflect our commitment to our customers, partners and each other; and they challenge us to make the right decisions for all.

Our Code of Conduct (Code) is a natural extension of these values and is equally important. After all, the way we conduct ourselves is directly linked to our continued success.

We all need to read and follow the Code. You are also encouraged to speak up if something doesn't seem right.

If we can commit to this while we live and breathe our values, I believe we will make our company truly great.

Greg Goodman, CEO, Goodman Group





Why does Goodman have a Code of Conduct?

Wherever Goodman conducts business, maintaining our reputation, integrity and fair dealing is critical. Our Code connects our values and key policies and sets the standard of professional and ethical behaviour that is expected from all those who represent us.

Who must follow our Code?

All of us. Our Code has the full support of the Board and extends to anyone who works for Goodman including non-executive directors (Directors) as well as employees and contractors (team members). It also applies to how we interact with everyone we encounter at work, including our customers, suppliers, partners, regulators and securityholders. It is applicable in all locations around the world and compliance with it is crucial.

Why do we need to follow the Code?

Not following the Code can have serious consequences such as damage to Goodman's reputation, legal liability, and disciplinary action including termination of employment.

What if I have concerns or someone is not following the Code?

We foster an environment that encourages and supports our people to report concerns about something that doesn't feel right, is inconsistent with our Code, or doesn't reflect our values. When you speak up and report any concerns – even if you're not sure whether it is a breach, we'll listen and act. Any concerns can be disclosed to your Regional

CEO or the Legal, Risk or HR Executive in your country. Concerns can also be emailed to ethicalconcerns@goodman.com or reported anonymously via Contact us on the Goodman website. Concerns will be taken seriously and treated confidentially. Where there has been a breach of the Code it will be reported to the Audit, Risk and Compliance Committee and if serious reported to the Board.

How to apply the Code?

It's important that you get to know and follow the Code. This will help you to do the right thing, including when faced with difficult situations, or when you are not sure what to do. In some cases, you will need to look at the policies referred to in the Code for further guidance. Our Code also includes a set of guiding principles that can further help you make the right decision.

What are Goodman's guiding principles?

Within our Code there is a set of nine guiding principles that help us uphold Goodman's reputation and do the right thing by our customers and other team members. Our guiding principles are:

1. Act in a professional manner
2. Work as a team and respect others
3. Treat stakeholders fairly
4. Value honesty and integrity
5. Follow the law and our policies
6. Respect confidentiality and do not misuse information
7. Support our sustainability strategy and targets
8. Manage conflicts of interest
9. Strive to be a great team member.

These principles operate alongside our values, policies and procedures and everyone is expected to follow them when representing Goodman. Here's a little more detail about each one.

1. Act in a professional manner

We take responsibility for our professional conduct. When representing Goodman, we remain professional and ethical, and act in line with Goodman's values. We are always courteous, considerate, well-presented and act responsibly – whether we're in the office, working flexibly, at social functions, travelling on company business, or on social media.

We use social media responsibly in accordance with our social media and media guidelines. We can like, comment on or share Goodman content to promote Goodman's brand and increase engagement with our stakeholders. We keep our comments positive, factual and free of controversial opinion and political views. We do not share sensitive or confidential information about Goodman, our customers or securityholders. We do not make statements to the media – we leave that to those that are authorised to do so.

Key policies and more information

- + Media Policy
- + Media Spokesperson List
- + Social Media Guidelines
- + Market Disclosure Policy.

2. Work as a team and respect others

We work as a team and promote a welcoming, inclusive and diverse environment where everyone can thrive. We value and respect our differences. We have zero tolerance for bullying, harassment, discrimination or any other offensive conduct. We are supportive and look after the health, safety and wellbeing of ourselves and those around us. We raise any issues that can create a risk to the health and safety of others.

Key policies and more information

- + Workplace Bullying and Harassment Policy
- + Sexual Harassment Policy
- + Inclusion and Diversity Policy
- + Safety Framework.

3. Treat stakeholders fairly

We understand how important it is to treat customers, suppliers, partners and other external parties fairly. We listen to them and we act promptly on all issues. We try to pursue the best outcome for all our stakeholders. We do what we say we'll do. Our word means something. We think

about whether the decision is aligned with our values, whether we are being clear and transparent and whether the decision is fair for our stakeholders.

4. Value honesty and integrity

We base all our dealings on honest and ethical behaviour – whether it's with our customers, partners, team members or other external parties. We build trust by acting with integrity and accountability and doing what's right.

We have zero tolerance for any form of fraud, bribery or corruption. This includes bribes, kickbacks, facilitation payments, theft of funds (including falsifying invoices, timesheets or personal expense claims) or misuse of company assets (including IT equipment and vehicles). We act within our authority as delegated to us by the Board, where applicable.

We are alert to any activity associated with money laundering or terrorist financing or transactions that may involve entities or individuals who are subject to sanctions. We have a responsibility to report any suspicious activity or any unethical or unlawful conduct and co-operate with any internal or external investigations.

Key policies and more information

- + Anti-Bribery and Corruption Policy
- + Anti-Money Laundering and Counter-Terrorism Financing and Sanctions Policy
- + Delegations of Authority.

5. Follow the law and our policies

We comply with all our legal and regulatory obligations, including the Code, key policies and procedures. If there is any inconsistency in the law or regulation in our region then we automatically defer to the higher standard and raise the inconsistency with our manager. If we're unsure about which policies and procedures apply we speak with a Legal, Risk or HR Executive.

We understand if we fail to comply with laws and regulations, both Goodman and individual team members may face criminal penalties or other serious consequences. We also complete any training as directed to make sure we are up to date with relevant laws and policies and to help us understand what is expected of us.

[Go to the Greenroom for our key policies.](#)



6. Respect confidentiality and do not misuse information

We respect all confidentiality and privacy laws. Confidential information concerning Goodman, or any confidential or personal information concerning our customers, partners, team members or other external parties is kept secure, protected from unauthorised use and not used inappropriately for personal gain or disclosure to a third party. We continue to respect these obligations even after we have left Goodman.

We dispose of information securely, check emails and contents before sending, don't get caught by phishing emails and have a strong and unique password. We report any loss or accidental disclosure of personal information to the Goodman IT Service Desk and our manager or HR, Legal, Risk or IT Executive so that any loss or disclosure can be assessed.

Key policies and more information

- + Goodman Privacy Policy
- + Goodman's IT policies.

7. Support our sustainability strategy and targets

We are focused on the long term. We consider the planet and the people on it. Our ESG strategy demonstrates our commitment to having a positive economic, environmental and social impact on the world. We do not act in a manner that contravenes environmental regulations. We respect the human rights of our people and the workers in our supply chain and comply with applicable laws on employment conditions. We are vigilant and contribute to the fight against modern

slavery. We give back to the community through the Goodman Foundation to improve the quality of life, standard of living and health of people across the communities where Goodman operates.

Key policies and more information

- + Sustainability Policy
- + Statement of Business Ethics (Supplier Code of Conduct)
- + Modern Slavery Statement
- + Sustainable Sourcing Framework.

8. Manage conflicts of interest

We seek to avoid conflicts between our personal interests and our duties and obligations to Goodman. We understand there are times when actual, perceived or potential conflicts of interest do arise. When this is the case, we disclose this information immediately so it can be properly managed. The way we manage conflicts of interest are:

- + We speak up and report any unethical, unlawful, or improper behaviour by other team members, our customers or our suppliers without fear of retaliation for raising these concerns.
[Go to our Ethical Concerns \(Whistleblower\) Policy for more information.](#)
- + We respect the rules about gifts and entertainment. We avoid giving or receiving excessive gifts or entertainment that might influence, or be seen to influence, business decisions. We disclose any gifts or entertainment over AUD\$200. We follow our guiding principles including no cash or gift certificates and no offers of free travel or accommodation.

[Go to our Gifts and Entertainment Policy for more information.](#)

- + We engage responsibly in political activities. We deal with public officials with integrity and transparency and do not make political donations. We represent Goodman at political functions where it is legal to do so, we have received prior approval and there is corporate benefit in attending.

[Go to our Political Donations Policy for more information.](#)

- + We follow the rules when buying or selling Goodman securities. We do not trade in Goodman securities if we have confidential market sensitive information such as information about Goodman's financial position, strategy or operations or communicate that inside information to anyone who is likely to buy or sell Goodman securities. We seek approval before we buy or sell Goodman securities and we don't buy or sell Goodman securities during any blackout period.

[Go to our Securities Trading Policy for more information.](#)

- + We do not receive any improper personal gain or benefit from our decisions. We do not process our own transactions or those of our friends, relatives or business associates.
- + Our dealings with our other parties are at arm's length and we keep accurate and transparent records of these dealings. We also perform our work objectively and disclose any personal interests that may result in an actual, perceived or potential conflict of interest so they can be appropriately managed.

- + We disclose any participation in activities outside our employment that could adversely affect our ability to carry out our duties and responsibilities to Goodman effectively and without compromise and undue influence. We also seek approval before accepting a directorship role of a non-Goodman company.
- + We disclose any close personal relationships with a direct or indirect report that we hold a position of influence or seniority over which may give rise to an actual, perceived or potential conflict of interest, including the perception of favourable treatment.
- + We do not use funds, property or information belonging to Goodman or our customers for personal benefit, or help others to do so.

If you are unsure of whether you have a personal conflict of interest you are encouraged to speak with your manager, HR, Legal, or Risk Executive.

Key policies and more information

- + Conflicts of Interest Policy.

9. Strive to be a great team member

We value those who aspire to be great team members – people who are determined and motivated by excellence and those who follow this Code, and its principles, our key policies and live and breathe our values. Managers are also expected to lead with integrity and consistently role model our expectations.

