

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001

Name of entity:	BT Investment Management Limited
ABN:	28 126 385 822
Date:	29 December 2011

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director:	Bradley John Cooper
Date of last notice:	24 December 2010

Part 1 - Change of Director's relevant interests in securities

Direct or indirect interest:	Direct	Direct	Direct	Direct
Nature of indirect interest (including registered holder):	-	-	-	-
Date of change:	21 December 2011	(No change)	21 December 2011	(No change)
No. of securities held prior to change:	111,433	22,045	80,378	196,785
Class:	Fully paid ordinary shares in Westpac Banking Corporation (WBC)	Rights to acquire WBC fully paid ordinary shares	Rights to acquire WBC fully paid ordinary shares	Options to acquire WBC fully paid ordinary shares
Number acquired:	43,222	-	75,813	-
Number disposed:	0	-	-	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$20.36 per share	-	Nil exercise price	-
No. of securities held after change:	154,655	22,045 (No change)	156,191	196,785 (No change)
Nature of change: Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Awarded under the WBC Restricted Share Plan	-	Awarded under the WBC Reward Plan	-

+ See chapter 19 for defined terms.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract:	-
Nature of interest:	-
Name of registered holder (if issued securities):	-
Date of change:	-
No. and class of securities to which interest related prior to change: Note: Details are only required for a contract in relation to which the interest has changed	-
Interest acquired:	-
Interest disposed:	-
Value/Consideration: Note: If consideration is non-cash, provide details and an estimated valuation	-
Interest after change:	-

Part 3 – Closed period

Were the interests in the securities or contracts detailed above traded during a closed period where prior written clearance was required?	No.
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable.
If prior written clearance was provided, on what date was this provided?	Not applicable.

+ See chapter 19 for defined terms.