

---

## Form 605

Corporations Law  
Section 671B

### Notice of ceasing to be a substantial holder

---

To Company Name/Scheme FLEETWOOD CORPORATION LIMITED

ACN/ARSN ABN 69 009 205 261

#### 1. Details of substantial holder(1)

Name WESTPAC BANKING CORPORATION (WBC) and its associated companies listed in Annexure 'A'

ACN/ARSN (if applicable) ABN 33 007 457 141

The holder ceased to be a substantial holder on 24/05/2012

The previous notice was given to the company on 12/07/2011

The previous notice was dated 8/07/2011

#### 2. Changes in relevant interests

Particulars of each change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
24/05/2012	WBC & its Associates Westpac Financial Services Group Limited (WFSG), Westpac RE Limited, BT Funds Management Limited, Advance Asset Management Limited, Asgard Capital Management Limited, BT Funds Management No.2 Limited, BT Investment Management (RE) Limited	See Schedule	See Schedule	See Schedule	See Schedule

#### 3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to the voting interests of the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

#### 4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Westpac Banking Corporation (WBC)	Level 20, Westpac Place, 275 Kent St, Sydney NSW 2000
Westpac Financial Services Group Limited (WFSGL)	Level 20, Westpac Place, 275 Kent St, Sydney NSW 2000
Westpac RE Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Advance Asset Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Asgard Capital Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management No.2 Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (RE) Limited	Level 15, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
FLEETWOOD CORPORATION LIMITED	Fleetwood Corporation Limited (FWD) 21 Regal Place EAST PERTH WA 6004  Tel: +61 08 9323 3300 Fax: +61 08 9202 1106

#### Signature

print name Tim Hartin capacity Company Secretary

sign here \_\_\_\_\_ date 28/5/2012

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.
- (2) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Law.
- (3) See the definition of “associate” in section 9 of the Corporations Law.
- (4) Include details of:
  - (a) Any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) Any qualification of the power of a person to exercise, control the exercise of, the voting powers or disposal of the securities which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).See the definition of “relevant agreement” in section 9 of the Corporations Law.
- (5) Details of the consideration must include any and all benefits, money and other that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

SCHEDULE 2

Sales & Purchases for the period : 9/07/2011 to 24/05/2012  
SECURITY: FWD

---

**Advance Asset Management Limited**

---

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
19/07/2011	HSBC Custody Nominees (Australia) Limited.	4,572	50,749.20
31/08/2011	HSBC Custody Nominees (Australia) Limited.	1,000	10,840.00
2/09/2011	HSBC Custody Nominees (Australia) Limited.	500	5,365.00
5/09/2011	HSBC Custody Nominees (Australia) Limited.	1,500	16,080.00
26/09/2011	HSBC Custody Nominees (Australia) Limited.	-1,200	-13,164.00
26/09/2011	HSBC Custody Nominees (Australia) Limited.	-2,800	-30,716.00
30/09/2011	HSBC Custody Nominees (Australia) Limited.	5,991	63,384.78
30/09/2011	HSBC Custody Nominees (Australia) Limited.	11,845	134,203.85
15/12/2011	HSBC Custody Nominees (Australia) Limited.	-4,236	-52,314.60
15/12/2011	HSBC Custody Nominees (Australia) Limited.	-3,500	-42,630.00
15/12/2011	HSBC Custody Nominees (Australia) Limited.	-1,000	-12,180.00
15/12/2011	HSBC Custody Nominees (Australia) Limited.	-3,264	-40,310.40
15/12/2011	HSBC Custody Nominees (Australia) Limited.	-764	-9,305.52
16/12/2011	HSBC Custody Nominees (Australia) Limited.	-7,500	-91,800.00
20/12/2011	HSBC Custody Nominees (Australia) Limited.	-4,500	-54,315.00
21/12/2011	HSBC Custody Nominees (Australia) Limited.	-2,764	-33,914.28
21/12/2011	HSBC Custody Nominees (Australia) Limited.	-2,236	-27,435.72
22/12/2011	HSBC Custody Nominees (Australia) Limited.	-2,240	-27,305.60
23/12/2011	HSBC Custody Nominees (Australia) Limited.	-2,360	-28,768.40
8/02/2012	HSBC Custody Nominees (Australia) Limited.	-2,500	-30,425.00
10/02/2012	HSBC Custody Nominees (Australia) Limited.	-6,600	-80,784.00
13/02/2012	HSBC Custody Nominees (Australia) Limited.	-1,500	-18,435.00
13/02/2012	HSBC Custody Nominees (Australia) Limited.	-364	-4,462.64
13/02/2012	HSBC Custody Nominees (Australia) Limited.	-1,036	-12,701.36
14/02/2012	HSBC Custody Nominees (Australia) Limited.	-800	-10,072.00
20/02/2012	HSBC Custody Nominees (Australia) Limited.	-4,000	-51,840.00
22/02/2012	HSBC Custody Nominees (Australia) Limited.	13	169.13
23/03/2012	HSBC Custody Nominees (Australia) Limited.	-6,500	-76,700.00
30/03/2012	HSBC Custody Nominees (Australia) Limited.	2,931	35,787.51
12/04/2012	HSBC Custody Nominees (Australia) Limited.	4,383	53,560.26
18/04/2012	HSBC Custody Nominees (Australia) Limited.	3,464	44,789.52
18/04/2012	HSBC Custody Nominees (Australia) Limited.	1,250	15,937.50
19/04/2012	HSBC Custody Nominees (Australia) Limited.	660	8,626.20
19/04/2012	HSBC Custody Nominees (Australia) Limited.	21,282	280,922.40
19/04/2012	HSBC Custody Nominees (Australia) Limited.	5,000	66,100.00
24/04/2012	HSBC Custody Nominees (Australia) Limited.	2,594	34,162.98
26/04/2012	HSBC Custody Nominees (Australia) Limited.	62	810.34
27/04/2012	HSBC Custody Nominees (Australia) Limited.	39	514.02
30/04/2012	HSBC Custody Nominees (Australia) Limited.	65	853.45
	<b>Total</b>	<b>5,487</b>	<b>73,276.62</b>
	<b>Advance Asset Management Limited Total :</b>	<b>5,487</b>	<b>73,276.62</b>

---

**BT Funds Management Limited**

---

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
25/07/2011	BT Portfolio Services Limited	-800	-9,491.68
26/07/2011	BT Portfolio Services Limited	900	10,656.36
27/07/2011	BT Portfolio Services Limited	1,500	17,803.65

9/08/2011	BT Portfolio Services Limited	425	4,226.84
17/08/2011	BT Portfolio Services Limited	-1,620	-17,637.91
18/08/2011	BT Portfolio Services Limited	3,150	34,429.50
18/08/2011	BT Portfolio Services Limited	-3,150	-34,429.50
8/09/2011	BT Portfolio Services Limited	450	4,954.86
19/09/2011	BT Portfolio Services Limited	907	10,022.35
19/09/2011	BT Portfolio Services Limited	-907	-10,022.35
4/10/2011	BT Portfolio Services Limited	2,150	24,158.91
4/10/2011	BT Portfolio Services Limited	550	6,203.51
7/10/2011	BT Portfolio Services Limited	840	10,032.37
7/10/2011	BT Portfolio Services Limited	-3,158	-37,074.92
10/10/2011	BT Portfolio Services Limited	500	5,911.35
10/10/2011	BT Portfolio Services Limited	208	2,495.44
11/10/2011	BT Portfolio Services Limited	-615	-7,257.55
17/10/2011	BT Portfolio Services Limited	670	8,009.31
24/10/2011	BT Portfolio Services Limited	1,665	20,016.30
24/10/2011	BT Portfolio Services Limited	450	5,499.36
25/10/2011	BT Portfolio Services Limited	675	8,035.07
28/10/2011	BT Portfolio Services Limited	-577	-6,847.26
2/11/2011	BT Portfolio Services Limited	1,330	17,090.50
2/11/2011	BT Portfolio Services Limited	-1,330	-17,090.50
7/11/2011	BT Portfolio Services Limited	385	5,033.64
7/11/2011	BT Portfolio Services Limited	770	10,030.94
7/11/2011	BT Portfolio Services Limited	770	10,023.24
7/11/2011	BT Portfolio Services Limited	770	10,030.94
7/11/2011	BT Portfolio Services Limited	770	10,030.94
7/11/2011	BT Portfolio Services Limited	615	8,005.70
7/11/2011	BT Portfolio Services Limited	615	8,043.65
7/11/2011	BT Portfolio Services Limited	770	10,030.94
7/11/2011	BT Portfolio Services Limited	615	8,000.60
7/11/2011	BT Portfolio Services Limited	615	8,064.37
7/11/2011	BT Portfolio Services Limited	615	8,012.90
7/11/2011	BT Portfolio Services Limited	770	10,030.94
7/11/2011	BT Portfolio Services Limited	615	8,031.35
7/11/2011	BT Portfolio Services Limited	615	8,025.20
7/11/2011	BT Portfolio Services Limited	610	8,002.96
7/11/2011	BT Portfolio Services Limited	615	8,019.05
7/11/2011	BT Portfolio Services Limited	770	10,023.24
8/11/2011	BT Portfolio Services Limited	610	7,990.76
8/11/2011	BT Portfolio Services Limited	1,525	20,038.20
14/11/2011	BT Portfolio Services Limited	1,060	13,989.35
14/11/2011	BT Portfolio Services Limited	760	10,016.12
18/11/2011	BT Portfolio Services Limited	-435	-5,304.43
24/11/2011	BT Portfolio Services Limited	-1,668	-19,365.48
29/11/2011	BT Portfolio Services Limited	1,114	13,167.48
29/11/2011	BT Portfolio Services Limited	-1,114	-13,167.48
30/11/2011	BT Portfolio Services Limited	575	6,994.76
1/12/2011	BT Portfolio Services Limited	835	10,098.07
14/12/2011	BT Portfolio Services Limited	238	2,992.30
20/12/2011	BT Portfolio Services Limited	2,068	25,215.33
22/12/2011	BT Portfolio Services Limited	700	8,602.86
10/01/2012	BT Portfolio Services Limited	564	7,048.98
17/01/2012	BT Portfolio Services Limited	2,500	29,875.00
17/01/2012	BT Portfolio Services Limited	-1,665	-19,896.75
17/01/2012	BT Portfolio Services Limited	-835	-9,978.25
20/01/2012	BT Portfolio Services Limited	-1,521	-18,474.22
20/01/2012	BT Portfolio Services Limited	-160	-1,950.40

24/01/2012	BT Portfolio Services Limited	-737	-8,866.63
25/01/2012	BT Portfolio Services Limited	-843	-10,273.56
31/01/2012	BT Portfolio Services Limited	-330	-3,999.57
1/02/2012	BT Portfolio Services Limited	4,000	48,645.20
1/02/2012	BT Portfolio Services Limited	-370	-4,462.87
6/02/2012	BT Portfolio Services Limited	350	4,358.83
6/02/2012	BT Portfolio Services Limited	356	4,432.95
7/02/2012	BT Portfolio Services Limited	500	6,186.35
7/02/2012	BT Portfolio Services Limited	355	4,378.00
7/02/2012	BT Portfolio Services Limited	280	3,438.34
13/02/2012	BT Portfolio Services Limited	1,000	12,347.50
14/02/2012	BT Portfolio Services Limited	475	6,089.26
14/02/2012	BT Portfolio Services Limited	990	12,581.22
14/02/2012	BT Portfolio Services Limited	555	7,030.63
15/02/2012	BT Portfolio Services Limited	390	4,987.79
16/02/2012	BT Portfolio Services Limited	-2,068	-25,937.68
21/02/2012	BT Portfolio Services Limited	2,500	32,761.25
21/02/2012	BT Portfolio Services Limited	605	8,055.51
22/02/2012	BT Portfolio Services Limited	3,400	44,921.82
22/02/2012	BT Portfolio Services Limited	112	1,488.98
22/02/2012	BT Portfolio Services Limited	-500	-6,500.00
22/02/2012	BT Portfolio Services Limited	-500	-6,500.00
22/02/2012	BT Portfolio Services Limited	-2,500	-32,500.00
22/02/2012	BT Portfolio Services Limited	-500	-6,500.00
23/02/2012	BT Portfolio Services Limited	610	8,029.55
28/02/2012	BT Portfolio Services Limited	395	4,987.82
1/03/2012	BT Portfolio Services Limited	-2,500	-31,163.75
6/03/2012	BT Portfolio Services Limited	2,150	26,316.00
6/03/2012	BT Portfolio Services Limited	-2,150	-26,316.00
27/03/2012	BT Portfolio Services Limited	100	1,238.34
27/03/2012	BT Portfolio Services Limited	130	1,595.04
2/04/2012	BT Portfolio Services Limited	131	1,620.47
4/04/2012	BT Portfolio Services Limited	640	8,068.29
5/04/2012	BT Portfolio Services Limited	410	5,073.59
13/04/2012	BT Portfolio Services Limited	1,050	13,083.21
17/04/2012	BT Portfolio Services Limited	470	6,010.92
19/04/2012	BT Portfolio Services Limited	-800	-10,563.68
30/04/2012	BT Portfolio Services Limited	1,636	21,595.20
30/04/2012	BT Portfolio Services Limited	-1,636	-21,595.20
1/05/2012	BT Portfolio Services Limited	102	1,369.48
10/05/2012	BT Portfolio Services Limited	1,170	14,544.39
10/05/2012	BT Portfolio Services Limited	1,986	24,586.68
14/05/2012	BT Portfolio Services Limited	430	5,454.34
17/05/2012	BT Portfolio Services Limited	450	5,629.50
17/05/2012	BT Portfolio Services Limited	-450	-5,629.50
21/05/2012	BT Portfolio Services Limited	360	4,331.12
	<b>Total</b>	<b>32,873</b>	<b>419,455.94</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
27/07/2011	HSBC Custody Nominees (Australia) Limited.	-19	-223.44
27/07/2011	HSBC Custody Nominees (Australia) Limited.	-874	-10,278.24
28/07/2011	HSBC Custody Nominees (Australia) Limited.	-181	-2,108.65
1/08/2011	HSBC Custody Nominees (Australia) Limited.	-847	-9,909.90
2/08/2011	HSBC Custody Nominees (Australia) Limited.	-378	-4,441.50
5/08/2011	HSBC Custody Nominees (Australia) Limited.	-187	-2,064.48
10/08/2011	HSBC Custody Nominees (Australia) Limited.	-32	-340.48
11/08/2011	HSBC Custody Nominees (Australia) Limited.	-42	-440.58

16/09/2011	HSBC Custody Nominees (Australia) Limited.	-41	-453.46
30/09/2011	HSBC Custody Nominees (Australia) Limited.	828	8,760.24
30/09/2011	HSBC Custody Nominees (Australia) Limited.	443	4,686.94
7/10/2011	HSBC Custody Nominees (Australia) Limited.	-499	-5,893.19
7/10/2011	HSBC Custody Nominees (Australia) Limited.	-98	-1,157.38
7/10/2011	HSBC Custody Nominees (Australia) Limited.	-142	-1,677.02
10/10/2011	HSBC Custody Nominees (Australia) Limited.	-63	-733.95
10/10/2011	HSBC Custody Nominees (Australia) Limited.	-352	-4,100.80
11/10/2011	HSBC Custody Nominees (Australia) Limited.	-428	-5,007.60
11/10/2011	HSBC Custody Nominees (Australia) Limited.	-117	-1,368.90
13/10/2011	HSBC Custody Nominees (Australia) Limited.	-398	-4,744.16
13/10/2011	HSBC Custody Nominees (Australia) Limited.	-795	-9,476.40
13/10/2011	HSBC Custody Nominees (Australia) Limited.	-1,456	-17,355.52
13/10/2011	HSBC Custody Nominees (Australia) Limited.	-196	-2,336.32
13/10/2011	HSBC Custody Nominees (Australia) Limited.	-928	-11,061.76
13/10/2011	HSBC Custody Nominees (Australia) Limited.	-638	-7,604.96
13/10/2011	HSBC Custody Nominees (Australia) Limited.	-2,318	-27,630.56
13/10/2011	HSBC Custody Nominees (Australia) Limited.	-571	-6,806.32
13/10/2011	HSBC Custody Nominees (Australia) Limited.	-407	-4,851.44
14/10/2011	HSBC Custody Nominees (Australia) Limited.	-984	-11,562.00
14/10/2011	HSBC Custody Nominees (Australia) Limited.	-268	-3,149.00
17/10/2011	HSBC Custody Nominees (Australia) Limited.	-1,133	-13,301.42
17/10/2011	HSBC Custody Nominees (Australia) Limited.	-309	-3,627.66
1/11/2011	HSBC Custody Nominees (Australia) Limited.	443	5,510.92
2/11/2011	HSBC Custody Nominees (Australia) Limited.	346	4,259.26
9/11/2011	HSBC Custody Nominees (Australia) Limited.	-249	-3,219.57
14/11/2011	HSBC Custody Nominees (Australia) Limited.	-18	-235.44
17/11/2011	HSBC Custody Nominees (Australia) Limited.	-460	-5,773.00
18/11/2011	HSBC Custody Nominees (Australia) Limited.	-132	-1,622.28
1/03/2012	HSBC Custody Nominees (Australia) Limited.	-611	-7,625.28
1/03/2012	HSBC Custody Nominees (Australia) Limited.	-514	-6,414.72
1/03/2012	HSBC Custody Nominees (Australia) Limited.	-1,659	-20,704.32
2/03/2012	HSBC Custody Nominees (Australia) Limited.	-323	-4,031.04
5/03/2012	HSBC Custody Nominees (Australia) Limited.	-277	-3,426.49
6/03/2012	HSBC Custody Nominees (Australia) Limited.	-117	-1,443.78
7/03/2012	HSBC Custody Nominees (Australia) Limited.	-533	-6,454.63
8/03/2012	HSBC Custody Nominees (Australia) Limited.	-757	-9,038.58
9/03/2012	HSBC Custody Nominees (Australia) Limited.	-631	-7,641.41
12/03/2012	HSBC Custody Nominees (Australia) Limited.	-325	-3,922.75
13/03/2012	HSBC Custody Nominees (Australia) Limited.	-631	-7,584.62
14/03/2012	HSBC Custody Nominees (Australia) Limited.	-78	-964.08
14/03/2012	HSBC Custody Nominees (Australia) Limited.	-25	-309.00
14/03/2012	HSBC Custody Nominees (Australia) Limited.	-995	-12,298.20
15/03/2012	HSBC Custody Nominees (Australia) Limited.	-33	-400.29
15/03/2012	HSBC Custody Nominees (Australia) Limited.	-15	-181.95
15/03/2012	HSBC Custody Nominees (Australia) Limited.	-453	-5,494.89
15/03/2012	HSBC Custody Nominees (Australia) Limited.	-46	-557.98
16/03/2012	HSBC Custody Nominees (Australia) Limited.	-204	-2,423.52
16/03/2012	HSBC Custody Nominees (Australia) Limited.	-59	-700.92
16/03/2012	HSBC Custody Nominees (Australia) Limited.	-14	-166.32
19/03/2012	HSBC Custody Nominees (Australia) Limited.	-501	-5,856.69
19/03/2012	HSBC Custody Nominees (Australia) Limited.	-49	-572.81
19/03/2012	HSBC Custody Nominees (Australia) Limited.	-81	-946.89
20/03/2012	HSBC Custody Nominees (Australia) Limited.	-293	-3,445.68
20/03/2012	HSBC Custody Nominees (Australia) Limited.	-327	-3,845.52
21/03/2012	HSBC Custody Nominees (Australia) Limited.	-346	-4,096.64
21/03/2012	HSBC Custody Nominees (Australia) Limited.	-150	-1,776.00

<b>Total</b>	<b>-23,547</b>	<b>-283,665.02</b>
<b>BT Funds Management Limited Total :</b>	<b>9,326</b>	<b>135,790.92</b>

---

**BT Funds Management No.2 Limited**


---

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
11/07/2011	HSBC Custody Nominees (Australia) Limited.	4,514	51,820.72
12/07/2011	HSBC Custody Nominees (Australia) Limited.	5,076	57,866.40
12/07/2011	HSBC Custody Nominees (Australia) Limited.	-5,076	-57,866.40
12/07/2011	HSBC Custody Nominees (Australia) Limited.	7,076	80,666.40
13/07/2011	HSBC Custody Nominees (Australia) Limited.	2,147	24,604.62
14/07/2011	HSBC Custody Nominees (Australia) Limited.	3,062	35,274.24
15/07/2011	HSBC Custody Nominees (Australia) Limited.	1,298	14,810.18
18/07/2011	HSBC Custody Nominees (Australia) Limited.	133	1,477.63
19/07/2011	HSBC Custody Nominees (Australia) Limited.	427	4,722.62
4/08/2011	HSBC Custody Nominees (Australia) Limited.	7,360	82,947.20
5/08/2011	HSBC Custody Nominees (Australia) Limited.	7,111	78,221.00
8/08/2011	HSBC Custody Nominees (Australia) Limited.	2,818	29,645.36
9/08/2011	HSBC Custody Nominees (Australia) Limited.	3,233	31,586.41
19/08/2011	HSBC Custody Nominees (Australia) Limited.	2,395	24,812.20
20/09/2011	HSBC Custody Nominees (Australia) Limited.	-3,609	-39,590.73
20/09/2011	HSBC Custody Nominees (Australia) Limited.	-1,391	-15,259.27
27/09/2011	HSBC Custody Nominees (Australia) Limited.	-2,130	-23,834.70
27/09/2011	HSBC Custody Nominees (Australia) Limited.	-10,379	-116,141.01
30/09/2011	HSBC Custody Nominees (Australia) Limited.	15,911	168,338.38
11/10/2011	HSBC Custody Nominees (Australia) Limited.	-2,518	-29,435.42
11/10/2011	HSBC Custody Nominees (Australia) Limited.	-975	-11,397.75
11/10/2011	HSBC Custody Nominees (Australia) Limited.	-3,062	-35,794.78
11/10/2011	HSBC Custody Nominees (Australia) Limited.	-3,708	-43,346.52
18/10/2011	HSBC Custody Nominees (Australia) Limited.	-3,370	-40,372.60
19/10/2011	HSBC Custody Nominees (Australia) Limited.	-640	-7,667.20
19/10/2011	HSBC Custody Nominees (Australia) Limited.	-169	-2,024.62
19/10/2011	HSBC Custody Nominees (Australia) Limited.	-2,147	-25,721.06
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-4,649	-55,741.51
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-1,298	-15,563.02
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-1,811	-21,713.89
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-10,067	-121,206.68
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-749	-8,980.51
25/11/2011	HSBC Custody Nominees (Australia) Limited.	2,851	32,415.87
3/01/2012	HSBC Custody Nominees (Australia) Limited.	-4,998	-60,425.82
3/01/2012	HSBC Custody Nominees (Australia) Limited.	-02	-24.18
9/02/2012	HSBC Custody Nominees (Australia) Limited.	12,283	148,132.98
13/02/2012	HSBC Custody Nominees (Australia) Limited.	240	2,956.80
14/02/2012	HSBC Custody Nominees (Australia) Limited.	1,112	14,044.56
22/02/2012	HSBC Custody Nominees (Australia) Limited.	-54	-702.00
22/02/2012	HSBC Custody Nominees (Australia) Limited.	-29	-377.29
22/02/2012	HSBC Custody Nominees (Australia) Limited.	-4,063	-52,819.00
22/02/2012	HSBC Custody Nominees (Australia) Limited.	-1,372	-17,808.56
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-5,442	-70,854.84
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-5,549	-72,081.51
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-1,079	-14,048.58
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-971	-12,613.29
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-7,431	-96,751.62
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-01	-13.08
24/04/2012	HSBC Custody Nominees (Australia) Limited.	-2,692	-35,211.36
24/04/2012	HSBC Custody Nominees (Australia) Limited.	-1,966	-25,715.28



7/05/2012	HSBC Custody Nominees (Australia) Limited.	-3,641	-45,949.42
8/05/2012	HSBC Custody Nominees (Australia) Limited.	-501	-6,327.63
9/05/2012	HSBC Custody Nominees (Australia) Limited.	-240	-2,973.60
9/05/2012	HSBC Custody Nominees (Australia) Limited.	-1,968	-24,659.04
10/05/2012	HSBC Custody Nominees (Australia) Limited.	-4,169	-51,487.15
11/05/2012	HSBC Custody Nominees (Australia) Limited.	-28	-346.92
11/05/2012	HSBC Custody Nominees (Australia) Limited.	-2,948	-36,525.72
17/05/2012	HSBC Custody Nominees (Australia) Limited.	-1,191	-14,470.65
17/05/2012	HSBC Custody Nominees (Australia) Limited.	-8,338	-101,306.70
18/05/2012	HSBC Custody Nominees (Australia) Limited.	-4,340	-51,255.40
22/05/2012	HSBC Custody Nominees (Australia) Limited.	-933	-11,186.67
22/05/2012	HSBC Custody Nominees (Australia) Limited.	-4,802	-57,672.02
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-781	-9,153.32
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-3,702	-43,387.44
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-13	-153.66
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-1,926	-22,572.72
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-2,934	-34,503.84
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-42	-494.34
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-2,994	-35,089.68
	<b>Total</b>	<b>-59,841</b>	<b>-796,276.43</b>

**BT Funds Management No.2 Limited Total : -59,841 -796,276.43**

---

**BT Investment Management (RE) Limited**

---

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
11/07/2011	Australia and New Zealand Banking Group Limited	453	5,200.44
12/07/2011	Australia and New Zealand Banking Group Limited	502	5,722.80
12/07/2011	Australia and New Zealand Banking Group Limited	-502	-5,722.80
12/07/2011	Australia and New Zealand Banking Group Limited	502	5,722.80
13/07/2011	Australia and New Zealand Banking Group Limited	300	3,438.00
14/07/2011	Australia and New Zealand Banking Group Limited	378	4,354.56
15/07/2011	Australia and New Zealand Banking Group Limited	226	2,578.66
18/07/2011	Australia and New Zealand Banking Group Limited	126	1,399.86
19/07/2011	Australia and New Zealand Banking Group Limited	151	1,670.06
4/08/2011	Australia and New Zealand Banking Group Limited	749	8,441.23
5/08/2011	Australia and New Zealand Banking Group Limited	727	7,997.00
9/08/2011	Australia and New Zealand Banking Group Limited	283	2,764.91
11/08/2011	Australia and New Zealand Banking Group Limited	58	603.20
19/08/2011	Australia and New Zealand Banking Group Limited	365	3,781.40
27/09/2011	Australia and New Zealand Banking Group Limited	-75	-839.25
27/09/2011	Australia and New Zealand Banking Group Limited	-123	-1,376.37
27/09/2011	Australia and New Zealand Banking Group Limited	-903	-10,104.57

30/09/2011	Australia and New Zealand Banking Group Limited	1,396	14,769.68
11/10/2011	Australia and New Zealand Banking Group Limited	-467	-5,459.23
11/10/2011	Australia and New Zealand Banking Group Limited	-369	-4,313.61
24/10/2011	Australia and New Zealand Banking Group Limited	-341	-4,105.64
24/10/2011	Australia and New Zealand Banking Group Limited	-143	-1,714.57
24/10/2011	Australia and New Zealand Banking Group Limited	-145	-1,738.55
25/10/2011	Australia and New Zealand Banking Group Limited	-115	-1,385.75
27/10/2011	Australia and New Zealand Banking Group Limited	-295	-3,537.05
28/10/2011	Australia and New Zealand Banking Group Limited	-74	-889.48
9/02/2012	Australia and New Zealand Banking Group Limited	672	8,104.32
10/02/2012	Australia and New Zealand Banking Group Limited	1,533	18,871.23
13/02/2012	Australia and New Zealand Banking Group Limited	181	2,229.92
14/02/2012	Australia and New Zealand Banking Group Limited	842	10,634.46
22/02/2012	Australia and New Zealand Banking Group Limited	-176	-2,288.00
22/02/2012	Australia and New Zealand Banking Group Limited	-706	-9,178.00
22/02/2012	Australia and New Zealand Banking Group Limited	-493	-6,409.00
22/02/2012	Australia and New Zealand Banking Group Limited	-490	-6,360.20
22/02/2012	Australia and New Zealand Banking Group Limited	-97	-1,261.00
22/02/2012	Australia and New Zealand Banking Group Limited	-10	-130.10
23/02/2012	Australia and New Zealand Banking Group Limited	-35	-455.70
23/02/2012	Australia and New Zealand Banking Group Limited	-651	-8,476.02
23/02/2012	Australia and New Zealand Banking Group Limited	-330	-4,286.70
23/02/2012	Australia and New Zealand Banking Group Limited	-20	-260.40
19/04/2012	Australia and New Zealand Banking Group Limited	-248	-3,283.52
19/04/2012	Australia and New Zealand Banking Group Limited	-127	-1,681.48
19/04/2012	Australia and New Zealand Banking Group Limited	-253	-3,349.72
19/04/2012	Australia and New Zealand Banking Group Limited	-1,296	-17,159.04
24/04/2012	Australia and New Zealand Banking Group Limited	-404	-5,284.32
7/05/2012	Australia and New Zealand Banking Group Limited	-159	-2,006.58
8/05/2012	Australia and New Zealand Banking Group Limited	-40	-505.20
9/05/2012	Australia and New Zealand Banking Group Limited	-157	-1,967.21
10/05/2012	Australia and New Zealand Banking Group	-368	-4,544.80

	Limited		
23/05/2012	Australia and New Zealand Banking Group Limited	-433	-5,187.34
23/05/2012	Australia and New Zealand Banking Group Limited	-874	-10,470.52
23/05/2012	Australia and New Zealand Banking Group Limited	-343	-4,109.14
23/05/2012	Australia and New Zealand Banking Group Limited	-308	-3,689.84
24/05/2012	Australia and New Zealand Banking Group Limited	-201	-2,355.72
24/05/2012	Australia and New Zealand Banking Group Limited	-03	-35.16
24/05/2012	Australia and New Zealand Banking Group Limited	-569	-6,668.68
24/05/2012	Australia and New Zealand Banking Group Limited	-04	-47.08
24/05/2012	Australia and New Zealand Banking Group Limited	-06	-70.32
24/05/2012	Australia and New Zealand Banking Group Limited	-63	-738.36
24/05/2012	Australia and New Zealand Banking Group Limited	-01	-11.82
24/05/2012	Australia and New Zealand Banking Group Limited	-24	-281.28
24/05/2012	Australia and New Zealand Banking Group Limited	-270	-3,175.20
	<b>Total</b>	<b>-3,267</b>	<b>-48,629.79</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
16/08/2011	BNP Fund Services Australasia Pty Limited	17,322	188,116.92
16/08/2011	BNP Fund Services Australasia Pty Limited	11,518	125,661.38
30/08/2011	BNP Fund Services Australasia Pty Limited	9,670	106,370.00
30/09/2011	BNP Fund Services Australasia Pty Limited	1,117	11,829.03
14/12/2011	BNP Fund Services Australasia Pty Limited	671	8,333.82
21/12/2011	BNP Fund Services Australasia Pty Limited	-641	-7,903.53
18/04/2012	BNP Fund Services Australasia Pty Limited	5,166	67,003.02
19/04/2012	BNP Fund Services Australasia Pty Limited	7,791	102,997.02
4/05/2012	BNP Fund Services Australasia Pty Limited	-8,947	-118,368.81
9/05/2012	BNP Fund Services Australasia Pty Limited	-1,930	-23,912.70
9/05/2012	BNP Fund Services Australasia Pty Limited	-3,260	-40,391.40
10/05/2012	BNP Fund Services Australasia Pty Limited	-6,014	-74,272.90
11/05/2012	BNP Fund Services Australasia Pty Limited	-1,595	-19,762.05
	<b>Total</b>	<b>30,868</b>	<b>325,699.80</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
16/08/2011	Citicorp Nominees Pty Limited	30,650	332,859.00
16/08/2011	Citicorp Nominees Pty Limited	20,378	222,323.98
30/08/2011	Citicorp Nominees Pty Limited	17,369	191,059.00
30/09/2011	Citicorp Nominees Pty Limited	1,977	20,916.66
14/12/2011	Citicorp Nominees Pty Limited	1,191	14,792.22
21/12/2011	Citicorp Nominees Pty Limited	1,137	14,019.21
18/04/2012	Citicorp Nominees Pty Limited	11,110	144,096.70
19/04/2012	Citicorp Nominees Pty Limited	16,753	221,474.66
4/05/2012	Citicorp Nominees Pty Limited	-17,522	-231,816.06
9/05/2012	Citicorp Nominees Pty Limited	-2,856	-35,385.84
9/05/2012	Citicorp Nominees Pty Limited	-6,932	-85,887.48
10/05/2012	Citicorp Nominees Pty Limited	-11,409	-140,901.15
11/05/2012	Citicorp Nominees Pty Limited	-3,112	-38,557.68

**Total** **58,734** **628,993.22**

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
11/07/2011	HSBC Custody Nominees (Australia) Limited.	23,978	275,267.44
12/07/2011	HSBC Custody Nominees (Australia) Limited.	26,387	300,811.80
12/07/2011	HSBC Custody Nominees (Australia) Limited.	30,387	346,411.80
12/07/2011	HSBC Custody Nominees (Australia) Limited.	-26,387	-300,811.80
13/07/2011	HSBC Custody Nominees (Australia) Limited.	8,728	100,022.88
14/07/2011	HSBC Custody Nominees (Australia) Limited.	12,666	145,912.32
15/07/2011	HSBC Custody Nominees (Australia) Limited.	5,073	57,882.93
18/07/2011	HSBC Custody Nominees (Australia) Limited.	59	655.49
19/07/2011	HSBC Custody Nominees (Australia) Limited.	1,324	14,643.44
4/08/2011	HSBC Custody Nominees (Australia) Limited.	31,160	351,173.20
5/08/2011	HSBC Custody Nominees (Australia) Limited.	30,086	330,946.00
8/08/2011	HSBC Custody Nominees (Australia) Limited.	36,225	381,087.00
9/08/2011	HSBC Custody Nominees (Australia) Limited.	16,924	165,347.48
19/08/2011	HSBC Custody Nominees (Australia) Limited.	15,226	157,741.36
27/09/2011	HSBC Custody Nominees (Australia) Limited.	-5,852	-65,483.88
27/09/2011	HSBC Custody Nominees (Australia) Limited.	-37,550	-420,184.50
30/09/2011	HSBC Custody Nominees (Australia) Limited.	69,591	736,272.78
11/10/2011	HSBC Custody Nominees (Australia) Limited.	-26,389	-308,487.41
11/10/2011	HSBC Custody Nominees (Australia) Limited.	-10,864	-127,000.16
18/10/2011	HSBC Custody Nominees (Australia) Limited.	-3,121	-37,389.58
19/10/2011	HSBC Custody Nominees (Australia) Limited.	-1,263	-15,130.74
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-5,190	-62,487.60
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-9,314	-112,140.56
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-5,172	-62,012.28
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-12,666	-152,498.64
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-11,508	-138,556.32
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-18,788	-225,268.12
24/10/2011	HSBC Custody Nominees (Australia) Limited.	-8,728	-104,648.72
25/10/2011	HSBC Custody Nominees (Australia) Limited.	-1,414	-17,038.70
27/10/2011	HSBC Custody Nominees (Australia) Limited.	-14,281	-171,229.19
28/10/2011	HSBC Custody Nominees (Australia) Limited.	-3,163	-38,019.26
25/11/2011	HSBC Custody Nominees (Australia) Limited.	31,022	352,720.14
9/02/2012	HSBC Custody Nominees (Australia) Limited.	74,124	893,935.44
13/02/2012	HSBC Custody Nominees (Australia) Limited.	657	8,094.24
14/02/2012	HSBC Custody Nominees (Australia) Limited.	3,051	38,534.13
22/02/2012	HSBC Custody Nominees (Australia) Limited.	-171	-2,224.71
22/02/2012	HSBC Custody Nominees (Australia) Limited.	-24,495	-318,435.00
22/02/2012	HSBC Custody Nominees (Australia) Limited.	-6,120	-79,437.60
22/02/2012	HSBC Custody Nominees (Australia) Limited.	-2,040	-26,479.20
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-02	-26.18
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-12,689	-165,210.78
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-14,298	-185,731.02
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-13,654	-177,365.46
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-4,624	-60,204.48
23/02/2012	HSBC Custody Nominees (Australia) Limited.	-42,507	-553,441.14
24/04/2012	HSBC Custody Nominees (Australia) Limited.	-32,505	-425,165.40
24/04/2012	HSBC Custody Nominees (Australia) Limited.	-86	-1,124.88
7/05/2012	HSBC Custody Nominees (Australia) Limited.	-11,518	-145,357.16
8/05/2012	HSBC Custody Nominees (Australia) Limited.	-2,146	-27,103.98
9/05/2012	HSBC Custody Nominees (Australia) Limited.	-8,439	-105,740.67
10/05/2012	HSBC Custody Nominees (Australia) Limited.	-10,331	-127,587.85
10/05/2012	HSBC Custody Nominees (Australia) Limited.	-8,451	-104,369.85
11/05/2012	HSBC Custody Nominees (Australia) Limited.	-13,282	-164,563.98
17/05/2012	HSBC Custody Nominees (Australia) Limited.	-28,057	-340,892.55

17/05/2012	HSBC Custody Nominees (Australia) Limited.	-13,467	-163,624.05
18/05/2012	HSBC Custody Nominees (Australia) Limited.	-20,018	-236,412.58
22/05/2012	HSBC Custody Nominees (Australia) Limited.	-3,873	-46,437.27
22/05/2012	HSBC Custody Nominees (Australia) Limited.	-11,032	-132,494.32
22/05/2012	HSBC Custody Nominees (Australia) Limited.	-8,890	-106,768.90
23/05/2012	HSBC Custody Nominees (Australia) Limited.	-1,005	-12,039.90
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-13,228	-155,561.28
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-36,793	-431,213.96
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-215	-2,528.40
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-190	-2,236.30
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-3,580	-41,957.60
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-59	-697.38
24/05/2012	HSBC Custody Nominees (Australia) Limited.	-2,701	-31,655.72

**Total** **-135,448** **2,075,017.14**

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
16/08/2011	IAG Nominees Limited	5,413	58,785.18
16/08/2011	IAG Nominees Limited	3,599	39,265.09
16/08/2011	IAG Nominees Limited	8,207	89,128.02
16/08/2011	IAG Nominees Limited	5,456	59,524.96
30/08/2011	IAG Nominees Limited	3,017	33,187.00
30/08/2011	IAG Nominees Limited	4,574	50,314.00
30/09/2011	IAG Nominees Limited	349	3,695.91
30/09/2011	IAG Nominees Limited	529	5,602.11
28/10/2011	IAG Nominees Limited	-1,314	-15,597.18
14/12/2011	IAG Nominees Limited	210	2,608.20
14/12/2011	IAG Nominees Limited	-2,269	-28,180.98
21/12/2011	IAG Nominees Limited	299	3,686.67
21/12/2011	IAG Nominees Limited	-1,237	-15,252.21
18/04/2012	IAG Nominees Limited	3,969	51,477.93
18/04/2012	IAG Nominees Limited	3,564	46,225.08
19/04/2012	IAG Nominees Limited	5,985	79,121.70
19/04/2012	IAG Nominees Limited	5,373	71,031.06
4/05/2012	IAG Nominees Limited	-287	-3,797.01
4/05/2012	IAG Nominees Limited	-3,599	-47,614.77
4/05/2012	IAG Nominees Limited	-636	-8,414.28
4/05/2012	IAG Nominees Limited	-3,245	-42,931.35
9/05/2012	IAG Nominees Limited	-2,250	-27,877.50
9/05/2012	IAG Nominees Limited	-2,259	-27,989.01
10/05/2012	IAG Nominees Limited	-2,610	-32,233.50
10/05/2012	IAG Nominees Limited	-2,617	-32,319.95
11/05/2012	IAG Nominees Limited	-266	-3,295.74
11/05/2012	IAG Nominees Limited	-418	-5,179.02
11/05/2012	IAG Nominees Limited	-86	-1,065.54
11/05/2012	IAG Nominees Limited	-598	-7,409.22
<b>Total</b>		<b>26,853</b>	<b>294,495.65</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
16/08/2011	National Australia Bank Limited	5,086	55,233.96
16/08/2011	National Australia Bank Limited	3,381	36,886.71
16/08/2011	National Australia Bank Limited	33,322	361,876.92
16/08/2011	National Australia Bank Limited	22,156	241,721.96
30/08/2011	National Australia Bank Limited	2,840	31,240.00
30/08/2011	National Australia Bank Limited	18,613	204,743.00
30/09/2011	National Australia Bank Limited	328	3,470.24
30/09/2011	National Australia Bank Limited	2,149	22,736.42

9/11/2011	National Australia Bank Limited	-22,156	-286,920.20
9/11/2011	National Australia Bank Limited	-2,149	-27,829.55
9/11/2011	National Australia Bank Limited	-33,322	-431,519.90
9/11/2011	National Australia Bank Limited	-18,613	-241,038.35
14/12/2011	National Australia Bank Limited	197	2,446.74
21/12/2011	National Australia Bank Limited	442	5,449.86
18/04/2012	National Australia Bank Limited	2,055	26,653.35
19/04/2012	National Australia Bank Limited	3,098	40,955.56
4/05/2012	National Australia Bank Limited	-2,963	-39,200.49
9/05/2012	National Australia Bank Limited	-418	-5,179.02
9/05/2012	National Australia Bank Limited	-1,300	-16,107.00
10/05/2012	National Australia Bank Limited	-1,991	-24,588.85
11/05/2012	National Australia Bank Limited	-527	-6,529.53
	<b>Total</b>	<b>10,228</b>	<b>-45,498.17</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
11/07/2011	National Australian Custodian Services	3,585	41,155.80
11/07/2011	National Australian Custodian Services	1,863	21,387.24
11/07/2011	National Australian Custodian Services	1,009	11,583.32
12/07/2011	National Australian Custodian Services	3,963	45,178.20
12/07/2011	National Australian Custodian Services	2,059	23,472.60
12/07/2011	National Australian Custodian Services	1,113	12,688.20
12/07/2011	National Australian Custodian Services	3,963	45,178.20
12/07/2011	National Australian Custodian Services	-3,963	-45,178.20
12/07/2011	National Australian Custodian Services	2,059	23,472.60
12/07/2011	National Australian Custodian Services	-2,059	-23,472.60
12/07/2011	National Australian Custodian Services	-1,113	-12,688.20
12/07/2011	National Australian Custodian Services	1,113	12,688.20
13/07/2011	National Australian Custodian Services	2,517	28,844.82
13/07/2011	National Australian Custodian Services	1,305	14,955.30
13/07/2011	National Australian Custodian Services	634	7,265.64
14/07/2011	National Australian Custodian Services	3,135	36,115.20
14/07/2011	National Australian Custodian Services	1,626	18,731.52
14/07/2011	National Australian Custodian Services	805	9,273.60
15/07/2011	National Australian Custodian Services	1,943	22,189.06
15/07/2011	National Australian Custodian Services	1,007	11,489.87
15/07/2011	National Australian Custodian Services	476	5,435.92
18/07/2011	National Australian Custodian Services	1,155	12,832.05
18/07/2011	National Australian Custodian Services	598	6,643.78
18/07/2011	National Australian Custodian Services	259	2,877.49
19/07/2011	National Australian Custodian Services	1,354	14,975.24
19/07/2011	National Australian Custodian Services	701	7,753.06
19/07/2011	National Australian Custodian Services	313	3,461.78
4/08/2011	National Australian Custodian Services	6,039	68,059.53
4/08/2011	National Australian Custodian Services	3,135	35,331.45
4/08/2011	National Australian Custodian Services	1,606	18,099.62
5/08/2011	National Australian Custodian Services	5,870	64,570.00
5/08/2011	National Australian Custodian Services	3,047	33,517.00
5/08/2011	National Australian Custodian Services	1,559	17,149.00
8/08/2011	National Australian Custodian Services	124	1,304.48
9/08/2011	National Australian Custodian Services	1,949	19,041.73
9/08/2011	National Australian Custodian Services	1,023	9,994.71
9/08/2011	National Australian Custodian Services	767	7,493.59
11/08/2011	National Australian Custodian Services	440	4,576.00
11/08/2011	National Australian Custodian Services	233	2,423.20
11/08/2011	National Australian Custodian Services	128	1,331.20
19/08/2011	National Australian Custodian Services	2,857	29,598.52

19/08/2011	National Australian Custodian Services	1,488	15,415.68
19/08/2011	National Australian Custodian Services	795	8,236.20
27/09/2011	National Australian Custodian Services	-536	-5,997.84
27/09/2011	National Australian Custodian Services	-7,076	-79,180.44
27/09/2011	National Australian Custodian Services	-963	-10,775.97
27/09/2011	National Australian Custodian Services	-279	-3,122.01
27/09/2011	National Australian Custodian Services	-500	-5,595.00
27/09/2011	National Australian Custodian Services	-3,676	-41,134.44
27/09/2011	National Australian Custodian Services	-145	-1,622.55
27/09/2011	National Australian Custodian Services	-265	-2,965.35
27/09/2011	National Australian Custodian Services	-1,951	-21,831.69
30/09/2011	National Australian Custodian Services	10,982	116,189.56
30/09/2011	National Australian Custodian Services	5,704	60,348.32
30/09/2011	National Australian Custodian Services	3,029	32,046.82
11/10/2011	National Australian Custodian Services	-2,253	-26,337.57
11/10/2011	National Australian Custodian Services	-3,709	-43,358.21
11/10/2011	National Australian Custodian Services	-1,172	-13,700.68
11/10/2011	National Australian Custodian Services	-1,926	-22,514.94
11/10/2011	National Australian Custodian Services	-1,025	-11,982.25
11/10/2011	National Australian Custodian Services	-622	-7,271.18
24/10/2011	National Australian Custodian Services	-1,758	-21,078.42
24/10/2011	National Australian Custodian Services	-514	-6,162.86
24/10/2011	National Australian Custodian Services	-2,689	-32,348.67
24/10/2011	National Australian Custodian Services	-911	-10,922.89
24/10/2011	National Australian Custodian Services	-1,397	-16,819.88
24/10/2011	National Australian Custodian Services	-269	-3,225.31
24/10/2011	National Australian Custodian Services	-740	-8,902.20
24/10/2011	National Australian Custodian Services	-141	-1,690.59
24/10/2011	National Australian Custodian Services	-485	-5,815.15
25/10/2011	National Australian Custodian Services	-913	-11,001.65
25/10/2011	National Australian Custodian Services	-476	-5,735.80
25/10/2011	National Australian Custodian Services	-250	-3,012.50
27/10/2011	National Australian Custodian Services	-2,348	-28,152.52
27/10/2011	National Australian Custodian Services	-1,222	-14,651.78
27/10/2011	National Australian Custodian Services	-639	-7,661.61
28/10/2011	National Australian Custodian Services	-604	-7,260.08
28/10/2011	National Australian Custodian Services	-316	-3,798.32
28/10/2011	National Australian Custodian Services	-158	-1,899.16
9/02/2012	National Australian Custodian Services	5,346	64,526.22
9/02/2012	National Australian Custodian Services	2,781	33,538.86
9/02/2012	National Australian Custodian Services	1,467	17,706.69
10/02/2012	National Australian Custodian Services	12,659	155,832.29
10/02/2012	National Australian Custodian Services	6,578	80,975.18
10/02/2012	National Australian Custodian Services	3,495	43,023.45
13/02/2012	National Australian Custodian Services	1,480	18,233.60
13/02/2012	National Australian Custodian Services	769	9,474.08
13/02/2012	National Australian Custodian Services	408	5,026.56
14/02/2012	National Australian Custodian Services	6,870	86,768.10
14/02/2012	National Australian Custodian Services	3,569	45,076.47
14/02/2012	National Australian Custodian Services	1,896	23,946.48
22/02/2012	National Australian Custodian Services	-82	-1,066.82
22/02/2012	National Australian Custodian Services	-3,938	-51,075.86
22/02/2012	National Australian Custodian Services	-605	-7,865.00
22/02/2012	National Australian Custodian Services	-1,816	-23,608.00
22/02/2012	National Australian Custodian Services	-5,537	-71,981.00
22/02/2012	National Australian Custodian Services	-3,864	-50,232.00
22/02/2012	National Australian Custodian Services	-43	-559.43

22/02/2012	National Australian Custodian Services	-2,007	-26,091.00
22/02/2012	National Australian Custodian Services	-935	-12,155.00
22/02/2012	National Australian Custodian Services	-2,876	-37,388.00
22/02/2012	National Australian Custodian Services	-322	-4,186.00
22/02/2012	National Australian Custodian Services	-2,045	-26,544.10
22/02/2012	National Australian Custodian Services	-1,527	-19,851.00
22/02/2012	National Australian Custodian Services	-519	-6,747.00
22/02/2012	National Australian Custodian Services	-23	-299.23
22/02/2012	National Australian Custodian Services	-1,065	-13,845.00
22/02/2012	National Australian Custodian Services	-150	-1,950.00
22/02/2012	National Australian Custodian Services	-1,086	-14,085.42
23/02/2012	National Australian Custodian Services	-315	-4,101.30
23/02/2012	National Australian Custodian Services	-116	-1,510.32
23/02/2012	National Australian Custodian Services	-2,604	-33,825.96
23/02/2012	National Australian Custodian Services	-5,143	-66,961.86
23/02/2012	National Australian Custodian Services	-2,672	-34,789.44
23/02/2012	National Australian Custodian Services	-1,353	-17,575.47
23/02/2012	National Australian Custodian Services	-68	-885.36
23/02/2012	National Australian Custodian Services	-156	-2,031.12
23/02/2012	National Australian Custodian Services	-1,418	-18,462.36
23/02/2012	National Australian Custodian Services	-104	-1,354.08
23/02/2012	National Australian Custodian Services	-15	-195.30
23/02/2012	National Australian Custodian Services	-718	-9,326.82
24/04/2012	National Australian Custodian Services	-1,981	-25,911.48
24/04/2012	National Australian Custodian Services	-1,851	-24,211.08
24/04/2012	National Australian Custodian Services	-2,044	-26,735.52
24/04/2012	National Australian Custodian Services	-974	-12,739.92
24/04/2012	National Australian Custodian Services	-1,029	-13,459.32
24/04/2012	National Australian Custodian Services	-1,053	-13,773.24
24/04/2012	National Australian Custodian Services	-580	-7,586.40
24/04/2012	National Australian Custodian Services	-546	-7,141.68
24/04/2012	National Australian Custodian Services	-502	-6,566.16
7/05/2012	National Australian Custodian Services	-1,256	-15,850.72
7/05/2012	National Australian Custodian Services	-653	-8,240.86
7/05/2012	National Australian Custodian Services	-346	-4,366.52
8/05/2012	National Australian Custodian Services	-329	-4,155.27
8/05/2012	National Australian Custodian Services	-171	-2,159.73
8/05/2012	National Australian Custodian Services	-91	-1,149.33
9/05/2012	National Australian Custodian Services	-1,292	-16,188.76
9/05/2012	National Australian Custodian Services	-671	-8,407.63
9/05/2012	National Australian Custodian Services	-356	-4,460.68
10/05/2012	National Australian Custodian Services	-3,036	-37,494.60
10/05/2012	National Australian Custodian Services	-1,577	-19,475.95
10/05/2012	National Australian Custodian Services	-838	-10,349.30
11/05/2012	National Australian Custodian Services	-2,090	-25,895.10
11/05/2012	National Australian Custodian Services	-1,085	-13,443.15
11/05/2012	National Australian Custodian Services	-576	-7,136.64
17/05/2012	National Australian Custodian Services	-310	-3,766.50
17/05/2012	National Australian Custodian Services	-6,285	-76,362.75
17/05/2012	National Australian Custodian Services	-149	-1,810.35
17/05/2012	National Australian Custodian Services	-3,275	-39,791.25
17/05/2012	National Australian Custodian Services	-1,734	-21,068.10
17/05/2012	National Australian Custodian Services	-94	-1,142.10
18/05/2012	National Australian Custodian Services	-3,250	-38,382.50
18/05/2012	National Australian Custodian Services	-1,688	-19,935.28
18/05/2012	National Australian Custodian Services	-897	-10,593.57
22/05/2012	National Australian Custodian Services	-07	-84.07



22/05/2012	National Australian Custodian Services	-602	-7,211.96
22/05/2012	National Australian Custodian Services	-3,093	-37,146.93
22/05/2012	National Australian Custodian Services	-313	-3,752.87
22/05/2012	National Australian Custodian Services	-11	-132.11
22/05/2012	National Australian Custodian Services	-1,597	-19,179.97
22/05/2012	National Australian Custodian Services	-14	-168.14
22/05/2012	National Australian Custodian Services	-168	-2,012.64
22/05/2012	National Australian Custodian Services	-849	-10,196.49
23/05/2012	National Australian Custodian Services	-425	-5,087.25
23/05/2012	National Australian Custodian Services	-239	-2,863.22
23/05/2012	National Australian Custodian Services	-109	-1,304.73
24/05/2012	National Australian Custodian Services	-10	-118.20
24/05/2012	National Australian Custodian Services	-168	-1,968.96
24/05/2012	National Australian Custodian Services	-32	-376.64
24/05/2012	National Australian Custodian Services	-317	-3,727.92
24/05/2012	National Australian Custodian Services	-597	-6,996.84
24/05/2012	National Australian Custodian Services	-1,925	-22,638.00
24/05/2012	National Australian Custodian Services	-6,420	-75,242.40
24/05/2012	National Australian Custodian Services	-05	-59.10
24/05/2012	National Australian Custodian Services	-16	-188.32
24/05/2012	National Australian Custodian Services	-175	-2,058.00
24/05/2012	National Australian Custodian Services	-309	-3,621.48
24/05/2012	National Australian Custodian Services	-986	-11,595.36
24/05/2012	National Australian Custodian Services	-3,309	-38,781.48
24/05/2012	National Australian Custodian Services	-102	-1,195.44
24/05/2012	National Australian Custodian Services	-03	-35.46
24/05/2012	National Australian Custodian Services	-09	-105.93
24/05/2012	National Australian Custodian Services	-527	-6,197.52
24/05/2012	National Australian Custodian Services	-165	-1,933.80
24/05/2012	National Australian Custodian Services	-91	-1,070.16
24/05/2012	National Australian Custodian Services	-1,766	-20,697.52
24/05/2012	National Australian Custodian Services	-50	-586.00
	<b>Total</b>	<b>-22,555</b>	<b>-379,000.83</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
11/07/2011	National Nominees Limited	1,147	13,167.56
12/07/2011	National Nominees Limited	1,262	14,386.80
12/07/2011	National Nominees Limited	-1,262	-14,386.80
12/07/2011	National Nominees Limited	1,262	14,386.80
13/07/2011	National Nominees Limited	583	6,681.18
14/07/2011	National Nominees Limited	770	8,870.40
15/07/2011	National Nominees Limited	409	4,670.78
18/07/2011	National Nominees Limited	170	1,888.70
19/07/2011	National Nominees Limited	230	2,543.80
4/08/2011	National Nominees Limited	1,651	18,606.77
5/08/2011	National Nominees Limited	1,600	17,600.00
8/08/2011	National Nominees Limited	833	8,763.16
9/08/2011	National Nominees Limited	821	8,021.17
11/08/2011	National Nominees Limited	141	1,466.40
19/08/2011	National Nominees Limited	874	9,054.64
27/09/2011	National Nominees Limited	-2,145	-24,002.55
27/09/2011	National Nominees Limited	-292	-3,267.48
27/09/2011	National Nominees Limited	-160	-1,790.40
30/09/2011	National Nominees Limited	3,329	35,220.82
11/10/2011	National Nominees Limited	-1,127	-13,174.63
11/10/2011	National Nominees Limited	-685	-8,007.65
24/10/2011	National Nominees Limited	-167	-2,002.33

24/10/2011	National Nominees Limited	-526	-6,306.74
24/10/2011	National Nominees Limited	-820	-9,864.60
25/10/2011	National Nominees Limited	-266	-3,205.30
27/10/2011	National Nominees Limited	-714	-8,560.86
28/10/2011	National Nominees Limited	-185	-2,223.70
9/02/2012	National Nominees Limited	1,621	19,565.47
10/02/2012	National Nominees Limited	3,836	47,221.16
13/02/2012	National Nominees Limited	448	5,519.36
14/02/2012	National Nominees Limited	2,082	26,295.66
22/02/2012	National Nominees Limited	-1,194	-15,486.18
22/02/2012	National Nominees Limited	-1,171	-15,223.00
22/02/2012	National Nominees Limited	-1,679	-21,827.00
22/02/2012	National Nominees Limited	-546	-7,098.00
22/02/2012	National Nominees Limited	-25	-325.25
22/02/2012	National Nominees Limited	-186	-2,418.00
23/02/2012	National Nominees Limited	-789	-10,249.11
23/02/2012	National Nominees Limited	-38	-494.76
23/02/2012	National Nominees Limited	-93	-1,210.86
23/02/2012	National Nominees Limited	-1,558	-20,285.16
24/04/2012	National Nominees Limited	-567	-7,416.36
24/04/2012	National Nominees Limited	-601	-7,861.08
24/04/2012	National Nominees Limited	-619	-8,096.52
7/05/2012	National Nominees Limited	-381	-4,808.22
8/05/2012	National Nominees Limited	-100	-1,263.00
9/05/2012	National Nominees Limited	-392	-4,911.76
10/05/2012	National Nominees Limited	-920	-11,362.00
11/05/2012	National Nominees Limited	-631	-7,818.09
17/05/2012	National Nominees Limited	-1,920	-23,328.00
17/05/2012	National Nominees Limited	-90	-1,093.50
18/05/2012	National Nominees Limited	-986	-11,644.66
22/05/2012	National Nominees Limited	-921	-11,061.21
22/05/2012	National Nominees Limited	-28	-336.28
22/05/2012	National Nominees Limited	-184	-2,204.32
23/05/2012	National Nominees Limited	-114	-1,364.58
24/05/2012	National Nominees Limited	-571	-6,714.96
24/05/2012	National Nominees Limited	-03	-35.46
24/05/2012	National Nominees Limited	-181	-2,121.32
24/05/2012	National Nominees Limited	-110	-1,293.60
24/05/2012	National Nominees Limited	-10	-117.70
24/05/2012	National Nominees Limited	-64	-750.08
24/05/2012	National Nominees Limited	-1,936	-22,689.92
	<b>Total</b>	<b>-3,888</b>	<b>-65,772.35</b>
	<b>BT Investment Management (RE) Limited Total</b>		<b>-</b>
	:	<b>-38,475</b>	<b>1,364,729.61</b>

---

#### Westpac RE Limited

---

Date	Registered Company	Quantity	Value
18/04/2012	HSBC Custody Nominees (Australia) Limited.	5,137	66,421.41
19/04/2012	HSBC Custody Nominees (Australia) Limited.	31,558	416,565.60
19/04/2012	HSBC Custody Nominees (Australia) Limited.	978	12,782.46
24/04/2012	HSBC Custody Nominees (Australia) Limited.	3,848	50,678.16
23/05/2012	HSBC Custody Nominees (Australia) Limited.	6,100	73,078.00
	<b>Total</b>	<b>47,621</b>	<b>619,525.63</b>
	<b>Westpac RE Limited Total :</b>	<b>47,621</b>	<b>619,525.63</b>

## ANNEXURE A – ASSOCIATED COMPANIES

This is annexure 'A' (being 4 pages) referred to in Form 605, Notice of ceasing to be a substantial holder, lodged for Westpac and its associated entities

Tim Hartin – Company Secretary WBC – 24/05/2012

Westpac Banking Corporation	Australia	St.George Business Finance Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	St.George Custodial Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	St.George Equity Finance Limited	Australia
1925 Advances Pty Limited	Australia	St.George Finance Holdings Limited	Australia
A.G.C. (Pacific) Limited	Papua New ea	St.George Finance Limited	Australia
Advance Asset Management Limited	Australia	St.George Financial Investments 1 Pty Limited	Australia
Altitude Administration Pty Limited	Australia	St.George Financial Services Limited	Australia
Altitude Rewards Pty Limited	Australia	St.George Group Holdings Pty Limited	Australia
Aotearoa Financial Services Limited	New Zealand	St.George Insurance Australia Pty Limited	Australia
Ascalon Capital Managers Limited	Australia	St.George Life Limited	Australia
Ascalon Funds Seed Pool Trust	Australia	St.George Motor Finance Limited	Australia
Ascalon Funds Seed Pool Trust No. 2	Australia	Hastings Forestry Investments Limited	New Zealand
Asgard Capital Management Limited	Australia	HLT Custodian Trust	New Zealand
Asgard Wealth Solutions Limited	Australia	MIF Custodian Trust	New Zealand
Assirt Software Pty Limited	Australia	Number 120 Limited1	New Zealand
Athena Finance Pty Limited	Australia	St.George New Zealand Limited	New Zealand
Australian Infrastructure Fund International 1 Limited	Australia	Hastings Funds Management (UK) Limited	UK
Australian Loan Processing Security Company Limited	Australia	Hastings Advisers LLC	USA
Australian Loan Processing Security Trust	Australia	Hastings Funds Management (USA) Inc.	USA
Autodirect Pty Limited	Australia	Hastings Investment Capital LP	USA
Beech Trust	Australia	Hastings Investment LLC	USA
Belliston Pty Limited	Australia	Southern Cross Inc.	USA
Bill Acceptance Corporation Limited	Australia	St.George Procurement Management Pty Limited	Australia
BLE Capital Investments Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
BLE Capital Limited	Australia	St.George Wealth Management Pty Limited	Australia
BLE Development Pty Limited	Australia	St.George WEL Pty. Limited	Australia
BLE Holdings Pty Limited	Australia	Sydney Capital Corp Inc	USA
BT (Queensland) Pty Limited	Australia	Tasman LLC	USA
BT Australia Pty Limited	Australia	Tasman Pacific Investments Pty Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	Tavarua Funding Trust III	USA
BT Financial Group Pty Limited	Australia	Tavarua Funding Trust IV	USA
BT Funds Management (NZ) Limited	New Zealand	TBNZ Investments (UK) Limited	UK
BT Funds Management Limited	Australia	Teuton Pty Limited	Australia
BT Funds Management No.2 Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Investment Management (RE) Limited	Australia	The Mortgage Company Pty Limited	Australia
BT Investment Management Limited	Australia	The Warehouse Financial Services Limited	New Zealand
BT Investment Management No.2 Limited	Australia	TIF International 1 Pty Limited	Australia

BT Life Limited	Australia	TPC Services Australia Pty Limited	Australia
BT Portfolio Services Limited	Australia	Value Nominees Pty Limited	Australia
BT Securities Limited	Australia	W1 Investments Pty Limited	Australia
Canberra Advance Property Limited	Australia	Waratah Receivables Corp Pty Limited	Australia
Castlereagh Trust	Australia	Waratah Securities Australia Limited	Australia
CBA Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
Challenge Finance Pty Limited	Australia	Westpac Administration Pty Limited	Australia
Challenge Limited	Australia	Westpac Altitude Rewards Trust	Australia
Codrington S.a.r.l.	Luxembourg	Westpac Americas Inc.	USA
Crusade ABS Series 2008-1	Australia	Westpac Asian Lending Pty Limited	Australia
Crusade ABS Series 2008-2	Australia	Westpac Asset Services Pty Limited	Australia
Crusade CP Management Pty Limited	Australia	Westpac Bank of Tonga	Tonga
Crusade CP No.1 Pty Limited	Australia	Westpac Bank Samoa Limited	Samoa
Crusade CP Trust No. 41	Australia	Westpac Bank-PNG-Limited	Papua New 1ea
Crusade CP Trust No. 44	Australia	Westpac Capital Corporation	USA
Crusade CP Trust No. 48	Australia	Westpac Capital Holdings Inc.	USA
Crusade CP Trust No. 49	Australia	Westpac Capital Trust III	USA
Crusade CP Trust No. 50	Australia	Westpac Capital Trust IV	USA
Crusade CP Trust No. 52	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade CP Trust No. 53	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Trust No. 54	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 55	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Crusade CP Trust No. 56	Australia	Westpac NZ Covered Bond Limited	New Zealand
Crusade CP Trust No. 57	Australia	Westpac Custodian Nominees Limited	Australia
Crusade CP Trust No. 58	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 60	Australia	Westpac Delta LLC	USA
Crusade Euro Trust 1E of 2004	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Equipment Finance Limited	Australia
Crusade Global Trust 1 of 2003	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Global Trust 1 of 2004	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Global Trust 1 of 2005	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 1 of 2006	Australia	Westpac Europe Limited	UK
Crusade Global Trust 1 of 2007	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 2 of 2003	Australia	Westpac Financial Consultants Limited	Australia
Crusade Global Trust 2 of 2004	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Global Trust 2 of 2005	Australia	Westpac Financial Services Group Limited	Australia
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Crusade Management Limited	Australia	Westpac Financial Services Limited	Australia
Crusade Trust 1A of 2005	Australia	Westpac Funding Holdings Pty Limited	Australia
Crusade Trust 2P of 2008	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Danaby Pty Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Enfield Downs Pty Limited	Australia	Westpac General Insurance Limited	Australia

eQR Securities Pty. Limited (formerly Pact ountants Investment Group Pty Limited)	Australia	Westpac General Insurance Services Limited	Australia
FAI No. 2 Trust	Australia	Westpac Group Investment-NZ-Limited	New Zealand
First Residential Property Trust	Australia	Westpac Group Investments Australia Pty Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand
Gemini Trust	Australia	Westpac Investment Capital Corporation	USA
General Credit Holdings Pty Limited	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Investment Vehicle No.3 Pty Limited	Australia
Halcyon Securities Limited	Australia	Westpac Investment Vehicle No.4 Pty Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
Hastings Funds Management Limited	Australia	Westpac Investments U.K. Limited	UK
Hastings Group Pty Limited	Australia	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Management Pty Limited	Australia	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac Life Insurance Services Limited	Australia
Hastings Private Equity Fund IIB Pty Limited	Australia	Westpac Life-NZ-Limited	New Zealand
Hickory Trust	Australia	Westpac Matching Gifts Limited	Australia
Hitton Pty Limited	Australia	Westpac New Zealand Group Limited	New Zealand
Infrastructure Australia (No.3) Limited	Australia	Westpac New Zealand Limited	New Zealand
Infrastructure Australia (No.4) Limited	Australia	Westpac Nominees-NZ-Limited	New Zealand
Magnitude Group Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
Mortgage Management Limited	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
Nationwide Management Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
Net Nominees Limited	Australia	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Oakjet Pty Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Oniston Pty Limited	Australia	Westpac Pacific Limited Partnership	Australia
Orion Trust	Australia	Westpac Private Equity Pty Limited	Australia
Packaging Properties 1 Pty Limited	Australia	Westpac Properties Limited	Australia
Packaging Properties 2 Pty Limited	Australia	Westpac RE Limited	Australia
Packaging Properties 3 Pty Limited	Australia	Westpac Residential Property Trust	Australia
Partnership Pacific Limited	Australia	Westpac Residential Real Estate Investment Trust I	Australia
Partnership Pacific Securities Limited	Australia	Westpac Residential Real Estate Investment Trust II	Australia
Pashley Investments Pty Limited	Australia	Westpac Securities Administration Limited	Australia
Phoenix Trust	Australia	Westpac Securities Inc.	USA
Qvalent Pty Limited	Australia	Westpac Securities Limited	Australia
RAMS Financial Group Pty Limited	Australia	Westpac Securities NZ Limited	New Zealand
Real Estate Investment Trust B	Australia	Westpac Securitisation Holdings Pty Limited	Australia
RESI-Statewide Mortgage Corporation Pty ited	Australia	Westpac Securitisation Management Pty Limited	Australia
RMS Warehouse Trust 2007-1	Australia	Westpac Singapore Limited	Singapore
Sallmoor Pty Limited	Australia	Westpac Structured Products Limited	Australia
Securitor Financial Group Limited	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand

Series 2005-1G WST Trust	Australia	Westpac Syndications Management Pty Limited	Australia
Series 2007-1G WST Trust	Australia	Westpac Term PIE Fund	New Zealand
Series 2008-1M WST Trust	Australia	Westpac TPS Trust	Australia
Series 2009-1 WST Trust	Australia	Westpac Unit Trust	Australia
Series 2011-1 WST Trust	Australia	Westpac USA Inc.	USA
Sixty Martin Place (Holdings) Pty Limited	Australia	WFAL No.1 Loan Trust	Australia
St.George APL Pty Limited	Australia		

Note: Westpac retains 60% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (60%)	Australia
--	-----------

BT Investment Mangement (RE) Limited (Subsidiary of BT Investment Management Limited)	Australia
---	-----------

a