

15 January 2013

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam,

Notice of Initial Substantial Holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Initial Substantial Holder (Form 603) in respect of Charter Hall Group.

A notice in substantially the same terms will also be lodged with the ASX on behalf of Westpac Banking Corporation (WBC).

Yours faithfully,

Chris Millard
Company Secretary

Form 603

Corporations Law
Section 671B

Notice of initial substantial holder

To Company Name/Scheme CHARTER HALL GROUP

ACN/ARSN ABN 57 113 531 150

1. Details of substantial holder(1)

Name BT Investment Management Limited (BTT)

ACN/ARSN (if applicable) ABN 28 126 385 822

The holder became a substantial holder on 11/01/2013

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's votes (5)	Voting power (6)
ORDINARY SHARES	15,172,671	15,172,671	5.08%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Registered holder of securities	Nature of relevant interest (6)	Number of securities
Advance Asset Management Limited	HSBC Custody Nominees (Australia) Limited.	Advance Asset Management Ltd is the RE of various unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	795,582
Asgard Capital Management Limited	ASGARD Capital Management Limited	Asgard Capital Management Limited ABN 92 009 279 592 AFSL 240695 RSE Licence L0001946 is the trustee, administrator and custodian of all Asgard superannuation entities, the (Hillross) PortfolioCare Retirement Plan and the BEACON	4,250

		Superannuation Plan. In those capacities, Asgard has the power to exercise the right to vote attached to, and to dispose of, the securities held by these entities.	
BT Funds Management Limited	BT Portfolio Services Limited	BT Funds Management Limited is the manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	95,408
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	BT Funds Management No 2 Limited is or may be the Manager of various Superannuation funds, Institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	515,916
BT Investment Management (RE) Limited	Australia and New Zealand Banking Group Limited National Nominees Limited JP Morgan Chase Bank National Australian Custodian Services Citicorp Nominees Pty Limited HSBC Custody Nominees (Australia) Limited.	BT Investment Management (RE) Limited is the RE and fund manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	12,129,607
Westpac Financial Services Group Limited	HSBC Custody Nominees (Australia) Limited.	Westpac Financial Services Group Limited Registered Holder of Securities. ABN: 50 000 326 312	1,097,758
Westpac RE Limited	HSBC Custody Nominees (Australia) Limited.	Westpac RE Pty Limited is the manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise	534,150

		the power to vote or dispose of the shares.	
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4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder (8)	Class and number of securities
Asgard Capital Management Limited	See Schedule	See Schedule	
BT Funds Management Limited	See Schedule	See Schedule	
BT Funds Management No.2 Limited	See Schedule	See Schedule	
Westpac RE Limited	See Schedule	See Schedule	
Advance Asset Management Limited	See Schedule	See Schedule	
Westpac Financial Services Group Limited	See Schedule	See Schedule	
BT Investment Management (RE) Limited	See Schedule	See Schedule	

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
WBC & associates	See Schedule	See Schedule		

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

7. 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 (WFSG)	Level 20, Westpac Place, 275 Kent St, Sydney NSW 2000
Asgard Capital Management 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
BT Funds Management No.2 Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac RE 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
Westpac Financial Services Group Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (RE) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
CHARTER HALL GROUP	Charter Hall Group (CHC) Level 11, 333 George Street Sydney, NSW 2000 Tel: 02 8908 4000 Fax: 02 8908 4040

Signature

print name Chris Millard capacity Company Secretary

sign here _____ date 15/1/2013

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 6 of the form.
- (2) See the definition of “associate” in section 9 of the Corporations Law.
- (3) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Law.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person’s votes divided by the total votes in the body corporate scheme multiplied by 100.
- (7) 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 with a statement by the person giving full and accurate 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, or influence the exercise of, the voting powers or disposal of the securities to 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.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write “unknown”.
- (9) 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.

SCHEDULE

Sales & Purchases for the period : 11/09/2012 to 11/01/2013
SECURITY: CHC

Advance Asset Management Limited

Date	Registered Company	Quantity	Value
21/09/2012	HSBC Custody Nominees (Australia) Limited.	13,747	37,666.78
21/09/2012	HSBC Custody Nominees (Australia) Limited.	-5,751	-15,815.25
24/09/2012	HSBC Custody Nominees (Australia) Limited.	3,437	9,451.75
25/09/2012	HSBC Custody Nominees (Australia) Limited.	3,437	9,623.60
26/09/2012	HSBC Custody Nominees (Australia) Limited.	4,034	11,133.84
27/09/2012	HSBC Custody Nominees (Australia) Limited.	1,146	3,254.64
28/09/2012	HSBC Custody Nominees (Australia) Limited.	2,062	5,897.32
2/10/2012	HSBC Custody Nominees (Australia) Limited.	9,165	26,120.25
3/10/2012	HSBC Custody Nominees (Australia) Limited.	4,829	13,762.65
4/10/2012	HSBC Custody Nominees (Australia) Limited.	3,041	8,636.44
5/10/2012	HSBC Custody Nominees (Australia) Limited.	2,559	7,344.33
8/10/2012	HSBC Custody Nominees (Australia) Limited.	1,146	3,243.18
9/10/2012	HSBC Custody Nominees (Australia) Limited.	1,857	5,236.74
10/10/2012	HSBC Custody Nominees (Australia) Limited.	6,873	19,656.78
10/10/2012	HSBC Custody Nominees (Australia) Limited.	-2,244	-6,507.60
11/10/2012	HSBC Custody Nominees (Australia) Limited.	11,455	33,448.60
12/10/2012	HSBC Custody Nominees (Australia) Limited.	4,582	12,967.06
15/10/2012	HSBC Custody Nominees (Australia) Limited.	2,864	8,133.76
18/10/2012	HSBC Custody Nominees (Australia) Limited.	4,473	13,016.43
23/10/2012	HSBC Custody Nominees (Australia) Limited.	8,699	26,792.92
23/10/2012	HSBC Custody Nominees (Australia) Limited.	309	957.90
23/10/2012	HSBC Custody Nominees (Australia) Limited.	214	661.26
23/10/2012	HSBC Custody Nominees (Australia) Limited.	499	1,536.92
24/10/2012	HSBC Custody Nominees (Australia) Limited.	594	1,847.34
30/11/2012	HSBC Custody Nominees (Australia) Limited.	5,241	16,509.15
	Total	88,268	254,576.79
Advance Asset Management Limited Total :		88,268	254,576.79

BT Funds Management Limited

Date	Registered Company	Quantity	Value
15/11/2012	BT Portfolio Services Limited	-12,000	-37,284.00
27/11/2012	BT Portfolio Services Limited	-2,500	-7,724.00
27/11/2012	BT Portfolio Services Limited	-1,375	-4,193.75
13/12/2012	BT Portfolio Services Limited	1,521	5,010.02
	Total	-14,354	-44,191.73
BT Funds Management Limited Total :		-14,354	-44,191.73

BT Funds Management No.2 Limited

Date	Registered Company	Quantity	Value
18/12/2012	HSBC Custody Nominees (Australia) Limited.	46,045	154,250.75
19/12/2012	HSBC Custody Nominees (Australia) Limited.	56,276	189,087.36
20/12/2012	HSBC Custody Nominees (Australia) Limited.	60,252	202,446.72
24/12/2012	HSBC Custody Nominees (Australia) Limited.	1,228	3,991.00

31/12/2012	HSBC Custody Nominees (Australia) Limited.	86	280.36
3/01/2013	HSBC Custody Nominees (Australia) Limited.	10,839	35,335.14
4/01/2013	HSBC Custody Nominees (Australia) Limited.	11,546	38,332.72
7/01/2013	HSBC Custody Nominees (Australia) Limited.	69,789	235,886.82
7/01/2013	HSBC Custody Nominees (Australia) Limited.	386	1,300.82
8/01/2013	HSBC Custody Nominees (Australia) Limited.	78,434	262,753.90
9/01/2013	HSBC Custody Nominees (Australia) Limited.	13,287	43,448.49
9/01/2013	HSBC Custody Nominees (Australia) Limited.	5,802	18,798.48
10/01/2013	HSBC Custody Nominees (Australia) Limited.	84,232	273,754.00
11/01/2013	HSBC Custody Nominees (Australia) Limited.	25,905	84,191.25
11/01/2013	HSBC Custody Nominees (Australia) Limited.	51,809	168,379.25
	Total	515,916	1,712,237.06

BT Funds Management No.2 Limited Total : 515,916 1,712,237.06

BT Investment Management (RE) Limited

Date	Registered Company	Quantity	Value
18/12/2012	Australia and New Zealand Banking Group Limited	4,447	14,897.45
19/12/2012	Australia and New Zealand Banking Group Limited	5,435	18,261.60
20/12/2012	Australia and New Zealand Banking Group Limited	5,819	19,551.84
24/12/2012	Australia and New Zealand Banking Group Limited	119	386.75
31/12/2012	Australia and New Zealand Banking Group Limited	08	26.08
3/01/2013	Australia and New Zealand Banking Group Limited	1,047	3,413.22
4/01/2013	Australia and New Zealand Banking Group Limited	1,115	3,701.80
7/01/2013	Australia and New Zealand Banking Group Limited	6,740	22,781.20
7/01/2013	Australia and New Zealand Banking Group Limited	37	124.69
8/01/2013	Australia and New Zealand Banking Group Limited	7,574	25,372.90
9/01/2013	Australia and New Zealand Banking Group Limited	167	541.08
9/01/2013	Australia and New Zealand Banking Group Limited	382	1,249.14
10/01/2013	Australia and New Zealand Banking Group Limited	6,500	21,125.00
11/01/2013	Australia and New Zealand Banking Group Limited	2,873	9,337.25
11/01/2013	Australia and New Zealand Banking Group Limited	5,747	18,677.75
	Total	48,010	159,447.75

Date	Registered Company	Quantity	Value
12/09/2012	Citicorp Nominees Pty Limited	63,000	175,770.00
13/09/2012	Citicorp Nominees Pty Limited	91,727	255,918.33
21/09/2012	Citicorp Nominees Pty Limited	125,323	339,625.33
10/10/2012	Citicorp Nominees Pty Limited	8,154	23,646.60
31/10/2012	Citicorp Nominees Pty Limited	145,000	462,550.00
6/11/2012	Citicorp Nominees Pty Limited	-17,132	-53,280.52

6/11/2012	Citicorp Nominees Pty Limited	-5,232	-16,271.52
7/11/2012	Citicorp Nominees Pty Limited	-39,760	-125,641.60
8/11/2012	Citicorp Nominees Pty Limited	-21,441	-66,895.92
8/11/2012	Citicorp Nominees Pty Limited	-08	-24.96
9/11/2012	Citicorp Nominees Pty Limited	-901	-2,802.11
9/11/2012	Citicorp Nominees Pty Limited	-27,738	-86,265.18
10/12/2012	Citicorp Nominees Pty Limited	-421	-1,368.25
10/12/2012	Citicorp Nominees Pty Limited	-2,042	-6,636.50
10/12/2012	Citicorp Nominees Pty Limited	-6,977	-22,675.25
10/12/2012	Citicorp Nominees Pty Limited	-14,205	-46,166.25
11/12/2012	Citicorp Nominees Pty Limited	-9,019	-29,041.18
11/12/2012	Citicorp Nominees Pty Limited	-18,408	-59,273.76
11/12/2012	Citicorp Nominees Pty Limited	-7,702	-24,800.44
11/12/2012	Citicorp Nominees Pty Limited	-5,538	-17,832.36
11/12/2012	Citicorp Nominees Pty Limited	-296	-953.12
12/12/2012	Citicorp Nominees Pty Limited	-22,634	-74,013.18
13/12/2012	Citicorp Nominees Pty Limited	-4,847	-15,849.69
13/12/2012	Citicorp Nominees Pty Limited	-6,320	-20,666.40
Total		222,583	587,052.07

Date	Registered Company	Quantity	Value
12/09/2012	HSBC Custody Nominees (Australia) Limited.	-33,249	-92,432.22
18/09/2012	HSBC Custody Nominees (Australia) Limited.	-25,269	-68,984.37
18/09/2012	HSBC Custody Nominees (Australia) Limited.	-66,692	-182,069.16
18/09/2012	HSBC Custody Nominees (Australia) Limited.	-5,230	-14,277.90
18/09/2012	HSBC Custody Nominees (Australia) Limited.	-512	-1,397.76
18/09/2012	HSBC Custody Nominees (Australia) Limited.	-88,086	-240,474.78
18/09/2012	HSBC Custody Nominees (Australia) Limited.	-202	-551.46
18/09/2012	HSBC Custody Nominees (Australia) Limited.	-21,362	-58,318.26
21/09/2012	HSBC Custody Nominees (Australia) Limited.	400,824	1,086,233.04
4/10/2012	HSBC Custody Nominees (Australia) Limited.	-19,150	-54,194.50
10/10/2012	HSBC Custody Nominees (Australia) Limited.	-8,154	-23,646.60
12/10/2012	HSBC Custody Nominees (Australia) Limited.	-20,587	-58,055.34
12/10/2012	HSBC Custody Nominees (Australia) Limited.	-2,068	-5,831.76
12/10/2012	HSBC Custody Nominees (Australia) Limited.	-53,873	-151,921.86
12/10/2012	HSBC Custody Nominees (Australia) Limited.	-71	-200.22
12/10/2012	HSBC Custody Nominees (Australia) Limited.	-13,330	-37,590.60
12/10/2012	HSBC Custody Nominees (Australia) Limited.	-48,800	-137,616.00
12/10/2012	HSBC Custody Nominees (Australia) Limited.	-42,466	-119,754.12
19/10/2012	HSBC Custody Nominees (Australia) Limited.	84,841	250,280.95
19/10/2012	HSBC Custody Nominees (Australia) Limited.	7,570	22,028.70
30/10/2012	HSBC Custody Nominees (Australia) Limited.	-60,000	-186,600.00
31/10/2012	HSBC Custody Nominees (Australia) Limited.	-60,000	-190,200.00
2/11/2012	HSBC Custody Nominees (Australia) Limited.	-45,000	-139,950.00
6/11/2012	HSBC Custody Nominees (Australia) Limited.	-93,230	-289,945.30
6/11/2012	HSBC Custody Nominees (Australia) Limited.	-29,235	-90,920.85
6/11/2012	HSBC Custody Nominees (Australia) Limited.	-4,906	-15,257.66
6/11/2012	HSBC Custody Nominees (Australia) Limited.	-50,646	-157,509.06
7/11/2012	HSBC Custody Nominees (Australia) Limited.	-70,011	-221,234.76
7/11/2012	HSBC Custody Nominees (Australia) Limited.	-76,830	-242,782.80
7/11/2012	HSBC Custody Nominees (Australia) Limited.	-1,661	-5,248.76
7/11/2012	HSBC Custody Nominees (Australia) Limited.	-10,402	-32,870.32
7/11/2012	HSBC Custody Nominees (Australia) Limited.	-55,702	-176,018.32
8/11/2012	HSBC Custody Nominees (Australia) Limited.	-16,260	-50,731.20

8/11/2012	HSBC Custody Nominees (Australia) Limited.	-102,556	-319,974.72
8/11/2012	HSBC Custody Nominees (Australia) Limited.	-39,894	-124,469.28
9/11/2012	HSBC Custody Nominees (Australia) Limited.	-93,556	-290,959.16
9/11/2012	HSBC Custody Nominees (Australia) Limited.	-26,056	-81,034.16
9/11/2012	HSBC Custody Nominees (Australia) Limited.	-4,047	-12,586.17
9/11/2012	HSBC Custody Nominees (Australia) Limited.	-2,990	-9,298.90
9/11/2012	HSBC Custody Nominees (Australia) Limited.	-40	-124.40
9/11/2012	HSBC Custody Nominees (Australia) Limited.	-88,571	-275,455.81
12/11/2012	HSBC Custody Nominees (Australia) Limited.	-14,592	-45,089.28
12/11/2012	HSBC Custody Nominees (Australia) Limited.	-48,442	-149,685.78
13/11/2012	HSBC Custody Nominees (Australia) Limited.	-177,775	-538,658.25
15/11/2012	HSBC Custody Nominees (Australia) Limited.	-102,333	-316,208.97
15/11/2012	HSBC Custody Nominees (Australia) Limited.	-34,825	-107,609.25
15/11/2012	HSBC Custody Nominees (Australia) Limited.	-63,007	-194,691.63
27/11/2012	HSBC Custody Nominees (Australia) Limited.	-48,263	-151,545.82
27/11/2012	HSBC Custody Nominees (Australia) Limited.	-27,520	-86,412.80
28/11/2012	HSBC Custody Nominees (Australia) Limited.	-33,345	-104,369.85
29/11/2012	HSBC Custody Nominees (Australia) Limited.	-1,668	-5,237.52
29/11/2012	HSBC Custody Nominees (Australia) Limited.	-951	-2,986.14
29/11/2012	HSBC Custody Nominees (Australia) Limited.	-10,843	-34,047.02
30/11/2012	HSBC Custody Nominees (Australia) Limited.	-4,794	-15,005.22
10/12/2012	HSBC Custody Nominees (Australia) Limited.	-110,097	-357,815.25
10/12/2012	HSBC Custody Nominees (Australia) Limited.	-47,314	-153,770.50
10/12/2012	HSBC Custody Nominees (Australia) Limited.	-32,776	-106,522.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-35,026	-113,133.98
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-54,175	-174,443.50
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-2,135	-6,874.70
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-67,794	-218,296.68
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-11,764	-37,880.08
12/12/2012	HSBC Custody Nominees (Australia) Limited.	-8,887	-29,060.49
12/12/2012	HSBC Custody Nominees (Australia) Limited.	-7,621	-24,920.67
12/12/2012	HSBC Custody Nominees (Australia) Limited.	-92,451	-302,314.77
12/12/2012	HSBC Custody Nominees (Australia) Limited.	-23,752	-77,669.04
12/12/2012	HSBC Custody Nominees (Australia) Limited.	-3,576	-11,693.52
12/12/2012	HSBC Custody Nominees (Australia) Limited.	-42,572	-139,210.44
12/12/2012	HSBC Custody Nominees (Australia) Limited.	-7,477	-24,449.79
12/12/2012	HSBC Custody Nominees (Australia) Limited.	-912	-2,982.24
13/12/2012	HSBC Custody Nominees (Australia) Limited.	-53,756	-175,782.12
13/12/2012	HSBC Custody Nominees (Australia) Limited.	-16,511	-53,825.86
13/12/2012	HSBC Custody Nominees (Australia) Limited.	-38,625	-126,303.75
18/12/2012	HSBC Custody Nominees (Australia) Limited.	221,889	743,328.15
19/12/2012	HSBC Custody Nominees (Australia) Limited.	271,188	911,191.68
20/12/2012	HSBC Custody Nominees (Australia) Limited.	290,352	975,582.72
20/12/2012	HSBC Custody Nominees (Australia) Limited.	-20,926	-70,102.10
21/12/2012	HSBC Custody Nominees (Australia) Limited.	-4,730	-15,561.70
24/12/2012	HSBC Custody Nominees (Australia) Limited.	5,916	19,227.00
31/12/2012	HSBC Custody Nominees (Australia) Limited.	414	1,349.64
3/01/2013	HSBC Custody Nominees (Australia) Limited.	52,230	170,269.80
4/01/2013	HSBC Custody Nominees (Australia) Limited.	55,642	184,731.44
7/01/2013	HSBC Custody Nominees (Australia) Limited.	336,314	1,136,741.32
7/01/2013	HSBC Custody Nominees (Australia) Limited.	1,858	6,261.46
8/01/2013	HSBC Custody Nominees (Australia) Limited.	377,969	1,266,196.15
9/01/2013	HSBC Custody Nominees (Australia) Limited.	63,798	208,619.46
9/01/2013	HSBC Custody Nominees (Australia) Limited.	27,861	90,269.64

10/01/2013	HSBC Custody Nominees (Australia) Limited.	405,490	1,317,842.50
11/01/2013	HSBC Custody Nominees (Australia) Limited.	127,547	414,527.75
11/01/2013	HSBC Custody Nominees (Australia) Limited.	255,095	829,058.75
	Total	354,869	1,499,090.90

Date	Registered Company	Quantity	Value
19/10/2012	JP Morgan Chase Bank	5,014	14,590.74
19/10/2012	JP Morgan Chase Bank	56,188	165,754.60
20/12/2012	JP Morgan Chase Bank	-28,707	-96,168.45
21/12/2012	JP Morgan Chase Bank	-6,362	-20,930.98
21/12/2012	JP Morgan Chase Bank	-128	-421.12
	Total	26,005	62,824.79

Date	Registered Company	Quantity	Value
18/12/2012	National Australian Custodian Services	38,066	127,521.10
18/12/2012	National Australian Custodian Services	19,773	66,239.55
18/12/2012	National Australian Custodian Services	10,489	35,138.15
19/12/2012	National Australian Custodian Services	46,524	156,320.64
19/12/2012	National Australian Custodian Services	24,166	81,197.76
19/12/2012	National Australian Custodian Services	12,820	43,075.20
20/12/2012	National Australian Custodian Services	49,811	167,364.96
20/12/2012	National Australian Custodian Services	25,874	86,936.64
20/12/2012	National Australian Custodian Services	13,726	46,119.36
24/12/2012	National Australian Custodian Services	1,015	3,298.75
24/12/2012	National Australian Custodian Services	527	1,712.75
24/12/2012	National Australian Custodian Services	280	910.00
31/12/2012	National Australian Custodian Services	71	231.46
31/12/2012	National Australian Custodian Services	37	120.62
31/12/2012	National Australian Custodian Services	20	65.20
3/01/2013	National Australian Custodian Services	8,960	29,209.60
3/01/2013	National Australian Custodian Services	4,654	15,172.04
3/01/2013	National Australian Custodian Services	2,469	8,048.94
4/01/2013	National Australian Custodian Services	9,546	31,692.72
4/01/2013	National Australian Custodian Services	4,958	16,460.56
4/01/2013	National Australian Custodian Services	2,630	8,731.60
7/01/2013	National Australian Custodian Services	57,696	195,012.48
7/01/2013	National Australian Custodian Services	319	1,075.03
7/01/2013	National Australian Custodian Services	29,969	101,295.22
7/01/2013	National Australian Custodian Services	166	559.42
7/01/2013	National Australian Custodian Services	15,898	53,735.24
7/01/2013	National Australian Custodian Services	88	296.56
8/01/2013	National Australian Custodian Services	64,843	217,224.05
8/01/2013	National Australian Custodian Services	33,681	112,831.35
8/01/2013	National Australian Custodian Services	17,868	59,857.80
9/01/2013	National Australian Custodian Services	5,698	18,461.52
9/01/2013	National Australian Custodian Services	13,049	42,670.23
9/01/2013	National Australian Custodian Services	2,960	9,590.40
9/01/2013	National Australian Custodian Services	6,779	22,167.33
9/01/2013	National Australian Custodian Services	3,596	11,758.92
9/01/2013	National Australian Custodian Services	1,571	5,090.04
10/01/2013	National Australian Custodian Services	73,380	238,485.00
10/01/2013	National Australian Custodian Services	38,117	123,880.25
10/01/2013	National Australian Custodian Services	20,222	65,721.50
11/01/2013	National Australian Custodian Services	41,643	135,339.75

11/01/2013	National Australian Custodian Services	20,822	67,671.50
11/01/2013	National Australian Custodian Services	21,630	70,297.50
11/01/2013	National Australian Custodian Services	10,815	35,148.75
11/01/2013	National Australian Custodian Services	11,473	37,287.25
11/01/2013	National Australian Custodian Services	5,737	18,645.25
	Total	774,436	2,569,669.94

Date	Registered Company	Quantity	Value
18/12/2012	National Nominees Limited	11,524	38,605.40
19/12/2012	National Nominees Limited	14,085	47,325.60
20/12/2012	National Nominees Limited	15,080	50,668.80
24/12/2012	National Nominees Limited	307	997.75
31/12/2012	National Nominees Limited	21	68.46
3/01/2013	National Nominees Limited	2,713	8,844.38
4/01/2013	National Nominees Limited	2,890	9,594.80
7/01/2013	National Nominees Limited	96	323.52
7/01/2013	National Nominees Limited	17,468	59,041.84
8/01/2013	National Nominees Limited	19,631	65,763.85
9/01/2013	National Nominees Limited	3,951	12,919.77
9/01/2013	National Nominees Limited	1,726	5,592.24
10/01/2013	National Nominees Limited	22,217	72,205.25
11/01/2013	National Nominees Limited	6,301	20,478.25
11/01/2013	National Nominees Limited	12,603	40,959.75
	Total	130,613	433,389.66

BT Investment Management (RE) Limited Total			
:	1,556,516	5,311,475.11	

Westpac RE Limited

Date	Registered Company	Quantity	Value
13/09/2012	HSBC Custody Nominees (Australia) Limited.	1,157	3,204.89
21/09/2012	HSBC Custody Nominees (Australia) Limited.	28,353	77,687.22
24/09/2012	HSBC Custody Nominees (Australia) Limited.	7,088	19,492.00
25/09/2012	HSBC Custody Nominees (Australia) Limited.	7,088	19,846.40
25/09/2012	HSBC Custody Nominees (Australia) Limited.	9,200	25,760.00
25/09/2012	HSBC Custody Nominees (Australia) Limited.	1,700	4,760.00
25/09/2012	HSBC Custody Nominees (Australia) Limited.	-250	-697.50
25/09/2012	HSBC Custody Nominees (Australia) Limited.	-1,450	-4,045.50
26/09/2012	HSBC Custody Nominees (Australia) Limited.	8,319	22,960.44
27/09/2012	HSBC Custody Nominees (Australia) Limited.	2,363	6,710.92
28/09/2012	HSBC Custody Nominees (Australia) Limited.	4,253	12,163.58
2/10/2012	HSBC Custody Nominees (Australia) Limited.	18,902	53,870.70
3/10/2012	HSBC Custody Nominees (Australia) Limited.	9,960	28,386.00
4/10/2012	HSBC Custody Nominees (Australia) Limited.	6,272	17,812.48
4/10/2012	HSBC Custody Nominees (Australia) Limited.	5,000	14,300.00
4/10/2012	HSBC Custody Nominees (Australia) Limited.	700	1,988.00
5/10/2012	HSBC Custody Nominees (Australia) Limited.	5,278	15,147.86
8/10/2012	HSBC Custody Nominees (Australia) Limited.	2,363	6,687.29
8/10/2012	HSBC Custody Nominees (Australia) Limited.	800	2,272.00
9/10/2012	HSBC Custody Nominees (Australia) Limited.	3,831	10,803.42
10/10/2012	HSBC Custody Nominees (Australia) Limited.	14,176	40,543.36
11/10/2012	HSBC Custody Nominees (Australia) Limited.	23,627	68,990.84
11/10/2012	HSBC Custody Nominees (Australia) Limited.	397	1,159.24

11/10/2012	HSBC Custody Nominees (Australia) Limited.	-63	-183.96
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-67	-195.64
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-44	-128.48
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-77	-224.84
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-66	-192.72
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-66	-192.72
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-63	-183.96
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-49	-143.08
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-45	-131.40
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-90	-262.80
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-59	-172.28
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-95	-277.40
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-62	-181.04
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-55	-160.60
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-43	-125.56
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-70	-204.40
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-80	-233.60
11/10/2012	HSBC Custody Nominees (Australia) Limited.	-1,000	-2,920.00
12/10/2012	HSBC Custody Nominees (Australia) Limited.	9,451	26,746.33
15/10/2012	HSBC Custody Nominees (Australia) Limited.	5,907	16,775.88
15/10/2012	HSBC Custody Nominees (Australia) Limited.	1,800	5,130.00
16/10/2012	HSBC Custody Nominees (Australia) Limited.	-382	-1,088.70
16/10/2012	HSBC Custody Nominees (Australia) Limited.	-350	-997.50
18/10/2012	HSBC Custody Nominees (Australia) Limited.	9,226	26,847.66
18/10/2012	HSBC Custody Nominees (Australia) Limited.	1,000	2,900.00
22/10/2012	HSBC Custody Nominees (Australia) Limited.	2,000	6,040.00
22/10/2012	HSBC Custody Nominees (Australia) Limited.	1,500	4,530.00
23/10/2012	HSBC Custody Nominees (Australia) Limited.	17,941	55,258.28
23/10/2012	HSBC Custody Nominees (Australia) Limited.	5,000	15,400.00
23/10/2012	HSBC Custody Nominees (Australia) Limited.	1,500	4,590.00
24/10/2012	HSBC Custody Nominees (Australia) Limited.	1,225	3,809.75
24/10/2012	HSBC Custody Nominees (Australia) Limited.	250	775.00
24/10/2012	HSBC Custody Nominees (Australia) Limited.	2,500	7,675.00
24/10/2012	HSBC Custody Nominees (Australia) Limited.	1,700	5,219.00
29/10/2012	HSBC Custody Nominees (Australia) Limited.	1,008	3,165.12
31/10/2012	HSBC Custody Nominees (Australia) Limited.	1,000	3,180.00
8/11/2012	HSBC Custody Nominees (Australia) Limited.	1,500	4,680.00
14/11/2012	HSBC Custody Nominees (Australia) Limited.	-379	-1,163.53
14/11/2012	HSBC Custody Nominees (Australia) Limited.	-379	-1,163.53
20/11/2012	HSBC Custody Nominees (Australia) Limited.	350	1,099.00
28/11/2012	HSBC Custody Nominees (Australia) Limited.	100	313.00
28/11/2012	HSBC Custody Nominees (Australia) Limited.	100	313.00
29/11/2012	HSBC Custody Nominees (Australia) Limited.	1,800	5,634.00
30/11/2012	HSBC Custody Nominees (Australia) Limited.	5,000	15,750.00
5/12/2012	HSBC Custody Nominees (Australia) Limited.	-15,000	-48,600.00
5/12/2012	HSBC Custody Nominees (Australia) Limited.	-10,000	-32,400.00
5/12/2012	HSBC Custody Nominees (Australia) Limited.	-25,000	-81,000.00
6/12/2012	HSBC Custody Nominees (Australia) Limited.	150	489.00
17/12/2012	HSBC Custody Nominees (Australia) Limited.	4,500	15,120.00
21/12/2012	HSBC Custody Nominees (Australia) Limited.	2,150	7,073.50
24/12/2012	HSBC Custody Nominees (Australia) Limited.	159	515.16
27/12/2012	HSBC Custody Nominees (Australia) Limited.	9,000	29,700.00
27/12/2012	HSBC Custody Nominees (Australia) Limited.	200	658.00
27/12/2012	HSBC Custody Nominees (Australia) Limited.	50	164.50

31/12/2012	HSBC Custody Nominees (Australia) Limited.	1,000	3,300.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	250	825.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	-5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	-5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	-5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	-5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	-5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	-5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	5,700	.00
2/01/2013	HSBC Custody Nominees (Australia) Limited.	-5,700	.00
3/01/2013	HSBC Custody Nominees (Australia) Limited.	1,000	3,260.00
8/01/2013	HSBC Custody Nominees (Australia) Limited.	-5,000	.00
8/01/2013	HSBC Custody Nominees (Australia) Limited.	-5,000	.00
8/01/2013	HSBC Custody Nominees (Australia) Limited.	5,000	.00
9/01/2013	HSBC Custody Nominees (Australia) Limited.	-5,700	-18,582.00
10/01/2013	HSBC Custody Nominees (Australia) Limited.	1,600	5,184.00
10/01/2013	HSBC Custody Nominees (Australia) Limited.	-34	-109.82
10/01/2013	HSBC Custody Nominees (Australia) Limited.	-38	-122.74
10/01/2013	HSBC Custody Nominees (Australia) Limited.	-35	-113.05
10/01/2013	HSBC Custody Nominees (Australia) Limited.	-37	-119.51
10/01/2013	HSBC Custody Nominees (Australia) Limited.	-58	-185.60
10/01/2013	HSBC Custody Nominees (Australia) Limited.	-199	-636.80
10/01/2013	HSBC Custody Nominees (Australia) Limited.	-215	-688.00
10/01/2013	HSBC Custody Nominees (Australia) Limited.	-116	-371.20
11/01/2013	HSBC Custody Nominees (Australia) Limited.	562	1,832.12
	Total	186,590	540,299.48
Westpac RE Limited Total :		186,590	540,299.48

Westpac Financial Services Group Limited

Date	Registered Company	Quantity	Value
17/09/2012	HSBC Custody Nominees (Australia) Limited.	-30,473	-83,191.29
5/10/2012	HSBC Custody Nominees (Australia) Limited.	-12,692	-36,426.04
19/10/2012	HSBC Custody Nominees (Australia) Limited.	-12,584	-36,619.44
6/11/2012	HSBC Custody Nominees (Australia) Limited.	-27	-83.97
6/11/2012	HSBC Custody Nominees (Australia) Limited.	-19,381	-60,274.91
6/11/2012	HSBC Custody Nominees (Australia) Limited.	-19,070	-59,307.70
7/11/2012	HSBC Custody Nominees (Australia) Limited.	-32,079	-101,369.64
8/11/2012	HSBC Custody Nominees (Australia) Limited.	-23,886	-74,524.32
9/11/2012	HSBC Custody Nominees (Australia) Limited.	-24,334	-75,678.74
12/11/2012	HSBC Custody Nominees (Australia) Limited.	-29,468	-91,056.12
13/11/2012	HSBC Custody Nominees (Australia) Limited.	-61,975	-187,784.25
13/11/2012	HSBC Custody Nominees (Australia) Limited.	-14,274	-43,250.22
13/11/2012	HSBC Custody Nominees (Australia) Limited.	-6,859	-20,782.77
28/11/2012	HSBC Custody Nominees (Australia) Limited.	-12,366	-38,705.58
29/11/2012	HSBC Custody Nominees (Australia) Limited.	-4,993	-15,678.02
30/11/2012	HSBC Custody Nominees (Australia) Limited.	-1,778	-5,565.14

10/12/2012	HSBC Custody Nominees (Australia) Limited.	-19,723	-64,099.75
10/12/2012	HSBC Custody Nominees (Australia) Limited.	-25,249	-82,059.25
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-959	-3,087.98
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-12,549	-40,407.78
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-482	-1,552.04
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-10,900	-35,098.00
12/12/2012	HSBC Custody Nominees (Australia) Limited.	-467	-1,527.09
12/12/2012	HSBC Custody Nominees (Australia) Limited.	-32,880	-107,517.60
13/12/2012	HSBC Custody Nominees (Australia) Limited.	-16,452	-53,798.04
	Total	-425,900	-1,319,445.68
	Westpac Financial Services Group Limited		
	Total :	-425,900	-1,319,445.68

ANNEXURE A – ASSOCIATED COMPANIES

This is the annexure 'A' (being 3 pages) referred to in Form 603, Notice of initial substantial holder, lodged for Westpac and its associated entities

Tim Hartin – Company Secretary WBC – 11/01/2013

Westpac Banking Corporation	Australia	RAMS Financial Group Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	RMS Warehouse Trust 2007-1	Australia
1925 (Industrial) Pty Limited	Australia	Sallmoor Pty Limited	Australia
1925 Advances Pty Limited	Australia	Securitor Financial Group Limited	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Seed Pool Trust No. 2	Australia
Advance Asset Management Limited	Australia	Series 2005-1G WST Trust	Australia
Altitude Administration Pty Limited	Australia	Series 2007-1G WST Trust	Australia
Altitude Rewards Pty Limited	Australia	Series 2008-1M WST Trust	Australia
Aotearoa Financial Services Limited	New Zealand	Series 2009-1 WST Trust	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	Series 2011-1 WST Trust	Australia
Ascalon Capital Managers Limited	Australia	Series 2011-2 WST Trust	Australia
Ascalon Funds Seed Pool Trust	Australia	Series 2011-3 WST Trust	Australia
Asgard Capital Management Limited	Australia	Series 2012-1 WST Trust	Australia
Asgard Wealth Solutions Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Athena Finance Pty Limited	Australia	Southern Cross Inc.	USA
Australian Infrastructure Fund International 1 Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
Australian Loan Processing Security Company Pty Limited	Australia	St.George Custodial Pty Limited	Australia
Australian Loan Processing Security Trust	Australia	St.George Equity Finance Limited	Australia
Belliston Pty Limited	Australia	St.George Finance Holdings Limited	Australia
Bill Acceptance Corporation Limited	Australia	St.George Finance Limited	Australia
BLE Capital Investments Pty Limited	Australia	St.George Group Holdings Pty Limited	Australia
BLE Capital Limited	Australia	St.George Life Limited	Australia
BLE Development Pty Limited	Australia	St.George Motor Finance Limited	Australia
BLE Holdings Pty Limited	Australia	St.George Procurement Management Pty Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT Australia Pty Limited	Australia	Sydney Capital Corp Inc.	USA
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	Teuton Pty Limited	Australia
BT Funds Management Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Funds Management No.2 Limited	Australia	The Mortgage Company Pty Limited	Australia
BT Investment Management (RE) Limited	Australia	The Warehouse Financial Services Limited	New Zealand
BT Investment Management Limited	Australia	TIF International 1 Pty Limited	Australia
BT Life Limited	Australia	Value Nominees Pty Limited	Australia
BT Long Term Income Fund	Australia	W1 Investments Pty Limited	Australia
BT Portfolio Services Limited	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Private Nominees Pty Limited (formerly known as BT Investment Management No.2 Limited)	Australia	Waratah Securities Australia Limited	Australia

BT Securities Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
BT Short Term Income Fund	Australia	Westpac Administration Pty Limited	Australia
BTIM UK Limited	UK	Westpac Altitude Rewards Trust	Australia
Castlereagh Trust	Australia	Westpac Americas Inc.	USA
CBA Limited	Australia	Westpac Asian Lending Pty Limited	Australia
Challenge Finance Pty Limited	Australia	Westpac Bank of Tonga	Tonga
Challenge Limited	Australia	Westpac Bank Samoa Limited	Samoa
Codrington S.a.r.l.	Luxembourg	Westpac Bank-PNG-Limited	Papua New Guinea
Crusade ABS Series 2008-2	Australia	Westpac Capital Corporation	USA
Crusade CP Management Pty Limited	Australia	Westpac Capital Holdings Inc.	USA
Crusade CP No.1 Pty Limited	Australia	Westpac Capital Markets Holding Corp.	USA
Crusade CP Trust No. 41	Australia	Westpac Capital Markets LLC	USA
Crusade CP Trust No. 44	Australia	Westpac Capital Trust III	USA
Crusade CP Trust No. 48	Australia	Westpac Capital Trust IV	USA
Crusade CP Trust No. 49	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade CP Trust No. 50	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Trust No. 52	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 53	Australia	Westpac Covered Bond Trust New	Australia
Crusade CP Trust No. 54	Australia	Westpac Custodian Nominees Limited	Australia
Crusade CP Trust No. 55	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 56	Australia	Westpac Delta LLC	USA
Crusade CP Trust No. 57	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade CP Trust No. 58	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade CP Trust No. 60	Australia	Westpac Equipment Finance Limited	Australia
Crusade Euro Trust 1E of 2004	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Euro Trust 1E of 2007	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 1 of 2004	Australia	Westpac Europe Limited	UK
Crusade Global Trust 1 of 2005	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 1 of 2006	Australia	Westpac Financial Consultants Limited	Australia
Crusade Global Trust 1 of 2007	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Global Trust 2 of 2004	Australia	Westpac Financial Services Group Limited	Australia
Crusade Global Trust 2 of 2005	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Services Limited	Australia
Crusade Management Limited	Australia	Westpac Funding Holdings Pty Limited	Australia
Crusade Trust 1A of 2005	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Crusade 2P Trust of 2008	Australia	Westpac Funds Financing Pty Limited	Australia
Danaby Pty Limited	Australia	Westpac General Insurance Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac General Insurance Services Limited	Australia
FAI Trust No 2	Australia	Westpac Group Investment-NZ-Limited	New Zealand
G.C.L. Investments Pty Limited	Australia	Westpac Group Investments Australia Pty Limited	Australia
Gemini Trust	Australia	Westpac Holdings-NZ-Limited	New Zealand
General Credit Holdings Pty Limited	Australia	Westpac Investment Capital Corporation	USA
General Credits Pty Limited	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
Halcyon Securities Limited	Australia	Westpac Investment Vehicle No.3 Pty Limited	Australia

Hastings Advisers LLC	USA	Westpac Investment Vehicle Pty Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Investments U.K. Limited	UK
Hastings Forests Australia Pty Limited	Australia	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Funds Management Asia Pty. Limited	Singapore	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Funds Management (UK) Limited	UK	Westpac Life Insurance Services Limited	Australia
Hastings Funds Management (USA) Inc.	USA	Westpac Life-NZ-Limited	New Zealand
Hastings Funds Management Limited	Australia	Westpac New Zealand Group Limited	New Zealand
Hastings Group Pty Limited	Australia	Westpac New Zealand Limited	New Zealand
Hastings Investment Capital LP	USA	Westpac Nominees-NZ-Limited	New Zealand
Hastings Investments GP LLC	USA	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hastings Investment Management Pty Ltd (formerly Hastings Private Equity Fund IIB Pty Limited)	Australia	Westpac NZ Covered Bond Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac NZ Leasing Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
Hickory Trust	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
Hitton Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
HLT Custodian Trust	New Zealand	Westpac NZ Securitisation No. 2 Limited	New Zealand
J O Hambro Capital Management Holdings Limited	UK	Westpac Overseas Holdings No. 2 Pty Limited	Australia
J O Hambro Capital Management Limited	UK	Westpac Overseas Holdings Pty Limited	Australia
JOHCM (Singapore) Pte Limited	Singapore	Westpac Pacific Limited Partnership	Australia
JOHCM (USA) General Partner Inc	USA	Westpac Private Equity Pty Limited	Australia
JOHCMG Share Trustee Limited	UK	Westpac Properties Limited	Australia
Magnitude Group Pty Limited	Australia	Westpac RE Limited	Australia
MIF Custodian Trust	New Zealand	Westpac Securities Administration Limited	Australia
Mortgage Management Limited	Australia	Westpac Securities Inc.	USA
Nationwide Management Pty Limited	Australia	Westpac Securities Limited	Australia
Net Nominees Limited	Australia	Westpac Securities NZ Limited	New Zealand
Number 120 Limited ¹	New Zealand	Westpac Securitisation Holdings Pty Limited	Australia
Oniston Pty Limited	Australia	Westpac Securitisation Management Pty Limited	Australia
Orion Trust	Australia	Westpac Singapore Limited	Singapore
Packaging Properties 1 Pty Limited	Australia	Westpac Structured Products Limited	Australia
Packaging Properties 2 Pty Limited	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Packaging Properties 3 Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Partnership Pacific Limited	Australia	Westpac Term PIE Fund	New Zealand
Partnership Pacific Securities Limited	Australia	Westpac TPS Trust	Australia
Pashley Investments Pty Limited	Australia	Westpac Unit Trust	Australia
Phoenix Trust	Australia	Westpac USA Inc.	USA
Qvalent 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 Management (RE) Limited (Subsidiary of BT Investment Management Limited) Australia