



Fax

To	Company Announcements Office
Company	Australian Stock Exchange Ltd
Fax	1300 135 638
From	Jessica Cirillo
Date	27/08/2013
Pages	5
Subject	ASIC Form 604 – Sydney Airport

UniSuper Limited
Adelaide Office
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 Adelaide SA 5000

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Head Office
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 Melbourne Victoria 3000

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Administrator
 UniSuper Management Pty Ltd
 ABN 91 006 961 799
 Australian Financial Services
 Licence No. 235907

Trustee
 UniSuper Limited
 ABN 54 006 027 121

Fund
 ABN 91 385 943 850

Dear Sir/Madam,

I attach the notice regarding our change in interest, signed by our Company Secretary. Please note that the securities are held by National Nominees Limited as custodian for UniSuper Limited. We only received notification of this change in the last day or so. Please note that various fund managers hold the shares as investment manager for UniSuper Ltd. Details are attached

If you have any queries please contact me.

Yours sincerely,

Jessica Cirillo
 Investment Accountant

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To: Company Name/Scheme Sydney Airport

ACN/ARSN _____

1. Details of substantial holder(1)Name National Nominees as Custodian for UniSuper Ltd
ACN/ARSN (if applicable) 004 278 899There was a change in the interests of the
substantial holder on 21 /08 /13The previous notice was given to the company on 27 /03 /13The previous notice was dated 27 /03 /13**2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Stapled	116,766,421	6.27%	179,123,648	8.42%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate 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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	Refer to Appendix A				

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
	Refer to Appendix B				

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

6. Addresses

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

Name	Address
UniSuper Ltd	Level 35, 385 Bourke Street Melbourne, VIC 3000
National Nominees Ltd	500 Bourke Street Melbourne, VIC 3000

Signature

Anne Webster Wright
Company Secretary

print name

capacity Company Secretary

sign here



date 27 / 08 / 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 Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) 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 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 Act 2001.
- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ANFENDEIXA

TYPE	SECURITY	SECURITY NAME	NAB-PF	ISIN	BROKER	CONTRACT	SETTLE	UNITS	PRICE/YIELD	COSY(NATIVE)	Book Cost (Native)	PROCEEDS(NATIVE)
CONVER	SYD	SYDNEY AIRPORT	USABAE	AU000000SYD9		21/08/2013	21/08/2013	36,184	0	130262.4	130262.4	0
CONVER	SYD	SYDNEY AIRPORT	USBGAE	AU000000SYD9		23/08/2013	21/08/2013	73,890	0	265860	265860	0
CONVER	SYD	SYDNEY AIRPORT	USGSAE	AU000000SYD9		21/08/2013	21/08/2013	99,327	0	357577.2	357577.2	0
OS-PUR	SYD	SYDNEY AIRPORT	USGSAE	AU000000SYD9	CITIBK	30/07/2013	2/08/2013	152,946	3.5523	544423.86	544423.86	0
OS-PUR	SYD	SYDNEY AIRPORT	USGSAE	AU000000SYD9	UBSAU	15/08/2013	20/08/2013	894,209	3.67	1229061.45	1229061.45	0
OS-PUR	SYD	SYDNEY AIRPORT	USGSAE	AU000000SYD9	UBSAU	14/05/2013	17/05/2013	1,252,008	3.6475	4576064.57	4576064.57	0
OS-PUR	SYD	SYDNEY AIRPORT	USGSAE	AU000000SYD9	UBSAU	10/05/2013	15/05/2013	1,866,083	3.56	6656874.15	6656874.15	0
OS-PUR	SYD	SYDNEY AIRPORT	USGSAE	AU000000SYD9	FIRSTB	15/05/2013	20/05/2013	96,262	3.6611	352239.13	352239.13	0
OS-PUR	SYD	SYDNEY AIRPORT	USGSAE	AU000000SYD9	WEREIB	23/05/2013	28/05/2013	224,170	3.6804	826726.59	826726.59	0
OS-SAL	SYD	SYDNEY AIRPORT	USMAEA	AU000000SYD9	TRANST	2/04/2013	2/04/2013	75,000	3.10313	232785.98	232785.98	232785.98
OS-SAL	SYD	SYDNEY AIRPORT	USMAEA	AU000000SYD9	TRANST	15/07/2013	15/07/2013	75,000	3.10313	232785.97	252866.25	232785.97
OS-PUR	SYD	SYDNEY AIRPORT	USMAEI	AU000000SYD9	UBSAU	4/04/2013	9/04/2013	2,500,000	3.26	8159189.12	8159189.12	0
OS-PUR	SYD	SYDNEY AIRPORT	USMAEI	AU000000SYD9	UBSAU	6/06/2013	12/06/2013	722,812	3.4695	2509053.28	2508053.28	0
OS-PUR	SYD	SYDNEY AIRPORT	USMAEI	AU000000SYD9	TRANST	2/04/2013	2/04/2013	75,000	3.10313	232785.98	232785.98	0
CONVER	SYD	SYDNEY AIRPORT	USMFCM	AU000000SYD9		21/08/2013	21/08/2013	5,555,555	0	19999998	19999998	0
OS-PUR	SYD	SYDNEY AIRPORT	USMFCM	AU000000SYD9	UBSAU	16/04/2013	19/04/2013	182,844	3.3	603447.05	603447.05	0
OS-PUR	SYD	SYDNEY AIRPORT	USMFCM	AU000000SYD9	TRANST	15/07/2013	15/07/2013	75,000	3.10313	232785.97	232785.97	0
CONVER	SYD	SYDNEY AIRPORT	USMHGH	AU000000SYD9		21/08/2013	21/08/2013	15,277,778	0	5500000.8	5500000.8	0
OS-PUR	SYD	SYDNEY AIRPORT	USMHGH	AU000000SYD9	UBSAU	25/06/2013	28/06/2013	1,000,000	3.9	3303720.75	3303720.75	0
OS-PUR	SYD	SYDNEY AIRPORT	USMHGH	AU000000SYD9	UBSAU	25/06/2013	28/06/2013	898,327	3.285	2954931.45	2954931.45	0
OS-PUR	SYD	SYDNEY AIRPORT	USMHGH	AU000000SYD9	CITIGR	9/04/2013	12/04/2013	300,000	3.2945	999565.67	999565.67	0
OS-PUR	SYD	SYDNEY AIRPORT	USMHGH	AU000000SYD9	WEREIB	11/04/2013	16/04/2013	3,150,000	3.35	10565479.57	10565479.57	0
OS-PUR	SYD	SYDNEY AIRPORT	USMHGH	AU000000SYD9	FIRSTB	11/04/2013	16/04/2013	1,695,000	3.35	5685234.25	5685234.25	0
OS-PUR	SYD	SYDNEY AIRPORT	USMHGH	AU000000SYD9	UBSAU	20/06/2013	25/06/2013	3,520,084	3.4157	12037107.48	12037107.48	0
OS-PUR	SYD	SYDNEY AIRPORT	USMHGH	AU000000SYD9	UBSAU	15/08/2013	20/08/2013	19,435,967	3.67	71410423.46	71410423.46	0
CONVER	SYD	SYDNEY AIRPORT	USQSAE	AU000000SYD9		21/08/2013	21/08/2013	383,920	0	1382112	1382112	0
OS-PUR	SYD	SYDNEY AIRPORT	USQSAE	AU000000SYD9	UBSAU	15/08/2013	20/08/2013	2,400,000	3.7728	9079282.17	9079282.17	0
OS-PUR	SYD	SYDNEY AIRPORT	USQSAE	AU000000SYD9	UBSAU	15/08/2013	20/08/2013	1,200,000	3.67	4413028.2	4413028.2	0
								START		116,766,421		
								PURCH		62,507,217		
								SALES		150,000		
								END		179,123,648		

Appendix B - Details of Relevant Holders

Holder of Interest	Registered Holder	Person entitled	Holding	Class	Persons votes
State Street Capital	National Nominees Ltd	UniSuper Limited	1,967,509	Stapled	1,967,509
Goldman Sach AM Indust Aust Eq	National Nominees Ltd	UniSuper Limited	4,024,906	Stapled	4,024,906
UniSuper Management Pty Ltd	National Nominees Ltd	UniSuper Limited	169,147,313	Stapled	169,147,313
Quest A P Australlan Equities	National Nominees Ltd	UniSuper Limited	3,983,920	Stapled	3,983,920
			179,123,648		179,123,648