

5 December 2013

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

Dear Sir/Madam,

Notice of Ceasing to be a Substantial Holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Ceasing to be a Substantial Holder (Form 605) in respect of AWE Limited.

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 605

Corporations Law
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme AWE LIMITED (AWE)

ACN/ARSN ABN 70 077 897 440

1. Details of substantial holder(1)

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

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

The holder ceased to be a substantial holder on 3/12/2013

The previous notice was given to the company on 26/02/2013

The previous notice was dated 22/02/2013

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
3/12/2013	WBC & its Associates Westpac Financial Services Group Limited (WFSG), Equity Desk - (WIB) Westpac Institutional Bank *, Westpac RE Limited, Asgard Capital Management Limited, Advance Asset Management Limited, BT Funds Management Limited, BT Funds Management No.2 Limited, BT Investment Management (Fund Services) Limited, BT Investment Management (Institutional) 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
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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
Equity Desk - (WIB) Westpac Institutional Bank *	Level 20, Westpac Place, 275 Kent St Sydney NSW 2000
Westpac RE 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
Advance Asset 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
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Sydney, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
AWE Limited	The Company Secretary, AWE Limited (AWE) Level 16, 40 Mount Street NORTH SYDNEY NSW 2060 Tel: 02 8912 8000 Fax: 02 9460 0176

Signature

print name Chris Millard capacity Company Secretary

sign here _____ date 5/12/2013

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 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 : 23/02/2013 to 3/12/2013
SECURITY: AWE

Advance Asset Management Limited

Date	Registered Company	Quantity	Value
15/03/2013	HSBC Custody Nominees (Australia) Limited.	467	625.78
21/06/2013	HSBC Custody Nominees (Australia) Limited.	2,383	2,907.26
1/08/2013	HSBC Custody Nominees (Australia) Limited.	-9,878	-13,434.08
2/08/2013	HSBC Custody Nominees (Australia) Limited.	-2,707	-3,708.59
5/08/2013	HSBC Custody Nominees (Australia) Limited.	-260	-353.60
7/08/2013	HSBC Custody Nominees (Australia) Limited.	-28,801	-36,289.26
8/08/2013	HSBC Custody Nominees (Australia) Limited.	-8,994	-11,422.38
9/08/2013	HSBC Custody Nominees (Australia) Limited.	-6,526	-8,157.50
12/08/2013	HSBC Custody Nominees (Australia) Limited.	-1,516	-1,925.32
12/08/2013	HSBC Custody Nominees (Australia) Limited.	-10,387	-13,087.62
13/08/2013	HSBC Custody Nominees (Australia) Limited.	-8,630	-11,046.40
13/08/2013	HSBC Custody Nominees (Australia) Limited.	-2,610	-3,393.00
14/08/2013	HSBC Custody Nominees (Australia) Limited.	-199	-258.70
15/08/2013	HSBC Custody Nominees (Australia) Limited.	-5,762	-7,375.36
16/08/2013	HSBC Custody Nominees (Australia) Limited.	-10,183	-13,136.07
19/08/2013	HSBC Custody Nominees (Australia) Limited.	-9,736	-12,754.16
19/08/2013	HSBC Custody Nominees (Australia) Limited.	-49,704	-65,112.24
19/08/2013	HSBC Custody Nominees (Australia) Limited.	-10,252	-13,532.64
20/08/2013	HSBC Custody Nominees (Australia) Limited.	-3,280	-4,296.80
20/08/2013	HSBC Custody Nominees (Australia) Limited.	-111	-145.41
21/08/2013	HSBC Custody Nominees (Australia) Limited.	-89	-113.92
21/08/2013	HSBC Custody Nominees (Australia) Limited.	-11,337	-14,511.36
22/08/2013	HSBC Custody Nominees (Australia) Limited.	-20,497	-27,875.92
22/08/2013	HSBC Custody Nominees (Australia) Limited.	-2,562	-3,535.56
22/08/2013	HSBC Custody Nominees (Australia) Limited.	-1,694	-2,253.02
22/08/2013	HSBC Custody Nominees (Australia) Limited.	-57,578	-78,881.86
23/08/2013	HSBC Custody Nominees (Australia) Limited.	-52,381	-72,809.59
23/08/2013	HSBC Custody Nominees (Australia) Limited.	-5,124	-7,122.36
23/08/2013	HSBC Custody Nominees (Australia) Limited.	-14,150	-19,527.00
26/08/2013	HSBC Custody Nominees (Australia) Limited.	-8,221	-11,180.56
26/08/2013	HSBC Custody Nominees (Australia) Limited.	-12,492	-16,989.12
27/08/2013	HSBC Custody Nominees (Australia) Limited.	-1,886	-2,451.80
27/08/2013	HSBC Custody Nominees (Australia) Limited.	-44,042	-57,695.02
28/08/2013	HSBC Custody Nominees (Australia) Limited.	-204,965	-262,355.20
28/08/2013	HSBC Custody Nominees (Australia) Limited.	-1,756	-2,282.80
30/08/2013	HSBC Custody Nominees (Australia) Limited.	-153,725	-199,842.50
30/08/2013	HSBC Custody Nominees (Australia) Limited.	-17,281	-21,946.87
2/09/2013	HSBC Custody Nominees (Australia) Limited.	-10,676	-13,878.80
4/09/2013	HSBC Custody Nominees (Australia) Limited.	616,569	801,539.70
20/09/2013	HSBC Custody Nominees (Australia) Limited.	-1,735	-2,168.75
24/09/2013	HSBC Custody Nominees (Australia) Limited.	-2,125	-2,592.50
25/09/2013	HSBC Custody Nominees (Australia) Limited.	-10,248	-12,502.56
26/09/2013	HSBC Custody Nominees (Australia) Limited.	-2,935	-3,639.40
27/09/2013	HSBC Custody Nominees (Australia) Limited.	-6,649	-8,244.76
1/10/2013	HSBC Custody Nominees (Australia) Limited.	-4,431	-5,450.13
2/10/2013	HSBC Custody Nominees (Australia) Limited.	-387	-472.14
3/10/2013	HSBC Custody Nominees (Australia) Limited.	-6,425	-7,774.25
4/10/2013	HSBC Custody Nominees (Australia) Limited.	-6,523	-7,892.83
8/10/2013	HSBC Custody Nominees (Australia) Limited.	-7,096	-8,515.20

Total	-219,127	-288,862.17
Advance Asset Management Limited Total :	-219,127	-288,862.17

Asgard Capital Management Limited

Date	Registered Company	Quantity	Value
4/03/2013	ASGARD Capital Management Limited	6,000	7,920.00
4/03/2013	ASGARD Capital Management Limited	22,988	30,114.28
7/03/2013	ASGARD Capital Management Limited	-1,679	-2,216.28
8/03/2013	ASGARD Capital Management Limited	7,462	9,999.08
8/03/2013	ASGARD Capital Management Limited	9,363	12,546.42
8/03/2013	ASGARD Capital Management Limited	-1,800	-2,394.00
18/03/2013	ASGARD Capital Management Limited	-16,398	-21,645.36
5/04/2013	ASGARD Capital Management Limited	4,000	4,680.00
5/04/2013	ASGARD Capital Management Limited	-4,000	-4,680.00
9/04/2013	ASGARD Capital Management Limited	-1,918	-2,301.60
23/04/2013	ASGARD Capital Management Limited	-600	-690.00
2/05/2013	ASGARD Capital Management Limited	22,988	27,585.60
2/05/2013	ASGARD Capital Management Limited	-22,988	-27,585.60
6/05/2013	ASGARD Capital Management Limited	-11,170	-13,627.40
8/05/2013	ASGARD Capital Management Limited	39,230	49,037.50
8/05/2013	ASGARD Capital Management Limited	-39,230	-49,037.50
9/05/2013	ASGARD Capital Management Limited	39,230	49,429.80
9/05/2013	ASGARD Capital Management Limited	-39,230	-49,429.80
15/05/2013	ASGARD Capital Management Limited	39,230	46,291.40
15/05/2013	ASGARD Capital Management Limited	-39,230	-46,291.40
16/05/2013	ASGARD Capital Management Limited	39,230	46,683.70
16/05/2013	ASGARD Capital Management Limited	-39,230	-46,683.70
16/05/2013	ASGARD Capital Management Limited	-22,988	-27,585.60
17/05/2013	ASGARD Capital Management Limited	39,230	46,683.70
17/05/2013	ASGARD Capital Management Limited	-39,230	-46,683.70
23/05/2013	ASGARD Capital Management Limited	39,230	48,252.90
23/05/2013	ASGARD Capital Management Limited	-39,230	-48,252.90
28/05/2013	ASGARD Capital Management Limited	3,319	4,015.99
29/05/2013	ASGARD Capital Management Limited	39,230	49,822.10
29/05/2013	ASGARD Capital Management Limited	-39,230	-49,822.10
12/06/2013	ASGARD Capital Management Limited	-7,092	-8,794.08
17/06/2013	ASGARD Capital Management Limited	-2,518	-3,097.14
9/07/2013	ASGARD Capital Management Limited	5,465	7,487.05
17/07/2013	ASGARD Capital Management Limited	1,915	2,642.70
2/08/2013	ASGARD Capital Management Limited	15,000	20,250.00
2/08/2013	ASGARD Capital Management Limited	-15,000	-20,250.00
26/08/2013	ASGARD Capital Management Limited	14,440	19,927.20
27/08/2013	ASGARD Capital Management Limited	-1,000	-1,310.00
3/09/2013	ASGARD Capital Management Limited	2,307	2,999.10
6/09/2013	ASGARD Capital Management Limited	-3,571	-4,570.88
12/09/2013	ASGARD Capital Management Limited	11,450	14,999.50
12/09/2013	ASGARD Capital Management Limited	11,494	15,057.14
20/09/2013	ASGARD Capital Management Limited	-10,768	-13,352.32
25/09/2013	ASGARD Capital Management Limited	-10,767	-13,135.74
28/10/2013	ASGARD Capital Management Limited	420	516.60
8/11/2013	ASGARD Capital Management Limited	-6,630	-8,353.80
18/11/2013	ASGARD Capital Management Limited	4,048	4,979.04
Total		1,772	10,129.90
Asgard Capital Management Limited Total :		1,772	10,129.90

BT Funds Management Limited

Date	Registered Company	Quantity	Value
27/02/2013	BT Portfolio Services Limited	-4,850	-6,486.88
28/02/2013	BT Portfolio Services Limited	8,592	11,119.77
28/02/2013	BT Portfolio Services Limited	5,000	6,586.50
28/02/2013	BT Portfolio Services Limited	-25,000	-32,477.50
1/03/2013	BT Portfolio Services Limited	1,875	2,502.00
1/03/2013	BT Portfolio Services Limited	1,491	1,997.05
4/03/2013	BT Portfolio Services Limited	11,334	14,940.48
5/03/2013	BT Portfolio Services Limited	25,000	32,537.50
6/03/2013	BT Portfolio Services Limited	6,044	7,999.23
11/03/2013	BT Portfolio Services Limited	-25,000	-34,212.50
11/03/2013	BT Portfolio Services Limited	-3,635	-4,943.60
11/03/2013	BT Portfolio Services Limited	-7,300	-9,964.50
13/03/2013	BT Portfolio Services Limited	7,000	9,497.60
14/03/2013	BT Portfolio Services Limited	3,788	5,036.52
14/03/2013	BT Portfolio Services Limited	25,000	32,787.50
14/03/2013	BT Portfolio Services Limited	25,000	31,927.50
14/03/2013	BT Portfolio Services Limited	1,864	2,496.83
18/03/2013	BT Portfolio Services Limited	-6,095	-7,923.50
21/03/2013	BT Portfolio Services Limited	15,000	19,461.00
26/03/2013	BT Portfolio Services Limited	9,000	11,061.00
27/03/2013	BT Portfolio Services Limited	1,627	2,102.57
28/03/2013	BT Portfolio Services Limited	1,754	2,210.04
28/03/2013	BT Portfolio Services Limited	5,220	6,577.20
28/03/2013	BT Portfolio Services Limited	-5,220	-6,577.20
28/03/2013	BT Portfolio Services Limited	-1,754	-2,210.04
2/04/2013	BT Portfolio Services Limited	6,044	7,434.12
2/04/2013	BT Portfolio Services Limited	-6,044	-7,434.12
3/04/2013	BT Portfolio Services Limited	8,065	9,996.57
3/04/2013	BT Portfolio Services Limited	18,116	22,047.17
3/04/2013	BT Portfolio Services Limited	8,085	10,021.36
4/04/2013	BT Portfolio Services Limited	-32,169	-37,924.03
4/04/2013	BT Portfolio Services Limited	-31,015	-36,405.41
5/04/2013	BT Portfolio Services Limited	12,800	15,011.84
8/04/2013	BT Portfolio Services Limited	-3,700	-4,422.24
9/04/2013	BT Portfolio Services Limited	-5,220	-6,227.46
10/04/2013	BT Portfolio Services Limited	30,092	35,996.05
10/04/2013	BT Portfolio Services Limited	29,134	34,850.09
10/04/2013	BT Portfolio Services Limited	4,950	6,000.89
11/04/2013	BT Portfolio Services Limited	-18,116	-22,155.87
16/04/2013	BT Portfolio Services Limited	-30,092	-33,516.47
16/04/2013	BT Portfolio Services Limited	-29,134	-32,303.78
17/04/2013	BT Portfolio Services Limited	12,000	14,076.00
22/04/2013	BT Portfolio Services Limited	17,664	19,997.41
22/04/2013	BT Portfolio Services Limited	17,586	19,909.11
23/04/2013	BT Portfolio Services Limited	6,952	8,013.57
6/05/2013	BT Portfolio Services Limited	8,118	10,021.67
6/05/2013	BT Portfolio Services Limited	2,000	2,501.40
6/05/2013	BT Portfolio Services Limited	-3,300	-4,039.20
7/05/2013	BT Portfolio Services Limited	-6,000	-7,270.20
10/05/2013	BT Portfolio Services Limited	1,930	2,487.38
14/05/2013	BT Portfolio Services Limited	-17,586	-21,330.06
14/05/2013	BT Portfolio Services Limited	-17,664	-21,512.99
15/05/2013	BT Portfolio Services Limited	10,000	12,036.00

16/05/2013	BT Portfolio Services Limited	-3,876	-4,692.29
17/05/2013	BT Portfolio Services Limited	-5,587	-6,580.37
20/05/2013	BT Portfolio Services Limited	16,565	19,997.27
20/05/2013	BT Portfolio Services Limited	16,537	19,963.47
21/05/2013	BT Portfolio Services Limited	-7,070	-8,889.82
27/05/2013	BT Portfolio Services Limited	-16,565	-20,090.03
27/05/2013	BT Portfolio Services Limited	-16,537	-20,221.44
30/05/2013	BT Portfolio Services Limited	-20,000	-25,964.00
30/05/2013	BT Portfolio Services Limited	-20,000	-25,064.00
30/05/2013	BT Portfolio Services Limited	-3,164	-4,029.35
31/05/2013	BT Portfolio Services Limited	1,485	2,004.01
4/06/2013	BT Portfolio Services Limited	3,533	4,522.24
4/06/2013	BT Portfolio Services Limited	18,618	23,831.04
4/06/2013	BT Portfolio Services Limited	-10,500	-13,440.00
4/06/2013	BT Portfolio Services Limited	-8,118	-10,391.04
4/06/2013	BT Portfolio Services Limited	-3,533	-4,522.24
6/06/2013	BT Portfolio Services Limited	-3,533	-4,238.54
11/06/2013	BT Portfolio Services Limited	20,000	25,236.00
12/06/2013	BT Portfolio Services Limited	1,000	1,261.30
12/06/2013	BT Portfolio Services Limited	1,585	2,001.70
13/06/2013	BT Portfolio Services Limited	-6,220	-7,365.72
21/06/2013	BT Portfolio Services Limited	6,130	7,530.09
21/06/2013	BT Portfolio Services Limited	3,820	4,712.73
26/06/2013	BT Portfolio Services Limited	-4,088	-4,705.70
28/06/2013	BT Portfolio Services Limited	3,598	4,478.07
2/07/2013	BT Portfolio Services Limited	-1,195	-1,445.47
5/07/2013	BT Portfolio Services Limited	20,000	26,400.00
5/07/2013	BT Portfolio Services Limited	-5,000	-6,600.00
5/07/2013	BT Portfolio Services Limited	-15,000	-19,800.00
9/07/2013	BT Portfolio Services Limited	-39,000	-54,354.30
10/07/2013	BT Portfolio Services Limited	-1,000	-1,373.70
11/07/2013	BT Portfolio Services Limited	-5,600	-7,971.60
17/07/2013	BT Portfolio Services Limited	-12,756	-17,440.00
22/07/2013	BT Portfolio Services Limited	-1,950	-2,769.00
5/08/2013	BT Portfolio Services Limited	15,354	19,997.05
5/08/2013	BT Portfolio Services Limited	-3,000	-3,908.70
13/08/2013	BT Portfolio Services Limited	10,000	13,000.00
13/08/2013	BT Portfolio Services Limited	-2,215	-2,765.65
19/08/2013	BT Portfolio Services Limited	728	997.29
19/08/2013	BT Portfolio Services Limited	30,800	40,384.96
19/08/2013	BT Portfolio Services Limited	-4,550	-5,983.25
20/08/2013	BT Portfolio Services Limited	12,170	15,796.66
20/08/2013	BT Portfolio Services Limited	13,000	16,900.00
20/08/2013	BT Portfolio Services Limited	-13,000	-16,900.00
22/08/2013	BT Portfolio Services Limited	11,303	15,747.34
22/08/2013	BT Portfolio Services Limited	5,902	8,240.37
22/08/2013	BT Portfolio Services Limited	-3,730	-5,055.27
23/08/2013	BT Portfolio Services Limited	-4,350	-5,966.46
26/08/2013	BT Portfolio Services Limited	2,130	3,007.77
27/08/2013	BT Portfolio Services Limited	8,854	11,635.04
28/08/2013	BT Portfolio Services Limited	20,000	25,836.00
29/08/2013	BT Portfolio Services Limited	3,109	3,979.52
29/08/2013	BT Portfolio Services Limited	-3,109	-3,979.52
30/08/2013	BT Portfolio Services Limited	7,874	10,063.76
3/09/2013	BT Portfolio Services Limited	15,064	20,068.26
3/09/2013	BT Portfolio Services Limited	24,766	32,852.10
11/09/2013	BT Portfolio Services Limited	-20,000	-25,964.00

12/09/2013	BT Portfolio Services Limited	17,004	22,225.93
17/09/2013	BT Portfolio Services Limited	5,769	7,536.04
18/09/2013	BT Portfolio Services Limited	2,690	3,479.52
19/09/2013	BT Portfolio Services Limited	4,000	5,040.00
19/09/2013	BT Portfolio Services Limited	-4,000	-5,040.00
23/09/2013	BT Portfolio Services Limited	20,000	24,536.00
23/09/2013	BT Portfolio Services Limited	-2,130	-2,604.78
24/09/2013	BT Portfolio Services Limited	4,000	4,936.40
24/09/2013	BT Portfolio Services Limited	10,000	12,186.00
7/10/2013	BT Portfolio Services Limited	16,428	19,914.02
9/10/2013	BT Portfolio Services Limited	3,306	4,036.63
9/10/2013	BT Portfolio Services Limited	3,306	4,036.63
10/10/2013	BT Portfolio Services Limited	10,000	12,100.00
10/10/2013	BT Portfolio Services Limited	-10,000	-12,100.00
24/10/2013	BT Portfolio Services Limited	-30,000	-38,064.00
28/10/2013	BT Portfolio Services Limited	8,000	9,956.00
31/10/2013	BT Portfolio Services Limited	20,000	25,226.00
31/10/2013	BT Portfolio Services Limited	10,000	12,750.00
31/10/2013	BT Portfolio Services Limited	20,000	25,210.00
31/10/2013	BT Portfolio Services Limited	-10,000	-12,750.00
31/10/2013	BT Portfolio Services Limited	-12,756	-16,100.62
1/11/2013	BT Portfolio Services Limited	15,000	18,912.00
4/11/2013	BT Portfolio Services Limited	6,000	7,350.00
4/11/2013	BT Portfolio Services Limited	6,000	7,350.00
4/11/2013	BT Portfolio Services Limited	-3,000	-3,675.00
4/11/2013	BT Portfolio Services Limited	-3,000	-3,675.00
4/11/2013	BT Portfolio Services Limited	-3,000	-3,675.00
4/11/2013	BT Portfolio Services Limited	-3,000	-3,675.00
12/11/2013	BT Portfolio Services Limited	3,950	5,046.52
12/11/2013	BT Portfolio Services Limited	-1,010	-1,231.19
14/11/2013	BT Portfolio Services Limited	-7,280	-8,881.60
20/11/2013	BT Portfolio Services Limited	10,000	11,586.00
20/11/2013	BT Portfolio Services Limited	20,000	23,236.00
21/11/2013	BT Portfolio Services Limited	8,661	10,083.14
26/11/2013	BT Portfolio Services Limited	-30,000	-35,664.00
28/11/2013	BT Portfolio Services Limited	25,000	30,037.50
	Total	228,848	289,510.08
BT Funds Management Limited Total :		228,848	289,510.08

BT Funds Management No.2 Limited

Date	Registered Company	Quantity	Value
25/02/2013	HSBC Custody Nominees (Australia) Limited.	86,713	119,663.94
28/02/2013	HSBC Custody Nominees (Australia) Limited.	65,335	84,282.15
1/05/2013	HSBC Custody Nominees (Australia) Limited.	89,581	115,559.49
2/05/2013	HSBC Custody Nominees (Australia) Limited.	30,899	37,387.79
10/05/2013	HSBC Custody Nominees (Australia) Limited.	56,245	70,868.70
20/05/2013	HSBC Custody Nominees (Australia) Limited.	30,034	36,641.48
22/08/2013	HSBC Custody Nominees (Australia) Limited.	56,263	78,205.57
26/08/2013	HSBC Custody Nominees (Australia) Limited.	4,052	5,429.68
27/08/2013	HSBC Custody Nominees (Australia) Limited.	125,963	166,271.16
11/10/2013	HSBC Custody Nominees (Australia) Limited.	-100,000	-121,000.00
11/10/2013	HSBC Custody Nominees (Australia) Limited.	-13,278	-16,066.38
2/12/2013	HSBC Custody Nominees (Australia) Limited.	-83,716	-98,784.88
2/12/2013	HSBC Custody Nominees (Australia) Limited.	-14,486	-17,093.48
2/12/2013	HSBC Custody Nominees (Australia) Limited.	-27,233	-32,134.94

3/12/2013	HSBC Custody Nominees (Australia) Limited.	-1,813	-2,121.21
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-134,075	-156,867.75
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-150,920	-176,576.40
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-135,015	-157,967.55
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-8,014	-9,376.38
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-102,774	-120,245.58
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-7,353	-8,603.01
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-7,212	-8,438.04
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-16,135	-18,877.95
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-53,610	-62,723.70
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-10,816	-12,654.72
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-33,743	-39,479.31
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-26,495	-30,999.15
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-632	-739.44
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-39,750	-46,507.50
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-3,616	-4,230.72
	Total	-425,601	-427,178.13
BT Funds Management No.2 Limited Total :		-425,601	-427,178.13

BT Investment Management (Fund Services) Limited

Date	Registered Company	Quantity	Value
25/02/2013	Australia and New Zealand Banking Group Limited	8,035	11,088.30
28/02/2013	Australia and New Zealand Banking Group Limited	6,855	8,842.95
1/05/2013	Australia and New Zealand Banking Group Limited	13,128	16,935.12
2/05/2013	Australia and New Zealand Banking Group Limited	3,119	3,773.99
10/05/2013	Australia and New Zealand Banking Group Limited	5,960	7,509.60
20/05/2013	Australia and New Zealand Banking Group Limited	4,078	4,975.16
22/08/2013	Australia and New Zealand Banking Group Limited	16,041	22,296.99
26/08/2013	Australia and New Zealand Banking Group Limited	203	272.02
27/08/2013	Australia and New Zealand Banking Group Limited	12,182	16,080.24
2/12/2013	Australia and New Zealand Banking Group Limited	-7,226	-8,526.68
2/12/2013	Australia and New Zealand Banking Group Limited	-920	-1,085.60
2/12/2013	Australia and New Zealand Banking Group Limited	-1,064	-1,255.52
3/12/2013	Australia and New Zealand Banking Group Limited	-1,084	-1,268.28
3/12/2013	Australia and New Zealand Banking Group Limited	-695	-813.15
3/12/2013	Australia and New Zealand Banking Group Limited	-3,662	-4,284.54
3/12/2013	Australia and New Zealand Banking Group Limited	-6,770	-7,920.90
3/12/2013	Australia and New Zealand Banking Group Limited	-2,498	-2,922.66
3/12/2013	Australia and New Zealand Banking Group Limited	-5,034	-5,889.78
3/12/2013	Australia and New Zealand Banking Group Limited	-682	-797.94
3/12/2013	Australia and New Zealand Banking Group Limited	-6,229	-7,287.93
3/12/2013	Australia and New Zealand Banking Group Limited	-1,525	-1,784.25
3/12/2013	Australia and New Zealand Banking Group Limited	-758	-886.86
3/12/2013	Australia and New Zealand Banking Group Limited	-171	-200.07
3/12/2013	Australia and New Zealand Banking Group Limited	-3,181	-3,721.77
3/12/2013	Australia and New Zealand Banking Group Limited	-1,023	-1,196.91
3/12/2013	Australia and New Zealand Banking Group Limited	-12,521	-14,649.57
3/12/2013	Australia and New Zealand Banking Group Limited	-60	-70.20
3/12/2013	Australia and New Zealand Banking Group Limited	-13,382	-15,656.94
3/12/2013	Australia and New Zealand Banking Group Limited	-12,572	-14,709.24
	Total	-11,456	-3,154.42

Date	Registered Company	Quantity	Value
25/02/2013	National Australian Custodian Services	72,316	99,796.08
25/02/2013	National Australian Custodian Services	37,550	51,819.00

25/02/2013	National Australian Custodian Services	19,920	27,489.60
28/02/2013	National Australian Custodian Services	66,439	85,706.31
28/02/2013	National Australian Custodian Services	34,521	44,532.09
28/02/2013	National Australian Custodian Services	18,312	23,622.48
1/05/2013	National Australian Custodian Services	121,974	157,346.46
1/05/2013	National Australian Custodian Services	63,353	81,725.37
1/05/2013	National Australian Custodian Services	33,618	43,367.22
2/05/2013	National Australian Custodian Services	27,975	33,849.75
2/05/2013	National Australian Custodian Services	14,535	17,587.35
2/05/2013	National Australian Custodian Services	7,712	9,331.52
10/05/2013	National Australian Custodian Services	53,886	67,896.36
10/05/2013	National Australian Custodian Services	27,983	35,258.58
10/05/2013	National Australian Custodian Services	14,842	18,700.92
20/05/2013	National Australian Custodian Services	36,125	44,072.50
20/05/2013	National Australian Custodian Services	18,763	22,890.86
20/05/2013	National Australian Custodian Services	9,954	12,143.88
22/08/2013	National Australian Custodian Services	158,913	220,889.07
22/08/2013	National Australian Custodian Services	82,534	114,722.26
22/08/2013	National Australian Custodian Services	43,762	60,829.18
26/08/2013	National Australian Custodian Services	2,260	3,028.40
26/08/2013	National Australian Custodian Services	1,175	1,574.50
26/08/2013	National Australian Custodian Services	620	830.80
27/08/2013	National Australian Custodian Services	111,095	146,645.40
27/08/2013	National Australian Custodian Services	57,705	76,170.60
27/08/2013	National Australian Custodian Services	30,606	40,399.92
4/09/2013	National Australian Custodian Services	-67,146	-86,618.34
4/09/2013	National Australian Custodian Services	-116,037	-149,687.73
4/09/2013	National Australian Custodian Services	-4,742	-6,117.18
4/09/2013	National Australian Custodian Services	-103,808	-133,912.32
4/09/2013	National Australian Custodian Services	-20,713	-26,719.77
4/09/2013	National Australian Custodian Services	-32,077	-41,379.33
4/09/2013	National Australian Custodian Services	-495	-638.55
4/09/2013	National Australian Custodian Services	-26,379	-34,028.91
4/09/2013	National Australian Custodian Services	-60,274	-77,753.46
4/09/2013	National Australian Custodian Services	-36,081	-46,544.49
4/09/2013	National Australian Custodian Services	-34,878	-44,992.62
4/09/2013	National Australian Custodian Services	-16,662	-21,493.98
2/12/2013	National Australian Custodian Services	-1,543	-1,820.74
2/12/2013	National Australian Custodian Services	-1,543	-1,820.74
2/12/2013	National Australian Custodian Services	-11,113	-13,113.34
2/12/2013	National Australian Custodian Services	-5,657	-6,675.26
2/12/2013	National Australian Custodian Services	-6,866	-8,101.88
2/12/2013	National Australian Custodian Services	-13,135	-15,499.30
2/12/2013	National Australian Custodian Services	-1,715	-2,023.70
2/12/2013	National Australian Custodian Services	-7,374	-8,701.32
2/12/2013	National Australian Custodian Services	-963	-1,136.34
3/12/2013	National Australian Custodian Services	-5,767	-6,747.39
3/12/2013	National Australian Custodian Services	-1,422	-1,663.74
3/12/2013	National Australian Custodian Services	-30,546	-35,738.82
3/12/2013	National Australian Custodian Services	-152,080	-177,933.60
3/12/2013	National Australian Custodian Services	-1,617	-1,891.89
3/12/2013	National Australian Custodian Services	-112,854	-132,039.18
3/12/2013	National Australian Custodian Services	-51,419	-60,160.23
3/12/2013	National Australian Custodian Services	-41,786	-48,889.62
3/12/2013	National Australian Custodian Services	-57,670	-67,473.90
3/12/2013	National Australian Custodian Services	-104,168	-121,876.56
3/12/2013	National Australian Custodian Services	-13,702	-16,031.34

3/12/2013	National Australian Custodian Services	-10,759	-12,588.03
3/12/2013	National Australian Custodian Services	-15,866	-18,563.22
3/12/2013	National Australian Custodian Services	-44,323	-51,857.91
3/12/2013	National Australian Custodian Services	-6,574	-7,691.58
3/12/2013	National Australian Custodian Services	-29,960	-35,053.20
3/12/2013	National Australian Custodian Services	-4,406	-5,155.02
3/12/2013	National Australian Custodian Services	-2,990	-3,498.30
3/12/2013	National Australian Custodian Services	-2,996	-3,505.32
3/12/2013	National Australian Custodian Services	-26,708	-31,248.36
3/12/2013	National Australian Custodian Services	-3,265	-3,820.05
3/12/2013	National Australian Custodian Services	-58,623	-68,588.91
3/12/2013	National Australian Custodian Services	-739	-864.63
3/12/2013	National Australian Custodian Services	-54,108	-63,306.36
3/12/2013	National Australian Custodian Services	-257	-300.69
3/12/2013	National Australian Custodian Services	-2,938	-3,437.46
3/12/2013	National Australian Custodian Services	-21,703	-25,392.51
3/12/2013	National Australian Custodian Services	-7,275	-8,511.75
3/12/2013	National Australian Custodian Services	-5,712	-6,683.04
3/12/2013	National Australian Custodian Services	-11,527	-13,486.59
3/12/2013	National Australian Custodian Services	-1,590	-1,860.30
3/12/2013	National Australian Custodian Services	-2,340	-2,737.80
3/12/2013	National Australian Custodian Services	-18,521	-21,669.57
3/12/2013	National Australian Custodian Services	-392	-458.64
3/12/2013	National Australian Custodian Services	-32,007	-37,448.19
3/12/2013	National Australian Custodian Services	-8,430	-9,863.10
3/12/2013	National Australian Custodian Services	-1,733	-2,027.61
3/12/2013	National Australian Custodian Services	-28,633	-33,500.61
3/12/2013	National Australian Custodian Services	-30,921	-36,177.57
3/12/2013	National Australian Custodian Services	-511	-597.87
3/12/2013	National Australian Custodian Services	-1,560	-1,825.20
3/12/2013	National Australian Custodian Services	-3,490	-4,083.30
3/12/2013	National Australian Custodian Services	-137	-160.29
3/12/2013	National Australian Custodian Services	-20,347	-23,805.99
	Total	-435,125	-396,768.08

Date	Registered Company	Quantity	Value
25/02/2013	National Nominees Limited	21,915	30,242.70
28/02/2013	National Nominees Limited	20,091	25,917.39
1/05/2013	National Nominees Limited	36,914	47,619.06
2/05/2013	National Nominees Limited	8,444	10,217.24
10/05/2013	National Nominees Limited	16,337	20,584.62
20/05/2013	National Nominees Limited	10,939	13,345.58
22/08/2013	National Nominees Limited	48,104	66,864.56
26/08/2013	National Nominees Limited	679	909.86
27/08/2013	National Nominees Limited	33,621	44,379.72
2/12/2013	National Nominees Limited	-8,091	-9,547.38
2/12/2013	National Nominees Limited	-1,057	-1,247.26
3/12/2013	National Nominees Limited	-12,670	-14,823.90
3/12/2013	National Nominees Limited	-1,713	-2,004.21
3/12/2013	National Nominees Limited	-20,352	-23,811.84
3/12/2013	National Nominees Limited	-1,747	-2,043.99
3/12/2013	National Nominees Limited	-33,260	-38,914.20
3/12/2013	National Nominees Limited	-431	-504.27
3/12/2013	National Nominees Limited	-35,170	-41,148.90
3/12/2013	National Nominees Limited	-31,464	-36,812.88
3/12/2013	National Nominees Limited	-1,904	-2,227.68
3/12/2013	National Nominees Limited	-7,995	-9,354.15

3/12/2013	National Nominees Limited	-2,570	-3,006.90
3/12/2013	National Nominees Limited	-22,484	-26,306.28
3/12/2013	National Nominees Limited	-9,807	-11,474.19
3/12/2013	National Nominees Limited	-150	-175.50
3/12/2013	National Nominees Limited	-6,277	-7,344.09
3/12/2013	National Nominees Limited	-574	-671.58
3/12/2013	National Nominees Limited	-3,834	-4,485.78
	Total	-4,506	24,175.75

BT Investment Management (Fund Services) Limited

Total :	-451,087	-375,746.75
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BT Investment Management (Institutional) Limited

Date	Registered Company	Quantity	Value
25/02/2013	HSBC Custody Nominees (Australia) Limited.	417,306	575,882.28
25/02/2013	HSBC Custody Nominees (Australia) Limited.	56,167	77,510.46
28/02/2013	HSBC Custody Nominees (Australia) Limited.	388,447	501,096.63
1/05/2013	HSBC Custody Nominees (Australia) Limited.	391,432	504,947.28
2/05/2013	HSBC Custody Nominees (Australia) Limited.	157,316	190,352.36
10/05/2013	HSBC Custody Nominees (Australia) Limited.	308,223	388,360.98
20/05/2013	HSBC Custody Nominees (Australia) Limited.	190,107	231,930.54
21/05/2013	HSBC Custody Nominees (Australia) Limited.	75,041	94,551.66
24/05/2013	HSBC Custody Nominees (Australia) Limited.	21,715	26,709.45
28/06/2013	HSBC Custody Nominees (Australia) Limited.	32,828	40,706.72
22/08/2013	HSBC Custody Nominees (Australia) Limited.	594,383	826,192.37
26/08/2013	HSBC Custody Nominees (Australia) Limited.	11,011	14,754.74
27/08/2013	HSBC Custody Nominees (Australia) Limited.	608,828	803,652.96
9/09/2013	HSBC Custody Nominees (Australia) Limited.	5,898	7,726.38
2/12/2013	HSBC Custody Nominees (Australia) Limited.	-61,523	-72,597.14
2/12/2013	HSBC Custody Nominees (Australia) Limited.	-386,611	-456,200.98
2/12/2013	HSBC Custody Nominees (Australia) Limited.	-84,580	-99,804.40
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-8,618	-10,083.06
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-23,895	-27,957.15
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-253,670	-296,793.90
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-51,424	-60,166.08
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-580,219	-678,856.23
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-634,638	-742,526.46
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-125,689	-147,056.13
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-34,961	-40,904.37
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-160,075	-187,287.75
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-709,401	-829,999.17
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-672,450	-786,766.50
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-76,716	-89,757.72
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-34,288	-40,116.96
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-38,099	-44,575.83
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-195,811	-229,098.87
3/12/2013	HSBC Custody Nominees (Australia) Limited.	-3,004	-3,514.68
	Total	-876,970	-559,688.57

Date	Registered Company	Quantity	Value
5/03/2013	UBS Wealth Management	-17,462	-22,700.60
5/03/2013	UBS Wealth Management	-5,061	-6,579.30
8/03/2013	UBS Wealth Management	-12,214	-16,366.76
15/03/2013	UBS Wealth Management	-456,686	.00
21/03/2013	UBS Wealth Management	-6,634	-8,557.86
21/03/2013	UBS Wealth Management	-34,732	-44,804.28

21/03/2013	UBS Wealth Management	-43,091	-55,587.39
28/05/2013	UBS Wealth Management	-49,507	-59,408.40
28/05/2013	UBS Wealth Management	-110,765	-132,918.00
28/05/2013	UBS Wealth Management	-4,337	-5,204.40
28/05/2013	UBS Wealth Management	-12,444	-14,932.80
28/05/2013	UBS Wealth Management	-50,478	-60,573.60
28/05/2013	UBS Wealth Management	-55,009	-66,010.80
28/05/2013	UBS Wealth Management	-74,248	-89,097.60
	Total	-932,668	-582,741.79
	BT Investment Management (Institutional) Limited		
	Total :	-1,809,638	-1,142,430.36

Westpac RE Limited

Date	Registered Company	Quantity	Value
28/05/2013	HSBC Custody Nominees (Australia) Limited.	-4,000	-4,800.00
22/08/2013	HSBC Custody Nominees (Australia) Limited.	5,568	7,015.68
28/08/2013	HSBC Custody Nominees (Australia) Limited.	-5,568	-7,182.72
	Total	-4,000	-4,967.04
	Westpac RE Limited Total :	-4,000	-4,967.04

Equity Desk - (WIB) Westpac Institutional Bank *

Date	Registered Company	Quantity	Value
14/06/2013	Equity Desk - (WIB) Westpac Institutional Bank	6,283	24,996.92
2/10/2013	Equity Desk - (WIB) Westpac Institutional Bank	6,283	7,647.04
2/10/2013	Equity Desk - (WIB) Westpac Institutional Bank	-6,283	-7,647.04
	Total	6,283	24,996.92
	Equity Desk - (WIB) Westpac Institutional Bank *		
	Total :	6,283	24,996.92

ANNEXURE A – ASSOCIATED COMPANIES

This is annexure 'A' (being 3 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 – 3/12/2013

Westpac Banking Corporation	Australia	Qvalent Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	RAMS Financial Group Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	RMS Warehouse Trust 2007-1	Australia
1925 Advances Pty Limited	Australia	Sallmoor Pty Limited	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Securitor Financial Group Limited	Australia
Advance Asset Management Limited	Australia	Seed Pool Trust No. 2	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	Series 2013-1 WST Trust	Australia
Australian Loan Processing Security Company Pty Limited	Australia	Series 2013-2 WST Trust	Australia
Australian Loan Processing Security Trust	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Belliston Pty Limited	Australia	Southern Cross Inc	USA
Bill Acceptance Corporation Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
BLE Capital Investments Pty Limited	Australia	St.George Custodial Pty Limited	Australia
BLE Capital Limited	Australia	St.George Equity Finance Limited	Australia
BLE Development Pty Limited	Australia	St.George Finance Holdings Limited	Australia
BLE Holdings Pty Limited	Australia	St.George Finance Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Life Limited	Australia
BT Australia Pty Limited	Australia	St.George Motor Finance Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	St.George Procurement Management Pty Limited	Australia
BT Financial Group Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	Sydney Capital Corp Inc.	USA
BT Funds Management Limited	Australia	Tavarua Funding Trust III	USA
BT Funds Management No.2 Limited	Australia	Tavarua Funding Trust IV	USA
BT Investment Management (Fund Services) Limited	Australia	Teuton Pty Limited	Australia
BT Investment Management (Institutional) Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Investment Management Limited	Australia	The Mortgage Company Pty Limited	Australia
BT Life Limited	Australia	The Warehouse Financial Services Limited	New Zealand
BT Long Term Income Fund	Australia	Value Nominees Pty Limited	Australia
BT Portfolio Services Limited	Australia	W1 Investments Pty Limited	Australia
BT Private Nominees Pty Limited (formerly known as BT Investment Management No.2 Limited)	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Securities Limited	Australia	Waratah Securities Australia Limited	Australia
BT Short Term Income Fund	Australia	Westpac (NZ) Investments Limited	New Zealand
BTIM UK Limited	UK	Westpac Administration Pty Limited	Australia

Canning Park Capital Pte. Ltd	Australia	Westpac Altitude Rewards Trust	Australia
Castlereagh Trust	Australia	Westpac Americas Inc.	USA
CBA Limited	Australia	Westpac Asian Lending Pty Limited	Australia
Challenge Limited	Australia	Westpac Bank of Tonga	Tonga
Codrington S.a.r.l.	Luxembourg	Westpac Bank Samoa Limited	Samoa
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Bank-PNG-Limited	Papua New Guinea
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 Cash PIE Fund	Australia
Crusade CP Trust No. 52	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Trust No. 53	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 54	Australia	Westpac Covered Bond Trust New	Australia
Crusade CP Trust No. 55	Australia	Westpac Custodian Nominees Limited	Australia
Crusade CP Trust No. 56	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 57	Australia	Westpac Delta LLC	USA
Crusade CP Trust No. 58	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade CP Trust No. 60	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Equipment Finance Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Global Trust 1 of 2005	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Global Trust 1 of 2006	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 1 of 2007	Australia	Westpac Europe Limited	UK
Crusade Global Trust 2 of 2004	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 2 of 2005	Australia	Westpac Financial Consultants Limited	Australia
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Management Limited	Australia	Westpac Financial Services Group Limited	Australia
Crusade Trust 1A of 2005	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Crusade 2P Trust of 2008	Australia	Westpac Financial Services Limited	Australia
Danaby Pty Limited	Australia	Westpac Funding Holdings Pty Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Europe Infrastructure Debt LP	UK	Westpac Funds Financing Pty Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac General Insurance Limited	Australia
General Credit Holdings Pty Limited	Australia	Westpac General Insurance Services Limited	Australia
General Credits Pty Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
Halcyon Securities Limited	Australia	Westpac Group Investments Australia Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac Global Capital Markets Pty Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Holdings-NZ-Limited	New Zealand
Hastings Forests Australia Pty Limited	Australia	Westpac Investment Capital Corporation	USA
Hastings Funds Management Asia Pty. Limited	Singapore	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Funds Management (UK) Limited	UK	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Funds Management (USA) Inc.	USA	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 Infrastructure 1 Limited	UK	Westpac Lenders Mortgage Insurance Limited	Australia

Hastings Infrastructure 2 Limited	UK	Westpac Life Insurance Services Limited	Australia
Hastings Investment Capital LP	USA	Westpac Life-NZ-Limited	New Zealand
Hastings Investments GP LLC	USA	Westpac New Zealand Group Limited	New Zealand
Hastings Investment Management Pty Ltd (formerly Hastings Private Equity Fund IIB Pty Limited)	Australia	Westpac New Zealand Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac Nominees-NZ-Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hickory Trust	Australia	Westpac NZ Covered Bond Limited	New Zealand
Hitton Pty Limited	Australia	Westpac NZ Leasing Limited	New Zealand
HLT Custodian Trust	New Zealand	Westpac NZ Operations Limited	New Zealand
Infrastructure GP LLP	UK	Westpac NZ Securitisation Holdings Limited	New Zealand
J O Hambro Capital Management Holdings Limited	UK	Westpac NZ Securitisation Limited	New Zealand
J O Hambro Capital Management Limited	UK	Westpac NZ Securitisation No. 2 Limited	New Zealand
JOHCM (Singapore) Pte Limited	Singapore	Westpac Overseas Holdings No. 2 Pty Limited	Australia
JOHCM (USA) General Partner Inc	USA	Westpac Overseas Holdings Pty Limited	Australia
JOHCM (USA) Inc	USA	Westpac Pacific Limited Partnership	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 Pty Limited	Australia	Westpac Securities Limited	Australia
Nationwide Management Pty Limited	Australia	Westpac Securities NZ Limited	New Zealand
Net Nominees Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Number 120 Limited1	New Zealand	Westpac Securitisation Management Pty Limited	Australia
Oniston Pty Limited	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 Pty Limited	Australia	Westpac Term PIE Fund	New Zealand
Partnership Pacific Securities Pty Limited	Australia	Westpac TPS Trust	Australia
Pashley Investments Pty Limited	Australia	Westpac Unit Trust	Australia
		Westpac USA Inc.	USA

Note: Westpac retains 63% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (63%)	Australia
BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)	Australia