

19 December 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 Australand Holdings 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 603

Corporations Law
Section 671B

Notice of initial substantial holder

To Company Name/Scheme AUSTRALAND HOLDINGS LIMITED

ACN/ARSN ABN 12 008 443 696

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 18/10/2013

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	29,110,352	29,110,352	5.03%

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.	515,941
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	22,215

		the BEACON 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.	114,489
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.	2,190,158
BT Investment Management (Fund Services) Limited	National Australia Bank Limited NCS (National Bank Custodian Services) Australia and New Zealand Banking Group Limited JP Morgan Chase Bank National Nominees Limited Citicorp Nominees Pty Limited National Australian Custodian Services	BT Investment Management (Fund Services) Limited is the responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	6,117,629
BT Investment Management (Institutional) Limited	UBS Wealth Management HSBC Custody Nominees (Australia) Limited.	BT Investment Management (Institutional) Limited (previously known as BT Investment Management (RE) Limited) is the fund manager of various superannuation funds, institutional investor portfolios and unit	18,721,185

		trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	
Westpac Financial Services Group Limited	HSBC Custody Nominees (Australia) Limited.	Westpac Financial Services Group Limited Registered Holder of Securities. ABN: 50 000 326 312	906,813
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 the power to vote or dispose of the shares.	521,922

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	
Advance Asset Management Limited	See Schedule	See Schedule	
Westpac RE Limited	See Schedule	See Schedule	
Westpac Financial Services Group Limited	See Schedule	See Schedule	
BT Funds Management No.2 Limited	See Schedule	See Schedule	
BT Investment Management (Fund Services) Limited	See Schedule	See Schedule	
BT Investment Management (Institutional) 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
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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
Advance Asset Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac RE 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
AUSTRALAND PROPERTY GROUP	The Company Secretary Australand Property Group Level 3, 1C Homebush Bay Drive RHODES NSW 2138 Tel: 02 9767 2000 Fax: 02 9767 2900

Signature

print name Chris Millard capacity Company Secretary

sign here _____ date 19/12/2013

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 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 : 18/06/2013 to 18/10/2013

SECURITY: ALZ

Asgard Capital Management Limited

Date	Registered Company	Quantity	Value
14/08/2013	ASGARD Capital Management Limited	-600	-2,088.00
	Total	-600	-2,088.00
	Asgard Capital Management Limited Total :	-600	-2,088.00

BT Funds Management Limited

Date	Registered Company	Quantity	Value
29/07/2013	BT Portfolio Services Limited	-7,810	-27,691.14
4/10/2013	BT Portfolio Services Limited	-1,000	-3,663.70
14/10/2013	BT Portfolio Services Limited	890	3,212.90
14/10/2013	BT Portfolio Services Limited	-890	-3,212.90
15/10/2013	BT Portfolio Services Limited	-4,336	-15,747.05
	Total	-13,146	-47,101.89
	BT Funds Management Limited Total :	-13,146	-47,101.89

BT Funds Management No.2 Limited

Date	Registered Company	Quantity	Value
27/06/2013	HSBC Custody Nominees (Australia) Limited.	-5,033	-16,558.57
27/06/2013	HSBC Custody Nominees (Australia) Limited.	-17,876	-58,812.04
27/06/2013	HSBC Custody Nominees (Australia) Limited.	-4,694	-15,443.26
27/06/2013	HSBC Custody Nominees (Australia) Limited.	-2,397	-7,886.13
27/06/2013	HSBC Custody Nominees (Australia) Limited.	-17,876	-58,812.04
27/06/2013	HSBC Custody Nominees (Australia) Limited.	-5,033	-16,558.57
27/06/2013	HSBC Custody Nominees (Australia) Limited.	-4,694	-15,443.26
27/06/2013	HSBC Custody Nominees (Australia) Limited.	-2,397	-7,886.13
27/06/2013	HSBC Custody Nominees (Australia) Limited.	17,876	58,812.04
27/06/2013	HSBC Custody Nominees (Australia) Limited.	2,397	7,886.13
27/06/2013	HSBC Custody Nominees (Australia) Limited.	5,033	16,558.57
27/06/2013	HSBC Custody Nominees (Australia) Limited.	4,694	15,443.26
3/09/2013	HSBC Custody Nominees (Australia) Limited.	-33,123	-112,618.20
9/09/2013	HSBC Custody Nominees (Australia) Limited.	8,168	27,689.52
10/09/2013	HSBC Custody Nominees (Australia) Limited.	165,564	577,818.36
10/09/2013	HSBC Custody Nominees (Australia) Limited.	38,404	130,189.56
11/09/2013	HSBC Custody Nominees (Australia) Limited.	67,061	234,713.50
11/09/2013	HSBC Custody Nominees (Australia) Limited.	7,626	26,614.74

12/09/2013	HSBC Custody Nominees (Australia) Limited.	11,957	41,251.65
12/09/2013	HSBC Custody Nominees (Australia) Limited.	36,239	124,662.16
12/09/2013	HSBC Custody Nominees (Australia) Limited.	30,706	106,242.76
12/09/2013	HSBC Custody Nominees (Australia) Limited.	11,686	40,316.70
13/09/2013	HSBC Custody Nominees (Australia) Limited.	2,111	7,240.73
16/09/2013	HSBC Custody Nominees (Australia) Limited.	400	1,372.00
17/09/2013	HSBC Custody Nominees (Australia) Limited.	61,448	211,381.12
26/09/2013	HSBC Custody Nominees (Australia) Limited.	482	1,715.92
26/09/2013	HSBC Custody Nominees (Australia) Limited.	1,456	5,183.36
9/10/2013	HSBC Custody Nominees (Australia) Limited.	167	596.19
9/10/2013	HSBC Custody Nominees (Australia) Limited.	49,793	177,263.08
10/10/2013	HSBC Custody Nominees (Australia) Limited.	13,775	49,039.00
Total		443,920	1,551,972.15
BT Funds Management No.2 Limited Total :		443,920	1,551,972.15

BT Investment Management (Fund Services) Limited

Date	Registered Company	Quantity	Value
9/09/2013	Australia and New Zealand Banking Group Limited	397	1,345.83
10/09/2013	Australia and New Zealand Banking Group Limited	16,434	57,354.66
10/09/2013	Australia and New Zealand Banking Group Limited	3,959	13,421.01
11/09/2013	Australia and New Zealand Banking Group Limited	6,657	23,299.50
11/09/2013	Australia and New Zealand Banking Group Limited	757	2,641.93
12/09/2013	Australia and New Zealand Banking Group Limited	3,111	10,764.06
12/09/2013	Australia and New Zealand Banking Group Limited	3,671	12,628.24
12/09/2013	Australia and New Zealand Banking Group Limited	1,184	4,084.80
12/09/2013	Australia and New Zealand Banking Group Limited	1,211	4,177.95
13/09/2013	Australia and New Zealand Banking Group Limited	189	648.27
16/09/2013	Australia and New Zealand Banking Group Limited	40	137.2
17/09/2013	Australia and New Zealand Banking Group Limited	6,121	21,056.24
26/09/2013	Australia and New Zealand Banking Group Limited	143	509.08
26/09/2013	Australia and New Zealand Banking Group Limited	47	167.32
9/10/2013	Australia and New Zealand Banking Group Limited	4,871	17,340.76
9/10/2013	Australia and New Zealand Banking Group Limited	16	57.12
10/10/2013	Australia and New Zealand Banking Group Limited	1,347	4,795.32
Total		50,155	174,429.29

Date	Registered Company	Quantity	Value
14/08/2013	BNP Fund Services Australasia Pty Limited	-109,023	-378,309.81
Total		-109,023	-378,309.81

Date	Registered Company	Quantity	Value
18/07/2013	Citicorp Nominees Pty Limited	5,049	17,873.46
14/08/2013	Citicorp Nominees Pty Limited	26,185	91,385.65
14/08/2013	Citicorp Nominees Pty Limited	15,586	54,083.42

6/09/2013	Citicorp Nominees Pty Limited	-125,000	-421,250.00
10/09/2013	Citicorp Nominees Pty Limited	172,172	602,602.00
11/09/2013	Citicorp Nominees Pty Limited	39,239	137,336.50
11/09/2013	Citicorp Nominees Pty Limited	4,462	15,572.38
12/09/2013	Citicorp Nominees Pty Limited	16,422	56,655.90
12/09/2013	Citicorp Nominees Pty Limited	50,929	175,195.76
12/09/2013	Citicorp Nominees Pty Limited	16,804	57,973.80
12/09/2013	Citicorp Nominees Pty Limited	43,152	149,305.92
24/09/2013	Citicorp Nominees Pty Limited	72,461	259,410.38
25/09/2013	Citicorp Nominees Pty Limited	1,945	7,002.00
26/09/2013	Citicorp Nominees Pty Limited	143	509.08
26/09/2013	Citicorp Nominees Pty Limited	136,575	490,304.25
26/09/2013	Citicorp Nominees Pty Limited	431	1,534.36
9/10/2013	Citicorp Nominees Pty Limited	49	174.93
9/10/2013	Citicorp Nominees Pty Limited	14,759	52,542.04
10/10/2013	Citicorp Nominees Pty Limited	4,083	14,535.48
14/10/2013	Citicorp Nominees Pty Limited	53,873	193,404.07
15/10/2013	Citicorp Nominees Pty Limited	715	2,595.45
16/10/2013	Citicorp Nominees Pty Limited	16,012	58,123.56
18/10/2013	Citicorp Nominees Pty Limited	69,350	258,675.50
Total		635,396	2,275,545.89

Date	Registered Company	Quantity	Value
20/06/2013	IAG Nominees Limited	-55,072	0
Total		-55,072	0

Date	Registered Company	Quantity	Value
28/06/2013	JP Morgan Chase Bank	33,991	118,288.68
16/08/2013	JP Morgan Chase Bank	11,027	37,602.07
Total		45,018	155,890.75

Date	Registered Company	Quantity	Value
9/09/2013	National Australian Custodian Services	3,367	11,414.13
10/09/2013	National Australian Custodian Services	160,893	561,516.57
10/09/2013	National Australian Custodian Services	86,229	300,939.21
10/09/2013	National Australian Custodian Services	10,435	35,374.65
10/09/2013	National Australian Custodian Services	40,495	141,327.55
10/09/2013	National Australian Custodian Services	-20,423	-69,233.97
10/09/2013	National Australian Custodian Services	-67,312	-228,187.68
10/09/2013	National Australian Custodian Services	-10,242	-34,720.38
10/09/2013	National Australian Custodian Services	-71,841	-243,540.99
10/09/2013	National Australian Custodian Services	-37,278	-126,372.42
10/09/2013	National Australian Custodian Services	-5,317	-18,024.63
10/09/2013	National Australian Custodian Services	-11,750	-39,832.50
10/09/2013	National Australian Custodian Services	-11,916	-40,395.24
11/09/2013	National Australian Custodian Services	53,097	185,839.50

11/09/2013	National Australian Custodian Services	6,039	21,076.11
11/09/2013	National Australian Custodian Services	28,445	99,557.50
11/09/2013	National Australian Custodian Services	3,235	11,290.15
11/09/2013	National Australian Custodian Services	16,639	58,236.50
11/09/2013	National Australian Custodian Services	1,892	6,603.08
12/09/2013	National Australian Custodian Services	9,716	33,520.20
12/09/2013	National Australian Custodian Services	24,950	86,327.00
12/09/2013	National Australian Custodian Services	29,447	101,297.68
12/09/2013	National Australian Custodian Services	9,495	32,757.75
12/09/2013	National Australian Custodian Services	13,373	46,270.58
12/09/2013	National Australian Custodian Services	15,784	54,296.96
12/09/2013	National Australian Custodian Services	5,089	17,557.05
12/09/2013	National Australian Custodian Services	5,208	17,967.60
12/09/2013	National Australian Custodian Services	9,247	31,809.68
12/09/2013	National Australian Custodian Services	2,982	10,287.90
12/09/2013	National Australian Custodian Services	3,051	10,525.95
12/09/2013	National Australian Custodian Services	7,835	27,109.10
13/09/2013	National Australian Custodian Services	1,861	6,383.23
13/09/2013	National Australian Custodian Services	997	3,419.71
13/09/2013	National Australian Custodian Services	576	1,975.68
16/09/2013	National Australian Custodian Services	321	1,101.03
16/09/2013	National Australian Custodian Services	172	589.96
16/09/2013	National Australian Custodian Services	100	343
17/09/2013	National Australian Custodian Services	49,184	169,192.96
17/09/2013	National Australian Custodian Services	26,348	90,637.12
17/09/2013	National Australian Custodian Services	15,396	52,962.24
26/09/2013	National Australian Custodian Services	1,157	4,118.92
26/09/2013	National Australian Custodian Services	383	1,363.48
26/09/2013	National Australian Custodian Services	621	2,210.76
26/09/2013	National Australian Custodian Services	205	729.8
26/09/2013	National Australian Custodian Services	402	1,431.12
26/09/2013	National Australian Custodian Services	133	473.48
9/10/2013	National Australian Custodian Services	133	474.81
9/10/2013	National Australian Custodian Services	39,549	140,794.44
9/10/2013	National Australian Custodian Services	21,217	75,532.52
9/10/2013	National Australian Custodian Services	71	253.47
9/10/2013	National Australian Custodian Services	13,755	48,967.80
9/10/2013	National Australian Custodian Services	46	164.22
10/10/2013	National Australian Custodian Services	10,941	38,949.96
10/10/2013	National Australian Custodian Services	5,869	20,893.64
10/10/2013	National Australian Custodian Services	3,805	13,545.80
Total		504,106	1,779,103.74

Date	Registered Company	Quantity	Value
9/09/2013	National Nominees Limited	3,720	12,610.80
10/09/2013	National Nominees Limited	44,896	156,687.04

10/09/2013	National Nominees Limited	11,059	37,490.01
11/09/2013	National Nominees Limited	2,109	7,360.41
11/09/2013	National Nominees Limited	18,545	64,907.50
12/09/2013	National Nominees Limited	3,313	11,429.85
12/09/2013	National Nominees Limited	10,042	34,544.48
12/09/2013	National Nominees Limited	3,238	11,171.10
12/09/2013	National Nominees Limited	8,509	29,441.14
13/09/2013	National Nominees Limited	634	2,174.62
16/09/2013	National Nominees Limited	110	377.3
17/09/2013	National Nominees Limited	16,917	58,194.48
26/09/2013	National Nominees Limited	146	519.76
26/09/2013	National Nominees Limited	442	1,573.52
9/10/2013	National Nominees Limited	15,098	53,748.88
9/10/2013	National Nominees Limited	51	182.07
10/10/2013	National Nominees Limited	4,177	14,870.12
Total		143,006	497,283.08

Date	Registered Company	Quantity	Value
25/09/2013	NCS (National Bank Custodian Services)	2,892	10,497.96
Total		2,892	10,497.96

BT Investment Management (Fund Services) Limited Total : **1,216,478** **4,514,440.90**

BT Investment Management (Institutional) Limited

Date	Registered Company	Quantity	Value
27/06/2013	HSBC Custody Nominees (Australia) Limited.	-30,000	-98,700.00
27/06/2013	HSBC Custody Nominees (Australia) Limited.	30,000	98,700.00
27/06/2013	HSBC Custody Nominees (Australia) Limited.	-30,000	-98,700.00
28/06/2013	HSBC Custody Nominees (Australia) Limited.	121,829	423,964.92
15/07/2013	HSBC Custody Nominees (Australia) Limited.	-12,439	-43,660.89
15/07/2013	HSBC Custody Nominees (Australia) Limited.	12,439	43,660.89
15/07/2013	HSBC Custody Nominees (Australia) Limited.	-12,439	-43,660.89
26/07/2013	HSBC Custody Nominees (Australia) Limited.	68,336	239,176.00
9/08/2013	HSBC Custody Nominees (Australia) Limited.	-2,340	-7,979.40
9/08/2013	HSBC Custody Nominees (Australia) Limited.	-18,285	-62,351.85
14/08/2013	HSBC Custody Nominees (Australia) Limited.	46,208	160,341.76
14/08/2013	HSBC Custody Nominees (Australia) Limited.	77,635	270,946.15
14/08/2013	HSBC Custody Nominees (Australia) Limited.	34,645	120,218.15
14/08/2013	HSBC Custody Nominees (Australia) Limited.	58,207	203,142.43
16/08/2013	HSBC Custody Nominees (Australia) Limited.	22,273	75,950.93
3/09/2013	HSBC Custody Nominees (Australia) Limited.	-95,447	-324,519.80
9/09/2013	HSBC Custody Nominees (Australia) Limited.	45,712	154,963.68
9/09/2013	HSBC Custody Nominees (Australia) Limited.	1,139	3,883.99
10/09/2013	HSBC Custody Nominees (Australia) Limited.	843,846	2,945,022.54
10/09/2013	HSBC Custody Nominees (Australia) Limited.	172,222	583,832.58

11/09/2013	HSBC Custody Nominees (Australia) Limited.	85,571	299,498.50
11/09/2013	HSBC Custody Nominees (Australia) Limited.	9,732	33,964.68
11/09/2013	HSBC Custody Nominees (Australia) Limited.	8,158	28,471.42
11/09/2013	HSBC Custody Nominees (Australia) Limited.	71,732	251,062.00
11/09/2013	HSBC Custody Nominees (Australia) Limited.	38,390	133,981.10
11/09/2013	HSBC Custody Nominees (Australia) Limited.	337,564	1,181,474.00
12/09/2013	HSBC Custody Nominees (Australia) Limited.	42,836	147,784.20
12/09/2013	HSBC Custody Nominees (Australia) Limited.	112,560	389,457.60
12/09/2013	HSBC Custody Nominees (Australia) Limited.	132,844	456,983.36
12/09/2013	HSBC Custody Nominees (Australia) Limited.	43,832	151,220.40
12/09/2013	HSBC Custody Nominees (Australia) Limited.	75,548	261,396.08
12/09/2013	HSBC Custody Nominees (Australia) Limited.	28,751	99,190.95
12/09/2013	HSBC Custody Nominees (Australia) Limited.	89,162	306,717.28
12/09/2013	HSBC Custody Nominees (Australia) Limited.	29,419	101,495.55
12/09/2013	HSBC Custody Nominees (Australia) Limited.	59,028	203,646.60
12/09/2013	HSBC Custody Nominees (Australia) Limited.	151,580	524,466.80
12/09/2013	HSBC Custody Nominees (Australia) Limited.	57,687	199,020.15
12/09/2013	HSBC Custody Nominees (Australia) Limited.	178,896	615,402.24
13/09/2013	HSBC Custody Nominees (Australia) Limited.	9,627	33,020.61
16/09/2013	HSBC Custody Nominees (Australia) Limited.	1,990	6,825.70
17/09/2013	HSBC Custody Nominees (Australia) Limited.	305,458	1,050,775.52
24/09/2013	HSBC Custody Nominees (Australia) Limited.	180,180	645,044.40
24/09/2013	HSBC Custody Nominees (Australia) Limited.	262,480	939,678.40
25/09/2013	HSBC Custody Nominees (Australia) Limited.	4,657	16,765.20
25/09/2013	HSBC Custody Nominees (Australia) Limited.	5,154	18,554.40
26/09/2013	HSBC Custody Nominees (Australia) Limited.	2,421	8,618.76
26/09/2013	HSBC Custody Nominees (Australia) Limited.	801	2,851.56
26/09/2013	HSBC Custody Nominees (Australia) Limited.	139,670	501,415.30
26/09/2013	HSBC Custody Nominees (Australia) Limited.	275	979
26/09/2013	HSBC Custody Nominees (Australia) Limited.	262,714	943,143.26
26/09/2013	HSBC Custody Nominees (Australia) Limited.	91	323.96
26/09/2013	HSBC Custody Nominees (Australia) Limited.	2,272	8,088.32
26/09/2013	HSBC Custody Nominees (Australia) Limited.	6,869	24,453.64
27/09/2013	HSBC Custody Nominees (Australia) Limited.	40,812	147,739.44
9/10/2013	HSBC Custody Nominees (Australia) Limited.	278	992.46
9/10/2013	HSBC Custody Nominees (Australia) Limited.	82,779	294,693.24
9/10/2013	HSBC Custody Nominees (Australia) Limited.	9,391	33,431.96
9/10/2013	HSBC Custody Nominees (Australia) Limited.	31	110.67
9/10/2013	HSBC Custody Nominees (Australia) Limited.	788	2,813.16
9/10/2013	HSBC Custody Nominees (Australia) Limited.	234,829	835,991.24
10/10/2013	HSBC Custody Nominees (Australia) Limited.	22,901	81,527.56
10/10/2013	HSBC Custody Nominees (Australia) Limited.	2,598	9,248.88
10/10/2013	HSBC Custody Nominees (Australia) Limited.	64,965	231,275.40
14/10/2013	HSBC Custody Nominees (Australia) Limited.	100,303	360,087.77
15/10/2013	HSBC Custody Nominees (Australia) Limited.	1,331	4,831.53
16/10/2013	HSBC Custody Nominees (Australia) Limited.	178,571	657,141.28

16/10/2013	HSBC Custody Nominees (Australia) Limited.	29,810	108,210.30
18/10/2013	HSBC Custody Nominees (Australia) Limited.	130,650	487,324.50
Total		4,971,527	17,485,421.52
BT Investment Management (Institutional) Limited Total :		4,971,527	17,485,421.52

Westpac RE Limited

Date	Registered Company	Quantity	Value
20/06/2013	HSBC Custody Nominees (Australia) Limited.	700	2,366.00
20/06/2013	HSBC Custody Nominees (Australia) Limited.	650	2,197.00
20/06/2013	HSBC Custody Nominees (Australia) Limited.	650	2,197.00
24/06/2013	HSBC Custody Nominees (Australia) Limited.	-1,000	-3,180.00
2/07/2013	HSBC Custody Nominees (Australia) Limited.	-500	-1,715.00
4/07/2013	HSBC Custody Nominees (Australia) Limited.	-2,700	-9,261.00
8/07/2013	HSBC Custody Nominees (Australia) Limited.	-8,536	0
8/07/2013	HSBC Custody Nominees (Australia) Limited.	-3,500	0
12/07/2013	HSBC Custody Nominees (Australia) Limited.	-3,000	0
16/07/2013	HSBC Custody Nominees (Australia) Limited.	5,000	17,650.00
19/07/2013	HSBC Custody Nominees (Australia) Limited.	55	195.8
19/07/2013	HSBC Custody Nominees (Australia) Limited.	54	192.24
19/07/2013	HSBC Custody Nominees (Australia) Limited.	54	192.24
24/07/2013	HSBC Custody Nominees (Australia) Limited.	1,150	3,990.50
26/07/2013	HSBC Custody Nominees (Australia) Limited.	-4,500	0
30/07/2013	HSBC Custody Nominees (Australia) Limited.	359	1,105.72
30/07/2013	HSBC Custody Nominees (Australia) Limited.	42	105
30/07/2013	HSBC Custody Nominees (Australia) Limited.	-42	-105
30/07/2013	HSBC Custody Nominees (Australia) Limited.	-359	-1,105.72
31/07/2013	HSBC Custody Nominees (Australia) Limited.	-3,000	-10,380.00
31/07/2013	HSBC Custody Nominees (Australia) Limited.	-3,186	-10,991.70
31/07/2013	HSBC Custody Nominees (Australia) Limited.	-3,000	-10,350.00
31/07/2013	HSBC Custody Nominees (Australia) Limited.	-500	0
31/07/2013	HSBC Custody Nominees (Australia) Limited.	1,000	0
31/07/2013	HSBC Custody Nominees (Australia) Limited.	-1,000	0
31/07/2013	HSBC Custody Nominees (Australia) Limited.	-500	0
31/07/2013	HSBC Custody Nominees (Australia) Limited.	500	0
31/07/2013	HSBC Custody Nominees (Australia) Limited.	-1,000	0
1/08/2013	HSBC Custody Nominees (Australia) Limited.	650	2,255.50
1/08/2013	HSBC Custody Nominees (Australia) Limited.	500	1,735.00
2/08/2013	HSBC Custody Nominees (Australia) Limited.	42	105
2/08/2013	HSBC Custody Nominees (Australia) Limited.	359	1,105.72
14/08/2013	HSBC Custody Nominees (Australia) Limited.	-1,500	-5,205.00
15/08/2013	HSBC Custody Nominees (Australia) Limited.	5,500	18,865.00
16/08/2013	HSBC Custody Nominees (Australia) Limited.	1,300	4,433.00
16/08/2013	HSBC Custody Nominees (Australia) Limited.	900	3,069.00
16/08/2013	HSBC Custody Nominees (Australia) Limited.	1,200	4,092.00

16/08/2013	HSBC Custody Nominees (Australia) Limited.	1,350	4,603.50
20/08/2013	HSBC Custody Nominees (Australia) Limited.	1,000	3,410.00
26/08/2013	HSBC Custody Nominees (Australia) Limited.	613	2,108.72
3/09/2013	HSBC Custody Nominees (Australia) Limited.	-250	-847.5
4/09/2013	HSBC Custody Nominees (Australia) Limited.	110	328.9
4/09/2013	HSBC Custody Nominees (Australia) Limited.	39	102.96
10/09/2013	HSBC Custody Nominees (Australia) Limited.	3,000	10,350.00
16/09/2013	HSBC Custody Nominees (Australia) Limited.	-1,000	-3,440.00
17/09/2013	HSBC Custody Nominees (Australia) Limited.	1,000	3,440.00
18/09/2013	HSBC Custody Nominees (Australia) Limited.	-39	-133.77
18/09/2013	HSBC Custody Nominees (Australia) Limited.	-110	-377.3
23/09/2013	HSBC Custody Nominees (Australia) Limited.	206	727.18
23/09/2013	HSBC Custody Nominees (Australia) Limited.	260	917.8
23/09/2013	HSBC Custody Nominees (Australia) Limited.	162	571.86
23/09/2013	HSBC Custody Nominees (Australia) Limited.	227	801.31
23/09/2013	HSBC Custody Nominees (Australia) Limited.	114	402.42
23/09/2013	HSBC Custody Nominees (Australia) Limited.	289	1,020.17
23/09/2013	HSBC Custody Nominees (Australia) Limited.	232	818.96
23/09/2013	HSBC Custody Nominees (Australia) Limited.	315	1,111.95
23/09/2013	HSBC Custody Nominees (Australia) Limited.	303	1,069.59
23/09/2013	HSBC Custody Nominees (Australia) Limited.	249	878.97
23/09/2013	HSBC Custody Nominees (Australia) Limited.	164	578.92
23/09/2013	HSBC Custody Nominees (Australia) Limited.	146	515.38
23/09/2013	HSBC Custody Nominees (Australia) Limited.	83	292.99
23/09/2013	HSBC Custody Nominees (Australia) Limited.	114	402.42
23/09/2013	HSBC Custody Nominees (Australia) Limited.	64	225.92
23/09/2013	HSBC Custody Nominees (Australia) Limited.	162	571.86
23/09/2013	HSBC Custody Nominees (Australia) Limited.	210	741.3
23/09/2013	HSBC Custody Nominees (Australia) Limited.	230	811.9
23/09/2013	HSBC Custody Nominees (Australia) Limited.	108	381.24
23/09/2013	HSBC Custody Nominees (Australia) Limited.	63	222.39
23/09/2013	HSBC Custody Nominees (Australia) Limited.	58	204.74
23/09/2013	HSBC Custody Nominees (Australia) Limited.	62	218.86
23/09/2013	HSBC Custody Nominees (Australia) Limited.	55	194.15
23/09/2013	HSBC Custody Nominees (Australia) Limited.	189	667.17
23/09/2013	HSBC Custody Nominees (Australia) Limited.	124	437.72
23/09/2013	HSBC Custody Nominees (Australia) Limited.	118	416.54
23/09/2013	HSBC Custody Nominees (Australia) Limited.	166	585.98
23/09/2013	HSBC Custody Nominees (Australia) Limited.	75	264.75
23/09/2013	HSBC Custody Nominees (Australia) Limited.	62	218.86
23/09/2013	HSBC Custody Nominees (Australia) Limited.	183	645.99
23/09/2013	HSBC Custody Nominees (Australia) Limited.	2,500	8,825.00
23/09/2013	HSBC Custody Nominees (Australia) Limited.	10,600	37,312.00
23/09/2013	HSBC Custody Nominees (Australia) Limited.	6,200	21,824.00
23/09/2013	HSBC Custody Nominees (Australia) Limited.	595	2,100.35
23/09/2013	HSBC Custody Nominees (Australia) Limited.	650	2,294.50

23/09/2013	HSBC Custody Nominees (Australia) Limited.	447	1,577.91
23/09/2013	HSBC Custody Nominees (Australia) Limited.	387	1,366.11
23/09/2013	HSBC Custody Nominees (Australia) Limited.	178	628.34
23/09/2013	HSBC Custody Nominees (Australia) Limited.	285	1,006.05
24/09/2013	HSBC Custody Nominees (Australia) Limited.	3,750	13,387.50
26/09/2013	HSBC Custody Nominees (Australia) Limited.	505	1,807.90
26/09/2013	HSBC Custody Nominees (Australia) Limited.	25,800	92,622.00
26/09/2013	HSBC Custody Nominees (Australia) Limited.	850	3,051.50
26/09/2013	HSBC Custody Nominees (Australia) Limited.	2,150	7,718.50
26/09/2013	HSBC Custody Nominees (Australia) Limited.	1,250	4,487.50
27/09/2013	HSBC Custody Nominees (Australia) Limited.	-1,906	-6,880.66
1/10/2013	HSBC Custody Nominees (Australia) Limited.	4,500	16,335.00
2/10/2013	HSBC Custody Nominees (Australia) Limited.	-250	-920
2/10/2013	HSBC Custody Nominees (Australia) Limited.	-200	-736
2/10/2013	HSBC Custody Nominees (Australia) Limited.	-500	-1,840.00
2/10/2013	HSBC Custody Nominees (Australia) Limited.	-100	-368
2/10/2013	HSBC Custody Nominees (Australia) Limited.	-300	-1,104.00
3/10/2013	HSBC Custody Nominees (Australia) Limited.	6,950	25,645.50
3/10/2013	HSBC Custody Nominees (Australia) Limited.	1,700	6,290.00
9/10/2013	HSBC Custody Nominees (Australia) Limited.	3,000	10,710.00
11/10/2013	HSBC Custody Nominees (Australia) Limited.	1,300	4,706.00
11/10/2013	HSBC Custody Nominees (Australia) Limited.	-249	-903.87
11/10/2013	HSBC Custody Nominees (Australia) Limited.	-67	-243.21
11/10/2013	HSBC Custody Nominees (Australia) Limited.	-201	-729.63
18/10/2013	HSBC Custody Nominees (Australia) Limited.	2,000	7,500.00
Total		65,172	307,493.39
Westpac RE Limited Total :		65,172	307,493.39

Westpac Financial Services Group Limited

Date	Registered Company	Quantity	Value
2/07/2013	HSBC Custody Nominees (Australia) Limited.	-3,410	-11,764.50
2/07/2013	HSBC Custody Nominees (Australia) Limited.	-3,410	-11,764.50
2/07/2013	HSBC Custody Nominees (Australia) Limited.	3,410	11,764.50
9/07/2013	HSBC Custody Nominees (Australia) Limited.	-5,429	-18,892.92
9/07/2013	HSBC Custody Nominees (Australia) Limited.	5,429	18,892.92
9/07/2013	HSBC Custody Nominees (Australia) Limited.	-5,429	-18,892.92
18/07/2013	HSBC Custody Nominees (Australia) Limited.	-4,670	-16,531.80
18/07/2013	HSBC Custody Nominees (Australia) Limited.	-379	-1,341.66
18/07/2013	HSBC Custody Nominees (Australia) Limited.	-4,670	-16,531.80
18/07/2013	HSBC Custody Nominees (Australia) Limited.	-379	-1,341.66
18/07/2013	HSBC Custody Nominees (Australia) Limited.	379	1,341.66
18/07/2013	HSBC Custody Nominees (Australia) Limited.	4,670	16,531.80
14/08/2013	HSBC Custody Nominees (Australia) Limited.	21,143	73,789.07
14/08/2013	HSBC Custody Nominees (Australia) Limited.	12,584	43,666.48

11/09/2013	HSBC Custody Nominees (Australia) Limited.	25,450	89,075.00
11/09/2013	HSBC Custody Nominees (Australia) Limited.	2,894	10,100.06
12/09/2013	HSBC Custody Nominees (Australia) Limited.	11,167	38,526.15
12/09/2013	HSBC Custody Nominees (Australia) Limited.	10,913	37,649.85
12/09/2013	HSBC Custody Nominees (Australia) Limited.	28,676	99,218.96
12/09/2013	HSBC Custody Nominees (Australia) Limited.	33,843	116,419.92
24/09/2013	HSBC Custody Nominees (Australia) Limited.	29,932	107,156.56
25/09/2013	HSBC Custody Nominees (Australia) Limited.	1,060	3,816.00
26/09/2013	HSBC Custody Nominees (Australia) Limited.	408	1,452.48
26/09/2013	HSBC Custody Nominees (Australia) Limited.	42,632	153,048.88
26/09/2013	HSBC Custody Nominees (Australia) Limited.	135	480.60
9/10/2013	HSBC Custody Nominees (Australia) Limited.	13,959	49,694.04
9/10/2013	HSBC Custody Nominees (Australia) Limited.	47	167.79
10/10/2013	HSBC Custody Nominees (Australia) Limited.	3,862	13,748.72
Total		224,817	789,479.68
Westpac Financial Services Group Limited		224,817	789,479.68

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 – 19/12/2013

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 2007-1G WST Trust	Australia
Altitude Administration Pty Limited	Australia	Series 2008-1M WST Trust	Australia
Altitude Rewards Pty Limited	Australia	Series 2009-1 WST Trust	Australia
Aotearoa Financial Services Limited	New Zealand	Series 2011-1 WST Trust	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	Series 2011-2 WST Trust	Australia
Ascalon Capital Managers Limited	Australia	Series 2011-3 WST Trust	Australia
Ascalon Funds Seed Pool Trust	Australia	Series 2012-1 WST Trust	Australia
Asgard Capital Management Limited	Australia	Series 2013-1 WST Trust	Australia
Asgard Wealth Solutions Limited	Australia	Series 2013-2 WST Trust	Australia
Australian Loan Processing Security Company Pty Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Australian Loan Processing Security Trust	Australia	Southern Cross Inc	USA
Belliston Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	St.George Custodial Pty Limited	Australia
BLE Capital Investments Pty Limited	Australia	St.George Equity Finance Limited	Australia
BLE Capital Limited	Australia	St.George Finance Holdings Limited	Australia
BLE Development Pty Limited	Australia	St.George Finance Limited	Australia
BLE Holdings Pty Limited	Australia	St.George Life Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Motor Finance Limited	Australia
BT Australia Pty Limited	Australia	St.George Procurement Management Pty Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	St.George Security Holdings Pty Limited	Australia
BT Financial Group Pty Limited	Australia	Sydney Capital Corp Inc.	USA
BT Funds Management (NZ) Limited	New Zealand	Tavarua Funding Trust III	USA
BT Funds Management Limited	Australia	Tavarua Funding Trust IV	USA
BT Funds Management No.2 Limited	Australia	Teuton Pty Limited	Australia
BT Investment Management (Fund Services) Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Investment Management (Institutional) Limited	Australia	The Mortgage Company Pty Limited	Australia
BT Investment Management Limited	Australia	The Warehouse Financial Services Limited	New Zealand
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
Canning Park Capital Pte. Ltd	Australia	Westpac Americas Inc.	USA
Castlereagh Trust	Australia	Westpac Asian Lending Pty Limited	Australia
CBA 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 2012 - 1 Trust	Australia	Westpac Capital Holdings Inc.	USA
Crusade CP Management Pty Limited	Australia	Westpac Capital Markets Holding Corp.	USA
Crusade CP No.1 Pty Limited	Australia	Westpac Capital Markets LLC	USA
Crusade CP Trust No. 41	Australia	Westpac Capital Trust III	USA
Crusade CP Trust No. 44	Australia	Westpac Capital Trust IV	USA
Crusade CP Trust No. 48	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade CP Trust No. 49	Australia	Westpac Cash PIE Fund	Australia
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 2006	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Global Trust 1 of 2005	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 1 of 2006	Australia	Westpac Europe Limited	UK
Crusade Global Trust 1 of 2007	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 2 of 2004	Australia	Westpac Financial Consultants Limited	Australia
Crusade Global Trust 2 of 2005	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Services Group Limited	Australia
Crusade Management Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Crusade Trust 1A of 2005	Australia	Westpac Financial Services Limited	Australia
Crusade 2P Trust of 2008	Australia	Westpac Funding Holdings Pty Limited	Australia
Danaby Pty Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Europe Infrastructure Debt LP	UK	Westpac General Insurance Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac General Insurance Services Limited	Australia
General Credit Holdings Pty Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
General Credits Pty Limited	Australia	Westpac Group Investments Australia Pty Limited	Australia
Halcyon Securities Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac Holdings-NZ-Limited	New Zealand
Hastings Forestry Investments Limited	New Zealand	Westpac Investment Capital Corporation	USA
Hastings Forests Australia Pty Limited	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Funds Management Asia Pty. Limited	Singapore	Westpac Investment Vehicle No.3 Pty Limited	Australia

Hastings Funds Management (UK) Limited	UK	Westpac Investment Vehicle Pty Limited	Australia
Hastings Funds Management (USA) Inc.	USA	Westpac Investments U.K. Limited	UK
Hastings Funds Management Limited	Australia	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Group Pty Limited	Australia	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Infrastructure 1 Limited	UK	Westpac Life Insurance Services Limited	Australia
Hastings Infrastructure 2 Limited	UK	Westpac Life-NZ-Limited	New Zealand
Hastings Investment Capital LP	USA	Westpac New Zealand Group Limited	New Zealand
Hastings Investments GP LLC	USA	Westpac New Zealand Limited	New Zealand
Hastings Investment Management Pty Ltd (formerly Hastings Private Equity Fund IIB Pty Limited)	Australia	Westpac Nominees-NZ-Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac NZ Covered Bond Limited	New Zealand
Hickory Trust	Australia	Westpac NZ Leasing Limited	New Zealand
Hitton Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
HLT Custodian Trust	New Zealand	Westpac NZ Securitisation Holdings Limited	New Zealand
Infrastructure GP LLP	UK	Westpac NZ Securitisation Limited	New Zealand
J O Hambro Capital Management Holdings Limited	UK	Westpac NZ Securitisation No. 2 Limited	New Zealand
J O Hambro Capital Management Limited	UK	Westpac Overseas Holdings No. 2 Pty Limited	Australia
JOHCM (Singapore) Pte Limited	Singapore	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
Qvalent Pty Limited	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