

31 March 2014

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

Dear Sir/Madam,

## Notice of change of interests of substantial holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of Australian Industrial Reit.

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 604**

#### Corporations Law Section 671B

# Notice of change of interests of substantial holder

<u>To</u> Company Name/Scheme <u>AUSTRALIAN INDUSTRIAL REIT (ANI)</u>

ACN/ARSN ARSN 165 651 301

1. Details of substantial holder(1)

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

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

There was a change in the interests of the

substantial holder on 27/03/2014

The previous notice was given to the company on  $\underline{29/10/2013}$ 

The previous notice was dated 25/10/2013

### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice in the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power	Person's votes	Voting Power (5)
ORDINARY	5,850,855	9.07%	6,431,673	6.71%
SHARES				

#### 3. Changes in relevant interests

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

Date of change	Person whose relevant interest	Nature of	Consideration	Class and	Person's
	changed	change (6)	given in	number of	votes
			relation to	securities	affected
			change (7)	affected	
27/03/2014	WBC & its Associates	See	See	See	See
	Westpac Financial Services	Schedule	Schedule	Schedule	Schedule
	Group Limited (WFSG), BT				
	Funds Management Limited,				
	Westpac Financial Services				
	Group Limited, BT				
	Investment Management				
	(Fund Services) Limited, BT				
	Investment Management				
	(Institutional) Limited				

# 4. Present relevant interests

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

Holder of relevant interest	Registered holder of securities	Nature of relevant interest (6)	Number of securities
BT Funds	BT Portfolio	BT Funds Management Limited is the	35,000
Management	Services	manager of various superannuation funds,	
Limited	Limited	institutional investor portfolios and unit	
		trusts and, in that capacity, can exercise	
		the power to vote or dispose of the shares.	
BT Investment	Citicorp	BT Investment Management (Fund	1,639,764
Management (Fund	Nominees Pty	Services) Limited is the responsible entity	
Services) Limited	Limited	of various managed investment schemes	
		and, in that capacity, can exercise the	
		power to vote or dispose of the shares.	
BT Investment	HSBC	BT Investment Management (Institutional)	4,320,073
Management	Custody	Limited (previously known as BT	
(Institutional)	Nominees	Investment Management (RE) Limited) is	
Limited	(Australia)	the fund manager of various	
	Limited.	superannuation funds, institutional investor	
		portfolios and unit trusts and, in that	
		capacity, can exercise the power to vote or	
		dispose of the shares.	
Westpac Financial	HSBC	Westpac Financial Services Group Limited	436,836
Services Group	Custody	Registered Holder of Securities.	
Limited	Nominees	ABN: 50 000 326 312	
	(Australia)		
	Limited.		

### 5. Changes in association

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

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

### 6. Addresses

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

Name	Address
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
BT Funds Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac Financial Services Group Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (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

AUSTRALIAN INDUSTRIAL REIT (ANI)

The Company Secretary,
AUSTRALIAN INDUSTRIAL REIT (ANI)
Level 12, 89 York Street
SYDNEY NSW 2000

Tel: +61 2 9251 2777
Fax: +61 2 9251 2877

Signature

print name	Chris Millard	capacity	Company Secretary
sign here		date	31/03/2014

#### 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 6of 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 person's votes divided by the total votes in the body corporate scheme multiplied by 100.
- (6) Include details of
  - (a) Any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and 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).
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

# **SCHEDULE**

# TRANSACTION HISTORY

Sales & Purchases for the period : 26/10/2013 to 27/03/2014

SECURITY: ANI

	anagement Limited		
Date	Registered Company	Quantity	Valu
21/01/2014	BT Portfolio Services Limited	25,000	50,772.5
	Total	25,000	50,772.5
	BT Funds Management Limited Total :	25,000	50,772.5
BT Investme	ent Management (Fund Services) Limited		
Date	Registered Company	Quantity	Valu
1/11/2013	Citicorp Nominees Pty Limited	158,124	330,479.1
21/11/2013	Citicorp Nominees Pty Limited	7,306	15,123.4
25/11/2013	Citicorp Nominees Pty Limited	15,057	31,017.4
16/12/2013	Citicorp Nominees Pty Limited	-7,684	-15,444.8
4/03/2014	Citicorp Nominees Pty Limited	-4,301	-8,688.0
6/03/2014	Citicorp Nominees Pty Limited	-4,480	-9,049.6
7/03/2014	Citicorp Nominees Pty Limited	-4,031	-8,142.6
10/03/2014	Citicorp Nominees Pty Limited	-1,568	-3,167.3
11/03/2014	Citicorp Nominees Pty Limited	-2,979	-6,017.5
13/03/2014	Citicorp Nominees Pty Limited	127,980	.0
	Total	283,424	326,109.9
	BT Investment Management (Fund Services) Limited Total :	283,424	326,109.9
BT Investme		283,424	326,109.9
BT Investme	Total:	283,424  Quantity	326,109.9 Valu
Date	Total : ent Management (Institutional) Limited		
<b>Date</b> 25/11/2013	Total : ent Management (Institutional) Limited  Registered Company	Quantity	Valu
<b>Date</b> 25/11/2013 28/11/2013	Total :  Int Management (Institutional) Limited  Registered Company  HSBC Custody Nominees (Australia) Limited.	Quantity -15,057	<b>Val</b> u
<b>Date</b> 25/11/2013 28/11/2013 28/11/2013	Total :  Int Management (Institutional) Limited  Registered Company HSBC Custody Nominees (Australia) Limited. HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472	<b>Valu</b> -31,017.4 25,442.8
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013	Total:  Int Management (Institutional) Limited  Registered Company  HSBC Custody Nominees (Australia) Limited.  HSBC Custody Nominees (Australia) Limited.  HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130	Valu -31,017.4 25,442.8 -10,465.2
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013	Total:  Int Management (Institutional) Limited  Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2013	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2013 4/02/2014	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206 -12,410	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1 41,400.0
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2013 4/02/2014 14/02/2014	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206 -12,410 20,000	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1 41,400.0 -10,200.0
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2013 4/02/2014 14/02/2014	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206 -12,410 20,000 -5,000	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1 41,400.0 -10,200.0
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2013 4/02/2014 14/02/2014 14/02/2014 17/02/2014	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206 -12,410 20,000 -5,000 -5,000	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1 41,400.0 -10,200.0 -10,300.0
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2014 14/02/2014 14/02/2014 17/02/2014 18/02/2014	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206 -12,410 20,000 -5,000	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1 41,400.0 -10,200.0 -10,300.0 -20,200.0
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2014 14/02/2014 14/02/2014 17/02/2014 18/02/2014 18/02/2014 19/02/2014	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206 -12,410 20,000 -5,000 -5,000 -10,000 -19,803	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1 41,400.0 -10,200.0 -10,200.0 -20,200.0 -40,200.0
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2014 14/02/2014 14/02/2014 17/02/2014 18/02/2014 19/02/2014	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206 -12,410 20,000 -5,000 -5,000 -10,000 -19,803 -7,329	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1 41,400.0 -10,200.0 -10,200.0 -20,200.0 -40,200.0 -14,804.5
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2014 14/02/2014 14/02/2014 17/02/2014 18/02/2014 19/02/2014 19/02/2014	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206 -12,410 20,000 -5,000 -5,000 -10,000 -19,803 -7,329 -5,599	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1 41,400.0 -10,200.0 -10,200.0 -20,200.0 -40,200.0 -14,804.5 -11,309.9
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2014 14/02/2014 14/02/2014 17/02/2014 18/02/2014 19/02/2014 4/03/2014 4/03/2014	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206 -12,410 20,000 -5,000 -5,000 -10,000 -19,803 -7,329 -5,599 -7,634	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1 41,400.0 -10,200.0 -10,200.0 -20,200.0 -40,200.0 -14,804.5 -11,309.9 -15,420.6
Date 25/11/2013 28/11/2013 28/11/2013 28/11/2013 16/12/2013 16/12/2014 14/02/2014 14/02/2014 17/02/2014 18/02/2014 19/02/2014 19/02/2014	Registered Company HSBC Custody Nominees (Australia) Limited.	Quantity -15,057 12,472 -5,130 -7,342 22,206 -12,410 20,000 -5,000 -5,000 -10,000 -19,803 -7,329 -5,599	Valu -31,017.4 25,442.8 -10,465.2 -14,977.6 44,634.0 -24,944.1 41,400.0 -10,200.0 -10,200.0 -20,200.0 -40,200.0 -14,804.5

10/03/2014	HSBC Custody Nominees (Australia) Limited.	-2,672	-5,397.44
10/03/2014	HSBC Custody Nominees (Australia) Limited.	-2,041	-4,122.82
11/03/2014	HSBC Custody Nominees (Australia) Limited.	-5,078	-10,257.56
11/03/2014	HSBC Custody Nominees (Australia) Limited.	-3,879	-7,835.58
13/03/2014	HSBC Custody Nominees (Australia) Limited.	130,153	.00
13/03/2014	HSBC Custody Nominees (Australia) Limited.	206,686	.00
19/03/2014	HSBC Custody Nominees (Australia) Limited.	10,742	21,913.68
	Total	265,333	-144,525.55
	BT Investment Management (Institutional) Limited Total :	265,333	-144,525.55

# Westpac Financial Services Group Limited

Date	Registered Company	Quantity	Value
21/11/2013	HSBC Custody Nominees (Australia) Limited.	-7,306	-15,123.42
16/12/2013	HSBC Custody Nominees (Australia) Limited.	-2,112	-4,245.12
4/03/2014	HSBC Custody Nominees (Australia) Limited.	-1,972	-3,983.44
6/03/2014	HSBC Custody Nominees (Australia) Limited.	-2,054	-4,149.08
7/03/2014	HSBC Custody Nominees (Australia) Limited.	-1,849	-3,734.98
10/03/2014	HSBC Custody Nominees (Australia) Limited.	-719	-1,452.38
11/03/2014	HSBC Custody Nominees (Australia) Limited.	-1,366	-2,759.32
13/03/2014	HSBC Custody Nominees (Australia) Limited.	35,181	.00
19/03/2014	HSBC Custody Nominees (Australia) Limited.	-10,742	-21,913.68
	Total	7,061	-57,361.42
	Westpac Financial Services Group Limited Total :	7,061	-57,361.42

## ANNEXURE A – ASSOCIATED COMPANIES

This is annexure 'A' (being 3 pages) referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac and its associated entities

 $Tim\ Hartin-Company\ Secretary\ WBC-27/03/2014$ 

Westpac Banking Corporation	Australia	Packaging Properties 1 Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	Packaging Properties 2 Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	Packaging Properties 3 Pty Limited	Australia
1925 Advances Pty Limited	Australia	Partnership Pacific Pty Limited	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Partnership Pacific Securities Pty Limited	Australia
Advance Asset Management Limited	Australia	Pashley Investments Pty Limited	Australia
Altitude Administration Pty Limited	Australia	Qvalent Pty Limited	Australia
Altitude Rewards Pty Limited	Australia	RAMS Financial Group Pty Limited	Australia
Aotearoa Financial Services Limited	New Zealand	Reinventure ILP	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	RMS Warehouse Trust 2007-1	Australia
Ascalon Capital Managers Limited	Australia	Sallmoor Pty Limited	Australia
Ascalon Funds Seed Pool Trust	Australia	Securitor Financial Group Limited	Australia
Asgard Capital Management Limited	Australia	Seed Pool Trust No. 2	Australia
Asgard Wealth Solutions Limited	Australia	Series 2007-1G WST Trust	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	Series 2008-1M WST Trust	Australia
Australian Loan Processing Security Trust	Australia	Series 2009-1 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 1	Australia	Series 2011-1 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 2	Australia	Series 2011-2 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 3	Australia	Series 2011-3 WST Trust	Australia
Bella Trust No. 2 Series 2012 - 1	Australia	Series 2012-1 WST Trust	Australia
Bella Trust No. 2 Series 2010 - 1	Australia	Series 2013-1 WST Trust	Australia
Bella Trust No. 2 Series 2010 - 2	Australia	Series 2013-2 WST Trust	Australia
Belliston Pty Limited	Australia	SIE-Lease (Australia) Pty Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	SIE-Lease (New Zealand) Pty Limited	New Zealand
BLE Capital Investments Pty Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
BLE Capital Limited	Australia	St.George Business Finance Pty Limited	Australia
BLE Development Pty Limited	Australia	St.George Custodial Pty Limited	Australia
BLE Holdings Pty Limited	Australia	St.George Equity Finance Limited	Australia
BOS International (Australia) Limited	Australia	St.George Finance Holdings Limited	Australia
BOS International (Securities) Limited	Australia	St.George Finance Limited	Australia
BOSI Security Services Pty Ltd	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 Lord from Income Fund   Australia   Value Nominees Pty Limited   Australia   BT Profitol Services Limited   Australia   Variatia   Warntalis Receivables Corp Pty Limited   Australia   Private Nominees Pty Limited   Australia   Warntalis Receivables Corp Pty Limited   Australia   BT Short Term Income Fund   Australia   Warntalia Securities Australia Limited   Australia   BT Short Term Income Fund   Australia   Warntalia Securities Australia Limited   Australia   Strain Corporate Funder Limited   Australia   Westpace Administration Pty Limited   Australia   Capital Cerporate Funance Limited   Australia   Westpace Administration Pty Limited   Australia   Capital Cerporate Funance Limited   Australia   Westpace Altitude Rewards Trust   Australia   Capital Funance Australia Limited   Australia   Westpace Bank Surroot Limited   Samon Papila Funance Australia Limited   Australia   Westpace Bank Surroot Limited   Samon Papila Funance Australia Limited   Australia   Westpace Bank Surroot Limited   Guinea   Capital Funance Australia Limited   Australia   Westpace Capital Markers Holdings Inc.   USA   Capital More Funance Limited   Australia   Westpace Capital Markers Holdings Inc.   USA   Capital More Funance Limited   Australia   Westpace Capital Markers Holdings Inc.   USA   Capital More Funance Australia   Australia   Westpace Capital Markers Holdings Inc.   USA   Capital More Funance Australia   Australia   Westpace Capital Markers Holdings Inc.   USA   Capital Markers Pty Holdings Inc.   U	BT Investment Management Limited	Australia	The Warehouse Financial Services Limited	New Zealand
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	Crusade Trust 1A of 2005	Australia	Westpac Group Investment-NZ-Limited	New Zealand

Crusade 2P Trust of 2008	Australia	Westpac Group Investments Australia Pty Limited	Australia
Danaby Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand
eQR Securities Pty. Limited	Australia	Westpac Investment Capital Corporation	USA
Europe Infrastructure Debt LP	UK	Westpac Investment Vehicle No.2 Pty Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac Investment Vehicle No.3 Pty Limited	Australia
General Credit Holdings Pty Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Investments U.K. Limited	UK
Halcyon Securities Limited	Australia	Westpac Leasing Nominees-VicPty Limited	Australia
Hastings Advisers LLC	USA	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Life Insurance Services Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Life-NZ-Limited	New Zealand
Hastings Funds Management (UK) Limited	Singapore	Westpac New Zealand Group Limited	New Zealand
Hastings Funds Management (USA) Inc.	UK	Westpac New Zealand Limited	New Zealand
Hastings Funds Management Asia Pty. Limited	USA	Westpac Nominees-NZ-Limited	New Zealand
Hastings Funds Management Limited	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hastings Group Pty Limited	Australia	Westpac NZ Covered Bond Limited	New Zealand
Hastings Infrastructure 1 Limited	UK	Westpac NZ Leasing Limited	New Zealand
Hastings Infrastructure 2 Limited	UK	Westpac NZ Operations Limited	New Zealand
Hastings Investment Capital LP	USA	Westpac NZ Securitisation Holdings Limited	New Zealand
Hastings Investment Management Pty Ltd	USA	Westpac NZ Securitisation Limited	New Zealand
Hastings Investments GP LLC	Australia	Westpac NZ Securitisation No. 2 Limited	New Zealand
Hastings Korea Company Limited	Korea	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Hastings Management Pty Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac Pacific Limited Partnership	Australia
Hickory Trust	Australia	Westpac Properties Limited	Australia
Hitton Pty Limited	Australia	Westpac RE Limited	Australia
HLT Custodian Trust	New Zealand	Westpac Securities Administration Limited	Australia
Infrastructure GP LLP	UK	Westpac Securities Limited	Australia
J O Hambro Capital Management Holdings Limited	UK	Westpac Securities NZ Limited	New Zealand
J O Hambro Capital Management Limited	UK	Westpac Securitisation Holdings Pty Limited	Australia
JOHCM (Singapore) Pte Limited	Singapore	Westpac Securitisation Management Pty Limited	Australia
JOHCM (USA) Inc	USA	Westpac Singapore Limited	Singapore
Magnitude Group Pty Limited	Australia	Westpac Structured Products Limited	Australia
MIF Custodian Trust	New Zealand	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Nationwide Management Pty Limited	Australia	Westpac Term PIE Fund	New Zealand
Net Nominees Limited	Australia	Westpac TPS Trust	Australia
North Ryde Office Trust	Australia	Westpac Unit Trust	Australia
Number 120 Limited	New Zealand	Westpac USA Inc.	USA
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Note: Westpac retains 63% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

Australia

Oniston Pty Limited

BT Investment Management Limited (63%)

BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)

Australia