



Fax

To	Company Announcements Office
Company	Australian Stock Exchange Ltd
Fax	1300 135 638
From	Jessica Cirillo
Date	21/05/2014
Pages	5
Subject	ASIC Form 604 – Transurban Group TCL

UniSuper Limited
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Level 10, 80 King William Street
Adelaide SA 5000

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Head Office
Level 35, 385 Bourke Street
Melbourne Victoria 3000

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

Trustee
UniSuper Limited
ABN 54 006 027 121

Fund
ABN 91 385 943 850

Dear Sir/Madam,

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

If you have any queries please contact me.

Yours sincerely,

A handwritten signature in black ink, appearing to read "Jessica Cirillo", written over a horizontal line.

Jessica Cirillo
Investment Accountant

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme Transurban Group - TCL

ACN/ARSN 098 143 410

1. Details of substantial holder(1)

Name National Nominees as Custodian for UniSuper Ltd

ACN/ARSN (if applicable) 004 278 899

There was a change in the interests of the
substantial holder on 16 / 05 / 2014

The previous notice was given to the company on 13 / 05 / 2014

The previous notice was dated 13 / 05 / 2014

2. Previous and present voting power

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

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	146,454,723	8.06%	180,235,466	9.92%

3. Changes in relevant interests

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

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
	Refer Appendix A				

4. Present relevant interests

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

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

5. Changes in association

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

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

6. Addresses

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

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

Signature

print name **Jane Panton** capacity **Company Secretary**
Company Secretary

sign here

date **21 / 5 / 14**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

APPENDIX A						
Date of Change	Persons whose relevant interest changed	Nature of Change	Consideration given in relation to change	Class of securities	Number of securities	Persons votes affected
12/05/2014	Amhem Australian Equity	Conversion	2,673,547	Fully paid Ordinary Shares	396,081	396,081
12/05/2014	Ex Blackrock Aust Equities	Conversion	3,192,851	Fully paid Ordinary Shares	473,015	473,015
16/05/2014	Blackrock Passive SRI AS	On-market Purchase	665,805	Fully paid Ordinary Shares	92,571	92,571
12/05/2014	Lazard Australian Equities	Conversion	6,877,359	Fully paid Ordinary Shares	1,018,968	1,018,968
12/05/2014	USM Aust Equities Income	Conversion	45,868,916	Fully paid Ordinary Shares	6,795,395	6,795,395
12/05/2014	USM Core Model Aust Eq Db	Conversion	3,483,905	Fully paid Ordinary Shares	516,134	516,134
12/05/2014	TRANSURBAN GROUP	Conversion	157,764,476	Fully paid Ordinary Shares	23,372,515	23,372,515
12/05/2014	Schroders Australian Equities	Conversion	7,534,107	Fully paid Ordinary Shares	1,116,164	1,116,164
				TOTAL	33,780,743	33,780,743

Opening number of units 146,454,723
Closing number of units 180,235,466

APPENDIX B						
Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class of securities	Number of securities	Person's Votes
Anthem Australian Equity	National Nominees Ltd	UniSuper Limited	Power to control voting & disposal of securities	Fully paid Ordinary Shares	2,099,232	2,099,232
Ex Blackrock Ausl Equities	National Nominees Ltd	UniSuper Limited	Power to control voting & disposal of securities	Fully paid Ordinary Shares	2,506,978	2,506,978
Blackrock Passive SRI AS	National Nominees Ltd	UniSuper Limited	Power to control voting & disposal of securities	Fully paid Ordinary Shares	1,917,099	1,917,099
Lazard Australian Equities	National Nominees Ltd	UniSuper Limited	Power to control voting & disposal of securities	Fully paid Ordinary Shares	5,999,999	5,999,999
USM Ausl Equities Income	National Nominees Ltd	UniSuper Limited	Power to control voting & disposal of securities	Fully paid Ordinary Shares	96,015,592	96,015,592
USM Core Model Ausl Eq D6	National Nominees Ltd	UniSuper Limited	Power to control voting & disposal of securities	Fully paid Ordinary Shares	2,735,512	2,735,512
TRANSURBAN GROUP	National Nominees Ltd	UniSuper Limited	Power to control voting & disposal of securities	Fully paid Ordinary Shares	124,895,392	124,895,392
Schroders Australian Equities	National Nominees Ltd	UniSuper Limited	Power to control voting & disposal of securities	Fully paid Ordinary Shares	5,265,668	5,265,668
TOTAL					180,235,466	180,235,466