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## Form 603

Corporations Act 2001  
Section 671B

### Notice of initial substantial holder

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To Company Name/Scheme GWA GROUP LIMITED (GWA)

ACN/ARSN ACN 055 964 380

#### 1. Details of substantial holder(1)

Name WESTPAC BANKING CORPORATION (WBC) and its associated entities listed in Annexure 'B'

ACN/ARSN (if applicable) ACN 007 457 141

The holder became a substantial holder on 18/09/2014

#### 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 (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	15,748,443	15,748,443	
Total	15,748,443	15,748,443	5.14%

#### 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	Nature of relevant interest (7)	Number of securities	Class of securities
Advance Asset Management 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.	615,963	Ordinary
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 the BEACON Superannuation Plan. In	28,428	Ordinary

	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 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.	349,083	Ordinary
BT Funds Management No.2 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.	1,686,604	Ordinary
BT Investment Management (Fund Services) Limited	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.	1,234,525	Ordinary
BT Investment Management (Institutional) 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 trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	11,457,212	Ordinary
Westpac RE 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.	376,628	Ordinary

#### 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	Asgard Capital Management Limited	See Annexure 'A'	28,428 Ordinary
BT Funds Management Limited	BT Portfolio Services Limited	See Annexure 'A'	349,083 Ordinary
Westpac RE Limited	HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	376,628 Ordinary
Advance Asset Management Limited	HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	615,963 Ordinary
BT Investment Management (Fund Services) Limited	Australia and New Zealand Banking Group Limited  National Australian Custodian Services  National Nominees Limited	See Annexure 'A'	1,234,525 Ordinary
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	1,686,604 Ordinary
BT Investment Management (Institutional) Limited	National Australia Bank Limited  HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	11,457,212 Ordinary

#### 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 Annexure 'A'	See Annexure 'A'		See Annexure 'A'



## **DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. 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 7 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 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 by which the relevant interest was acquired. 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 Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (e.g. 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.

## ANNEXURE A

This is annexure 'A' referred to in Form 603, Notice of initial substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities.

Tim Hartin – Company Secretary, Westpac Banking Corporation - 18/09/2014

Sales & Purchases for the period : 18/05/2014to 18/09/2014

SECURITY: GWA

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### Advance Asset Management Limited

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Date	Registered Company	Quantity	Consideration	Class of Securities
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-453	-1,150.62	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-5,972	-15,168.88	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-2,000	-5,080.00	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-5,955	-15,125.70	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-1,626	-4,130.04	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-994	-2,524.76	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-157	-398.78	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-2,252	-5,720.08	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-684	-1,737.36	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-5,786	-14,696.44	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-1,693	-4,300.22	Ordinary
23/05/2014	HSBC Custody Nominees (Australia) Limited.	-1,900	-4,807.00	Ordinary
28/05/2014	HSBC Custody Nominees (Australia) Limited.	-2,600	-6,734.00	Ordinary
26/06/2014	HSBC Custody Nominees (Australia) Limited.	15,780	41,974.80	Ordinary
27/06/2014	HSBC Custody Nominees (Australia) Limited.	106,834	286,315.12	Ordinary
1/07/2014	HSBC Custody Nominees (Australia) Limited.	150,230	395,104.90	Ordinary
2/07/2014	HSBC Custody Nominees (Australia) Limited.	13,289	34,817.18	Ordinary
4/07/2014	HSBC Custody Nominees (Australia) Limited.	64,399	179,029.22	Ordinary
7/07/2014	HSBC Custody Nominees (Australia) Limited.	26,020	70,514.20	Ordinary
9/07/2014	HSBC Custody Nominees (Australia) Limited.	5,180	13,986.00	Ordinary
10/07/2014	HSBC Custody Nominees (Australia) Limited.	32,210	88,899.60	Ordinary
11/07/2014	HSBC Custody Nominees (Australia) Limited.	50,077	137,711.75	Ordinary
14/07/2014	HSBC Custody Nominees (Australia) Limited.	-945	-2,608.20	Ordinary
25/07/2014	HSBC Custody Nominees (Australia) Limited.	-3,200	-8,800.00	Ordinary
31/07/2014	HSBC Custody Nominees (Australia) Limited.	14,180	41,972.80	Ordinary
28/08/2014	HSBC Custody Nominees (Australia) Limited.	-1,500	-4,530.00	Ordinary
12/09/2014	HSBC Custody Nominees (Australia) Limited.	-3,039	-8,600.37	Ordinary
12/09/2014	HSBC Custody Nominees (Australia) Limited.	-1,561	-4,417.63	Ordinary
16/09/2014	HSBC Custody Nominees (Australia) Limited.	-702	-1,909.44	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-2,880	-7,862.40	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-631	-1,722.63	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-1,339	-3,655.47	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-3,330	-9,090.90	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-805	-2,197.65	Ordinary
18/09/2014	HSBC Custody Nominees (Australia) Limited.	-390	-1,056.90	Ordinary
18/09/2014	HSBC Custody Nominees (Australia) Limited.	-1,536	-4,162.56	Ordinary
	<b>Total</b>	<b>424,269</b>	<b>1,148,137.54</b>	<b>Ordinary</b>
	<b>Advance Asset Management Limited Total :</b>	<b>424,269</b>	<b>1,148,137.54</b>	

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### Asgard Capital Management Limited

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Date	Registered Company	Quantity	Consideration	Class of Securities
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26/06/2014	ASGARD Capital Management Limited	-2,597	-6,908.02	Ordinary
16/07/2014	ASGARD Capital Management Limited	4,587	12,476.64	Ordinary
16/07/2014	ASGARD Capital Management Limited	-4,587	-12,476.64	Ordinary
13/08/2014	ASGARD Capital Management Limited	-1,666	-4,664.80	Ordinary
13/08/2014	ASGARD Capital Management Limited	1,666	4,664.80	Ordinary
	<b>Total</b>	<b>-2,597</b>	<b>-6,908.02</b>	<b>Ordinary</b>
	<b>Asgard Capital Management Limited Total :</b>	<b>-2,597</b>	<b>-6,908.02</b>	

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**BT Funds Management Limited**


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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
22/05/2014	BT Portfolio Services Limited	13,648	34,802.40	Ordinary
6/06/2014	BT Portfolio Services Limited	4,737	12,316.20	Ordinary
17/06/2014	BT Portfolio Services Limited	-1,977	-5,004.97	Ordinary
19/06/2014	BT Portfolio Services Limited	-8,800	-22,802.56	Ordinary
3/07/2014	BT Portfolio Services Limited	1,904	5,092.63	Ordinary
24/07/2014	BT Portfolio Services Limited	-2,135	-5,837.30	Ordinary
24/07/2014	BT Portfolio Services Limited	-914	-2,456.65	Ordinary
24/07/2014	BT Portfolio Services Limited	7,400	20,498.00	Ordinary
30/07/2014	BT Portfolio Services Limited	4,143	11,595.43	Ordinary
1/08/2014	BT Portfolio Services Limited	1,846	5,334.39	Ordinary
5/08/2014	BT Portfolio Services Limited	-1,651	-4,636.01	Ordinary
7/08/2014	BT Portfolio Services Limited	-13,648	-38,623.84	Ordinary
7/08/2014	BT Portfolio Services Limited	13,648	38,623.84	Ordinary
27/08/2014	BT Portfolio Services Limited	-3,000	-9,009.90	Ordinary
1/09/2014	BT Portfolio Services Limited	-4,198	-12,641.44	Ordinary
5/09/2014	BT Portfolio Services Limited	-1,843	-5,389.30	Ordinary
12/09/2014	BT Portfolio Services Limited	3,424	9,621.44	Ordinary
12/09/2014	BT Portfolio Services Limited	-3,424	-9,621.44	Ordinary
	<b>Total</b>	<b>9,160</b>	<b>21,860.91</b>	<b>Ordinary</b>
	<b>BT Funds Management Limited Total :</b>	<b>9,160</b>	<b>21,860.91</b>	

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**BT Funds Management No.2 Limited**


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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
19/05/2014	HSBC Custody Nominees (Australia) Limited.	49,218	129,443.34	Ordinary
21/05/2014	HSBC Custody Nominees (Australia) Limited.	43,966	111,673.64	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	17,414	44,405.70	Ordinary
26/05/2014	HSBC Custody Nominees (Australia) Limited.	33,218	87,031.16	Ordinary
27/05/2014	HSBC Custody Nominees (Australia) Limited.	89,440	234,332.80	Ordinary
6/06/2014	HSBC Custody Nominees (Australia) Limited.	130	330.20	Ordinary
11/06/2014	HSBC Custody Nominees (Australia) Limited.	58,497	151,507.23	Ordinary
11/06/2014	HSBC Custody Nominees (Australia) Limited.	9,842	25,392.36	Ordinary
12/06/2014	HSBC Custody Nominees (Australia) Limited.	4,869	12,562.02	Ordinary
12/06/2014	HSBC Custody Nominees (Australia) Limited.	184,248	477,202.32	Ordinary
13/06/2014	HSBC Custody Nominees (Australia) Limited.	10,493	26,862.08	Ordinary
16/06/2014	HSBC Custody Nominees (Australia) Limited.	33,665	85,845.75	Ordinary
17/06/2014	HSBC Custody Nominees (Australia) Limited.	1,809	4,612.95	Ordinary
18/06/2014	HSBC Custody Nominees (Australia) Limited.	1,588	4,049.40	Ordinary
15/07/2014	HSBC Custody Nominees (Australia) Limited.	557	1,509.47	Ordinary
16/07/2014	HSBC Custody Nominees (Australia) Limited.	2,175	5,872.50	Ordinary
30/07/2014	HSBC Custody Nominees (Australia) Limited.	3,932	10,930.96	Ordinary

30/07/2014	HSBC Custody Nominees (Australia) Limited.	91,054	255,861.74	Ordinary
31/07/2014	HSBC Custody Nominees (Australia) Limited.	17	47.60	Ordinary
31/07/2014	HSBC Custody Nominees (Australia) Limited.	4,168	11,920.48	Ordinary
7/08/2014	HSBC Custody Nominees (Australia) Limited.	46,872	132,647.76	Ordinary
11/08/2014	HSBC Custody Nominees (Australia) Limited.	14,107	39,499.60	Ordinary
12/08/2014	HSBC Custody Nominees (Australia) Limited.	1,709	4,802.29	Ordinary
13/08/2014	HSBC Custody Nominees (Australia) Limited.	4,802	13,493.62	Ordinary
13/08/2014	HSBC Custody Nominees (Australia) Limited.	23,461	65,925.41	Ordinary
13/08/2014	HSBC Custody Nominees (Australia) Limited.	3,310	9,301.10	Ordinary
15/08/2014	HSBC Custody Nominees (Australia) Limited.	-42,464	-120,597.76	Ordinary
15/08/2014	HSBC Custody Nominees (Australia) Limited.	42,464	120,597.76	Ordinary
15/08/2014	HSBC Custody Nominees (Australia) Limited.	-42,464	-121,022.40	Ordinary
11/09/2014	HSBC Custody Nominees (Australia) Limited.	475	1,334.75	Ordinary
12/09/2014	HSBC Custody Nominees (Australia) Limited.	3,820	10,734.20	Ordinary
15/09/2014	HSBC Custody Nominees (Australia) Limited.	14,428	39,532.72	Ordinary
16/09/2014	HSBC Custody Nominees (Australia) Limited.	18,848	51,643.52	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	43,388	118,883.12	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	43,388	118,883.12	Ordinary
18/09/2014	HSBC Custody Nominees (Australia) Limited.	24,367	66,278.24	Ordinary
	<b>Total</b>	<b>840,811</b>	<b>2,233,330.75</b>	<b>Ordinary</b>
	<b>BT Funds Management No.2 Limited Total :</b>	<b>840,811</b>	<b>2,233,330.75</b>	

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#### BT Investment Management (Fund Services) Limited

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Date	Registered Company	Quantity	Consideration	Class of Securities
19/05/2014	Australia and New Zealand Banking Group Limited	5,268	13,854.84	Ordinary
21/05/2014	Australia and New Zealand Banking Group Limited	4,715	11,976.10	Ordinary
22/05/2014	Australia and New Zealand Banking Group Limited	1,868	4,763.40	Ordinary
26/05/2014	Australia and New Zealand Banking Group Limited	3,634	9,521.08	Ordinary
27/05/2014	Australia and New Zealand Banking Group Limited	9,550	25,021.00	Ordinary
4/06/2014	Australia and New Zealand Banking Group Limited	189	480.06	Ordinary
6/06/2014	Australia and New Zealand Banking Group Limited	14	35.56	Ordinary
11/06/2014	Australia and New Zealand Banking Group Limited	1,108	2,858.64	Ordinary
11/06/2014	Australia and New Zealand Banking Group Limited	6,588	17,062.92	Ordinary
12/06/2014	Australia and New Zealand Banking Group Limited	518	1,336.44	Ordinary
12/06/2014	Australia and New Zealand Banking Group Limited	19,598	50,758.82	Ordinary
13/06/2014	Australia and New Zealand Banking Group Limited	1,269	3,248.64	Ordinary
16/06/2014	Australia and New Zealand Banking Group Limited	3,602	9,185.10	Ordinary
17/06/2014	Australia and New Zealand Banking Group Limited	188	479.40	Ordinary
18/06/2014	Australia and New Zealand Banking Group Limited	170	433.50	Ordinary
23/06/2014	Australia and New Zealand Banking Group Limited	4,374	11,722.32	Ordinary
15/07/2014	Australia and New Zealand Banking Group Limited	104	281.84	Ordinary
16/07/2014	Australia and New Zealand Banking Group Limited	406	1,096.20	Ordinary
30/07/2014	Australia and New Zealand Banking Group Limited	712	1,979.36	Ordinary
30/07/2014	Australia and New Zealand Banking Group	16,495	46,350.95	Ordinary

	Limited			
31/07/2014	Australia and New Zealand Banking Group Limited	02	5.60	Ordinary
31/07/2014	Australia and New Zealand Banking Group Limited	526	1,504.36	Ordinary
7/08/2014	Australia and New Zealand Banking Group Limited	5,322	15,061.26	Ordinary
11/08/2014	Australia and New Zealand Banking Group Limited	1,614	4,519.20	Ordinary
12/08/2014	Australia and New Zealand Banking Group Limited	195	547.95	Ordinary
13/08/2014	Australia and New Zealand Banking Group Limited	549	1,542.69	Ordinary
13/08/2014	Australia and New Zealand Banking Group Limited	2,684	7,542.04	Ordinary
13/08/2014	Australia and New Zealand Banking Group Limited	379	1,064.99	Ordinary
15/08/2014	Australia and New Zealand Banking Group Limited	-681	-1,940.85	Ordinary
15/08/2014	Australia and New Zealand Banking Group Limited	681	1,940.85	Ordinary
15/08/2014	Australia and New Zealand Banking Group Limited	681	1,940.85	Ordinary
11/09/2014	Australia and New Zealand Banking Group Limited	54	151.74	Ordinary
12/09/2014	Australia and New Zealand Banking Group Limited	437	1,227.97	Ordinary
15/09/2014	Australia and New Zealand Banking Group Limited	1,651	4,523.74	Ordinary
16/09/2014	Australia and New Zealand Banking Group Limited	2,156	5,907.44	Ordinary
17/09/2014	Australia and New Zealand Banking Group Limited	4,964	13,601.36	Ordinary
17/09/2014	Australia and New Zealand Banking Group Limited	4,965	13,604.10	Ordinary
18/09/2014	Australia and New Zealand Banking Group Limited	2,788	7,583.36	Ordinary
	<b>Total</b>	<b>109,337</b>	<b>292,774.82</b>	<b>Ordinary</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
19/05/2014	National Australian Custodian Services	13,441	35,484.24	Ordinary
21/05/2014	National Australian Custodian Services	12,023	30,538.42	Ordinary
22/05/2014	National Australian Custodian Services	4,762	12,143.10	Ordinary
26/05/2014	National Australian Custodian Services	9,257	24,253.34	Ordinary
27/05/2014	National Australian Custodian Services	24,351	63,799.62	Ordinary
4/06/2014	National Australian Custodian Services	531	1,348.74	Ordinary
6/06/2014	National Australian Custodian Services	36	91.44	Ordinary
11/06/2014	National Australian Custodian Services	2,895	7,469.10	Ordinary
11/06/2014	National Australian Custodian Services	17,210	44,573.90	Ordinary
12/06/2014	National Australian Custodian Services	1,333	3,439.14	Ordinary
12/06/2014	National Australian Custodian Services	50,440	130,639.60	Ordinary
13/06/2014	National Australian Custodian Services	3,452	8,837.12	Ordinary
16/06/2014	National Australian Custodian Services	9,294	23,699.70	Ordinary
17/06/2014	National Australian Custodian Services	480	1,224.00	Ordinary
18/06/2014	National Australian Custodian Services	438	1,116.90	Ordinary
15/07/2014	National Australian Custodian Services	484	1,311.64	Ordinary
16/07/2014	National Australian Custodian Services	1,891	5,105.70	Ordinary
30/07/2014	National Australian Custodian Services	1,851	5,145.78	Ordinary
30/07/2014	National Australian Custodian Services	42,881	120,495.61	Ordinary
31/07/2014	National Australian Custodian Services	06	16.80	Ordinary
31/07/2014	National Australian Custodian Services	1,353	3,869.58	Ordinary
7/08/2014	National Australian Custodian Services	13,577	38,422.91	Ordinary
11/08/2014	National Australian Custodian Services	4,116	11,524.80	Ordinary
12/08/2014	National Australian Custodian Services	499	1,402.19	Ordinary

13/08/2014	National Australian Custodian Services	1,401	3,936.81	Ordinary
13/08/2014	National Australian Custodian Services	6,845	19,234.45	Ordinary
13/08/2014	National Australian Custodian Services	966	2,714.46	Ordinary
15/08/2014	National Australian Custodian Services	1,707	4,864.95	Ordinary
15/08/2014	National Australian Custodian Services	-1,707	-4,864.95	Ordinary
15/08/2014	National Australian Custodian Services	1,707	4,864.95	Ordinary
11/09/2014	National Australian Custodian Services	139	390.59	Ordinary
12/09/2014	National Australian Custodian Services	1,115	3,133.15	Ordinary
15/09/2014	National Australian Custodian Services	4,210	11,535.40	Ordinary
16/09/2014	National Australian Custodian Services	5,499	15,067.26	Ordinary
17/09/2014	National Australian Custodian Services	12,659	34,685.66	Ordinary
17/09/2014	National Australian Custodian Services	12,659	34,685.66	Ordinary
18/09/2014	National Australian Custodian Services	7,109	19,336.48	Ordinary
	<b>Total</b>	<b>270,910</b>	<b>725,538.24</b>	<b>Ordinary</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
19/05/2014	National Nominees Limited	14,767	38,984.88	Ordinary
21/05/2014	National Nominees Limited	13,209	33,550.86	Ordinary
22/05/2014	National Nominees Limited	5,232	13,341.60	Ordinary
26/05/2014	National Nominees Limited	10,170	26,645.40	Ordinary
27/05/2014	National Nominees Limited	26,756	70,100.72	Ordinary
4/06/2014	National Nominees Limited	583	1,480.82	Ordinary
6/06/2014	National Nominees Limited	40	101.60	Ordinary
11/06/2014	National Nominees Limited	3,181	8,206.98	Ordinary
11/06/2014	National Nominees Limited	18,904	48,961.36	Ordinary
12/06/2014	National Nominees Limited	1,464	3,777.12	Ordinary
12/06/2014	National Nominees Limited	55,421	143,540.39	Ordinary
13/06/2014	National Nominees Limited	3,795	9,715.20	Ordinary
16/06/2014	National Nominees Limited	10,212	26,040.60	Ordinary
17/06/2014	National Nominees Limited	528	1,346.40	Ordinary
18/06/2014	National Nominees Limited	482	1,229.10	Ordinary
15/07/2014	National Nominees Limited	532	1,441.72	Ordinary
16/07/2014	National Nominees Limited	2,078	5,610.60	Ordinary
30/07/2014	National Nominees Limited	2,034	5,654.52	Ordinary
30/07/2014	National Nominees Limited	47,112	132,384.72	Ordinary
31/07/2014	National Nominees Limited	06	16.80	Ordinary
31/07/2014	National Nominees Limited	1,487	4,252.82	Ordinary
7/08/2014	National Nominees Limited	14,919	42,220.77	Ordinary
11/08/2014	National Nominees Limited	4,523	12,664.40	Ordinary
12/08/2014	National Nominees Limited	548	1,539.88	Ordinary
13/08/2014	National Nominees Limited	1,539	4,324.59	Ordinary
13/08/2014	National Nominees Limited	7,522	21,136.82	Ordinary
13/08/2014	National Nominees Limited	1,061	2,981.41	Ordinary
15/08/2014	National Nominees Limited	1,876	5,346.60	Ordinary
15/08/2014	National Nominees Limited	1,876	5,346.60	Ordinary
15/08/2014	National Nominees Limited	-1,876	-5,346.60	Ordinary
11/09/2014	National Nominees Limited	152	427.12	Ordinary
12/09/2014	National Nominees Limited	1,225	3,442.25	Ordinary
15/09/2014	National Nominees Limited	4,626	12,675.24	Ordinary
16/09/2014	National Nominees Limited	6,043	16,557.82	Ordinary
17/09/2014	National Nominees Limited	13,911	38,116.14	Ordinary
17/09/2014	National Nominees Limited	13,910	38,113.40	Ordinary
18/09/2014	National Nominees Limited	7,812	21,248.64	Ordinary
	<b>Total</b>	<b>297,660</b>	<b>797,179.29</b>	<b>Ordinary</b>

**BT Investment Management (Fund Services)  
Limited Total :**

**677,907**

**1,815,492.35**

**BT Investment Management (Institutional) Limited**

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
19/05/2014	HSBC Custody Nominees (Australia) Limited.	244,098	641,977.74	Ordinary
21/05/2014	HSBC Custody Nominees (Australia) Limited.	218,744	555,609.76	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	86,644	220,942.20	Ordinary
26/05/2014	HSBC Custody Nominees (Australia) Limited.	167,110	437,828.20	Ordinary
27/05/2014	HSBC Custody Nominees (Australia) Limited.	443,468	1,161,886.16	Ordinary
4/06/2014	HSBC Custody Nominees (Australia) Limited.	3,914	9,941.56	Ordinary
6/06/2014	HSBC Custody Nominees (Australia) Limited.	652	1,656.08	Ordinary
11/06/2014	HSBC Custody Nominees (Australia) Limited.	51,295	132,341.10	Ordinary
11/06/2014	HSBC Custody Nominees (Australia) Limited.	304,871	789,615.89	Ordinary
12/06/2014	HSBC Custody Nominees (Australia) Limited.	24,195	62,423.10	Ordinary
12/06/2014	HSBC Custody Nominees (Australia) Limited.	915,641	2,371,510.19	Ordinary
13/06/2014	HSBC Custody Nominees (Australia) Limited.	58,451	149,634.56	Ordinary
16/06/2014	HSBC Custody Nominees (Australia) Limited.	168,148	428,777.40	Ordinary
17/06/2014	HSBC Custody Nominees (Australia) Limited.	8,827	22,508.85	Ordinary
18/06/2014	HSBC Custody Nominees (Australia) Limited.	7,933	20,229.15	Ordinary
15/07/2014	HSBC Custody Nominees (Australia) Limited.	4,368	11,837.28	Ordinary
16/07/2014	HSBC Custody Nominees (Australia) Limited.	17,068	46,083.60	Ordinary
25/07/2014	HSBC Custody Nominees (Australia) Limited.	20	54.20	Ordinary
28/07/2014	HSBC Custody Nominees (Australia) Limited.	598	1,620.58	Ordinary
30/07/2014	HSBC Custody Nominees (Australia) Limited.	24,579	68,329.62	Ordinary
30/07/2014	HSBC Custody Nominees (Australia) Limited.	569,238	1,599,558.78	Ordinary
31/07/2014	HSBC Custody Nominees (Australia) Limited.	93	260.40	Ordinary
31/07/2014	HSBC Custody Nominees (Australia) Limited.	22,033	63,014.38	Ordinary
7/08/2014	HSBC Custody Nominees (Australia) Limited.	-154,601	-437,520.83	Ordinary
8/08/2014	HSBC Custody Nominees (Australia) Limited.	14,485	40,558.00	Ordinary
8/08/2014	HSBC Custody Nominees (Australia) Limited.	6,667	18,734.27	Ordinary
11/08/2014	HSBC Custody Nominees (Australia) Limited.	85,233	238,652.40	Ordinary
12/08/2014	HSBC Custody Nominees (Australia) Limited.	10,161	28,552.41	Ordinary
13/08/2014	HSBC Custody Nominees (Australia) Limited.	29,013	81,526.53	Ordinary
13/08/2014	HSBC Custody Nominees (Australia) Limited.	20,000	56,200.00	Ordinary
13/08/2014	HSBC Custody Nominees (Australia) Limited.	141,746	398,306.26	Ordinary
15/08/2014	HSBC Custody Nominees (Australia) Limited.	28,910	82,393.50	Ordinary
15/08/2014	HSBC Custody Nominees (Australia) Limited.	-28,910	-82,393.50	Ordinary
15/08/2014	HSBC Custody Nominees (Australia) Limited.	28,910	82,393.50	Ordinary
11/09/2014	HSBC Custody Nominees (Australia) Limited.	2,870	8,064.70	Ordinary
12/09/2014	HSBC Custody Nominees (Australia) Limited.	23,079	64,851.99	Ordinary
15/09/2014	HSBC Custody Nominees (Australia) Limited.	87,169	238,843.06	Ordinary
16/09/2014	HSBC Custody Nominees (Australia) Limited.	113,878	312,025.72	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	256,162	701,883.88	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	256,162	701,883.88	Ordinary
18/09/2014	HSBC Custody Nominees (Australia) Limited.	147,221	400,441.12	Ordinary
	<b>Total</b>	<b>4,410,143</b>	<b>11,733,037.67</b>	<b>Ordinary</b>
<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
19/05/2014	National Australia Bank Limited	73,208	192,537.04	Ordinary
21/05/2014	National Australia Bank Limited	65,485	166,331.90	Ordinary
22/05/2014	National Australia Bank Limited	25,938	66,141.90	Ordinary
26/05/2014	National Australia Bank Limited	50,453	132,186.86	Ordinary

27/05/2014	National Australia Bank Limited	132,593	347,393.66	Ordinary
4/06/2014	National Australia Bank Limited	3,093	7,856.22	Ordinary
6/06/2014	National Australia Bank Limited	196	497.84	Ordinary
11/06/2014	National Australia Bank Limited	15,804	40,774.32	Ordinary
11/06/2014	National Australia Bank Limited	93,930	243,278.70	Ordinary
12/06/2014	National Australia Bank Limited	7,257	18,723.06	Ordinary
12/06/2014	National Australia Bank Limited	274,652	711,348.68	Ordinary
13/06/2014	National Australia Bank Limited	18,951	48,514.56	Ordinary
16/06/2014	National Australia Bank Limited	50,641	129,134.55	Ordinary
17/06/2014	National Australia Bank Limited	2,612	6,660.60	Ordinary
18/06/2014	National Australia Bank Limited	2,389	6,091.95	Ordinary
15/07/2014	National Australia Bank Limited	2,631	7,130.01	Ordinary
16/07/2014	National Australia Bank Limited	10,279	27,753.30	Ordinary
30/07/2014	National Australia Bank Limited	233,220	655,348.20	Ordinary
30/07/2014	National Australia Bank Limited	10,070	27,994.60	Ordinary
31/07/2014	National Australia Bank Limited	31	86.80	Ordinary
31/07/2014	National Australia Bank Limited	7,364	21,061.04	Ordinary
7/08/2014	National Australia Bank Limited	73,911	209,168.13	Ordinary
11/08/2014	National Australia Bank Limited	22,407	62,739.60	Ordinary
12/08/2014	National Australia Bank Limited	2,714	7,626.34	Ordinary
13/08/2014	National Australia Bank Limited	7,627	21,431.87	Ordinary
13/08/2014	National Australia Bank Limited	37,264	104,711.84	Ordinary
13/08/2014	National Australia Bank Limited	5,258	14,774.98	Ordinary
15/08/2014	National Australia Bank Limited	9,290	26,476.50	Ordinary
15/08/2014	National Australia Bank Limited	-9,290	-26,476.50	Ordinary
15/08/2014	National Australia Bank Limited	9,290	26,476.50	Ordinary
11/09/2014	National Australia Bank Limited	754	2,118.74	Ordinary
12/09/2014	National Australia Bank Limited	6,067	17,048.27	Ordinary
15/09/2014	National Australia Bank Limited	22,916	62,789.84	Ordinary
16/09/2014	National Australia Bank Limited	29,938	82,030.12	Ordinary
17/09/2014	National Australia Bank Limited	68,916	188,829.84	Ordinary
17/09/2014	National Australia Bank Limited	68,916	188,829.84	Ordinary
18/09/2014	National Australia Bank Limited	38,703	105,272.16	Ordinary
	<b>Total</b>	<b>1,475,478</b>	<b>3,950,693.86</b>	<b>Ordinary</b>
	<b>BT Investment Management (Institutional)</b>			
	<b>Limited Total :</b>	<b>5,885,621</b>	<b>15,683,731.53</b>	

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#### Westpac RE Limited

Date	Registered Company	Quantity	Consideration	Class of Securities
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-8,671	-22,024.34	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-6,573	-16,695.42	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-1,760	-4,470.40	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-9,999	-25,397.46	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-37,034	-94,066.36	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-1,111	-2,821.94	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-5,555	-14,109.70	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-8,240	-20,929.60	Ordinary
20/05/2014	HSBC Custody Nominees (Australia) Limited.	-7,057	-17,924.78	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-1,869	-4,747.26	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-15,505	-39,382.70	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-2,219	-5,636.26	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-1,012	-2,570.48	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-18,147	-46,093.38	Ordinary

22/05/2014	HSBC Custody Nominees (Australia) Limited.	-1,137	-2,887.98	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-5,027	-12,768.58	Ordinary
22/05/2014	HSBC Custody Nominees (Australia) Limited.	-13,306	-33,797.24	Ordinary
24/06/2014	HSBC Custody Nominees (Australia) Limited.	2,141	10,019.88	Ordinary
30/06/2014	HSBC Custody Nominees (Australia) Limited.	-2,141	-5,652.24	Ordinary
16/09/2014	HSBC Custody Nominees (Australia) Limited.	-4,547	-12,367.84	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-2,667	-7,280.91	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-5,207	-14,215.11	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-13,156	-35,915.88	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-2,990	-8,162.70	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-1,409	-3,846.57	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-11,480	-31,340.40	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-2,314	-6,317.22	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-7,432	-20,289.36	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-741	-2,022.93	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-2,703	-7,379.19	Ordinary
17/09/2014	HSBC Custody Nominees (Australia) Limited.	-5,368	-14,654.64	Ordinary
18/09/2014	HSBC Custody Nominees (Australia) Limited.	-3,703	-10,035.13	Ordinary
18/09/2014	HSBC Custody Nominees (Australia) Limited.	-819	-2,219.49	Ordinary
18/09/2014	HSBC Custody Nominees (Australia) Limited.	-3,704	-10,037.84	Ordinary
18/09/2014	HSBC Custody Nominees (Australia) Limited.	-1,623	-4,398.33	Ordinary
18/09/2014	HSBC Custody Nominees (Australia) Limited.	-2,040	-5,528.40	Ordinary
	<b>Total</b>	<b>-216,125</b>	<b>-557,968.18</b>	<b>Ordinary</b>
	<b>Westpac RE Limited Total :</b>	<b>-216,125</b>	<b>-557,968.18</b>	

## ANNEXURE B

This is the annexure 'B' (being 3 pages) referred to in Form 603, Notice of initial substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin – Company Secretary, Westpac Banking Corporation – 18/09/2014

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 Fund 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	Series 2014-1 WST Trust	Australia
Bill Acceptance Corporation Pty Limited	Australia	SIE-Lease (Australia) Pty Limited	Australia
BLE Capital Investments Pty Limited	Australia	SIE-Lease (New Zealand) Pty Limited	New Zealand
BLE Capital Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
BLE Development Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Custodial Pty Limited	Australia
BT Australia Pty Limited	Australia	St.George Equity Finance Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	St.George Finance Holdings Limited	Australia
BT Financial Group Pty Limited	Australia	St.George Finance Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	St.George Life Limited	Australia
BT Funds Management Limited	Australia	St.George Motor Finance Limited	Australia
BT Funds Management No.2 Limited	Australia	St.George Procurement Management Pty Limited	Australia
BT Investment Management (Fund Services) Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT Investment Management (Institutional) Limited	Australia	Sydney Capital Corp Inc.	USA
BT Investment Management Limited	Australia	Tavarua Funding Trust IV	USA
BT Long Term Income Fund	Australia	Teuton Pty Limited	Australia
BT Portfolio Services Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Private Nominees Pty Limited	Australia	The Mortgage Company Pty Limited	Australia

BT Securities Limited	Australia	The Warehouse Financial Services Limited	New Zealand
BT Short Term Income Fund	Australia	Value Nominees Pty Limited	Australia
BTIM UK Limited	UK	W1 Investments Pty Limited	Australia
Canning Park Capital Pte. Ltd	Australia	Waratah Receivables Corp Pty Limited	Australia
Capital Corporate Finance Limited	Australia	Waratah Securities Australia Limited	Australia
Capital Finance (NZ) Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
Capital Finance Australia Limited	Australia	Westpac Administration Pty Limited	Australia
Capital Finance New Zealand Limited	Australia	Westpac Administration 2 Limited	Australia
Capital Fleetlease Limited	Australia	Westpac Administration 3 Limited	Australia
Capital Motor Finance Limited	Australia	Westpac Administration 4 Limited	Australia
Capital Rent Group Limited	New Zealand	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
Core Infrastructure Income Feeder 1 L P	UK	Westpac Bank Samoa Limited	Samoa
Core Infrastructure Income Feeder 2 L P	UK	Westpac Bank-PNG-Limited	Papua New Guinea
Core Infrastructure Income Master L P	UK	Westpac Capital Holdings Inc.	USA
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Capital Markets Holding Corp.	USA
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Capital Markets LLC	USA
Crusade CP Management Pty Limited	Australia	Westpac Capital Trust IV	USA
Crusade CP No.1 Pty Limited	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade CP Trust No. 41	Australia	Westpac Cash PIE Fund	Australia
Crusade CP Trust No. 44	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Trust No. 48	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 49	Australia	Westpac Covered Bond Trust	Australia
Crusade CP Trust No. 50	Australia	Westpac Custodian Nominees Pty Limited	Australia
Crusade CP Trust No. 52	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 53	Australia	Westpac Delta LLC	USA
Crusade CP Trust No. 54	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade CP Trust No. 55	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade CP Trust No. 56	Australia	Westpac Equipment Finance Limited	Australia
Crusade CP Trust No. 57	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade CP Trust No. 58	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade CP Trust No. 60	Australia	Westpac Equity Pty Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Europe Limited	UK
Crusade Euro Trust 1E of 2007	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 1 of 2006	Australia	Westpac Financial Consultants Limited	Australia
Crusade Global Trust 1 of 2007	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Global Trust 2 of 2005	Australia	Westpac Financial Services Group Limited	Australia
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Crusade Management Limited	Australia	Westpac Financial Services Limited	Australia
Crusade Trust 1A of 2005	Australia	Westpac Funding Holdings Pty Limited	Australia
Crusade 2P Trust of 2008	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Danaby Pty Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Epicfrog Pty Limited	Australia	Westpac General Insurance Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac General Insurance Services Limited	Australia

Europe Infrastructure Debt LP	UK	Westpac Global Capital Markets Pty Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
General Credit Holdings Pty Limited	Australia	Westpac Group Investments Australia Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand
Halcyon Securities Pty Limited	Australia	Westpac Investment Capital Corporation	USA
Hastings Advisers LLC	USA	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
Hastings Funds Management (UK) Limited	Singapore	Westpac Investments U.K. Limited	UK
Hastings Funds Management (USA) Inc.	UK	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Funds Management Asia Pty. Limited	USA	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Funds Management Limited	Australia	Westpac Life Insurance Services Limited	Australia
Hastings Group Pty Limited	Australia	Westpac Life-NZ-Limited	New Zealand
Hastings Infrastructure 1 Limited	UK	Westpac New Zealand Group Limited	New Zealand
Hastings Infrastructure 2 Limited	UK	Westpac New Zealand Limited	New Zealand
Hastings Investment Capital LP	USA	Westpac Nominees-NZ-Limited	New Zealand
Hastings Investment Management Pty Ltd	USA	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hastings Investment Management (Europe) Ltd	UK	Westpac NZ Covered Bond Limited	New Zealand
Hastings Investments GP LLC	Australia	Westpac NZ Operations Limited	New Zealand
Hastings Korea Company Limited	Korea	Westpac NZ Securitisation Holdings Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
Hastings Management Pty Limited	India	Westpac NZ Securitisation No. 2 Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Hickory Trust	Australia	Westpac Overseas Holdings Pty Limited	Australia
Hitton Pty Limited	Australia	Westpac Pacific Limited Partnership	Australia
HLT Custodian Trust	New Zealand	Westpac Properties Limited	Australia
Infrastructure GP LLP	UK	Westpac RE Limited	Australia
Infrastructure GP 2 LLP	UK	Westpac Securities Administration Limited	Australia
J O Hambro Capital Management Holdings Limited	UK	Westpac Securities Limited	Australia
J O Hambro Capital Management Limited	UK	Westpac Securities NZ Limited	New Zealand
JOHCM (Singapore) Pte Limited	Singapore	Westpac Securitisation Holdings Pty Limited	Australia
JOHCM (USA) Inc	USA	Westpac Securitisation Management Pty Limited	Australia
Magnitude Group Pty Limited	Australia	Westpac Singapore Limited	Singapore
MIF Custodian Trust	New Zealand	Westpac Structured Products Limited	Australia
Mortgage Management Pty Limited	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Nationwide Management Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Net Nominees Limited	Australia	Westpac Term PIE Fund	New Zealand
North Ryde Office Trust	Australia	Westpac TPS Trust	Australia
Number 120 Limited	New Zealand	Westpac Unit Trust	Australia
Oniston Pty Limited	Australia	Westpac USA Inc.	USA

Note: Westpac retains 62.1% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (62.1%)	Australia
BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)	Australia