



Investment
Management

13 October 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 Cedar Woods Properties 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

{00001131.DOC}BT Investment
Management Limited
ABN 28 126 385 822

GPO Box 7072
Sydney NSW 2001
Australia

The Chifley Tower
Level 15, 2 Chifley Square
Sydney NSW 2000
Australia
Tel 612 8253 2999

www.btim.com.au

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme CEDAR WOODS PROPERTIES LIMITED (CWP)

ACN/ARSN ACN 009 259 081

1. Details of substantial holder(1)

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

ACN/ARSN (if applicable) ACN 126 365 822

There was a change in the interests of the substantial holder on 09/10/2014

The previous notice was given to the company on 29/08/2014

The previous notice was dated 27/08/2014

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 in 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	4,054,462	5.18%	4,846,238	6.19%

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
9/10/2014	WBC & its Associates, Asgard Capital Management Limited, BT Funds Management Limited, Advance Asset Management Limited, BT Investment Management (Fund Services) Limited, BT Funds Management No.2 Limited, BT Investment Management (Institutional) Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure '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
Advance Asset Management Limited	HSBC Custody Nominees (Australia) 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.	209,936, Ordinary	209,936
Asgard Capital Management Limited	ASGARD Capital Management Limited	HSBC Custody Nominees (Australia) 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 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.	23,787, Ordinary	23,787
BT Funds Management Limited	BT Portfolio Services Limited	HSBC Custody Nominees (Australia) Limited. ASGARD Capital 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.	25,209, Ordinary	25,209
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited. ASGARD Capital Management Limited BT Portfolio Services Limited HSBC Custody	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	554,585, Ordinary	554,585

		Nominees (Australia) Limited.	power to vote or dispose of the shares.		
BT Investment Management (Fund Services) Limited	Australia and New Zealand Banking Group Limited National Australian Custodian Services National Nominees Limited	HSBC Custody Nominees (Australia) Limited. ASGARD Capital Management Limited BT Portfolio Services Limited HSBC Custody Nominees (Australia) Limited. Australia and New Zealand Banking Group Limited National Australian Custodian Services National Nominees 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.	403,149, Ordinary	403,149
BT Investment Management (Institutional) Limited	National Australia Bank Limited HSBC Custody Nominees (Australia) Limited.	National Australia Bank Limited 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 trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	3,629,572, Ordinary	3,629,572

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 substantial 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
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
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Sydney, Sydney NSW 2000
BT Funds Management No.2 Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
CEDAR WOODS PROPERTIES LIMITED (CWP)	The Company Secretary, CEDAR WOODS PROPERTIES (CWP) Ground Floor, 50 Colin Street WEST PERTH WA 6005 Tel: +61 8 9480 1500 Fax: +61 8 9480 1599

Signature

Print name Chris Millard Capacity Company Secretary

Sign here _____ Date 13/10/2014

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 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 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 (e.g. 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.

ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities.

Tim Hartin– Company Secretary, Westpac Banking Corporation 09/10/2014

TRANSACTION HISTORY

Sales & Purchases for the period : 28/08/2014 to 9/10/2014

SECURITY: CWP

Advance Asset Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
17/09/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-14,232	-104,320.56	Ordinary	14,232
18/09/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-898	-6,582.34	Ordinary	898
18/09/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-12,096	-88,663.68	Ordinary	12,096
18/09/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-29,700	-217,701.00	Ordinary	29,700
19/09/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-14,232	-104,320.56	Ordinary	14,232
22/09/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-7,984	-58,522.72	Ordinary	7,984
29/09/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-15,145	-110,255.60	Ordinary	15,145
7/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-14,934	-105,284.70	Ordinary	14,934
	Total		-109,221	-795,651.16		
	Advance Asset Management Limited Total :		-109,221	-795,651.16		

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
28/08/2014	BT Portfolio Services Limited	Purchase	607	4,541.21	Ordinary	607
22/09/2014	BT Portfolio Services Limited	Sale	-1,000	-7,291.10	Ordinary	1,000
22/09/2014	BT Portfolio Services Limited	Sale	-550	-3,985.36	Ordinary	550
	Total		-943	-6,735.25		
	BT Funds Management Limited Total :		-943	-6,735.25		

BT Funds Management No.2 Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	42,507	312,426.45	Ordinary	42,507
2/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	770	5,651.80	Ordinary	770
5/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	5,288	38,972.56	Ordinary	5,288
17/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	4,007	29,491.52	Ordinary	4,007
17/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,522	18,561.92	Ordinary	2,522
18/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	6,899	50,845.63	Ordinary	6,899
18/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	12,400	91,264.00	Ordinary	12,400

19/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	6,483	47,714.88	Ordinary	6,483
22/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	5,043	37,066.05	Ordinary	5,043
23/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,632	11,978.88	Ordinary	1,632
24/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,377	10,093.41	Ordinary	1,377
25/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,181	8,644.92	Ordinary	1,181
26/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,477	10,782.10	Ordinary	1,477
29/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	6,250	45,687.50	Ordinary	6,250
30/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,001	14,647.32	Ordinary	2,001
1/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,296	16,278.64	Ordinary	2,296
2/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,257	16,092.41	Ordinary	2,257
3/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,769	19,493.76	Ordinary	2,769
6/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,137	7,993.11	Ordinary	1,137
7/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	16,189	114,618.12	Ordinary	16,189
8/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	618	4,313.64	Ordinary	618
9/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,118	7,837.18	Ordinary	1,118
	Total		126,221	920,455.80		
	BT Funds Management No.2 Limited Total		126,221	920,455.80		
	:					

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/09/2014	Australia and New Zealand Banking Group Limited	Purchase	2,366	17,390.10	Ordinary	2,366
2/09/2014	Australia and New Zealand Banking Group Limited	Purchase	48	352.32	Ordinary	48
5/09/2014	Australia and New Zealand Banking Group Limited	Purchase	632	4,657.84	Ordinary	632
17/09/2014	Australia and New Zealand Banking Group Limited	Purchase	775	5,704.00	Ordinary	775
17/09/2014	Australia and New Zealand Banking Group Limited	Purchase	1,232	9,067.52	Ordinary	1,232
18/09/2014	Australia and New Zealand Banking Group Limited	Purchase	1,528	11,246.08	Ordinary	1,528
18/09/2014	Australia and New Zealand Banking Group Limited	Purchase	851	6,271.87	Ordinary	851
19/09/2014	Australia and New Zealand Banking Group Limited	Purchase	717	5,277.12	Ordinary	717
22/09/2014	Australia and New Zealand Banking Group Limited	Purchase	621	4,564.35	Ordinary	621
23/09/2014	Australia and New Zealand Banking Group Limited	Purchase	179	1,313.86	Ordinary	179
24/09/2014	Australia and New Zealand Banking Group Limited	Purchase	170	1,246.10	Ordinary	170
25/09/2014	Australia and New Zealand Banking Group Limited	Purchase	146	1,068.72	Ordinary	146
26/09/2014	Australia and New Zealand Banking Group Limited	Purchase	182	1,328.60	Ordinary	182
29/09/2014	Australia and New Zealand Banking Group Limited	Purchase	683	4,992.73	Ordinary	683
30/09/2014	Australia and New Zealand Banking Group Limited	Purchase	247	1,808.04	Ordinary	247
1/10/2014	Australia and New Zealand Banking Group Limited	Purchase	283	2,006.47	Ordinary	283
2/10/2014	Australia and New Zealand Banking Group Limited	Purchase	278	1,982.14	Ordinary	278
3/10/2014	Australia and New Zealand Banking Group Limited	Purchase	341	2,400.64	Ordinary	341
6/10/2014	Australia and New Zealand Banking Group Limited	Purchase	122	857.66	Ordinary	122
7/10/2014	Australia and New Zealand Banking Group Limited	Purchase	1,734	12,276.72	Ordinary	1,734
8/10/2014	Australia and New Zealand Banking Group	Purchase	250	1,745.00	Ordinary	250

	Limited					
9/10/2014	Australia and New Zealand Banking Group Limited	Purchase	127	890.27	Ordinary	127
	Total		13,512	98,448.15		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/09/2014	National Australian Custodian Services	Purchase	6,849	50,340.15	Ordinary	6,849
2/09/2014	National Australian Custodian Services	Purchase	136	998.24	Ordinary	136
5/09/2014	National Australian Custodian Services	Purchase	1,603	11,814.11	Ordinary	1,603
17/09/2014	National Australian Custodian Services	Purchase	1,013	7,465.81	Ordinary	1,013
17/09/2014	National Australian Custodian Services	Purchase	1,610	11,865.70	Ordinary	1,610
18/09/2014	National Australian Custodian Services	Purchase	3,653	26,922.61	Ordinary	3,653
18/09/2014	National Australian Custodian Services	Purchase	2,033	14,983.21	Ordinary	2,033
19/09/2014	National Australian Custodian Services	Purchase	1,863	13,730.31	Ordinary	1,863
22/09/2014	National Australian Custodian Services	Purchase	1,486	10,936.96	Ordinary	1,486
23/09/2014	National Australian Custodian Services	Purchase	468	3,435.12	Ordinary	468
24/09/2014	National Australian Custodian Services	Purchase	406	2,975.98	Ordinary	406
25/09/2014	National Australian Custodian Services	Purchase	348	2,547.36	Ordinary	348
26/09/2014	National Australian Custodian Services	Purchase	435	3,175.50	Ordinary	435
29/09/2014	National Australian Custodian Services	Purchase	1,790	13,102.80	Ordinary	1,790
30/09/2014	National Australian Custodian Services	Purchase	590	4,318.80	Ordinary	590
1/10/2014	National Australian Custodian Services	Purchase	676	4,792.84	Ordinary	676
2/10/2014	National Australian Custodian Services	Purchase	665	4,741.45	Ordinary	665
3/10/2014	National Australian Custodian Services	Purchase	816	5,744.64	Ordinary	816
6/10/2014	National Australian Custodian Services	Purchase	324	2,277.72	Ordinary	324
7/10/2014	National Australian Custodian Services	Purchase	4,618	32,695.44	Ordinary	4,618
8/10/2014	National Australian Custodian Services	Purchase	1,118	7,803.64	Ordinary	1,118
9/10/2014	National Australian Custodian Services	Purchase	325	2,278.25	Ordinary	325
	Total		32,825	238,946.64		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/09/2014	National Nominees Limited	Purchase	7,525	55,308.75	Ordinary	7,525
2/09/2014	National Nominees Limited	Purchase	150	1,101.00	Ordinary	150
5/09/2014	National Nominees Limited	Purchase	1,760	12,971.20	Ordinary	1,760
17/09/2014	National Nominees Limited	Purchase	1,097	8,084.89	Ordinary	1,097
17/09/2014	National Nominees Limited	Purchase	1,743	12,845.91	Ordinary	1,743
18/09/2014	National Nominees Limited	Purchase	4,009	29,546.33	Ordinary	4,009
18/09/2014	National Nominees Limited	Purchase	2,231	16,442.47	Ordinary	2,231
19/09/2014	National Nominees Limited	Purchase	2,046	15,079.02	Ordinary	2,046
22/09/2014	National Nominees Limited	Purchase	1,630	11,996.80	Ordinary	1,630
23/09/2014	National Nominees Limited	Purchase	515	3,780.10	Ordinary	515
24/09/2014	National Nominees Limited	Purchase	445	3,261.85	Ordinary	445
25/09/2014	National Nominees Limited	Purchase	382	2,796.24	Ordinary	382
26/09/2014	National Nominees Limited	Purchase	478	3,489.40	Ordinary	478
29/09/2014	National Nominees Limited	Purchase	1,967	14,398.44	Ordinary	1,967
30/09/2014	National Nominees Limited	Purchase	647	4,736.04	Ordinary	647
1/10/2014	National Nominees Limited	Purchase	742	5,260.78	Ordinary	742

2/10/2014	National Nominees Limited	Purchase	730	5,204.90	Ordinary	730
3/10/2014	National Nominees Limited	Purchase	895	6,300.80	Ordinary	895
6/10/2014	National Nominees Limited	Purchase	357	2,509.71	Ordinary	357
7/10/2014	National Nominees Limited	Purchase	5,076	35,938.08	Ordinary	5,076
8/10/2014	National Nominees Limited	Purchase	1,283	8,955.34	Ordinary	1,283
9/10/2014	National Nominees Limited	Purchase	357	2,502.57	Ordinary	357
	Total		36,065	262,510.62		
	BT Investment Management (Fund Services) Limited Total :		82,402	599,905.41		

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	92,349	678,765.15	Ordinary	92,349
2/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,941	14,246.94	Ordinary	1,941
5/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	26,941	198,555.17	Ordinary	26,941
17/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	15,586	114,712.96	Ordinary	15,586
17/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	24,763	182,255.68	Ordinary	24,763
18/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	34,716	255,856.92	Ordinary	34,716
18/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	62,390	459,190.40	Ordinary	62,390
19/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	32,109	236,322.24	Ordinary	32,109
22/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	25,373	186,491.55	Ordinary	25,373
23/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	8,078	59,292.52	Ordinary	8,078
24/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	6,930	50,796.90	Ordinary	6,930
25/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	5,945	43,517.40	Ordinary	5,945
26/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	7,431	54,246.30	Ordinary	7,431
29/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	30,899	225,871.69	Ordinary	30,899
30/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	10,069	73,705.08	Ordinary	10,069
1/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	11,553	81,910.77	Ordinary	11,553
2/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	11,356	80,968.28	Ordinary	11,356
3/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	13,934	98,095.36	Ordinary	13,934
6/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	5,609	39,431.27	Ordinary	5,609
7/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	79,826	565,168.08	Ordinary	79,826
9/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	5,402	37,868.02	Ordinary	5,402
	Total		513,200	3,737,268.68		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/09/2014	National Australia Bank Limited	Purchase	37,316	274,272.60	Ordinary	37,316
2/09/2014	National Australia Bank Limited	Purchase	742	5,446.28	Ordinary	742
5/09/2014	National Australia Bank Limited	Purchase	8,721	64,273.77	Ordinary	8,721
17/09/2014	National Australia Bank Limited	Purchase	5,564	40,951.04	Ordinary	5,564
17/09/2014	National Australia Bank Limited	Purchase	8,841	65,069.76	Ordinary	8,841
18/09/2014	National Australia Bank Limited	Purchase	19,901	146,471.36	Ordinary	19,901
18/09/2014	National Australia Bank Limited	Purchase	11,074	81,615.38	Ordinary	11,074
19/09/2014	National Australia Bank Limited	Purchase	10,138	74,615.68	Ordinary	10,138

22/09/2014	National Australia Bank Limited	Purchase	8,094	59,490.90	Ordinary	8,094
23/09/2014	National Australia Bank Limited	Purchase	2,549	18,709.66	Ordinary	2,549
24/09/2014	National Australia Bank Limited	Purchase	2,210	16,199.30	Ordinary	2,210
25/09/2014	National Australia Bank Limited	Purchase	1,896	13,878.72	Ordinary	1,896
26/09/2014	National Australia Bank Limited	Purchase	2,370	17,301.00	Ordinary	2,370
29/09/2014	National Australia Bank Limited	Purchase	9,745	71,235.95	Ordinary	9,745
30/09/2014	National Australia Bank Limited	Purchase	3,212	23,511.84	Ordinary	3,212
1/10/2014	National Australia Bank Limited	Purchase	3,685	26,126.65	Ordinary	3,685
2/10/2014	National Australia Bank Limited	Purchase	3,623	25,831.99	Ordinary	3,623
3/10/2014	National Australia Bank Limited	Purchase	4,445	31,292.80	Ordinary	4,445
6/10/2014	National Australia Bank Limited	Purchase	1,766	12,414.98	Ordinary	1,766
7/10/2014	National Australia Bank Limited	Purchase	25,131	177,927.48	Ordinary	25,131
8/10/2014	National Australia Bank Limited	Purchase	5,932	41,405.36	Ordinary	5,932
9/10/2014	National Australia Bank Limited	Purchase	1,769	12,400.69	Ordinary	1,769
	Total		178,724	1,300,443.19		
	BT Investment Management (Institutional) Limited Total :		691,924	5,037,711.87		

ANNEXURE B – ASSOCIATED COMPANIES

This is annexure 'B' (being 3 pages) referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin – Company Secretary, Westpac Banking Corporation – 09/10/2014

Westpac Banking Corporation	Australia	Partnership Pacific Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	Partnership Pacific Securities Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	Pashley Investments Pty Limited	Australia
1925 Advances Pty Limited	Australia	Qvalent Pty Limited	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	RAMS Financial Group Pty Limited	Australia
Advance Asset Management Limited	Australia	Reinventure Fund ILP	Australia
Altitude Administration Pty Limited	Australia	RMS Warehouse Trust 2007-1	Australia
Altitude Rewards Pty Limited	Australia	Sallmoor Pty Limited	Australia
Aotearoa Financial Services Limited	New Zealand	Securitor Financial Group Limited	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	Seed Pool Trust No. 2	Australia
Ascalon Capital Managers Limited	Australia	Series 2007-1G WST Trust	Australia
Ascalon Funds Seed Pool Trust	Australia	Series 2008-1M WST Trust	Australia
Asgard Capital Management Limited	Australia	Series 2009-1 WST Trust	Australia
Asgard Wealth Solutions Limited	Australia	Series 2011-1 WST Trust	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	Series 2011-2 WST Trust	Australia
Australian Loan Processing Security Trust	Australia	Series 2011-3 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 1	Australia	Series 2012-1 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 2	Australia	Series 2013-1 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 3	Australia	Series 2013-2 WST Trust	Australia
Bella Trust No. 2 Series 2012 - 1	Australia	Series 2014-1 WST Trust	Australia
Bella Trust No. 2 Series 2010 - 1	Australia	SIE-Lease (Australia) Pty Limited	Australia
Bella Trust No. 2 Series 2010 - 2	Australia	SIE-Lease (New Zealand) Pty Limited	New Zealand
Belliston Pty Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
BLE Capital Investments Pty Limited	Australia	St.George Custodial Pty Limited	Australia
BLE Capital Limited	Australia	St.George Equity Finance Limited	Australia
BLE Development Pty Limited	Australia	St.George Finance Holdings Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Finance Limited	Australia
BT Australia Pty Limited	Australia	St.George Life Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	St.George Motor Finance Limited	Australia
BT Financial Group Pty Limited	Australia	St.George Procurement Management Pty Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	St.George Security Holdings Pty Limited	Australia
BT Funds Management Limited	Australia	Sydney Capital Corp Inc.	USA
BT Funds Management No.2 Limited	Australia	Tavarua Funding Trust IV	USA
BT Investment Management (Fund Services) Limited	Australia	Teuton Pty Limited	Australia
BT Investment Management (Institutional) Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Investment Management Limited	Australia	The Mortgage Company Pty Limited	Australia
BT Long Term Income Fund	Australia	The Warehouse Financial Services Limited	New Zealand

BT Portfolio Services Limited	Australia	Value Nominees Pty Limited	Australia
BT Private Nominees Pty Limited	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Securities Limited	Australia	Waratah Securities Australia Limited	Australia
BT Short Term Income Fund	Australia	Westpac (NZ) Investments Limited	New Zealand
BTIM UK Limited	UK	Westpac Administration Pty Limited	Australia
Canning Park Capital Pte. Ltd	Australia	Westpac Administration 2 Limited	Australia
Capital Corporate Finance Limited	Australia	Westpac Administration 3 Limited	Australia
Capital Finance (NZ) Limited	Australia	Westpac Administration 4 Limited	Australia
Capital Finance Australia Limited	Australia	Westpac Altitude Rewards Trust	Australia
Capital Finance New Zealand Limited	Australia	Westpac Americas Inc.	USA
Capital Fleetlease Limited	Australia	Westpac Asian Lending Pty Limited	Australia
Capital Motor Finance Limited	Australia	Westpac Bank of Tonga	Tonga
Capital Rent Group Limited	New Zealand	Westpac Bank Samoa Limited	Samoa
Castlereagh Trust	Australia	Westpac Bank-PNG-Limited	Papua New Guinea
CBA Limited	Australia	Westpac Capital Holdings Inc.	USA
Challenge Limited	Australia	Westpac Capital Markets Holding Corp.	USA
Core Infrastructure Income Feeder 1 L P	UK	Westpac Capital Markets LLC	USA
Core Infrastructure Income Feeder 2 L P	UK	Westpac Capital Trust IV	USA
Core Infrastructure Income Master L P	UK	Westpac Capital-NZ-Limited	New Zealand
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Cash PIE Fund	Australia
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Management Pty Limited	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP No.1 Pty Limited	Australia	Westpac Covered Bond Trust	Australia
Crusade CP Trust No. 52	Australia	Westpac Custodian Nominees Pty Limited	Australia
Crusade CP Trust No. 53	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 55	Australia	Westpac Delta LLC	USA
Crusade CP Trust No. 56	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade CP Trust No. 57	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade CP Trust No. 58	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 2006	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 1 of 2007	Australia	Westpac Europe Limited	UK
Crusade Global Trust 2 of 2005	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Consultants Limited	Australia
Crusade Management Limited	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Trust 1A of 2005	Australia	Westpac Financial Services Group Limited	Australia
Crusade 2P Trust of 2008	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Danaby Pty Limited	Australia	Westpac Financial Services Limited	Australia
Epicfrog Pty Limited	Australia	Westpac Funding Holdings Pty Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Europe Infrastructure Debt LP	UK	Westpac Funds Financing Pty Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac General Insurance Limited	Australia
General Credit Holdings Pty Limited	Australia	Westpac General Insurance Services Limited	Australia
General Credits Pty Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia

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