
Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme BLUE SKY ALTERNATIVES ACCESS FUND LIMITED (BAF)

ACN/ARSN ACN 168 941 704

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

There was a change in the interests of the substantial holder on 21/08/2017

The previous notice was given to the company on 30/05/2017

The previous notice was dated 15/05/2017

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	8,564,598	5.00%	10,284,349	6.01%

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
21/08/2017	WBC & its Associates, Asgard Capital Management Limited, Westpac RE Limited, BT Funds Management 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
Asgard Capital Management Limited	Asgard Capital Management Limited	Asgard Capital Management Limited	Asgard Capital Management Limited ABN 92 009 279 592 AFSL 240695 is a custodian and operator of Investor-Directed Portfolio Service (IDPS). Asgard Capital Management Limited is the custodian and operator of Asgard eWrap Investment, Asgard Funds Account, LifeForce eWrap Investment and Personal Choice Private eWrap Investment Account.	220,065, Ordinary	220,065
BT Funds Management Limited	Asgard Capital Management Limited BT Portfolio Services 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.	7,899,734, Ordinary	7,899,734
Westpac RE Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Westpac RE 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.	2,164,550, Ordinary	2,164,550

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

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 – 23/08/2017

TRANSACTION HISTORY

Sales & Purchases for the period : 16/05/2017 to 21/08/2017

SECURITY: BAF

Asgard Capital Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/06/2017	Asgard Capital Management Limited	Sale	-7,619	-8,838.04	Ordinary	7,619
21/06/2017	Asgard Capital Management Limited	Purchase	12,658	15,063.02	Ordinary	12,658
3/07/2017	Asgard Capital Management Limited	Sale	-68,000	-79,560.00	Ordinary	68,000
	Total		-62,961	-73,335.02		
	Asgard Capital Management Limited Total :		-62,961	-73,335.02		

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/05/2017	Asgard Capital Management Limited	Purchase	8,589	9,791.46	Ordinary	8,589
23/05/2017	Asgard Capital Management Limited	Purchase	4,445	5,067.30	Ordinary	4,445
24/05/2017	Asgard Capital Management Limited	Purchase	20,880	23,803.20	Ordinary	20,880
30/06/2017	Asgard Capital Management Limited	Sale	-20,000	-23,600.00	Ordinary	20,000
3/07/2017	Asgard Capital Management Limited	Purchase	68,000	79,560.00	Ordinary	68,000
	Total		81,914	94,621.96		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/05/2017	BT Portfolio Services Limited	Purchase	51,474	59,215.69	Ordinary	51,474
18/05/2017	BT Portfolio Services Limited	Purchase	34,419	39,619.71	Ordinary	34,419
18/05/2017	BT Portfolio Services Limited	Purchase	39,091	45,212.65	Ordinary	39,091
19/05/2017	BT Portfolio Services Limited	Purchase	8,245	9,600.48	Ordinary	8,245
19/05/2017	BT Portfolio Services Limited	Purchase	4,910	5,731.93	Ordinary	4,910
19/05/2017	BT Portfolio Services Limited	Purchase	8,960	10,430.34	Ordinary	8,960
22/05/2017	BT Portfolio Services Limited	Purchase	8,661	9,996.53	Ordinary	8,661
24/05/2017	BT Portfolio Services Limited	Purchase	8,737	10,084.25	Ordinary	8,737
24/05/2017	BT Portfolio Services Limited	Purchase	5,183	5,996.73	Ordinary	5,183
24/05/2017	BT Portfolio Services Limited	Sale	-20,000	-22,764.00	Ordinary	20,000
25/05/2017	BT Portfolio Services Limited	Purchase	8,300	9,581.52	Ordinary	8,300
25/05/2017	BT Portfolio Services Limited	Purchase	6,520	7,534.51	Ordinary	6,520
26/05/2017	BT Portfolio Services Limited	Purchase	17,357	20,083.78	Ordinary	17,357
26/05/2017	BT Portfolio Services Limited	Purchase	2,000	2,356.40	Ordinary	2,000
26/05/2017	BT Portfolio Services Limited	Purchase	1,700	2,008.38	Ordinary	1,700
29/05/2017	BT Portfolio Services Limited	Purchase	8,585	9,994.66	Ordinary	8,585
30/05/2017	BT Portfolio Services Limited	Purchase	8,226	9,553.68	Ordinary	8,226
30/05/2017	BT Portfolio Services Limited	Purchase	17,350	20,249.19	Ordinary	17,350

30/05/2017	BT Portfolio Services Limited	Purchase	8,587	9,996.99	Ordinary	8,587
31/05/2017	BT Portfolio Services Limited	Sale	-6,801	-7,853.11	Ordinary	6,801
1/06/2017	BT Portfolio Services Limited	Purchase	8,700	10,041.54	Ordinary	8,700
2/06/2017	BT Portfolio Services Limited	Sale	-20,000	-22,900.00	Ordinary	20,000
2/06/2017	BT Portfolio Services Limited	Purchase	20,000	22,900.00	Ordinary	20,000
2/06/2017	BT Portfolio Services Limited	Sale	-49,000	-56,840.00	Ordinary	49,000
2/06/2017	BT Portfolio Services Limited	Sale	-29,500	-34,220.00	Ordinary	29,500
2/06/2017	BT Portfolio Services Limited	Sale	-40,000	-46,400.00	Ordinary	40,000
2/06/2017	BT Portfolio Services Limited	Sale	-39,176	-45,444.16	Ordinary	39,176
2/06/2017	BT Portfolio Services Limited	Purchase	151,363	175,581.08	Ordinary	151,363
2/06/2017	BT Portfolio Services Limited	Purchase	78,500	91,060.00	Ordinary	78,500
2/06/2017	BT Portfolio Services Limited	Purchase	79,176	91,844.16	Ordinary	79,176
2/06/2017	BT Portfolio Services Limited	Sale	-151,363	-175,581.08	Ordinary	151,363
2/06/2017	BT Portfolio Services Limited	Sale	-3,855	-4,471.80	Ordinary	3,855
2/06/2017	BT Portfolio Services Limited	Sale	-1,285	-1,490.60	Ordinary	1,285
2/06/2017	BT Portfolio Services Limited	Sale	-1,714	-1,988.24	Ordinary	1,714
5/06/2017	BT Portfolio Services Limited	Sale	-58,334	-67,667.44	Ordinary	58,334
5/06/2017	BT Portfolio Services Limited	Sale	-19,445	-22,556.20	Ordinary	19,445
5/06/2017	BT Portfolio Services Limited	Sale	-115,000	-133,400.00	Ordinary	115,000
5/06/2017	BT Portfolio Services Limited	Sale	-25,200	-29,232.00	Ordinary	25,200
5/06/2017	BT Portfolio Services Limited	Purchase	140,200	162,632.00	Ordinary	140,200
6/06/2017	BT Portfolio Services Limited	Sale	-5,813	-6,764.59	Ordinary	5,813
7/06/2017	BT Portfolio Services Limited	Purchase	8,587	10,082.86	Ordinary	8,587
8/06/2017	BT Portfolio Services Limited	Purchase	4,310	5,078.90	Ordinary	4,310
8/06/2017	BT Portfolio Services Limited	Purchase	10,256	12,035.42	Ordinary	10,256
9/06/2017	BT Portfolio Services Limited	Purchase	100,000	116,500.00	Ordinary	100,000
9/06/2017	BT Portfolio Services Limited	Purchase	196,000	228,340.00	Ordinary	196,000
9/06/2017	BT Portfolio Services Limited	Sale	-96,500	-112,422.50	Ordinary	96,500
9/06/2017	BT Portfolio Services Limited	Sale	-50,000	-58,250.00	Ordinary	50,000
9/06/2017	BT Portfolio Services Limited	Sale	-49,500	-57,667.50	Ordinary	49,500
9/06/2017	BT Portfolio Services Limited	Sale	-50,000	-58,250.00	Ordinary	50,000
9/06/2017	BT Portfolio Services Limited	Sale	-50,000	-58,250.00	Ordinary	50,000
9/06/2017	BT Portfolio Services Limited	Sale	-7,069	-8,234.68	Ordinary	7,069
9/06/2017	BT Portfolio Services Limited	Sale	-8,124	-9,463.65	Ordinary	8,124
9/06/2017	BT Portfolio Services Limited	Sale	-70,807	-82,490.16	Ordinary	70,807
9/06/2017	BT Portfolio Services Limited	Purchase	138,081	158,793.15	Ordinary	138,081
9/06/2017	BT Portfolio Services Limited	Sale	-89,111	-102,477.65	Ordinary	89,111
9/06/2017	BT Portfolio Services Limited	Sale	-44,596	-51,285.40	Ordinary	44,596
9/06/2017	BT Portfolio Services Limited	Sale	-4,374	-5,030.10	Ordinary	4,374
9/06/2017	BT Portfolio Services Limited	Purchase	86,000	100,190.00	Ordinary	86,000
13/06/2017	BT Portfolio Services Limited	Purchase	63,351	73,803.92	Ordinary	63,351
13/06/2017	BT Portfolio Services Limited	Purchase	5,172	6,061.58	Ordinary	5,172
13/06/2017	BT Portfolio Services Limited	Sale	-18,895	-22,012.68	Ordinary	18,895
13/06/2017	BT Portfolio Services Limited	Sale	-44,456	-51,791.24	Ordinary	44,456
13/06/2017	BT Portfolio Services Limited	Sale	-3,902	-4,470.52	Ordinary	3,902
13/06/2017	BT Portfolio Services Limited	Purchase	8,550	9,997.52	Ordinary	8,550
14/06/2017	BT Portfolio Services Limited	Purchase	25,607	29,996.04	Ordinary	25,607
14/06/2017	BT Portfolio Services Limited	Purchase	34,300	40,028.10	Ordinary	34,300
15/06/2017	BT Portfolio Services Limited	Purchase	8,441	9,996.68	Ordinary	8,441
15/06/2017	BT Portfolio Services Limited	Purchase	8,816	10,394.95	Ordinary	8,816
15/06/2017	BT Portfolio Services Limited	Purchase	17,060	20,158.10	Ordinary	17,060
15/06/2017	BT Portfolio Services Limited	Purchase	20,000	23,400.00	Ordinary	20,000
15/06/2017	BT Portfolio Services Limited	Sale	-20,000	-23,400.00	Ordinary	20,000
20/06/2017	BT Portfolio Services Limited	Sale	-8,661	-10,183.60	Ordinary	8,661

20/06/2017	BT Portfolio Services Limited	Sale	-50,000	-59,250.00	Ordinary	50,000
20/06/2017	BT Portfolio Services Limited	Purchase	50,000	59,250.00	Ordinary	50,000
22/06/2017	BT Portfolio Services Limited	Purchase	25,607	30,508.18	Ordinary	25,607
23/06/2017	BT Portfolio Services Limited	Purchase	8,405	9,996.07	Ordinary	8,405
23/06/2017	BT Portfolio Services Limited	Purchase	16,700	19,909.74	Ordinary	16,700
23/06/2017	BT Portfolio Services Limited	Purchase	7,562	9,025.25	Ordinary	7,562
23/06/2017	BT Portfolio Services Limited	Sale	-4,351	-5,075.88	Ordinary	4,351
23/06/2017	BT Portfolio Services Limited	Sale	-20,000	-23,400.00	Ordinary	20,000
23/06/2017	BT Portfolio Services Limited	Sale	-5,000	-5,850.00	Ordinary	5,000
23/06/2017	BT Portfolio Services Limited	Purchase	25,000	29,250.00	Ordinary	25,000
23/06/2017	BT Portfolio Services Limited	Purchase	150,000	176,250.00	Ordinary	150,000
23/06/2017	BT Portfolio Services Limited	Purchase	98,870	116,172.25	Ordinary	98,870
23/06/2017	BT Portfolio Services Limited	Sale	-98,870	-116,172.25	Ordinary	98,870
23/06/2017	BT Portfolio Services Limited	Purchase	17,060	20,251.93	Ordinary	17,060
23/06/2017	BT Portfolio Services Limited	Sale	-100,000	-117,500.00	Ordinary	100,000
23/06/2017	BT Portfolio Services Limited	Sale	-50,000	-58,750.00	Ordinary	50,000
26/06/2017	BT Portfolio Services Limited	Purchase	17,060	20,081.33	Ordinary	17,060
26/06/2017	BT Portfolio Services Limited	Sale	-30,000	-35,250.00	Ordinary	30,000
26/06/2017	BT Portfolio Services Limited	Purchase	30,000	35,250.00	Ordinary	30,000
26/06/2017	BT Portfolio Services Limited	Purchase	10,582	12,328.03	Ordinary	10,582
26/06/2017	BT Portfolio Services Limited	Purchase	1,561	1,878.35	Ordinary	1,561
26/06/2017	BT Portfolio Services Limited	Sale	-15,000	-17,664.00	Ordinary	15,000
26/06/2017	BT Portfolio Services Limited	Purchase	5,665	6,773.07	Ordinary	5,665
26/06/2017	BT Portfolio Services Limited	Purchase	56,976	67,841.32	Ordinary	56,976
26/06/2017	BT Portfolio Services Limited	Purchase	8,510	10,035.84	Ordinary	8,510
27/06/2017	BT Portfolio Services Limited	Purchase	8,661	10,169.75	Ordinary	8,661
27/06/2017	BT Portfolio Services Limited	Purchase	25,607	30,124.07	Ordinary	25,607
28/06/2017	BT Portfolio Services Limited	Purchase	7,594	9,035.34	Ordinary	7,594
28/06/2017	BT Portfolio Services Limited	Purchase	8,441	10,038.88	Ordinary	8,441
28/06/2017	BT Portfolio Services Limited	Purchase	29,005	34,318.72	Ordinary	29,005
28/06/2017	BT Portfolio Services Limited	Purchase	16,816	19,920.23	Ordinary	16,816
28/06/2017	BT Portfolio Services Limited	Purchase	8,441	10,038.88	Ordinary	8,441
29/06/2017	BT Portfolio Services Limited	Purchase	16,844	19,997.20	Ordinary	16,844
30/06/2017	BT Portfolio Services Limited	Purchase	11,030	13,051.80	Ordinary	11,030
3/07/2017	BT Portfolio Services Limited	Purchase	9,368	11,090.78	Ordinary	9,368
3/07/2017	BT Portfolio Services Limited	Purchase	8,513	10,081.95	Ordinary	8,513
5/07/2017	BT Portfolio Services Limited	Purchase	8,441	9,996.68	Ordinary	8,441
5/07/2017	BT Portfolio Services Limited	Purchase	11,932	14,115.56	Ordinary	11,932
6/07/2017	BT Portfolio Services Limited	Purchase	12,572	14,997.14	Ordinary	12,572
10/07/2017	BT Portfolio Services Limited	Purchase	13,412	15,996.49	Ordinary	13,412
10/07/2017	BT Portfolio Services Limited	Purchase	41,974	49,995.23	Ordinary	41,974
10/07/2017	BT Portfolio Services Limited	Purchase	3,328	3,996.60	Ordinary	3,328
12/07/2017	BT Portfolio Services Limited	Purchase	8,370	10,038.14	Ordinary	8,370
12/07/2017	BT Portfolio Services Limited	Purchase	11,634	13,996.87	Ordinary	11,634
13/07/2017	BT Portfolio Services Limited	Purchase	16,634	19,997.39	Ordinary	16,634
13/07/2017	BT Portfolio Services Limited	Purchase	12,450	14,913.86	Ordinary	12,450
14/07/2017	BT Portfolio Services Limited	Purchase	8,300	9,996.52	Ordinary	8,300
17/07/2017	BT Portfolio Services Limited	Purchase	16,773	20,089.02	Ordinary	16,773
17/07/2017	BT Portfolio Services Limited	Purchase	8,300	10,052.96	Ordinary	8,300
17/07/2017	BT Portfolio Services Limited	Sale	-15,000	-17,826.00	Ordinary	15,000
19/07/2017	BT Portfolio Services Limited	Purchase	8,098	9,996.98	Ordinary	8,098
19/07/2017	BT Portfolio Services Limited	Purchase	8,232	9,996.94	Ordinary	8,232
19/07/2017	BT Portfolio Services Limited	Purchase	12,364	14,996.30	Ordinary	12,364
19/07/2017	BT Portfolio Services Limited	Purchase	12,364	15,105.10	Ordinary	12,364

19/07/2017	BT Portfolio Services Limited	Purchase	5,252	6,496.20	Ordinary	5,252
20/07/2017	BT Portfolio Services Limited	Purchase	31,940	40,282.73	Ordinary	31,940
20/07/2017	BT Portfolio Services Limited	Purchase	4,745	6,015.24	Ordinary	4,745
20/07/2017	BT Portfolio Services Limited	Purchase	11,200	14,147.84	Ordinary	11,200
21/07/2017	BT Portfolio Services Limited	Sale	-46,667	-59,211.09	Ordinary	46,667
21/07/2017	BT Portfolio Services Limited	Sale	-8,370	-10,462.50	Ordinary	8,370
21/07/2017	BT Portfolio Services Limited	Purchase	8,370	10,462.50	Ordinary	8,370
21/07/2017	BT Portfolio Services Limited	Sale	-8,370	-5,445.52	Ordinary	8,370
21/07/2017	BT Portfolio Services Limited	Purchase	8,370	5,445.52	Ordinary	8,370
21/07/2017	BT Portfolio Services Limited	Sale	-8,370	-5,445.52	Ordinary	8,370
21/07/2017	BT Portfolio Services Limited	Purchase	8,370	10,462.50	Ordinary	8,370
25/07/2017	BT Portfolio Services Limited	Purchase	15,968	19,996.73	Ordinary	15,968
26/07/2017	BT Portfolio Services Limited	Sale	-3,556	-4,302.05	Ordinary	3,556
27/07/2017	BT Portfolio Services Limited	Purchase	11,902	14,676.36	Ordinary	11,902
27/07/2017	BT Portfolio Services Limited	Purchase	8,098	9,916.00	Ordinary	8,098
31/07/2017	BT Portfolio Services Limited	Purchase	2,916	3,593.97	Ordinary	2,916
31/07/2017	BT Portfolio Services Limited	Purchase	10,509	12,899.80	Ordinary	10,509
2/08/2017	BT Portfolio Services Limited	Purchase	20,628	24,997.01	Ordinary	20,628
3/08/2017	BT Portfolio Services Limited	Purchase	10,833	13,162.10	Ordinary	10,833
3/08/2017	BT Portfolio Services Limited	Purchase	2,050	2,506.54	Ordinary	2,050
7/08/2017	BT Portfolio Services Limited	Purchase	29,378	35,141.96	Ordinary	29,378
7/08/2017	BT Portfolio Services Limited	Purchase	29,378	35,033.27	Ordinary	29,378
8/08/2017	BT Portfolio Services Limited	Purchase	41,625	49,995.79	Ordinary	41,625
9/08/2017	BT Portfolio Services Limited	Purchase	13,412	16,130.61	Ordinary	13,412
10/08/2017	BT Portfolio Services Limited	Sale	-8,441	-10,002.59	Ordinary	8,441
10/08/2017	BT Portfolio Services Limited	Purchase	8,441	10,002.59	Ordinary	8,441
11/08/2017	BT Portfolio Services Limited	Purchase	21,064	25,080.90	Ordinary	21,064
18/08/2017	BT Portfolio Services Limited	Purchase	29,256	35,142.31	Ordinary	29,256
21/08/2017	BT Portfolio Services Limited	Purchase	6,634	7,997.29	Ordinary	6,634
21/08/2017	BT Portfolio Services Limited	Purchase	16,703	20,080.35	Ordinary	16,703
	Total		1,038,397	1,239,915.88		
	BT Funds Management Limited		1,120,311	1,334,537.84		
	Total :					

Westpac RE Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/05/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	8,609	9,986.44	Ordinary	8,609
23/05/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	53,334	61,334.10	Ordinary	53,334
31/05/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-14,123	-16,382.68	Ordinary	14,123
13/06/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	78,182	91,472.94	Ordinary	78,182
21/06/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	20,985	24,972.15	Ordinary	20,985
27/06/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	42,688	50,798.72	Ordinary	42,688
6/07/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	8,463	10,070.97	Ordinary	8,463
6/07/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	16,788	19,977.72	Ordinary	16,788
12/07/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	67,284	80,067.96	Ordinary	67,284
17/07/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	41,276	49,943.96	Ordinary	41,276
19/07/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	24,766	30,214.52	Ordinary	24,766
19/07/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	16,510	20,472.40	Ordinary	16,510

20/07/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	14,000	16,660.00	Ordinary	14,000
28/07/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	66,043	82,553.75	Ordinary	66,043
4/08/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	25,000	30,250.00	Ordinary	25,000
11/08/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	83,941	100,729.20	Ordinary	83,941
14/08/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	833	991.27	Ordinary	833
14/08/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	50,154	60,184.80	Ordinary	50,154
16/08/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	20,000	23,800.00	Ordinary	20,000
16/08/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	12,591	15,109.20	Ordinary	12,591
21/08/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	25,077	30,092.40	Ordinary	25,077
	Total		662,401	793,299.82		
	Westpac RE Limited Total :		662,401	793,299.82		

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 – 23/08/2017

Westpac Banking Corporation	Australia	Series 2013-2 WST Trust	Australia
1925 (Commercial) Pty Limited	Australia	Series 2014-1 WST Trust	Australia
1925 (Industrial) Pty Limited	Australia	Series 2014-2 WST Trust	Australia
1925 Advances Pty Limited	Australia	Series 2015-1 WST Trust	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	SIE-Lease (Australia) Pty Limited	Australia
Advance Asset Management Limited	Australia	SIE-Lease (New Zealand) Pty Limited	New Zealand
Altitude Administration Pty Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Altitude Rewards Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
Aotearoa Financial Services Limited	New Zealand	St.George Custodial Pty Limited	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	St.George Equity Finance Limited	Australia
Ascalon Capital Managers Limited	Australia	St.George Finance Holdings Limited	Australia
Ascalon Funds Seed Pool Trust	Australia	St.George Finance Limited	Australia
Asgard Capital Management Limited	Australia	St.George Life Limited	Australia
Asgard Wealth Solutions Limited	Australia	St.George Motor Finance Limited	Australia
Belliston Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	Sydney Capital Corp Inc.	USA
BT (Queensland) Pty Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Australia Pty Limited	Australia	Value Nominees Pty Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	W2 Investments Pty Limited	Australia
BT Financial Group Pty Limited	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	Waratah Securities Australia Limited	Australia
BT Funds Management Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
BT Funds Management No.2 Limited	Australia	Westpac Administration Pty Limited	Australia
BT Long Term Income Fund	Australia	Westpac Administration 2 Limited	Australia
BT Portfolio Services Limited	Australia	Westpac Administration 3 Pty Limited	Australia
BT Private Nominees Pty Limited	Australia	Westpac Administration 4 Limited	Australia
BT Securities Limited	Australia	Westpac Altitude Rewards Trust	Australia
BT Short Term Income Fund	Australia	Westpac Americas Inc.	USA
Capital Corporate Finance Limited	Australia	Westpac Asian Lending Pty Limited	Australia Papua New Guinea
Capital Finance (NZ) Limited	Australia	Westpac Bank-PNG-Limited	
Capital Finance Australia Limited	Australia	Westpac Capital Holdings Inc.	USA
Capital Finance New Zealand Limited	Australia	Westpac Capital Markets Holding Corp.	USA
Capital Fleetlease Limited	Australia	Westpac Capital Markets LLC	USA
Capital Motor Finance Limited	Australia	Westpac Capital-NZ-Limited	New Zealand
Capital Rent Group Limited	New Zealand	Westpac Cash PIE Fund	Australia
CBA Limited	Australia	Westpac Cook Cove Trust I	Australia
Challenge Limited	Australia	Westpac Cook Cove Trust II	Australia
Core Infrastructure Income Feeder 1 LP 2016	Partnership(Scotland)	Westpac Covered Bond Trust	Australia
Core Infrastructure Income Feeder 2 LP 2016	Partnership(Scotland)	Westpac Custodian Nominees Pty Limited	Australia
Core Infrastructure Income Master LP 2016	Partnership(England)	Westpac Databank Pty Limited	Australia

Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Delta LLC	USA
Crusade ABS Series 2015 - 1 Trust	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade ABS Series 2016 - 1 Trust	Australia	Westpac Equipment Finance Limited	Australia
Crusade ABS Series 2017 - 1 Trust	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade CP No.1 Pty Limited	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Euro Trust 1E of 2007	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 1 of 2007	Australia	Westpac Europe Limited	UK
Crusade 2P Trust of 2008	Australia	Westpac Finance (HK) Limited	Hong Kong
Danaby Pty Limited	Australia	Westpac Financial Consultants Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac Financial Holdings Pty Limited	Australia
Europe Infrastructure Debt LP	UK	Westpac Financial Services Group Limited	Australia
General Credits Pty Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Hastings Advisers LLC	USA	Westpac Financial Services Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Funds Financing Holdco Pty Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Hastings Funds Management (UK) Limited	Singapore	Westpac General Insurance Limited	Australia
Hastings Funds Management (USA) Inc.	UK	Westpac General Insurance Services Limited	Australia
Hastings Funds Management Asia Pty. Limited	USA	Westpac Global Capital Markets Pty Limited	Australia
Hastings Funds Management Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Infrastructure 1 Limited	UK	Westpac Holdings-NZ-Limited	New Zealand
Hastings Infrastructure 2 Limited	UK	Westpac Investment Capital Corporation	USA
Hastings Investment Capital LP	USA	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Investment Management Pty Ltd	UK	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Investments GP LLC	Australia	Westpac Investment Vehicle Pty Limited	Australia
Hastings Korea Company Limited	Korea	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Management Pty Limited	Australia	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac Life Insurance Services Limited	Australia
Hitton Pty Limited	Australia	Westpac Life-NZ-Limited	New Zealand
Infrastructure GP LLP	UK	Westpac New Zealand Group Limited	New Zealand
Infrastructure GP 2 LLP	UK	Westpac New Zealand Limited	New Zealand
Infrastructure Research and Advisory Services Private Limited	India	Westpac New Zealand Staff Superannuation Scheme Trustee Limited	New Zealand
Magnitude Group Pty Limited	Australia	Westpac Nominees-NZ-Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac Notice Saver PIE Fund	Australia
Net Nominees Limited	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Number 120 Limited	New Zealand	Westpac NZ Covered Bond Limited	New Zealand
Oniston Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
Partnership Pacific Pty Limited	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
Partnership Pacific Securities Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
Pashley Investments Pty Limited	Australia	Westpac NZ Securitisation No. 2 Limited	New Zealand
Planwise AU Pty Limited	Australia	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Qvalent Pty Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
RAMS Financial Group Pty Limited	Australia	Westpac Properties Limited	Australia
Reinventure Fund ILP	Australia	Westpac RE Limited	Australia
Reinventure Fund II ILP	Australia	Westpac Securities Administration Limited	Australia

RMS Warehouse Trust 2007-1	Australia	Westpac Securities Limited	Australia
Sallmoor Pty Limited	Australia	Westpac Securities NZ Limited	New Zealand
Securitor Financial Group Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Series 2009-1 WST Trust	Australia	Westpac Securitisation Management Pty Limited	Australia
Series 2011-1 WST Trust	Australia	Westpac Singapore Limited	Singapore
Series 2011-2 WST Trust	Australia	Westpac Structured Products Limited	Australia
Seed Pool Trust No. 2	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Series 2008-1M WST Trust	Australia	Westpac Syndications Management Pty Limited	Australia
Series 2011-3 WST Trust	Australia	Westpac Term PIE Fund	New Zealand
Series 2012-1 WST Trust	Australia	Westpac TPS Trust	Australia
Series 2013-1 WST Trust	Australia	Westpac Unit Trust	Australia
		Westpac USA Inc.	USA