

## Form 605

Corporations Act 2001  
Section 671B

### Notice of ceasing to be a substantial holder

To Company Name/Scheme MCP MASTER INCOME TRUST (MXT)

ACN/ARSN ACN 620 465 090

#### 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 ceased to be a substantial holder on 6/12/2018

The previous notice was given to the company on 5/12/2018

The previous notice was dated 3/12/2018

#### 2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
6/12/2018	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'

#### 3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to the voting interests of the company or scheme are as follows:

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

#### 4. Addresses

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

Name	Address
Westpac Banking Corporation (WBC)	Level 18, Westpac Place, 275 Kent St, Sydney NSW 2000
Asgard Capital Management Limited	Level 18, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac RE Limited	Level 18, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management Limited	Level 18, Westpac Place, 275 Kent Street, Sydney NSW 2000
MCP MASTER INCOME TRUST (MXT)	The Company Secretary MCP MASTER INCOME TRUST Level 18, 123 Pitt Street Sydney NSW 2000

#### Signature

Print name Tim Hartin Capacity Company Secretary

Sign here \_\_\_\_\_ Date 10/12/2018

## **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 4 of the form.
- (2) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of “associate” in section 9 of the Corporations Act 2001.
- (4) 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 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.

- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

## ANNEXURE A

This is annexure 'A' referred to in Form 605, Notice of ceasing to be a substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin– Company Secretary, Westpac Banking Corporation 10/12/2018

Sales & Purchases for the period : 4/12/2018 to 6/12/2018

SECURITY: MXT

### Asgard Capital Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
6/12/2018	Asgard Capital Management Limited	Sale	-50,000	-103,500.00	UNIT	50,000
	<b>Total</b>		<b>-50,000</b>	<b>-103,500.00</b>		
	<b>Asgard Capital Management Limited Total :</b>		<b>-50,000</b>	<b>-103,500.00</b>		

### BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/12/2018	BT Portfolio Services Limited	Purchase	12,000	24,996.00	UNIT	12,000
6/12/2018	BT Portfolio Services Limited	Purchase	4,788	10,043.31	UNIT	4,788
	<b>Total</b>		<b>16,788</b>	<b>35,039.31</b>		
	<b>BT Funds Management Limited Total :</b>		<b>16,788</b>	<b>35,039.31</b>		

### Westpac RE Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
4/12/2018	HSBC Custody Nominees (Australia) Limited.	Purchase	9,604	20,072.36	UNIT	9,604
6/12/2018	HSBC Custody Nominees (Australia) Limited.	Purchase	2,386	4,962.88	UNIT	2,386
	<b>Total</b>		<b>11,990</b>	<b>25,035.24</b>		
	<b>Westpac RE Limited Total :</b>		<b>11,990</b>	<b>25,035.24</b>		

## ANNEXURE B

This is annexure 'B ' (being 3 pages) referred to in Form 605, Notice of ceasing to be a substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin– Company Secretary Westpac Banking Corporation – 10/12/2018

Westpac Banking Corporation	Australia	St.George Business Finance Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	St.George Commercial Credit Corporation Limited	Australia
1925 (Industrial) Pty Limited	Australia	St.George Custodial Pty Limited	Australia
1925 Advances Pty Limited	Australia	St.George Equity Finance Limited	Australia
Advance Asset Management Limited	Australia	St.George Finance Holdings Limited	Australia
Altitude Administration Pty Limited	Australia	St.George Finance Limited	Australia
Altitude Rewards Pty Limited	Australia	St.George Life Limited	Australia
Aotearoa Financial Services Limited	New Zealand	St.George Motor Finance Limited	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	St.George Security Holdings Pty Limited	Australia
Ascalon Capital Managers Limited	Australia	Sydney Capital Corporation Inc.	USA
Ascalon Funds Seed Pool Trust	Australia	The Home Mortgage Company Limited	New Zealand
Asgard Capital Management Limited	Australia	Value Nominees Pty Limited	Australia
Asgard Wealth Solutions Limited	Australia	W2 Investments Pty Limited	Australia
Belliston Pty Limited	Australia	Waratah Receivables Corporation Pty Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	Waratah Securities Australia Limited	Australia
BT (Queensland) Pty Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
BT Australia Pty Limited	Australia	Westpac Administration 2 Pty Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	Westpac Administration 3 Pty Limited	Australia
BT Financial Group Pty Limited	Australia	Westpac Administration 4 Pty Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	Westpac Administration Pty Limited	Australia
BT Funds Management Limited	Australia	Westpac Altitude Rewards Trust	Australia
BT Funds Management No.2 Limited	Australia	Westpac Americas Inc.	USA
BT Portfolio Services Limited	Australia	Westpac Asian Lending Pty Limited	Australia
BT Private Nominees Pty Limited	Australia	Westpac Bank-PNG-Limited	Papua New Guinea
BT Securities Limited	Australia	Westpac Capital Markets Holding Corp.	USA
Capital Corporate Finance Limited	Australia	Westpac Capital Markets LLC	USA
Capital Finance (NZ) Limited	Australia	Westpac Capital-NZ-Limited	New Zealand
Capital Finance Australia Limited	Australia	Westpac Cash PIE Fund	New Zealand
Capital Finance New Zealand Limited	New Zealand	Westpac Covered Bond Trust	Australia
Capital Fleetlease Limited	Australia	Westpac Custodian Nominees Pty Limited	Australia
Capital Motor Finance Limited	Australia	Westpac Databank Pty Limited	Australia
Capital Rent Group Limited	Australia	Westpac Debt Securities Pty Limited	Australia
CBA Limited	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Challenge Limited	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade ABS Series 2015-1 Trust	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade ABS Series 2016-1 Trust	Australia	Westpac Europe Limited	UK
Crusade ABS Series 2017-1 Trust	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade ABS Series 2017-1P Trust	Australia	Westpac Financial Consultants Limited	Australia
Crusade ABS Series 2018-1P Trust	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Management Limited	Australia	Westpac Financial Services Group Limited	Australia
Crusade Trust No.2P of 2008	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Danaby Pty Limited	Australia	Westpac Financial Services Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac General Insurance Limited	Australia
General Credits Pty Limited	Australia	Westpac General Insurance Services Limited	Australia

Hastings Funds Management Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia
Hastings Investment Management Pty Ltd	Australia	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand
Infrastructure Research and Advisory Services Private Limited	India	Westpac Investment Capital Corporation	USA
Magnitude Group Pty Limited	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
Mortgage Management Pty Limited	Australia	Westpac Investment Vehicle No.3 Pty Limited	Australia
Net Nominees Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
Number 120 Limited	New Zealand	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Oniston Pty Limited	Australia	Westpac Lenders Mortgage Insurance Limited	Australia
Partnership Pacific Pty Limited	Australia	Westpac Life Insurance Services Limited	Australia
Partnership Pacific Securities Pty Limited	Australia	Westpac Life-NZ-Limited	New Zealand
Pashley Investments Pty Limited	Australia	Westpac New Zealand Group Limited	New Zealand
Pendal Short Term Income Fund	Australia	Westpac New Zealand Limited	New Zealand
Pendal Long Term Income Fund	Australia	Westpac New Zealand Staff Superannuation Scheme Trustee Limited	New Zealand
Planwise AU Pty Ltd	Australia	Westpac Nominees-NZ-Limited	New Zealand
Qvalent Pty Limited	Australia	Westpac Notice Saver PIE Fund	New Zealand
RAMS Financial Group Pty Limited	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Reinventure Fund, I.L.P.	Australia	Westpac NZ Covered Bond Limited	New Zealand
Reinventure Fund II I.L.P	Australia	Westpac NZ Operations Limited	New Zealand
Reinventure Fund III I.L.P	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
Reinventure Special Purpose Investment Unit Trust	Australia	Westpac NZ Securitisation Limited	New Zealand
RMS Warehouse Trust 2007-1	Australia	Westpac NZ Securitisation No.2 Limited	New Zealand
Sallmoor Pty Limited	Australia	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Securitor Financial Group Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Seed Pool Trust No. 2	Australia	Westpac Properties Limited	Australia
Series 2008-1M WST Trust	Australia	Westpac RE Limited	Australia
Series 2009-1 WST Trust	Australia	Westpac Securities Administration Limited	Australia
Series 2011-1 WST Trust	Australia	Westpac Securities Limited	Australia
Series 2011-2 WST Trust	Australia	Westpac Securities NZ Limited	New Zealand
Series 2011-3 WST Trust	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Series 2012-1 WST Trust	Australia	Westpac Securitisation Management Pty Limited	Australia
Series 2013-1 WST Trust	Australia	Westpac Singapore Limited	Singapore
Series 2013-2 WST Trust	Australia	Westpac Structured Products Limited	Australia
Series 2014-1 WST Trust	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Series 2014-2 WST Trust	Australia	Westpac Syndications Management Pty Limited	Australia
Series 2015-1 WST Trust	Australia	Westpac Term PIE Fund	New Zealand
SIE-LEASE (Australia) Limited	Australia	Westpac TPS Trust	Australia
SIE-LEASE (New Zealand) Pty Limited	New Zealand	Westpac Unit Trust	Australia
Sixty Martin Place (Holdings) Pty Limited	Australia	Westpac USA Inc.	USA