

18 February 2020

Westpac Banking Corporation
Level 18, 275 Kent Street
SYDNEY NSW 2000
Telephone: +61 (0)2 9155 7713
www.westpac.com.au

Market Announcements Office
ASX Limited
20 Bridge Street
Sydney NSW 2000

Dear Sir / Madam,

**CORRECTION OF FORM 603 NOTICE AND LODGEMENT OF FORM 604 NOTICE IN
PENGANA PRIVATE EQUITY TRUST (PE1)**

As a result of the review of historical data, Westpac Banking Corporation (WBC) has become aware that:

1. Revised Initial Substantial Holder Notice

Its notice dated 1 May 2019 notifying that it had become a substantial holder in Pengana Private Equity Trust (PE1) overstated the relevant interests of WBC and its related entities in PE1. A revised substantial holder notice for WBC is enclosed, which corrects the percentage unitholding disclosed in the previous Form 603, the class of securities, and the date on which WBC became a substantial holder in PE1.

2. Change in Substantial Holding Notice

There was a need to file a Form 604 for PE1 on 17 October 2019. A Form 604 which states the correct position as at this date is enclosed.

Yours sincerely,



Timothy Hartin
Group Company Secretary
Westpac Banking Corporation

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme PENGANA PRIVATE EQUITY TRUST (PE1)

ACN/ARSN ARSN 630 923 643

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 24/04/2019

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 Units	13,679,200	13,679,200	
Total	13,679,200	13,679,200	8.34%

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
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.	12,581,600	Ordinary units
Westpac RE 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.	1,097,600	Ordinary units

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
Westpac RE Limited	HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	1,097,600 Ordinary units
BT Funds Management Limited	BT Portfolio Services Limited	See Annexure 'A'	12,581,600 Ordinary units

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'

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

7. 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
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
PENGANA PRIVATE EQUITY TRUST (PE1)	The Company Secretary PENGANA PRIVATE EQUITY TRUST (PE1) Level 12, 167 Macquarie Street Sydney NSW 2000

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here _____ Date 18/02/2020

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 18/02/2020

Sales & Purchases for the period : 24/12/2018 to 24/04/2019

SECURITY: PE1

BT Funds Management Limited

Date	Registered Company	Quantity	Consideration	Class of Securities
22/04/2019	BT Portfolio Services Limited	-40,000	-50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,200	10,250.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	14,400	18,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	32,000	40,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	10,800	13,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	6,400	8,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,800	11,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	17,600	22,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	24,000	30,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	20,000	25,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	24,000	30,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	10,400	13,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	17,600	22,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,800	16,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	9,600	12,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	6,400	8,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	7,600	9,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,800	21,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	14,400	18,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	9,600	12,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	23,200	29,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	40,000	50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	9,600	12,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	6,800	8,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	20,000	25,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	17,600	22,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary

23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,000	20,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	9,600	12,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	5,600	7,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	6,800	8,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	22,800	28,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,000	20,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	24,000	30,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	46,400	58,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,800	21,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	9,600	12,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	9,600	12,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	20,000	25,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	9,600	12,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	60,000	75,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	9,600	12,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	6,400	8,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	13,200	16,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	28,000	35,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	9,600	12,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	14,400	18,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	30,400	38,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	6,800	8,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	10,000	12,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,800	21,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	36,000	45,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	4,000	5,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	32,000	40,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	20,800	26,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	13,600	17,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	20,000	25,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	11,200	14,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	17,600	22,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	11,200	14,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,400	15,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	19,200	24,000.00	Ordinary

23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	20,000	25,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	40,000	50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	30,400	38,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	24,000	30,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,000	20,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	20,000	25,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	40,000	50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	40,000	50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	36,000	45,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	40,000	50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	61,200	76,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	14,400	18,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	14,400	18,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	32,000	40,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	20,000	25,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	104,000	130,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	24,000	30,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	49,600	62,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,000	20,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	9,600	12,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,000	20,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	7,600	9,500.00	Ordinary
23/04/2019	BT Portfolio Services Limited	32,800	41,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	40,000	50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	35,000	43,750.00	Ordinary
23/04/2019	BT Portfolio Services Limited	30,600	38,250.00	Ordinary
23/04/2019	BT Portfolio Services Limited	20,000	25,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	60,000	75,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	7,200	9,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	24,000	30,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	25,600	32,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	19,200	24,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	24,000	30,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	40,000	50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	28,800	36,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	64,000	80,000.00	Ordinary

23/04/2019	BT Portfolio Services Limited	40,000	50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,000	20,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	43,200	54,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	36,000	45,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	24,000	30,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	109,600	137,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,000	20,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,000	20,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	28,000	35,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	40,000	50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	8,000	10,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	16,000	20,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	12,000	15,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	40,000	50,000.00	Ordinary
23/04/2019	BT Portfolio Services Limited	24,000	30,000.00	Ordinary
Total		12,581,600	15,727,000.00	
BT Funds Management Limited Total :		12,581,600	15,727,000.00	

Westpac RE Limited

Date	Registered Company	Quantity	Consideration	Class of Securities
23/04/2019	HSBC Custody Nominees (Australia) Limited.	48,000	60,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	24,000	30,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	9,600	12,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	80,000	100,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	16,000	20,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	80,000	100,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	24,000	30,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	68,000	85,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	52,000	65,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	72,000	90,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	20,000	25,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	20,000	25,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	44,000	55,000.00	Ordinary

23/04/2019	HSBC Custody Nominees (Australia) Limited.	8,000	10,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	8,000	10,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	24,000	30,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	20,000	25,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	60,000	75,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	16,000	20,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	36,000	45,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	8,000	10,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	40,000	50,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	12,000	15,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	20,000	25,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	16,000	20,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	20,000	25,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	24,000	30,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	8,000	10,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	12,000	15,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	32,000	40,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	40,000	50,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	32,000	40,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	16,000	20,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	24,000	30,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	32,000	40,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	16,000	20,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	4,000	5,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	4,000	5,000.00	Ordinary
23/04/2019	HSBC Custody Nominees (Australia) Limited.	8,000	10,000.00	Ordinary
Total		1,097,600	1,372,000.00	
Westpac RE Limited Total :		1,097,600	1,372,000.00	

ANNEXURE B

This is the annexure 'B' (being 2 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 – 18/02/2020

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

Hastings Investment Management Pty Ltd	Australia	Westpac Global Capital Markets Pty Limited	Australia
Hastings Management Pty Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
Magnitude Group Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac Investment Capital Corporation	USA
Net Nominees Limited	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
Number 120 Limited	New Zealand	Westpac Investment Vehicle No.3 Pty Limited	Australia
Oniston Pty Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
Partnership Pacific Pty Limited	Australia	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Partnership Pacific Securities Pty Limited	Australia	Westpac Lenders Mortgage Insurance Limited	Australia
Pashley Investments Pty Limited	Australia	Westpac Life Insurance Services Limited	Australia
Pendal Short Term Income Fund	Australia	Westpac Life-NZ-Limited	New Zealand
Pendal Long Term Income Fund	Australia	Westpac New Zealand Group Limited	New Zealand
Planwise AU Pty Ltd	Australia	Westpac New Zealand Limited	New Zealand
Qvalent Pty Limited	Australia	Westpac New Zealand Staff Superannuation Scheme Trustee Limited	New Zealand
RAMS Financial Group Pty Limited	Australia	Westpac Nominees-NZ-Limited	New Zealand
Reinventure Special Purpose Investment Unit Trust	Australia	Westpac Notice Saver PIE Fund	New Zealand
Reinventure Fund, I.L.P.	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Reinventure Fund II I.L.P	Australia	Westpac NZ Covered Bond Limited	New Zealand
Reinventure Fund III I.L.P	Australia	Westpac NZ Operations Limited	New Zealand
RMS Warehouse Trust 2007-1	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
Sallmoor Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
Securitor Financial Group Limited	Australia	Westpac NZ Securitisation No.2 Limited	New Zealand
Seed Pool Trust No. 2	Australia	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Series 2008-1M WST Trust	Australia	Westpac Overseas Holdings Pty Limited	Australia
Series 2009-1 WST Trust	Australia	Westpac Properties Limited	Australia
Series 2011-1 WST Trust	Australia	Westpac RE Limited	Australia
Series 2011-2 WST Trust	Australia	Westpac Securities Administration Limited	Australia
Series 2011-3 WST Trust	Australia	Westpac Securities Limited	Australia
Series 2012-1 WST Trust	Australia	Westpac Securities NZ Limited	New Zealand
Series 2013-1 WST Trust	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Series 2013-2 WST Trust	Australia	Westpac Securitisation Management Pty Limited	Australia
Series 2014-1 WST Trust	Australia	Westpac Singapore Limited	Singapore
Series 2014-2 WST Trust	Australia	Westpac Structured Products Limited	Australia
Series 2015-1 WST Trust	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Series 2019-1 WST Trust	Australia	Westpac Syndications Management Pty Limited	Australia
SIE-LEASE (Australia) Limited	Australia	Westpac Term PIE Fund	New Zealand
SIE-LEASE (New Zealand) Pty Limited	New Zealand	Westpac TPS Trust	Australia
Sixty Martin Place (Holdings) Pty Limited	Australia	Westpac Unit Trust	Australia
St.George Business Finance Pty Limited	Australia	Westpac USA Inc.	USA

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme PENGANA PRIVATE EQUITY TRUST

ACN/ARSN ARSN 630 923 643

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 17/10/2019

The previous notice was given to the company on 18/02/2020

The previous notice was dated 24/04/2019

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 Units	13,679,200	8.34%	15,334,018	9.35%

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
17/10/2019	WBC & its Associates Westpac Financial Services Group Limited (WFSG), 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
BT Funds Management Limited	BT Portfolio Services 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.	13,515,167 Ordinary units	13,515,167
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.	1,818,851 Ordinary units	1,818,851

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 18, Westpac Place, 275 Kent St, 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
PENGANA PRIVATE EQUITY TRUST	The Company Secretary PENGANA PRIVATE EQUITY TRUST (PE1) Level 12, 167 Macquarie Street Sydney NSW 2000

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here _____ Date 18/02/2020

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 18/02/2020

TRANSACTION HISTORY

Sales & Purchases for the period : 25/04/2019 to

17/10/2019

SECURITY: PE1

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/05/2019	BT Portfolio Services Limited	Sale	-36,000	-43,682.40	Ordinary	36,000
6/05/2019	BT Portfolio Services Limited	Purchase	4,000	5,036.40	Ordinary	4,000
6/05/2019	BT Portfolio Services Limited	Purchase	3,968	4,996.51	Ordinary	3,968
6/05/2019	BT Portfolio Services Limited	Purchase	15,968	19,996.73	Ordinary	15,968
6/05/2019	BT Portfolio Services Limited	Purchase	3,968	4,996.51	Ordinary	3,968
6/05/2019	BT Portfolio Services Limited	Purchase	48,000	60,000.00	Ordinary	48,000
6/05/2019	BT Portfolio Services Limited	Sale	-48,000	-60,000.00	Ordinary	48,000
7/05/2019	BT Portfolio Services Limited	Purchase	19,245	24,092.82	Ordinary	19,245
7/05/2019	BT Portfolio Services Limited	Purchase	19,085	23,892.51	Ordinary	19,085
9/05/2019	BT Portfolio Services Limited	Purchase	9,000	11,286.00	Ordinary	9,000
9/05/2019	BT Portfolio Services Limited	Purchase	7,968	9,996.65	Ordinary	7,968
10/05/2019	BT Portfolio Services Limited	Purchase	3,968	4,996.51	Ordinary	3,968
10/05/2019	BT Portfolio Services Limited	Purchase	20,293	25,195.79	Ordinary	20,293
10/05/2019	BT Portfolio Services Limited	Purchase	3,194	4,028.91	Ordinary	3,194
10/05/2019	BT Portfolio Services Limited	Purchase	8,033	10,077.40	Ordinary	8,033
13/05/2019	BT Portfolio Services Limited	Purchase	7,651	9,599.71	Ordinary	7,651
15/05/2019	BT Portfolio Services Limited	Purchase	7,968	9,996.65	Ordinary	7,968
16/05/2019	BT Portfolio Services Limited	Purchase	68,606	85,784.94	Ordinary	68,606
20/05/2019	BT Portfolio Services Limited	Sale	-7,200	-8,964.00	Ordinary	7,200
20/05/2019	BT Portfolio Services Limited	Sale	-32,032	-39,617.18	Ordinary	32,032
21/05/2019	BT Portfolio Services Limited	Purchase	11,950	14,973.35	Ordinary	11,950
24/05/2019	BT Portfolio Services Limited	Purchase	11,500	14,296.80	Ordinary	11,500
27/05/2019	BT Portfolio Services Limited	Purchase	4,807	5,997.21	Ordinary	4,807
27/05/2019	BT Portfolio Services Limited	Sale	-4,031	-4,942.01	Ordinary	4,031
29/05/2019	BT Portfolio Services Limited	Purchase	12,418	15,496.42	Ordinary	12,418
30/05/2019	BT Portfolio Services Limited	Purchase	3,984	4,996.33	Ordinary	3,984
30/05/2019	BT Portfolio Services Limited	Purchase	29,013	36,158.90	Ordinary	29,013
3/06/2019	BT Portfolio Services Limited	Purchase	47,950	59,990.25	Ordinary	47,950
3/06/2019	BT Portfolio Services Limited	Purchase	31,968	39,355.80	Ordinary	31,968
3/06/2019	BT Portfolio Services Limited	Purchase	64,325	80,161.82	Ordinary	64,325
6/06/2019	BT Portfolio Services Limited	Purchase	23,778	30,022.10	Ordinary	23,778
12/06/2019	BT Portfolio Services Limited	Purchase	8,001	10,317.29	Ordinary	8,001
12/06/2019	BT Portfolio Services Limited	Purchase	72,000	92,520.00	Ordinary	72,000
12/06/2019	BT Portfolio Services Limited	Sale	-12,418	-15,486.49	Ordinary	12,418
12/06/2019	BT Portfolio Services Limited	Sale	-72,000	-92,520.00	Ordinary	72,000
13/06/2019	BT Portfolio Services Limited	Purchase	24,000	30,840.00	Ordinary	24,000
13/06/2019	BT Portfolio Services Limited	Sale	-24,000	-30,840.00	Ordinary	24,000

14/06/2019	BT Portfolio Services Limited	Purchase	5,875	7,556.43	Ordinary	5,875
19/06/2019	BT Portfolio Services Limited	Purchase	2,703	3,496.06	Ordinary	2,703
20/06/2019	BT Portfolio Services Limited	Purchase	15,594	19,996.19	Ordinary	15,594
21/06/2019	BT Portfolio Services Limited	Purchase	4,693	6,016.43	Ordinary	4,693
25/06/2019	BT Portfolio Services Limited	Purchase	7,751	9,957.71	Ordinary	7,751
25/06/2019	BT Portfolio Services Limited	Purchase	39,023	49,996.27	Ordinary	39,023
27/06/2019	BT Portfolio Services Limited	Purchase	17,090	21,911.09	Ordinary	17,090
27/06/2019	BT Portfolio Services Limited	Purchase	14,032	18,053.57	Ordinary	14,032
1/07/2019	BT Portfolio Services Limited	Purchase	7,968	10,604.61	Ordinary	7,968
1/07/2019	BT Portfolio Services Limited	Purchase	7,140	9,421.94	Ordinary	7,140
3/07/2019	BT Portfolio Services Limited	Purchase	2,500	3,411.25	Ordinary	2,500
8/07/2019	BT Portfolio Services Limited	Purchase	3,481	5,014.03	Ordinary	3,481
8/07/2019	BT Portfolio Services Limited	Purchase	3,730	5,108.98	Ordinary	3,730
8/07/2019	BT Portfolio Services Limited	Purchase	3,647	4,996.39	Ordinary	3,647
8/07/2019	BT Portfolio Services Limited	Purchase	1,850	2,552.26	Ordinary	1,850
8/07/2019	BT Portfolio Services Limited	Purchase	3,730	5,108.98	Ordinary	3,730
8/07/2019	BT Portfolio Services Limited	Purchase	3,647	4,996.39	Ordinary	3,647
8/07/2019	BT Portfolio Services Limited	Purchase	5,985	8,176.11	Ordinary	5,985
11/07/2019	BT Portfolio Services Limited	Purchase	4,481	5,996.03	Ordinary	4,481
11/07/2019	BT Portfolio Services Limited	Purchase	11,248	14,995.83	Ordinary	11,248
11/07/2019	BT Portfolio Services Limited	Sale	-3,600	-4,751.64	Ordinary	3,600
15/07/2019	BT Portfolio Services Limited	Purchase	14,360	19,996.30	Ordinary	14,360
18/07/2019	BT Portfolio Services Limited	Purchase	1,809	2,532.78	Ordinary	1,809
18/07/2019	BT Portfolio Services Limited	Purchase	5,768	7,996.18	Ordinary	5,768
18/07/2019	BT Portfolio Services Limited	Sale	-12,000	-16,317.60	Ordinary	12,000
19/07/2019	BT Portfolio Services Limited	Purchase	45,000	61,200.00	Ordinary	45,000
19/07/2019	BT Portfolio Services Limited	Sale	-45,000	-61,200.00	Ordinary	45,000
22/07/2019	BT Portfolio Services Limited	Purchase	50	103.34	Ordinary	50
22/07/2019	BT Portfolio Services Limited	Sale	-20,000	-27,164.00	Ordinary	20,000
23/07/2019	BT Portfolio Services Limited	Purchase	2,000	2,816.40	Ordinary	2,000
23/07/2019	BT Portfolio Services Limited	Purchase	7,270	9,996.25	Ordinary	7,270
24/07/2019	BT Portfolio Services Limited	Purchase	7,383	9,893.22	Ordinary	7,383
24/07/2019	BT Portfolio Services Limited	Purchase	7,433	9,996.64	Ordinary	7,433
24/07/2019	BT Portfolio Services Limited	Purchase	7,000	9,416.40	Ordinary	7,000
24/07/2019	BT Portfolio Services Limited	Purchase	11,911	16,474.10	Ordinary	11,911
24/07/2019	BT Portfolio Services Limited	Purchase	5,194	6,996.32	Ordinary	5,194
24/07/2019	BT Portfolio Services Limited	Purchase	16,000	21,876.80	Ordinary	16,000
25/07/2019	BT Portfolio Services Limited	Purchase	13,845	19,003.65	Ordinary	13,845
25/07/2019	BT Portfolio Services Limited	Sale	-10,000	-13,604.00	Ordinary	10,000
26/07/2019	BT Portfolio Services Limited	Purchase	2,293	3,246.43	Ordinary	2,293
26/07/2019	BT Portfolio Services Limited	Purchase	10,000	13,960.00	Ordinary	10,000
29/07/2019	BT Portfolio Services Limited	Purchase	3,581	4,995.85	Ordinary	3,581
29/07/2019	BT Portfolio Services Limited	Purchase	20,300	28,050.54	Ordinary	20,300
30/07/2019	BT Portfolio Services Limited	Purchase	5,025	6,995.81	Ordinary	5,025
30/07/2019	BT Portfolio Services Limited	Purchase	1,410	1,945.80	Ordinary	1,410
31/07/2019	BT Portfolio Services Limited	Purchase	2,849	3,996.58	Ordinary	2,849
31/07/2019	BT Portfolio Services Limited	Purchase	4,286	5,993.97	Ordinary	4,286
31/07/2019	BT Portfolio Services Limited	Purchase	7,218	9,981.05	Ordinary	7,218
1/08/2019	BT Portfolio Services Limited	Purchase	3,569	4,979.47	Ordinary	3,569
2/08/2019	BT Portfolio Services Limited	Purchase	1,776	2,496.17	Ordinary	1,776
5/08/2019	BT Portfolio Services Limited	Purchase	989	1,396.17	Ordinary	989
5/08/2019	BT Portfolio Services Limited	Purchase	2,880	3,996.29	Ordinary	2,880
5/08/2019	BT Portfolio Services Limited	Purchase	36,000	49,860.00	Ordinary	36,000
5/08/2019	BT Portfolio Services Limited	Sale	-36,000	-49,860.00	Ordinary	36,000

6/08/2019	BT Portfolio Services Limited	Purchase	4,300	5,626.55	Ordinary	4,300
6/08/2019	BT Portfolio Services Limited	Purchase	3,046	3,996.05	Ordinary	3,046
6/08/2019	BT Portfolio Services Limited	Purchase	20,000	26,700.00	Ordinary	20,000
6/08/2019	BT Portfolio Services Limited	Sale	-20,000	-26,700.00	Ordinary	20,000
12/08/2019	BT Portfolio Services Limited	Purchase	3,000	4,060.80	Ordinary	3,000
12/08/2019	BT Portfolio Services Limited	Purchase	7,433	10,102.19	Ordinary	7,433
13/08/2019	BT Portfolio Services Limited	Purchase	35,920	50,147.91	Ordinary	35,920
14/08/2019	BT Portfolio Services Limited	Purchase	4,567	6,407.50	Ordinary	4,567
14/08/2019	BT Portfolio Services Limited	Purchase	5,706	7,996.39	Ordinary	5,706
15/08/2019	BT Portfolio Services Limited	Purchase	4,373	5,896.12	Ordinary	4,373
16/08/2019	BT Portfolio Services Limited	Purchase	35,935	50,319.78	Ordinary	35,935
19/08/2019	BT Portfolio Services Limited	Purchase	18,489	24,997.13	Ordinary	18,489
19/08/2019	BT Portfolio Services Limited	Purchase	14,896	20,102.15	Ordinary	14,896
20/08/2019	BT Portfolio Services Limited	Purchase	6,031	8,178.04	Ordinary	6,031
21/08/2019	BT Portfolio Services Limited	Purchase	2,193	2,985.99	Ordinary	2,193
21/08/2019	BT Portfolio Services Limited	Purchase	5,897	7,997.51	Ordinary	5,897
21/08/2019	BT Portfolio Services Limited	Purchase	3,688	4,996.87	Ordinary	3,688
21/08/2019	BT Portfolio Services Limited	Sale	-8,000	-10,764.00	Ordinary	8,000
23/08/2019	BT Portfolio Services Limited	Sale	-20,000	-26,800.00	Ordinary	20,000
26/08/2019	BT Portfolio Services Limited	Purchase	3,716	5,174.16	Ordinary	3,716
27/08/2019	BT Portfolio Services Limited	Sale	-24,000	-32,644.80	Ordinary	24,000
28/08/2019	BT Portfolio Services Limited	Purchase	5,400	7,542.18	Ordinary	5,400
28/08/2019	BT Portfolio Services Limited	Purchase	5,007	6,996.28	Ordinary	5,007
28/08/2019	BT Portfolio Services Limited	Purchase	5,686	7,939.93	Ordinary	5,686
29/08/2019	BT Portfolio Services Limited	Purchase	8,574	11,996.74	Ordinary	8,574
3/09/2019	BT Portfolio Services Limited	Purchase	701	996.68	Ordinary	701
3/09/2019	BT Portfolio Services Limited	Purchase	16,000	21,920.00	Ordinary	16,000
3/09/2019	BT Portfolio Services Limited	Sale	-16,000	-21,920.00	Ordinary	16,000
4/09/2019	BT Portfolio Services Limited	Purchase	8,588	11,801.63	Ordinary	8,588
4/09/2019	BT Portfolio Services Limited	Purchase	4,168	5,663.06	Ordinary	4,168
9/09/2019	BT Portfolio Services Limited	Purchase	5,982	8,195.34	Ordinary	5,982
9/09/2019	BT Portfolio Services Limited	Purchase	3,702	5,182.06	Ordinary	3,702
10/09/2019	BT Portfolio Services Limited	Purchase	25,706	34,996.15	Ordinary	25,706
10/09/2019	BT Portfolio Services Limited	Purchase	12,632	17,216.15	Ordinary	12,632
11/09/2019	BT Portfolio Services Limited	Purchase	2,000	2,816.40	Ordinary	2,000
11/09/2019	BT Portfolio Services Limited	Purchase	2,045	2,781.20	Ordinary	2,045
11/09/2019	BT Portfolio Services Limited	Purchase	10,617	14,332.95	Ordinary	10,617
11/09/2019	BT Portfolio Services Limited	Purchase	35,935	48,871.60	Ordinary	35,935
11/09/2019	BT Portfolio Services Limited	Sale	-35,935	-48,871.60	Ordinary	35,935
12/09/2019	BT Portfolio Services Limited	Purchase	56,054	78,985.69	Ordinary	56,054
20/09/2019	BT Portfolio Services Limited	Purchase	7,000	10,046.40	Ordinary	7,000
20/09/2019	BT Portfolio Services Limited	Sale	-3,475	-4,940.06	Ordinary	3,475
20/09/2019	BT Portfolio Services Limited	Sale	-2,005	-2,850.91	Ordinary	2,005
23/09/2019	BT Portfolio Services Limited	Sale	-14,363	-20,646.81	Ordinary	14,363
23/09/2019	BT Portfolio Services Limited	Sale	-12,009	-17,292.96	Ordinary	12,009
26/09/2019	BT Portfolio Services Limited	Sale	-16,000	-22,913.60	Ordinary	16,000
26/09/2019	BT Portfolio Services Limited	Sale	-3,109	-4,462.66	Ordinary	3,109
27/09/2019	BT Portfolio Services Limited	Sale	-1,392	-2,002.95	Ordinary	1,392
30/09/2019	BT Portfolio Services Limited	Purchase	5,490	7,996.73	Ordinary	5,490
30/09/2019	BT Portfolio Services Limited	Purchase	16,000	23,440.00	Ordinary	16,000
30/09/2019	BT Portfolio Services Limited	Sale	-16,000	-23,440.00	Ordinary	16,000
9/10/2019	BT Portfolio Services Limited	Purchase	25,000	38,652.50	Ordinary	25,000
9/10/2019	BT Portfolio Services Limited	Purchase	2,000	3,136.40	Ordinary	2,000
9/10/2019	BT Portfolio Services Limited	Sale	-28,000	-42,700.00	Ordinary	28,000

10/10/2019	BT Portfolio Services Limited	Purchase	100,000	154,420.00	Ordinary	100,000
14/10/2019	BT Portfolio Services Limited	Sale	-56,054	-89,125.86	Ordinary	56,054
15/10/2019	BT Portfolio Services Limited	Purchase	8,808	13,996.79	Ordinary	8,808
15/10/2019	BT Portfolio Services Limited	Purchase	4,975	7,996.32	Ordinary	4,975
15/10/2019	BT Portfolio Services Limited	Purchase	6,405	10,188.43	Ordinary	6,405
17/10/2019	BT Portfolio Services Limited	Sale	-14,600	-22,447.50	Ordinary	14,600
17/10/2019	BT Portfolio Services Limited	Purchase	9,907	15,421.24	Ordinary	9,907
17/10/2019	BT Portfolio Services Limited	Purchase	3,242	4,996.57	Ordinary	3,242
Total			933,567	1,241,396.89		
BT Funds Management Limited Total :			933,567	1,241,396.89		

Westpac RE Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
6/05/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	6,014	7,517.50	Ordinary	6,014
20/05/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	8,050	9,982.00	Ordinary	8,050
4/06/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	914	1,124.22	Ordinary	914
4/06/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	2,451	3,039.24	Ordinary	2,451
5/06/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	7,167	9,030.42	Ordinary	7,167
13/06/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	10,169	13,118.01	Ordinary	10,169
1/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	6,418	8,792.66	Ordinary	6,418
1/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	2,633	3,607.21	Ordinary	2,633
1/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	1,133	1,552.21	Ordinary	1,133
1/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	6,726	9,214.62	Ordinary	6,726
1/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	15,219	20,697.84	Ordinary	15,219
2/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	1,800	2,484.00	Ordinary	1,800
5/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	4,544	6,316.16	Ordinary	4,544
5/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	1,954	2,716.06	Ordinary	1,954
16/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	7,232	9,980.16	Ordinary	7,232
22/07/2019	HSBC Custody Nominees (Australia) Limited.	Sale	-806	-1,104.22	Ordinary	806
23/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	12,935	18,109.00	Ordinary	12,935
29/07/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	3,292	4,575.88	Ordinary	3,292
6/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	36,882	47,946.60	Ordinary	36,882
8/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	5,804	8,067.56	Ordinary	5,804
8/08/2019	HSBC Custody Nominees	Purchase		4,713.49	Ordinary	3,391

	(Australia) Limited.		3,391			
13/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	5,715	7,943.85	Ordinary	5,715
14/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	2,513	3,518.20	Ordinary	2,513
15/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	1,718	2,353.66	Ordinary	1,718
20/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	9,222	12,449.70	Ordinary	9,222
20/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	16,377	22,108.95	Ordinary	16,377
20/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	15,155	20,459.25	Ordinary	15,155
21/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	16,303	22,661.17	Ordinary	16,303
22/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	9,084	12,717.60	Ordinary	9,084
27/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	20,000	26,800.00	Ordinary	20,000
29/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	5,967	8,234.46	Ordinary	5,967
30/08/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	4,379	5,955.44	Ordinary	4,379
4/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	16,423	22,827.97	Ordinary	16,423
6/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	23,357	32,933.37	Ordinary	23,357
6/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	11,999	16,918.59	Ordinary	11,999
9/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	11,882	16,515.98	Ordinary	11,882
9/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	23,040	32,025.60	Ordinary	23,040
13/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	21,787	32,244.76	Ordinary	21,787
17/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	20,878	29,437.98	Ordinary	20,878
19/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	6,196	9,108.12	Ordinary	6,196
19/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	7,386	10,857.42	Ordinary	7,386
19/09/2019	HSBC Custody Nominees (Australia) Limited.	Sale	-3,160	-4,613.60	Ordinary	3,160
19/09/2019	HSBC Custody Nominees (Australia) Limited.	Sale	-1,344	-1,962.24	Ordinary	1,344
20/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	7,369	10,611.36	Ordinary	7,369
20/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	8,873	12,777.12	Ordinary	8,873
23/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	10,029	14,943.21	Ordinary	10,029
23/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	13,269	19,770.81	Ordinary	13,269
23/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	11,652	17,361.48	Ordinary	11,652
23/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	4,196	6,252.04	Ordinary	4,196
24/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	43,582	64,065.54	Ordinary	43,582
26/09/2019	HSBC Custody Nominees (Australia) Limited.	Purchase		3,410.56	Ordinary	2,336

	(Australia) Limited.		2,336			
1/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	18,273	29,419.53	Ordinary	18,273
3/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	2,470	3,705.00	Ordinary	2,470
3/10/2019	HSBC Custody Nominees (Australia) Limited.	Sale	-1,284	-1,913.16	Ordinary	1,284
4/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	9,977	15,564.12	Ordinary	9,977
4/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	1,446	2,255.76	Ordinary	1,446
4/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	12,363	19,286.28	Ordinary	12,363
4/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	30,240	47,174.40	Ordinary	30,240
8/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	15,906	25,290.54	Ordinary	15,906
8/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	3,191	4,946.05	Ordinary	3,191
8/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	13,229	20,504.95	Ordinary	13,229
10/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	6,071	9,349.34	Ordinary	6,071
11/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	28,000	42,840.00	Ordinary	28,000
14/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	16,640	24,960.00	Ordinary	16,640
14/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	20,738	32,558.66	Ordinary	20,738
14/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	17,599	27,630.43	Ordinary	17,599
14/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	26,946	42,305.22	Ordinary	26,946
15/10/2019	HSBC Custody Nominees (Australia) Limited.	Sale	-18,000	-28,080.00	Ordinary	18,000
17/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	4,513	6,950.02	Ordinary	4,513
17/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	9,359	14,412.86	Ordinary	9,359
17/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	7,748	11,931.92	Ordinary	7,748
17/10/2019	HSBC Custody Nominees (Australia) Limited.	Purchase	5,721	8,810.34	Ordinary	5,721
Total			721,251	1,042,071.23		
Westpac RE Limited Total :			721,251	1,042,071.23		

ANNEXURE B – ASSOCIATED COMPANIES

This is annexure 'B' (being 2 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 – 18/02/2020

1925 (Commercial) Pty Limited	Australia	St.George Finance Holdings Limited	Australia
1925 (Industrial) Pty Limited	Australia	St.George Finance Limited	Australia
1925 Advances Pty Limited	Australia	St.George Life Limited	Australia
Advance Asset Management Limited	Australia	St.George Motor Finance Limited	Australia
Altitude Administration Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
Altitude Rewards Pty Limited	Australia	Sydney Capital Corporation Inc.	USA
Aotearoa Financial Services Limited	New Zealand	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	PNG
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 2016-1 Trust	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade ABS Series 2017-1 Trust	Australia	Westpac Europe Limited	UK
Crusade ABS Series 2017-1P Trust	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade ABS Series 2018-1P Trust	Australia	Westpac Financial Consultants Limited	Australia
Crusade Trust No.2P of 2008	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Management Pty Limited	Australia	Westpac Financial Services Group Limited	Australia
Danaby Pty Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
eQR Securities Pty. Limited	Australia	Westpac Financial Services Limited	Australia
General Credits Pty Limited	Australia	Westpac General Insurance Limited	Australia
Hastings Funds Management Pty Limited	Australia	Westpac General Insurance Services Limited	Australia
Hastings Investment Management Pty Ltd	Australia	Westpac Global Capital Markets Pty Limited	Australia
Hastings Management Pty Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
Magnitude Group Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand

Mortgage Management Pty Limited	Australia	Westpac Investment Capital Corporation	USA
Net Nominees Limited	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
Number 120 Limited	New Zealand	Westpac Investment Vehicle No.3 Pty Limited	Australia
Oniston Pty Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
Partnership Pacific Pty Limited	Australia	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Partnership Pacific Securities Pty Limited	Australia	Westpac Lenders Mortgage Insurance Limited	Australia
Pashley Investments Pty Limited	Australia	Westpac Life Insurance Services Limited	Australia
Pendal Long Term Income Fund	Australia	Westpac Life-NZ-Limited	New Zealand
Pendal Short Term Income Fund	Australia	Westpac New Zealand Group Limited	New Zealand
Planwise AU Pty Ltd	Australia	Westpac New Zealand Limited	New Zealand
Qvalent Pty Limited	Australia	Westpac New Zealand Staff Superannuation Scheme Trustee Limited	New Zealand
RAMS Financial Group Pty Limited	Australia	Westpac Nominees-NZ-Limited	New Zealand
Reinventure Special Purpose Investment Unit Trust	Australia	Westpac Notice Saver PIE Fund	New Zealand
Reinventure Fund III I.L.P	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Reinventure Fund II I.L.P	Australia	Westpac NZ Covered Bond Limited	New Zealand
Reinventure Fund, I.L.P.	Australia	Westpac NZ Operations Limited	New Zealand
RMS Warehouse Trust 2007-1	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
Sallmoor Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
Securitor Financial Group Limited	Australia	Westpac NZ Securitisation No.2 Limited	New Zealand
Series 2008-1M WST Trust	Australia	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Series 2011-1 WST Trust	Australia	Westpac Overseas Holdings Pty Limited	Australia
Series 2011-2 WST Trust	Australia	Westpac Properties Limited	Australia
Series 2011-3 WST Trust	Australia	Westpac RE Limited	Australia
Series 2012-1 WST Trust	Australia	Westpac Securities Administration Limited	Australia
Series 2013-1 WST Trust	Australia	Westpac Securities Limited	Australia
Series 2013-2 WST Trust	Australia	Westpac Securities NZ Limited	New Zealand
Series 2014-1 WST Trust	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Series 2014-2 WST Trust	Australia	Westpac Securitisation Management Pty Limited	Australia
Series 2015-1 WST Trust	Australia	Westpac Singapore Limited	Singapore
Series 2019-1 WST Trust	Australia	Westpac Structured Products Limited	Australia
SIE-LEASE (Australia) Limited	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
SIE-LEASE (New Zealand) Pty Limited	New Zealand	Westpac Syndications Management Pty Limited	Australia
Sixty Martin Place (Holdings) Pty Limited	Australia	Westpac Term PIE Fund	New Zealand
St.George Business Finance Pty Limited	Australia	Westpac TPS Trust	Australia
St.George Commercial Credit Corporation Limited	Australia	Westpac Unit Trust	Australia
St.George Equity Finance Limited	Australia	Westpac USA Inc.	USA