

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme VITACO HOLDINGS LIMITED (VIT)

ACN/ARSN ACN 606 826 493

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 6/12/2016

The previous notice was given to the company on 22/09/2015

The previous notice was dated 18/09/2015

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
06/12/2016	WBC & its Associates, Westpac RE Limited, Asgard Capital Management 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 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac RE Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Asgard Capital Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
VITACO HOLDINGS LIMITED (VIT)	The Company Secretary VITACO HOLDINGS LIMITED (VIT) Level 1, 82 Waterloo Road North Ryde NSW 2113 Tel: 02 9490 0300

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here _____ Date 8/12/2016

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 – 8/12/2016

Sales & Purchases for the period : 19/09/2015 to 6/12/2016

SECURITY: VIT

Advance Asset Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
25/09/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	17,052	46,551.96	Ordinary	17,052
27/10/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-11,983	-34,870.53	Ordinary	11,983
29/10/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-439,200	-1,295,640.00	Ordinary	439,200
30/10/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-199	-626.85	Ordinary	199
30/10/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-57,791	-182,041.65	Ordinary	57,791
11/11/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-43,708	-135,494.80	Ordinary	43,708
12/11/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-24,441	-75,522.69	Ordinary	24,441
9/12/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-188,901	-487,364.58	Ordinary	188,901
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	197,318	489,348.64	Ordinary	197,318
4/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-88,439	-153,883.86	Ordinary	88,439
7/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-339,993	-591,587.82	Ordinary	339,993
12/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,062	-4,746.10	Ordinary	3,062
12/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-83,979	-130,167.45	Ordinary	83,979
13/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-48,182	-76,127.56	Ordinary	48,182
13/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-13,990	-22,104.20	Ordinary	13,990
14/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-49,738	-81,570.32	Ordinary	49,738
22/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-44,848	-69,514.40	Ordinary	44,848
26/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-54,550	-78,552.00	Ordinary	54,550
	Total		-1,278,634	-2,883,914.21		
	Advance Asset Management Limited Total :		-1,278,634	-2,883,914.21		

Asgard Capital Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
18/02/2016	Asgard Capital Management Limited	Purchase	1,695	3,898.50	Ordinary	1,695
5/04/2016	Asgard Capital Management Limited	Purchase	2,890	4,999.70	Ordinary	2,890
17/05/2016	Asgard Capital Management Limited	Purchase	10,204	20,305.96	Ordinary	10,204
15/06/2016	Asgard Capital Management Limited	Sale	-10,204	-15,612.12	Ordinary	10,204
30/06/2016	Asgard Capital Management Limited	Purchase	3,000	4,470.00	Ordinary	3,000
	Total		7,585	18,062.04		
	Asgard Capital Management Limited Total :		7,585	18,062.04		

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/09/2015	BT Portfolio Services Limited	Purchase	5,000	14,447.50	Ordinary	5,000
28/09/2015	BT Portfolio Services Limited	Sale	-750	-1,917.00	Ordinary	750
30/09/2015	BT Portfolio Services Limited	Purchase	1,000	2,753.00	Ordinary	1,000
8/10/2015	BT Portfolio Services Limited	Purchase	1,875	5,039.25	Ordinary	1,875
21/10/2015	BT Portfolio Services Limited	Purchase	2,112	6,087.00	Ordinary	2,112
22/10/2015	BT Portfolio Services Limited	Purchase	2,440	6,966.44	Ordinary	2,440
22/10/2015	BT Portfolio Services Limited	Purchase	5,050	14,231.91	Ordinary	5,050
29/10/2015	BT Portfolio Services Limited	Purchase	7,000	20,478.50	Ordinary	7,000
30/10/2015	BT Portfolio Services Limited	Purchase	7,000	22,032.50	Ordinary	7,000
13/11/2015	BT Portfolio Services Limited	Sale	-1,000	-3,067.00	Ordinary	1,000
16/11/2015	BT Portfolio Services Limited	Purchase	1,000	3,023.00	Ordinary	1,000
30/11/2015	BT Portfolio Services Limited	Sale	-10,000	-26,137.00	Ordinary	10,000
30/11/2015	BT Portfolio Services Limited	Sale	-4,000	-10,880.00	Ordinary	4,000
2/12/2015	BT Portfolio Services Limited	Sale	-1,000	-2,777.00	Ordinary	1,000
3/12/2015	BT Portfolio Services Limited	Purchase	1,100	3,080.00	Ordinary	1,100
10/12/2015	BT Portfolio Services Limited	Sale	-2,112	-5,051.06	Ordinary	2,112
11/12/2015	BT Portfolio Services Limited	Sale	-2,440	-6,038.76	Ordinary	2,440
1/02/2016	BT Portfolio Services Limited	Purchase	1,538	3,958.20	Ordinary	1,538
1/02/2016	BT Portfolio Services Limited	Purchase	2,004	5,000.18	Ordinary	2,004
2/02/2016	BT Portfolio Services Limited	Purchase	10,000	24,268.00	Ordinary	10,000
9/02/2016	BT Portfolio Services Limited	Sale	-10,000	-21,504.00	Ordinary	10,000
17/02/2016	BT Portfolio Services Limited	Purchase	2,286	5,019.83	Ordinary	2,286
18/02/2016	BT Portfolio Services Limited	Sale	-1,100	-2,475.00	Ordinary	1,100
19/02/2016	BT Portfolio Services Limited	Purchase	1,250	2,883.00	Ordinary	1,250
19/02/2016	BT Portfolio Services Limited	Purchase	2,300	5,045.97	Ordinary	2,300
22/02/2016	BT Portfolio Services Limited	Purchase	2,200	5,085.08	Ordinary	2,200
25/02/2016	BT Portfolio Services Limited	Purchase	2,811	5,995.58	Ordinary	2,811
1/03/2016	BT Portfolio Services Limited	Purchase	2,097	3,496.33	Ordinary	2,097
4/03/2016	BT Portfolio Services Limited	Purchase	2,756	5,010.96	Ordinary	2,756
10/03/2016	BT Portfolio Services Limited	Sale	-1,250	-2,229.50	Ordinary	1,250
11/03/2016	BT Portfolio Services Limited	Purchase	1,836	3,484.36	Ordinary	1,836
11/03/2016	BT Portfolio Services Limited	Purchase	1,275	2,461.90	Ordinary	1,275
14/03/2016	BT Portfolio Services Limited	Purchase	1,701	3,268.30	Ordinary	1,701
14/04/2016	BT Portfolio Services Limited	Sale	-1,275	-2,054.79	Ordinary	1,275
15/04/2016	BT Portfolio Services Limited	Purchase	1,500	2,522.70	Ordinary	1,500
20/04/2016	BT Portfolio Services Limited	Purchase	2,588	4,008.81	Ordinary	2,588
22/04/2016	BT Portfolio Services Limited	Purchase	1,910	2,996.79	Ordinary	1,910
27/04/2016	BT Portfolio Services Limited	Purchase	21,495	31,176.35	Ordinary	21,495
29/04/2016	BT Portfolio Services Limited	Sale	-1,538	-2,532.16	Ordinary	1,538
13/05/2016	BT Portfolio Services Limited	Purchase	1,000	2,020.00	Ordinary	1,000
23/06/2016	BT Portfolio Services Limited	Sale	-2,756	-4,304.32	Ordinary	2,756
28/06/2016	BT Portfolio Services Limited	Purchase	1,100	1,697.30	Ordinary	1,100
15/07/2016	BT Portfolio Services Limited	Sale	-1,875	-3,051.38	Ordinary	1,875
21/07/2016	BT Portfolio Services Limited	Purchase	1,874	3,016.02	Ordinary	1,874
9/08/2016	BT Portfolio Services Limited	Purchase	7,245	15,586.89	Ordinary	7,245
9/08/2016	BT Portfolio Services Limited	Purchase	14,800	31,635.00	Ordinary	14,800
11/08/2016	BT Portfolio Services Limited	Purchase	8,500	18,056.55	Ordinary	8,500
12/08/2016	BT Portfolio Services Limited	Purchase	6,740	14,372.38	Ordinary	6,740
6/09/2016	BT Portfolio Services Limited	Purchase	14,800	30,636.00	Ordinary	14,800
6/09/2016	BT Portfolio Services Limited	Sale	-14,800	-30,636.00	Ordinary	14,800
12/09/2016	BT Portfolio Services Limited	Sale	-1,100	-2,207.70	Ordinary	1,100
11/10/2016	BT Portfolio Services Limited	Sale	-2,004	-4,182.15	Ordinary	2,004

7/11/2016	BT Portfolio Services Limited	Sale	-14,800	-32,301.00	Ordinary	14,800
10/11/2016	BT Portfolio Services Limited	Sale	-7,245	-15,794.10	Ordinary	7,245
10/11/2016	BT Portfolio Services Limited	Sale	-1,500	-3,252.00	Ordinary	1,500
14/11/2016	BT Portfolio Services Limited	Sale	-8,500	-18,578.45	Ordinary	8,500
21/11/2016	BT Portfolio Services Limited	Sale	-6,740	-14,690.50	Ordinary	6,740
22/11/2016	BT Portfolio Services Limited	Sale	-2,300	-5,004.11	Ordinary	2,300
Total			51,098	110,176.59		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	15,479	27,862.20	Ordinary	15,479
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-15,479	-34,827.75	Ordinary	15,479
Total				-6,965.55		
BT Funds Management Limited Total :			51,098	103,211.04		

BT Funds Management No.2 Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/11/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	37,409	103,622.93	Ordinary	37,409
10/12/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	44,249	109,737.52	Ordinary	44,249
21/12/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	4,367	10,306.12	Ordinary	4,367
21/12/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	20,348	50,056.08	Ordinary	20,348
22/12/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	5,737	14,629.35	Ordinary	5,737
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	46,888	97,995.92	Ordinary	46,888
27/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-7,208	-13,118.56	Ordinary	7,208
30/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-12,495	-22,740.90	Ordinary	12,495
31/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-461	-839.02	Ordinary	461
31/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,148	-5,666.40	Ordinary	3,148
3/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-42,278	-73,563.72	Ordinary	42,278
3/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-112,742	-198,425.92	Ordinary	112,742
3/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	112,742	198,425.92	Ordinary	112,742
3/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-112,742	-198,425.92	Ordinary	112,742
15/07/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,232	-5,494.40	Ordinary	3,232
18/07/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,566	-2,677.86	Ordinary	1,566
4/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-109,546	-235,523.90	Ordinary	109,546
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-83,291	-187,404.75	Ordinary	83,291
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-46,888	-105,498.00	Ordinary	46,888
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,367	-9,825.75	Ordinary	4,367
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,737	-12,908.25	Ordinary	5,737
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-215,422	-484,699.50	Ordinary	215,422
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-226,470	-509,557.50	Ordinary	226,470
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-37,409	-84,170.25	Ordinary	37,409
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-83,291	-187,404.75	Ordinary	83,291
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-44,249	-99,560.25	Ordinary	44,249

6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-20,348	-45,783.00	Ordinary	20,348
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-594,537	-1,337,708.25	Ordinary	594,537
	Total		-1,495,687	-3,236,223.01		
	BT Funds Management No.2 Limited Total :		-1,495,687	-3,236,223.01		

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/11/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	285,290	790,253.30	Ordinary	285,290
10/12/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	314,384	779,672.32	Ordinary	314,384
21/12/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	16,025	37,819.00	Ordinary	16,025
21/12/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	74,664	183,673.44	Ordinary	74,664
22/12/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	21,050	53,677.50	Ordinary	21,050
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	251,722	526,098.98	Ordinary	251,722
27/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-30,482	-55,477.24	Ordinary	30,482
30/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-65,876	-119,894.32	Ordinary	65,876
31/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-16,685	-30,033.00	Ordinary	16,685
31/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,443	-4,446.26	Ordinary	2,443
3/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-222,908	-387,859.92	Ordinary	222,908
3/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-594,420	-1,046,179.20	Ordinary	594,420
3/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-594,420	-1,046,179.20	Ordinary	594,420
3/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	594,420	1,046,179.20	Ordinary	594,420
15/07/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-17,039	-28,966.30	Ordinary	17,039
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-314,384	-707,364.00	Ordinary	314,384
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-74,664	-167,994.00	Ordinary	74,664
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-21,050	-47,362.50	Ordinary	21,050
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-433,667	-975,750.75	Ordinary	433,667
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-285,290	-641,902.50	Ordinary	285,290
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-16,025	-36,056.25	Ordinary	16,025
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-251,722	-566,374.50	Ordinary	251,722
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,182,001	-2,659,502.25	Ordinary	1,182,001
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,672,908	-8,264,043.00	Ordinary	3,672,908
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-433,666	-975,748.50	Ordinary	433,666
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,124,344	-2,529,774.00	Ordinary	1,124,344
	Total		-7,796,439	-16,873,533.95		
	BT Investment Management (Fund Services) Limited Total :		-7,796,439	-16,873,533.95		

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
13/11/2015	Australia and New Zealand Banking Group Limited	Purchase	14,944	45,429.76	Ordinary	14,944

27/11/2015	Australia and New Zealand Banking Group Limited	Purchase	8,298	22,985.46	Ordinary	8,298
10/12/2015	Australia and New Zealand Banking Group Limited	Purchase	7,027	17,426.96	Ordinary	7,027
21/12/2015	Australia and New Zealand Banking Group Limited	Purchase	3,215	7,908.90	Ordinary	3,215
21/12/2015	Australia and New Zealand Banking Group Limited	Purchase	690	1,628.40	Ordinary	690
22/12/2015	Australia and New Zealand Banking Group Limited	Purchase	906	2,310.30	Ordinary	906
10/02/2016	Australia and New Zealand Banking Group Limited	Purchase	10,056	21,017.04	Ordinary	10,056
18/02/2016	Australia and New Zealand Banking Group Limited	Purchase	1,843	4,202.04	Ordinary	1,843
17/03/2016	Australia and New Zealand Banking Group Limited	Purchase	8,618	15,857.12	Ordinary	8,618
27/04/2016	Australia and New Zealand Banking Group Limited	Purchase	9,081	13,167.45	Ordinary	9,081
12/05/2016	Australia and New Zealand Banking Group Limited	Purchase	12,715	24,031.35	Ordinary	12,715
19/05/2016	Australia and New Zealand Banking Group Limited	Purchase	9,052	16,927.24	Ordinary	9,052
30/05/2016	Australia and New Zealand Banking Group Limited	Sale	-1,984	-3,610.88	Ordinary	1,984
31/05/2016	Australia and New Zealand Banking Group Limited	Sale	-513	-923.40	Ordinary	513
31/05/2016	Australia and New Zealand Banking Group Limited	Sale	-75	-136.50	Ordinary	75
3/06/2016	Australia and New Zealand Banking Group Limited	Sale	-6,712	-11,678.88	Ordinary	6,712
3/06/2016	Australia and New Zealand Banking Group Limited	Sale	-17,898	-31,500.48	Ordinary	17,898
30/06/2016	Australia and New Zealand Banking Group Limited	Purchase	10,500	15,540.00	Ordinary	10,500
15/07/2016	Australia and New Zealand Banking Group Limited	Sale	-513	-872.10	Ordinary	513
4/08/2016	Australia and New Zealand Banking Group Limited	Sale	-10,191	-21,910.65	Ordinary	10,191
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-7,027	-15,810.75	Ordinary	7,027
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-9,081	-20,432.25	Ordinary	9,081
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-30,794	-69,286.50	Ordinary	30,794
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-76,996	-173,241.00	Ordinary	76,996
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-14,944	-33,624.00	Ordinary	14,944
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-8,298	-18,670.50	Ordinary	8,298
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-1,843	-4,146.75	Ordinary	1,843
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-10,601	-23,852.25	Ordinary	10,601
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-12,715	-28,608.75	Ordinary	12,715
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-10,600	-23,850.00	Ordinary	10,600
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-8,618	-19,390.50	Ordinary	8,618
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-10,056	-22,626.00	Ordinary	10,056
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-690	-1,552.50	Ordinary	690
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-9,052	-20,367.00	Ordinary	9,052
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-906	-2,038.50	Ordinary	906
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-10,500	-23,625.00	Ordinary	10,500
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-3,215	-7,233.75	Ordinary	3,215
6/12/2016	Australia and New Zealand Banking Group Limited	Sale	-32,374	-72,841.50	Ordinary	32,374
	Total		-199,251	-443,398.37		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/11/2015	State Street Australia Limited	Purchase	113,287	313,804.99	Ordinary	113,287
27/11/2015	State Street Australia Limited	Purchase	55,716	154,333.32	Ordinary	55,716
10/12/2015	State Street Australia Limited	Purchase	90,053	223,331.44	Ordinary	90,053

10/12/2015	State Street Australia Limited	Purchase	44,287	109,831.76	Ordinary	44,287
21/12/2015	State Street Australia Limited	Purchase	40,225	98,953.50	Ordinary	40,225
21/12/2015	State Street Australia Limited	Purchase	8,634	20,376.24	Ordinary	8,634
21/12/2015	State Street Australia Limited	Purchase	19,786	48,673.56	Ordinary	19,786
21/12/2015	State Street Australia Limited	Purchase	4,247	10,022.92	Ordinary	4,247
22/12/2015	State Street Australia Limited	Purchase	11,341	28,919.55	Ordinary	11,341
22/12/2015	State Street Australia Limited	Purchase	5,579	14,226.45	Ordinary	5,579
10/02/2016	State Street Australia Limited	Purchase	128,252	268,046.68	Ordinary	128,252
10/02/2016	State Street Australia Limited	Purchase	63,082	131,841.38	Ordinary	63,082
30/05/2016	State Street Australia Limited	Sale	-20,426	-37,175.32	Ordinary	20,426
30/05/2016	State Street Australia Limited	Sale	-10,044	-18,280.08	Ordinary	10,044
31/05/2016	State Street Australia Limited	Sale	-5,281	-9,505.80	Ordinary	5,281
31/05/2016	State Street Australia Limited	Sale	-773	-1,406.86	Ordinary	773
31/05/2016	State Street Australia Limited	Sale	-380	-691.60	Ordinary	380
31/05/2016	State Street Australia Limited	Sale	-2,597	-4,674.60	Ordinary	2,597
3/06/2016	State Street Australia Limited	Sale	-69,115	-120,260.10	Ordinary	69,115
3/06/2016	State Street Australia Limited	Sale	-33,987	-59,137.38	Ordinary	33,987
3/06/2016	State Street Australia Limited	Sale	-184,307	-324,380.32	Ordinary	184,307
3/06/2016	State Street Australia Limited	Sale	-90,633	-159,514.08	Ordinary	90,633
15/07/2016	State Street Australia Limited	Sale	-5,283	-8,981.10	Ordinary	5,283
15/07/2016	State Street Australia Limited	Sale	-2,598	-4,416.60	Ordinary	2,598
4/08/2016	State Street Australia Limited	Sale	-83,290	-179,073.50	Ordinary	83,290
4/08/2016	State Street Australia Limited	Sale	-40,955	-88,053.25	Ordinary	40,955
6/12/2016	State Street Australia Limited	Sale	-128,252	-288,567.00	Ordinary	128,252
6/12/2016	State Street Australia Limited	Sale	-149,120	-335,520.00	Ordinary	149,120
6/12/2016	State Street Australia Limited	Sale	-149,120	-335,520.00	Ordinary	149,120
6/12/2016	State Street Australia Limited	Sale	-388,433	-873,974.25	Ordinary	388,433
6/12/2016	State Street Australia Limited	Sale	-408,352	-918,792.00	Ordinary	408,352
6/12/2016	State Street Australia Limited	Sale	-113,287	-254,895.75	Ordinary	113,287
6/12/2016	State Street Australia Limited	Sale	-1,223,737	-2,753,408.25	Ordinary	1,223,737
6/12/2016	State Street Australia Limited	Sale	-90,053	-202,619.25	Ordinary	90,053
6/12/2016	State Street Australia Limited	Sale	-11,341	-25,517.25	Ordinary	11,341
6/12/2016	State Street Australia Limited	Sale	-8,634	-19,426.50	Ordinary	8,634
6/12/2016	State Street Australia Limited	Sale	-40,225	-90,506.25	Ordinary	40,225
6/12/2016	State Street Australia Limited	Sale	-4,247	-9,555.75	Ordinary	4,247
6/12/2016	State Street Australia Limited	Sale	-73,322	-164,974.50	Ordinary	73,322
6/12/2016	State Street Australia Limited	Sale	-5,579	-12,552.75	Ordinary	5,579
6/12/2016	State Street Australia Limited	Sale	-55,716	-125,361.00	Ordinary	55,716
6/12/2016	State Street Australia Limited	Sale	-19,786	-44,518.50	Ordinary	19,786
6/12/2016	State Street Australia Limited	Sale	-601,738	-1,353,910.50	Ordinary	601,738
6/12/2016	State Street Australia Limited	Sale	-191,007	-429,765.75	Ordinary	191,007
6/12/2016	State Street Australia Limited	Sale	-63,082	-141,934.50	Ordinary	63,082
6/12/2016	State Street Australia Limited	Sale	-200,803	-451,806.75	Ordinary	200,803
6/12/2016	State Street Australia Limited	Sale	-73,322	-164,974.50	Ordinary	73,322
6/12/2016	State Street Australia Limited	Sale	-44,287	-99,645.75	Ordinary	44,287
Total			-4,008,623	-8,690,935.55		
BT Investment Management (Institutional) Limited Total :			-4,207,874	-9,134,333.92		

Westpac RE Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
25/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,500	7,665.00	Ordinary	3,500
Total			3,500	7,665.00		
Westpac RE Limited Total :			3,500	7,665.00		

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 – 8/12/2016

Westpac Banking Corporation	Australia	Series 2011-3 WST Trust	Australia
1925 (Commercial) Pty Limited	Australia	Series 2012-1 WST Trust	Australia
1925 (Industrial) Pty Limited	Australia	Series 2013-1 WST Trust	Australia
1925 Advances Pty Limited	Australia	Series 2013-2 WST Trust	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Series 2014-1 WST Trust	Australia
Advance Asset Management Limited	Australia	Series 2014-2 WST Trust	Australia
Altitude Administration Pty Limited	Australia	Series 2015-1 WST Trust	Australia
Altitude Rewards Pty Limited	Australia	SIE-Lease (Australia) Pty Limited	Australia
Aotearoa Financial Services Limited	New Zealand	SIE-Lease (New Zealand) Pty Limited	New Zealand
Ascalon Capital Managers (Asia) Limited	Hong Kong	Sixty Martin Place (Holdings) Pty Limited	Australia
Ascalon Capital Managers Limited	Australia	St.George Business Finance Pty Limited	Australia
Ascalon Funds Seed Pool Trust	Australia	St.George Custodial Pty Limited	Australia
Asgard Capital Management Limited	Australia	St.George Equity Finance Limited	Australia
Asgard Wealth Solutions Limited	Australia	St.George Finance Holdings Limited	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	St.George Finance Limited	Australia
Australian Loan Processing Security Trust	Australia	St.George Life Limited	Australia
Belliston Pty Limited	Australia	St.George Motor Finance Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT (Queensland) Pty Limited	Australia	Sydney Capital Corp Inc.	USA
BT Australia Pty Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Financial Group (NZ) Limited	New Zealand	The Mortgage Company Pty Limited	Australia
BT Financial Group Pty Limited	Australia	Value Nominees Pty Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	W2 Investments Pty Limited	Australia
BT Funds Management Limited	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Funds Management No.2 Limited	Australia	Waratah Securities Australia Limited	Australia
BT Long Term Income Fund	Australia	Westpac (NZ) Investments Limited	New Zealand
BT Portfolio Services Limited	Australia	Westpac Administration Pty Limited	Australia
BT Private Nominees Pty Limited	Australia	Westpac Administration 2 Limited	Australia
BT Securities Limited	Australia	Westpac Administration 3 Limited	Australia
BT Short Term Income Fund	Australia	Westpac Administration 4 Limited	Australia
Canning Park Capital Pte. Ltd	Australia	Westpac Altitude Rewards Trust	Australia
Capital Corporate Finance Limited	Australia	Westpac Americas Inc.	USA
Capital Finance (NZ) Limited	Australia	Westpac Asian Lending Pty Limited	Australia
Capital Finance Australia Limited	Australia	Westpac Bank-PNG-Limited	Papua New Guinea
Capital Finance New Zealand Limited	Australia	Westpac Capital Holdings Inc.	USA
Capital Fleetlease Limited	Australia	Westpac Capital Markets Holding Corp.	USA
Capital Motor Finance Limited	Australia	Westpac Capital Markets LLC	USA
Capital Rent Group Limited	New Zealand	Westpac Capital-NZ-Limited	New Zealand
CBA Limited	Australia	Westpac Cash PIE Fund	Australia
Challenge Limited	Australia	Westpac Cook Cove Trust I	Australia
Core Infrastructure Income Feeder 1 LP 2016	Partnership(Scotland)	Westpac Cook Cove Trust II	Australia

Core Infrastructure Income Feeder 2 LP 2016	Partnership(Scotland)	Westpac Covered Bond Trust	Australia
Core Infrastructure Income Master LP 2016	Partnership(England)	Westpac Custodian Nominees Pty Limited	Australia
Core Infrastructure Income Holdings Limited 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 CP Management Pty Limited	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 2006	Australia	Westpac Equity Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Europe Limited	UK
Crusade Global Trust 1 of 2007	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Consultants Limited	Australia
Crusade Management Limited	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade 2P Trust 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
Europe Infrastructure Debt LP	UK	Westpac Funding Holdings Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Halcyon Securities Pty Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac General Insurance Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac General Insurance Services Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia
Hastings Funds Management (UK) Limited	Singapore	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Funds Management (USA) Inc.	UK	Westpac Holdings-NZ-Limited	New Zealand
Hastings Funds Management Asia Pty. Limited	USA	Westpac Investment Capital Corporation	USA
Hastings Funds Management Limited	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Infrastructure 1 Limited	UK	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Infrastructure 2 Limited	UK	Westpac Investment Vehicle Pty Limited	Australia
Hastings Investment Capital LP	USA	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Investment Management Pty Ltd	UK	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Investments GP LLC	Australia	Westpac Life Insurance Services Limited	Australia
Hastings Korea Company Limited	Korea	Westpac Life-NZ-Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac New Zealand Group Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac New Zealand Limited	New Zealand
Hitton Pty Limited	Australia	Westpac New Zealand Staff Superannuation Scheme Trustee Limited	New Zealand
HLT Custodian Trust	New Zealand	Westpac Nominees-NZ-Limited	New Zealand
Infrastructure GP LLP	UK	Westpac Notice Saver PIE Fund	Australia
Infrastructure GP 2 LLP	UK	Westpac NZ Covered Bond Holdings Limited	New Zealand
Infrastructure Research and Advisory Services Private Limited	India	Westpac NZ Covered Bond Limited	New Zealand
Magnitude Group Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
MIF Custodian Trust	New Zealand	Westpac NZ Securitisation Holdings Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
Net Nominees Limited	Australia	Westpac NZ Securitisation No. 2 Limited	New Zealand
Number 120 Limited	New Zealand	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Oniston Pty Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Partnership Pacific Pty Limited	Australia	Westpac Properties Limited	Australia

Partnership Pacific Securities Pty Limited	Australia	Westpac RE Limited	Australia
Pashley Investments Pty Limited	Australia	Westpac Securities Administration Limited	Australia
Planwise AU Pty Limited	Australia	Westpac Securities Limited	Australia
Qvalent Pty Limited	Australia	Westpac Securities NZ Limited	New Zealand
RAMS Financial Group Pty Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Reinventure Fund ILP	Australia	Westpac Securitisation Management Pty Limited	Australia
Reinventure Fund II ILP	Australia	Westpac Singapore Limited	Singapore
RMS Warehouse Trust 2007-1	Australia	Westpac Structured Products Limited	Australia
Sallmoor Pty Limited	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Securitor Financial Group Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Seed Pool Trust No. 2	Australia	Westpac Term PIE Fund	New Zealand
Series 2008-1M WST Trust	Australia	Westpac TPS Trust	Australia
Series 2009-1 WST Trust	Australia	Westpac Unit Trust	Australia
Series 2011-1 WST Trust	Australia	Westpac USA Inc.	USA
Series 2011-2 WST Trust	Australia		

Note: Westpac retains 30.0% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (30.0%)	Australia
BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)	Australia
BT Investment Management (Fund Services) Limited (Subsidiary of BT Investment Management Limited)	Australia
JO Hambro Capital Management Limited (Subsidiary of BT Investment Management Limited)	UK