
Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme FANTASTIC HOLDINGS LIMITED (FAN)

ACN/ARSN ACN 004 000 775

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 13/12/2016

The previous notice was given to the company on 15/08/2016

The previous notice was dated 11/08/2016

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
13/12/2016	WBC & its Associates, BT Funds Management Limited, Asgard Capital Management Limited, BT Investment Management (Fund Services) Limited, BT Investment Management (Fund Services) 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
BT Funds Management 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 Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
FANTASTIC HOLDINGS LIMITED (FAN)	The Company Secretary FANTASTIC HOLDINGS LIMITED (FAN) 62 Hume Highway, Chullora NSW 2190 Tel: 02 8717 2600

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here _____ Date 15/12/2016

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 – 15/12/2016

Sales & Purchases for the period : 12/08/2016 to 13/12/2016

SECURITY: FAN

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
12/10/2016	BT Portfolio Services Limited	Purchase	16	164.9	Ordinary	16
13/10/2016	BT Portfolio Services Limited	Purchase	10,000	25,048.00	Ordinary	10,000
14/10/2016	BT Portfolio Services Limited	Sale	-10,016	-33,985.29	Ordinary	10,016
17/10/2016	BT Portfolio Services Limited	Sale	-8,650	-29,762.92	Ordinary	8,650
	Total		-8,650	-38,535.31		
BT Funds Management Limited Total :			-8,650	-38,535.31		

BT Funds Management No.2 Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
4/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	40,824	95,936.40	Ordinary	40,824
4/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,557	6,008.95	Ordinary	2,557
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-21	-73.5	Ordinary	21
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-40,824	-142,884.00	Ordinary	40,824
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,616	-9,156.00	Ordinary	2,616
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-37,659	-131,806.50	Ordinary	37,659
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-40,607	-142,124.50	Ordinary	40,607
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-651	-2,278.50	Ordinary	651
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,027	-3,594.50	Ordinary	1,027
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-257	-899.5	Ordinary	257
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-758	-2,653.00	Ordinary	758
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-16,279	-56,976.50	Ordinary	16,279
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-14,955	-52,342.50	Ordinary	14,955
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-18,140	-63,490.00	Ordinary	18,140
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-941	-3,293.50	Ordinary	941
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,500	-12,250.00	Ordinary	3,500
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,473	-5,155.50	Ordinary	1,473
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-74	-259	Ordinary	74
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,068	-3,738.00	Ordinary	1,068
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,557	-8,949.50	Ordinary	2,557
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-295	-1,032.50	Ordinary	295
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,284	-4,494.00	Ordinary	1,284

12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,278	-4,473.00	Ordinary	1,278
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,796	-6,286.00	Ordinary	1,796
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,380	-4,830.00	Ordinary	1,380
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-68	-238	Ordinary	68
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,398	-4,893.00	Ordinary	1,398
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-22,914	-80,199.00	Ordinary	22,914
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,671	-16,348.50	Ordinary	4,671
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,539	-5,386.50	Ordinary	1,539
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-16,066	-56,231.00	Ordinary	16,066
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,608	-9,128.00	Ordinary	2,608
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-6,999	-24,496.50	Ordinary	6,999
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-202,109	-707,381.50	Ordinary	202,109
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-6,017	-21,059.50	Ordinary	6,017
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-35,338	-123,683.00	Ordinary	35,338
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,327	-18,644.50	Ordinary	5,327
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-25,046	-87,661.00	Ordinary	25,046
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,472	-12,152.00	Ordinary	3,472
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,111	-7,388.50	Ordinary	2,111
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-295	-1,032.50	Ordinary	295
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-189	-661.5	Ordinary	189
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-637	-2,229.50	Ordinary	637
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,870	-20,545.00	Ordinary	5,870
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-28,106	-98,371.00	Ordinary	28,106
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,063	-3,720.50	Ordinary	1,063
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-18,987	-66,454.50	Ordinary	18,987
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-422	-1,477.00	Ordinary	422
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-382	-1,337.00	Ordinary	382
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,942	-6,797.00	Ordinary	1,942
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-319	-1,116.50	Ordinary	319
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,122	-3,927.00	Ordinary	1,122
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-809	-2,831.50	Ordinary	809
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-128	-448	Ordinary	128
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-232	-812	Ordinary	232
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-114	-399	Ordinary	114
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-52,682	-184,387.00	Ordinary	52,682
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-257	-899.5	Ordinary	257
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-76	-266	Ordinary	76
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-20,502	-71,757.00	Ordinary	20,502
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,421	-4,973.50	Ordinary	1,421
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-517	-1,809.50	Ordinary	517
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-149,861	-524,513.50	Ordinary	149,861
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,764	-6,174.00	Ordinary	1,764

12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-9,466	-33,131.00	Ordinary	9,466
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-822	-2,877.00	Ordinary	822
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-283	-990.5	Ordinary	283
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-338	-1,183.00	Ordinary	338
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-10,471	-36,648.50	Ordinary	10,471
	Total		-790,819	-2,817,754.65		
BT Funds Management No.2 Limited Total :			-790,819	-2,817,754.65		

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
4/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	261,873	615,401.55	Ordinary	261,873
4/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	16,400	38,540.00	Ordinary	16,400
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,685	-9,397.50	Ordinary	2,685
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,993	-6,975.50	Ordinary	1,993
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-23,245	-81,357.50	Ordinary	23,245
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-194,320	-680,120.00	Ordinary	194,320
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-25,434	-89,019.00	Ordinary	25,434
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,706	-12,971.00	Ordinary	3,706
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,006	-14,021.00	Ordinary	4,006
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-21,029	-73,601.50	Ordinary	21,029
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-9,161	-32,063.50	Ordinary	9,161
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-89,931	-314,758.50	Ordinary	89,931
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-6,212	-21,742.00	Ordinary	6,212
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-10,350	-36,225.00	Ordinary	10,350
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,210	-4,235.00	Ordinary	1,210
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-261,873	-916,555.50	Ordinary	261,873
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,586	-16,051.00	Ordinary	4,586
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-171,731	-601,058.50	Ordinary	171,731
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-9,467	-33,134.50	Ordinary	9,467
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-7,935	-27,772.50	Ordinary	7,935
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-7,850	-27,475.00	Ordinary	7,850
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,268	-28,938.00	Ordinary	8,268
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-12,712	-44,492.00	Ordinary	12,712
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-91,989	-321,961.50	Ordinary	91,989
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,000	-10,500.00	Ordinary	3,000
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-334	-1,169.00	Ordinary	334
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-144,356	-505,246.00	Ordinary	144,356
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-28,474	-99,659.00	Ordinary	28,474
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,312	-4,592.00	Ordinary	1,312
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-6,926	-24,241.00	Ordinary	6,926

12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-85,301	-298,553.50	Ordinary	85,301
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-480	-1,680.00	Ordinary	480
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-30,459	-106,606.50	Ordinary	30,459
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-17,184	-60,144.00	Ordinary	17,184
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-11,539	-40,386.50	Ordinary	11,539
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-17,000	-59,500.00	Ordinary	17,000
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-9,498	-33,243.00	Ordinary	9,498
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,216	-11,256.00	Ordinary	3,216
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-752	-2,632.00	Ordinary	752
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-38,909	-136,181.50	Ordinary	38,909
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-172	-602	Ordinary	172
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-6,258	-21,903.00	Ordinary	6,258
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,440	-5,040.00	Ordinary	1,440
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-810,238	-2,835,833.00	Ordinary	810,238
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-656	-2,296.00	Ordinary	656
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-77,121	-269,923.50	Ordinary	77,121
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-178,278	-623,973.00	Ordinary	178,278
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,208	-18,228.00	Ordinary	5,208
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-20,729	-72,551.50	Ordinary	20,729
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,357	-8,249.50	Ordinary	2,357
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-110,627	-387,194.50	Ordinary	110,627
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,385	-4,847.50	Ordinary	1,385
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,380	-4,830.00	Ordinary	1,380
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,677	-30,369.50	Ordinary	8,677
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-12,750	-44,625.00	Ordinary	12,750
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,576	-12,516.00	Ordinary	3,576
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,007	-17,524.50	Ordinary	5,007
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-141,437	-495,029.50	Ordinary	141,437
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-16,400	-57,400.00	Ordinary	16,400
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,651	-9,278.50	Ordinary	2,651
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-20,619	-72,166.50	Ordinary	20,619
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-9,267	-32,434.50	Ordinary	9,267
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,135	-17,972.50	Ordinary	5,135
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-117,629	-411,701.50	Ordinary	117,629
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,038	-28,133.00	Ordinary	8,038
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-124,755	-436,642.50	Ordinary	124,755
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,107	-10,874.50	Ordinary	3,107
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,424	-4,984.00	Ordinary	1,424
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-9,703	-33,960.50	Ordinary	9,703
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-784,050	-2,744,175.00	Ordinary	784,050
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-272,415	-953,452.50	Ordinary	272,415
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,500	-5,250.00	Ordinary	1,500

12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-24,739	-86,586.50	Ordinary	24,739
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-840	-2,940.00	Ordinary	840
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-187,794	-657,279.00	Ordinary	187,794
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-205,037	-717,629.50	Ordinary	205,037
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,430	-12,005.00	Ordinary	3,430
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-286,537	-1,002,879.50	Ordinary	286,537
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,271	-11,448.50	Ordinary	3,271
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,251	-4,378.50	Ordinary	1,251
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-6,813	-23,845.50	Ordinary	6,813
Total			-4,573,861	-16,328,527.45		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
12/09/2016	State Street Australia Limited	Sell	-957	-3,339.93	Ordinary	957
12/09/2016	State Street Australia Limited	Sell	-2,940	-10,260.60	Ordinary	2,940
12/09/2016	State Street Australia Limited	Sell	-4,169	-14,549.81	Ordinary	4,169
			-8,066	-28,150.34		
BT Investment Management (Fund Services) Limited Total :			-4,581,927	-16,307,056.97		

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
4/10/2016	Australia and New Zealand Banking Group Limited	Purchase	1,253	2,944.55	Ordinary	1,253
4/10/2016	Australia and New Zealand Banking Group Limited	Purchase	20,013	47,030.55	Ordinary	20,013
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-28	-98	Ordinary	28
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-9,468	-33,138.00	Ordinary	9,468
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-689	-2,411.50	Ordinary	689
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-157	-549.5	Ordinary	157
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-5,030	-17,605.00	Ordinary	5,030
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-300	-1,050.00	Ordinary	300
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-1,737	-6,079.50	Ordinary	1,737
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-379	-1,326.50	Ordinary	379
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-52	-182	Ordinary	52
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-83	-290.5	Ordinary	83
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-247	-864.5	Ordinary	247
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-115	-402.5	Ordinary	115
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-1,454	-5,089.00	Ordinary	1,454
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-2,190	-7,665.00	Ordinary	2,190
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-281	-983.5	Ordinary	281
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-136	-476	Ordinary	136
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-210	-735	Ordinary	210
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-410	-1,435.00	Ordinary	410

12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-907	-3,174.50	Ordinary	907
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-33	-115.5	Ordinary	33
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-366	-1,281.00	Ordinary	366
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-21	-73.5	Ordinary	21
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-15,500	-54,250.00	Ordinary	15,500
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-2,857	-9,999.50	Ordinary	2,857
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-1,944	-6,804.00	Ordinary	1,944
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-91	-318.5	Ordinary	91
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-13	-45.5	Ordinary	13
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-86	-301	Ordinary	86
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-211	-738.5	Ordinary	211
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-6	-21	Ordinary	6
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-3,200	-11,200.00	Ordinary	3,200
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-172	-602	Ordinary	172
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-110	-385	Ordinary	110
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-2,555	-8,942.50	Ordinary	2,555
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-3,037	-10,629.50	Ordinary	3,037
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-3,176	-11,116.00	Ordinary	3,176
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-202	-707	Ordinary	202
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-76	-266	Ordinary	76
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-1,056	-3,696.00	Ordinary	1,056
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-169	-591.5	Ordinary	169
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-2,200	-7,700.00	Ordinary	2,200
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-113	-395.5	Ordinary	113
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-322	-1,127.00	Ordinary	322
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-483	-1,690.50	Ordinary	483
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-397	-1,389.50	Ordinary	397
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-23	-80.5	Ordinary	23
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-240	-840	Ordinary	240
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-24	-84	Ordinary	24
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-277	-969.5	Ordinary	277
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-83	-290.5	Ordinary	83
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-197	-689.5	Ordinary	197
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-28	-98	Ordinary	28
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-57	-199.5	Ordinary	57
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-205	-717.5	Ordinary	205
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-230	-805	Ordinary	230
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-275	-962.5	Ordinary	275
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-66	-231	Ordinary	66
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-4,364	-15,274.00	Ordinary	4,364
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-908	-3,178.00	Ordinary	908
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-882	-3,087.00	Ordinary	882

12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-87	-304.5	Ordinary	87
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-4,909	-17,181.50	Ordinary	4,909
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-233	-815.5	Ordinary	233
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-5,206	-18,221.00	Ordinary	5,206
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-3,000	-10,500.00	Ordinary	3,000
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-4,933	-17,265.50	Ordinary	4,933
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-53	-185.5	Ordinary	53
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-14,240	-49,840.00	Ordinary	14,240
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-5,870	-20,545.00	Ordinary	5,870
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-6	-21	Ordinary	6
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-1,339	-4,686.50	Ordinary	1,339
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-81	-283.5	Ordinary	81
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-58	-203	Ordinary	58
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-30	-105	Ordinary	30
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-28	-98	Ordinary	28
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-1,253	-4,385.50	Ordinary	1,253
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-400	-1,400.00	Ordinary	400
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-110	-385	Ordinary	110
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-32	-112	Ordinary	32
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-2,509	-8,781.50	Ordinary	2,509
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-4,801	-16,803.50	Ordinary	4,801
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-180	-630	Ordinary	180
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-11	-38.5	Ordinary	11
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-6,490	-22,715.00	Ordinary	6,490
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-2,062	-7,217.00	Ordinary	2,062
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-654	-2,289.00	Ordinary	654
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-229	-801.5	Ordinary	229
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-20,013	-70,045.50	Ordinary	20,013
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-1,083	-3,790.50	Ordinary	1,083
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-20	-70	Ordinary	20
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-1,266	-4,431.00	Ordinary	1,266
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-660	-2,310.00	Ordinary	660
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-229	-801.5	Ordinary	229
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-211	-738.5	Ordinary	211
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-134	-469	Ordinary	134
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-625	-2,187.50	Ordinary	625
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-19	-66.5	Ordinary	19
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-13	-45.5	Ordinary	13
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-261	-913.5	Ordinary	261
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-620	-2,170.00	Ordinary	620
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-255	-892.5	Ordinary	255
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-168	-588	Ordinary	168

12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-538	-1,883.00	Ordinary	538
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-2,266	-7,931.00	Ordinary	2,266
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-12	-42	Ordinary	12
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-23	-80.5	Ordinary	23
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-510	-1,785.00	Ordinary	510
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-2,735	-9,572.50	Ordinary	2,735
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-67	-234.5	Ordinary	67
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-4	-14	Ordinary	4
12/12/2016	Australia and New Zealand Banking Group Limited	Sale	-104	-364	Ordinary	104
Total			-139,502	-512,712.90		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
4/10/2016	State Street Australia Limited	Purchase	6,164	14,485.40	Ordinary	6,164
4/10/2016	State Street Australia Limited	Purchase	98,436	231,324.60	Ordinary	98,436
4/10/2016	State Street Australia Limited	Purchase	3,060	7,191.00	Ordinary	3,060
4/10/2016	State Street Australia Limited	Purchase	48,854	114,806.90	Ordinary	48,854
12/12/2016	State Street Australia Limited	Sale	-2,071	-7,248.50	Ordinary	2,071
12/12/2016	State Street Australia Limited	Sale	-59,445	-208,057.50	Ordinary	59,445
12/12/2016	State Street Australia Limited	Sale	-1,177	-4,119.50	Ordinary	1,177
12/12/2016	State Street Australia Limited	Sale	-6,695	-23,432.50	Ordinary	6,695
12/12/2016	State Street Australia Limited	Sale	-409	-1,431.50	Ordinary	409
12/12/2016	State Street Australia Limited	Sale	-4,723	-16,530.50	Ordinary	4,723
12/12/2016	State Street Australia Limited	Sale	-52	-182	Ordinary	52
12/12/2016	State Street Australia Limited	Sale	-73,483	-257,190.50	Ordinary	73,483
12/12/2016	State Street Australia Limited	Sale	-35,622	-124,677.00	Ordinary	35,622
12/12/2016	State Street Australia Limited	Sale	-389	-1,361.50	Ordinary	389
12/12/2016	State Street Australia Limited	Sale	-51,164	-179,074.00	Ordinary	51,164
12/12/2016	State Street Australia Limited	Sale	-1,279	-4,476.50	Ordinary	1,279
12/12/2016	State Street Australia Limited	Sale	-481,949	-1,686,821.50	Ordinary	481,949
12/12/2016	State Street Australia Limited	Sale	-28,027	-98,094.50	Ordinary	28,027
12/12/2016	State Street Australia Limited	Sale	-339,606	-1,188,621.00	Ordinary	339,606
12/12/2016	State Street Australia Limited	Sale	-69,909	-244,681.50	Ordinary	69,909
12/12/2016	State Street Australia Limited	Sale	-1,894	-6,629.00	Ordinary	1,894
12/12/2016	State Street Australia Limited	Sale	-926	-3,241.00	Ordinary	926
12/12/2016	State Street Australia Limited	Sale	-2,877	-10,069.50	Ordinary	2,877
12/12/2016	State Street Australia Limited	Sale	-397	-1,389.50	Ordinary	397
12/12/2016	State Street Australia Limited	Sale	-12,275	-42,962.50	Ordinary	12,275
12/12/2016	State Street Australia Limited	Sale	-83,318	-291,613.00	Ordinary	83,318
12/12/2016	State Street Australia Limited	Sale	-98,436	-344,526.00	Ordinary	98,436
12/12/2016	State Street Australia Limited	Sale	-3,235	-11,322.50	Ordinary	3,235
12/12/2016	State Street Australia Limited	Sale	-28,457	-99,599.50	Ordinary	28,457
12/12/2016	State Street Australia Limited	Sale	-1,151	-4,028.50	Ordinary	1,151
12/12/2016	State Street Australia Limited	Sale	-74,352	-260,232.00	Ordinary	74,352
12/12/2016	State Street Australia Limited	Sale	-168	-588	Ordinary	168
12/12/2016	State Street Australia Limited	Sale	-2,776	-9,716.00	Ordinary	2,776
12/12/2016	State Street Australia Limited	Sale	-2,378	-8,323.00	Ordinary	2,378
12/12/2016	State Street Australia Limited	Sale	-314	-1,099.00	Ordinary	314
12/12/2016	State Street Australia Limited	Sale	-3,215	-11,252.50	Ordinary	3,215

12/12/2016	State Street Australia Limited	Sale	-3,470	-12,145.00	Ordinary	3,470
12/12/2016	State Street Australia Limited	Sale	-9,284	-32,494.00	Ordinary	9,284
12/12/2016	State Street Australia Limited	Sale	-6,164	-21,574.00	Ordinary	6,164
12/12/2016	State Street Australia Limited	Sale	-165,824	-580,384.00	Ordinary	165,824
12/12/2016	State Street Australia Limited	Sale	-8,679	-30,376.50	Ordinary	8,679
12/12/2016	State Street Australia Limited	Sale	-139,165	-487,077.50	Ordinary	139,165
12/12/2016	State Street Australia Limited	Sale	-181,022	-633,577.00	Ordinary	181,022
12/12/2016	State Street Australia Limited	Sale	-48,854	-170,989.00	Ordinary	48,854
12/12/2016	State Street Australia Limited	Sale	-28,400	-99,400.00	Ordinary	28,400
12/12/2016	State Street Australia Limited	Sale	-427,926	-1,497,741.00	Ordinary	427,926
12/12/2016	State Street Australia Limited	Sale	-3,060	-10,710.00	Ordinary	3,060
Total			-2,337,503	-8,361,251.60		
BT Investment Management (Institutional) Limited						
Total :			-2,477,005	-8,873,964.50		

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 – 15/12/2016

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