

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme ABSOLUTE EQUITY PERFORMANCE FUND LIMITED (AEG)

ACN/ARSN ACN 608 552 496

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 24/01/2017

The previous notice was given to the company on 29/02/2016

The previous notice was dated 25/02/2016

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice in the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
ORDINARY SHARES	4,617,319	5.08%	5,618,671	6.08%

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
24/01/2017	WBC & its Associates, Asgard Capital Management Limited, Westpac RE Limited, BT Funds Management Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and Number of securities	Person's votes
Asgard Capital Management Limited	Asgard Capital Management Limited	Asgard Capital Management Limited	Asgard Capital Management Limited ABN 92 009 279 592 AFSL 240695 is a custodian and operator of Investor-Directed Portfolio Service (IDPS). Asgard Capital Management Limited is the custodian and operator of Asgard eWrap Investment, Asgard Funds Account, LifeForce eWrap Investment and Personal Choice Private eWrap Investment Account.	288,078, Ordinary	288,078
BT Funds Management Limited	Asgard Capital Management Limited BT Portfolio Services Limited	Asgard Capital Management Limited BT Portfolio Services Limited	BT Funds Management Limited is the manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	5,033,085, Ordinary	5,033,085
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.	297,508, Ordinary	297,508

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 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Asgard Capital Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac RE 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
ABSOLUTE EQUITY PERFORMANCE FUND LIMITED (AEG)	The Company Secretary, ABSOLUTE EQUITY PERFORMANCE FUND LIMITED (AEG) Level 12, Grosvenor Place 225 George Street SYDNEY NSW 2000 Tel: +61 3 8639 1291

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here _____ Date 27/01/2017

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 – 27/01/2017

TRANSACTION HISTORY

Sales & Purchases for the period : 26/02/2016 to 24/01/2017

SECURITY: AEG

Asgard Capital Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/03/2016	Asgard Capital Management Limited	Purchase	24,436	32,499.88	Ordinary	24,436
2/03/2016	Asgard Capital Management Limited	Purchase	3,846	4,999.80	Ordinary	3,846
4/03/2016	Asgard Capital Management Limited	Purchase	12,000	15,360.00	Ordinary	12,000
8/03/2016	Asgard Capital Management Limited	Purchase	16,000	20,480.00	Ordinary	16,000
10/03/2016	Asgard Capital Management Limited	Purchase	3,088	3,983.52	Ordinary	3,088
16/03/2016	Asgard Capital Management Limited	Purchase	5,000	6,200.00	Ordinary	5,000
17/03/2016	Asgard Capital Management Limited	Purchase	4,048	5,019.52	Ordinary	4,048
18/03/2016	Asgard Capital Management Limited	Sale	-6,153	-7,506.66	Ordinary	6,153
24/03/2016	Asgard Capital Management Limited	Purchase	2,500	2,875.00	Ordinary	2,500
30/03/2016	Asgard Capital Management Limited	Purchase	5,263	5,999.82	Ordinary	5,263
7/07/2016	Asgard Capital Management Limited	Sale	-5,839	-6,890.02	Ordinary	5,839
23/08/2016	Asgard Capital Management Limited	Sale	-1,000	-1,170.00	Ordinary	1,000
30/08/2016	Asgard Capital Management Limited	Purchase	4,020	4,663.20	Ordinary	4,020
13/10/2016	Asgard Capital Management Limited	Purchase	25,000	27,750.00	Ordinary	25,000
21/10/2016	Asgard Capital Management Limited	Sale	-11,538	-12,691.80	Ordinary	11,538
19/01/2017	Asgard Capital Management Limited	Purchase	15,000	15,300.00	Ordinary	15,000
Total			95,671	116,872.26		
Asgard Capital Management Limited Total :			95,671	116,872.26		

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
29/02/2016	Asgard Capital Management Limited	Purchase	4,545	5,999.40	Ordinary	4,545
2/03/2016	Asgard Capital Management Limited	Purchase	3,076	3,998.80	Ordinary	3,076
4/03/2016	Asgard Capital Management Limited	Purchase	9,346	12,056.34	Ordinary	9,346
22/03/2016	Asgard Capital Management Limited	Purchase	6,956	7,999.40	Ordinary	6,956
22/03/2016	Asgard Capital Management Limited	Purchase	3,478	3,999.70	Ordinary	3,478
23/03/2016	Asgard Capital Management Limited	Purchase	4,918	5,999.96	Ordinary	4,918
12/04/2016	Asgard Capital Management Limited	Purchase	3,389	3,999.02	Ordinary	3,389
12/04/2016	Asgard Capital Management Limited	Purchase	6,600	7,788.00	Ordinary	6,600
14/04/2016	Asgard Capital Management Limited	Purchase	25,000	29,500.00	Ordinary	25,000
19/04/2016	Asgard Capital Management Limited	Purchase	12,605	14,999.95	Ordinary	12,605
19/04/2016	Asgard Capital Management Limited	Purchase	5,042	5,999.98	Ordinary	5,042
11/05/2016	Asgard Capital Management Limited	Purchase	6,600	7,788.00	Ordinary	6,600
11/05/2016	Asgard Capital Management Limited	Sale	-6,600	-7,788.00	Ordinary	6,600
3/06/2016	Asgard Capital Management Limited	Purchase	7,692	8,999.64	Ordinary	7,692

17/06/2016	Asgard Capital Management Limited	Purchase	4,237	4,999.66	Ordinary	4,237
21/06/2016	Asgard Capital Management Limited	Purchase	3,670	4,404.00	Ordinary	3,670
21/06/2016	Asgard Capital Management Limited	Purchase	6,666	7,999.20	Ordinary	6,666
22/06/2016	Asgard Capital Management Limited	Purchase	496	595.20	Ordinary	496
7/07/2016	Asgard Capital Management Limited	Purchase	5,839	6,890.02	Ordinary	5,839
7/07/2016	Asgard Capital Management Limited	Purchase	14,598	17,225.64	Ordinary	14,598
7/07/2016	Asgard Capital Management Limited	Sale	-14,598	-17,225.64	Ordinary	14,598
9/09/2016	Asgard Capital Management Limited	Sale	-6,000	-6,840.00	Ordinary	6,000
26/09/2016	Asgard Capital Management Limited	Sale	-14,598	-15,911.82	Ordinary	14,598
21/10/2016	Asgard Capital Management Limited	Purchase	11,538	12,691.80	Ordinary	11,538
25/10/2016	Asgard Capital Management Limited	Sale	-11,538	-12,230.28	Ordinary	11,538
Total			92,957	113,937.97		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
2/03/2016	BT Portfolio Services Limited	Purchase	13,000	17,160.00	Ordinary	13,000
2/03/2016	BT Portfolio Services Limited	Sale	-13,000	-17,160.00	Ordinary	13,000
4/03/2016	BT Portfolio Services Limited	Purchase	4,500	5,886.45	Ordinary	4,500
8/03/2016	BT Portfolio Services Limited	Purchase	5,761	7,496.79	Ordinary	5,761
8/03/2016	BT Portfolio Services Limited	Purchase	7,691	9,995.99	Ordinary	7,691
10/03/2016	BT Portfolio Services Limited	Purchase	22,500	28,800.00	Ordinary	22,500
10/03/2016	BT Portfolio Services Limited	Sale	-22,500	-28,800.00	Ordinary	22,500
15/03/2016	BT Portfolio Services Limited	Purchase	15,000	19,087.50	Ordinary	15,000
16/03/2016	BT Portfolio Services Limited	Purchase	1,000	1,235.00	Ordinary	1,000
17/03/2016	BT Portfolio Services Limited	Sale	-8,255	-9,944.80	Ordinary	8,255
18/03/2016	BT Portfolio Services Limited	Purchase	9,362	11,534.92	Ordinary	9,362
21/03/2016	BT Portfolio Services Limited	Purchase	3,500	4,341.40	Ordinary	3,500
21/03/2016	BT Portfolio Services Limited	Purchase	638	786.08	Ordinary	638
23/03/2016	BT Portfolio Services Limited	Purchase	15,300	18,090.72	Ordinary	15,300
23/03/2016	BT Portfolio Services Limited	Purchase	11,000	13,016.30	Ordinary	11,000
23/03/2016	BT Portfolio Services Limited	Purchase	7,000	8,296.40	Ordinary	7,000
24/03/2016	BT Portfolio Services Limited	Purchase	18,000	20,880.00	Ordinary	18,000
24/03/2016	BT Portfolio Services Limited	Sale	-18,000	-20,880.00	Ordinary	18,000
30/03/2016	BT Portfolio Services Limited	Purchase	19,500	22,267.05	Ordinary	19,500
30/03/2016	BT Portfolio Services Limited	Purchase	37,000	42,220.70	Ordinary	37,000
30/03/2016	BT Portfolio Services Limited	Purchase	3,000	3,360.00	Ordinary	3,000
31/03/2016	BT Portfolio Services Limited	Purchase	1,500	1,680.00	Ordinary	1,500
31/03/2016	BT Portfolio Services Limited	Purchase	4,425	5,044.50	Ordinary	4,425
31/03/2016	BT Portfolio Services Limited	Sale	-20,000	-22,364.00	Ordinary	20,000
1/04/2016	BT Portfolio Services Limited	Purchase	13,000	14,986.40	Ordinary	13,000
4/04/2016	BT Portfolio Services Limited	Purchase	4,350	5,012.94	Ordinary	4,350
4/04/2016	BT Portfolio Services Limited	Purchase	3,000	3,585.90	Ordinary	3,000
12/04/2016	BT Portfolio Services Limited	Purchase	3,500	4,200.00	Ordinary	3,500
14/04/2016	BT Portfolio Services Limited	Purchase	1,800	2,151.00	Ordinary	1,800
15/04/2016	BT Portfolio Services Limited	Purchase	2,900	3,516.25	Ordinary	2,900
29/04/2016	BT Portfolio Services Limited	Purchase	1,500	1,791.30	Ordinary	1,500
3/05/2016	BT Portfolio Services Limited	Sale	-10,000	-11,450.00	Ordinary	10,000
4/05/2016	BT Portfolio Services Limited	Purchase	44,247	50,521.22	Ordinary	44,247
12/05/2016	BT Portfolio Services Limited	Purchase	445	561.46	Ordinary	445
12/05/2016	BT Portfolio Services Limited	Purchase	1,450	1,747.40	Ordinary	1,450
16/05/2016	BT Portfolio Services Limited	Purchase	28,052	33,137.83	Ordinary	28,052
9/06/2016	BT Portfolio Services Limited	Purchase	10,000	11,800.00	Ordinary	10,000
17/06/2016	BT Portfolio Services Limited	Purchase	5,000	5,925.00	Ordinary	5,000
17/06/2016	BT Portfolio Services Limited	Purchase	18,000	21,510.00	Ordinary	18,000

17/06/2016	BT Portfolio Services Limited	Sale	-18,000	-21,510.00	Ordinary	18,000
21/06/2016	BT Portfolio Services Limited	Purchase	10,000	12,221.00	Ordinary	10,000
23/06/2016	BT Portfolio Services Limited	Purchase	5,000	5,975.00	Ordinary	5,000
24/06/2016	BT Portfolio Services Limited	Purchase	16,700	20,034.99	Ordinary	16,700
6/07/2016	BT Portfolio Services Limited	Purchase	25,200	30,023.28	Ordinary	25,200
13/07/2016	BT Portfolio Services Limited	Purchase	2,734	3,198.78	Ordinary	2,734
14/07/2016	BT Portfolio Services Limited	Purchase	38,500	45,087.35	Ordinary	38,500
18/07/2016	BT Portfolio Services Limited	Purchase	42,500	49,771.75	Ordinary	42,500
20/07/2016	BT Portfolio Services Limited	Purchase	2,500	2,900.00	Ordinary	2,500
25/07/2016	BT Portfolio Services Limited	Purchase	17,000	20,010.70	Ordinary	17,000
27/07/2016	BT Portfolio Services Limited	Purchase	7,500	8,737.50	Ordinary	7,500
27/07/2016	BT Portfolio Services Limited	Sale	-4,936	-5,750.44	Ordinary	4,936
27/07/2016	BT Portfolio Services Limited	Sale	-2,564	-2,987.06	Ordinary	2,564
28/07/2016	BT Portfolio Services Limited	Purchase	5,600	6,532.40	Ordinary	5,600
1/08/2016	BT Portfolio Services Limited	Purchase	5,968	6,899.60	Ordinary	5,968
2/08/2016	BT Portfolio Services Limited	Purchase	7,032	8,086.80	Ordinary	7,032
2/08/2016	BT Portfolio Services Limited	Purchase	6,000	6,936.60	Ordinary	6,000
2/08/2016	BT Portfolio Services Limited	Purchase	615	743.60	Ordinary	615
4/08/2016	BT Portfolio Services Limited	Purchase	12,500	14,750.00	Ordinary	12,500
4/08/2016	BT Portfolio Services Limited	Sale	-12,500	-14,750.00	Ordinary	12,500
10/08/2016	BT Portfolio Services Limited	Purchase	8,620	10,035.40	Ordinary	8,620
25/08/2016	BT Portfolio Services Limited	Sale	-13,500	-15,556.05	Ordinary	13,500
30/08/2016	BT Portfolio Services Limited	Purchase	4,276	5,039.27	Ordinary	4,276
31/08/2016	BT Portfolio Services Limited	Purchase	17,000	19,415.70	Ordinary	17,000
5/09/2016	BT Portfolio Services Limited	Purchase	6,000	6,937.80	Ordinary	6,000
5/09/2016	BT Portfolio Services Limited	Sale	-7,200	-8,100.00	Ordinary	7,200
14/09/2016	BT Portfolio Services Limited	Purchase	500	565.00	Ordinary	500
15/09/2016	BT Portfolio Services Limited	Sale	-5,759	-6,471.39	Ordinary	5,759
16/09/2016	BT Portfolio Services Limited	Purchase	6,600	7,428.30	Ordinary	6,600
16/09/2016	BT Portfolio Services Limited	Purchase	3,750	4,236.38	Ordinary	3,750
16/09/2016	BT Portfolio Services Limited	Sale	-5,041	-5,696.33	Ordinary	5,041
29/09/2016	BT Portfolio Services Limited	Purchase	500	550.00	Ordinary	500
29/09/2016	BT Portfolio Services Limited	Purchase	20,000	22,062.00	Ordinary	20,000
14/10/2016	BT Portfolio Services Limited	Purchase	18,000	19,440.00	Ordinary	18,000
14/10/2016	BT Portfolio Services Limited	Purchase	18,000	19,440.00	Ordinary	18,000
14/10/2016	BT Portfolio Services Limited	Sale	-18,000	-19,440.00	Ordinary	18,000
14/10/2016	BT Portfolio Services Limited	Sale	-18,000	-19,440.00	Ordinary	18,000
27/10/2016	BT Portfolio Services Limited	Purchase	4,800	5,076.48	Ordinary	4,800
28/10/2016	BT Portfolio Services Limited	Sale	-2,000	-2,090.00	Ordinary	2,000
31/10/2016	BT Portfolio Services Limited	Sale	-13,500	-14,075.10	Ordinary	13,500
2/11/2016	BT Portfolio Services Limited	Purchase	11,905	12,637.16	Ordinary	11,905
2/11/2016	BT Portfolio Services Limited	Sale	-10,000	-10,500.00	Ordinary	10,000
8/11/2016	BT Portfolio Services Limited	Sale	-5,000	-5,200.00	Ordinary	5,000
9/11/2016	BT Portfolio Services Limited	Purchase	14,250	14,999.55	Ordinary	14,250
18/11/2016	BT Portfolio Services Limited	Sale	-18,000	-18,414.00	Ordinary	18,000
22/11/2016	BT Portfolio Services Limited	Purchase	6,341	6,567.37	Ordinary	6,341
23/11/2016	BT Portfolio Services Limited	Purchase	19,000	19,986.10	Ordinary	19,000
25/11/2016	BT Portfolio Services Limited	Purchase	8,159	8,403.77	Ordinary	8,159
29/11/2016	BT Portfolio Services Limited	Sale	-10,000	-10,314.00	Ordinary	10,000
29/11/2016	BT Portfolio Services Limited	Sale	-21,783	-22,290.54	Ordinary	21,783
29/11/2016	BT Portfolio Services Limited	Sale	-13,617	-14,124.91	Ordinary	13,617
9/12/2016	BT Portfolio Services Limited	Purchase	8,000	8,196.00	Ordinary	8,000
13/12/2016	BT Portfolio Services Limited	Purchase	9,900	10,035.63	Ordinary	9,900
13/12/2016	BT Portfolio Services Limited	Purchase	14,500	14,681.25	Ordinary	14,500

16/12/2016	BT Portfolio Services Limited	Purchase	5,000	5,036.50	Ordinary	5,000
16/12/2016	BT Portfolio Services Limited	Purchase	3,000	3,036.30	Ordinary	3,000
23/12/2016	BT Portfolio Services Limited	Purchase	33,820	34,496.40	Ordinary	33,820
23/12/2016	BT Portfolio Services Limited	Sale	-8,620	-8,792.40	Ordinary	8,620
23/12/2016	BT Portfolio Services Limited	Sale	-25,200	-25,704.00	Ordinary	25,200
5/01/2017	BT Portfolio Services Limited	Purchase	16,000	16,054.40	Ordinary	16,000
9/01/2017	BT Portfolio Services Limited	Purchase	5,000	5,086.50	Ordinary	5,000
17/01/2017	BT Portfolio Services Limited	Purchase	16,000	16,000.00	Ordinary	16,000
17/01/2017	BT Portfolio Services Limited	Purchase	25,000	25,287.50	Ordinary	25,000
17/01/2017	BT Portfolio Services Limited	Sale	-16,000	-16,000.00	Ordinary	16,000
19/01/2017	BT Portfolio Services Limited	Purchase	5,000	5,136.50	Ordinary	5,000
24/01/2017	BT Portfolio Services Limited	Purchase	5,000	5,186.50	Ordinary	5,000
Total			515,216	596,784.58		
BT Funds Management Limited Total :			608,173	710,722.55		

Westpac RE Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	44,000	50,600.00	Ordinary	44,000
14/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	38,895	44,340.30	Ordinary	38,895
12/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	40,000	44,400.00	Ordinary	40,000
30/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	14,547	15,274.35	Ordinary	14,547
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	193,961	203,659.05	Ordinary	193,961
16/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-38,895	-38,895.00	Ordinary	38,895
17/01/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	5,000	5,050.00	Ordinary	5,000
Total			297,508	324,428.70		
Westpac RE Limited Total :			297,508	324,428.70		

ANNEXURE B – ASSOCIATED COMPANIES

This is annexure ‘B ’ (being 3 pages) referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin – Company Secretary, Westpac Banking Corporation – 27/01/2017

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