

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme CENTURIA METROPOLITAN REIT (CMA) as responsible entity for
CENTURIA METROPOLITAN REIT NO. 1 and
CENTURIA METROPOLITAN REIT NO. 2 (together, CENTURIA
METROPOLITAN REIT (CMA))

ACN/ARSN CENTURIA PROPERTY FUNDS LIMITED – ACN 086 553 639
CENTURIA METROPOLITAN REIT NO. 1 – ARSN 124 364 718
CENTURIA METROPOLITAN REIT NO.2 – ARSN 124 364 656

1. Details of substantial holder(1)

Name WESTPAC BANKING CORPORATION (WBC) and its associated entities listed
in Annexure 'B'

ACN/ARSN (if applicable) ACN 007 457 141

There was a change in the interests of the
substantial holder on 17/02/2017

The previous notice was given to the company on 5/02/2016

The previous notice was dated 3/02/2016

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)
STAPLED SECURITIES	8,705,639	7.29%	9,980,586	8.36%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
17/02/2017	WBC & its Associates, BT Investment Management (Fund Services) Limited, Westpac Financial Services Group Limited, BT Funds Management Limited, BT	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

	Investment Management (Institutional) Limited, BT Funds Management (NZ) Limited.				
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4. Present relevant interests

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

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and Number of securities	Person's votes
BT Funds Management (NZ) Limited	Guardian Nominees No.2 Ltd	Guardian Nominees No.2 Ltd	BT Funds Management (NZ) 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.	3,408,423, Stapled Securities	3,408,423
BT Funds Management Limited	BT Portfolio Services Limited	Guardian Nominees No.2 Ltd 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.	436,779, Stapled Securities	436,779
BT Investment Management (Fund Services) Limited	State Street Australia Limited HSBC Custody Nominees (Australia) Limited. BT Investment Management (Fund Services) Limited BT Investment Management (Fund Services) Limited	Guardian Nominees No.2 Ltd BT Portfolio Services Limited State Street Australia Limited HSBC Custody Nominees (Australia) Limited. BT Investment Management (Fund Services) Limited BT Investment Management (Fund Services) Limited	BT Investment Management (Fund Services) Limited is the responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	4,339,639, Stapled Securities	4,339,639

BT Investment Management (Institutional) Limited	Citicorp Nominees Pty Limited	Guardian Nominees No.2 Ltd BT Portfolio Services Limited State Street Australia Limited HSBC Custody Nominees (Australia) Limited. BT Investment Management (Fund Services) Limited BT Investment Management (Fund Services) Limited Citicorp Nominees Pty Limited	BT Investment Management (Institutional) Limited (previously known as BT Investment Management (RE) Limited) is the fund manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	1,476,147, Stapled Securities	1,476,147
Westpac Financial Services Group Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Westpac Financial Services Group Limited Registered Holder of Securities. ABN: 50 000 326 312	319,598, Stapled Securities	319,598

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
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Westpac Financial Services Group 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
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000

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 – 21/02/2017

TRANSACTION HISTORY

Sales & Purchases for the period : 4/02/2016 to 17/02/2017

SECURITY: CMA

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
10/02/2016	BT Portfolio Services Limited	Purchase	9,852	20,036.01	STAPLED SECURITIES	9,852
10/02/2016	BT Portfolio Services Limited	Purchase	9,852	20,036.01	STAPLED SECURITIES	9,852
10/02/2016	BT Portfolio Services Limited	Purchase	9,852	20,036.01	STAPLED SECURITIES	9,852
3/03/2016	BT Portfolio Services Limited	Purchase	1,080	2,255.36	STAPLED SECURITIES	1,080
24/03/2016	BT Portfolio Services Limited	Purchase	24,365	49,994.54	STAPLED SECURITIES	24,365
29/03/2016	BT Portfolio Services Limited	Purchase	19,705	40,432.69	STAPLED SECURITIES	19,705
18/04/2016	BT Portfolio Services Limited	Purchase	8,000	17,227.20	STAPLED SECURITIES	8,000
22/04/2016	BT Portfolio Services Limited	Purchase	23,255	50,044.76	STAPLED SECURITIES	23,255
22/04/2016	BT Portfolio Services Limited	Purchase	9,302	20,035.58	STAPLED SECURITIES	9,302
3/05/2016	BT Portfolio Services Limited	Purchase	850	1,878.25	STAPLED SECURITIES	850
5/05/2016	BT Portfolio Services Limited	Purchase	11,575	25,153.63	STAPLED SECURITIES	11,575
9/05/2016	BT Portfolio Services Limited	Sale	-850	-1,774.12	STAPLED SECURITIES	850
12/05/2016	BT Portfolio Services Limited	Purchase	9,300	20,302.83	STAPLED SECURITIES	9,300
31/05/2016	BT Portfolio Services Limited	Purchase	4,650	10,080.27	STAPLED SECURITIES	4,650
22/06/2016	BT Portfolio Services Limited	Sale	-37,075	-79,407.24	STAPLED SECURITIES	37,075
8/07/2016	BT Portfolio Services Limited	Purchase	9,175	20,779.54	STAPLED SECURITIES	9,175
18/07/2016	BT Portfolio Services Limited	Purchase	4,090	9,034.40	STAPLED SECURITIES	4,090
19/07/2016	BT Portfolio Services Limited	Purchase	8,400	18,572.40	STAPLED SECURITIES	8,400
20/07/2016	BT Portfolio Services Limited	Purchase	9,000	19,746.00	STAPLED SECURITIES	9,000
22/07/2016	BT Portfolio Services Limited	Purchase	494	1,142.92	STAPLED SECURITIES	494
22/07/2016	BT Portfolio Services Limited	Purchase	870	1,985.17	STAPLED SECURITIES	870
16/09/2016	BT Portfolio Services Limited	Purchase	1,994	4,363.27	STAPLED SECURITIES	1,994
6/10/2016	BT Portfolio Services Limited	Sale	-985	-2,101.10	STAPLED SECURITIES	985
11/10/2016	BT Portfolio Services Limited	Sale	-22,830	-49,504.57	STAPLED SECURITIES	22,830
26/10/2016	BT Portfolio Services Limited	Sale	-33,334	-72,268.11	STAPLED SECURITIES	33,334
26/10/2016	BT Portfolio Services Limited	Sale	-23,255	-50,463.35	STAPLED SECURITIES	23,255
26/10/2016	BT Portfolio Services Limited	Purchase	23,255	50,463.35	STAPLED SECURITIES	23,255
1/11/2016	BT Portfolio Services Limited	Sale	-3,060	-6,420.19	STAPLED SECURITIES	3,060
1/11/2016	BT Portfolio Services Limited	Sale	-4,030	-8,467.03	STAPLED SECURITIES	4,030

11/11/2016	BT Portfolio Services Limited	Purchase	2,818	5,996.42	STAPLED SECURITIES	2,818
11/11/2016	BT Portfolio Services Limited	Sale	-4,444	-9,295.96	STAPLED SECURITIES	4,444
17/11/2016	BT Portfolio Services Limited	Purchase	2,380	5,046.31	STAPLED SECURITIES	2,380
23/11/2016	BT Portfolio Services Limited	Sale	-4,090	-8,507.20	STAPLED SECURITIES	4,090
23/11/2016	BT Portfolio Services Limited	Purchase	4,090	8,507.20	STAPLED SECURITIES	4,090
13/01/2017	BT Portfolio Services Limited	Sale	-9,109	-19,912.27	STAPLED SECURITIES	9,109
24/01/2017	BT Portfolio Services Limited	Purchase	2,818	6,171.42	STAPLED SECURITIES	2,818
24/01/2017	BT Portfolio Services Limited	Sale	-2,818	-6,171.42	STAPLED SECURITIES	2,818
	Total		65,142	135,028.99		
	BT Funds Management Limited Total :		65,142	135,028.99		

BT Funds Management (NZ) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
9/02/2016	Guardian Nominees No.2 Ltd	Purchase	70,000	148,113.00	STAPLED SECURITIES	70,000
10/02/2016	Guardian Nominees No.2 Ltd	Purchase	2,700	5,779.89	STAPLED SECURITIES	2,700
1/04/2016	Guardian Nominees No.2 Ltd	Purchase	117,668	264,729.47	STAPLED SECURITIES	117,668
4/04/2016	Guardian Nominees No.2 Ltd	Purchase	15,000	33,711.00	STAPLED SECURITIES	15,000
5/04/2016	Guardian Nominees No.2 Ltd	Purchase	4,167	9,463.26	STAPLED SECURITIES	4,167
17/05/2016	Guardian Nominees No.2 Ltd	Purchase	15,631	36,426.48	STAPLED SECURITIES	15,631
18/05/2016	Guardian Nominees No.2 Ltd	Purchase	16,398	38,391.00	STAPLED SECURITIES	16,398
19/05/2016	Guardian Nominees No.2 Ltd	Purchase	9,853	22,871.77	STAPLED SECURITIES	9,853
26/05/2016	Guardian Nominees No.2 Ltd	Purchase	56,597	130,801.33	STAPLED SECURITIES	56,597
30/05/2016	Guardian Nominees No.2 Ltd	Purchase	36,976	85,688.18	STAPLED SECURITIES	36,976
31/05/2016	Guardian Nominees No.2 Ltd	Purchase	34,360	79,433.45	STAPLED SECURITIES	34,360
11/07/2016	Guardian Nominees No.2 Ltd	Purchase	1,874	4,280.59	STAPLED SECURITIES	1,874
12/07/2016	Guardian Nominees No.2 Ltd	Purchase	23,867	54,252.08	STAPLED SECURITIES	23,867
13/07/2016	Guardian Nominees No.2 Ltd	Purchase	21,419	48,708.95	STAPLED SECURITIES	21,419
14/07/2016	Guardian Nominees No.2 Ltd	Purchase	55,876	128,565.09	STAPLED SECURITIES	55,876
15/07/2016	Guardian Nominees No.2 Ltd	Purchase	5,886	13,530.74	STAPLED SECURITIES	5,886
18/07/2016	Guardian Nominees No.2 Ltd	Purchase	16,576	38,680.10	STAPLED SECURITIES	16,576
19/07/2016	Guardian Nominees No.2 Ltd	Purchase	66,963	155,327.37	STAPLED SECURITIES	66,963
21/07/2016	Guardian Nominees No.2 Ltd	Purchase	43,654	102,338.07	STAPLED SECURITIES	43,654
22/07/2016	Guardian Nominees No.2 Ltd	Purchase	6,000	14,015.40	STAPLED SECURITIES	6,000
25/07/2016	Guardian Nominees No.2 Ltd	Purchase	2,460	5,733.28	STAPLED SECURITIES	2,460
26/07/2016	Guardian Nominees No.2 Ltd	Purchase	1,000	2,355.00	STAPLED SECURITIES	1,000
4/08/2016	Guardian Nominees No.2 Ltd	Sale	-260,000	-620,802.00	STAPLED SECURITIES	260,000
5/09/2016	Guardian Nominees No.2 Ltd	Purchase	40,000	93,816.00	STAPLED SECURITIES	40,000
7/09/2016	Guardian Nominees No.2 Ltd	Purchase	34,449	79,839.00	STAPLED SECURITIES	34,449
9/09/2016	Guardian Nominees No.2 Ltd	Purchase	25,000	58,167.50	STAPLED SECURITIES	25,000

12/09/2016	Guardian Nominees No.2 Ltd	Purchase	35,552	82,541.08	STAPLED SECURITIES	35,552
13/09/2016	Guardian Nominees No.2 Ltd	Purchase	85,037	196,231.38	STAPLED SECURITIES	85,037
14/09/2016	Guardian Nominees No.2 Ltd	Purchase	29,962	67,860.93	STAPLED SECURITIES	29,962
15/09/2016	Guardian Nominees No.2 Ltd	Purchase	59,530	134,299.68	STAPLED SECURITIES	59,530
16/09/2016	Guardian Nominees No.2 Ltd	Purchase	25,075	55,834.50	STAPLED SECURITIES	25,075
20/09/2016	Guardian Nominees No.2 Ltd	Purchase	19,800	44,292.60	STAPLED SECURITIES	19,800
31/10/2016	Guardian Nominees No.2 Ltd	Purchase	51,000	115,586.40	STAPLED SECURITIES	51,000
25/11/2016	Guardian Nominees No.2 Ltd	Purchase	54,000	121,197.60	STAPLED SECURITIES	54,000
28/11/2016	Guardian Nominees No.2 Ltd	Purchase	31,283	70,912.30	STAPLED SECURITIES	31,283
29/11/2016	Guardian Nominees No.2 Ltd	Purchase	12,203	27,403.06	STAPLED SECURITIES	12,203
30/11/2016	Guardian Nominees No.2 Ltd	Purchase	24,000	53,536.80	STAPLED SECURITIES	24,000
5/12/2016	Guardian Nominees No.2 Ltd	Purchase	37,754	84,032.85	STAPLED SECURITIES	37,754
6/12/2016	Guardian Nominees No.2 Ltd	Purchase	16,240	36,241.18	STAPLED SECURITIES	16,240
6/12/2016	Guardian Nominees No.2 Ltd	Sale	-490,615	-1,100,007.89	STAPLED SECURITIES	490,615
6/12/2016	Guardian Nominees No.2 Ltd	Purchase	490,615	1,100,007.89	STAPLED SECURITIES	490,615
7/12/2016	Guardian Nominees No.2 Ltd	Purchase	35,867	80,202.20	STAPLED SECURITIES	35,867
23/12/2016	Guardian Nominees No.2 Ltd	Purchase	45,000	100,989.00	STAPLED SECURITIES	45,000
28/12/2016	Guardian Nominees No.2 Ltd	Purchase	1,689	3,786.23	STAPLED SECURITIES	1,689
29/12/2016	Guardian Nominees No.2 Ltd	Purchase	29,562	65,473.92	STAPLED SECURITIES	29,562
10/01/2017	Guardian Nominees No.2 Ltd	Purchase	14,417	32,830.39	STAPLED SECURITIES	14,417
11/01/2017	Guardian Nominees No.2 Ltd	Purchase	46,162	105,129.34	STAPLED SECURITIES	46,162
11/01/2017	Guardian Nominees No.2 Ltd	Purchase	46,162	105,129.34	STAPLED SECURITIES	46,162
24/01/2017	Guardian Nominees No.2 Ltd	Purchase	81,342	185,305.21	STAPLED SECURITIES	81,342
27/01/2017	Guardian Nominees No.2 Ltd	Purchase	58,658	133,493.88	STAPLED SECURITIES	58,658
2/02/2017	Guardian Nominees No.2 Ltd	Purchase	16,190	37,426.42	STAPLED SECURITIES	16,190
3/02/2017	Guardian Nominees No.2 Ltd	Purchase	58,405	134,331.50	STAPLED SECURITIES	58,405
6/02/2017	Guardian Nominees No.2 Ltd	Purchase	23,405	53,693.41	STAPLED SECURITIES	23,405
14/02/2017	Guardian Nominees No.2 Ltd	Purchase	51,616	124,239.71	STAPLED SECURITIES	51,616
16/02/2017	Guardian Nominees No.2 Ltd	Purchase	8,098	19,475.69	STAPLED SECURITIES	8,098
	Total		1,462,383	3,305,692.60		
	BT Funds Management (NZ) Limited Total :		1,462,383	3,305,692.60		

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	30,000	61,200.00	STAPLED SECURITIES	30,000
16/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	30,000	61,200.00	STAPLED SECURITIES	30,000
16/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-30,000	-61,200.00	STAPLED SECURITIES	30,000
16/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-30,000	-61,200.00	STAPLED SECURITIES	30,000
16/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-30,000	-61,200.00	STAPLED SECURITIES	30,000

25/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-25	-51.25	STAPLED SECURITIES	25
25/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	25	51.25	STAPLED SECURITIES	25
25/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	25	51.25	STAPLED SECURITIES	25
25/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-25	-51.25	STAPLED SECURITIES	25
25/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-25	-51.25	STAPLED SECURITIES	25
26/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	301	617.05	STAPLED SECURITIES	301
26/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	301	617.05	STAPLED SECURITIES	301
26/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-301	-617.05	STAPLED SECURITIES	301
26/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-301	-617.05	STAPLED SECURITIES	301
26/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-301	-617.05	STAPLED SECURITIES	301
29/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,674	-17,781.70	STAPLED SECURITIES	8,674
29/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	8,674	17,781.70	STAPLED SECURITIES	8,674
29/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	8,674	17,781.70	STAPLED SECURITIES	8,674
29/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,674	-17,781.70	STAPLED SECURITIES	8,674
29/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,674	-17,781.70	STAPLED SECURITIES	8,674
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-15,503	-31,626.12	STAPLED SECURITIES	15,503
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-15,503	-31,626.12	STAPLED SECURITIES	15,503
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	15,503	31,626.12	STAPLED SECURITIES	15,503
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	15,503	31,626.12	STAPLED SECURITIES	15,503
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-15,503	-31,626.12	STAPLED SECURITIES	15,503
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,638	7,421.52	STAPLED SECURITIES	3,638
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,638	7,421.52	STAPLED SECURITIES	3,638
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,638	-7,421.52	STAPLED SECURITIES	3,638
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,638	-7,421.52	STAPLED SECURITIES	3,638
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,638	-7,421.52	STAPLED SECURITIES	3,638
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,426	-4,949.04	STAPLED SECURITIES	2,426
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,426	4,949.04	STAPLED SECURITIES	2,426
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,426	4,949.04	STAPLED SECURITIES	2,426
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,426	-4,949.04	STAPLED SECURITIES	2,426
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,426	-4,949.04	STAPLED SECURITIES	2,426
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	10,335	21,083.40	STAPLED SECURITIES	10,335
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	10,335	21,083.40	STAPLED SECURITIES	10,335
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-10,335	-21,083.40	STAPLED SECURITIES	10,335
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-10,335	-21,083.40	STAPLED SECURITIES	10,335
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-10,335	-21,083.40	STAPLED SECURITIES	10,335
4/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,132	8,470.60	STAPLED SECURITIES	4,132
7/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	11,904	24,403.20	STAPLED SECURITIES	11,904
10/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-24,000	-48,960.00	STAPLED SECURITIES	24,000
10/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	24,000	48,960.00	STAPLED SECURITIES	24,000
10/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	24,000	48,960.00	STAPLED SECURITIES	24,000

10/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-24,000	-48,960.00	STAPLED SECURITIES	24,000
10/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-24,000	-48,960.00	STAPLED SECURITIES	24,000
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-14,761	-31,440.93	STAPLED SECURITIES	14,761
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	14,761	31,440.93	STAPLED SECURITIES	14,761
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-14,761	-31,440.93	STAPLED SECURITIES	14,761
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	14,761	31,440.93	STAPLED SECURITIES	14,761
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-14,761	-31,440.93	STAPLED SECURITIES	14,761
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-13,766	-29,596.90	STAPLED SECURITIES	13,766
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	13,766	29,596.90	STAPLED SECURITIES	13,766
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	13,766	29,596.90	STAPLED SECURITIES	13,766
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-13,766	-29,596.90	STAPLED SECURITIES	13,766
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-13,766	-29,596.90	STAPLED SECURITIES	13,766
6/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,459	9,676.03	STAPLED SECURITIES	4,459
10/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-373	-805.68	STAPLED SECURITIES	373
26/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,334	7,201.44	STAPLED SECURITIES	3,334
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,086	-8,784.90	STAPLED SECURITIES	4,086
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,334	-7,168.10	STAPLED SECURITIES	3,334
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-13,078	-28,117.70	STAPLED SECURITIES	13,078
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	13,078	28,117.70	STAPLED SECURITIES	13,078
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	13,078	28,117.70	STAPLED SECURITIES	13,078
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-13,078	-28,117.70	STAPLED SECURITIES	13,078
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-13,078	-28,117.70	STAPLED SECURITIES	13,078
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	8,454	18,429.72	STAPLED SECURITIES	8,454
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	8,454	18,429.72	STAPLED SECURITIES	8,454
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,454	-18,429.72	STAPLED SECURITIES	8,454
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,454	-18,429.72	STAPLED SECURITIES	8,454
27/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,454	-18,429.72	STAPLED SECURITIES	8,454
19/07/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-22,150	-48,065.50	STAPLED SECURITIES	22,150
19/07/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	22,150	48,065.50	STAPLED SECURITIES	22,150
19/07/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	22,150	48,065.50	STAPLED SECURITIES	22,150
19/07/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-22,150	-48,065.50	STAPLED SECURITIES	22,150
19/07/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-22,150	-48,065.50	STAPLED SECURITIES	22,150
2/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,227	9,553.02	STAPLED SECURITIES	4,227
10/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,813	11,069.90	STAPLED SECURITIES	4,813
11/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,161	6,859.37	STAPLED SECURITIES	3,161
24/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,755	8,185.90	STAPLED SECURITIES	3,755
27/10/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,299	-18,091.82	STAPLED SECURITIES	8,299
4/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,813	-10,203.56	STAPLED SECURITIES	4,813
4/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,227	-8,961.24	STAPLED SECURITIES	4,227
4/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,755	-7,960.60	STAPLED SECURITIES	3,755

4/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3	-6.36	STAPLED SECURITIES	3
8/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,158	-6,726.54	STAPLED SECURITIES	3,158
8/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-992	-2,112.96	STAPLED SECURITIES	992
12/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-28,000	-59,640.00	STAPLED SECURITIES	28,000
3/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-13,000	-28,340.00	STAPLED SECURITIES	13,000
17/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-17,880	-41,124.00	STAPLED SECURITIES	17,880
	Total		-219,246	-463,847.13		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
27/10/2016	State Street Australia Limited	Purchase	8,299	18,091.82	STAPLED SECURITIES	8,299
8/12/2016	State Street Australia Limited	Purchase	4,150	8,839.50	STAPLED SECURITIES	4,150
9/12/2016	State Street Australia Limited	Purchase	3,127	6,708.98	STAPLED SECURITIES	3,127
9/12/2016	State Street Australia Limited	Purchase	4,435	9,515.29	STAPLED SECURITIES	4,435
9/12/2016	State Street Australia Limited	Purchase	1,034	2,218.45	STAPLED SECURITIES	1,034
3/02/2017	State Street Australia Limited	Purchase	14,454	33,124.23	STAPLED SECURITIES	14,454
3/02/2017	State Street Australia Limited	Purchase	8,650	19,823.21	STAPLED SECURITIES	8,650
3/02/2017	State Street Australia Limited	Sale	-14,454	-33,124.23	STAPLED SECURITIES	14,454
3/02/2017	State Street Australia Limited	Purchase	5,858	13,424.78	STAPLED SECURITIES	5,858
3/02/2017	State Street Australia Limited	Sale	-11,662	-26,725.81	STAPLED SECURITIES	11,662
	Total		23,891	51,896.22	STAPLED SECURITIES	
	BT Investment Management (Fund Services) Limited Total :		-195,355	-411,950.91		

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
17/02/2016	Citicorp Nominees Pty Limited	Sale	-9,000	-18,360.00	STAPLED SECURITIES	9,000
17/02/2016	Citicorp Nominees Pty Limited	Sale	-9,000	-18,360.00	STAPLED SECURITIES	9,000
17/02/2016	Citicorp Nominees Pty Limited	Purchase	9,000	18,360.00	STAPLED SECURITIES	9,000
2/03/2016	Citicorp Nominees Pty Limited	Sale	-10,336	-21,085.44	STAPLED SECURITIES	10,336
2/03/2016	Citicorp Nominees Pty Limited	Purchase	10,336	21,085.44	STAPLED SECURITIES	10,336
2/03/2016	Citicorp Nominees Pty Limited	Sale	-10,336	-21,085.44	STAPLED SECURITIES	10,336
3/03/2016	Citicorp Nominees Pty Limited	Sale	-6,891	-14,057.64	STAPLED SECURITIES	6,891
3/03/2016	Citicorp Nominees Pty Limited	Purchase	6,891	14,057.64	STAPLED SECURITIES	6,891
3/03/2016	Citicorp Nominees Pty Limited	Sale	-6,891	-14,057.64	STAPLED SECURITIES	6,891
7/03/2016	Citicorp Nominees Pty Limited	Purchase	11,904	24,403.20	STAPLED SECURITIES	11,904
7/03/2016	Citicorp Nominees Pty Limited	Sale	-11,904	-24,403.20	STAPLED SECURITIES	11,904
7/03/2016	Citicorp Nominees Pty Limited	Sale	-11,904	-24,403.20	STAPLED SECURITIES	11,904
	Total		-38,131	-77,906.28		
	BT Investment Management (Institutional) Limited Total :		-38,131	-77,906.28		

Westpac Financial Services Group Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,900	9,996.00	STAPLED SECURITIES	4,900
16/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,900	9,996.00	STAPLED SECURITIES	4,900
16/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,900	-9,996.00	STAPLED SECURITIES	4,900
16/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,900	-9,996.00	STAPLED SECURITIES	4,900
16/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,900	-9,996.00	STAPLED SECURITIES	4,900
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	523	1,066.92	STAPLED SECURITIES	523
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	523	1,066.92	STAPLED SECURITIES	523
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-523	-1,066.92	STAPLED SECURITIES	523
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-523	-1,066.92	STAPLED SECURITIES	523
2/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-523	-1,066.92	STAPLED SECURITIES	523
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	348	709.92	STAPLED SECURITIES	348
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	348	709.92	STAPLED SECURITIES	348
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-348	-709.92	STAPLED SECURITIES	348
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-348	-709.92	STAPLED SECURITIES	348
3/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-348	-709.92	STAPLED SECURITIES	348
4/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,132	-8,470.60	STAPLED SECURITIES	4,132
4/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,132	8,470.60	STAPLED SECURITIES	4,132
4/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,132	8,470.60	STAPLED SECURITIES	4,132
4/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,132	-8,470.60	STAPLED SECURITIES	4,132
4/03/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,132	-8,470.60	STAPLED SECURITIES	4,132
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,390	5,090.70	STAPLED SECURITIES	2,390
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,390	5,090.70	STAPLED SECURITIES	2,390
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,390	-5,090.70	STAPLED SECURITIES	2,390
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,390	-5,090.70	STAPLED SECURITIES	2,390
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,390	-5,090.70	STAPLED SECURITIES	2,390
6/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,459	-9,676.03	STAPLED SECURITIES	4,459
6/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,459	9,676.03	STAPLED SECURITIES	4,459
6/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,459	9,676.03	STAPLED SECURITIES	4,459
6/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,459	-9,676.03	STAPLED SECURITIES	4,459
6/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,459	-9,676.03	STAPLED SECURITIES	4,459
26/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,334	7,201.44	STAPLED SECURITIES	3,334
26/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,334	7,201.44	STAPLED SECURITIES	3,334
26/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,334	-7,201.44	STAPLED SECURITIES	3,334
26/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,334	-7,201.44	STAPLED SECURITIES	3,334
26/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,334	-7,201.44	STAPLED SECURITIES	3,334
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,920	-10,578.00	STAPLED SECURITIES	4,920

24/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,920	10,578.00	STAPLED SECURITIES	4,920
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,920	10,578.00	STAPLED SECURITIES	4,920
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,920	-10,578.00	STAPLED SECURITIES	4,920
24/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,920	-10,578.00	STAPLED SECURITIES	4,920
2/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,227	-9,553.02	STAPLED SECURITIES	4,227
2/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,227	9,553.02	STAPLED SECURITIES	4,227
2/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,227	-9,553.02	STAPLED SECURITIES	4,227
2/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,227	-9,553.02	STAPLED SECURITIES	4,227
2/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,227	9,553.02	STAPLED SECURITIES	4,227
10/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,813	11,069.90	STAPLED SECURITIES	4,813
10/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,813	11,069.90	STAPLED SECURITIES	4,813
10/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,813	-11,069.90	STAPLED SECURITIES	4,813
10/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,813	-11,069.90	STAPLED SECURITIES	4,813
10/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,813	-11,069.90	STAPLED SECURITIES	4,813
11/10/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,161	-6,859.37	STAPLED SECURITIES	3,161
24/10/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,755	-8,185.90	STAPLED SECURITIES	3,755
1/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,967	-12,769.38	STAPLED SECURITIES	5,967
30/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-12,128	-25,953.92	STAPLED SECURITIES	12,128
5/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-18,142	-39,730.98	STAPLED SECURITIES	18,142
6/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-9,851	-21,475.18	STAPLED SECURITIES	9,851
9/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-17,985	-39,027.45	STAPLED SECURITIES	17,985
11/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-738	-1,601.46	STAPLED SECURITIES	738
12/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-26,435	-57,363.95	STAPLED SECURITIES	26,435
10/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	358	805.5	STAPLED SECURITIES	358
17/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	17,880	41,124.00	STAPLED SECURITIES	17,880
17/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	83,436	192,737.16	STAPLED SECURITIES	83,436
	Total		-30,534	-51,713.46		
	Westpac Financial Services Group Limited Total :		-30,534	-51,713.46		

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 – 21/02/2017

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 29.3% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (29.3%)	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