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## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

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To Company Name/Scheme MAYNE PHARMA GROUP LIMITED (MYX)

ACN/ARSN ACN 115 832 963

#### 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 03/09/2014

The previous notice was given to the company on 10/04/2014

The previous notice was dated 08/04/2014

#### 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	29,924,517	5.10%	36,723,857	6.26%

#### 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
3/09/2014	WBC & its Associates, Asgard Capital Management Limited, BT Funds Management Limited, BT Investment Management (Fund Services) Limited, Advance Asset Management Limited, BT Funds Management No.2 Limited, BT Investment Management (Institutional) 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
Advance Asset Management Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Advance Asset Management Ltd is the RE of various unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	2,323,274, Ordinary	2,323,274
Asgard Capital Management Limited	ASGARD Capital Management Limited	HSBC Custody Nominees (Australia) Limited.  ASGARD Capital Management Limited	Asgard Capital Management Limited ABN 92 009 279 592 AFSL 240695 RSE Licence L0001946 is the trustee, administrator and custodian of all Asgard superannuation entities, the (Hillross) PortfolioCare Retirement Plan and the BEACON Superannuation Plan. In those capacities, Asgard has the power to exercise the right to vote attached to, and to dispose of, the securities held by these entities.	57,450, Ordinary	57,450
BT Funds Management Limited	BT Portfolio Services Limited	HSBC Custody Nominees (Australia) 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.	923,355, Ordinary	923,355
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.  ASGARD Capital Management Limited  BT Portfolio Services Limited  HSBC Custody	BT Funds Management No 2 Limited is or may be the Manager of various Superannuation funds, Institutional investor portfolios and unit trusts and, in that capacity, can exercise the	2,744,575, Ordinary	2,744,575

		Nominees (Australia) Limited.	power to vote or dispose of the shares.		
BT Investment Management (Fund Services) Limited	Australia and New Zealand Banking Group Limited  National Australian Custodian Services  National Nominees Limited	HSBC Custody Nominees (Australia) Limited.  ASGARD Capital Management Limited  BT Portfolio Services Limited  HSBC Custody Nominees (Australia) Limited.  Australia and New Zealand Banking Group Limited  National Australian Custodian Services  National Nominees 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.	1,971,252, Ordinary	1,971,252
BT Investment Management (Institutional) Limited	National Australia Bank Limited  HSBC Custody Nominees (Australia) Limited.	National Australia Bank Limited  HSBC Custody Nominees (Australia) 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.	28,703,951, Ordinary	28,703,951

## 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 St, Sydney NSW 2000
Asgard Capital Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Advance Asset Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Sydney, Sydney NSW 2000
BT Funds Management No.2 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
MAYNE PHARMA GROUP LIMITED (MYX)	The Company Secretary, MAYNE PHARMA GROUP LIMITED (MYX) Level 14, 474 Flinders Street MELBOURNE VIC 3000  Tel: +61 3 8614 7777 Fax: +61 3 8614 7022

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here \_\_\_\_\_ Date 05/09/2014

## **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 - 03/09/2014

**TRANSACTION HISTORY**

Sales & Purchases for the period : 9/04/2014 to 3/09/2014

SECURITY: MYX

**Advance Asset Management Limited**

<b>Date</b>	<b>Registered Company</b>	<b>Nature of Change</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>	<b>Person's votes affected</b>
10/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	9,405	8,370.45	Ordinary	9,405
11/04/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-113,198	.00	Ordinary	113,198
15/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,239	1,925.54	Ordinary	2,239
16/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	3,453	3,004.11	Ordinary	3,453
17/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	15,680	14,112.00	Ordinary	15,680
22/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,381	2,119.09	Ordinary	2,381
5/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-18,754	-15,565.82	Ordinary	18,754
5/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-31,354	-26,023.82	Ordinary	31,354
21/05/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	22,602	20,115.78	Ordinary	22,602
28/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-6,957	-6,330.87	Ordinary	6,957
28/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-6,043	-5,499.13	Ordinary	6,043
4/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	45,413	41,779.96	Ordinary	45,413
5/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	24,387	22,192.17	Ordinary	24,387
14/07/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,000	-1,680.00	Ordinary	2,000
31/07/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	60,817	52,910.79	Ordinary	60,817
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-4,625	-3,700.00	Ordinary	4,625
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,176	-1,740.80	Ordinary	2,176
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-9,405	-7,524.00	Ordinary	9,405
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,239	-1,791.20	Ordinary	2,239
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-3,453	-2,762.40	Ordinary	3,453
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-15,680	-12,544.00	Ordinary	15,680
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,381	-1,904.80	Ordinary	2,381
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-45,413	-36,330.40	Ordinary	45,413
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-24,387	-19,509.60	Ordinary	24,387
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-7,793	-6,234.40	Ordinary	7,793
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-4,435	-3,548.00	Ordinary	4,435
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-12,806	-10,244.80	Ordinary	12,806
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-859	-687.20	Ordinary	859
27/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	151,858	127,560.72	Ordinary	151,858
<b>Total</b>			<b>24,277</b>	<b>130,469.37</b>		
<b>Advance Asset Management Limited Total</b>			<b>24,277</b>	<b>130,469.37</b>		
<b>:</b>						

**Asgard Capital Management Limited**

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
14/04/2014	ASGARD Capital Management Limited	Purchase	23,400	19,890.00	Ordinary	23,400
16/04/2014	ASGARD Capital Management Limited	Purchase	3,790	3,297.30	Ordinary	3,790
26/05/2014	ASGARD Capital Management Limited	Purchase	11,052	10,499.40	Ordinary	11,052
29/05/2014	ASGARD Capital Management Limited	Sale	-10,000	-9,200.00	Ordinary	10,000
31/07/2014	ASGARD Capital Management Limited	Sale	-11,052	-9,725.76	Ordinary	11,052
12/08/2014	ASGARD Capital Management Limited	Purchase	9,250	7,492.50	Ordinary	9,250
3/09/2014	ASGARD Capital Management Limited	Purchase	1,169	876.75	Ordinary	1,169
	<b>Total</b>		<b>27,609</b>	<b>23,130.19</b>		
	<b>Asgard Capital Management Limited Total :</b>		<b>27,609</b>	<b>23,130.19</b>		

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**BT Funds Management Limited**


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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
10/04/2014	BT Portfolio Services Limited	Purchase	17,050	15,039.81	Ordinary	17,050
16/04/2014	BT Portfolio Services Limited	Purchase	30,000	26,169.00	Ordinary	30,000
1/05/2014	BT Portfolio Services Limited	Purchase	2,900	2,501.25	Ordinary	2,900
7/05/2014	BT Portfolio Services Limited	Purchase	25,000	22,115.00	Ordinary	25,000
9/05/2014	BT Portfolio Services Limited	Purchase	11,765	10,036.72	Ordinary	11,765
15/05/2014	BT Portfolio Services Limited	Purchase	20,000	17,856.00	Ordinary	20,000
29/05/2014	BT Portfolio Services Limited	Purchase	54,000	49,728.60	Ordinary	54,000
11/06/2014	BT Portfolio Services Limited	Purchase	5,620	5,065.31	Ordinary	5,620
3/07/2014	BT Portfolio Services Limited	Sale	-28,000	-24,640.00	Ordinary	28,000
3/07/2014	BT Portfolio Services Limited	Sale	-59,640	-52,483.20	Ordinary	59,640
3/07/2014	BT Portfolio Services Limited	Sale	-18,542	-16,316.96	Ordinary	18,542
3/07/2014	BT Portfolio Services Limited	Purchase	106,182	93,440.16	Ordinary	106,182
11/08/2014	BT Portfolio Services Limited	Purchase	6,250	5,036.25	Ordinary	6,250
	<b>Total</b>		<b>172,585</b>	<b>153,547.93</b>		
	<b>BT Funds Management Limited Total :</b>		<b>172,585</b>	<b>153,547.93</b>		

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**BT Funds Management No.2 Limited**


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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
9/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	10,846	9,436.02	Ordinary	10,846
10/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	30,913	27,203.44	Ordinary	30,913
11/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	19,126	16,065.84	Ordinary	19,126
30/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	55,997	47,597.45	Ordinary	55,997
1/05/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	62,714	53,306.90	Ordinary	62,714
2/05/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	73,159	60,721.97	Ordinary	73,159
5/05/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	46,677	39,208.68	Ordinary	46,677
24/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	88	73.92	Ordinary	88
30/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	32,066	27,256.10	Ordinary	32,066

1/07/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	43,407	36,895.95	Ordinary	43,407
2/07/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	21,656	18,407.60	Ordinary	21,656
11/07/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	6,842	5,815.70	Ordinary	6,842
7/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	47,224	40,140.40	Ordinary	47,224
12/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	3,394	2,647.32	Ordinary	3,394
12/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	38,481	30,784.80	Ordinary	38,481
13/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	21,396	17,116.80	Ordinary	21,396
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	71,881	57,504.80	Ordinary	71,881
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	102,828	82,262.40	Ordinary	102,828
2/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	97,137	72,852.75	Ordinary	97,137
3/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,238	916.12	Ordinary	1,238
3/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	56,104	42,078.00	Ordinary	56,104
3/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	205,422	154,066.50	Ordinary	205,422
<b>Total</b>			<b>1,048,596</b>	<b>842,359.46</b>		
<b>BT Funds Management No.2 Limited Total</b>						
:			<b>1,048,596</b>	<b>842,359.46</b>		

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**BT Investment Management (Fund Services) Limited**


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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
9/04/2014	Australia and New Zealand Banking Group Limited	Purchase	1,447	1,258.89	Ordinary	1,447
10/04/2014	Australia and New Zealand Banking Group Limited	Purchase	3,256	2,865.28	Ordinary	3,256
11/04/2014	Australia and New Zealand Banking Group Limited	Purchase	1,973	1,657.32	Ordinary	1,973
30/04/2014	Australia and New Zealand Banking Group Limited	Purchase	6,171	5,245.35	Ordinary	6,171
1/05/2014	Australia and New Zealand Banking Group Limited	Purchase	6,509	5,532.65	Ordinary	6,509
2/05/2014	Australia and New Zealand Banking Group Limited	Purchase	8,497	7,052.51	Ordinary	8,497
5/05/2014	Australia and New Zealand Banking Group Limited	Purchase	4,873	4,093.32	Ordinary	4,873
23/06/2014	Australia and New Zealand Banking Group Limited	Purchase	6,240	5,304.00	Ordinary	6,240
24/06/2014	Australia and New Zealand Banking Group Limited	Purchase	11	9.24	Ordinary	11
30/06/2014	Australia and New Zealand Banking Group Limited	Purchase	4,011	3,409.35	Ordinary	4,011
1/07/2014	Australia and New Zealand Banking Group Limited	Purchase	5,429	4,614.65	Ordinary	5,429
2/07/2014	Australia and New Zealand Banking Group Limited	Purchase	2,709	2,302.65	Ordinary	2,709
11/07/2014	Australia and New Zealand Banking Group Limited	Purchase	855	726.75	Ordinary	855
7/08/2014	Australia and New Zealand Banking Group Limited	Purchase	9,007	7,655.95	Ordinary	9,007
12/08/2014	Australia and New Zealand Banking Group Limited	Purchase	999	779.22	Ordinary	999
12/08/2014	Australia and New Zealand Banking Group Limited	Purchase	11,325	9,060.00	Ordinary	11,325
13/08/2014	Australia and New Zealand Banking Group Limited	Purchase	3,224	2,579.20	Ordinary	3,224
20/08/2014	Australia and New Zealand Banking Group Limited	Purchase	15,494	12,395.20	Ordinary	15,494
20/08/2014	Australia and New Zealand Banking Group Limited	Purchase	10,831	8,664.80	Ordinary	10,831
2/09/2014	Australia and New Zealand Banking Group Limited	Purchase	10,678	8,008.50	Ordinary	10,678
3/09/2014	Australia and New Zealand Banking Group Limited	Purchase	6,271	4,703.25	Ordinary	6,271
3/09/2014	Australia and New Zealand Banking Group Limited	Purchase	22,962	17,221.50	Ordinary	22,962



3/09/2014	Australia and New Zealand Banking Group Limited	Purchase	138	102.12	Ordinary	138
<b>Total</b>			<b>142,910</b>	<b>115,241.70</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
9/04/2014	National Australian Custodian Services	Purchase	3,499	3,044.13	Ordinary	3,499
10/04/2014	National Australian Custodian Services	Purchase	8,277	7,283.76	Ordinary	8,277
11/04/2014	National Australian Custodian Services	Purchase	5,039	4,232.76	Ordinary	5,039
30/04/2014	National Australian Custodian Services	Purchase	15,774	13,407.90	Ordinary	15,774
1/05/2014	National Australian Custodian Services	Purchase	16,611	14,119.35	Ordinary	16,611
2/05/2014	National Australian Custodian Services	Purchase	21,911	18,186.13	Ordinary	21,911
5/05/2014	National Australian Custodian Services	Purchase	12,445	10,453.80	Ordinary	12,445
24/06/2014	National Australian Custodian Services	Purchase	31	26.04	Ordinary	31
30/06/2014	National Australian Custodian Services	Purchase	11,171	9,495.35	Ordinary	11,171
1/07/2014	National Australian Custodian Services	Purchase	15,121	12,852.85	Ordinary	15,121
2/07/2014	National Australian Custodian Services	Purchase	7,544	6,412.40	Ordinary	7,544
11/07/2014	National Australian Custodian Services	Purchase	2,383	2,025.55	Ordinary	2,383
7/08/2014	National Australian Custodian Services	Purchase	21,003	17,852.55	Ordinary	21,003
12/08/2014	National Australian Custodian Services	Purchase	2,160	1,684.80	Ordinary	2,160
12/08/2014	National Australian Custodian Services	Purchase	24,492	19,593.60	Ordinary	24,492
13/08/2014	National Australian Custodian Services	Purchase	7,710	6,168.00	Ordinary	7,710
20/08/2014	National Australian Custodian Services	Purchase	37,056	29,644.80	Ordinary	37,056
20/08/2014	National Australian Custodian Services	Purchase	25,903	20,722.40	Ordinary	25,903
2/09/2014	National Australian Custodian Services	Purchase	27,385	20,538.75	Ordinary	27,385
3/09/2014	National Australian Custodian Services	Purchase	58,350	43,762.50	Ordinary	58,350
3/09/2014	National Australian Custodian Services	Purchase	352	260.48	Ordinary	352
3/09/2014	National Australian Custodian Services	Purchase	15,936	11,952.00	Ordinary	15,936
<b>Total</b>			<b>340,153</b>	<b>273,719.90</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
9/04/2014	National Nominees Limited	Purchase	3,827	3,329.49	Ordinary	3,827
10/04/2014	National Nominees Limited	Purchase	9,091	8,000.08	Ordinary	9,091
11/04/2014	National Nominees Limited	Purchase	5,537	4,651.08	Ordinary	5,537
30/04/2014	National Nominees Limited	Purchase	17,336	14,735.60	Ordinary	17,336
1/05/2014	National Nominees Limited	Purchase	18,251	15,513.35	Ordinary	18,251
2/05/2014	National Nominees Limited	Purchase	24,072	19,979.76	Ordinary	24,072
5/05/2014	National Nominees Limited	Purchase	13,673	11,485.32	Ordinary	13,673
24/06/2014	National Nominees Limited	Purchase	34	28.56	Ordinary	34
30/06/2014	National Nominees Limited	Purchase	12,269	10,428.65	Ordinary	12,269
1/07/2014	National Nominees Limited	Purchase	16,608	14,116.80	Ordinary	16,608
2/07/2014	National Nominees Limited	Purchase	8,286	7,043.10	Ordinary	8,286
11/07/2014	National Nominees Limited	Purchase	2,618	2,225.30	Ordinary	2,618
7/08/2014	National Nominees Limited	Purchase	23,081	19,618.85	Ordinary	23,081
12/08/2014	National Nominees Limited	Purchase	2,374	1,851.72	Ordinary	2,374
12/08/2014	National Nominees Limited	Purchase	26,919	21,535.20	Ordinary	26,919
13/08/2014	National Nominees Limited	Purchase	8,473	6,778.40	Ordinary	8,473
20/08/2014	National Nominees Limited	Purchase	28,465	22,772.00	Ordinary	28,465

20/08/2014	National Nominees Limited	Purchase	40,719	32,575.20	Ordinary	40,719
2/09/2014	National Nominees Limited	Purchase	30,034	22,525.50	Ordinary	30,034
3/09/2014	National Nominees Limited	Purchase	64,111	48,083.25	Ordinary	64,111
3/09/2014	National Nominees Limited	Purchase	386	285.64	Ordinary	386
3/09/2014	National Nominees Limited	Purchase	17,509	13,131.75	Ordinary	17,509
<b>Total</b>			<b>373,673</b>	<b>300,694.60</b>		
<b>BT Investment Management (Fund Services) Limited Total :</b>			<b>856,736</b>	<b>689,656.20</b>		

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**BT Investment Management (Institutional) Limited**


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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
9/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	65,491	56,977.17	Ordinary	65,491
10/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	156,919	138,088.72	Ordinary	156,919
11/04/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-244,045	-207,438.25	Ordinary	244,045
11/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	95,648	80,344.32	Ordinary	95,648
30/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	267,553	227,420.05	Ordinary	267,553
1/05/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	305,624	259,780.40	Ordinary	305,624
2/05/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	377,282	313,144.06	Ordinary	377,282
5/05/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	228,160	191,654.40	Ordinary	228,160
18/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	500,000	420,000.00	Ordinary	500,000
24/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	516	433.44	Ordinary	516
30/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	187,464	159,344.40	Ordinary	187,464
1/07/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	253,766	215,701.10	Ordinary	253,766
2/07/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	126,602	107,611.70	Ordinary	126,602
3/07/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-148,126	-130,350.88	Ordinary	148,126
4/07/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-350,000	-311,500.00	Ordinary	350,000
4/07/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-350,000	-311,500.00	Ordinary	350,000
4/07/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,874	-1,667.86	Ordinary	1,874
11/07/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	40,000	34,000.00	Ordinary	40,000
7/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-214,670	-182,469.50	Ordinary	214,670
12/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	39,107	30,503.46	Ordinary	39,107
12/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	443,370	354,696.00	Ordinary	443,370
13/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	135,700	108,560.00	Ordinary	135,700
19/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-154,023	-127,839.09	Ordinary	154,023
19/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-200,000	-166,000.00	Ordinary	200,000
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-24,962	-20,468.84	Ordinary	24,962
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-438,017	-350,413.60	Ordinary	438,017
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	455,898	364,718.40	Ordinary	455,898
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-295,977	-236,781.60	Ordinary	295,977
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-53,683	-44,020.06	Ordinary	53,683
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	652,175	521,740.00	Ordinary	652,175
26/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-72,146	-61,324.10	Ordinary	72,146
26/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-21,500	-18,275.00	Ordinary	21,500
26/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,830	-2,405.50	Ordinary	2,830
26/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-400,000	-340,000.00	Ordinary	400,000

26/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-113,338	-96,337.30	Ordinary	113,338
26/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-200,000	-170,000.00	Ordinary	200,000
2/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	456,652	342,489.00	Ordinary	456,652
3/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	268,047	201,035.25	Ordinary	268,047
3/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	981,456	736,092.00	Ordinary	981,456
3/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	5,912	4,374.88	Ordinary	5,912
<b>Total</b>			<b>2,758,151</b>	<b>2,089,917.17</b>		

<b>Date</b>	<b>Registered Company</b>	<b>Nature of Change</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>	<b>Person's votes affected</b>
9/04/2014	National Australia Bank Limited	Purchase	22,689	19,739.43	Ordinary	22,689
10/04/2014	National Australia Bank Limited	Purchase	41,544	36,558.72	Ordinary	41,544
11/04/2014	National Australia Bank Limited	Purchase	24,584	20,650.56	Ordinary	24,584
11/04/2014	National Australia Bank Limited	Purchase	244,045	207,438.25	Ordinary	244,045
30/04/2014	National Australia Bank Limited	Purchase	87,169	74,093.65	Ordinary	87,169
1/05/2014	National Australia Bank Limited	Purchase	90,291	76,747.35	Ordinary	90,291
2/05/2014	National Australia Bank Limited	Purchase	121,531	100,870.73	Ordinary	121,531
5/05/2014	National Australia Bank Limited	Purchase	67,720	56,884.80	Ordinary	67,720
24/06/2014	National Australia Bank Limited	Purchase	168	141.12	Ordinary	168
30/06/2014	National Australia Bank Limited	Purchase	61,172	51,996.20	Ordinary	61,172
1/07/2014	National Australia Bank Limited	Purchase	82,808	70,386.80	Ordinary	82,808
2/07/2014	National Australia Bank Limited	Purchase	41,312	35,115.20	Ordinary	41,312
11/07/2014	National Australia Bank Limited	Purchase	13,053	11,095.05	Ordinary	13,053
7/08/2014	National Australia Bank Limited	Purchase	114,355	97,201.75	Ordinary	114,355
12/08/2014	National Australia Bank Limited	Purchase	11,765	9,176.70	Ordinary	11,765
12/08/2014	National Australia Bank Limited	Purchase	133,388	106,710.40	Ordinary	133,388
13/08/2014	National Australia Bank Limited	Purchase	41,974	33,579.20	Ordinary	41,974
20/08/2014	National Australia Bank Limited	Purchase	141,016	112,812.80	Ordinary	141,016
20/08/2014	National Australia Bank Limited	Purchase	201,728	161,382.40	Ordinary	201,728
2/09/2014	National Australia Bank Limited	Purchase	149,129	111,846.75	Ordinary	149,129
3/09/2014	National Australia Bank Limited	Purchase	1,914	1,416.36	Ordinary	1,914
3/09/2014	National Australia Bank Limited	Purchase	317,699	238,274.25	Ordinary	317,699
3/09/2014	National Australia Bank Limited	Purchase	86,767	65,075.25	Ordinary	86,767
<b>Total</b>			<b>2,097,821</b>	<b>1,699,193.72</b>		
<b>BT Investment Management (Institutional) Limited Total :</b>			<b>4,855,972</b>	<b>3,789,110.89</b>		

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#### Westpac RE Limited

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<b>Date</b>	<b>Registered Company</b>	<b>Nature of Change</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>	<b>Person's votes affected</b>
10/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	26,046	23,180.94	Ordinary	26,046
11/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	113,198	.00	Ordinary	113,198
15/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	6,201	5,332.86	Ordinary	6,201
16/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	9,562	8,318.94	Ordinary	9,562
17/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	43,427	39,084.30	Ordinary	43,427
22/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	6,595	5,869.55	Ordinary	6,595

4/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	219,909	202,316.28	Ordinary	219,909
5/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	118,091	107,462.81	Ordinary	118,091
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-6,201	-4,960.80	Ordinary	6,201
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-43,427	-34,741.60	Ordinary	43,427
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-18,217	-14,573.60	Ordinary	18,217
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-35,083	-28,066.40	Ordinary	35,083
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-113,198	-90,558.40	Ordinary	113,198
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-9,562	-7,649.60	Ordinary	9,562
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-219,909	-175,927.20	Ordinary	219,909
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-118,091	-94,472.80	Ordinary	118,091
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-21,581	-17,264.80	Ordinary	21,581
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-55,400	-44,320.00	Ordinary	55,400
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-6,027	-4,821.60	Ordinary	6,027
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-12,283	-9,826.40	Ordinary	12,283
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-35,465	-28,372.00	Ordinary	35,465
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,379	-1,903.20	Ordinary	2,379
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-26,046	-20,836.80	Ordinary	26,046
20/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-6,595	-5,276.00	Ordinary	6,595
<b>Total</b>			<b>-186,435</b>	<b>-192,005.52</b>		
<b>Westpac RE Limited Total :</b>			<b>-186,435</b>	<b>-192,005.52</b>		

## 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 – 03/09/2014

Westpac Banking Corporation	Australia	Packaging Properties 1 Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	Packaging Properties 2 Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	Packaging Properties 3 Pty Limited	Australia
1925 Advances Pty Limited	Australia	Partnership Pacific Pty Limited	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Partnership Pacific Securities Pty Limited	Australia
Advance Asset Management Limited	Australia	Pashley Investments Pty Limited	Australia
Altitude Administration Pty Limited	Australia	Qvalent Pty Limited	Australia
Altitude Rewards Pty Limited	Australia	RAMS Financial Group Pty Limited	Australia
Aotearoa Financial Services Limited	New Zealand	Reinventure Fund ILP	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	RMS Warehouse Trust 2007-1	Australia
Ascalon Capital Managers Limited	Australia	Sallmoor Pty Limited	Australia
Ascalon Funds Seed Pool Trust	Australia	Securitor Financial Group Limited	Australia
Asgard Capital Management Limited	Australia	Seed Pool Trust No. 2	Australia
Asgard Wealth Solutions Limited	Australia	Series 2007-1G WST Trust	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	Series 2008-1M WST Trust	Australia
Australian Loan Processing Security Trust	Australia	Series 2009-1 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 1	Australia	Series 2011-1 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 2	Australia	Series 2011-2 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 3	Australia	Series 2011-3 WST Trust	Australia
Bella Trust No. 2 Series 2012 - 1	Australia	Series 2012-1 WST Trust	Australia
Bella Trust No. 2 Series 2010 - 1	Australia	Series 2013-1 WST Trust	Australia
Bella Trust No. 2 Series 2010 - 2	Australia	Series 2013-2 WST Trust	Australia
Belliston Pty Limited	Australia	Series 2014-1 WST Trust	Australia
Bill Acceptance Corporation Pty Limited	Australia	SIE-Lease (Australia) Pty Limited	Australia
BLE Capital Investments Pty Limited	Australia	SIE-Lease (New Zealand) Pty Limited	New Zealand
BLE Capital Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
BLE Development Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
BLE Holdings Pty Limited	Australia	St.George Custodial Pty Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Equity Finance Limited	Australia
BT Australia Pty Limited	Australia	St.George Finance Holdings Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	St.George Finance Limited	Australia
BT Financial Group Pty Limited	Australia	St.George Life Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	St.George Motor Finance Limited	Australia
BT Funds Management Limited	Australia	St.George Procurement Management Pty Limited	Australia
BT Funds Management No.2 Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT Investment Management (Fund Services) Limited	Australia	Sydney Capital Corp Inc.	USA
BT Investment Management (Institutional) Limited	Australia	Tavarua Funding Trust IV	USA
BT Investment Management Limited	Australia	Teuton Pty Limited	Australia
BT Long Term Income Fund	Australia	The Home Mortgage Company Limited	New Zealand
BT Portfolio Services Limited	Australia	The Mortgage Company Pty Limited	Australia
BT Private Nominees Pty Limited	Australia	The Warehouse Financial Services Limited	New Zealand

BT Securities Limited	Australia	Value Nominees Pty Limited	Australia
BT Short Term Income Fund	Australia	W1 Investments Pty Limited	Australia
BTIM UK Limited	UK	Waratah Receivables Corp Pty Limited	Australia
Canning Park Capital Pte. Ltd	Australia	Waratah Securities Australia Limited	Australia
Capital Corporate Finance Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
Capital Finance (NZ) Limited	Australia	Westpac Administration Pty Limited	Australia
Capital Finance Australia Limited	Australia	Westpac Administration 2 Limited	Australia
Capital Finance New Zealand Limited	Australia	Westpac Administration 3 Limited	Australia
Capital Fleetlease Limited	Australia	Westpac Administration 4 Limited	Australia
Capital Motor Finance Limited	Australia	Westpac Altitude Rewards Trust	Australia
Capital Rent Group Limited	New Zealand	Westpac Americas Inc.	USA
Castlereagh Trust	Australia	Westpac Asian Lending Pty Limited	Australia
CBA Limited	Australia	Westpac Bank of Tonga	Tonga
Challenge Limited	Australia	Westpac Bank Samoa Limited	Samoa
Core Infrastructure Income Feeder 1 L P	UK	Westpac Bank-PNG-Limited	Papua New Guinea
Core Infrastructure Income Feeder 2 L P	UK	Westpac Capital Holdings Inc.	USA
Core Infrastructure Income Master L P	UK	Westpac Capital Markets Holding Corp.	USA
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Capital Markets LLC	USA
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Capital Trust IV	USA
Crusade CP Management Pty Limited	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade CP No.1 Pty Limited	Australia	Westpac Cash PIE Fund	Australia
Crusade CP Trust No. 41	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Trust No. 44	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 48	Australia	Westpac Covered Bond Trust	Australia
Crusade CP Trust No. 49	Australia	Westpac Custodian Nominees Pty Limited	Australia
Crusade CP Trust No. 50	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 52	Australia	Westpac Delta LLC	USA
Crusade CP Trust No. 53	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade CP Trust No. 54	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade CP Trust No. 55	Australia	Westpac Equipment Finance Limited	Australia
Crusade CP Trust No. 56	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade CP Trust No. 57	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade CP Trust No. 58	Australia	Westpac Equity Pty Limited	Australia
Crusade CP Trust No. 60	Australia	Westpac Europe Limited	UK
Crusade Euro Trust 1E of 2006	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Euro Trust 1E of 2007	Australia	Westpac Financial Consultants Limited	Australia
Crusade Global Trust 1 of 2005	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Global Trust 1 of 2006	Australia	Westpac Financial Services Group Limited	Australia
Crusade Global Trust 1 of 2007	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Crusade Global Trust 2 of 2005	Australia	Westpac Financial Services Limited	Australia
Crusade Global Trust 2 of 2006	Australia	Westpac Funding Holdings Pty Limited	Australia
Crusade Management Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Crusade Trust 1A of 2005	Australia	Westpac Funds Financing Pty Limited	Australia
Crusade 2P Trust of 2008	Australia	Westpac General Insurance Limited	Australia
Danaby Pty Limited	Australia	Westpac General Insurance Services Limited	Australia
Epicfrog Pty Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia

eQR Securities Pty. Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
Europe Infrastructure Debt LP	UK	Westpac Group Investments Australia Pty Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand
General Credit Holdings Pty Limited	Australia	Westpac Investment Capital Corporation	USA
General Credits Pty Limited	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
Halcyon Securities Pty Limited	Australia	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac Investment Vehicle Pty Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Investments U.K. Limited	UK
Hastings Forests Australia Pty Limited	Australia	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Funds Management (UK) Limited	Singapore	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Funds Management (USA) Inc.	UK	Westpac Life Insurance Services Limited	Australia
Hastings Funds Management Asia Pty. Limited	USA	Westpac Life-NZ-Limited	New Zealand
Hastings Funds Management Limited	Australia	Westpac New Zealand Group Limited	New Zealand
Hastings Group Pty Limited	Australia	Westpac New Zealand Limited	New Zealand
Hastings Infrastructure 1 Limited	UK	Westpac Nominees-NZ-Limited	New Zealand
Hastings Infrastructure 2 Limited	UK	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hastings Investment Capital LP	USA	Westpac NZ Covered Bond Limited	New Zealand
Hastings Investment Management Pty Ltd	USA	Westpac NZ Leasing Limited	New Zealand
Hastings Investment Management (Europe) Ltd	UK	Westpac NZ Operations Limited	New Zealand
Hastings Investments GP LLC	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
Hastings Korea Company Limited	Korea	Westpac NZ Securitisation Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac NZ Securitisation No. 2 Limited	New Zealand
Hastings Management Pty Limited	India	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Hickory Trust	Australia	Westpac Pacific Limited Partnership	Australia
Hitton Pty Limited	Australia	Westpac Properties Limited	Australia
HLT Custodian Trust	New Zealand	Westpac RE Limited	Australia
Infrastructure GP LLP	UK	Westpac Securities Administration Limited	Australia
Infrastructure GP 2 LLP	UK	Westpac Securities Limited	Australia
J O Hambro Capital Management Holdings Limited	UK	Westpac Securities NZ Limited	New Zealand
J O Hambro Capital Management Limited	UK	Westpac Securitisation Holdings Pty Limited	Australia
JOHCM (Singapore) Pte Limited	Singapore	Westpac Securitisation Management Pty Limited	Australia
JOHCM (USA) Inc	USA	Westpac Singapore Limited	Singapore
Magnitude Group Pty Limited	Australia	Westpac Structured Products Limited	Australia
MIF Custodian Trust	New Zealand	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Nationwide Management Pty Limited	Australia	Westpac Term PIE Fund	New Zealand
Net Nominees Limited	Australia	Westpac TPS Trust	Australia
North Ryde Office Trust	Australia	Westpac Unit Trust	Australia
Number 120 Limited	New Zealand	Westpac USA Inc.	USA
Oniston Pty Limited	Australia		

Note: Westpac retains 62.1% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (62.1%)	Australia
BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)	Australia