

1 December 2014

Company Announcements Platform  
Australian Securities Exchange Limited  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam,

Notice of change of interests of substantial holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of Mayne Pharma Group Limited.

A notice in substantially the same terms will also be lodged with the ASX on behalf of Westpac Banking Corporation (WBC).

Yours faithfully,

Chris Millard  
Company Secretary

## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

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

ACN/ARSN ACN 115 832 963

#### 1. Details of substantial holder(1)

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

ACN/ARSN (if applicable) ACN 126 365 822

There was a change in the interests of the substantial holder on 27/11/2014

The previous notice was given to the company on 05/09/2014

The previous notice was dated 03/09/2014

#### 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	36,723,857	6.26%	43,081,975	7.33%

#### 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
27/11/2014	WBC & its Associates , Asgard Capital Management Limited, BT Funds Management Limited, Advance Asset Management Limited, BT Investment Management (Fund Services) 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.	146,085, Ordinary	146,085
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.	1,091,955, Ordinary	1,091,955
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	3,459,362, Ordinary	3,459,362

		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.	2,508,445, Ordinary	2,508,445
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.	33,552,854, Ordinary	33,552,854

## 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
BT Funds 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 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 Chris Millard Capacity Company Secretary

Sign here \_\_\_\_\_ Date 01/12/2014

## **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 27/11/2014

**TRANSACTION HISTORY**

Sales & Purchases for the period : 4/09/2014 to 27/11/2014

SECURITY: MYX

**Asgard Capital Management Limited**

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/09/2014	ASGARD Capital Management Limited	Purchase	5,481	4,110.75	Ordinary	5,481
19/09/2014	ASGARD Capital Management Limited	Purchase	13,100	10,087.00	Ordinary	13,100
2/10/2014	ASGARD Capital Management Limited	Purchase	3,934	3,029.18	Ordinary	3,934
24/10/2014	ASGARD Capital Management Limited	Purchase	13,000	10,010.00	Ordinary	13,000
29/10/2014	ASGARD Capital Management Limited	Purchase	13,300	9,975.00	Ordinary	13,300
31/10/2014	ASGARD Capital Management Limited	Purchase	1,940	1,455.00	Ordinary	1,940
6/11/2014	ASGARD Capital Management Limited	Purchase	30,000	23,400.00	Ordinary	30,000
11/11/2014	ASGARD Capital Management Limited	Purchase	7,880	5,988.80	Ordinary	7,880
	<b>Total</b>		<b>88,635</b>	<b>68,055.73</b>		
	<b>Asgard Capital Management Limited Total :</b>		<b>88,635</b>	<b>68,055.73</b>		

**BT Funds Management Limited**

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
4/09/2014	BT Portfolio Services Limited	Purchase	11,000	8,305.00	Ordinary	11,000
22/09/2014	BT Portfolio Services Limited	Purchase	12,000	9,156.00	Ordinary	12,000
30/09/2014	BT Portfolio Services Limited	Sale	-10,000	-7,464.00	Ordinary	10,000
10/10/2014	BT Portfolio Services Limited	Purchase	5,000	3,886.50	Ordinary	5,000
27/10/2014	BT Portfolio Services Limited	Purchase	13,000	9,981.40	Ordinary	13,000
29/10/2014	BT Portfolio Services Limited	Purchase	20,000	15,236.00	Ordinary	20,000
13/11/2014	BT Portfolio Services Limited	Purchase	13,000	9,925.50	Ordinary	13,000
13/11/2014	BT Portfolio Services Limited	Purchase	20,000	15,266.00	Ordinary	20,000
27/11/2014	BT Portfolio Services Limited	Purchase	7,600	5,052.48	Ordinary	7,600
	<b>Total</b>		<b>91,600</b>	<b>69,344.88</b>		
	<b>BT Funds Management Limited Total :</b>		<b>91,600</b>	<b>69,344.88</b>		

**BT Funds Management No.2 Limited**

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	28,227	20,887.98	Ordinary	28,227

8/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,799	2,071.26	Ordinary	2,799
10/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	90,289	67,716.75	Ordinary	90,289
11/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	241,976	181,482.00	Ordinary	241,976
18/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	226,683	170,012.25	Ordinary	226,683
15/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,272	928.56	Ordinary	1,272
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	17,353	12,667.69	Ordinary	17,353
27/11/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	106,188	69,022.20	Ordinary	106,188
<b>Total</b>			<b>714,787</b>	<b>524,788.69</b>		
<b>BT Funds Management No.2 Limited Total :</b>			<b>714,787</b>	<b>524,788.69</b>		

---

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


---

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/09/2014	Australia and New Zealand Banking Group Limited	Purchase	727	537.98	Ordinary	727
8/09/2014	Australia and New Zealand Banking Group Limited	Purchase	258	190.92	Ordinary	258
10/09/2014	Australia and New Zealand Banking Group Limited	Purchase	10,192	7,644.00	Ordinary	10,192
11/09/2014	Australia and New Zealand Banking Group Limited	Purchase	19,730	14,797.50	Ordinary	19,730
18/09/2014	Australia and New Zealand Banking Group Limited	Purchase	21,867	16,400.25	Ordinary	21,867
13/10/2014	Australia and New Zealand Banking Group Limited	Purchase	6,987	5,100.51	Ordinary	6,987
15/10/2014	Australia and New Zealand Banking Group Limited	Purchase	230	167.90	Ordinary	230
16/10/2014	Australia and New Zealand Banking Group Limited	Purchase	3,142	2,293.66	Ordinary	3,142
18/11/2014	Australia and New Zealand Banking Group Limited	Purchase	3,420	2,599.20	Ordinary	3,420
27/11/2014	Australia and New Zealand Banking Group Limited	Purchase	13,830	8,989.50	Ordinary	13,830
<b>Total</b>			<b>80,383</b>	<b>58,721.42</b>		

  

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/09/2014	National Australian Custodian Services	Purchase	8,208	6,073.92	Ordinary	8,208
8/09/2014	National Australian Custodian Services	Purchase	806	596.44	Ordinary	806
10/09/2014	National Australian Custodian Services	Purchase	25,914	19,435.50	Ordinary	25,914
11/09/2014	National Australian Custodian Services	Purchase	70,252	52,689.00	Ordinary	70,252
18/09/2014	National Australian Custodian Services	Purchase	65,446	49,084.50	Ordinary	65,446
13/10/2014	National Australian Custodian Services	Purchase	2,215	1,616.95	Ordinary	2,215
15/10/2014	National Australian Custodian Services	Purchase	412	300.76	Ordinary	412
16/10/2014	National Australian Custodian Services	Purchase	5,617	4,100.41	Ordinary	5,617
18/11/2014	National Australian Custodian Services	Purchase	3,636	2,763.36	Ordinary	3,636
27/11/2014	National Australian Custodian Services	Purchase	35,122	22,829.30	Ordinary	35,122
<b>Total</b>			<b>217,628</b>	<b>159,490.14</b>		

  

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/09/2014	National Nominees Limited	Purchase	9,088	6,725.12	Ordinary	9,088
8/09/2014	National Nominees Limited	Purchase	887	656.38	Ordinary	887



10/09/2014	National Nominees Limited	Purchase	28,474	21,355.50	Ordinary	28,474
11/09/2014	National Nominees Limited	Purchase	77,214	57,910.50	Ordinary	77,214
18/09/2014	National Nominees Limited	Purchase	71,912	53,934.00	Ordinary	71,912
13/10/2014	National Nominees Limited	Purchase	2,436	1,778.28	Ordinary	2,436
15/10/2014	National Nominees Limited	Purchase	452	329.96	Ordinary	452
16/10/2014	National Nominees Limited	Purchase	6,173	4,506.29	Ordinary	6,173
18/11/2014	National Nominees Limited	Purchase	3,946	2,998.96	Ordinary	3,946
27/11/2014	National Nominees Limited	Purchase	38,600	25,090.00	Ordinary	38,600
<b>Total</b>			<b>239,182</b>	<b>175,284.99</b>		
<b>BT Investment Management (Fund Services) Limited Total :</b>			<b>537,193</b>	<b>393,496.55</b>		

---

**BT Investment Management (Institutional) Limited**


---

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	142,935	105,771.90	Ordinary	142,935
8/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	13,928	10,306.72	Ordinary	13,928
10/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	446,755	335,066.25	Ordinary	446,755
11/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,210,485	907,863.75	Ordinary	1,210,485
18/09/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,128,261	846,195.75	Ordinary	1,128,261
13/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	8,034	5,864.82	Ordinary	8,034
15/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	6,737	4,918.01	Ordinary	6,737
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	91,901	67,087.73	Ordinary	91,901
27/11/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	615,134	399,837.10	Ordinary	615,134
<b>Total</b>			<b>3,664,170</b>	<b>2,682,912.03</b>		
Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/09/2014	National Australia Bank Limited	Purchase	45,057	33,342.18	Ordinary	45,057
8/09/2014	National Australia Bank Limited	Purchase	4,396	3,253.04	Ordinary	4,396
10/09/2014	National Australia Bank Limited	Purchase	141,060	105,795.00	Ordinary	141,060
11/09/2014	National Australia Bank Limited	Purchase	382,546	286,909.50	Ordinary	382,546
18/09/2014	National Australia Bank Limited	Purchase	356,263	267,197.25	Ordinary	356,263
13/10/2014	National Australia Bank Limited	Purchase	12,080	8,818.40	Ordinary	12,080
15/10/2014	National Australia Bank Limited	Purchase	2,242	1,636.66	Ordinary	2,242
16/10/2014	National Australia Bank Limited	Purchase	30,582	22,324.86	Ordinary	30,582
18/11/2014	National Australia Bank Limited	Purchase	19,381	14,729.56	Ordinary	19,381
27/11/2014	National Australia Bank Limited	Purchase	191,126	124,231.90	Ordinary	191,126
<b>Total</b>			<b>1,184,733</b>	<b>868,238.35</b>		
<b>BT Investment Management (Institutional) Limited Total :</b>			<b>4,848,903</b>	<b>3,551,150.38</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 – 27/11/2014

Westpac Banking Corporation	Australia	Qvalent Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	RAMS Financial Group Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	Reinventure Fund ILP	Australia
1925 Advances Pty Limited	Australia	RMS Warehouse Trust 2007-1	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Sallmoor Pty Limited	Australia
Advance Asset Management Limited	Australia	Securitor Financial Group Limited	Australia
Altitude Administration Pty Limited	Australia	Seed Pool Trust No. 2	Australia
Altitude Rewards Pty Limited	Australia	Series 2007-1G WST Trust	Australia
Aotearoa Financial Services Limited	New Zealand	Series 2008-1M WST Trust	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	Series 2009-1 WST Trust	Australia
Ascalon Capital Managers Limited	Australia	Series 2011-1 WST Trust	Australia
Ascalon Funds Seed Pool Trust	Australia	Series 2011-2 WST Trust	Australia
Asgard Capital Management Limited	Australia	Series 2011-3 WST Trust	Australia
Asgard Wealth Solutions Limited	Australia	Series 2012-1 WST Trust	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	Series 2013-1 WST Trust	Australia
Australian Loan Processing Security Trust	Australia	Series 2013-2 WST Trust	Australia
Bella Trust No. 2	Australia	Series 2014-1 WST Trust	Australia
Bella Trust	Australia	SIE-Lease (Australia) Pty Limited	Australia
Belliston Pty Limited	Australia	SIE-Lease (New Zealand) Pty Limited	New Zealand
Bill Acceptance Corporation Pty Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
BLE Capital Limited	Australia	St.George Business Finance Pty Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Custodial Pty Limited	Australia
BT Australia Pty Limited	Australia	St.George Equity Finance Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	St.George Finance Holdings Limited	Australia
BT Financial Group Pty Limited	Australia	St.George Finance Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	St.George Life Limited	Australia
BT Funds Management Limited	Australia	St.George Motor Finance Limited	Australia
BT Funds Management No.2 Limited	Australia	St.George Procurement Management Pty Limited	Australia
BT Investment Management (Fund Services) Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT Investment Management (Institutional) Limited	Australia	Sydney Capital Corp Inc.	USA
BT Investment Management Limited	Australia	Tavarua Funding Trust IV	USA
BT Long Term Income Fund	Australia	Teuton Pty Limited	Australia
BT Portfolio Services Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Private Nominees Pty Limited	Australia	The Mortgage Company Pty Limited	Australia
BT Securities Limited	Australia	The Warehouse Financial Services Limited	New Zealand
BT Short Term Income Fund	Australia	Value Nominees 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. 52	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Trust No. 53	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 55	Australia	Westpac Covered Bond Trust	Australia
Crusade CP Trust No. 56	Australia	Westpac Custodian Nominees Pty Limited	Australia
Crusade CP Trust No. 57	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 58	Australia	Westpac Delta LLC	USA
Crusade Euro Trust 1E of 2006	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade Global Trust 1 of 2006	Australia	Westpac Equipment Finance Limited	Australia
Crusade Global Trust 1 of 2007	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Global Trust 2 of 2005	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Global Trust 2 of 2006	Australia	Westpac Equity Pty Limited	Australia
Crusade Management Limited	Australia	Westpac Europe Limited	UK
Crusade Trust 1A of 2005	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade 2P Trust of 2008	Australia	Westpac Financial Consultants Limited	Australia
Danaby Pty Limited	Australia	Westpac Financial Holdings Pty Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac Financial Services Group Limited	Australia
Europe Infrastructure Debt LP	UK	Westpac Financial Services Group-NZ-Limited	New Zealand
G.C.L. Investments Pty Limited	Australia	Westpac Financial Services Limited	Australia
General Credit Holdings Pty Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Halcyon Securities Pty Limited	Australia	Westpac General Insurance Limited	Australia
Hastings Advisers LLC	USA	Westpac General Insurance Services Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Global Capital Markets Pty Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Funds Management (UK) Limited	Singapore	Westpac Group Investments Australia Pty Limited	Australia
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 Group Pty Limited	Australia	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Infrastructure 1 Limited	UK	Westpac Investment Vehicle Pty Limited	Australia
Hastings Infrastructure 2 Limited	UK	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Investment Capital LP	USA	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Investment Management Pty Ltd	USA	Westpac Life Insurance Services Limited	Australia
Hastings Investment Management (Europe) Ltd	UK	Westpac Life-NZ-Limited	New Zealand
Hastings Investments GP LLC	Australia	Westpac New Zealand Group Limited	New Zealand
Hastings Korea Company Limited	Korea	Westpac New Zealand Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac Nominees-NZ-Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hickory Trust	Australia	Westpac NZ Covered Bond Limited	New Zealand
Hitton Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
HLT Custodian Trust	New Zealand	Westpac NZ Securitisation Holdings Limited	New Zealand
Infrastructure GP LLP	UK	Westpac NZ Securitisation Limited	New Zealand
Infrastructure GP 2 LLP	UK	Westpac NZ Securitisation No. 2 Limited	New Zealand
Infrastructure Research and Advisory Services Private Limited	India	Westpac Overseas Holdings No. 2 Pty Limited	Australia
J O Hambro Capital Management Holdings Limited	UK	Westpac Overseas Holdings Pty Limited	Australia
J O Hambro Capital Management Limited	UK	Westpac Pacific Limited Partnership	Australia
JOHCM (Singapore) Pte Limited	Singapore	Westpac Properties Limited	Australia
JOHCM (USA) Inc	USA	Westpac RE Limited	Australia
Magnitude Group Pty Limited	Australia	Westpac Securities Administration Limited	Australia
MIF Custodian Trust	New Zealand	Westpac Securities Limited	Australia
Mortgage Management Pty Limited	Australia	Westpac Securities NZ Limited	New Zealand
Nationwide Management Pty Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Net Nominees Limited	Australia	Westpac Securitisation Management Pty Limited	Australia
North Ryde Office Trust	Australia	Westpac Singapore Limited	Singapore
Number 120 Limited	New Zealand	Westpac Structured Products Limited	Australia
Oniston Pty Limited	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Packaging Properties 1 Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Packaging Properties 2 Pty Limited	Australia	Westpac Term PIE Fund	New Zealand
Packaging Properties 3 Pty Limited	Australia	Westpac TPS Trust	Australia
Partnership Pacific Pty Limited	Australia	Westpac Unit Trust	Australia
Partnership Pacific Securities Pty Limited	Australia	Westpac USA Inc.	USA
Pashley Investments 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