



Investment
Management

15 May 2015

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 Skilled 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

{00008403.DOC}BT Investment
Management Limited
ABN 28 126 385 822

GPO Box 7072
Sydney NSW 2001
Australia

The Chifley Tower
Level 15, 2 Chifley Square
Sydney NSW 2000
Australia
Tel 612 8253 2999

www.btim.com.au

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme SKILLED GROUP LIMITED (SKE)

ACN/ARSN ACN 005 585 811

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 13/05/2015

The previous notice was given to the company on 23/12/2014

The previous notice was dated 19/12/2014

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	17,240,066	7.31%	19,605,984	8.31%

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
13/05/2015	WBC & its Associates, Asgard Capital Management Limited, BT Funds Management Limited, BT Funds Management No.2 Limited, Advance Asset Management Limited, BT Investment Management (Institutional) Limited, BT Investment Management (Fund Services) Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

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 managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	2,765,160, Ordinary	2,765,160
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.	16,515, Ordinary	16,515
BT Funds Management Limited	Asgard Capital 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.	308,174, Ordinary	308,174
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited BT Portfolio Services Limited	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	1,895,198, Ordinary	1,895,198

			exercise the 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 HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited BT Portfolio Services Limited Australia and New Zealand Banking Group Limited National Australian Custodian Services	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.	11,406,471, Ordinary	11,406,471
BT Investment Management (Institutional) Limited	National Australia Bank Limited	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited BT Portfolio Services Limited Australia and New Zealand Banking Group Limited National Australian Custodian Services National Australia Bank 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.	3,214,466, Ordinary	3,214,466

4. 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

5. 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
BT Funds Management No.2 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 (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Sydney, Sydney NSW 2000
SKILLED GROUP LIMITED (SKE)	The Company Secretary, SKILLED GROUP LIMITED (SKE) 2 Luton Lane HAWTHORN VIC 3122 Tel: +61 03 8646 6444 Fax: +61 03 9646 6447

Signature

Print name Chris Millard Capacity Company Secretary

Sign here _____ Date 15/05/2015

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 15/05/2015

TRANSACTION HISTORY

Sales & Purchases for the period : 20/12/2014 to 13/05/2015

SECURITY: SKE

Advance Asset Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/12/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	73,000	87,600.00	Ordinary	73,000
24/12/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	24,000	29,520.00	Ordinary	24,000
30/12/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	100,000	151,000.00	Ordinary	100,000
2/01/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-150,000	-249,000.00	Ordinary	150,000
5/03/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	150,000	217,500.00	Ordinary	150,000
	Total		197,000	236,620.00		
	Advance Asset Management Limited Total		197,000	236,620.00		
	:					

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
4/02/2015	Asgard Capital Management Limited	Purchase	7,046	9,934.86	Ordinary	7,046
5/05/2015	Asgard Capital Management Limited	Sale	-7,046	-9,089.34	Ordinary	7,046
	Total			845.52		
Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
31/12/2014	BT Portfolio Services Limited	Purchase	7,000	10,290.00	Ordinary	7,000
31/12/2014	BT Portfolio Services Limited	Sale	-7,000	-10,290.00	Ordinary	7,000
9/01/2015	BT Portfolio Services Limited	Purchase	12,000	18,336.00	Ordinary	12,000
16/01/2015	BT Portfolio Services Limited	Sale	-5,000	-7,513.50	Ordinary	5,000
19/01/2015	BT Portfolio Services Limited	Sale	-12,000	-18,444.00	Ordinary	12,000
23/01/2015	BT Portfolio Services Limited	Purchase	5,000	6,736.50	Ordinary	5,000
12/02/2015	BT Portfolio Services Limited	Purchase	5,000	7,086.50	Ordinary	5,000
13/02/2015	BT Portfolio Services Limited	Purchase	1,500	2,188.80	Ordinary	1,500
19/02/2015	BT Portfolio Services Limited	Purchase	25,000	35,555.00	Ordinary	25,000
19/02/2015	BT Portfolio Services Limited	Sale	-6,609	-9,282.34	Ordinary	6,609
24/02/2015	BT Portfolio Services Limited	Purchase	5,000	6,736.50	Ordinary	5,000
25/02/2015	BT Portfolio Services Limited	Sale	-3,000	-4,043.70	Ordinary	3,000
26/02/2015	BT Portfolio Services Limited	Purchase	4,255	6,056.99	Ordinary	4,255
2/03/2015	BT Portfolio Services Limited	Purchase	3,000	4,386.30	Ordinary	3,000
3/03/2015	BT Portfolio Services Limited	Sale	-3,000	-4,328.70	Ordinary	3,000

4/03/2015	BT Portfolio Services Limited	Purchase	12,000	17,307.60	Ordinary	12,000
10/03/2015	BT Portfolio Services Limited	Sale	-4,255	-5,765.53	Ordinary	4,255
11/03/2015	BT Portfolio Services Limited	Purchase	10,000	13,300.00	Ordinary	10,000
13/03/2015	BT Portfolio Services Limited	Purchase	5,000	6,436.50	Ordinary	5,000
17/03/2015	BT Portfolio Services Limited	Sale	-10,000	-11,914.00	Ordinary	10,000
23/03/2015	BT Portfolio Services Limited	Sale	-11,488	-13,231.88	Ordinary	11,488
9/04/2015	BT Portfolio Services Limited	Purchase	7,434	10,035.90	Ordinary	7,434
10/04/2015	BT Portfolio Services Limited	Purchase	12,000	15,576.00	Ordinary	12,000
23/04/2015	BT Portfolio Services Limited	Sale	-5,000	-6,363.50	Ordinary	5,000
7/05/2015	BT Portfolio Services Limited	Purchase	11,922	15,081.33	Ordinary	11,922
13/05/2015	BT Portfolio Services Limited	Sale	-3,000	-3,863.70	Ordinary	3,000
13/05/2015	BT Portfolio Services Limited	Sale	-3,000	-3,848.70	Ordinary	3,000
	Total		52,759	76,220.38		
BT Funds Management Limited Total :			52,759	77,065.90		

BT Funds Management No.2 Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/12/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	21,768	25,686.24	Ordinary	21,768
24/03/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	1,219	1,474.99	Ordinary	1,219
25/03/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	17,984	21,940.48	Ordinary	17,984
6/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	12,730	16,039.80	Ordinary	12,730
6/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	32,462	40,902.12	Ordinary	32,462
7/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	44,425	55,975.50	Ordinary	44,425
11/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	22,671	28,565.46	Ordinary	22,671
12/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	7,385	9,305.10	Ordinary	7,385
13/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	18,775	23,468.75	Ordinary	18,775
	Total		179,419	223,358.44		
BT Funds Management No.2 Limited Total :			179,419	223,358.44		

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/12/2014	Australia and New Zealand Banking Group Limited	Purchase	2,630	3,103.40	Ordinary	2,630
24/03/2015	Australia and New Zealand Banking Group Limited	Purchase	7,605	9,202.05	Ordinary	7,605
25/03/2015	Australia and New Zealand Banking Group Limited	Purchase	5,181	6,320.82	Ordinary	5,181
6/05/2015	Australia and New Zealand Banking Group Limited	Purchase	5,017	6,321.42	Ordinary	5,017
6/05/2015	Australia and New Zealand Banking Group Limited	Purchase	1,968	2,479.68	Ordinary	1,968
7/05/2015	Australia and New Zealand Banking Group Limited	Purchase	5,621	7,082.46	Ordinary	5,621
11/05/2015	Australia and New Zealand Banking Group Limited	Purchase	2,660	3,351.60	Ordinary	2,660
12/05/2015	Australia and New Zealand Banking Group Limited	Purchase	891	1,122.66	Ordinary	891
13/05/2015	Australia and New Zealand Banking Group Limited	Purchase	2,264	2,830.00	Ordinary	2,264

Total **33,837** **41,814.09**

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/12/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	121,389	143,239.02	Ordinary	121,389
13/03/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-108,173	-139,543.17	Ordinary	108,173
13/03/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-2,882	-3,717.78	Ordinary	2,882
13/03/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-31,521	-40,662.09	Ordinary	31,521
13/03/2015	HSBC Custody Nominees (Australia) Limited.	Sale	-28,624	-36,924.96	Ordinary	28,624
24/03/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	123,283	149,172.43	Ordinary	123,283
25/03/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	137,587	167,856.14	Ordinary	137,587
6/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	69,546	87,627.96	Ordinary	69,546
6/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	177,334	223,440.84	Ordinary	177,334
7/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	227,183	286,250.58	Ordinary	227,183
11/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	113,487	142,993.62	Ordinary	113,487
12/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	37,239	46,921.14	Ordinary	37,239
13/05/2015	HSBC Custody Nominees (Australia) Limited.	Purchase	94,672	118,340.00	Ordinary	94,672
Total			930,520	1,144,993.73		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/12/2014	National Australian Custodian Services	Purchase	7,188	8,481.84	Ordinary	7,188
13/03/2015	National Australian Custodian Services	Purchase	517,793	667,952.97	Ordinary	517,793
13/03/2015	National Australian Custodian Services	Purchase	568,924	733,911.96	Ordinary	568,924
13/03/2015	National Australian Custodian Services	Sale	-220	-283.80	Ordinary	220
13/03/2015	National Australian Custodian Services	Sale	-12,814	-16,530.06	Ordinary	12,814
13/03/2015	National Australian Custodian Services	Sale	-11,617	-14,869.76	Ordinary	11,617
13/03/2015	National Australian Custodian Services	Sale	-4,542	-5,859.18	Ordinary	4,542
13/03/2015	National Australian Custodian Services	Sale	-2,191	-2,804.48	Ordinary	2,191
13/03/2015	National Australian Custodian Services	Sale	-1,205	-1,554.45	Ordinary	1,205
13/03/2015	National Australian Custodian Services	Sale	-4,655	-5,958.40	Ordinary	4,655
13/03/2015	National Australian Custodian Services	Sale	-16,481	-21,095.68	Ordinary	16,481
13/03/2015	National Australian Custodian Services	Sale	-9,121	-11,766.09	Ordinary	9,121
13/03/2015	National Australian Custodian Services	Sale	-1,764	-2,275.56	Ordinary	1,764
13/03/2015	National Australian Custodian Services	Sale	-457	-589.53	Ordinary	457
13/03/2015	National Australian Custodian Services	Sale	-3,762	-4,852.98	Ordinary	3,762
13/03/2015	National Australian Custodian Services	Sale	-53	-67.84	Ordinary	53
13/03/2015	National Australian Custodian Services	Sale	-6,956	-8,973.24	Ordinary	6,956
13/03/2015	National Australian Custodian Services	Sale	-22,579	-28,901.12	Ordinary	22,579
13/03/2015	National Australian Custodian Services	Sale	-21,153	-27,075.84	Ordinary	21,153
13/03/2015	National Australian Custodian Services	Sale	-596	-768.84	Ordinary	596
13/03/2015	National Australian Custodian Services	Sale	-7,683	-9,911.07	Ordinary	7,683
13/03/2015	National Australian Custodian Services	Sale	-4,916	-6,341.64	Ordinary	4,916
13/03/2015	National Australian Custodian Services	Sale	-2,481	-3,200.49	Ordinary	2,481
13/03/2015	National Australian Custodian Services	Sale	-1,071	-1,381.59	Ordinary	1,071
13/03/2015	National Australian Custodian Services	Sale	-2,901	-3,742.29	Ordinary	2,901
13/03/2015	National Australian Custodian Services	Sale	-137	-175.36	Ordinary	137
13/03/2015	National Australian Custodian Services	Sale	-8,826	-11,385.54	Ordinary	8,826

13/03/2015	National Australian Custodian Services	Sale	-444	-572.76	Ordinary	444
13/03/2015	National Australian Custodian Services	Sale	-5,476	-7,064.04	Ordinary	5,476
13/03/2015	National Australian Custodian Services	Sale	-755	-966.40	Ordinary	755
13/03/2015	National Australian Custodian Services	Sale	-128	-165.12	Ordinary	128
13/03/2015	National Australian Custodian Services	Sale	-34	-43.86	Ordinary	34
13/03/2015	National Australian Custodian Services	Sale	-5,538	-7,144.02	Ordinary	5,538
13/03/2015	National Australian Custodian Services	Sale	-1,046	-1,349.34	Ordinary	1,046
13/03/2015	National Australian Custodian Services	Sale	-10,142	-13,083.18	Ordinary	10,142
13/03/2015	National Australian Custodian Services	Sale	-411	-526.08	Ordinary	411
13/03/2015	National Australian Custodian Services	Sale	-5,550	-7,159.50	Ordinary	5,550
13/03/2015	National Australian Custodian Services	Sale	-02	-2.58	Ordinary	02
13/03/2015	National Australian Custodian Services	Sale	-3,471	-4,442.88	Ordinary	3,471
13/03/2015	National Australian Custodian Services	Sale	-4,464	-5,758.56	Ordinary	4,464
13/03/2015	National Australian Custodian Services	Sale	-5,973	-7,645.44	Ordinary	5,973
13/03/2015	National Australian Custodian Services	Sale	-3,664	-4,726.56	Ordinary	3,664
13/03/2015	National Australian Custodian Services	Sale	-11,359	-14,653.11	Ordinary	11,359
13/03/2015	National Australian Custodian Services	Sale	-12	-15.48	Ordinary	12
13/03/2015	National Australian Custodian Services	Sale	-112	-144.48	Ordinary	112
13/03/2015	National Australian Custodian Services	Sale	-2,421	-3,098.88	Ordinary	2,421
13/03/2015	National Australian Custodian Services	Sale	-213	-274.77	Ordinary	213
13/03/2015	National Australian Custodian Services	Sale	-1,767	-2,279.43	Ordinary	1,767
13/03/2015	National Australian Custodian Services	Sale	-1,900	-2,451.00	Ordinary	1,900
13/03/2015	National Australian Custodian Services	Sale	-955	-1,231.95	Ordinary	955
13/03/2015	National Australian Custodian Services	Sale	-253	-326.37	Ordinary	253
13/03/2015	National Australian Custodian Services	Sale	-672	-866.88	Ordinary	672
13/03/2015	National Australian Custodian Services	Sale	-9,026	-11,643.54	Ordinary	9,026
13/03/2015	National Australian Custodian Services	Sale	-3,454	-4,455.66	Ordinary	3,454
13/03/2015	National Australian Custodian Services	Sale	-5,644	-7,280.76	Ordinary	5,644
13/03/2015	National Australian Custodian Services	Sale	-18,351	-23,672.79	Ordinary	18,351
13/03/2015	National Australian Custodian Services	Sale	-3,877	-4,962.56	Ordinary	3,877
13/03/2015	National Australian Custodian Services	Sale	-7,890	-10,178.10	Ordinary	7,890
13/03/2015	National Australian Custodian Services	Sale	-398	-513.42	Ordinary	398
13/03/2015	National Australian Custodian Services	Sale	-700	-903.00	Ordinary	700
13/03/2015	National Australian Custodian Services	Sale	-702	-905.58	Ordinary	702
13/03/2015	National Australian Custodian Services	Sale	-12,223	-15,645.44	Ordinary	12,223
13/03/2015	National Australian Custodian Services	Sale	-9,926	-12,804.54	Ordinary	9,926
13/03/2015	National Australian Custodian Services	Sale	-1,623	-2,077.44	Ordinary	1,623
13/03/2015	National Australian Custodian Services	Sale	-7,643	-9,859.47	Ordinary	7,643
13/03/2015	National Australian Custodian Services	Sale	-7,188	-9,272.52	Ordinary	7,188
13/03/2015	National Australian Custodian Services	Sale	-7,768	-10,020.72	Ordinary	7,768
13/03/2015	National Australian Custodian Services	Sale	-790	-1,019.10	Ordinary	790
13/03/2015	National Australian Custodian Services	Sale	-2,514	-3,243.06	Ordinary	2,514
13/03/2015	National Australian Custodian Services	Sale	-2,330	-3,005.70	Ordinary	2,330
13/03/2015	National Australian Custodian Services	Sale	-1,050	-1,354.50	Ordinary	1,050
13/03/2015	National Australian Custodian Services	Sale	-14,377	-18,402.56	Ordinary	14,377
13/03/2015	National Australian Custodian Services	Sale	-3,422	-4,414.38	Ordinary	3,422
13/03/2015	National Australian Custodian Services	Sale	-1,614	-2,082.06	Ordinary	1,614

13/03/2015	National Australian Custodian Services	Sale	-4,766	-6,148.14	Ordinary	4,766
13/03/2015	National Australian Custodian Services	Sale	-924	-1,191.96	Ordinary	924
13/03/2015	National Australian Custodian Services	Sale	-1,984	-2,559.36	Ordinary	1,984
13/03/2015	National Australian Custodian Services	Sale	-2,360	-3,044.40	Ordinary	2,360
13/03/2015	National Australian Custodian Services	Sale	-6,679	-8,549.12	Ordinary	6,679
13/03/2015	National Australian Custodian Services	Sale	-2,740	-3,534.60	Ordinary	2,740
13/03/2015	National Australian Custodian Services	Sale	-53	-68.37	Ordinary	53
13/03/2015	National Australian Custodian Services	Sale	-7,327	-9,451.83	Ordinary	7,327
13/03/2015	National Australian Custodian Services	Sale	-14,941	-19,124.48	Ordinary	14,941
13/03/2015	National Australian Custodian Services	Sale	-295	-377.60	Ordinary	295
13/03/2015	National Australian Custodian Services	Sale	-1,923	-2,480.67	Ordinary	1,923
13/03/2015	National Australian Custodian Services	Sale	-4,490	-5,792.10	Ordinary	4,490
13/03/2015	National Australian Custodian Services	Sale	-252	-325.08	Ordinary	252
13/03/2015	National Australian Custodian Services	Sale	-7,630	-9,842.70	Ordinary	7,630
13/03/2015	National Australian Custodian Services	Sale	-4,155	-5,359.95	Ordinary	4,155
13/03/2015	National Australian Custodian Services	Sale	-02	-2.58	Ordinary	02
13/03/2015	National Australian Custodian Services	Sale	-5,459	-7,042.11	Ordinary	5,459
13/03/2015	National Australian Custodian Services	Sale	-1,661	-2,142.69	Ordinary	1,661
13/03/2015	National Australian Custodian Services	Sale	-1,822	-2,350.38	Ordinary	1,822
13/03/2015	National Australian Custodian Services	Sale	-4,324	-5,577.96	Ordinary	4,324
13/03/2015	National Australian Custodian Services	Sale	-504	-650.16	Ordinary	504
13/03/2015	National Australian Custodian Services	Sale	-4,423	-5,705.67	Ordinary	4,423
13/03/2015	National Australian Custodian Services	Sale	-177	-226.56	Ordinary	177
13/03/2015	National Australian Custodian Services	Sale	-6,857	-8,845.53	Ordinary	6,857
13/03/2015	National Australian Custodian Services	Sale	-7,763	-10,014.27	Ordinary	7,763
13/03/2015	National Australian Custodian Services	Sale	-770	-993.30	Ordinary	770
13/03/2015	National Australian Custodian Services	Sale	-263	-339.27	Ordinary	263
13/03/2015	National Australian Custodian Services	Sale	-1,143	-1,463.04	Ordinary	1,143
13/03/2015	National Australian Custodian Services	Sale	-13,054	-16,839.66	Ordinary	13,054
13/03/2015	National Australian Custodian Services	Sale	-8,465	-10,835.20	Ordinary	8,465
13/03/2015	National Australian Custodian Services	Sale	-6,411	-8,206.08	Ordinary	6,411
13/03/2015	National Australian Custodian Services	Sale	-160	-206.40	Ordinary	160
13/03/2015	National Australian Custodian Services	Sale	-3,235	-4,140.80	Ordinary	3,235
13/03/2015	National Australian Custodian Services	Sale	-3,382	-4,362.78	Ordinary	3,382
13/03/2015	National Australian Custodian Services	Sale	-15,420	-19,891.80	Ordinary	15,420
13/03/2015	National Australian Custodian Services	Sale	-8,787	-11,335.23	Ordinary	8,787
13/03/2015	National Australian Custodian Services	Sale	-785	-1,012.65	Ordinary	785
13/03/2015	National Australian Custodian Services	Sale	-24,954	-32,190.66	Ordinary	24,954
24/03/2015	National Australian Custodian Services	Purchase	28,609	34,616.89	Ordinary	28,609
25/03/2015	National Australian Custodian Services	Purchase	22,764	27,772.08	Ordinary	22,764
6/05/2015	National Australian Custodian Services	Purchase	9,012	11,355.12	Ordinary	9,012
6/05/2015	National Australian Custodian Services	Purchase	22,980	28,954.80	Ordinary	22,980
7/05/2015	National Australian Custodian Services	Purchase	29,200	36,792.00	Ordinary	29,200
8/05/2015	National Australian Custodian Services	Purchase	260,510	328,242.60	Ordinary	260,510
11/05/2015	National Australian Custodian Services	Purchase	80,000	101,600.00	Ordinary	80,000
11/05/2015	National Australian Custodian Services	Purchase	18,551	23,374.26	Ordinary	18,551
12/05/2015	National Australian Custodian Services	Purchase	6,121	7,712.46	Ordinary	6,121

13/05/2015	National Australian Custodian Services	Purchase	15,561	19,451.25	Ordinary	15,561
	Total		1,069,420	1,363,918.69		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/12/2014	National Nominees Limited	Purchase	7,898	9,319.64	Ordinary	7,898
13/03/2015	National Nominees Limited	Sale	-12,786	-16,493.94	Ordinary	12,786
13/03/2015	National Nominees Limited	Sale	-6,098	-7,866.42	Ordinary	6,098
13/03/2015	National Nominees Limited	Sale	-5,151	-6,644.79	Ordinary	5,151
13/03/2015	National Nominees Limited	Sale	-5,851	-7,489.28	Ordinary	5,851
13/03/2015	National Nominees Limited	Sale	-6,562	-8,464.98	Ordinary	6,562
13/03/2015	National Nominees Limited	Sale	-15,825	-20,256.00	Ordinary	15,825
13/03/2015	National Nominees Limited	Sale	-2,319	-2,991.51	Ordinary	2,319
13/03/2015	National Nominees Limited	Sale	-993	-1,271.04	Ordinary	993
13/03/2015	National Nominees Limited	Sale	-2,755	-3,553.95	Ordinary	2,755
13/03/2015	National Nominees Limited	Sale	-2,081	-2,684.49	Ordinary	2,081
13/03/2015	National Nominees Limited	Sale	-2,572	-3,317.88	Ordinary	2,572
13/03/2015	National Nominees Limited	Sale	-16,360	-21,104.40	Ordinary	16,360
13/03/2015	National Nominees Limited	Sale	-3,580	-4,618.20	Ordinary	3,580
13/03/2015	National Nominees Limited	Sale	-17,942	-23,145.18	Ordinary	17,942
13/03/2015	National Nominees Limited	Sale	-4,149	-5,310.72	Ordinary	4,149
13/03/2015	National Nominees Limited	Sale	-2,565	-3,308.85	Ordinary	2,565
13/03/2015	National Nominees Limited	Sale	-24,766	-31,948.14	Ordinary	24,766
13/03/2015	National Nominees Limited	Sale	-9,285	-11,884.80	Ordinary	9,285
13/03/2015	National Nominees Limited	Sale	-3,010	-3,882.90	Ordinary	3,010
13/03/2015	National Nominees Limited	Sale	-14,079	-18,021.12	Ordinary	14,079
13/03/2015	National Nominees Limited	Sale	-3,760	-4,850.40	Ordinary	3,760
13/03/2015	National Nominees Limited	Sale	-16,931	-21,671.68	Ordinary	16,931
13/03/2015	National Nominees Limited	Sale	-12,485	-16,105.65	Ordinary	12,485
13/03/2015	National Nominees Limited	Sale	-2,408	-3,106.32	Ordinary	2,408
13/03/2015	National Nominees Limited	Sale	-98	-126.42	Ordinary	98
13/03/2015	National Nominees Limited	Sale	-439	-566.31	Ordinary	439
13/03/2015	National Nominees Limited	Sale	-1,051	-1,345.28	Ordinary	1,051
13/03/2015	National Nominees Limited	Sale	-9,699	-12,511.71	Ordinary	9,699
13/03/2015	National Nominees Limited	Sale	-2,724	-3,513.96	Ordinary	2,724
13/03/2015	National Nominees Limited	Sale	-749	-958.72	Ordinary	749
13/03/2015	National Nominees Limited	Sale	-7,794	-10,054.26	Ordinary	7,794
13/03/2015	National Nominees Limited	Sale	-58	-74.82	Ordinary	58
13/03/2015	National Nominees Limited	Sale	-23,225	-29,728.00	Ordinary	23,225
13/03/2015	National Nominees Limited	Sale	-7,971	-10,202.88	Ordinary	7,971
13/03/2015	National Nominees Limited	Sale	-1,825	-2,354.25	Ordinary	1,825
13/03/2015	National Nominees Limited	Sale	-5,257	-6,781.53	Ordinary	5,257
13/03/2015	National Nominees Limited	Sale	-872	-1,124.88	Ordinary	872
13/03/2015	National Nominees Limited	Sale	-13,391	-17,140.48	Ordinary	13,391
13/03/2015	National Nominees Limited	Sale	-7,121	-9,186.09	Ordinary	7,121
13/03/2015	National Nominees Limited	Sale	-13	-16.77	Ordinary	13
13/03/2015	National Nominees Limited	Sale	-4,919	-6,296.32	Ordinary	4,919

13/03/2015	National Nominees Limited	Sale	-2,113	-2,704.64	Ordinary	2,113
13/03/2015	National Nominees Limited	Sale	-8,533	-11,007.57	Ordinary	8,533
13/03/2015	National Nominees Limited	Sale	-277	-354.56	Ordinary	277
13/03/2015	National Nominees Limited	Sale	-1,174	-1,514.46	Ordinary	1,174
13/03/2015	National Nominees Limited	Sale	-1,950	-2,515.50	Ordinary	1,950
13/03/2015	National Nominees Limited	Sale	-1,015	-1,299.20	Ordinary	1,015
13/03/2015	National Nominees Limited	Sale	-4,573	-5,853.44	Ordinary	4,573
13/03/2015	National Nominees Limited	Sale	-5,402	-6,968.58	Ordinary	5,402
13/03/2015	National Nominees Limited	Sale	-37	-47.73	Ordinary	37
13/03/2015	National Nominees Limited	Sale	-739	-945.92	Ordinary	739
13/03/2015	National Nominees Limited	Sale	-6,313	-8,143.77	Ordinary	6,313
13/03/2015	National Nominees Limited	Sale	-146	-188.34	Ordinary	146
13/03/2015	National Nominees Limited	Sale	-1,249	-1,611.21	Ordinary	1,249
13/03/2015	National Nominees Limited	Sale	-1,781	-2,279.68	Ordinary	1,781
13/03/2015	National Nominees Limited	Sale	-58	-74.82	Ordinary	58
13/03/2015	National Nominees Limited	Sale	-8,711	-11,237.19	Ordinary	8,711
13/03/2015	National Nominees Limited	Sale	-8,045	-10,378.05	Ordinary	8,045
13/03/2015	National Nominees Limited	Sale	-194	-250.26	Ordinary	194
13/03/2015	National Nominees Limited	Sale	-236	-304.44	Ordinary	236
13/03/2015	National Nominees Limited	Sale	-1,919	-2,456.32	Ordinary	1,919
13/03/2015	National Nominees Limited	Sale	-6,007	-7,688.96	Ordinary	6,007
13/03/2015	National Nominees Limited	Sale	-4,996	-6,444.84	Ordinary	4,996
13/03/2015	National Nominees Limited	Sale	-1,145	-1,465.60	Ordinary	1,145
13/03/2015	National Nominees Limited	Sale	-20,145	-25,785.60	Ordinary	20,145
13/03/2015	National Nominees Limited	Sale	-176	-227.04	Ordinary	176
13/03/2015	National Nominees Limited	Sale	-27,426	-35,379.54	Ordinary	27,426
13/03/2015	National Nominees Limited	Sale	-293	-377.97	Ordinary	293
13/03/2015	National Nominees Limited	Sale	-656	-846.24	Ordinary	656
13/03/2015	National Nominees Limited	Sale	-9,936	-12,817.44	Ordinary	9,936
13/03/2015	National Nominees Limited	Sale	-620	-799.80	Ordinary	620
13/03/2015	National Nominees Limited	Sale	-7,898	-10,188.42	Ordinary	7,898
13/03/2015	National Nominees Limited	Sale	-9,655	-12,454.95	Ordinary	9,655
13/03/2015	National Nominees Limited	Sale	-4,925	-6,353.25	Ordinary	4,925
13/03/2015	National Nominees Limited	Sale	-4,755	-6,133.95	Ordinary	4,755
13/03/2015	National Nominees Limited	Sale	-11,138	-14,368.02	Ordinary	11,138
13/03/2015	National Nominees Limited	Sale	-452	-583.08	Ordinary	452
13/03/2015	National Nominees Limited	Sale	-7,512	-9,690.48	Ordinary	7,512
13/03/2015	National Nominees Limited	Sale	-3,168	-4,086.72	Ordinary	3,168
13/03/2015	National Nominees Limited	Sale	-1,317	-1,698.93	Ordinary	1,317
13/03/2015	National Nominees Limited	Sale	-1,147	-1,479.63	Ordinary	1,147
13/03/2015	National Nominees Limited	Sale	-493	-635.97	Ordinary	493
13/03/2015	National Nominees Limited	Sale	-3,835	-4,947.15	Ordinary	3,835
13/03/2015	National Nominees Limited	Sale	-2,723	-3,485.44	Ordinary	2,723
13/03/2015	National Nominees Limited	Sale	-4,746	-6,122.34	Ordinary	4,746
13/03/2015	National Nominees Limited	Sale	-687	-886.23	Ordinary	687
13/03/2015	National Nominees Limited	Sale	-9,897	-12,767.13	Ordinary	9,897
13/03/2015	National Nominees Limited	Sale	-499	-643.71	Ordinary	499

13/03/2015	National Nominees Limited	Sale	-8,369	-10,796.01	Ordinary	8,369
13/03/2015	National Nominees Limited	Sale	-554	-714.66	Ordinary	554
13/03/2015	National Nominees Limited	Sale	-3,863	-4,944.64	Ordinary	3,863
13/03/2015	National Nominees Limited	Sale	-8,381	-10,727.68	Ordinary	8,381
13/03/2015	National Nominees Limited	Sale	-8,453	-10,904.37	Ordinary	8,453
13/03/2015	National Nominees Limited	Sale	-234	-301.86	Ordinary	234
13/03/2015	National Nominees Limited	Sale	-142	-183.18	Ordinary	142
13/03/2015	National Nominees Limited	Sale	-869	-1,112.32	Ordinary	869
13/03/2015	National Nominees Limited	Sale	-02	-2.58	Ordinary	02
13/03/2015	National Nominees Limited	Sale	-833	-1,066.24	Ordinary	833
13/03/2015	National Nominees Limited	Sale	-323	-413.44	Ordinary	323
13/03/2015	National Nominees Limited	Sale	-7,326	-9,450.54	Ordinary	7,326
13/03/2015	National Nominees Limited	Sale	-1,994	-2,572.26	Ordinary	1,994
13/03/2015	National Nominees Limited	Sale	-4,260	-5,495.40	Ordinary	4,260
13/03/2015	National Nominees Limited	Sale	-838	-1,081.02	Ordinary	838
13/03/2015	National Nominees Limited	Sale	-6,093	-7,799.04	Ordinary	6,093
13/03/2015	National Nominees Limited	Sale	-8,517	-10,986.93	Ordinary	8,517
13/03/2015	National Nominees Limited	Sale	-4,021	-5,146.88	Ordinary	4,021
13/03/2015	National Nominees Limited	Sale	-1,774	-2,288.46	Ordinary	1,774
13/03/2015	National Nominees Limited	Sale	-02	-2.58	Ordinary	02
13/03/2015	National Nominees Limited	Sale	-3,788	-4,886.52	Ordinary	3,788
13/03/2015	National Nominees Limited	Sale	-10,912	-14,076.48	Ordinary	10,912
13/03/2015	National Nominees Limited	Sale	-4,904	-6,326.16	Ordinary	4,904
13/03/2015	National Nominees Limited	Sale	-241	-308.48	Ordinary	241
	Total		-561,026	-722,737.52		
	BT Investment Management (Fund Services) Limited Total :		1,472,751	1,827,988.99		

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
23/12/2014	National Australia Bank Limited	Purchase	39,127	46,169.86	Ordinary	39,127
24/03/2015	National Australia Bank Limited	Purchase	92,190	111,549.90	Ordinary	92,190
25/03/2015	National Australia Bank Limited	Purchase	66,484	81,110.48	Ordinary	66,484
6/05/2015	National Australia Bank Limited	Purchase	21,728	27,377.28	Ordinary	21,728
6/05/2015	National Australia Bank Limited	Purchase	55,403	69,807.78	Ordinary	55,403
7/05/2015	National Australia Bank Limited	Purchase	75,375	94,972.50	Ordinary	75,375
11/05/2015	National Australia Bank Limited	Purchase	39,754	50,090.04	Ordinary	39,754
12/05/2015	National Australia Bank Limited	Purchase	12,661	15,952.86	Ordinary	12,661
13/05/2015	National Australia Bank Limited	Purchase	32,188	40,235.00	Ordinary	32,188
	Total		434,910	537,265.70		
	BT Investment Management (Institutional) Limited Total :		434,910	537,265.70		

ANNEXURE B – ASSOCIATED COMPANIES

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

Tim Hartin – Company Secretary, Westpac Banking Corporation – 15/05/2015

Westpac Banking Corporation	Australia	Reinventure Fund ILP	Australia
1925 (Commercial) Pty Limited	Australia	RMS Warehouse Trust 2007-1	Australia
1925 (Industrial) Pty Limited	Australia	Sallmoor Pty Limited	Australia
1925 Advances Pty Limited	Australia	Securitor Financial Group Limited	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Seed Pool Trust No. 2	Australia
Advance Asset Management Limited	Australia	Series 2007-1G WST Trust	Australia
Altitude Administration Pty Limited	Australia	Series 2008-1M WST Trust	Australia
Altitude Rewards Pty Limited	Australia	Series 2009-1 WST Trust	Australia
Aotearoa Financial Services Limited	New Zealand	Series 2011-1 WST Trust	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	Series 2011-2 WST Trust	Australia
Ascalon Capital Managers Limited	Australia	Series 2011-3 WST Trust	Australia
Ascalon Funds Seed Pool Trust	Australia	Series 2012-1 WST Trust	Australia
Asgard Capital Management Limited	Australia	Series 2013-1 WST Trust	Australia
Asgard Wealth Solutions Limited	Australia	Series 2013-2 WST Trust	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	Series 2014-1 WST Trust	Australia
Australian Loan Processing Security Trust	Australia	Series 2014-2 WST Trust	Australia
Bella Trust No. 2	Australia	SIE-Lease (Australia) Pty Limited	Australia
Bella Trust	Australia	SIE-Lease (New Zealand) Pty Limited	New Zealand
Belliston Pty Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Bill Acceptance Corporation Pty 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 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	W2 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 Papua New Guinea
Core Infrastructure Income Feeder 1 L P	UK	Westpac Bank-PNG-Limited	USA
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 ABS Series 2015 - 1 Trust	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade CP Management Pty Limited	Australia	Westpac Cash PIE Fund	Australia
Crusade CP No.1 Pty Limited	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Trust No. 52	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 53	Australia	Westpac Covered Bond Trust	Australia
Crusade CP Trust No. 55	Australia	Westpac Custodian Nominees Pty Limited	Australia
Crusade CP Trust No. 56	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 57	Australia	Westpac Delta LLC	USA
Crusade CP Trust No. 58	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Equipment Finance Limited	Australia
Crusade Global Trust 1 of 2006	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Global Trust 1 of 2007	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Global Trust 2 of 2005	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 2 of 2006	Australia	Westpac Europe Limited	UK
Crusade Management Limited	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Trust 1A of 2005	Australia	Westpac Financial Consultants Limited	Australia
Crusade 2P Trust of 2008	Australia	Westpac Financial Holdings Pty Limited	Australia
Danaby Pty Limited	Australia	Westpac Financial Services Group Limited	Australia
Data Republic 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 Funds Financing Holdco Pty Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac Funds Financing Pty Limited	Australia
General Credit Holdings Pty Limited	Australia	Westpac General Insurance Limited	Australia
General Credits Pty Limited	Australia	Westpac General Insurance Services Limited	Australia
Halcyon Securities Pty Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Forestry Investments Limited	New Zealand	Westpac Group Investments Australia Pty Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand
Hastings Funds Management (UK) Limited	Singapore	Westpac Investment Capital Corporation	USA
Hastings Funds Management (USA) Inc.	UK	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Funds Management Asia Pty. Limited	USA	Westpac Investment Vehicle No.3 Pty Limited	Australia

Hastings Funds Management Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
Hastings Infrastructure 1 Limited	UK	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Infrastructure 2 Limited	UK	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Investment Capital LP	USA	Westpac Life Insurance Services Limited	Australia
Hastings Investment Management Pty Ltd	USA	Westpac Life-NZ-Limited	New Zealand
Hastings Investment Management (Europe) Ltd	UK	Westpac New Zealand Group Limited	New Zealand
Hastings Investments GP LLC	Australia	Westpac New Zealand Limited	New Zealand
Hastings Korea Company Limited	Korea	Westpac Nominees-NZ-Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac Notice saver PIE Fund	Australia
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
Partnership Pacific Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Partnership Pacific Securities Pty Limited	Australia	Westpac Term PIE Fund	New Zealand
Pashley Investments Pty Limited	Australia	Westpac TPS Trust	Australia
Qvalent Pty Limited	Australia	Westpac Unit Trust	Australia
RAMS Financial Group Pty Limited	Australia	Westpac USA Inc.	USA

Note: Westpac retains 59.6% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (59.6%)	Australia
BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)	Australia