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## Form 603

Corporations Act 2001  
Section 671B

### Notice of initial substantial holder

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To Company Name/Scheme AMCOM TELECOMMUNICATIONS LTD (AMM)

ACN/ARSN ACN 062 046 217

#### 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

The holder became a substantial holder on 29/05/2015

#### 2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	13,390,166	13,390,166	
Total	13,390,166	13,390,166	5.03%

#### 3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Number of securities	Class of securities
Advance Asset Management 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.	791,388	Ordinary
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	29,819	Ordinary

	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.		
BT Funds Management 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.	208,460	Ordinary
BT Funds Management No.2 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 exercise the power to vote or dispose of the shares.	1,410,766	Ordinary
BT Investment Management (Fund Services) Limited	BT Investment Management (Fund Services) Limited is the responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of the shares.	8,494,953	Ordinary
BT Investment Management (Institutional) 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.	2,401,176	Ordinary
Westpac RE Limited	Westpac RE Pty 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.	53,604	Ordinary

#### 4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder (8)	Class and number of securities
Asgard Capital Management Limited	Asgard Capital Management Limited	See Annexure 'A'	29,819 Ordinary
Westpac RE Limited	HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	53,604 Ordinary
BT Funds Management Limited	Asgard Capital Management Limited  BT Portfolio Services Limited	See Annexure 'A'	208,460 Ordinary
Advance Asset Management Limited	HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	791,388 Ordinary
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	1,410,766 Ordinary
BT Investment Management (Institutional) Limited	National Australia Bank Limited	See Annexure 'A'	2,401,176 Ordinary
BT Investment Management (Fund Services) Limited	Australia and New Zealand Banking Group Limited  National Australian Custodian Services  HSBC Custody Nominees (Australia) Limited.	See Annexure 'A'	8,494,953 Ordinary

#### 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
WBC & associates	See Annexure 'A'	See Annexure 'A'		See Annexure 'A'

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

**7. Addresses**

The addresses of persons named in this form are as follows:

Name	Address
Westpac Banking Corporation (WBC)	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Asgard Capital Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac RE Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Advance Asset 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
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 Square, Sydney NSW 2000
AMCOM TELECOMMUNICATIONS LIMITED (AMM)	The Company Secretary, ANCOM TELECOMMUNICATIONS LIMITED (AMM) Level 22, 44 St Georges Terrace PERTH WA 6000  Tel: +61 8 9244 6000 Fax: +61 8 9244 6591

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here \_\_\_\_\_ Date 02/06/2015

## **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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
  - (6) The person’s votes divided by the total votes in the body corporate scheme multiplied by 100.
  - (7) Include details of:
    - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and with 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.
- (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) 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.

## ANNEXURE A

This is annexure 'A' referred to in Form 603, Notice of initial substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities.

Tim Hartin – Company Secretary, Westpac Banking Corporation – 02/06/2015

Sales & Purchases for the period : 29/01/2015 to 29/05/2015

SECURITY: AMM

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### Advance Asset Management Limited

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Date	Registered Company	Quantity	Consideration	Class of Securities
4/02/2015	HSBC Custody Nominees (Australia) Limited.	324	891.00	Ordinary
5/02/2015	HSBC Custody Nominees (Australia) Limited.	730	2,022.10	Ordinary
6/02/2015	HSBC Custody Nominees (Australia) Limited.	824	2,282.48	Ordinary
9/02/2015	HSBC Custody Nominees (Australia) Limited.	5,053	13,845.22	Ordinary
11/02/2015	HSBC Custody Nominees (Australia) Limited.	280	772.80	Ordinary
19/02/2015	HSBC Custody Nominees (Australia) Limited.	23,077	62,538.67	Ordinary
19/02/2015	HSBC Custody Nominees (Australia) Limited.	11,014	29,847.94	Ordinary
20/02/2015	HSBC Custody Nominees (Australia) Limited.	16,198	41,466.88	Ordinary
20/02/2015	HSBC Custody Nominees (Australia) Limited.	92,488	237,694.16	Ordinary
23/02/2015	HSBC Custody Nominees (Australia) Limited.	9,880	26,280.80	Ordinary
24/02/2015	HSBC Custody Nominees (Australia) Limited.	39,851	104,011.11	Ordinary
24/02/2015	HSBC Custody Nominees (Australia) Limited.	861	2,264.43	Ordinary
27/02/2015	HSBC Custody Nominees (Australia) Limited.	1,999	5,297.35	Ordinary
3/03/2015	HSBC Custody Nominees (Australia) Limited.	6,833	18,722.42	Ordinary
4/03/2015	HSBC Custody Nominees (Australia) Limited.	13,040	34,947.20	Ordinary
5/03/2015	HSBC Custody Nominees (Australia) Limited.	9,647	25,468.08	Ordinary
5/03/2015	HSBC Custody Nominees (Australia) Limited.	15,958	42,448.28	Ordinary
6/03/2015	HSBC Custody Nominees (Australia) Limited.	5,334	13,708.38	Ordinary
9/03/2015	HSBC Custody Nominees (Australia) Limited.	-4,200	-10,710.00	Ordinary
11/03/2015	HSBC Custody Nominees (Australia) Limited.	986	2,593.18	Ordinary
12/03/2015	HSBC Custody Nominees (Australia) Limited.	402	1,045.20	Ordinary
13/03/2015	HSBC Custody Nominees (Australia) Limited.	8,081	22,141.94	Ordinary
16/03/2015	HSBC Custody Nominees (Australia) Limited.	17,469	48,214.44	Ordinary
17/03/2015	HSBC Custody Nominees (Australia) Limited.	19,989	55,369.53	Ordinary
18/03/2015	HSBC Custody Nominees (Australia) Limited.	35,209	97,881.02	Ordinary
19/03/2015	HSBC Custody Nominees (Australia) Limited.	75,878	212,458.40	Ordinary
20/03/2015	HSBC Custody Nominees (Australia) Limited.	6,071	17,059.51	Ordinary
23/03/2015	HSBC Custody Nominees (Australia) Limited.	456	1,285.92	Ordinary
23/03/2015	HSBC Custody Nominees (Australia) Limited.	11,551	32,573.82	Ordinary
24/03/2015	HSBC Custody Nominees (Australia) Limited.	13,918	38,413.68	Ordinary
24/03/2015	HSBC Custody Nominees (Australia) Limited.	8,852	24,608.56	Ordinary
31/03/2015	HSBC Custody Nominees (Australia) Limited.	15,318	41,205.42	Ordinary
1/04/2015	HSBC Custody Nominees (Australia) Limited.	9,694	27,046.26	Ordinary
7/04/2015	HSBC Custody Nominees (Australia) Limited.	3,292	9,184.68	Ordinary
8/04/2015	HSBC Custody Nominees (Australia) Limited.	6,604	18,028.92	Ordinary
10/04/2015	HSBC Custody Nominees (Australia) Limited.	6,882	19,200.78	Ordinary
14/04/2015	HSBC Custody Nominees (Australia) Limited.	3,095	8,542.20	Ordinary
15/04/2015	HSBC Custody Nominees (Australia) Limited.	12,650	34,534.50	Ordinary
17/04/2015	HSBC Custody Nominees (Australia) Limited.	3,480	9,535.20	Ordinary
20/04/2015	HSBC Custody Nominees (Australia) Limited.	3,124	8,466.04	Ordinary
21/04/2015	HSBC Custody Nominees (Australia) Limited.	6,496	17,669.12	Ordinary
21/04/2015	HSBC Custody Nominees (Australia) Limited.	5,536	15,002.56	Ordinary
22/04/2015	HSBC Custody Nominees (Australia) Limited.	13,041	34,297.83	Ordinary

23/04/2015	HSBC Custody Nominees (Australia) Limited.	16,314	42,742.68	Ordinary
27/04/2015	HSBC Custody Nominees (Australia) Limited.	425	1,143.25	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	-381	-857.25	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	-58	-131.08	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	-647	-1,462.22	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	-396	-894.96	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	-16,900	-38,194.00	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	-499	-1,122.75	Ordinary
4/05/2015	HSBC Custody Nominees (Australia) Limited.	2,029	4,788.44	Ordinary
5/05/2015	HSBC Custody Nominees (Australia) Limited.	12,315	29,432.85	Ordinary
6/05/2015	HSBC Custody Nominees (Australia) Limited.	22,594	53,321.84	Ordinary
7/05/2015	HSBC Custody Nominees (Australia) Limited.	1,206	2,894.40	Ordinary
8/05/2015	HSBC Custody Nominees (Australia) Limited.	7,788	19,547.88	Ordinary
11/05/2015	HSBC Custody Nominees (Australia) Limited.	953	2,382.50	Ordinary
12/05/2015	HSBC Custody Nominees (Australia) Limited.	16,115	39,965.20	Ordinary
12/05/2015	HSBC Custody Nominees (Australia) Limited.	12,650	31,625.00	Ordinary
13/05/2015	HSBC Custody Nominees (Australia) Limited.	8,670	20,808.00	Ordinary
14/05/2015	HSBC Custody Nominees (Australia) Limited.	8,278	19,784.42	Ordinary
15/05/2015	HSBC Custody Nominees (Australia) Limited.	3,162	7,683.66	Ordinary
18/05/2015	HSBC Custody Nominees (Australia) Limited.	10,436	25,881.28	Ordinary
19/05/2015	HSBC Custody Nominees (Australia) Limited.	5,376	13,332.48	Ordinary
20/05/2015	HSBC Custody Nominees (Australia) Limited.	458	1,135.84	Ordinary
21/05/2015	HSBC Custody Nominees (Australia) Limited.	13,588	33,698.24	Ordinary
22/05/2015	HSBC Custody Nominees (Australia) Limited.	17,578	43,066.10	Ordinary
28/05/2015	HSBC Custody Nominees (Australia) Limited.	-1,434	-3,455.94	Ordinary
28/05/2015	HSBC Custody Nominees (Australia) Limited.	-483	-1,164.03	Ordinary
28/05/2015	HSBC Custody Nominees (Australia) Limited.	-2,935	-7,073.35	Ordinary
	<b>Total</b>	<b>673,467</b>	<b>1,789,036.49</b>	<b>Ordinary</b>
	<b>Advance Asset Management Limited Total :</b>	<b>673,467</b>	<b>1,789,036.49</b>	

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#### **Asgard Capital Management Limited**

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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
19/02/2015	Asgard Capital Management Limited	2,127	5,849.25	Ordinary
26/02/2015	Asgard Capital Management Limited	-1,000	-2,680.00	Ordinary
30/04/2015	Asgard Capital Management Limited	2,250	5,085.00	Ordinary
1/05/2015	Asgard Capital Management Limited	858	1,990.56	Ordinary
5/05/2015	Asgard Capital Management Limited	-4,926	-11,822.40	Ordinary
7/05/2015	Asgard Capital Management Limited	2,904	6,998.64	Ordinary
	<b>Total</b>	<b>2,213</b>	<b>5,421.05</b>	<b>Ordinary</b>
	<b>Asgard Capital Management Limited Total :</b>	<b>2,213</b>	<b>5,421.05</b>	

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#### **BT Funds Management Limited**

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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
26/02/2015	Asgard Capital Management Limited	1,000	2,680.00	Ordinary
6/03/2015	Asgard Capital Management Limited	-1,000	-2,550.00	Ordinary
5/05/2015	Asgard Capital Management Limited	4,926	11,822.40	Ordinary
	<b>Total</b>	<b>4,926</b>	<b>11,952.40</b>	<b>Ordinary</b>
<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
30/01/2015	BT Portfolio Services Limited	-5,100	-14,345.79	Ordinary

18/02/2015	BT Portfolio Services Limited	-8,000	-22,364.00	Ordinary
19/02/2015	BT Portfolio Services Limited	2,500	7,025.00	Ordinary
19/02/2015	BT Portfolio Services Limited	-2,500	-7,025.00	Ordinary
23/02/2015	BT Portfolio Services Limited	10,667	28,907.57	Ordinary
23/02/2015	BT Portfolio Services Limited	-10,667	-28,907.57	Ordinary
11/03/2015	BT Portfolio Services Limited	1,300	3,397.29	Ordinary
13/03/2015	BT Portfolio Services Limited	7,500	20,136.00	Ordinary
18/03/2015	BT Portfolio Services Limited	567	1,595.59	Ordinary
18/03/2015	BT Portfolio Services Limited	-5,000	-13,557.50	Ordinary
18/03/2015	BT Portfolio Services Limited	-5,000	-13,613.50	Ordinary
27/03/2015	BT Portfolio Services Limited	2,952	8,065.75	Ordinary
10/04/2015	BT Portfolio Services Limited	921	2,601.36	Ordinary
29/04/2015	BT Portfolio Services Limited	-3,500	-9,405.55	Ordinary
30/04/2015	BT Portfolio Services Limited	1,680	3,917.09	Ordinary
20/05/2015	BT Portfolio Services Limited	-4,000	-9,879.60	Ordinary
	<b>Total</b>	<b>-15,680</b>	<b>-43,452.85</b>	<b>Ordinary</b>
	<b>BT Funds Management Limited Total :</b>	<b>-10,754</b>	<b>-31,500.45</b>	

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**BT Funds Management No.2 Limited**


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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
10/02/2015	HSBC Custody Nominees (Australia) Limited.	27,610	75,651.40	Ordinary
11/02/2015	HSBC Custody Nominees (Australia) Limited.	12,229	34,118.91	Ordinary
12/02/2015	HSBC Custody Nominees (Australia) Limited.	10,547	29,531.60	Ordinary
13/02/2015	HSBC Custody Nominees (Australia) Limited.	1,129	3,195.07	Ordinary
19/02/2015	HSBC Custody Nominees (Australia) Limited.	22,047	59,747.37	Ordinary
20/02/2015	HSBC Custody Nominees (Australia) Limited.	28,033	71,764.48	Ordinary
24/02/2015	HSBC Custody Nominees (Australia) Limited.	29,343	76,585.23	Ordinary
2/03/2015	HSBC Custody Nominees (Australia) Limited.	10,195	27,832.35	Ordinary
3/03/2015	HSBC Custody Nominees (Australia) Limited.	14,669	40,046.37	Ordinary
4/03/2015	HSBC Custody Nominees (Australia) Limited.	20,524	55,414.80	Ordinary
6/03/2015	HSBC Custody Nominees (Australia) Limited.	46,427	120,245.93	Ordinary
9/03/2015	HSBC Custody Nominees (Australia) Limited.	11,275	28,976.75	Ordinary
10/03/2015	HSBC Custody Nominees (Australia) Limited.	52,120	134,990.80	Ordinary
11/03/2015	HSBC Custody Nominees (Australia) Limited.	27,740	72,678.80	Ordinary
12/03/2015	HSBC Custody Nominees (Australia) Limited.	11,506	30,030.66	Ordinary
13/03/2015	HSBC Custody Nominees (Australia) Limited.	143	377.52	Ordinary
22/04/2015	HSBC Custody Nominees (Australia) Limited.	2,985	7,790.85	Ordinary
23/04/2015	HSBC Custody Nominees (Australia) Limited.	7,979	20,745.40	Ordinary
24/04/2015	HSBC Custody Nominees (Australia) Limited.	12,001	32,282.69	Ordinary
27/04/2015	HSBC Custody Nominees (Australia) Limited.	15,341	41,420.70	Ordinary
28/04/2015	HSBC Custody Nominees (Australia) Limited.	8,987	24,354.77	Ordinary
29/04/2015	HSBC Custody Nominees (Australia) Limited.	7,017	18,945.90	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	25,514	58,427.06	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	114,587	263,550.10	Ordinary
1/05/2015	HSBC Custody Nominees (Australia) Limited.	4,208	9,678.40	Ordinary
4/05/2015	HSBC Custody Nominees (Australia) Limited.	54,664	128,460.40	Ordinary
4/05/2015	HSBC Custody Nominees (Australia) Limited.	11,703	27,502.05	Ordinary
5/05/2015	HSBC Custody Nominees (Australia) Limited.	3,715	8,730.25	Ordinary
5/05/2015	HSBC Custody Nominees (Australia) Limited.	4,915	11,550.25	Ordinary
6/05/2015	HSBC Custody Nominees (Australia) Limited.	2,970	6,979.50	Ordinary
26/05/2015	HSBC Custody Nominees (Australia) Limited.	1,506	3,614.40	Ordinary
28/05/2015	HSBC Custody Nominees (Australia) Limited.	2,297	5,512.80	Ordinary



29/05/2015	HSBC Custody Nominees (Australia) Limited.	11,987	28,289.32	Ordinary
	<b>Total</b>	<b>617,913</b>	<b>1,559,022.88</b>	<b>Ordinary</b>
	<b>BT Funds Management No.2 Limited Total :</b>	<b>617,913</b>	<b>1,559,022.88</b>	

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


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Date	Registered Company	Quantity	Consideration	Class of Securities
10/02/2015	Australia and New Zealand Banking Group Limited	5,662	15,513.88	Ordinary
11/02/2015	Australia and New Zealand Banking Group Limited	1,481	4,131.99	Ordinary
12/02/2015	Australia and New Zealand Banking Group Limited	1,277	3,575.60	Ordinary
13/02/2015	Australia and New Zealand Banking Group Limited	137	387.71	Ordinary
19/02/2015	Australia and New Zealand Banking Group Limited	2,909	7,883.39	Ordinary
20/02/2015	Australia and New Zealand Banking Group Limited	3,793	9,710.08	Ordinary
24/02/2015	Australia and New Zealand Banking Group Limited	3,502	9,140.22	Ordinary
2/03/2015	Australia and New Zealand Banking Group Limited	3,456	9,434.88	Ordinary
3/03/2015	Australia and New Zealand Banking Group Limited	1,756	4,793.88	Ordinary
4/03/2015	Australia and New Zealand Banking Group Limited	2,457	6,633.90	Ordinary
6/03/2015	Australia and New Zealand Banking Group Limited	4,986	12,913.74	Ordinary
9/03/2015	Australia and New Zealand Banking Group Limited	1,353	3,477.21	Ordinary
10/03/2015	Australia and New Zealand Banking Group Limited	6,254	16,197.86	Ordinary
11/03/2015	Australia and New Zealand Banking Group Limited	3,476	9,107.12	Ordinary
12/03/2015	Australia and New Zealand Banking Group Limited	1,383	3,609.63	Ordinary
13/03/2015	Australia and New Zealand Banking Group Limited	17	44.88	Ordinary
30/03/2015	Australia and New Zealand Banking Group Limited	392	1,042.72	Ordinary
22/04/2015	Australia and New Zealand Banking Group Limited	436	1,137.96	Ordinary
23/04/2015	Australia and New Zealand Banking Group Limited	1,051	2,732.60	Ordinary
24/04/2015	Australia and New Zealand Banking Group Limited	1,581	4,252.89	Ordinary
27/04/2015	Australia and New Zealand Banking Group Limited	1,969	5,316.30	Ordinary
28/04/2015	Australia and New Zealand Banking Group Limited	1,154	3,127.34	Ordinary
29/04/2015	Australia and New Zealand Banking Group Limited	901	2,432.70	Ordinary
30/04/2015	Australia and New Zealand Banking Group Limited	4,145	9,492.05	Ordinary
30/04/2015	Australia and New Zealand Banking Group Limited	16,409	37,740.70	Ordinary
1/05/2015	Australia and New Zealand Banking Group Limited	513	1,179.90	Ordinary
4/05/2015	Australia and New Zealand Banking Group Limited	1,637	3,846.95	Ordinary
4/05/2015	Australia and New Zealand Banking Group Limited	7,646	17,968.10	Ordinary
6/05/2015	Australia and New Zealand Banking Group Limited	376	883.60	Ordinary
26/05/2015	Australia and New Zealand Banking Group Limited	76	182.40	Ordinary
28/05/2015	Australia and New Zealand Banking Group Limited	116	278.40	Ordinary
29/05/2015	Australia and New Zealand Banking Group Limited	605	1,427.80	Ordinary
	<b>Total</b>	<b>82,906</b>	<b>209,598.38</b>	<b>Ordinary</b>

Date	Registered Company	Quantity	Consideration	Class of Securities
10/02/2015	HSBC Custody Nominees (Australia) Limited.	163,849	448,946.26	Ordinary
11/02/2015	HSBC Custody Nominees (Australia) Limited.	64,404	179,687.16	Ordinary
12/02/2015	HSBC Custody Nominees (Australia) Limited.	55,547	155,531.60	Ordinary
13/02/2015	HSBC Custody Nominees (Australia) Limited.	5,948	16,832.84	Ordinary
19/02/2015	HSBC Custody Nominees (Australia) Limited.	120,068	325,384.28	Ordinary
20/02/2015	HSBC Custody Nominees (Australia) Limited.	149,741	383,336.96	Ordinary
24/02/2015	HSBC Custody Nominees (Australia) Limited.	149,739	390,818.79	Ordinary
2/03/2015	HSBC Custody Nominees (Australia) Limited.	53,251	145,375.23	Ordinary
3/03/2015	HSBC Custody Nominees (Australia) Limited.	74,866	204,384.18	Ordinary
4/03/2015	HSBC Custody Nominees (Australia) Limited.	104,752	282,830.40	Ordinary
6/03/2015	HSBC Custody Nominees (Australia) Limited.	242,579	628,279.61	Ordinary

9/03/2015	HSBC Custody Nominees (Australia) Limited.	57,612	148,062.84	Ordinary
10/03/2015	HSBC Custody Nominees (Australia) Limited.	266,324	689,779.16	Ordinary
11/03/2015	HSBC Custody Nominees (Australia) Limited.	149,995	392,986.90	Ordinary
12/03/2015	HSBC Custody Nominees (Australia) Limited.	58,878	153,671.58	Ordinary
13/03/2015	HSBC Custody Nominees (Australia) Limited.	729	1,924.56	Ordinary
22/04/2015	HSBC Custody Nominees (Australia) Limited.	4,974	12,982.14	Ordinary
23/04/2015	HSBC Custody Nominees (Australia) Limited.	13,296	34,569.60	Ordinary
24/04/2015	HSBC Custody Nominees (Australia) Limited.	19,999	53,797.31	Ordinary
27/04/2015	HSBC Custody Nominees (Australia) Limited.	72,045	194,521.50	Ordinary
28/04/2015	HSBC Custody Nominees (Australia) Limited.	42,206	114,378.26	Ordinary
29/04/2015	HSBC Custody Nominees (Australia) Limited.	32,953	88,973.10	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	600,351	1,380,807.30	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	137,426	314,705.54	Ordinary
1/05/2015	HSBC Custody Nominees (Australia) Limited.	21,293	48,973.90	Ordinary
4/05/2015	HSBC Custody Nominees (Australia) Limited.	60,906	143,129.10	Ordinary
4/05/2015	HSBC Custody Nominees (Australia) Limited.	284,474	668,513.90	Ordinary
5/05/2015	HSBC Custody Nominees (Australia) Limited.	12,139	28,526.65	Ordinary
5/05/2015	HSBC Custody Nominees (Australia) Limited.	16,057	37,733.95	Ordinary
6/05/2015	HSBC Custody Nominees (Australia) Limited.	15,023	35,304.05	Ordinary
26/05/2015	HSBC Custody Nominees (Australia) Limited.	7,774	18,657.60	Ordinary
28/05/2015	HSBC Custody Nominees (Australia) Limited.	11,850	28,440.00	Ordinary
29/05/2015	HSBC Custody Nominees (Australia) Limited.	61,851	145,968.36	Ordinary
	<b>Total</b>	<b>3,132,899</b>	<b>7,897,814.61</b>	<b>Ordinary</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
10/02/2015	National Australian Custodian Services	12,429	34,055.46	Ordinary
11/02/2015	National Australian Custodian Services	3,823	10,666.17	Ordinary
12/02/2015	National Australian Custodian Services	3,297	9,231.60	Ordinary
13/02/2015	National Australian Custodian Services	353	998.99	Ordinary
19/02/2015	National Australian Custodian Services	7,281	19,731.51	Ordinary
20/02/2015	National Australian Custodian Services	9,058	23,188.48	Ordinary
24/02/2015	National Australian Custodian Services	8,937	23,325.57	Ordinary
2/03/2015	National Australian Custodian Services	4,412	12,044.76	Ordinary
3/03/2015	National Australian Custodian Services	4,479	12,227.67	Ordinary
4/03/2015	National Australian Custodian Services	6,266	16,918.20	Ordinary
6/03/2015	National Australian Custodian Services	14,268	36,954.12	Ordinary
9/03/2015	National Australian Custodian Services	3,450	8,866.50	Ordinary
10/03/2015	National Australian Custodian Services	15,949	41,307.91	Ordinary
13/03/2015	National Australian Custodian Services	330,185	924,518.00	Ordinary
13/03/2015	National Australian Custodian Services	362,793	1,015,820.40	Ordinary
13/03/2015	National Australian Custodian Services	-14,268	-39,950.40	Ordinary
13/03/2015	National Australian Custodian Services	-17,693	-49,540.40	Ordinary
13/03/2015	National Australian Custodian Services	-7,281	-20,386.80	Ordinary
13/03/2015	National Australian Custodian Services	-37,571	-105,198.80	Ordinary
13/03/2015	National Australian Custodian Services	-3,297	-9,231.60	Ordinary
13/03/2015	National Australian Custodian Services	-353	-988.40	Ordinary
13/03/2015	National Australian Custodian Services	-44,560	-124,768.00	Ordinary
13/03/2015	National Australian Custodian Services	-15,949	-44,657.20	Ordinary
13/03/2015	National Australian Custodian Services	-6,266	-17,544.80	Ordinary
13/03/2015	National Australian Custodian Services	-3,582	-10,029.60	Ordinary
13/03/2015	National Australian Custodian Services	-8,937	-25,023.60	Ordinary
13/03/2015	National Australian Custodian Services	-5,500	-15,400.00	Ordinary
13/03/2015	National Australian Custodian Services	-105,994	-296,783.20	Ordinary
13/03/2015	National Australian Custodian Services	-3,823	-10,704.40	Ordinary

13/03/2015	National Australian Custodian Services	-17,650	-49,420.00	Ordinary
13/03/2015	National Australian Custodian Services	-3,450	-9,660.00	Ordinary
13/03/2015	National Australian Custodian Services	-2,046	-5,728.80	Ordinary
13/03/2015	National Australian Custodian Services	-9,058	-25,362.40	Ordinary
13/03/2015	National Australian Custodian Services	-12,429	-34,801.20	Ordinary
13/03/2015	National Australian Custodian Services	-1,587	-4,443.60	Ordinary
13/03/2015	National Australian Custodian Services	-4,479	-12,541.20	Ordinary
13/03/2015	National Australian Custodian Services	-4,412	-12,353.60	Ordinary
26/03/2015	National Australian Custodian Services	24,306	65,869.26	Ordinary
7/04/2015	National Australian Custodian Services	8,285	23,115.15	Ordinary
22/04/2015	National Australian Custodian Services	2,050	5,350.50	Ordinary
23/04/2015	National Australian Custodian Services	5,481	14,250.60	Ordinary
24/04/2015	National Australian Custodian Services	8,243	22,173.67	Ordinary
27/04/2015	National Australian Custodian Services	9,600	25,920.00	Ordinary
28/04/2015	National Australian Custodian Services	5,624	15,241.04	Ordinary
29/04/2015	National Australian Custodian Services	4,391	11,855.70	Ordinary
30/04/2015	National Australian Custodian Services	15,333	35,112.57	Ordinary
30/04/2015	National Australian Custodian Services	74,250	170,775.00	Ordinary
1/05/2015	National Australian Custodian Services	2,719	6,253.70	Ordinary
4/05/2015	National Australian Custodian Services	7,327	17,218.45	Ordinary
4/05/2015	National Australian Custodian Services	34,224	80,426.40	Ordinary
5/05/2015	National Australian Custodian Services	3,763	8,843.05	Ordinary
5/05/2015	National Australian Custodian Services	4,978	11,698.30	Ordinary
6/05/2015	National Australian Custodian Services	1,928	4,530.80	Ordinary
8/05/2015	National Australian Custodian Services	258,062	650,316.24	Ordinary
25/05/2015	National Australian Custodian Services	1,681	4,034.40	Ordinary
26/05/2015	National Australian Custodian Services	1,335	3,204.00	Ordinary
28/05/2015	National Australian Custodian Services	2,035	4,884.00	Ordinary
29/05/2015	National Australian Custodian Services	11,324	26,724.64	Ordinary
	<b>Total</b>	<b>943,734</b>	<b>2,473,134.81</b>	<b>Ordinary</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
10/02/2015	National Nominees Limited	13,656	37,417.44	Ordinary
11/02/2015	National Nominees Limited	4,200	11,718.00	Ordinary
12/02/2015	National Nominees Limited	3,622	10,141.60	Ordinary
13/02/2015	National Nominees Limited	388	1,098.04	Ordinary
19/02/2015	National Nominees Limited	8,080	21,896.80	Ordinary
20/02/2015	National Nominees Limited	9,855	25,228.80	Ordinary
24/02/2015	National Nominees Limited	9,819	25,627.59	Ordinary
2/03/2015	National Nominees Limited	4,887	13,341.51	Ordinary
3/03/2015	National Nominees Limited	4,921	13,434.33	Ordinary
4/03/2015	National Nominees Limited	6,885	18,589.50	Ordinary
6/03/2015	National Nominees Limited	15,658	40,554.22	Ordinary
9/03/2015	National Nominees Limited	3,791	9,742.87	Ordinary
10/03/2015	National Nominees Limited	17,524	45,387.16	Ordinary
13/03/2015	National Nominees Limited	-1,744	-4,883.20	Ordinary
13/03/2015	National Nominees Limited	-19,395	-54,306.00	Ordinary
13/03/2015	National Nominees Limited	-48,959	-137,085.20	Ordinary
13/03/2015	National Nominees Limited	-4,921	-13,778.80	Ordinary
13/03/2015	National Nominees Limited	-4,200	-11,760.00	Ordinary
13/03/2015	National Nominees Limited	-6,885	-19,278.00	Ordinary
13/03/2015	National Nominees Limited	-9,855	-27,594.00	Ordinary
13/03/2015	National Nominees Limited	-8,080	-22,624.00	Ordinary
13/03/2015	National Nominees Limited	-2,248	-6,294.40	Ordinary

13/03/2015	National Nominees Limited	-388	-1,086.40	Ordinary
13/03/2015	National Nominees Limited	-9,819	-27,493.20	Ordinary
13/03/2015	National Nominees Limited	-17,524	-49,067.20	Ordinary
13/03/2015	National Nominees Limited	-15,658	-43,842.40	Ordinary
13/03/2015	National Nominees Limited	-116,460	-326,088.00	Ordinary
13/03/2015	National Nominees Limited	-3,622	-10,141.60	Ordinary
13/03/2015	National Nominees Limited	-4,887	-13,683.60	Ordinary
13/03/2015	National Nominees Limited	-3,937	-11,023.60	Ordinary
13/03/2015	National Nominees Limited	-41,280	-115,584.00	Ordinary
13/03/2015	National Nominees Limited	-3,791	-10,614.80	Ordinary
13/03/2015	National Nominees Limited	-19,441	-54,434.80	Ordinary
13/03/2015	National Nominees Limited	-6,043	-16,920.40	Ordinary
13/03/2015	National Nominees Limited	-13,656	-38,236.80	Ordinary
	<b>Total</b>	<b>-259,507</b>	<b>-741,642.54</b>	<b>Ordinary</b>
<b>BT Investment Management (Fund Services) Limited Total :</b>		<b>3,900,032</b>	<b>9,838,905.26</b>	

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**BT Investment Management (Institutional) Limited**


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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
10/02/2015	National Australia Bank Limited	67,729	185,577.46	Ordinary
11/02/2015	National Australia Bank Limited	20,812	58,065.48	Ordinary
12/02/2015	National Australia Bank Limited	17,949	50,257.20	Ordinary
13/02/2015	National Australia Bank Limited	1,922	5,439.26	Ordinary
19/02/2015	National Australia Bank Limited	39,615	107,356.65	Ordinary
20/02/2015	National Australia Bank Limited	49,520	126,771.20	Ordinary
24/02/2015	National Australia Bank Limited	48,660	127,002.60	Ordinary
2/03/2015	National Australia Bank Limited	23,725	64,769.25	Ordinary
3/03/2015	National Australia Bank Limited	24,383	66,565.59	Ordinary
4/03/2015	National Australia Bank Limited	34,116	92,113.20	Ordinary
6/03/2015	National Australia Bank Limited	77,818	201,548.62	Ordinary
9/03/2015	National Australia Bank Limited	18,783	48,272.31	Ordinary
10/03/2015	National Australia Bank Limited	86,829	224,887.11	Ordinary
11/03/2015	National Australia Bank Limited	48,789	127,827.18	Ordinary
12/03/2015	National Australia Bank Limited	19,195	50,098.95	Ordinary
13/03/2015	National Australia Bank Limited	238	628.32	Ordinary
30/03/2015	National Australia Bank Limited	4,608	12,257.28	Ordinary
7/04/2015	National Australia Bank Limited	21,989	61,349.31	Ordinary
22/04/2015	National Australia Bank Limited	5,966	15,571.26	Ordinary
23/04/2015	National Australia Bank Limited	14,597	37,952.20	Ordinary
24/04/2015	National Australia Bank Limited	21,956	59,061.64	Ordinary
27/04/2015	National Australia Bank Limited	24,918	67,278.60	Ordinary
28/04/2015	National Australia Bank Limited	14,597	39,557.87	Ordinary
29/04/2015	National Australia Bank Limited	11,397	30,771.90	Ordinary
30/04/2015	National Australia Bank Limited	43,416	99,422.64	Ordinary
30/04/2015	National Australia Bank Limited	194,403	447,126.90	Ordinary
1/05/2015	National Australia Bank Limited	7,129	16,396.70	Ordinary
4/05/2015	National Australia Bank Limited	92,781	218,035.35	Ordinary
4/05/2015	National Australia Bank Limited	19,865	46,682.75	Ordinary
5/05/2015	National Australia Bank Limited	6,594	15,495.90	Ordinary
5/05/2015	National Australia Bank Limited	8,721	20,494.35	Ordinary
6/05/2015	National Australia Bank Limited	5,032	11,825.20	Ordinary
25/05/2015	National Australia Bank Limited	6,325	15,180.00	Ordinary
26/05/2015	National Australia Bank Limited	2,715	6,516.00	Ordinary

28/05/2015	National Australia Bank Limited	4,139	9,933.60	Ordinary
29/05/2015	National Australia Bank Limited	24,247	57,222.92	Ordinary
	<b>Total</b>	<b>1,115,478</b>	<b>2,825,312.75</b>	<b>Ordinary</b>
	<b>BT Investment Management (Institutional) Limited</b>			
	<b>Total :</b>	<b>1,115,478</b>	<b>2,825,312.75</b>	

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**Westpac RE Limited**

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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>
30/04/2015	HSBC Custody Nominees (Australia) Limited.	-1,791	-4,029.75	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	-320	-720.00	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	-129,228	-292,055.28	Ordinary
30/04/2015	HSBC Custody Nominees (Australia) Limited.	-4,206	-9,463.50	Ordinary
28/05/2015	HSBC Custody Nominees (Australia) Limited.	-3,142	-7,572.22	Ordinary
28/05/2015	HSBC Custody Nominees (Australia) Limited.	-14,013	-33,771.33	Ordinary
28/05/2015	HSBC Custody Nominees (Australia) Limited.	-2,257	-5,439.37	Ordinary
28/05/2015	HSBC Custody Nominees (Australia) Limited.	-2,851	-6,870.91	Ordinary
28/05/2015	HSBC Custody Nominees (Australia) Limited.	-12,569	-30,291.29	Ordinary
	<b>Total</b>	<b>-170,377</b>	<b>-390,213.65</b>	<b>Ordinary</b>
	<b>Westpac RE Limited Total :</b>	<b>-170,377</b>	<b>-390,213.65</b>	

## ANNEXURE B

This is the annexure 'B' (being 3 pages) referred to in Form 603, Notice of initial substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin – Company Secretary, Westpac Banking Corporation – 02/06/2015

<b>Westpac Banking Corporation</b>	Australia	RMS Warehouse Trust 2007-1	Australia
1925 (Commercial) Pty Limited	Australia	Sallmoor Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	Securitor Financial Group Limited	Australia
1925 Advances Pty Limited	Australia	Seed Pool Trust No. 2	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Series 2007-1G WST Trust	Australia
Advance Asset Management Limited	Australia	Series 2008-1M WST Trust	Australia
Altitude Administration Pty Limited	Australia	Series 2009-1 WST Trust	Australia
Altitude Rewards Pty Limited	Australia	Series 2011-1 WST Trust	Australia
Aotearoa Financial Services Limited	New Zealand	Series 2011-2 WST Trust	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	Series 2011-3 WST Trust	Australia
Ascalon Capital Managers Limited	Australia	Series 2012-1 WST Trust	Australia
Ascalon Funds Seed Pool Trust	Australia	Series 2013-1 WST Trust	Australia
Asgard Capital Management Limited	Australia	Series 2013-2 WST Trust	Australia
Asgard Wealth Solutions Limited	Australia	Series 2014-1 WST Trust	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	Series 2014-2 WST Trust	Australia
Australian Loan Processing Security Trust	Australia	SIE-Lease (Australia) Pty Limited	Australia
Bella Trust No. 2	Australia	SIE-Lease (New Zealand) Pty Limited	New Zealand
Bella Trust	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Belliston Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
Bill Acceptance Corporation 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 Security Holdings Pty Limited	Australia
BT Funds Management No.2 Limited	Australia	Sydney Capital Corp Inc.	USA
BT Investment Management (Fund Services) Limited	Australia	Tavarua Funding Trust IV	USA
BT Investment Management (Institutional) Limited	Australia	Teuton Pty Limited	Australia
BT Investment Management Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Long Term Income Fund	Australia	The Mortgage Company Pty Limited	Australia
BT Portfolio Services Limited	Australia	The Warehouse Financial Services Limited	New Zealand
BT Private Nominees Pty Limited	Australia	Value Nominees Pty Limited	Australia
BT Securities Limited	Australia	W2 Investments Pty Limited	Australia
BT Short Term Income Fund	Australia	Waratah Receivables Corp Pty Limited	Australia
BTIM UK Limited	UK	Waratah Securities Australia Limited	Australia
Canning Park Capital Pte. Ltd	Australia	Westpac (NZ) Investments Limited	New Zealand
Capital Corporate Finance Limited	Australia	Westpac Administration Pty Limited	Australia
Capital Finance (NZ) Limited	Australia	Westpac Administration 2 Limited	Australia
Capital Finance Australia Limited	Australia	Westpac Administration 3 Limited	Australia

Capital Finance New Zealand Limited	Australia	Westpac Administration 4 Limited	Australia
Capital Fleetlease Limited	Australia	Westpac Altitude Rewards Trust	Australia
Capital Motor Finance Limited	Australia	Westpac Americas Inc.	USA
Capital Rent Group Limited	New Zealand	Westpac Asian Lending Pty Limited	Australia
Castlereagh Trust	Australia	Westpac Bank of Tonga	Tonga
CBA Limited	Australia	Westpac Bank Samoa Limited	Samoa
Challenge Limited	Australia	Westpac Bank-PNG-Limited	Papua New Guinea
Core Infrastructure Income Feeder 1 L P	UK	Westpac Capital Holdings Inc.	USA
Core Infrastructure Income Feeder 2 L P	UK	Westpac Capital Markets Holding Corp.	USA
Core Infrastructure Income Master L P	UK	Westpac Capital Markets LLC	USA
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Capital Trust IV	USA
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade ABS Series 2015 - 1 Trust	Australia	Westpac Cash PIE Fund	Australia
Crusade CP Management Pty Limited	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP No.1 Pty Limited	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 52	Australia	Westpac Covered Bond Trust	Australia
Crusade CP Trust No. 53	Australia	Westpac Custodian Nominees Pty Limited	Australia
Crusade CP Trust No. 55	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 56	Australia	Westpac Delta LLC	USA
Crusade CP Trust No. 57	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade CP Trust No. 58	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Equipment Finance Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Global Trust 1 of 2006	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Global Trust 1 of 2007	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 2 of 2005	Australia	Westpac Europe Limited	UK
Crusade Global Trust 2 of 2006	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Management Limited	Australia	Westpac Financial Consultants Limited	Australia
Crusade Trust 1A of 2005	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade 2P Trust of 2008	Australia	Westpac Financial Services Group Limited	Australia
Danaby Pty Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Data Republic Pty Limited	Australia	Westpac Financial Services Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Europe Infrastructure Debt LP	UK	Westpac Funds Financing Pty Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac Funding Holdings 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 Holdings-NZ-Limited	New Zealand
Hastings Forests Australia Pty Limited	Australia	Westpac Investment Capital Corporation	USA
Hastings Funds Management (UK) Limited	Singapore	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Funds Management (USA) Inc.	UK	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Funds Management Asia Pty. Limited	USA	Westpac Investment Vehicle Pty Limited	Australia
Hastings Funds Management Limited	Australia	Westpac Leasing Nominees-Vic.-Pty Limited	Australia

Hastings Infrastructure 1 Limited	UK	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Infrastructure 2 Limited	UK	Westpac Life Insurance Services Limited	Australia
Hastings Investment Capital LP	USA	Westpac Life-NZ-Limited	New Zealand
Hastings Investment Management Pty Ltd	USA	Westpac New Zealand Group Limited	New Zealand
Hastings Investment Management (Europe) Ltd	UK	Westpac New Zealand Limited	New Zealand
Hastings Investments GP LLC	Australia	Westpac Nominees-NZ-Limited	New Zealand
Hastings Korea Company Limited	Korea	Westpac Notice saver PIE Fund	Australia
Hastings Management Pty Limited	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac NZ Covered Bond Limited	New Zealand
Hickory Trust	Australia	Westpac NZ Operations Limited	New Zealand
Hitton Pty Limited	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
HLT Custodian Trust	New Zealand	Westpac NZ Securitisation Limited	New Zealand
Infrastructure GP LLP	UK	Westpac NZ Securitisation No. 2 Limited	New Zealand
Infrastructure GP 2 LLP	UK	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Infrastructure Research and Advisory Services Private Limited	India	Westpac Overseas Holdings Pty Limited	Australia
J O Hambro Capital Management Holdings Limited	UK	Westpac Pacific Limited Partnership	Australia
J O Hambro Capital Management Limited	UK	Westpac Properties Limited	Australia
JOHCM (Singapore) Pte Limited	Singapore	Westpac RE Limited	Australia
JOHCM (USA) Inc	USA	Westpac Securities Administration Limited	Australia
Magnitude Group Pty Limited	Australia	Westpac Securities Limited	Australia
MIF Custodian Trust	New Zealand	Westpac Securities NZ Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Nationwide Management Pty Limited	Australia	Westpac Securitisation Management Pty Limited	Australia
Net Nominees Limited	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
Reinventure Fund ILP	Australia		

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