

20 December 2016

Market Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir / Madam

Appendix 3Y – Director's Interest Notice for Mr Brian Hartzler, Managing Director and Chief Executive Officer

Please find attached an Appendix 3Y – Change of Director's Interest Notice in relation to Westpac Banking Corporation (**Westpac**) security interests held by Mr Hartzler.

Mr Hartzler has:

- been allocated a total of 40,444 Westpac fully paid ordinary shares and 211,548 share rights to acquire Westpac fully paid ordinary shares, consistent with the CEO Restricted Share Plan and CEO Long Term Incentive Plan respectively; and
- sold 16,739 existing Westpac fully paid ordinary shares.

As indicated in the Appendix 3Y, following the transactions Mr Hartzler holds relevant interests in 77,427 Westpac fully paid ordinary shares.

Yours sincerely,



Tim Hartin
Company Secretary

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity Westpac Banking Corporation ("Westpac")
ABN 33 007 457 141
Date: 20 December 2016

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Brian Charles Hartzler
Date of last notice	8 November 2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	-	-
Date of change	(b) 16 December 2016 (c) 19 December 2016	(a) 16 December 2016
No. of securities held prior to change	(b) 53,722 (c) 94,166	(a) 453,162
Class	Westpac fully paid ordinary shares	Rights to acquire fully paid ordinary shares
Number acquired	(b) 40,444 (c) -	(a) 211,548
Number disposed	(b) - (c) 16,739	(a) -
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	(b) \$32.21 per Westpac fully paid ordinary share (c) \$32.269 per Westpac fully paid ordinary share	(a) Nil
No. of securities held after change	(b) 94,166 (c) 77,427	(a) 664,710

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	(b) Granted under CEO Restricted Share Plan (c) On-market sale	(a) Granted under CEO Long Term Incentive Plan
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	NO
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.