

7 July 2011



The Manager
Company Announcements Office
ASX Limited
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20 Bridge Street
SYDNEY NSW 2000

Westfield Group

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Sydney NSW 2011
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Australia

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Dear Sir/Madam

**WESTFIELD GROUP (ASX:WDC)
NOTICE UNDER ASX LISTING RULE 3.19A**

We enclose an Appendix 3Y notice, as required to be provided under Listing Rule 3.19A for Mr Stephen Johns, a director of the Westfield Group companies.

The notice is in respect of two recent transfers of Westfield Group stapled securities which were registered in Mr Johns' name to Caran Pty Ltd as trustee for The Johns Family Superannuation Fund and Canzak Pty Ltd. Mr Johns is the sole beneficiary of Johns Family Superannuation Fund and sole shareholder in Canzak Pty Ltd. Accordingly, Mr Johns' relevant interest in Westfield Group stapled securities remains unchanged notwithstanding the above transactions.

Yours faithfully

WESTFIELD GROUP

A handwritten signature in blue ink, consisting of several overlapping loops and a long horizontal stroke extending to the left.

**Simon Tuxen
Company Secretary**

Encl.

Westfield Holdings Limited ABN 66 001 671 496

Westfield Management Limited ABN 41 001 670 579 AFS Licence 230329
as responsible entity of **Westfield Trust** ABN 55 191 750 378 ARSN 090 849 746

Westfield America Management Limited ABN 66 072 780 619 AFS Licence 230324
as responsible entity of **Westfield America Trust** ABN 27 374 714 905 ARSN 092 058 449

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 30/9/2001.

Name of entity	Westfield Group
ABN	Westfield Holdings Limited ABN 66 001 671 496 Westfield Trust ARSN 090 849 746 Westfield America Trust ARSN 092 058 449

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	Stephen Paul Johns
Date of last notice	2 July 2010

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 and indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Indirect interest is through private companies, Canzak Pty Limited, Caran Pty Limited ATF The Johns Family Superannuation Fund and Onet Three Pty Limited ATF The Johns Family Non Complying Superannuation Fund
Date of change	4 July 2011
No. of securities held prior to change	1,512,655
Class	WDC
Number acquired	123,000
Number disposed	123,000
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$8.56 per WDC stapled security

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	1,512,655
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Off-market trades from Stephen Paul Johns to Caran Pty Ltd ATF The Johns Family Superannuation Fund and Canzak Pty Ltd

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

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?	Yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	Yes
If prior written clearance was provided, on what date was this provided?	1 July 2011

⁺ See chapter 19 for defined terms.