

19 December 2016



Westfield Corporation

Level 29
85 Castlereagh Street
Sydney NSW 2000
GPO Box 4004
Sydney NSW 2001
Australia

Telephone 02 9273 2000

Facsimile 02 9358 7241

Internet www.westfieldcorp.com

The Manager
Company Announcements Office
ASX Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

**WESTFIELD CORPORATION (ASX:WFD)
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 Michael Gutman OBE, a director of Westfield Corporation.

As part of Mr Gutman's normal remuneration arrangements, certain performance rights to which Mr Gutman was entitled, vested. The securities were then sold in an on-market transaction.

Yours faithfully

WESTFIELD CORPORATION

A handwritten signature in blue ink, appearing to be "S. Tuxen", with a small dot at the end.

**Simon Tuxen
Company Secretary**

Encl.

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. Amended 01/01/11

Name of entity	Westfield Corporation
ABN	Westfield Corporation Limited ABN 12 166 995 197 Westfield America Trust ARSN 092 058 449 WFD Trust ARSN 168 765 875

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	Mr Michael Joseph Gutman
Date of last notice	14 September 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
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	15 December 2016
No. of securities held prior to change	796,498
Class	Ordinary
Number acquired	354,273
Number disposed	354,273
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$8.9113 per WFD security
No. of securities held after change	796,498

+ 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	Vesting of performance rights under Westfield Corporation executive incentive plan and the subsequent on-market sale of securities
---	--

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 Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	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?	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.