

18 December, 2017

State Street Global Advisors,  
Australia, Limited  
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Company Announcement Officer

**Notice of Becoming a Substantial Shareholder**

Pursuant to section 671B of the Corporations Act, State Street Corporation hereby advises that it has become a substantial shareholder in Westfield Corp. The enclosed ASIC Form 603 discloses the required details.

Yours faithfully,



**Catherine Han**  
Compliance

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme Westfield Corporation

ACN/ARSN 166 995 197

### 1. Details of substantial holder (1)

Name State Street Corporation and subsidiaries named in Annexures to this form

ACN/ARSN (if applicable) \_\_\_\_\_

The holder became a substantial holder on 14/12/2017

### 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)
Ord	104,385,331	104,385,331	5.02%

### 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)	Class and number of securities
Annexure A		

### 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	Person entitled to be registered as holder (8)	Class and number of securities
Annexure A			

### 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	
Annexure B & D				

**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
Annexure A	

**7. Addresses**

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

Name	Address
Annexure C	

**Signature**

print name **Frank Newman**

Capacity: **Authorised signatory**

sign here



date 18/12/2017

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg 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 or 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 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 (eg 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.

This is Annexure A referred to in Form 603 Notice of initial substantial holder

## Annexure A

2.

18 December 2017

Frank Newman  
Authorised Signatory

3. Details of relevant interests
4. Details of present registered holders
6. Associates

Holder of relevant interest	Nature of Relevant Interest	Registered Holder of securities	Person Entitled to be registered as holder	Class and number of Securities		Nature of Association
(Section 3, 4 and 6)	(Section 3)	(Section 4)	(Section 4)	(Section 3 and 4)		(Section 6)
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York, Brussels	N.A.	Ordinary	6,180	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Brown Brothers Harriman	N.A.	Ordinary	373,885	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Brown Brothers Harriman & Co.	N.A.	Ordinary	124,469	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Brown Brothers Harriman.	N.A.	Ordinary	412,140	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank, London 2	N.A.	Ordinary	2,548,319	Subsidiary of State Street Corporation

State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Trustees	N.A.	Ordinary	59,054	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street	N.A.	Ordinary	5,256	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Australia Ltd, Sydney	N.A.	Ordinary	125,674	Subsidiary of State Street Corporation
State Street Global Advisors (Japan) Co., Ltd	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Sumitomo Trust and Banking Co., USA	N.A.	Ordinary	214,377	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York Master Custody, Brussels	N.A.	Ordinary	51,531	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Citibank, Hong Kong	N.A.	Ordinary	19,456	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank Global Services Australia	N.A.	Ordinary	107,398	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Company, Singapore	N.A.	Ordinary	146,369	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Singapore	N.A.	Ordinary	122,162	Subsidiary of State Street Corporation

State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street	N.A.	Ordinary	179,595	Subsidiary of State Street Corporation
State Street Global Advisors Asia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary	282,792	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas Australia	N.A.	Ordinary	870,788	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP PARIBAS SECURITIES SERVICES JER	N.A.	Ordinary	124,740	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Citibank, Hong Kong	N.A.	Ordinary	1,235,867	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JP Morgan Chase, London	N.A.	Ordinary	353,097	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank Global Services Australia	N.A.	Ordinary	483,958	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	National Australia Custodian Services	N.A.	Ordinary	960,179	Subsidiary of State Street Corporation

State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Company, Singapore	N.A.	Ordinary	4,756,732	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street	N.A.	Ordinary	692	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Australia Ltd, Sydney	N.A.	Ordinary	4,834,607	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary	20,351,435	Subsidiary of State Street Corporation
State Street Global Advisors Australia Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Co. London	N.A.	Ordinary	769,487	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank Of New York Mellon	N.A.	Ordinary	788,503	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York, Brussels	N.A.	Ordinary	316,961	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Brown Brothers Harriman & Co.	N.A.	Ordinary	60,616	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	CIBC Mellon Bank	N.A.	Ordinary	205,599	Subsidiary of State Street Corporation

State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Citibank N.A. New York	N.A.	Ordinary	67,721	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	HSBC Security Services	N.A.	Ordinary	43,779	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank, N.A.	N.A.	Ordinary	365,471	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Mellon Bank N.A. (Global Trust Dept.,) Pittsburgh	N.A.	Ordinary	234,049	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Mellon Bank, N.A.	N.A.	Ordinary	956,374	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Global Services London	N.A.	Ordinary	299,110	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Royal Trust Corporation of Canada, London	N.A.	Ordinary	196,725	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary	34,914,276	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank Master Trust	N.A.	Ordinary	355,537	Subsidiary of State Street Corporation



State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Global Advisors Inc	N.A.	Ordinary	9,228	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Mutual Funds	N.A.	Ordinary	10,098,860	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Co. London	N.A.	Ordinary	32,584	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Company, Chicago	N.A.	Ordinary	2,748,398	Subsidiary of State Street Corporation
State Street Global Advisors Inc	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank/SPDRS	N.A.	Ordinary	138,642	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	ABN Amro Mellon Global Securities Services	N.A.	Ordinary	255,760	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank New York	N.A.	Ordinary	76,354	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Bank of New York, Brussels	N.A.	Ordinary	1,243,258	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas , Frankfurt	N.A.	Ordinary	20,598	Subsidiary of State Street Corporation

State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas Sec Services, Frankfurt	N.A.	Ordinary	112,015	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	BNP Paribas, Milan	N.A.	Ordinary	7,885	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	CACEIS Bank	N.A.	Ordinary	13,789	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Citibank Luxembourg	N.A.	Ordinary	191,840	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Credit Suisse First Boston, Zurich (Head Office)	N.A.	Ordinary	47,179	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Istituto Centrale delle Banche Popolari Italiane	N.A.	Ordinary	6,344	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JP Morgan Chase, London	N.A.	Ordinary	318,268	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	JPMorgan Chase Bank London	N.A.	Ordinary	453,707	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	KAS BANK, Amesterdam	N.A.	Ordinary	25,120	Subsidiary of State Street Corporation

State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Kas-Associatie N.V.	N.A.	Ordinary	967,535	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Northern Trust Global Services London	N.A.	Ordinary	1,417,174	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Nykredit A/S	N.A.	Ordinary	533,161	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Societe Generale Securities Services Milan	N.A.	Ordinary	48,404	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	Societe Generale, Paris	N.A.	Ordinary	31,501	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street	N.A.	Ordinary	1,119,984	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank - Munich	N.A.	Ordinary	10,589	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	State Street Bank & Trust	N.A.	Ordinary	4,344,303	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Bank of New York, London	N.A.	Ordinary	246,028	Subsidiary of State Street Corporation

State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	The Northern Trust Co. London	N.A.	Ordinary	326,424	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	UBS Ag , ZURICH	N.A.	Ordinary	480,978	Subsidiary of State Street Corporation
State Street Global Advisors Limited	Power to control the exercise of a right to vote attached to securities and/or the power to dispose of securities as investment manager or trustee	UBS AG, Zurich	N.A.	Ordinary	328,978	Subsidiary of State Street Corporation
State Street Bank and Trust Company	Relevant interest under section 608(1) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has on-lent the securities and retains a relevant interest	Unknown	State Street Bank and Trust Company	Ordinary	193,297	Subsidiary of State Street Corporation
State Street Bank and Trust Company	Relevant interest under section 608(1) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has on-lent the securities and retains a relevant interest	Unknown	BlackRock Institutional Trust Company, NA	Ordinary	1,044	Subsidiary of State Street Corporation
State Street Bank and Trust Company	Relevant interest under section 608(1) being the holder of securities subject to an obligation to return under a securities lending agreement. State Street Bank and Trust Company has on-lent the securities and retains a relevant interest	Unknown	Macquarie Bank Limited	Ordinary	211,142	Subsidiary of State Street Corporation



18 December 2017

Frank Newman

Authorised Signatory

5. Consideration

Holder of relevant interest	Date of Acquisition	Nature of transaction	Consideration	Class and number of Securities affected	
State Street Global Advisors (Japan) Co., Ltd	16-Aug-2017	Purchase	7.72	Ordinary	3,228
State Street Global Advisors (Japan) Co., Ltd	22-Aug-2017	Purchase	7.63	Ordinary	4,625
State Street Global Advisors (Japan) Co., Ltd	31-Aug-2017	Purchase	7.43	Ordinary	6,731
State Street Global Advisors (Japan) Co., Ltd	08-Sep-2017	Purchase	7.79	Ordinary	5,703
State Street Global Advisors (Japan) Co., Ltd	02-Oct-2017	Purchase	7.86	Ordinary	18,190
State Street Global Advisors (Japan) Co., Ltd	07-Nov-2017	Purchase	7.75	Ordinary	21,168
State Street Global Advisors (Japan) Co., Ltd	30-Nov-2017	Purchase	8.38	Ordinary	7,760
State Street Global Advisors (Japan) Co., Ltd	13-Dec-2017	Purchase	9.68	Ordinary	13,697
State Street Global Advisors Australia Limited	14-Aug-2017	Purchase	7.53	Ordinary	57,148
State Street Global Advisors Australia Limited	21-Aug-2017	Purchase	7.56	Ordinary	268,749
State Street Global Advisors Australia Limited	22-Aug-2017	In specie contribution	n/a	Ordinary	21,168
State Street Global Advisors Australia Limited	23-Aug-2017	Purchase	7.55	Ordinary	3,300
State Street Global Advisors Australia Limited	24-Aug-2017	Purchase	7.49	Ordinary	5,298
State Street Global Advisors Australia Limited	24-Aug-2017	In specie contribution	n/a	Ordinary	61,416
State Street Global Advisors Australia Limited	29-Aug-2017	Purchase	7.35	Ordinary	296,106
State Street Global Advisors Australia Limited	29-Aug-2017	In specie contribution	n/a	Ordinary	29,638
State Street Global Advisors Australia Limited	31-Aug-2017	Purchase	7.43	Ordinary	183,499
State Street Global Advisors Australia Limited	31-Aug-2017	In specie contribution	n/a	Ordinary	2,614,934
State Street Global Advisors Australia Limited	06-Sep-2017	Purchase	7.86	Ordinary	173,618
State Street Global Advisors Australia Limited	13-Sep-2017	Purchase	7.86	Ordinary	68,288
State Street Global Advisors Australia Limited	15-Sep-2017	Purchase	7.71	Ordinary	16,205
State Street Global Advisors Australia Limited	20-Sep-2017	Purchase	7.57	Ordinary	11,998
State Street Global Advisors Australia Limited	29-Sep-2017	Purchase	7.84	Ordinary	76,093
State Street Global Advisors Australia Limited	03-Oct-2017	Purchase	7.86	Ordinary	26,492
State Street Global Advisors Australia Limited	06-Oct-2017	Purchase	7.65	Ordinary	5,027
State Street Global Advisors Australia Limited	10-Oct-2017	In specie contribution	n/a	Ordinary	47,201

State Street Global Advisors Australia Limited	11-Oct-2017	In specie contribution	n/a	Ordinary	8,366
State Street Global Advisors Australia Limited	16-Oct-2017	Purchase	7.72	Ordinary	20,084
State Street Global Advisors Australia Limited	26-Oct-2017	Purchase	7.82	Ordinary	35,735
State Street Global Advisors Australia Limited	31-Oct-2017	Purchase	7.77	Ordinary	4,730
State Street Global Advisors Australia Limited	31-Oct-2017	In specie contribution	n/a	Ordinary	8,363
State Street Global Advisors Australia Limited	06-Nov-2017	Purchase	7.66	Ordinary	22,762
State Street Global Advisors Australia Limited	13-Nov-2017	In specie contribution	n/a	Ordinary	40,518
State Street Global Advisors Australia Limited	17-Nov-2017	Purchase	8.19	Ordinary	69,200
State Street Global Advisors Australia Limited	20-Nov-2017	Purchase	8.24	Ordinary	4,884
State Street Global Advisors Australia Limited	22-Nov-2017	Purchase	8.32	Ordinary	77,952
State Street Global Advisors Australia Limited	27-Nov-2017	In specie contribution	n/a	Ordinary	54,088
State Street Global Advisors Australia Limited	06-Dec-2017	In specie contribution	n/a	Ordinary	124,191
State Street Global Advisors Australia Limited	16-Nov-2017	Purchase	8.19	Ordinary	6,426
State Street Global Advisors Australia Limited	14-Dec-2017	Purchase	9.49	Ordinary	23,532
State Street Global Advisors Inc	15-Aug-2017	In specie contribution	n/a	Ordinary	1,514
State Street Global Advisors Inc	16-Aug-2017	Purchase	7.72	Ordinary	59,106
State Street Global Advisors Inc	16-Aug-2017	In specie contribution	n/a	Ordinary	757
State Street Global Advisors Inc	17-Aug-2017	Purchase	7.67	Ordinary	50,439
State Street Global Advisors Inc	22-Aug-2017	In specie contribution	n/a	Ordinary	691
State Street Global Advisors Inc	23-Aug-2017	Purchase	7.55	Ordinary	54,500
State Street Global Advisors Inc	24-Aug-2017	Purchase	7.49	Ordinary	47,700
State Street Global Advisors Inc	24-Aug-2017	In specie contribution	n/a	Ordinary	25,071
State Street Global Advisors Inc	31-Aug-2017	Purchase	7.43	Ordinary	1,155
State Street Global Advisors Inc	31-Aug-2017	Purchase	7.44	Ordinary	42,510
State Street Global Advisors Inc	31-Aug-2017	Purchase	7.43	Ordinary	512
State Street Global Advisors Inc	31-Aug-2017	In specie contribution	n/a	Ordinary	1,384
State Street Global Advisors Inc	01-Sep-2017	Purchase	7.58	Ordinary	48,061
State Street Global Advisors Inc	04-Sep-2017	Purchase	7.64	Ordinary	79,324
State Street Global Advisors Inc	06-Sep-2017	Purchase	7.84	Ordinary	18,274
State Street Global Advisors Inc	12-Sep-2017	Purchase	7.95	Ordinary	37,161
State Street Global Advisors Inc	12-Sep-2017	Purchase	7.93	Ordinary	11,489
State Street Global Advisors Inc	15-Sep-2017	Purchase	7.71	Ordinary	1,542

State Street Global Advisors Inc	15-Sep-2017	Purchase	7.76	Ordinary	3,034
State Street Global Advisors Inc	18-Sep-2017	Purchase	7.76	Ordinary	73,352
State Street Global Advisors Inc	19-Sep-2017	In specie contribution	n/a	Ordinary	536
State Street Global Advisors Inc	25-Sep-2017	In specie contribution	n/a	Ordinary	1,386
State Street Global Advisors Inc	28-Sep-2017	Purchase	7.58	Ordinary	8,568
State Street Global Advisors Inc	28-Sep-2017	Purchase	7.67	Ordinary	8,200
State Street Global Advisors Inc	29-Sep-2017	Purchase	7.84	Ordinary	77,494
State Street Global Advisors Inc	29-Sep-2017	In specie contribution	n/a	Ordinary	1,524
State Street Global Advisors Inc	02-Oct-2017	In specie contribution	n/a	Ordinary	2,082
State Street Global Advisors Inc	03-Oct-2017	Purchase	7.87	Ordinary	33,522
State Street Global Advisors Inc	03-Oct-2017	Purchase	7.87	Ordinary	10,673
State Street Global Advisors Inc	04-Oct-2017	Purchase	7.70	Ordinary	11,304
State Street Global Advisors Inc	05-Oct-2017	Purchase	7.60	Ordinary	32,615
State Street Global Advisors Inc	11-Oct-2017	Purchase	7.68	Ordinary	35,559
State Street Global Advisors Inc	13-Oct-2017	In specie contribution	n/a	Ordinary	537
State Street Global Advisors Inc	17-Oct-2017	In specie contribution	n/a	Ordinary	2,082
State Street Global Advisors Inc	18-Oct-2017	Purchase	7.94	Ordinary	2,740
State Street Global Advisors Inc	18-Oct-2017	Purchase	7.91	Ordinary	93,964
State Street Global Advisors Inc	18-Oct-2017	Purchase	7.93	Ordinary	3,139
State Street Global Advisors Inc	18-Oct-2017	Purchase	7.94	Ordinary	1,274
State Street Global Advisors Inc	18-Oct-2017	Purchase	7.87	Ordinary	5,255
State Street Global Advisors Inc	19-Oct-2017	In specie contribution	n/a	Ordinary	620
State Street Global Advisors Inc	20-Oct-2017	In specie contribution	n/a	Ordinary	8,292
State Street Global Advisors Inc	23-Oct-2017	Purchase	7.80	Ordinary	318
State Street Global Advisors Inc	25-Oct-2017	Purchase	7.76	Ordinary	19,906
State Street Global Advisors Inc	25-Oct-2017	In specie contribution	n/a	Ordinary	621
State Street Global Advisors Inc	27-Oct-2017	Purchase	7.80	Ordinary	618
State Street Global Advisors Inc	27-Oct-2017	Purchase	7.81	Ordinary	14,220
State Street Global Advisors Inc	27-Oct-2017	In specie contribution	n/a	Ordinary	3,246
State Street Global Advisors Inc	31-Oct-2017	Purchase	7.77	Ordinary	18,119
State Street Global Advisors Inc	31-Oct-2017	Purchase	7.79	Ordinary	6,140
State Street Global Advisors Inc	31-Oct-2017	In specie contribution	n/a	Ordinary	621

State Street Global Advisors Inc	01-Nov-2017	In specie contribution	n/a	Ordinary	621
State Street Global Advisors Inc	01-Nov-2017	In specie contribution	n/a	Ordinary	2,100
State Street Global Advisors Inc	01-Nov-2017	In specie contribution	n/a	Ordinary	565
State Street Global Advisors Inc	01-Nov-2017	In specie contribution	n/a	Ordinary	832
State Street Global Advisors Inc	01-Nov-2017	In specie contribution	n/a	Ordinary	1,692
State Street Global Advisors Inc	01-Nov-2017	In specie contribution	n/a	Ordinary	973
State Street Global Advisors Inc	01-Nov-2017	In specie contribution	n/a	Ordinary	1,217
State Street Global Advisors Inc	01-Nov-2017	In specie contribution	n/a	Ordinary	224
State Street Global Advisors Inc	02-Nov-2017	Purchase	7.79	Ordinary	504
State Street Global Advisors Inc	02-Nov-2017	Purchase	7.72	Ordinary	15,449
State Street Global Advisors Inc	02-Nov-2017	In specie contribution	n/a	Ordinary	1,242
State Street Global Advisors Inc	06-Nov-2017	In specie contribution	n/a	Ordinary	2,484
State Street Global Advisors Inc	07-Nov-2017	In specie contribution	n/a	Ordinary	1,242
State Street Global Advisors Inc	08-Nov-2017	In specie contribution	n/a	Ordinary	1,242
State Street Global Advisors Inc	09-Nov-2017	Purchase	8.10	Ordinary	26,145
State Street Global Advisors Inc	09-Nov-2017	In specie contribution	n/a	Ordinary	115,714
State Street Global Advisors Inc	15-Nov-2017	Purchase	8.17	Ordinary	12,842
State Street Global Advisors Inc	15-Nov-2017	Purchase	8.31	Ordinary	50,807
State Street Global Advisors Inc	15-Nov-2017	In specie contribution	n/a	Ordinary	96,814
State Street Global Advisors Inc	17-Nov-2017	Purchase	8.19	Ordinary	6,576
State Street Global Advisors Inc	17-Nov-2017	Purchase	8.22	Ordinary	7,183
State Street Global Advisors Inc	17-Nov-2017	In specie contribution	n/a	Ordinary	621
State Street Global Advisors Inc	20-Nov-2017	In specie contribution	n/a	Ordinary	621
State Street Global Advisors Inc	21-Nov-2017	In specie contribution	n/a	Ordinary	3,468
State Street Global Advisors Inc	22-Nov-2017	In specie contribution	n/a	Ordinary	1,242
State Street Global Advisors Inc	28-Nov-2017	Purchase	8.35	Ordinary	3,135
State Street Global Advisors Inc	28-Nov-2017	In specie contribution	n/a	Ordinary	102,645
State Street Global Advisors Inc	29-Nov-2017	In specie contribution	n/a	Ordinary	621
State Street Global Advisors Inc	30-Nov-2017	Purchase	8.38	Ordinary	401,742
State Street Global Advisors Inc	30-Nov-2017	In specie contribution	n/a	Ordinary	33,515
State Street Global Advisors Inc	01-Dec-2017	In specie contribution	n/a	Ordinary	622
State Street Global Advisors Inc	04-Dec-2017	In specie contribution	n/a	Ordinary	232,114



State Street Global Advisors Inc	05-Dec-2017	Purchase	8.43	Ordinary	24,069
State Street Global Advisors Inc	05-Dec-2017	In specie contribution	n/a	Ordinary	2,488
State Street Global Advisors Inc	06-Dec-2017	Purchase	8.38	Ordinary	17,151
State Street Global Advisors Inc	06-Dec-2017	In specie contribution	n/a	Ordinary	1,244
State Street Global Advisors Inc	11-Sep-2017	Purchase	7.92	Ordinary	1,584
State Street Global Advisors Inc	11-Sep-2017	Purchase	7.94	Ordinary	11,299
State Street Global Advisors Inc	14-Sep-2017	In specie contribution	n/a	Ordinary	758
State Street Global Advisors Inc	21-Sep-2017	In specie contribution	n/a	Ordinary	760
State Street Global Advisors Inc	03-Nov-2017	Purchase	7.70	Ordinary	2,687
State Street Global Advisors Inc	24-Nov-2017	Purchase	8.35	Ordinary	128,418
State Street Global Advisors Inc	08-Dec-2017	In specie contribution	n/a	Ordinary	4,650
State Street Global Advisors Inc	11-Dec-2017	In specie contribution	n/a	Ordinary	1,244
State Street Global Advisors Inc	12-Dec-2017	In specie contribution	n/a	Ordinary	59,541
State Street Global Advisors Inc	13-Dec-2017	In specie contribution	n/a	Ordinary	34,832
State Street Global Advisors Inc	14-Dec-2017	Purchase	9.49	Ordinary	27,403
State Street Global Advisors Inc	14-Dec-2017	Purchase	9.55	Ordinary	1,359
State Street Global Advisors Inc	14-Dec-2017	In specie contribution	n/a	Ordinary	1,866
State Street Global Advisors Limited	17-Aug-2017	Purchase	7.67	Ordinary	4,218
State Street Global Advisors Limited	23-Aug-2017	Purchase	7.55	Ordinary	4,578
State Street Global Advisors Limited	25-Aug-2017	Purchase	7.43	Ordinary	13,930
State Street Global Advisors Limited	30-Aug-2017	Purchase	7.39	Ordinary	35,620
State Street Global Advisors Limited	31-Aug-2017	Purchase	7.43	Ordinary	67,136
State Street Global Advisors Limited	01-Sep-2017	Purchase	7.58	Ordinary	5,888
State Street Global Advisors Limited	05-Sep-2017	Purchase	7.77	Ordinary	21,386
State Street Global Advisors Limited	06-Sep-2017	Purchase	7.86	Ordinary	6,288
State Street Global Advisors Limited	07-Sep-2017	Purchase	7.83	Ordinary	8,668
State Street Global Advisors Limited	08-Sep-2017	In specie contribution	n/a	Ordinary	12,548
State Street Global Advisors Limited	12-Sep-2017	Purchase	7.93	Ordinary	6,586
State Street Global Advisors Limited	13-Sep-2017	Purchase	7.86	Ordinary	9,800
State Street Global Advisors Limited	27-Sep-2017	Purchase	7.57	Ordinary	923
State Street Global Advisors Limited	28-Sep-2017	Purchase	7.70	Ordinary	64,460
State Street Global Advisors Limited	29-Sep-2017	Purchase	7.84	Ordinary	4,275

State Street Global Advisors Limited	02-Oct-2017	Purchase	7.85	Ordinary	2,474
State Street Global Advisors Limited	05-Oct-2017	Purchase	7.60	Ordinary	6,267
State Street Global Advisors Limited	06-Oct-2017	Purchase	7.65	Ordinary	2,478
State Street Global Advisors Limited	19-Oct-2017	Purchase	7.87	Ordinary	854
State Street Global Advisors Limited	23-Oct-2017	Purchase	7.79	Ordinary	10,984
State Street Global Advisors Limited	27-Oct-2017	Purchase	7.81	Ordinary	5,939
State Street Global Advisors Limited	30-Oct-2017	Purchase	7.70	Ordinary	47,161
State Street Global Advisors Limited	31-Oct-2017	In specie contribution	n/a	Ordinary	11,543
State Street Global Advisors Limited	09-Nov-2017	Purchase	8.10	Ordinary	6,617
State Street Global Advisors Limited	14-Nov-2017	Purchase	8.29	Ordinary	877
State Street Global Advisors Limited	20-Nov-2017	Purchase	8.24	Ordinary	2,733
State Street Global Advisors Limited	21-Nov-2017	Purchase	8.28	Ordinary	29,256
State Street Global Advisors Limited	01-Dec-2017	Purchase	8.43	Ordinary	31,580
State Street Global Advisors Limited	04-Dec-2017	Purchase	8.41	Ordinary	4,580
State Street Global Advisors Limited	04-Dec-2017	In specie contribution	n/a	Ordinary	74,117
State Street Global Advisors Limited	10-Nov-2017	Purchase	8.34	Ordinary	1,752
State Street Global Advisors Limited	07-Dec-2017	Purchase	8.48	Ordinary	75,070
State Street Global Advisors Limited	11-Dec-2017	In specie contribution	n/a	Ordinary	6,396
State Street Global Advisors Limited	14-Dec-2017	Purchase	9.49	Ordinary	712,423
State Street Global Advisors Limited	14-Dec-2017	In specie contribution	n/a	Ordinary	30,932
State Street Bank and Trust Company	14-Sep-17	Borrowing securities under a securities loan from Citibank NA: – Refer Part A of Annexure D	n/a	Ordinary	84,251
State Street Bank and Trust Company	28-Sep-17	Return of securities under a securities loan from BlackRock Institutional Trust Company, NA : – Refer Part A of Annexure D	n/a	Ordinary	(210,098)
State Street Bank and Trust Company	28-Sep-2017	Return of securities under a securities loan from State Street Bank and Trust Company : – Refer Part A of Annexure D	n/a	Ordinary	(1,044)
State Street Bank and Trust Company	21-Nov-2017	Return of securities under a securities loan from Macquarie Bank Limited : – Refer Part A of Annexure D	n/a	Ordinary	(92,092)

State Street Bank and Trust Company	22-Nov-2017	Return of securities under a securities loan from Macquarie Bank Limited : – Refer Part A of Annexure D	n/a	Ordinary	(43,782)
State Street Bank and Trust Company	24-Nov-2017	Return of securities under a securities loan from Macquarie Bank Limited : – Refer Part A of Annexure D	n/a	Ordinary	(51,091)

This is Annexure C referred to in Form 603 Notice of initial substantial holder

## Annexure C



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Frank Newman  
Authorised Signatory  
18 December 2017

### 7. Addresses

Name	Address
State Street Global Advisors (Japan) Co., Ltd	Toranomon Hills Mori Tower, 1-23-1 Toranomon, Minato-ku, Tokyo, 105-6325 Japan
State Street Global Advisors Australia Limited	Level 17, 420 George Street Sydney, NSW 2000, Australia
State Street Global Advisors Inc	State Street Financial Center One Lincoln Street Boston, MA 02111-2900
State Street Global Advisors Limited	20 Churchill Place, London E14 5HJ, UK
State Street Global Advisors Asia Limited	68th Floor, Two International Finance Centre, 8 Finance Street, Central, Hong Kong, China.
State Street Bank and Trust Company	Level 14, 420 George Street Sydney, NSW 2000 Australia

**Form 603 Annexure D**

**State Street Bank and Trust Company will, if requested by the company or responsible entity to whom this form must be given under the Corporations Act 2001 (Cth) or if requested by the Australian Securities and Investment Commission (ASIC), provide a copy of the master securities lending agreement/s and security agreement/s referred to below to the company, responsible entity or ASIC.**

**Part A: For relevant interests arising out of lending securities - State Street Bank and Trust Company acquires relevant interest as borrower of the securities under securities lending agreement, subject to obligation to return under the agreement. (State Street Bank and Trust Company has on-lent the securities and retains relevant interest as per Part B of this Annexure.)**

Type of agreement	Global Master Securities Lending Agreement/Master Securities Loan Agreement/Securities Loan Agreement
Parties to agreement	(1) State Street Bank and Trust Company (2) The entity referred to in the relevant part of Annexure B to this notice
Can the parties exercise voting rights attaching to the securities?	(1) Yes (if the borrower is the registered holder. However the securities are on-lent by the borrower as per Part B of this Annexure) (2) No, not during term of securities loan
If yes, in what circumstances	(1) Only if the borrower is the registered holder. However the securities are on-lent by the borrower as per Part B of this Annexure (2) n/a
Transfer date	The dates on which the securities were delivered to State Street Bank and Trust Company as borrower are set out in Annexure B to this notice
Scheduled return date	No scheduled return date
Does the borrower have the right to return the securities early?	No scheduled return date. Borrower can return securities or equivalent securities at any time subject to giving notice
If yes, in what circumstances	Borrower can return securities or equivalent securities at any time subject to giving notice

Does the lender have the right to recall the securities early (ie before the scheduled return date)?	No scheduled return date. Lender can require return of securities or equivalent securities at any time subject to giving notice
If yes, in what circumstances	Lender can require return of securities or equivalent securities at any time subject to giving notice
Are there any circumstances in which the borrower is not required to return securities or equivalent securities on settlement?	No
If yes, detail any exceptions	n/a

**Part B: For relevant interests arising out of lending securities - State Street Bank and Trust Company lends the securities under securities lending agreement, and retains relevant interest through the right to recall the securities or equivalent securities.**

Type of agreement	Global Master Securities Lending Agreement/Master Securities Loan Agreement
Parties to agreement	(1) State Street Bank and Trust Company (2) The entity referred to in the relevant part of Annexure B to this notice
Can the parties exercise voting rights attaching to the securities?	(1) Yes, but only if the lender recalls the loan and exercises its right to become the registered holder (2) Yes (while registered holder)
If yes, in what circumstances	(1) Only if the lender recalls the loan and exercises its right to become the registered holder (2) Borrower may exercise voting rights (while registered holder)
Transfer date	The dates on which the securities were delivered to the borrower are set out in Annexure B to this notice
Scheduled return date	No scheduled return date
Does the borrower have the right to return the securities early?	No scheduled return date. Borrower can return securities or equivalent securities at any time subject to giving notice
If yes, in what circumstances	Borrower can return securities or equivalent securities at any time subject to giving notice

Does the lender have the right to recall the securities early (ie before the scheduled return date)?	No scheduled return date. Lender can require return of securities or equivalent securities at any time subject to giving notice
If yes, in what circumstances	Lender can require return of securities or equivalent securities at any time subject to giving notice
Are there any circumstances in which the borrower is not required to return securities or equivalent securities on settlement?	No
If yes, detail any exceptions	n/a

**Part C: For relevant interests arising out of lending securities - State Street Bank and Trust Company acquires a relevant interest in securities through taking a security interest ("pledge") over the securities as collateral to secure a securities loan. (See Part B of this Annexure for securities loan details.)**

Type of agreement	Global Master Securities Lending Agreement Security Agreement: the pro forma security agreement governing the pledge is attached to this notice
Parties to agreement	(1) State Street Bank and Trust Company (2) The entity referred to in the relevant part of Annexure B to this notice
Can the parties exercise voting rights attaching to the securities?	(1) Yes, but only if the borrower defaults and pledge is enforced (2) Yes
If yes, in what circumstances	(1) Only if the borrower defaults and pledge is enforced (2) In accordance with ordinary rights as registered holder, either directly or through nominee holder
Pledge date	The dates on which the securities were pledged, as indicated in Annexure B to this notice
Scheduled release date	No scheduled release date. Securities are released from pledge on termination of related securities loan
Does the borrower have the right to have the securities released early?	No scheduled release date. Securities are released from pledge on termination of related securities loan or the provision of alternative collateral

If yes, in what circumstances	At any time subject to returning the borrowed securities or equivalent securities or providing alternative collateral
Are there any circumstances in which the lender is not required to release the pledged securities on settlement?	No, assuming the borrower returns the borrowed securities or equivalent securities
If yes, detail any exceptions	n/a (lender must release pledged securities if the borrower returns the borrowed securities or equivalent securities)