

## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme MANTRA GROUP LIMITED

ACN/ARSN ACN 137 639 395

#### 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

There was a change in the interests of the substantial holder on 20/06/2016

The previous notice was given to the company on 02/02/2016

The previous notice was dated 29/01/2016

#### 2. Previous and present 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 when last required, and when now required, to give a substantial holding notice in the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
ORDINARY SHARES	27,787,027	10.38%	34,382,905	11.59%

#### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
20/06/2016	WBC & its Associates, Asgard Capital Management Limited, Westpac RE Limited, Equity Desk - (WIB) Westpac Institutional Bank *, BT Funds Management Limited, BT Funds Management (NZ) Limited, Westpac Financial Services Limited, BT Funds	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

	Management No.2 Limited, Advance Asset Management Limited, BT Investment Management (Institutional) Limited, BT Investment Management (Fund Services) Limited				
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#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and Number of securities	Person's votes
Advance Asset Management Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Advance Asset Management Ltd is the responsible entity of various managed investment schemes and also acts as a fund manager.	4,078,979, Ordinary	4,078,979
Asgard Capital Management Limited	Asgard Capital Management Limited	HSBC Custody Nominees (Australia) Limited.  Asgard Capital Management Limited	Asgard Capital Management Limited ABN 92 009 279 592 AFSL 240695 is a custodian and operator of Investor-Directed Portfolio Service (IDPS). Asgard Capital Management Limited is the custodian and operator of Asgard eWrap Investment, Asgard Funds Account, LifeForce eWrap Investment and Personal Choice Private eWrap Investment Account.	2,940, Ordinary	2,940
BT Funds Management (NZ) Limited	Guardian Nominees No.2 Ltd	HSBC Custody Nominees (Australia) Limited.  Asgard Capital Management Limited  Guardian Nominees No.2 Ltd	BT Funds Management (NZ) 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.	686,972, Ordinary	686,972
BT Funds Management Limited	Asgard Capital Management Limited  HSBC Custody Nominees	HSBC Custody Nominees (Australia) Limited.  Asgard Capital	BT Funds Management Limited is the manager of various superannuation	160,089, Ordinary	160,089

	(Australia) Limited. BT Portfolio Services Limited	Management Limited Guardian Nominees No.2 Ltd HSBC Custody Nominees (Australia) Limited. BT Portfolio Services Limited	funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.		
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited Guardian Nominees No.2 Ltd BT Portfolio Services 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.	2,156,616, Ordinary	2,156,616
BT Investment Management (Fund Services) Limited	UBS Wealth Management HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited Guardian Nominees No.2 Ltd BT Portfolio Services Limited UBS Wealth Management	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.	14,732,459, Ordinary	14,732,459
BT Investment Management (Institutional) Limited	National Custodian Nominees BNP Fund Services Australasia Pty Limited National Nominees Limited Australia and New Zealand Banking Group Limited Citicorp Nominees Pty Limited HSBC Custody	HSBC Custody Nominees (Australia) Limited. Asgard Capital Management Limited Guardian Nominees No.2 Ltd BT Portfolio Services Limited UBS Wealth Management National Custodian Nominees	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.	11,805,796, Ordinary	11,805,796

	<p>Nominees (Australia) Limited.</p> <p>JP Morgan Chase Bank</p> <p>National Australian Custodian Services</p> <p>National Australia Bank Limited</p>	<p>BNP Fund Services Australasia Pty Limited</p> <p>National Nominees Limited</p> <p>Australia and New Zealand Banking Group Limited</p> <p>Citicorp Nominees Pty Limited</p> <p>JP Morgan Chase Bank</p> <p>National Australian Custodian Services</p> <p>National Australia Bank Limited</p>			
Equity Desk - (WIB) Westpac Institutional Bank *	Equity Desk - (WIB) Westpac Institutional Bank	<p>HSBC Custody Nominees (Australia) Limited.</p> <p>Asgard Capital Management Limited</p> <p>Guardian Nominees No.2 Ltd</p> <p>BT Portfolio Services Limited</p> <p>UBS Wealth Management</p> <p>National Custodian Nominees</p> <p>BNP Fund Services Australasia Pty Limited</p> <p>National Nominees Limited</p> <p>Australia and New Zealand Banking Group Limited</p> <p>Citicorp Nominees Pty Limited</p> <p>JP Morgan Chase Bank</p> <p>National</p>	<p>Westpac Institutional Bank (WIB): provides financial services to the corporate and institutional customer base, assisting and advising in the management of cash, funding, capital and market risk for companies and institutions in Australia and New Zealand. In this capacity, can exercise the power to vote or dispose of the shares. * WIB is a business name of the Westpac Banking Corporation.</p>	12,953, Ordinary	12,953

		<p>Australian Custodian Services</p> <p>National Australia Bank Limited</p> <p>Equity Desk - (WIB) Westpac Institutional Bank</p>			
Westpac Financial Services Limited	<p>BT Portfolio Services Limited</p> <p>HSBC Custody Nominees (Australia) Limited.</p>	<p>HSBC Custody Nominees (Australia) Limited.</p> <p>Asgard Capital Management Limited</p> <p>Guardian Nominees No.2 Ltd</p> <p>BT Portfolio Services Limited</p> <p>UBS Wealth Management</p> <p>National Custodian Nominees</p> <p>BNP Fund Services Australasia Pty Limited</p> <p>National Nominees Limited</p> <p>Australia and New Zealand Banking Group Limited</p> <p>Citicorp Nominees Pty Limited</p> <p>JP Morgan Chase Bank</p> <p>National Australian Custodian Services</p> <p>National Australia Bank Limited</p> <p>Equity Desk - (WIB) Westpac Institutional Bank</p> <p>BT Portfolio Services Limited</p>	<p>Westpac Financial Services Limited is the responsible entity of various managed investment schemes and, in that capacity, can exercise the power to vote or dispose of shares.</p>	738,601, Ordinary	738,601

Westpac RE Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	Westpac RE 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.	7,500, Ordinary	7,500
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#### 5. Changes in association

The persons who have become associates (2) of, or ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

#### 6. 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
Equity Desk - (WIB) Westpac Institutional Bank *	Level 20, Westpac Place, 275 Kent St Sydney NSW 2000
BT Funds Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management (NZ) Limited	Westpac On Takutai Square 16 Takutai Square Auckland 1010 New Zealand
Westpac Financial Services 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
Advance Asset Management 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
MANTRA GROUP LIMITED (MTR)	The Company Secretary, MANTRA GROUP LIMITED (MTR) Level 15, 50 Cavill Avenue SURFERS PARADISE QLD 4217  Tel: +61 7 5631 2500

## Signature

Print name           Tim Hartin           Capacity Company Secretary

Sign here \_\_\_\_\_ Date 22/6/2016

## **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 6 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 person’s votes divided by the total votes in the body corporate scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.

- (7) 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.
- (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) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.



**ANNEXURE A**

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities.

Tim Hartin – Company Secretary, Westpac Banking Corporation – 22/06/2016

**TRANSACTION HISTORY**

Sales & Purchases for the period : 02/01/2016 to 20/06/2016

SECURITY: MTR

**Advance Asset Management Limited**

<b>Date</b>	<b>Registered Company</b>	<b>Nature of Change</b>	<b>Quantity</b>	<b>Consideration</b>	<b>Class of Securities</b>	<b>Person's votes affected</b>
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-7,800	-37,752.00	Ordinary	7,800
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,115	-5,396.60	Ordinary	1,115
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,314	-16,039.76	Ordinary	3,314
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-22,862	-110,652.08	Ordinary	22,862
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-12,050	-58,563.00	Ordinary	12,050
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,861	-23,770.29	Ordinary	4,861
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-71,675	-345,473.50	Ordinary	71,675
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-34,123	-139,563.07	Ordinary	34,123
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,568	-10,503.12	Ordinary	2,568
11/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-86,412	-351,696.84	Ordinary	86,412
4/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-40,428	-179,096.04	Ordinary	40,428
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-7,352	-27,202.40	Ordinary	7,352
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-39,620	-146,594.00	Ordinary	39,620
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,430	-8,991.00	Ordinary	2,430
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-59,287	-219,361.90	Ordinary	59,287
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,426	-16,376.20	Ordinary	4,426
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-19,838	-73,400.60	Ordinary	19,838
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-19,838	-73,400.60	Ordinary	19,838
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-16,788	-62,115.60	Ordinary	16,788
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-21,650	-80,105.00	Ordinary	21,650
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-109,735	-406,019.50	Ordinary	109,735
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-158,564	-586,686.80	Ordinary	158,564
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-19,368	-71,661.60	Ordinary	19,368
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-68,438	-253,220.60	Ordinary	68,438
29/04/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,045	-18,666.50	Ordinary	5,045
5/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-271,965	-1,017,149.10	Ordinary	271,965
19/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	849,267	3,363,097.32	Ordinary	849,267
19/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-849,267	-3,363,097.32	Ordinary	849,267
19/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-57,548	-227,890.08	Ordinary	57,548
19/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-195,566	-774,441.36	Ordinary	195,566
19/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-165,479	-655,296.84	Ordinary	165,479
19/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-126,020	-499,039.20	Ordinary	126,020
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	1,403	.00	Ordinary	1,403
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	140,481	.00	Ordinary	140,481
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	141,821	.00	Ordinary	141,821
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	88,313	.00	Ordinary	88,313
25/05/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,100	-4,499.00	Ordinary	1,100
10/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-303	-1,163.52	Ordinary	303
	<b>Total</b>		<b>-1,285,550</b>	<b>-6,501,787.70</b>		
	<b>Advance Asset Management Limited Total :</b>		<b>-1,285,550</b>	<b>-6,501,787.70</b>		

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**Asgard Capital Management Limited**


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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
10/02/2016	Asgard Capital Management Limited	Sale	-617	-2,523.53	Ordinary	617
10/02/2016	Asgard Capital Management Limited	Sale	-1,235	-5,051.15	Ordinary	1,235
10/02/2016	Asgard Capital Management Limited	Sale	-665	-2,719.85	Ordinary	665
10/02/2016	Asgard Capital Management Limited	Sale	-475	-1,942.75	Ordinary	475
11/02/2016	Asgard Capital Management Limited	Sale	-1,639	-6,703.51	Ordinary	1,639
2/06/2016	Asgard Capital Management Limited	Purchase	979	3,818.10	Ordinary	979
2/06/2016	Asgard Capital Management Limited	Purchase	1,961	7,647.90	Ordinary	1,961
	<b>Total</b>		<b>-1,691</b>	<b>-7,474.79</b>		
	<b>Asgard Capital Management Limited Total :</b>		<b>-1,691</b>	<b>-7,474.79</b>		

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**BT Funds Management Limited**


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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
10/02/2016	Asgard Capital Management Limited	Sale	-712	-2,912.08	Ordinary	712
10/02/2016	Asgard Capital Management Limited	Sale	-4,157	-17,002.13	Ordinary	4,157
10/02/2016	Asgard Capital Management Limited	Sale	-1,781	-7,284.29	Ordinary	1,781
2/06/2016	Asgard Capital Management Limited	Purchase	2,051	7,998.90	Ordinary	2,051
2/06/2016	Asgard Capital Management Limited	Purchase	2,033	7,928.70	Ordinary	2,033
2/06/2016	Asgard Capital Management Limited	Purchase	2,038	7,948.20	Ordinary	2,038
15/06/2016	Asgard Capital Management Limited	Purchase	2,500	9,000.00	Ordinary	2,500
	<b>Total</b>		<b>1,972</b>	<b>5,677.30</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/02/2016	BT Portfolio Services Limited	Purchase	2,500	10,286.25	Ordinary	2,500
12/02/2016	BT Portfolio Services Limited	Purchase	500	2,086.35	Ordinary	500
15/02/2016	BT Portfolio Services Limited	Purchase	3,300	14,026.98	Ordinary	3,300
16/02/2016	BT Portfolio Services Limited	Purchase	2,275	10,023.65	Ordinary	2,275
22/02/2016	BT Portfolio Services Limited	Purchase	3,225	13,516.94	Ordinary	3,225
23/02/2016	BT Portfolio Services Limited	Purchase	550	2,296.86	Ordinary	550
24/02/2016	BT Portfolio Services Limited	Purchase	500	2,075.95	Ordinary	500
11/03/2016	BT Portfolio Services Limited	Purchase	870	3,752.48	Ordinary	870
21/03/2016	BT Portfolio Services Limited	Purchase	2,280	9,999.85	Ordinary	2,280
31/03/2016	BT Portfolio Services Limited	Purchase	4,700	21,348.81	Ordinary	4,700
31/03/2016	BT Portfolio Services Limited	Purchase	2,245	10,245.96	Ordinary	2,245
4/04/2016	BT Portfolio Services Limited	Purchase	1,975	8,848.00	Ordinary	1,975
4/04/2016	BT Portfolio Services Limited	Purchase	1,450	6,525.00	Ordinary	1,450
14/04/2016	BT Portfolio Services Limited	Purchase	3,000	12,693.00	Ordinary	3,000
14/04/2016	BT Portfolio Services Limited	Purchase	140	588.00	Ordinary	140
20/04/2016	BT Portfolio Services Limited	Purchase	1,430	6,006.00	Ordinary	1,430
21/04/2016	BT Portfolio Services Limited	Purchase	1,700	6,834.68	Ordinary	1,700
27/04/2016	BT Portfolio Services Limited	Purchase	3,920	15,178.63	Ordinary	3,920
28/04/2016	BT Portfolio Services Limited	Purchase	3,500	12,880.00	Ordinary	3,500
29/04/2016	BT Portfolio Services Limited	Purchase	5,000	18,475.00	Ordinary	5,000
6/05/2016	BT Portfolio Services Limited	Purchase	287	1,073.38	Ordinary	287
11/05/2016	BT Portfolio Services Limited	Purchase	1,500	5,998.35	Ordinary	1,500

17/05/2016	BT Portfolio Services Limited	Sale	-2,280	-8,946.95	Ordinary	2,280
23/05/2016	BT Portfolio Services Limited	Purchase	620	2,501.70	Ordinary	620
26/05/2016	BT Portfolio Services Limited	Purchase	1,300	5,279.56	Ordinary	1,300
27/05/2016	BT Portfolio Services Limited	Purchase	6,000	23,567.40	Ordinary	6,000
2/06/2016	BT Portfolio Services Limited	Purchase	500	1,962.50	Ordinary	500
7/06/2016	BT Portfolio Services Limited	Purchase	192	755.52	Ordinary	192
9/06/2016	BT Portfolio Services Limited	Sale	-1,795	-6,839.49	Ordinary	1,795
15/06/2016	BT Portfolio Services Limited	Purchase	1,041	4,000.04	Ordinary	1,041
15/06/2016	BT Portfolio Services Limited	Purchase	130	500.01	Ordinary	130
17/06/2016	BT Portfolio Services Limited	Purchase	1,430	4,882.31	Ordinary	1,430
20/06/2016	BT Portfolio Services Limited	Purchase	11,685	40,116.94	Ordinary	11,685
	<b>Total</b>		<b>65,670</b>	<b>262,539.66</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	37,051	146,721.96	Ordinary	37,051
	<b>Total</b>		<b>37,051</b>	<b>146,721.96</b>		
	<b>BT Funds Management Limited Total :</b>		<b>104,693</b>	<b>414,938.92</b>		

#### BT Funds Management No.2 Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-10,687	-51,725.08	Ordinary	10,687
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,167	-20,168.28	Ordinary	4,167
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,549	-7,497.16	Ordinary	1,549
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,633	-27,376.38	Ordinary	5,633
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,272	-11,110.08	Ordinary	2,272
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,798	-23,126.36	Ordinary	4,798
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-28,706	-138,362.92	Ordinary	28,706
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-12,928	-52,875.52	Ordinary	12,928
11/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-30,448	-123,923.36	Ordinary	30,448
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	15,667	64,234.70	Ordinary	15,667
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,834	11,591.06	Ordinary	2,834
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	28,919	118,567.90	Ordinary	28,919
24/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	5,145	20,888.70	Ordinary	5,145
4/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	21,134	84,958.68	Ordinary	21,134
7/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	34,364	138,830.56	Ordinary	34,364
24/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	20,653	85,709.95	Ordinary	20,653
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	43,412	172,779.76	Ordinary	43,412
22/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	48,749	179,883.81	Ordinary	48,749
22/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,060	14,981.40	Ordinary	4,060
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	191,077	.00	Ordinary	191,077
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	6,473	22,849.69	Ordinary	6,473
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	6,623	23,379.19	Ordinary	6,623
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,234	11,610.06	Ordinary	3,234
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,190	7,774.50	Ordinary	2,190
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,709	13,129.86	Ordinary	3,709
17/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	51,463	174,974.20	Ordinary	51,463
	<b>Total</b>		<b>388,518</b>	<b>689,978.88</b>		
	<b>BT Funds Management No.2 Limited Total :</b>		<b>388,518</b>	<b>689,978.88</b>		

**BT Funds Management (NZ) Limited**

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/05/2016	Guardian Nominees No.2 Ltd	Purchase	772,232	3,277,815.95	Ordinary	772,232
15/06/2016	Guardian Nominees No.2 Ltd	Sale	-85,260	-319,281.65	Ordinary	85,260
	<b>Total</b>		<b>686,972</b>	<b>2,958,534.30</b>		
	<b>BT Funds Management (NZ) Limited Total :</b>		<b>686,972</b>	<b>2,958,534.30</b>		

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

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,884	-23,638.56	Ordinary	4,884
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-708	-3,426.72	Ordinary	708
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,905	-9,220.20	Ordinary	1,905
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-7,567	-36,624.28	Ordinary	7,567
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-20,359	-98,537.56	Ordinary	20,359
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-52,207	-252,681.88	Ordinary	52,207
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-500	-2,420.00	Ordinary	500
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,450	-16,698.00	Ordinary	3,450
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,346	-6,514.64	Ordinary	1,346
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-15,313	-73,808.66	Ordinary	15,313
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,039	-5,080.71	Ordinary	1,039
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,574	-12,509.64	Ordinary	2,574
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-11,101	-54,283.89	Ordinary	11,101
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-163,675	-788,913.50	Ordinary	163,675
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-27,517	-133,732.62	Ordinary	27,517
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-734	-3,589.26	Ordinary	734
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,819	-8,840.34	Ordinary	1,819
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-10,818	-52,142.76	Ordinary	10,818
5/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-37,195	-167,005.55	Ordinary	37,195
8/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-10,652	-46,868.80	Ordinary	10,652
9/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-8,013	-34,375.77	Ordinary	8,013
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-7,839	-32,061.51	Ordinary	7,839
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-70,961	-290,230.49	Ordinary	70,961
11/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-18,461	-75,136.27	Ordinary	18,461
11/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-125,602	-511,200.14	Ordinary	125,602
11/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-41,521	-168,990.47	Ordinary	41,521
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	15,355	62,801.95	Ordinary	15,355
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	85,046	348,688.60	Ordinary	85,046
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	156,702	642,478.20	Ordinary	156,702
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	80,105	328,430.50	Ordinary	80,105
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	45,774	187,673.40	Ordinary	45,774
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	7,849	32,102.41	Ordinary	7,849
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-10,997	-45,087.70	Ordinary	10,997
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-30,143	-123,586.30	Ordinary	30,143
23/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-10,106	-41,434.60	Ordinary	10,106
24/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	27,316	110,902.96	Ordinary	27,316
24/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-31,919	-129,910.33	Ordinary	31,919
24/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,312	-21,566.72	Ordinary	5,312

24/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-755	-3,095.50	Ordinary	755
24/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,277	-17,364.62	Ordinary	4,277
25/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-28,843	-114,218.28	Ordinary	28,843
25/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-4,340	-17,186.40	Ordinary	4,340
26/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-15,246	-60,221.70	Ordinary	15,246
29/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-34,959	-144,380.67	Ordinary	34,959
4/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	149,760	602,035.20	Ordinary	149,760
7/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	204,633	826,717.32	Ordinary	204,633
24/03/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	109,422	454,101.30	Ordinary	109,422
18/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	83,659	359,733.70	Ordinary	83,659
21/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	190,786	759,328.28	Ordinary	190,786
22/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	21,703	80,084.07	Ordinary	21,703
22/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	260,629	961,721.01	Ordinary	260,629
22/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	36,959	137,117.89	Ordinary	36,959
22/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	100,000	371,000.00	Ordinary	100,000
3/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	147,217	555,008.09	Ordinary	147,217
17/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	153,806	616,762.06	Ordinary	153,806
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	30,618	.00	Ordinary	30,618
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	1,014,743	.00	Ordinary	1,014,743
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	38,516	155,219.48	Ordinary	38,516
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	71,230	.00	Ordinary	71,230
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	279,168	.00	Ordinary	279,168
25/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	50,760	207,100.80	Ordinary	50,760
9/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	625,008	2,393,780.64	Ordinary	625,008
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	20,749	73,451.46	Ordinary	20,749
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	37,055	130,804.15	Ordinary	37,055
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	12,285	43,611.75	Ordinary	12,285
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	36,209	127,817.77	Ordinary	36,209
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	18,144	65,136.96	Ordinary	18,144
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	91,155	327,246.45	Ordinary	91,155
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	27,143	96,357.65	Ordinary	27,143
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	40,091	143,926.69	Ordinary	40,091
15/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	45,356	162,374.48	Ordinary	45,356
15/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	92,822	330,446.32	Ordinary	92,822
17/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	52,237	181,262.39	Ordinary	52,237
17/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	287,619	977,904.60	Ordinary	287,619
	<b>Total</b>		<b>3,922,972</b>	<b>9,226,543.49</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
24/05/2016	UBS Wealth Management	Purchase	14,926	.00	Ordinary	14,926
	<b>Total</b>		<b>14,926</b>	<b>.00</b>		
	<b>BT Investment Management (Fund Services) Limited Total :</b>		<b>3,937,898</b>	<b>9,226,543.49</b>		

#### **BT Investment Management (Institutional) Limited**

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	Australia and New Zealand Banking Group Limited	Sale	-1,406	-6,805.04	Ordinary	1,406
1/02/2016	Australia and New Zealand Banking Group Limited	Sale	-204	-987.36	Ordinary	204
1/02/2016	Australia and New Zealand Banking Group Limited	Sale	-549	-2,657.16	Ordinary	549
2/02/2016	Australia and New Zealand Banking Group	Sale	-4,411	-21,261.02	Ordinary	4,411

	Limited					
2/02/2016	Australia and New Zealand Banking Group Limited	Sale	-741	-3,601.26	Ordinary	741
2/02/2016	Australia and New Zealand Banking Group Limited	Sale	-299	-1,462.11	Ordinary	299
10/02/2016	Australia and New Zealand Banking Group Limited	Sale	-1,983	-8,110.47	Ordinary	1,983
11/02/2016	Australia and New Zealand Banking Group Limited	Sale	-4,670	-19,006.90	Ordinary	4,670
18/02/2016	Australia and New Zealand Banking Group Limited	Purchase	942	4,210.74	Ordinary	942
23/02/2016	Australia and New Zealand Banking Group Limited	Purchase	5,265	21,586.50	Ordinary	5,265
23/02/2016	Australia and New Zealand Banking Group Limited	Purchase	9,247	37,912.70	Ordinary	9,247
23/02/2016	Australia and New Zealand Banking Group Limited	Purchase	906	3,705.54	Ordinary	906
24/02/2016	Australia and New Zealand Banking Group Limited	Purchase	771	3,130.26	Ordinary	771
4/03/2016	Australia and New Zealand Banking Group Limited	Purchase	4,260	17,125.20	Ordinary	4,260
7/03/2016	Australia and New Zealand Banking Group Limited	Purchase	5,787	23,379.48	Ordinary	5,787
17/03/2016	Australia and New Zealand Banking Group Limited	Purchase	9,593	41,825.48	Ordinary	9,593
24/03/2016	Australia and New Zealand Banking Group Limited	Purchase	3,171	13,159.65	Ordinary	3,171
21/04/2016	Australia and New Zealand Banking Group Limited	Purchase	7,460	29,690.80	Ordinary	7,460
22/04/2016	Australia and New Zealand Banking Group Limited	Purchase	11,258	41,542.02	Ordinary	11,258
22/04/2016	Australia and New Zealand Banking Group Limited	Purchase	938	3,461.22	Ordinary	938
5/05/2016	Australia and New Zealand Banking Group Limited	Purchase	5,925	22,159.50	Ordinary	5,925
12/05/2016	Australia and New Zealand Banking Group Limited	Purchase	8,867	35,379.33	Ordinary	8,867
19/05/2016	Australia and New Zealand Banking Group Limited	Purchase	10,408	41,840.16	Ordinary	10,408
24/05/2016	Australia and New Zealand Banking Group Limited	Purchase	32,450	.00	Ordinary	32,450
14/06/2016	Australia and New Zealand Banking Group Limited	Purchase	555	1,992.45	Ordinary	555
14/06/2016	Australia and New Zealand Banking Group Limited	Purchase	1,460	5,168.40	Ordinary	1,460
14/06/2016	Australia and New Zealand Banking Group Limited	Purchase	376	1,334.80	Ordinary	376
14/06/2016	Australia and New Zealand Banking Group Limited	Purchase	2,549	8,997.97	Ordinary	2,549
14/06/2016	Australia and New Zealand Banking Group Limited	Purchase	2,608	9,206.24	Ordinary	2,608
17/06/2016	Australia and New Zealand Banking Group Limited	Purchase	9,426	32,048.40	Ordinary	9,426
	<b>Total</b>		<b>119,959</b>	<b>334,965.52</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	BNP Fund Services Australasia Pty Limited	Sale	-471	-2,279.64	Ordinary	471
1/02/2016	BNP Fund Services Australasia Pty Limited	Sale	-2,553	-12,356.52	Ordinary	2,553
1/02/2016	BNP Fund Services Australasia Pty Limited	Sale	-694	-3,358.96	Ordinary	694
1/02/2016	BNP Fund Services Australasia Pty Limited	Sale	-1,266	-6,127.44	Ordinary	1,266
2/02/2016	BNP Fund Services Australasia Pty Limited	Sale	-690	-3,374.10	Ordinary	690
2/02/2016	BNP Fund Services Australasia Pty Limited	Sale	-10,181	-49,072.42	Ordinary	10,181
2/02/2016	BNP Fund Services Australasia Pty Limited	Sale	-1,711	-8,315.46	Ordinary	1,711
10/02/2016	BNP Fund Services Australasia Pty Limited	Sale	-5,211	-21,312.99	Ordinary	5,211
11/02/2016	BNP Fund Services Australasia Pty Limited	Sale	-5,609	-22,828.63	Ordinary	5,609
11/02/2016	BNP Fund Services Australasia Pty Limited	Sale	-6,664	-27,122.48	Ordinary	6,664
19/04/2016	BNP Fund Services Australasia Pty Limited	Sale	-17,650	-75,012.50	Ordinary	17,650
27/04/2016	BNP Fund Services Australasia Pty Limited	Purchase	30	112.20	Ordinary	30
24/05/2016	BNP Fund Services Australasia Pty Limited	Purchase	18,575	.00	Ordinary	18,575
	<b>Total</b>			<b>-231,048.94</b>		

-34,095

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	Citicorp Nominees Pty Limited	Sale	-1,093	-5,290.12	Ordinary	1,093
1/02/2016	Citicorp Nominees Pty Limited	Sale	-7,543	-36,508.12	Ordinary	7,543
1/02/2016	Citicorp Nominees Pty Limited	Sale	-2,942	-14,239.28	Ordinary	2,942
2/02/2016	Citicorp Nominees Pty Limited	Sale	-23,647	-113,978.54	Ordinary	23,647
2/02/2016	Citicorp Nominees Pty Limited	Sale	-3,976	-19,323.36	Ordinary	3,976
2/02/2016	Citicorp Nominees Pty Limited	Sale	-1,604	-7,843.56	Ordinary	1,604
10/02/2016	Citicorp Nominees Pty Limited	Sale	-12,105	-49,509.45	Ordinary	12,105
11/02/2016	Citicorp Nominees Pty Limited	Sale	-21,370	-86,975.90	Ordinary	21,370
11/02/2016	Citicorp Nominees Pty Limited	Sale	-7,140	-29,059.80	Ordinary	7,140
24/05/2016	Citicorp Nominees Pty Limited	Purchase	47,286	.00	Ordinary	47,286
<b>Total</b>			<b>-34,134</b>	<b>-362,728.13</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,863	-28,376.92	Ordinary	5,863
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,287	-11,069.08	Ordinary	2,287
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-850	-4,114.00	Ordinary	850
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,247	-6,097.83	Ordinary	1,247
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,091	-15,022.26	Ordinary	3,091
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-18,383	-88,606.06	Ordinary	18,383
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-9,411	-38,490.99	Ordinary	9,411
11/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-22,163	-90,203.41	Ordinary	22,163
27/04/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	67,026	250,677.24	Ordinary	67,026
19/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	544,613	2,156,667.48	Ordinary	544,613
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	98,534	.00	Ordinary	98,534
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-46,400	-167,968.00	Ordinary	46,400
<b>Total</b>			<b>600,478</b>	<b>1,957,396.17</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	JP Morgan Chase Bank	Sale	-2,124	-10,280.16	Ordinary	2,124
1/02/2016	JP Morgan Chase Bank	Sale	-14,657	-70,939.88	Ordinary	14,657
1/02/2016	JP Morgan Chase Bank	Sale	-5,716	-27,665.44	Ordinary	5,716
1/02/2016	JP Morgan Chase Bank	Sale	-2,908	-14,074.72	Ordinary	2,908
1/02/2016	JP Morgan Chase Bank	Sale	-1,081	-5,232.04	Ordinary	1,081
1/02/2016	JP Morgan Chase Bank	Sale	-7,458	-36,096.72	Ordinary	7,458
2/02/2016	JP Morgan Chase Bank	Sale	-3,117	-15,242.13	Ordinary	3,117
2/02/2016	JP Morgan Chase Bank	Sale	-7,725	-37,543.50	Ordinary	7,725
2/02/2016	JP Morgan Chase Bank	Sale	-639	-3,079.98	Ordinary	639
2/02/2016	JP Morgan Chase Bank	Sale	-45,313	-218,408.66	Ordinary	45,313
2/02/2016	JP Morgan Chase Bank	Sale	-23,382	-112,701.24	Ordinary	23,382
2/02/2016	JP Morgan Chase Bank	Sale	-3,931	-19,104.66	Ordinary	3,931
2/02/2016	JP Morgan Chase Bank	Sale	-1,586	-7,755.54	Ordinary	1,586
10/02/2016	JP Morgan Chase Bank	Sale	-23,522	-96,204.98	Ordinary	23,522
10/02/2016	JP Morgan Chase Bank	Sale	-11,969	-48,953.21	Ordinary	11,969
11/02/2016	JP Morgan Chase Bank	Sale	-55,399	-225,473.93	Ordinary	55,399
11/02/2016	JP Morgan Chase Bank	Sale	-28,189	-114,729.23	Ordinary	28,189
24/05/2016	JP Morgan Chase Bank	Purchase	91,883	.00	Ordinary	91,883
24/05/2016	JP Morgan Chase Bank	Purchase	46,754	.00	Ordinary	46,754

31/05/2016	JP Morgan Chase Bank	Purchase	87,192	347,024.16	Ordinary	87,192
	<b>Total</b>		<b>-12,887</b>	<b>-716,461.86</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	National Australia Bank Limited	Sale	-740	-3,581.60	Ordinary	740
1/02/2016	National Australia Bank Limited	Sale	-1,899	-9,191.16	Ordinary	1,899
1/02/2016	National Australia Bank Limited	Sale	-275	-1,331.00	Ordinary	275
1/02/2016	National Australia Bank Limited	Sale	-2,662	-12,884.08	Ordinary	2,662
1/02/2016	National Australia Bank Limited	Sale	-7,164	-34,673.76	Ordinary	7,164
1/02/2016	National Australia Bank Limited	Sale	-18,370	-88,910.80	Ordinary	18,370
1/02/2016	National Australia Bank Limited	Sale	-1,968	-9,525.12	Ordinary	1,968
1/02/2016	National Australia Bank Limited	Sale	-5,296	-25,632.64	Ordinary	5,296
1/02/2016	National Australia Bank Limited	Sale	-13,579	-65,722.36	Ordinary	13,579
2/02/2016	National Australia Bank Limited	Sale	-4,299	-20,721.18	Ordinary	4,299
2/02/2016	National Australia Bank Limited	Sale	-404	-1,975.56	Ordinary	404
2/02/2016	National Australia Bank Limited	Sale	-1,001	-4,864.86	Ordinary	1,001
2/02/2016	National Australia Bank Limited	Sale	-1,653	-7,967.46	Ordinary	1,653
2/02/2016	National Australia Bank Limited	Sale	-9,682	-47,054.52	Ordinary	9,682
2/02/2016	National Australia Bank Limited	Sale	-57,590	-277,583.80	Ordinary	57,590
2/02/2016	National Australia Bank Limited	Sale	-3,906	-19,100.34	Ordinary	3,906
2/02/2016	National Australia Bank Limited	Sale	-2,888	-14,122.32	Ordinary	2,888
2/02/2016	National Australia Bank Limited	Sale	-7,157	-34,783.02	Ordinary	7,157
2/02/2016	National Australia Bank Limited	Sale	-42,574	-205,206.68	Ordinary	42,574
5/02/2016	National Australia Bank Limited	Sale	-47,720	-214,262.80	Ordinary	47,720
5/02/2016	National Australia Bank Limited	Sale	-14,095	-63,286.55	Ordinary	14,095
5/02/2016	National Australia Bank Limited	Sale	-87,175	-391,415.75	Ordinary	87,175
8/02/2016	National Australia Bank Limited	Sale	-42,670	-187,748.00	Ordinary	42,670
9/02/2016	National Australia Bank Limited	Sale	-32,093	-137,678.97	Ordinary	32,093
10/02/2016	National Australia Bank Limited	Sale	-3,047	-12,462.23	Ordinary	3,047
10/02/2016	National Australia Bank Limited	Sale	-23,194	-94,863.46	Ordinary	23,194
11/02/2016	National Australia Bank Limited	Sale	-7,176	-29,206.32	Ordinary	7,176
11/02/2016	National Australia Bank Limited	Sale	-54,627	-222,331.89	Ordinary	54,627
23/02/2016	National Australia Bank Limited	Purchase	59,184	242,654.40	Ordinary	59,184
23/02/2016	National Australia Bank Limited	Purchase	5,799	23,717.91	Ordinary	5,799
23/02/2016	National Australia Bank Limited	Purchase	32,344	132,610.40	Ordinary	32,344
23/02/2016	National Australia Bank Limited	Sale	-2,041	-8,368.10	Ordinary	2,041
23/02/2016	National Australia Bank Limited	Sale	-25,945	-106,374.50	Ordinary	25,945
23/02/2016	National Australia Bank Limited	Sale	-157,710	-646,611.00	Ordinary	157,710
23/02/2016	National Australia Bank Limited	Sale	-17,705	-72,590.50	Ordinary	17,705
24/02/2016	National Australia Bank Limited	Purchase	9,465	38,427.90	Ordinary	9,465
24/02/2016	National Australia Bank Limited	Sale	-37,761	-153,309.66	Ordinary	37,761
24/02/2016	National Australia Bank Limited	Sale	-2,971	-12,181.10	Ordinary	2,971
24/02/2016	National Australia Bank Limited	Sale	-125,698	-510,333.88	Ordinary	125,698
25/02/2016	National Australia Bank Limited	Sale	-128,801	-510,051.96	Ordinary	128,801
26/02/2016	National Australia Bank Limited	Sale	-44,154	-174,408.30	Ordinary	44,154
26/02/2016	National Australia Bank Limited	Sale	-14,668	-57,938.60	Ordinary	14,668
29/02/2016	National Australia Bank Limited	Sale	-133,054	-549,513.02	Ordinary	133,054
29/02/2016	National Australia Bank Limited	Sale	-1,712	-7,070.56	Ordinary	1,712
4/03/2016	National Australia Bank Limited	Purchase	50,110	201,442.20	Ordinary	50,110
7/03/2016	National Australia Bank Limited	Purchase	70,494	284,795.76	Ordinary	70,494
24/03/2016	National Australia Bank Limited	Purchase	38,537	159,928.55	Ordinary	38,537
21/04/2016	National Australia Bank Limited	Purchase	106,332	423,201.36	Ordinary	106,332
22/04/2016	National Australia Bank Limited	Purchase	94,477	348,620.13	Ordinary	94,477



22/04/2016	National Australia Bank Limited	Purchase	7,867	29,029.23	Ordinary	7,867
17/05/2016	National Australia Bank Limited	Purchase	502,650	2,015,626.50	Ordinary	502,650
24/05/2016	National Australia Bank Limited	Purchase	11,903	.00	Ordinary	11,903
24/05/2016	National Australia Bank Limited	Purchase	361,190	.00	Ordinary	361,190
24/05/2016	National Australia Bank Limited	Purchase	111,556	449,570.68	Ordinary	111,556
24/05/2016	National Australia Bank Limited	Purchase	232,793	.00	Ordinary	232,793
14/06/2016	National Australia Bank Limited	Purchase	33,982	119,956.46	Ordinary	33,982
14/06/2016	National Australia Bank Limited	Purchase	6,200	22,258.00	Ordinary	6,200
14/06/2016	National Australia Bank Limited	Purchase	34,775	122,755.75	Ordinary	34,775
14/06/2016	National Australia Bank Limited	Purchase	19,473	68,934.42	Ordinary	19,473
14/06/2016	National Australia Bank Limited	Purchase	4,198	14,902.90	Ordinary	4,198
14/06/2016	National Australia Bank Limited	Purchase	241,751	867,886.09	Ordinary	241,751
15/06/2016	National Australia Bank Limited	Purchase	137,591	492,575.78	Ordinary	137,591
17/06/2016	National Australia Bank Limited	Purchase	101,554	345,283.60	Ordinary	101,554
20/06/2016	National Australia Bank Limited	Purchase	142,971	493,249.95	Ordinary	142,971
<b>Total</b>			<b>1,230,072</b>	<b>1,850,588.56</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	National Australian Custodian Services	Sale	-3,523	-17,051.32	Ordinary	3,523
1/02/2016	National Australian Custodian Services	Sale	-9,033	-43,719.72	Ordinary	9,033
1/02/2016	National Australian Custodian Services	Sale	-1,309	-6,335.56	Ordinary	1,309
2/02/2016	National Australian Custodian Services	Sale	-1,921	-9,393.69	Ordinary	1,921
2/02/2016	National Australian Custodian Services	Sale	-4,761	-23,138.46	Ordinary	4,761
2/02/2016	National Australian Custodian Services	Sale	-28,319	-136,497.58	Ordinary	28,319
10/02/2016	National Australian Custodian Services	Sale	-11,404	-46,642.36	Ordinary	11,404
11/02/2016	National Australian Custodian Services	Sale	-26,859	-109,316.13	Ordinary	26,859
23/02/2016	National Australian Custodian Services	Purchase	29,099	119,305.90	Ordinary	29,099
23/02/2016	National Australian Custodian Services	Purchase	2,851	11,660.59	Ordinary	2,851
23/02/2016	National Australian Custodian Services	Purchase	15,904	65,206.40	Ordinary	15,904
24/02/2016	National Australian Custodian Services	Purchase	4,653	18,891.18	Ordinary	4,653
4/03/2016	National Australian Custodian Services	Purchase	24,736	99,438.72	Ordinary	24,736
7/03/2016	National Australian Custodian Services	Purchase	34,722	140,276.88	Ordinary	34,722
24/03/2016	National Australian Custodian Services	Purchase	18,950	78,642.50	Ordinary	18,950
21/04/2016	National Australian Custodian Services	Purchase	52,010	206,999.80	Ordinary	52,010
22/04/2016	National Australian Custodian Services	Purchase	46,451	171,404.19	Ordinary	46,451
22/04/2016	National Australian Custodian Services	Purchase	3,868	14,272.92	Ordinary	3,868
24/05/2016	National Australian Custodian Services	Purchase	177,597	.00	Ordinary	177,597
14/06/2016	National Australian Custodian Services	Purchase	16,768	59,191.04	Ordinary	16,768
14/06/2016	National Australian Custodian Services	Purchase	2,064	7,327.20	Ordinary	2,064
14/06/2016	National Australian Custodian Services	Purchase	3,049	10,945.91	Ordinary	3,049
14/06/2016	National Australian Custodian Services	Purchase	17,160	60,574.80	Ordinary	17,160
14/06/2016	National Australian Custodian Services	Purchase	9,609	34,015.86	Ordinary	9,609
17/06/2016	National Australian Custodian Services	Purchase	49,938	169,789.20	Ordinary	49,938
<b>Total</b>			<b>422,300</b>	<b>875,848.27</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
10/02/2016	National Nominees Limited	Sale	-7,630	-31,054.10	Ordinary	7,630
19/02/2016	National Nominees Limited	Sale	-4,362	-18,712.98	Ordinary	4,362
10/03/2016	National Nominees Limited	Sale	-7,020	-28,711.80	Ordinary	7,020
23/05/2016	National Nominees Limited	Sale	-6,583	-26,332.00	Ordinary	6,583
24/05/2016	National Nominees Limited	Purchase	22,161	.00	Ordinary	22,161

**Total** **-3,434** **-104,810.88**

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	National Custodian Nominees	Sale	-2,486	-12,032.24	Ordinary	2,486
1/02/2016	National Custodian Nominees	Sale	-360	-1,742.40	Ordinary	360
1/02/2016	National Custodian Nominees	Sale	-969	-4,689.96	Ordinary	969
2/02/2016	National Custodian Nominees	Sale	-1,310	-6,366.60	Ordinary	1,310
2/02/2016	National Custodian Nominees	Sale	-7,793	-37,562.26	Ordinary	7,793
2/02/2016	National Custodian Nominees	Sale	-529	-2,586.81	Ordinary	529
10/02/2016	National Custodian Nominees	Sale	-3,989	-16,315.01	Ordinary	3,989
11/02/2016	National Custodian Nominees	Sale	-9,395	-38,237.65	Ordinary	9,395
27/04/2016	National Custodian Nominees	Purchase	13,706	51,260.44	Ordinary	13,706
24/05/2016	National Custodian Nominees	Purchase	16,967	.00	Ordinary	16,967
14/06/2016	National Custodian Nominees	Sale	-10,573	-38,274.26	Ordinary	10,573
<b>Total</b>			<b>-6,731</b>	<b>-106,546.75</b>		
<b>BT Investment Management (Institutional) Limited Total :</b>			<b>2,281,528</b>	<b>3,497,201.96</b>		

#### Westpac RE Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	5,000	24,350.00	Ordinary	5,000
15/02/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,500	10,775.00	Ordinary	2,500
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	14,043	.00	Ordinary	14,043
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-14,043	-49,712.22	Ordinary	14,043
<b>Total</b>			<b>7,500</b>	<b>-14,587.22</b>		
<b>Westpac RE Limited Total :</b>			<b>7,500</b>	<b>-14,587.22</b>		

#### Westpac Financial Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	BT Portfolio Services Limited	Purchase	96	465.60	Ordinary	96
18/02/2016	BT Portfolio Services Limited	Purchase	336	1,501.92	Ordinary	336
24/02/2016	BT Portfolio Services Limited	Purchase	34	138.38	Ordinary	34
11/04/2016	BT Portfolio Services Limited	Purchase	291	1,268.76	Ordinary	291
26/04/2016	BT Portfolio Services Limited	Purchase	238	878.22	Ordinary	238
26/04/2016	BT Portfolio Services Limited	Purchase	27	99.63	Ordinary	27
6/05/2016	BT Portfolio Services Limited	Purchase	168	633.36	Ordinary	168
10/05/2016	BT Portfolio Services Limited	Purchase	89	354.22	Ordinary	89
10/05/2016	BT Portfolio Services Limited	Purchase	667	2,654.66	Ordinary	667
10/05/2016	BT Portfolio Services Limited	Purchase	164	652.72	Ordinary	164
10/05/2016	BT Portfolio Services Limited	Purchase	385	1,532.30	Ordinary	385
10/05/2016	BT Portfolio Services Limited	Purchase	257	1,022.86	Ordinary	257
10/05/2016	BT Portfolio Services Limited	Purchase	480	1,910.40	Ordinary	480
10/05/2016	BT Portfolio Services Limited	Purchase	79	314.42	Ordinary	79
10/05/2016	BT Portfolio Services Limited	Purchase	964	3,836.72	Ordinary	964
13/05/2016	BT Portfolio Services Limited	Purchase	283	1,117.85	Ordinary	283
13/05/2016	BT Portfolio Services Limited	Purchase	513	2,026.35	Ordinary	513

20/05/2016	BT Portfolio Services Limited	Purchase	78	319.02	Ordinary	78
3/06/2016	BT Portfolio Services Limited	Purchase	541	2,115.31	Ordinary	541
3/06/2016	BT Portfolio Services Limited	Purchase	134	523.94	Ordinary	134
3/06/2016	BT Portfolio Services Limited	Purchase	313	1,223.83	Ordinary	313
3/06/2016	BT Portfolio Services Limited	Purchase	208	813.28	Ordinary	208
3/06/2016	BT Portfolio Services Limited	Purchase	62	242.42	Ordinary	62
3/06/2016	BT Portfolio Services Limited	Purchase	390	1,524.90	Ordinary	390
3/06/2016	BT Portfolio Services Limited	Purchase	64	250.24	Ordinary	64
3/06/2016	BT Portfolio Services Limited	Purchase	782	3,057.62	Ordinary	782
8/06/2016	BT Portfolio Services Limited	Purchase	450	1,732.50	Ordinary	450
10/06/2016	BT Portfolio Services Limited	Purchase	377	1,440.14	Ordinary	377
15/06/2016	BT Portfolio Services Limited	Purchase	191	678.05	Ordinary	191
<b>Total</b>			<b>8,661</b>	<b>34,329.62</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,472	-7,124.48	Ordinary	1,472
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,773	-18,261.32	Ordinary	3,773
1/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-547	-2,647.48	Ordinary	547
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,989	-9,666.54	Ordinary	1,989
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-802	-3,921.78	Ordinary	802
2/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-11,831	-57,025.42	Ordinary	11,831
10/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-6,056	-24,769.04	Ordinary	6,056
11/02/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-14,263	-58,050.41	Ordinary	14,263
24/05/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	23,656	.00	Ordinary	23,656
14/06/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-13,527	-48,967.74	Ordinary	13,527
17/06/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	485,000	1,649,000.00	Ordinary	485,000
<b>Total</b>			<b>454,396</b>	<b>1,418,565.79</b>		
<b>Westpac Financial Services Limited Total :</b>			<b>463,057</b>	<b>1,452,895.41</b>		

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**Equity Desk - (WIB) Westpac Institutional Bank \***

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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
3/05/2016	Equity Desk - (WIB) Westpac Institutional Bank	Sale	-94	-362.84	Ordinary	94
3/05/2016	Equity Desk - (WIB) Westpac Institutional Bank	Sale	-53	-204.58	Ordinary	53
3/05/2016	Equity Desk - (WIB) Westpac Institutional Bank	Sale	-75	-289.50	Ordinary	75
3/05/2016	Equity Desk - (WIB) Westpac Institutional Bank	Sale	-189	-729.54	Ordinary	189
3/05/2016	Equity Desk - (WIB) Westpac Institutional Bank	Sale	-1,089	-4,203.54	Ordinary	1,089
<b>Total</b>			<b>-1,500</b>	<b>-5,790.00</b>		
<b>Equity Desk - (WIB) Westpac Institutional Bank * Total :</b>			<b>-1,500</b>	<b>-5,790.00</b>		

## ANNEXURE B – ASSOCIATED COMPANIES

This is annexure 'B' (being 3 pages) referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin – Company Secretary, Westpac Banking Corporation – 22/06/2016

<b>Westpac Banking Corporation</b>	Australia	Series 2011-2 WST Trust	Australia
1925 (Commercial) Pty Limited	Australia	Series 2011-3 WST Trust	Australia
1925 (Industrial) Pty Limited	Australia	Series 2012-1 WST Trust	Australia
1925 Advances Pty Limited	Australia	Series 2013-1 WST Trust	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Series 2013-2 WST Trust	Australia
Advance Asset Management Limited	Australia	Series 2014-1 WST Trust	Australia
Altitude Administration Pty Limited	Australia	Series 2014-2 WST Trust	Australia
Altitude Rewards Pty Limited	Australia	Series 2015-1 WST Trust	Australia
Aotearoa Financial Services Limited	New Zealand	SIE-Lease (Australia) Pty Limited	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	SIE-Lease (New Zealand) Pty Limited	New Zealand
Ascalon Capital Managers Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Ascalon Funds Seed Pool Trust	Australia	St.George Business Finance Pty Limited	Australia
Asgard Capital Management Limited	Australia	St.George Custodial Pty Limited	Australia
Asgard Wealth Solutions Limited	Australia	St.George Equity Finance Limited	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	St.George Finance Holdings Limited	Australia
Australian Loan Processing Security Trust	Australia	St.George Finance Limited	Australia
Belliston Pty Limited	Australia	St.George Life Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	St.George Motor Finance Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT Australia Pty Limited	Australia	Sydney Capital Corp Inc.	USA
BT Financial Group (NZ) Limited	New Zealand	Tavarua Funding Trust IV	USA
BT Financial Group Pty Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Funds Management (NZ) Limited	New Zealand	The Mortgage Company Pty Limited	Australia
BT Funds Management Limited	Australia	Value Nominees Pty Limited	Australia
BT Funds Management No.2 Limited	Australia	W2 Investments Pty Limited	Australia
BT Long Term Income Fund	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Portfolio Services Limited	Australia	Waratah Securities Australia Limited	Australia
BT Private Nominees Pty Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
BT Securities Limited	Australia	Westpac Administration Pty Limited	Australia
BT Short Term Income Fund	Australia	Westpac Administration 2 Limited	Australia
Canning Park Capital Pte. Ltd	Australia	Westpac Administration 3 Limited	Australia
Capital Corporate Finance Limited	Australia	Westpac Administration 4 Limited	Australia
Capital Finance (NZ) Limited	Australia	Westpac Altitude Rewards Trust	Australia
Capital Finance Australia Limited	Australia	Westpac Americas Inc.	USA
Capital Finance New Zealand Limited	Australia	Westpac Asian Lending Pty Limited	Australia Papua New Guinea
Capital Fleetlease Limited	Australia	Westpac Bank-PNG-Limited	Guinea
Capital Motor Finance Limited	Australia	Westpac Capital Holdings Inc.	USA
Capital Rent Group Limited	New Zealand	Westpac Capital Markets Holding Corp.	USA

CBA Limited	Australia	Westpac Capital Markets LLC	USA
Challenge Limited	Australia	Westpac Capital Trust IV	USA
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Cash PIE Fund	Australia
Crusade ABS Series 2015 - 1 Trust	Australia	Westpac Cook Cove Trust I	Australia
Crusade ABS Series 2016 - 1 Trust	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Management Pty Limited	Australia	Westpac Covered Bond Trust	Australia
Crusade CP No.1 Pty Limited	Australia	Westpac Custodian Nominees Pty Limited	Australia
Crusade CP Trust No. 53	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 Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Euro Trust 1E of 2007	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 2006	Australia	Westpac Europe Limited	UK
Crusade Management Limited	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade 2P Trust of 2008	Australia	Westpac Financial Consultants Limited	Australia
Danaby Pty Limited	Australia	Westpac Financial Holdings Pty Limited	Australia
Data Republic Pty Limited	Australia	Westpac Financial Services Group Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Europe Infrastructure Debt LP	UK	Westpac Financial Services Limited	Australia
General Credits Pty Limited	Australia	Westpac Funding Holdings Pty Limited	Australia
Halcyon Securities Pty Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac Funds Financing Pty Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac General Insurance Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac General Insurance Services Limited	Australia
Hastings Funds Management (UK) Limited	Singapore	Westpac Global Capital Markets Pty Limited	Australia
Hastings Funds Management (USA) Inc.	UK	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Funds Management Asia Pty. Limited	USA	Westpac Holdings-NZ-Limited	New Zealand
Hastings Funds Management Limited	Australia	Westpac Investment Capital Corporation	USA
Hastings Infrastructure 1 Limited	UK	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Infrastructure 2 Limited	UK	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Investment Capital LP	USA	Westpac Investment Vehicle Pty Limited	Australia
Hastings Investment Management (Europe) Ltd	USA	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Investment Management Pty Ltd	UK	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Investments GP LLC	Australia	Westpac Life Insurance Services Limited	Australia
Hastings Korea Company Limited	Korea	Westpac Life-NZ-Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac New Zealand Group Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac New Zealand Limited	New Zealand
Hickory Trust	Australia	Westpac Nominees-NZ-Limited	New Zealand
Hitton Pty Limited	Australia	Westpac Notice Saver PIE Fund	Australia
HLT Custodian Trust	New Zealand	Westpac NZ Covered Bond Holdings Limited	New Zealand
Infrastructure GP LLP	UK	Westpac NZ Covered Bond Limited	New Zealand
Infrastructure GP 2 LLP	UK	Westpac NZ Operations Limited	New Zealand

Infrastructure Research and Advisory Services Private Limited	India	Westpac NZ Securitisation Holdings Limited	New Zealand
Magnitude Group Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
MIF Custodian Trust	New Zealand	Westpac NZ Securitisation No. 2 Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Net Nominees Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Number 120 Limited	New Zealand	Westpac Properties Limited	Australia
Oniston Pty Limited	Australia	Westpac RE Limited	Australia
Partnership Pacific Pty Limited	Australia	Westpac Securities Administration Limited	Australia
Partnership Pacific Securities Pty Limited	Australia	Westpac Securities Limited	Australia
Pashley Investments Pty Limited	Australia	Westpac Securities NZ Limited	New Zealand
Planwise AU Pty Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Qvalent Pty Limited	Australia	Westpac Securitisation Management Pty Limited	Australia
RAMS Financial Group Pty Limited	Australia	Westpac Singapore Limited	Singapore
Reinventure Fund ILP	Australia	Westpac Structured Products Limited	Australia
RMS Warehouse Trust 2007-1	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Sallmoor Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Securitor Financial Group Limited	Australia	Westpac Term PIE Fund	New Zealand
Seed Pool Trust No. 2	Australia	Westpac TPS Trust	Australia
Series 2008-1M WST Trust	Australia	Westpac Unit Trust	Australia
Series 2009-1 WST Trust	Australia	Westpac USA Inc.	USA
Series 2011-1 WST Trust	Australia		

Note: Westpac retains 30.0% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (30.0%)	Australia
BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)	Australia