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## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

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To Company Name/Scheme MANTRA GROUP LIMITED (MTR)

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 5/12/2016

The previous notice was given to the company on 5/08/2016

The previous notice was dated 3/08/2016

#### 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	37,619,423	12.68%	40,750,117	13.71%

#### 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
5/12/2016	WBC & its Associates, Asgard Capital Management Limited, Equity Desk - (WIB) Westpac Institutional Bank, Westpac RE Limited, BT Funds Management Limited, Westpac Financial Services Limited, BT Funds Management No.2 Limited, Advance Asset Management	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

	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.	4,477,561, Ordinary	4,477,561
Asgard Capital Management Limited	Asgard Capital Management 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.	8,946, Ordinary	8,946
BT Funds Management Limited	Asgard Capital Management Limited  BT Portfolio Services Limited	Asgard Capital Management Limited  BT Portfolio Services Limited	BT Funds Management 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.	474,668, Ordinary	474,668
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	BT Funds Management No 2 Limited is or may be the Manager of various Superannuation funds, Institutional investor portfolios and	2,361,237, Ordinary	2,361,237

			unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.		
BT Investment Management (Fund Services) Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited.	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.	17,720,877, Ordinary	17,720,877
BT Investment Management (Institutional) Limited	Australia and New Zealand Banking Group Limited BNP Fund Services Australasia Pty Limited Citicorp Nominees Pty Limited HSBC Custody Nominees (Australia) Limited. JP Morgan Chase Bank National Australia Bank Limited State Street Australia Limited National Australia Bank Limited National Nominees Limited National Custodian Nominees State Street Australia Limited	Australia and New Zealand Banking Group Limited BNP Fund Services Australasia Pty Limited Citicorp Nominees Pty Limited HSBC Custody Nominees (Australia) Limited. JP Morgan Chase Bank National Australia Bank Limited State Street Australia Limited National Australia Bank Limited National Nominees Limited National Custodian Nominees State Street Australia Limited	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.	14,556,046, Ordinary	14,556,046
Equity Desk - (WIB) Westpac Institutional Bank *	Equity Desk - (WIB) Westpac Institutional Bank	Equity Desk - (WIB) Westpac Institutional Bank	Westpac Institutional Bank (WIB): provides financial services to the corporate and institutional customer base, assisting and advising in the	30,000, Ordinary	30,000

			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.		
Westpac Financial Services Limited	BT Portfolio Services Limited  HSBC Custody Nominees (Australia) Limited.	BT Portfolio Services Limited  HSBC Custody Nominees (Australia) Limited.	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.	832,329, Ordinary	832,329
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.	288,453, Ordinary	288,453

#### 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
Equity Desk - (WIB) Westpac Institutional Bank	Level 20, Westpac Place, 275 Kent Street Sydney NSW 2000
Westpac RE Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000

BT Funds Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
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 RESOURCES 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 7/12/2016

## **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 7/12/2016

**TRANSACTION HISTORY**

Sales & Purchases for the period : 4/08/2016 to 5/12/2016

SECURITY: MTR

<b>Advance Asset Management Limited</b>						
<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>
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-63,594	-206,680.50	Ordinary	63,594
22/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-18,123	-56,906.22	Ordinary	18,123
30/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	358,382	1,075,146.00	Ordinary	358,382
15/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	22,436	67,981.08	Ordinary	22,436
5/10/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-49,729	-163,111.12	Ordinary	49,729
5/10/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-21,936	-71,950.08	Ordinary	21,936
5/10/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-117,088	-384,048.64	Ordinary	117,088
11/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	19,256	60,656.40	Ordinary	19,256
25/10/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-30,598	-108,010.94	Ordinary	30,598
5/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	44,665	137,121.55	Ordinary	44,665
	<b>Total</b>		<b>143,671</b>	<b>350,197.53</b>		
	<b>Advance Asset Management Limited Total :</b>		<b>143,671</b>	<b>350,197.53</b>		

<b>Asgard Capital Management Limited</b>						
<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>
30/08/2016	Asgard Capital Management Limited	Purchase	686	2,058.00	Ordinary	686
14/10/2016	Asgard Capital Management Limited	Purchase	1,000	3,280.00	Ordinary	1,000
15/11/2016	Asgard Capital Management Limited	Purchase	1,519	4,997.51	Ordinary	1,519
	<b>Total</b>		<b>3,205</b>	<b>10,335.51</b>		
	<b>Asgard Capital Management Limited Total :</b>		<b>3,205</b>	<b>10,335.51</b>		

<b>BT Funds Management Limited</b>						
<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>
22/08/2016	Asgard Capital Management Limited	Purchase	3,040	10,001.60	Ordinary	3,040
13/09/2016	Asgard Capital Management Limited	Sale	-2,033	-6,200.65	Ordinary	2,033
	<b>Total</b>		<b>1,007</b>	<b>3,800.95</b>		
<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</b>

							<b>affected</b>
4/08/2016	BT Portfolio Services Limited	Sale	-1,500	-4,942.50	Ordinary	1,500	
9/08/2016	BT Portfolio Services Limited	Purchase	450	1,607.49	Ordinary	450	
10/08/2016	BT Portfolio Services Limited	Purchase	5,000	17,054.50	Ordinary	5,000	
11/08/2016	BT Portfolio Services Limited	Purchase	2,800	9,963.24	Ordinary	2,800	
11/08/2016	BT Portfolio Services Limited	Purchase	5,800	19,883.56	Ordinary	5,800	
11/08/2016	BT Portfolio Services Limited	Purchase	2,000	7,146.60	Ordinary	2,000	
11/08/2016	BT Portfolio Services Limited	Purchase	2,850	10,128.05	Ordinary	2,850	
11/08/2016	BT Portfolio Services Limited	Purchase	5,700	20,112.45	Ordinary	5,700	
11/08/2016	BT Portfolio Services Limited	Purchase	4,250	15,022.05	Ordinary	4,250	
11/08/2016	BT Portfolio Services Limited	Purchase	5,700	20,112.45	Ordinary	5,700	
11/08/2016	BT Portfolio Services Limited	Sale	-1,770	-6,203.85	Ordinary	1,770	
12/08/2016	BT Portfolio Services Limited	Purchase	2,228	8,108.58	Ordinary	2,228	
12/08/2016	BT Portfolio Services Limited	Purchase	2,850	10,366.31	Ordinary	2,850	
12/08/2016	BT Portfolio Services Limited	Purchase	1,690	6,160.22	Ordinary	1,690	
12/08/2016	BT Portfolio Services Limited	Purchase	2,110	7,620.27	Ordinary	2,110	
12/08/2016	BT Portfolio Services Limited	Purchase	1,424	5,233.20	Ordinary	1,424	
12/08/2016	BT Portfolio Services Limited	Purchase	2,000	7,301.00	Ordinary	2,000	
15/08/2016	BT Portfolio Services Limited	Purchase	2,780	10,230.40	Ordinary	2,780	
15/08/2016	BT Portfolio Services Limited	Purchase	3,340	12,291.20	Ordinary	3,340	
15/08/2016	BT Portfolio Services Limited	Purchase	2,762	10,164.16	Ordinary	2,762	
15/08/2016	BT Portfolio Services Limited	Purchase	2,780	10,252.64	Ordinary	2,780	
15/08/2016	BT Portfolio Services Limited	Purchase	3,491	12,670.58	Ordinary	3,491	
15/08/2016	BT Portfolio Services Limited	Purchase	2,750	10,120.00	Ordinary	2,750	
15/08/2016	BT Portfolio Services Limited	Purchase	6,900	25,226.40	Ordinary	6,900	
15/08/2016	BT Portfolio Services Limited	Purchase	2,750	10,010.00	Ordinary	2,750	
15/08/2016	BT Portfolio Services Limited	Purchase	3,340	12,291.20	Ordinary	3,340	
16/08/2016	BT Portfolio Services Limited	Purchase	5,730	20,217.73	Ordinary	5,730	
16/08/2016	BT Portfolio Services Limited	Purchase	2,750	10,092.50	Ordinary	2,750	
17/08/2016	BT Portfolio Services Limited	Purchase	2,800	10,036.04	Ordinary	2,800	
17/08/2016	BT Portfolio Services Limited	Purchase	2,880	10,190.88	Ordinary	2,880	
18/08/2016	BT Portfolio Services Limited	Purchase	2,220	8,013.09	Ordinary	2,220	
18/08/2016	BT Portfolio Services Limited	Purchase	1,660	5,997.58	Ordinary	1,660	
18/08/2016	BT Portfolio Services Limited	Purchase	2,220	8,013.09	Ordinary	2,220	
18/08/2016	BT Portfolio Services Limited	Purchase	2,780	9,896.80	Ordinary	2,780	
18/08/2016	BT Portfolio Services Limited	Sale	-2,780	-9,896.80	Ordinary	2,780	
19/08/2016	BT Portfolio Services Limited	Purchase	3,076	10,138.19	Ordinary	3,076	
19/08/2016	BT Portfolio Services Limited	Purchase	2,100	6,998.04	Ordinary	2,100	
19/08/2016	BT Portfolio Services Limited	Purchase	2,455	8,101.01	Ordinary	2,455	
22/08/2016	BT Portfolio Services Limited	Purchase	4,000	12,771.20	Ordinary	4,000	
22/08/2016	BT Portfolio Services Limited	Purchase	11,040	35,493.60	Ordinary	11,040	
22/08/2016	BT Portfolio Services Limited	Purchase	1,038	3,400.49	Ordinary	1,038	
22/08/2016	BT Portfolio Services Limited	Purchase	1,107	3,560.44	Ordinary	1,107	
23/08/2016	BT Portfolio Services Limited	Purchase	1,562	5,002.77	Ordinary	1,562	
23/08/2016	BT Portfolio Services Limited	Purchase	3,165	10,158.38	Ordinary	3,165	
23/08/2016	BT Portfolio Services Limited	Purchase	6,289	20,092.10	Ordinary	6,289	
24/08/2016	BT Portfolio Services Limited	Purchase	4,716	15,304.83	Ordinary	4,716	
24/08/2016	BT Portfolio Services Limited	Purchase	16,000	51,643.20	Ordinary	16,000	
24/08/2016	BT Portfolio Services Limited	Purchase	3,740	12,060.38	Ordinary	3,740	
25/08/2016	BT Portfolio Services Limited	Purchase	2,520	8,123.22	Ordinary	2,520	
25/08/2016	BT Portfolio Services Limited	Purchase	2,520	8,120.95	Ordinary	2,520	
25/08/2016	BT Portfolio Services Limited	Purchase	2,520	8,122.97	Ordinary	2,520	
26/08/2016	BT Portfolio Services Limited	Sale	-466	-1,445.53	Ordinary	466	
30/08/2016	BT Portfolio Services Limited	Purchase	2,388	7,080.90	Ordinary	2,388	



30/08/2016	BT Portfolio Services Limited	Purchase	3,268	10,140.28	Ordinary	3,268
1/09/2016	BT Portfolio Services Limited	Purchase	213	640.07	Ordinary	213
7/09/2016	BT Portfolio Services Limited	Purchase	3,300	10,301.61	Ordinary	3,300
8/09/2016	BT Portfolio Services Limited	Purchase	2,300	7,097.34	Ordinary	2,300
12/09/2016	BT Portfolio Services Limited	Purchase	3,000	9,094.20	Ordinary	3,000
12/09/2016	BT Portfolio Services Limited	Purchase	365	1,100.48	Ordinary	365
13/09/2016	BT Portfolio Services Limited	Purchase	4,929	14,995.99	Ordinary	4,929
13/09/2016	BT Portfolio Services Limited	Purchase	1,854	5,681.95	Ordinary	1,854
14/09/2016	BT Portfolio Services Limited	Purchase	10,020	30,177.23	Ordinary	10,020
15/09/2016	BT Portfolio Services Limited	Purchase	800	2,435.52	Ordinary	800
16/09/2016	BT Portfolio Services Limited	Sale	-2,388	-7,653.06	Ordinary	2,388
20/09/2016	BT Portfolio Services Limited	Purchase	6,326	20,025.59	Ordinary	6,326
21/09/2016	BT Portfolio Services Limited	Purchase	2,372	7,507.38	Ordinary	2,372
22/09/2016	BT Portfolio Services Limited	Purchase	3,724	11,908.61	Ordinary	3,724
22/09/2016	BT Portfolio Services Limited	Purchase	415	1,328.00	Ordinary	415
22/09/2016	BT Portfolio Services Limited	Sale	-1,480	-4,713.80	Ordinary	1,480
22/09/2016	BT Portfolio Services Limited	Sale	-1,430	-4,525.38	Ordinary	1,430
26/09/2016	BT Portfolio Services Limited	Purchase	2,350	7,987.18	Ordinary	2,350
28/09/2016	BT Portfolio Services Limited	Purchase	01	39.45	Ordinary	01
28/09/2016	BT Portfolio Services Limited	Purchase	7,025	21,849.16	Ordinary	7,025
29/09/2016	BT Portfolio Services Limited	Purchase	1,000	3,230.00	Ordinary	1,000
29/09/2016	BT Portfolio Services Limited	Purchase	3,857	12,455.80	Ordinary	3,857
4/10/2016	BT Portfolio Services Limited	Purchase	2,148	7,017.30	Ordinary	2,148
5/10/2016	BT Portfolio Services Limited	Purchase	2,372	7,732.72	Ordinary	2,372
5/10/2016	BT Portfolio Services Limited	Sale	-2,372	-7,732.72	Ordinary	2,372
6/10/2016	BT Portfolio Services Limited	Purchase	1,200	3,849.48	Ordinary	1,200
7/10/2016	BT Portfolio Services Limited	Purchase	749	2,329.39	Ordinary	749
19/10/2016	BT Portfolio Services Limited	Purchase	3,815	12,998.09	Ordinary	3,815
19/10/2016	BT Portfolio Services Limited	Purchase	4,710	15,999.87	Ordinary	4,710
21/10/2016	BT Portfolio Services Limited	Purchase	1,500	5,245.20	Ordinary	1,500
8/11/2016	BT Portfolio Services Limited	Purchase	2,267	7,506.04	Ordinary	2,267
9/11/2016	BT Portfolio Services Limited	Purchase	48	155.04	Ordinary	48
9/11/2016	BT Portfolio Services Limited	Sale	-3,282	-10,006.49	Ordinary	3,282
10/11/2016	BT Portfolio Services Limited	Purchase	940	3,008.00	Ordinary	940
11/11/2016	BT Portfolio Services Limited	Purchase	1,000	3,226.30	Ordinary	1,000
17/11/2016	BT Portfolio Services Limited	Purchase	2,300	7,429.92	Ordinary	2,300
22/11/2016	BT Portfolio Services Limited	Purchase	65	208.33	Ordinary	65
23/11/2016	BT Portfolio Services Limited	Purchase	15,000	47,754.00	Ordinary	15,000
29/11/2016	BT Portfolio Services Limited	Purchase	3,200	10,020.48	Ordinary	3,200
29/11/2016	BT Portfolio Services Limited	Purchase	2,026	6,477.32	Ordinary	2,026
30/11/2016	BT Portfolio Services Limited	Purchase	3,000	9,270.00	Ordinary	3,000
30/11/2016	BT Portfolio Services Limited	Sale	-3,000	-9,270.00	Ordinary	3,000
2/12/2016	BT Portfolio Services Limited	Purchase	7,500	23,736.00	Ordinary	7,500
	<b>Total</b>		<b>261,512</b>	<b>873,276.10</b>		
	<b>BT Funds Management Limited</b>					
	<b>Total :</b>		<b>262,519</b>	<b>877,077.05</b>		

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**BT Funds Management No.2 Limited**


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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-19,572	-68,502.00	Ordinary	19,572
16/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,908	-14,186.04	Ordinary	3,908

17/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-31,417	-110,902.01	Ordinary	31,417
17/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-53,628	-189,843.12	Ordinary	53,628
23/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	28,449	89,614.35	Ordinary	28,449
25/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	20	62.00	Ordinary	20
29/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	21,908	67,476.64	Ordinary	21,908
31/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	6,260	18,905.20	Ordinary	6,260
31/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	15,919	47,597.81	Ordinary	15,919
6/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	36,737	111,313.11	Ordinary	36,737
7/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	13,998	43,113.84	Ordinary	13,998
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	1,686	5,327.76	Ordinary	1,686
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	25,776	83,514.24	Ordinary	25,776
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	19,070	61,214.70	Ordinary	19,070
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	123	394.83	Ordinary	123
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	25,646	82,323.66	Ordinary	25,646
14/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	15,980	52,414.40	Ordinary	15,980
14/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	11,374	37,306.72	Ordinary	11,374
14/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	5,413	17,754.64	Ordinary	5,413
	<b>Total</b>		<b>119,834</b>	<b>334,900.73</b>		
	<b>BT Funds Management No.2 Limited</b>		<b>119,834</b>	<b>334,900.73</b>		
	<b>Total :</b>		<b>119,834</b>	<b>334,900.73</b>		

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**BT Funds Management (NZ) Limited**


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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/08/2016	Guardian Nominees No.2 Ltd	Sale	-92,060	-344,635.82	Ordinary	92,060
19/08/2016	Guardian Nominees No.2 Ltd	Sale	-143,150	-494,697.77	Ordinary	143,150
22/08/2016	Guardian Nominees No.2 Ltd	Sale	-44,729	-148,500.28	Ordinary	44,729
24/08/2016	Guardian Nominees No.2 Ltd	Sale	-81,696	-270,765.05	Ordinary	81,696
25/08/2016	Guardian Nominees No.2 Ltd	Sale	-120,335	-395,240.31	Ordinary	120,335
30/08/2016	Guardian Nominees No.2 Ltd	Sale	-125,509	-394,876.42	Ordinary	125,509
31/08/2016	Guardian Nominees No.2 Ltd	Sale	-125,508	-394,521.85	Ordinary	125,508
	<b>Total</b>		<b>-732,987</b>	<b>-2,443,237.49</b>		
	<b>BT Funds Management (NZ) Limited</b>		<b>-732,987</b>	<b>-2,443,237.49</b>		
	<b>Total :</b>		<b>-732,987</b>	<b>-2,443,237.49</b>		

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


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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-12,103	-43,933.89	Ordinary	12,103
16/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-60,608	-212,128.00	Ordinary	60,608
17/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-278,115	-984,527.10	Ordinary	278,115
17/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-162,925	-575,125.25	Ordinary	162,925
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-20,215	-65,698.75	Ordinary	20,215
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-50,760	-164,970.00	Ordinary	50,760

	Limited.					
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-30,618	-99,508.50	Ordinary	30,618
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-67,320	-218,790.00	Ordinary	67,320
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-153,806	-499,869.50	Ordinary	153,806
22/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-28,952	-90,909.28	Ordinary	28,952
22/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-20,591	-64,655.74	Ordinary	20,591
22/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,910	-12,277.40	Ordinary	3,910
22/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-38,516	-120,940.24	Ordinary	38,516
23/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	115,908	365,110.20	Ordinary	115,908
25/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	94	291.40	Ordinary	94
29/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	143,428	441,758.24	Ordinary	143,428
30/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-45,356	-136,068.00	Ordinary	45,356
30/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-52,237	-156,711.00	Ordinary	52,237
30/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-55,405	-166,215.00	Ordinary	55,405
30/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-70,564	-211,692.00	Ordinary	70,564
30/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-95,015	-285,045.00	Ordinary	95,015
30/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-57,375	-172,125.00	Ordinary	57,375
31/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	44,059	133,058.18	Ordinary	44,059
31/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	112,028	334,963.72	Ordinary	112,028
31/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	245,529	741,497.58	Ordinary	245,529
6/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	210,138	636,718.14	Ordinary	210,138
7/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	81,266	250,299.28	Ordinary	81,266
20/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	173,117	547,049.72	Ordinary	173,117
29/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	247,905	808,170.30	Ordinary	247,905
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	114,147	366,411.87	Ordinary	114,147
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	154,288	499,893.12	Ordinary	154,288
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	153,508	492,760.68	Ordinary	153,508
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	735	2,359.35	Ordinary	735
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	10,094	31,897.04	Ordinary	10,094
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	133	426.93	Ordinary	133
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	20,633	66,231.93	Ordinary	20,633
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	1,825	5,767.00	Ordinary	1,825
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	27,888	90,357.12	Ordinary	27,888
13/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	27,747	89,067.87	Ordinary	27,747
14/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	34,333	112,612.24	Ordinary	34,333
14/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	101,344	332,408.32	Ordinary	101,344
14/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	72,133	236,596.24	Ordinary	72,133
14/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	18,773	61,575.44	Ordinary	18,773
14/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	26,376	86,513.28	Ordinary	26,376
14/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	8,935	29,306.80	Ordinary	8,935

20/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	90,679	310,122.18	Ordinary	90,679
21/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	25,045	86,405.25	Ordinary	25,045
24/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	67,747	233,727.15	Ordinary	67,747
24/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	38,930	134,308.50	Ordinary	38,930
25/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	23,446	82,764.38	Ordinary	23,446
25/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	58,078	205,015.34	Ordinary	58,078
26/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	33,998	116,953.12	Ordinary	33,998
27/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	147,186	488,657.52	Ordinary	147,186
27/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	6,081	20,128.11	Ordinary	6,081
2/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	210,792	678,750.24	Ordinary	210,792
7/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	76,101	242,762.19	Ordinary	76,101
9/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	185,943	583,861.02	Ordinary	185,943
15/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	100,000	323,000.00	Ordinary	100,000
23/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,203	-16,493.51	Ordinary	5,203
23/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-70,110	-222,248.70	Ordinary	70,110
23/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-59,324	-188,057.08	Ordinary	59,324
23/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-160,467	-508,680.39	Ordinary	160,467
23/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-104,206	-330,333.02	Ordinary	104,206
23/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,144	-6,796.48	Ordinary	2,144
23/11/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-5,203	-16,493.51	Ordinary	5,203
30/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	98,653	307,797.36	Ordinary	98,653
5/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	90,114	277,551.12	Ordinary	90,114
	<b>Total</b>		<b>1,688,109</b>	<b>5,284,613.13</b>		
	<b>BT Investment Management (Fund Services) Limited Total :</b>		<b>1,688,109</b>	<b>5,284,613.13</b>		

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**BT Investment Management (Institutional) Limited**


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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/08/2016	Australia and New Zealand Banking Group Limited	Sale	-655	-2,377.65	Ordinary	655
16/08/2016	Australia and New Zealand Banking Group Limited	Sale	-2,382	-8,337.00	Ordinary	2,382
16/08/2016	Australia and New Zealand Banking Group Limited	Sale	-901	-3,153.50	Ordinary	901
17/08/2016	Australia and New Zealand Banking Group Limited	Sale	-9,756	-34,536.24	Ordinary	9,756
17/08/2016	Australia and New Zealand Banking Group Limited	Sale	-5,715	-20,173.95	Ordinary	5,715
23/08/2016	Australia and New Zealand Banking Group Limited	Purchase	5,806	18,288.90	Ordinary	5,806
25/08/2016	Australia and New Zealand Banking Group Limited	Purchase	04	12.40	Ordinary	04
29/08/2016	Australia and New Zealand Banking Group Limited	Purchase	4,496	13,847.68	Ordinary	4,496
31/08/2016	Australia and New Zealand Banking Group Limited	Purchase	1,144	3,454.88	Ordinary	1,144
31/08/2016	Australia and New Zealand Banking Group Limited	Purchase	2,909	8,697.91	Ordinary	2,909
6/09/2016	Australia and New Zealand Banking Group Limited	Purchase	7,948	24,082.44	Ordinary	7,948
7/09/2016	Australia and New Zealand Banking Group Limited	Purchase	2,613	8,048.04	Ordinary	2,613

13/10/2016	Australia and New Zealand Banking Group Limited	Purchase	4,485	14,396.85	Ordinary	4,485
13/10/2016	Australia and New Zealand Banking Group Limited	Purchase	6,062	19,640.88	Ordinary	6,062
13/10/2016	Australia and New Zealand Banking Group Limited	Purchase	6,032	19,362.72	Ordinary	6,032
13/10/2016	Australia and New Zealand Banking Group Limited	Purchase	29	93.09	Ordinary	29
13/10/2016	Australia and New Zealand Banking Group Limited	Purchase	397	1,254.52	Ordinary	397
14/10/2016	Australia and New Zealand Banking Group Limited	Purchase	3,628	11,899.84	Ordinary	3,628
14/10/2016	Australia and New Zealand Banking Group Limited	Purchase	1,727	5,664.56	Ordinary	1,727
14/10/2016	Australia and New Zealand Banking Group Limited	Purchase	5,096	16,714.88	Ordinary	5,096
	<b>Total</b>		<b>32,967</b>	<b>96,881.25</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/08/2016	BNP Fund Services Australasia Pty Limited	Sale	-18,190	-59,117.50	Ordinary	18,190
22/08/2016	BNP Fund Services Australasia Pty Limited	Sale	-5,184	-16,277.76	Ordinary	5,184
30/08/2016	BNP Fund Services Australasia Pty Limited	Purchase	62,555	187,665.00	Ordinary	62,555
15/09/2016	BNP Fund Services Australasia Pty Limited	Sale	-180	-545.40	Ordinary	180
11/10/2016	BNP Fund Services Australasia Pty Limited	Sale	-29	-91.06	Ordinary	29
25/10/2016	BNP Fund Services Australasia Pty Limited	Sale	-786	-2,774.58	Ordinary	786
5/12/2016	BNP Fund Services Australasia Pty Limited	Purchase	4,119	12,645.33	Ordinary	4,119
	<b>Total</b>		<b>42,305</b>	<b>121,504.03</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/08/2016	Citicorp Nominees Pty Limited	Sale	-45,815	-148,898.75	Ordinary	45,815
22/08/2016	Citicorp Nominees Pty Limited	Sale	-13,056	-40,995.84	Ordinary	13,056
30/08/2016	Citicorp Nominees Pty Limited	Purchase	150,253	450,759.00	Ordinary	150,253
15/09/2016	Citicorp Nominees Pty Limited	Purchase	5,493	16,643.79	Ordinary	5,493
4/10/2016	Citicorp Nominees Pty Limited	Purchase	130,879	425,356.75	Ordinary	130,879
11/10/2016	Citicorp Nominees Pty Limited	Sale	-20,464	-64,256.96	Ordinary	20,464
25/10/2016	Citicorp Nominees Pty Limited	Sale	-6,062	-21,398.86	Ordinary	6,062
5/12/2016	Citicorp Nominees Pty Limited	Sale	-32,912	-101,039.84	Ordinary	32,912
5/12/2016	Citicorp Nominees Pty Limited	Sale	-30,251	-92,870.57	Ordinary	30,251
	<b>Total</b>		<b>138,065</b>	<b>423,298.72</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-16,238	-52,773.50	Ordinary	16,238
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-21,949	-71,334.25	Ordinary	21,949
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-25,028	-81,341.00	Ordinary	25,028
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,863	-9,304.75	Ordinary	2,863
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-30,589	-99,414.25	Ordinary	30,589
22/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-27,548	-86,500.72	Ordinary	27,548
30/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	322,767	968,301.00	Ordinary	322,767
15/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	26,522	80,361.66	Ordinary	26,522
11/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	18,978	59,780.70	Ordinary	18,978
25/10/2016	HSBC Custody Nominees (Australia)	Sale	-4,182	-14,762.46	Ordinary	4,182

	Limited.					
5/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	50,850	156,109.50	Ordinary	50,850
	<b>Total</b>		<b>290,720</b>	<b>849,121.93</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/08/2016	JP Morgan Chase Bank	Sale	-83,906	-272,694.50	Ordinary	83,906
19/08/2016	JP Morgan Chase Bank	Sale	-44,497	-144,615.25	Ordinary	44,497
19/08/2016	JP Morgan Chase Bank	Sale	-70,300	-228,475.00	Ordinary	70,300
22/08/2016	JP Morgan Chase Bank	Sale	-23,912	-75,083.68	Ordinary	23,912
22/08/2016	JP Morgan Chase Bank	Sale	-12,681	-39,818.34	Ordinary	12,681
22/08/2016	JP Morgan Chase Bank	Sale	-20,034	-62,906.76	Ordinary	20,034
30/08/2016	JP Morgan Chase Bank	Purchase	349,318	1,047,954.00	Ordinary	349,318
30/08/2016	JP Morgan Chase Bank	Purchase	165,615	496,845.00	Ordinary	165,615
30/08/2016	JP Morgan Chase Bank	Sale	-119,521	-358,563.00	Ordinary	119,521
15/09/2016	JP Morgan Chase Bank	Purchase	11,942	36,184.26	Ordinary	11,942
15/09/2016	JP Morgan Chase Bank	Purchase	9,523	28,854.69	Ordinary	9,523
11/10/2016	JP Morgan Chase Bank	Purchase	17,480	55,062.00	Ordinary	17,480
11/10/2016	JP Morgan Chase Bank	Purchase	10,944	34,473.60	Ordinary	10,944
20/10/2016	JP Morgan Chase Bank	Purchase	26,751	91,488.42	Ordinary	26,751
21/10/2016	JP Morgan Chase Bank	Purchase	7,388	25,488.60	Ordinary	7,388
24/10/2016	JP Morgan Chase Bank	Purchase	19,986	68,951.70	Ordinary	19,986
24/10/2016	JP Morgan Chase Bank	Purchase	11,484	39,619.80	Ordinary	11,484
25/10/2016	JP Morgan Chase Bank	Purchase	17,133	60,479.49	Ordinary	17,133
25/10/2016	JP Morgan Chase Bank	Purchase	6,917	24,417.01	Ordinary	6,917
25/10/2016	JP Morgan Chase Bank	Sale	-14,179	-50,051.87	Ordinary	14,179
25/10/2016	JP Morgan Chase Bank	Sale	-3,947	-13,932.91	Ordinary	3,947
26/10/2016	JP Morgan Chase Bank	Purchase	10,029	34,499.76	Ordinary	10,029
27/10/2016	JP Morgan Chase Bank	Purchase	41,887	139,064.84	Ordinary	41,887
27/10/2016	JP Morgan Chase Bank	Purchase	1,731	5,729.61	Ordinary	1,731
7/11/2016	JP Morgan Chase Bank	Purchase	21,724	69,299.56	Ordinary	21,724
30/11/2016	JP Morgan Chase Bank	Purchase	24,238	75,622.56	Ordinary	24,238
5/12/2016	JP Morgan Chase Bank	Purchase	24,790	76,105.30	Ordinary	24,790
5/12/2016	JP Morgan Chase Bank	Purchase	25,340	78,047.20	Ordinary	25,340
5/12/2016	JP Morgan Chase Bank	Sale	-62,356	-191,432.92	Ordinary	62,356
	<b>Total</b>		<b>348,887</b>	<b>1,050,613.17</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/08/2016	National Australia Bank Limited	Sale	-11,407	-37,072.75	Ordinary	11,407
19/08/2016	National Australia Bank Limited	Sale	-502,650	-1,633,612.50	Ordinary	502,650
19/08/2016	National Australia Bank Limited	Sale	-102,585	-333,401.25	Ordinary	102,585
22/08/2016	National Australia Bank Limited	Sale	-3,251	-10,208.14	Ordinary	3,251
22/08/2016	National Australia Bank Limited	Sale	-130,208	-408,853.12	Ordinary	130,208
22/08/2016	National Australia Bank Limited	Sale	-42,273	-132,737.22	Ordinary	42,273
30/08/2016	National Australia Bank Limited	Purchase	42,153	126,459.00	Ordinary	42,153
30/08/2016	National Australia Bank Limited	Sale	-278,860	-836,580.00	Ordinary	278,860
30/08/2016	National Australia Bank Limited	Sale	-241,751	-725,253.00	Ordinary	241,751
30/08/2016	National Australia Bank Limited	Sale	-142,971	-428,913.00	Ordinary	142,971
30/08/2016	National Australia Bank Limited	Sale	-69,283	-207,849.00	Ordinary	69,283
30/08/2016	National Australia Bank Limited	Sale	-137,591	-412,773.00	Ordinary	137,591
30/08/2016	National Australia Bank Limited	Sale	-158,547	-475,641.00	Ordinary	158,547
15/09/2016	National Australia Bank Limited	Purchase	2,366	7,168.98	Ordinary	2,366
11/10/2016	National Australia Bank Limited	Sale	-9,071	-28,482.94	Ordinary	9,071

20/10/2016	National Australia Bank Limited	Purchase	231,969	793,333.98	Ordinary	231,969
21/10/2016	National Australia Bank Limited	Purchase	64,067	221,031.15	Ordinary	64,067
24/10/2016	National Australia Bank Limited	Purchase	99,586	343,571.70	Ordinary	99,586
24/10/2016	National Australia Bank Limited	Purchase	173,306	597,905.70	Ordinary	173,306
25/10/2016	National Australia Bank Limited	Purchase	59,976	211,715.28	Ordinary	59,976
25/10/2016	National Australia Bank Limited	Purchase	148,571	524,455.63	Ordinary	148,571
25/10/2016	National Australia Bank Limited	Sale	-508	-1,793.24	Ordinary	508
26/10/2016	National Australia Bank Limited	Purchase	86,973	299,187.12	Ordinary	86,973
27/10/2016	National Australia Bank Limited	Purchase	360,927	1,198,277.64	Ordinary	360,927
27/10/2016	National Australia Bank Limited	Purchase	14,913	49,362.03	Ordinary	14,913
7/11/2016	National Australia Bank Limited	Purchase	188,713	601,994.47	Ordinary	188,713
30/11/2016	National Australia Bank Limited	Purchase	209,109	652,420.08	Ordinary	209,109
5/12/2016	National Australia Bank Limited	Purchase	219,712	676,712.96	Ordinary	219,712
5/12/2016	National Australia Bank Limited	Sale	-5,028	-15,435.96	Ordinary	5,028
	<b>Total</b>		<b>66,357</b>	<b>614,989.60</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/09/2016	National Nominees Limited	Sale	-4,982	-16,141.68	Ordinary	4,982
17/10/2016	National Nominees Limited	Sale	-4,443	-14,795.19	Ordinary	4,443
5/12/2016	National Nominees Limited	Sale	-7,430	-22,884.40	Ordinary	7,430
	<b>Total</b>		<b>-16,855</b>	<b>-53,821.27</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/08/2016	National Custodian Nominees	Sale	-4,674	-15,190.50	Ordinary	4,674
19/08/2016	National Custodian Nominees	Sale	-11,800	-38,350.00	Ordinary	11,800
22/08/2016	National Custodian Nominees	Sale	-4,695	-14,742.30	Ordinary	4,695
15/09/2016	National Custodian Nominees	Sale	-1,632	-4,944.96	Ordinary	1,632
15/09/2016	National Custodian Nominees	Sale	-4,083	-12,371.49	Ordinary	4,083
11/10/2016	National Custodian Nominees	Purchase	192	604.80	Ordinary	192
25/10/2016	National Custodian Nominees	Sale	-14,569	-51,428.57	Ordinary	14,569
25/10/2016	National Custodian Nominees	Sale	-10,748	-37,940.44	Ordinary	10,748
	<b>Total</b>		<b>-52,009</b>	<b>-174,363.46</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
16/08/2016	State Street Australia Limited	Sale	-65,942	-230,797.00	Ordinary	65,942
16/08/2016	State Street Australia Limited	Sale	-13,168	-47,799.84	Ordinary	13,168
16/08/2016	State Street Australia Limited	Sale	-2,315	-8,403.45	Ordinary	2,315
16/08/2016	State Street Australia Limited	Sale	-11,596	-40,586.00	Ordinary	11,596
17/08/2016	State Street Australia Limited	Sale	-12,463	-43,994.39	Ordinary	12,463
17/08/2016	State Street Australia Limited	Sale	-59,351	-209,509.03	Ordinary	59,351
17/08/2016	State Street Australia Limited	Sale	-122,586	-433,954.44	Ordinary	122,586
17/08/2016	State Street Australia Limited	Sale	-48,015	-169,973.10	Ordinary	48,015
17/08/2016	State Street Australia Limited	Sale	-28,129	-99,295.37	Ordinary	28,129
23/08/2016	State Street Australia Limited	Purchase	87,384	275,259.60	Ordinary	87,384
23/08/2016	State Street Australia Limited	Purchase	22,591	71,161.65	Ordinary	22,591
25/08/2016	State Street Australia Limited	Purchase	54	167.40	Ordinary	54
25/08/2016	State Street Australia Limited	Purchase	17	52.70	Ordinary	17
29/08/2016	State Street Australia Limited	Purchase	46,436	143,022.88	Ordinary	46,436
29/08/2016	State Street Australia Limited	Purchase	23,405	72,087.40	Ordinary	23,405
31/08/2016	State Street Australia Limited	Purchase	39,092	116,885.08	Ordinary	39,092
31/08/2016	State Street Australia Limited	Purchase	15,374	46,429.48	Ordinary	15,374

31/08/2016	State Street Australia Limited	Purchase	19,411	58,038.89	Ordinary	19,411
31/08/2016	State Street Australia Limited	Purchase	7,634	23,054.68	Ordinary	7,634
6/09/2016	State Street Australia Limited	Purchase	70,679	214,157.37	Ordinary	70,679
6/09/2016	State Street Australia Limited	Purchase	35,075	106,277.25	Ordinary	35,075
7/09/2016	State Street Australia Limited	Purchase	27,745	85,454.60	Ordinary	27,745
7/09/2016	State Street Australia Limited	Purchase	13,801	42,507.08	Ordinary	13,801
13/10/2016	State Street Australia Limited	Purchase	58,444	189,358.56	Ordinary	58,444
13/10/2016	State Street Australia Limited	Purchase	3,824	12,083.84	Ordinary	3,824
13/10/2016	State Street Australia Limited	Purchase	58,150	186,661.50	Ordinary	58,150
13/10/2016	State Street Australia Limited	Purchase	279	895.59	Ordinary	279
13/10/2016	State Street Australia Limited	Purchase	43,240	138,800.40	Ordinary	43,240
13/10/2016	State Street Australia Limited	Purchase	29,065	94,170.60	Ordinary	29,065
13/10/2016	State Street Australia Limited	Purchase	21,503	69,024.63	Ordinary	21,503
13/10/2016	State Street Australia Limited	Purchase	138	442.98	Ordinary	138
13/10/2016	State Street Australia Limited	Purchase	28,917	92,823.57	Ordinary	28,917
13/10/2016	State Street Australia Limited	Purchase	1,901	6,007.16	Ordinary	1,901
14/10/2016	State Street Australia Limited	Purchase	45,520	149,305.60	Ordinary	45,520
14/10/2016	State Street Australia Limited	Purchase	32,400	106,272.00	Ordinary	32,400
14/10/2016	State Street Australia Limited	Purchase	15,421	50,580.88	Ordinary	15,421
14/10/2016	State Street Australia Limited	Purchase	7,684	25,203.52	Ordinary	7,684
14/10/2016	State Street Australia Limited	Purchase	22,684	74,403.52	Ordinary	22,684
14/10/2016	State Street Australia Limited	Purchase	16,145	52,955.60	Ordinary	16,145
	<b>Total</b>		<b>430,448</b>	<b>1,219,233.39</b>		
	<b>BT Investment Management (Institutional) Limited Total :</b>		<b>1,280,885</b>	<b>4,147,457.36</b>		

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#### Westpac RE Limited

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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,815	8,445.00	Ordinary	2,815
1/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	6,659	19,977.00	Ordinary	6,659
1/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	266,900	851,411.00	Ordinary	266,900
	<b>Total</b>		<b>276,374</b>	<b>879,833.00</b>		
	<b>Westpac RE Limited Total :</b>		<b>276,374</b>	<b>879,833.00</b>		

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#### Westpac Financial Services Limited

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Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
5/08/2016	BT Portfolio Services Limited	Purchase	211	740.61	Ordinary	211
11/08/2016	BT Portfolio Services Limited	Purchase	304	1,064.00	Ordinary	304
12/08/2016	BT Portfolio Services Limited	Purchase	99	353.43	Ordinary	99
12/08/2016	BT Portfolio Services Limited	Purchase	437	1,560.09	Ordinary	437
12/08/2016	BT Portfolio Services Limited	Purchase	75	267.75	Ordinary	75
12/08/2016	BT Portfolio Services Limited	Purchase	255	910.35	Ordinary	255
12/08/2016	BT Portfolio Services Limited	Purchase	223	796.11	Ordinary	223
12/08/2016	BT Portfolio Services Limited	Purchase	553	1,974.21	Ordinary	553
12/08/2016	BT Portfolio Services Limited	Purchase	126	449.82	Ordinary	126
12/08/2016	BT Portfolio Services Limited	Purchase	68	242.76	Ordinary	68
12/08/2016	BT Portfolio Services Limited	Purchase	216	771.12	Ordinary	216
12/08/2016	BT Portfolio Services Limited	Purchase	392	1,399.44	Ordinary	392



12/08/2016	BT Portfolio Services Limited	Purchase	280	999.60	Ordinary	280
12/08/2016	BT Portfolio Services Limited	Purchase	328	1,170.96	Ordinary	328
12/08/2016	BT Portfolio Services Limited	Purchase	125	446.25	Ordinary	125
16/08/2016	BT Portfolio Services Limited	Purchase	186	645.42	Ordinary	186
26/08/2016	BT Portfolio Services Limited	Purchase	438	1,384.08	Ordinary	438
29/08/2016	BT Portfolio Services Limited	Purchase	223	684.61	Ordinary	223
1/09/2016	BT Portfolio Services Limited	Purchase	361	1,086.61	Ordinary	361
1/09/2016	BT Portfolio Services Limited	Purchase	481	1,447.81	Ordinary	481
2/09/2016	BT Portfolio Services Limited	Purchase	526	1,583.26	Ordinary	526
14/09/2016	BT Portfolio Services Limited	Purchase	362	1,089.62	Ordinary	362
15/09/2016	BT Portfolio Services Limited	Purchase	655	1,991.20	Ordinary	655
16/09/2016	BT Portfolio Services Limited	Purchase	348	1,131.00	Ordinary	348
16/09/2016	BT Portfolio Services Limited	Purchase	86	279.50	Ordinary	86
16/09/2016	BT Portfolio Services Limited	Purchase	202	656.50	Ordinary	202
16/09/2016	BT Portfolio Services Limited	Purchase	135	438.75	Ordinary	135
16/09/2016	BT Portfolio Services Limited	Purchase	41	133.25	Ordinary	41
16/09/2016	BT Portfolio Services Limited	Purchase	122	396.50	Ordinary	122
16/09/2016	BT Portfolio Services Limited	Purchase	276	897.00	Ordinary	276
16/09/2016	BT Portfolio Services Limited	Purchase	141	458.25	Ordinary	141
16/09/2016	BT Portfolio Services Limited	Purchase	251	815.75	Ordinary	251
16/09/2016	BT Portfolio Services Limited	Purchase	42	136.50	Ordinary	42
16/09/2016	BT Portfolio Services Limited	Purchase	552	1,794.00	Ordinary	552
16/09/2016	BT Portfolio Services Limited	Purchase	240	780.00	Ordinary	240
16/09/2016	BT Portfolio Services Limited	Purchase	331	1,075.75	Ordinary	331
16/09/2016	BT Portfolio Services Limited	Purchase	105	341.25	Ordinary	105
16/09/2016	BT Portfolio Services Limited	Purchase	106	344.50	Ordinary	106
16/09/2016	BT Portfolio Services Limited	Purchase	115	373.75	Ordinary	115
19/09/2016	BT Portfolio Services Limited	Purchase	134	427.46	Ordinary	134
19/09/2016	BT Portfolio Services Limited	Purchase	50	159.50	Ordinary	50
19/09/2016	BT Portfolio Services Limited	Purchase	44	140.36	Ordinary	44
19/09/2016	BT Portfolio Services Limited	Purchase	1,872	5,971.68	Ordinary	1,872
20/09/2016	BT Portfolio Services Limited	Purchase	114	360.24	Ordinary	114
20/09/2016	BT Portfolio Services Limited	Purchase	346	1,093.36	Ordinary	346
20/09/2016	BT Portfolio Services Limited	Purchase	127	401.32	Ordinary	127
20/09/2016	BT Portfolio Services Limited	Purchase	717	2,265.72	Ordinary	717
20/09/2016	BT Portfolio Services Limited	Purchase	4,979	15,733.64	Ordinary	4,979
22/09/2016	BT Portfolio Services Limited	Purchase	155	494.45	Ordinary	155
26/09/2016	BT Portfolio Services Limited	Purchase	152	498.56	Ordinary	152
26/09/2016	BT Portfolio Services Limited	Purchase	493	1,617.04	Ordinary	493
28/09/2016	BT Portfolio Services Limited	Purchase	489	1,520.79	Ordinary	489
30/09/2016	BT Portfolio Services Limited	Purchase	134	428.80	Ordinary	134
6/10/2016	BT Portfolio Services Limited	Purchase	1,704	5,418.72	Ordinary	1,704
17/10/2016	BT Portfolio Services Limited	Purchase	133	444.22	Ordinary	133
18/10/2016	BT Portfolio Services Limited	Purchase	350	1,169.00	Ordinary	350
18/10/2016	BT Portfolio Services Limited	Purchase	541	1,806.94	Ordinary	541
18/10/2016	BT Portfolio Services Limited	Purchase	82	273.88	Ordinary	82
18/10/2016	BT Portfolio Services Limited	Purchase	101	337.34	Ordinary	101
18/10/2016	BT Portfolio Services Limited	Purchase	124	414.16	Ordinary	124
18/10/2016	BT Portfolio Services Limited	Purchase	118	394.12	Ordinary	118
27/10/2016	BT Portfolio Services Limited	Purchase	155	517.70	Ordinary	155
4/11/2016	BT Portfolio Services Limited	Purchase	249	781.86	Ordinary	249
9/11/2016	BT Portfolio Services Limited	Purchase	94	297.98	Ordinary	94
9/11/2016	BT Portfolio Services Limited	Purchase	144	456.48	Ordinary	144
9/11/2016	BT Portfolio Services Limited	Purchase	32	101.44	Ordinary	32

9/11/2016	BT Portfolio Services Limited	Purchase	23	72.91	Ordinary	23
9/11/2016	BT Portfolio Services Limited	Purchase	27	85.59	Ordinary	27
9/11/2016	BT Portfolio Services Limited	Purchase	33	104.61	Ordinary	33
16/11/2016	BT Portfolio Services Limited	Purchase	188	612.88	Ordinary	188
25/11/2016	BT Portfolio Services Limited	Purchase	102	323.34	Ordinary	102
2/12/2016	BT Portfolio Services Limited	Purchase	26	81.38	Ordinary	26
5/12/2016	BT Portfolio Services Limited	Purchase	584	1,798.72	Ordinary	584
	<b>Total</b>		<b>24,633</b>	<b>79,717.55</b>		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
19/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-21,196	-68,887.00	Ordinary	21,196
22/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,280	-7,159.20	Ordinary	2,280
22/08/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-3,760	-11,806.40	Ordinary	3,760
30/08/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	73,433	220,299.00	Ordinary	73,433
15/09/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	3,351	10,153.53	Ordinary	3,351
11/10/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	876	2,759.40	Ordinary	876
25/10/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-1,357	-4,790.21	Ordinary	1,357
25/10/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-2,527	-8,920.31	Ordinary	2,527
25/10/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-876	-3,092.28	Ordinary	876
5/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	6,123	18,797.61	Ordinary	6,123
	<b>Total</b>		<b>51,787</b>	<b>147,354.14</b>		
	<b>Westpac Financial Services Limited</b>		<b>76,420</b>	<b>227,071.69</b>		
	<b>Total :</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
21/09/2016	Equity Desk - (WIB) Westpac Institutional Bank	Sale	-2,784	-8,769.60	Ordinary	2,784
21/09/2016	Equity Desk - (WIB) Westpac Institutional Bank	Sale	-17	-53.55	Ordinary	17
21/09/2016	Equity Desk - (WIB) Westpac Institutional Bank	Sale	-2,899	-9,131.85	Ordinary	2,899
	<b>Total</b>		<b>-5,700</b>	<b>-17,955.00</b>		
	<b>Equity Desk - (WIB) Westpac Institutional Bank * Total :</b>		<b>-5,700</b>	<b>-17,955.00</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 – 7/12/2016

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

Challenge Limited	Australia	Westpac Cook Cove Trust I	Australia
Core Infrastructure Income Feeder 1 LP 2016	Partnership(Scotland)	Westpac Cook Cove Trust II	Australia
Core Infrastructure Income Feeder 2 LP 2016	Partnership(Scotland)	Westpac Covered Bond Trust	Australia
Core Infrastructure Income Master LP 2016	Partnership(England)	Westpac Custodian Nominees Pty Limited	Australia
Core Infrastructure Income Holdings Limited 2016	Partnership(England)	Westpac Databank Pty Limited	Australia
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Delta LLC	USA
Crusade ABS Series 2015 - 1 Trust	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade ABS Series 2016 - 1 Trust	Australia	Westpac Equipment Finance Limited	Australia
Crusade CP Management Pty Limited	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade CP No.1 Pty Limited	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Euro Trust 1E of 2006	Australia	Westpac Equity Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Europe Limited	UK
Crusade Global Trust 1 of 2007	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Consultants Limited	Australia
Crusade Management Limited	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade 2P Trust of 2008	Australia	Westpac Financial Services Group Limited	Australia
Danaby Pty Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
eQR Securities Pty. Limited	Australia	Westpac Financial Services Limited	Australia
Europe Infrastructure Debt LP	UK	Westpac Funding Holdings Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Halcyon Securities Pty Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac General Insurance Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac General Insurance Services Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia
Hastings Funds Management (UK) Limited	Singapore	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Funds Management (USA) Inc.	UK	Westpac Holdings-NZ-Limited	New Zealand
Hastings Funds Management Asia Pty. Limited	USA	Westpac Investment Capital Corporation	USA
Hastings Funds Management Limited	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Infrastructure 1 Limited	UK	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Infrastructure 2 Limited	UK	Westpac Investment Vehicle Pty Limited	Australia
Hastings Investment Capital LP	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
Hitton Pty Limited	Australia	Westpac New Zealand Staff Superannuation Scheme Trustee Limited	New Zealand
HLT Custodian Trust	New Zealand	Westpac Nominees-NZ-Limited	New Zealand
Infrastructure GP LLP	UK	Westpac Notice Saver PIE Fund	Australia
Infrastructure GP 2 LLP	UK	Westpac NZ Covered Bond Holdings Limited	New Zealand
Infrastructure Research and Advisory Services Private Limited	India	Westpac NZ Covered Bond Limited	New Zealand
Magnitude Group Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
MIF Custodian Trust	New Zealand	Westpac NZ Securitisation Holdings Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand

Net Nominees Limited	Australia	Westpac NZ Securitisation No. 2 Limited	New Zealand
Number 120 Limited	New Zealand	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Oniston Pty Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Partnership Pacific Pty Limited	Australia	Westpac Properties Limited	Australia
Partnership Pacific Securities Pty Limited	Australia	Westpac RE Limited	Australia
Pashley Investments Pty Limited	Australia	Westpac Securities Administration Limited	Australia
Planwise AU Pty Limited	Australia	Westpac Securities Limited	Australia
Qvalent Pty Limited	Australia	Westpac Securities NZ Limited	New Zealand
RAMS Financial Group Pty Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Reinventure Fund ILP	Australia	Westpac Securitisation Management Pty Limited	Australia
Reinventure Fund II ILP	Australia	Westpac Singapore Limited	Singapore
RMS Warehouse Trust 2007-1	Australia	Westpac Structured Products Limited	Australia
Sallmoor Pty Limited	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Securitor Financial Group Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Seed Pool Trust No. 2	Australia	Westpac Term PIE Fund	New Zealand
Series 2008-1M WST Trust	Australia	Westpac TPS Trust	Australia
Series 2009-1 WST Trust	Australia	Westpac Unit Trust	Australia
Series 2011-1 WST Trust	Australia	Westpac USA Inc.	USA
Series 2011-2 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
BT Investment Management (Fund Services) Limited (Subsidiary of BT Investment Management Limited)	Australia