

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme PROGRAMMED MAINTENANCE SERVICES LIMITED (PRG)

ACN/ARSN ACN 054 742 264

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 9/02/2017

The previous notice was given to the company on 25/11/2016

The previous notice was dated 23/11/2016

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	21,492,193	8.35%	18,708,790	7.27%

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
9/02/2017	WBC & its Associates, Asgard Capital Management Limited, Advance Asset Management Limited, BT Funds Management Limited, Westpac RE Limited, BT Funds Management No.2 Limited, BT Investment Management (Institutional) Limited, BT Investment	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

	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.	292,349, Ordinary	292,349
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.	19,137, Ordinary	19,137
BT Funds Management Limited	BT Portfolio Services 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.	676,338, Ordinary	676,338
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 unit trusts and, in that capacity, can	1,653,171, Ordinary	1,653,171

			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.	9,616,539, Ordinary	9,616,539
BT Investment Management (Institutional) Limited	Australia and New Zealand Banking Group Limited State Street Australia Limited	Australia and New Zealand Banking Group Limited 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.	5,406,846, Ordinary	5,406,846
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.	1,044,410, Ordinary	1,044,410

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
Advance Asset Management 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 RE 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
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
PROGRAMMED MAINTENANCE SERVICES LIMITED (PRG)	The Company Secretary PROGRAMMED MAINTENANCE SERVICES LIMITED (PRG) 47 Burswood Road, BURSWOOD, PERTH WA 6001 Tel: +61 8 9216 2100

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here _____ Date 13/02/2017

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 – 13/02/2017

TRANSACTION HISTORY

Sales & Purchases for the period : 24/11/2016 to 9/02/2017

SECURITY: PRG

Advance Asset Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
30/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	898	1,418.84	Ordinary	898
1/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	23,912	37,780.96	Ordinary	23,912
1/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,054	3,245.32	Ordinary	2,054
2/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	11,548	18,245.84	Ordinary	11,548
13/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	145,978	275,898.42	Ordinary	145,978
21/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-145,978	.00	Ordinary	145,978
	Total		38,412	336,589.38		
	Advance Asset Management Limited Total :		38,412	336,589.38		

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
28/11/2016	BT Portfolio Services Limited	Sale	-2,000	-3,133.60	Ordinary	2,000
29/11/2016	BT Portfolio Services Limited	Sale	-10,200	-16,276.14	Ordinary	10,200
9/12/2016	BT Portfolio Services Limited	Sale	-2,819	-4,968.21	Ordinary	2,819
28/12/2016	BT Portfolio Services Limited	Sale	-5,995	-10,994.23	Ordinary	5,995
5/01/2017	BT Portfolio Services Limited	Sale	-1,650	-3,106.95	Ordinary	1,650
10/01/2017	BT Portfolio Services Limited	Purchase	10,000	19,000.00	Ordinary	10,000
10/01/2017	BT Portfolio Services Limited	Sale	-10,000	-19,000.00	Ordinary	10,000
12/01/2017	BT Portfolio Services Limited	Sale	-11,410	-21,679.00	Ordinary	11,410
16/01/2017	BT Portfolio Services Limited	Sale	-930	-1,665.54	Ordinary	930
	Total		-35,004	-61,823.66		
	BT Funds Management Limited Total :		-35,004	-61,823.66		

BT Funds Management No.2 Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
24/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	40,985	72,133.60	Ordinary	40,985
2/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	11,748	18,561.84	Ordinary	11,748
2/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	22,657	36,024.63	Ordinary	22,657
5/12/2016	HSBC Custody Nominees (Australia)	Purchase	6,837	11,486.16	Ordinary	6,837

	Limited.					
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-7,293	-13,856.70	Ordinary	7,293
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-11,855	-22,643.05	Ordinary	11,855
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-27	-51.57	Ordinary	27
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-19,202	-36,675.82	Ordinary	19,202
31/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-25,840	-48,837.60	Ordinary	25,840
1/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-15,529	-29,505.10	Ordinary	15,529
1/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-1,159	-2,190.51	Ordinary	1,159
1/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-4,260	-8,094.00	Ordinary	4,260
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-2,907	-5,465.16	Ordinary	2,907
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-7,837	-14,733.56	Ordinary	7,837
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-4,590	-8,629.20	Ordinary	4,590
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-1,911	-3,592.68	Ordinary	1,911
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-1,313	-2,468.44	Ordinary	1,313
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-19,163	-36,026.44	Ordinary	19,163
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-13,889	-26,111.32	Ordinary	13,889
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-152	-285.76	Ordinary	152
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-1,897	-3,509.45	Ordinary	1,897
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-36,896	-68,257.60	Ordinary	36,896
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-1,743	-3,224.55	Ordinary	1,743
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-1,966	-3,637.10	Ordinary	1,966
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-4,401	-8,141.85	Ordinary	4,401
6/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-12,501	-23,001.84	Ordinary	12,501
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-5,191	-9,084.25	Ordinary	5,191
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-4,320	-7,560.00	Ordinary	4,320
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-16,938	-29,641.50	Ordinary	16,938
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-04	-7.00	Ordinary	04
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-7,442	-13,023.50	Ordinary	7,442
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-89	-160.20	Ordinary	89
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-506	-910.80	Ordinary	506
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-972	-1,749.60	Ordinary	972
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-7,264	-12,784.64	Ordinary	7,264
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-4,857	-8,451.18	Ordinary	4,857
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-10,460	-18,200.40	Ordinary	10,460
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-18,261	-31,774.14	Ordinary	18,261
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-12,571	-22,124.96	Ordinary	12,571
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-8,631	-15,017.94	Ordinary	8,631
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-35,237	-61,312.38	Ordinary	35,237
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-4,273	-7,435.02	Ordinary	4,273
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-2,625	-4,698.75	Ordinary	2,625

9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-142	-251.34	Ordinary	142
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-1,999	-3,578.21	Ordinary	1,999
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-17,355	-30,718.35	Ordinary	17,355
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-20,679	-36,601.83	Ordinary	20,679
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-7,148	-12,794.92	Ordinary	7,148
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-7,861	-13,913.97	Ordinary	7,861
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-5,527	-9,893.33	Ordinary	5,527
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-99	-175.23	Ordinary	99
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-3,725	-6,593.25	Ordinary	3,725
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-201	-355.77	Ordinary	201
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-1,401	-2,507.79	Ordinary	1,401
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-11,577	-20,491.29	Ordinary	11,577
	Total		-331,459	-612,544.61		
	BT Funds Management No.2 Limited		-331,459	-612,544.61		
	Total :		-331,459	-612,544.61		

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
24/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	211,611	372,435.36	Ordinary	211,611
2/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	85,331	134,822.98	Ordinary	85,331
2/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	164,578	261,679.02	Ordinary	164,578
5/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	48,985	82,294.80	Ordinary	48,985
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-517	-987.47	Ordinary	517
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-13,851	-26,455.41	Ordinary	13,851
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-175,845	-335,863.95	Ordinary	175,845
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-44,628	-84,793.20	Ordinary	44,628
31/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-10,311	-19,487.79	Ordinary	10,311
31/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-2,273	-4,295.97	Ordinary	2,273
31/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-141,881	-268,155.09	Ordinary	141,881
31/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-3,528	-6,667.92	Ordinary	3,528
31/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-133	-251.37	Ordinary	133
1/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-7,091	-13,472.90	Ordinary	7,091
1/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-99,086	-188,263.40	Ordinary	99,086
1/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-6,217	-11,750.13	Ordinary	6,217
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-44,981	-84,564.28	Ordinary	44,981
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-728	-1,368.64	Ordinary	728
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-22,078	-41,506.64	Ordinary	22,078
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-54,747	-102,924.36	Ordinary	54,747
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-9,194	-17,284.72	Ordinary	9,194
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-95,298	-179,160.24	Ordinary	95,298

2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-6,483	-12,188.04	Ordinary	6,483
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-64,105	-120,517.40	Ordinary	64,105
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-6,105	-11,294.25	Ordinary	6,105
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-12,458	-23,047.30	Ordinary	12,458
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-25,842	-47,807.70	Ordinary	25,842
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-215,294	-398,293.90	Ordinary	215,294
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-15,674	-28,996.90	Ordinary	15,674
6/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-38,986	-71,734.24	Ordinary	38,986
6/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-23	-42.32	Ordinary	23
6/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-36,110	-66,442.40	Ordinary	36,110
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-73,804	-129,157.00	Ordinary	73,804
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-2,959	-5,178.25	Ordinary	2,959
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-9,113	-16,403.40	Ordinary	9,113
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-30,783	-53,870.25	Ordinary	30,783
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-51,966	-90,940.50	Ordinary	51,966
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-37,666	-65,915.50	Ordinary	37,666
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-86,807	-151,044.18	Ordinary	86,807
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-96,698	-168,254.52	Ordinary	96,698
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-2,744	-4,774.56	Ordinary	2,744
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-64,425	-113,388.00	Ordinary	64,425
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-22,242	-38,701.08	Ordinary	22,242
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-28,256	-49,165.44	Ordinary	28,256
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-40,674	-70,772.76	Ordinary	40,674
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-197,329	-343,352.46	Ordinary	197,329
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-634	-1,103.16	Ordinary	634
8/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-50,962	-89,693.12	Ordinary	50,962
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-487	-861.99	Ordinary	487
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-33,306	-58,951.62	Ordinary	33,306
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-23,934	-42,363.18	Ordinary	23,934
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-8,153	-14,593.87	Ordinary	8,153
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-21,141	-37,842.39	Ordinary	21,141
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-572	-1,012.44	Ordinary	572
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-11,586	-20,738.94	Ordinary	11,586
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-2,701	-4,780.77	Ordinary	2,701
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-26,474	-47,388.46	Ordinary	26,474
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-482	-853.14	Ordinary	482
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-41,435	-74,168.65	Ordinary	41,435
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-65,598	-116,108.46	Ordinary	65,598
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-64,932	-114,929.64	Ordinary	64,932
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-18,397	-32,562.69	Ordinary	18,397

9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-1,164	-2,060.28	Ordinary	1,164
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-55,845	-98,845.65	Ordinary	55,845
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-91,151	-161,337.27	Ordinary	91,151
	Total		-1,907,382	-3,537,499.39		
	BT Investment Management (Fund Services) Limited Total :		-1,907,382	-3,537,499.39		

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
24/11/2016	Australia and New Zealand Banking Group Limited	Purchase	17,676	31,109.76	Ordinary	17,676
2/12/2016	Australia and New Zealand Banking Group Limited	Purchase	2,869	4,533.02	Ordinary	2,869
2/12/2016	Australia and New Zealand Banking Group Limited	Purchase	5,532	8,795.88	Ordinary	5,532
5/12/2016	Australia and New Zealand Banking Group Limited	Purchase	1,644	2,761.92	Ordinary	1,644
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-246	-467.40	Ordinary	246
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-67	-127.97	Ordinary	67
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-01	-1.91	Ordinary	01
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-819	-1,564.29	Ordinary	819
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-637	-1,216.67	Ordinary	637
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-210	-401.10	Ordinary	210
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-886	-1,683.40	Ordinary	886
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-140	-267.40	Ordinary	140
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-260	-496.60	Ordinary	260
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-133	-254.03	Ordinary	133
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-581	-1,109.71	Ordinary	581
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-158	-301.78	Ordinary	158
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-1,488	-2,842.08	Ordinary	1,488
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-64	-122.24	Ordinary	64
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-265	-506.15	Ordinary	265
31/01/2017	Australia and New Zealand Banking Group Limited	Sale	-09	-17.01	Ordinary	09
31/01/2017	Australia and New Zealand Banking Group Limited	Sale	-352	-665.28	Ordinary	352
31/01/2017	Australia and New Zealand Banking Group Limited	Sale	-1,099	-2,077.11	Ordinary	1,099
31/01/2017	Australia and New Zealand Banking Group Limited	Sale	-2,549	-4,817.61	Ordinary	2,549
1/02/2017	Australia and New Zealand Banking Group Limited	Sale	-2,302	-4,373.80	Ordinary	2,302
1/02/2017	Australia and New Zealand Banking Group Limited	Sale	-03	-5.70	Ordinary	03
1/02/2017	Australia and New Zealand Banking Group Limited	Sale	-543	-1,031.70	Ordinary	543
1/02/2017	Australia and New Zealand Banking Group Limited	Sale	-525	-997.50	Ordinary	525
1/02/2017	Australia and New Zealand Banking Group Limited	Sale	-245	-463.05	Ordinary	245
1/02/2017	Australia and New Zealand Banking Group Limited	Sale	-124	-235.60	Ordinary	124
1/02/2017	Australia and New Zealand Banking Group Limited	Sale	-680	-1,292.00	Ordinary	680
2/02/2017	Australia and New Zealand Banking Group Limited	Sale	-2,742	-5,154.96	Ordinary	2,742

2/02/2017	Australia and New Zealand Banking Group Limited	Sale	-597	-1,122.36	Ordinary	597
2/02/2017	Australia and New Zealand Banking Group Limited	Sale	-13	-24.44	Ordinary	13
2/02/2017	Australia and New Zealand Banking Group Limited	Sale	-342	-642.96	Ordinary	342
2/02/2017	Australia and New Zealand Banking Group Limited	Sale	-2,505	-4,709.40	Ordinary	2,505
2/02/2017	Australia and New Zealand Banking Group Limited	Sale	-01	-1.88	Ordinary	01
2/02/2017	Australia and New Zealand Banking Group Limited	Sale	-400	-752.00	Ordinary	400
2/02/2017	Australia and New Zealand Banking Group Limited	Sale	-167	-313.96	Ordinary	167
2/02/2017	Australia and New Zealand Banking Group Limited	Sale	-3,284	-6,173.92	Ordinary	3,284
2/02/2017	Australia and New Zealand Banking Group Limited	Sale	-75	-141.00	Ordinary	75
3/02/2017	Australia and New Zealand Banking Group Limited	Sale	-3,032	-5,609.20	Ordinary	3,032
3/02/2017	Australia and New Zealand Banking Group Limited	Sale	-231	-427.35	Ordinary	231
3/02/2017	Australia and New Zealand Banking Group Limited	Sale	-840	-1,554.00	Ordinary	840
3/02/2017	Australia and New Zealand Banking Group Limited	Sale	-132	-244.20	Ordinary	132
3/02/2017	Australia and New Zealand Banking Group Limited	Sale	-4,004	-7,407.40	Ordinary	4,004
3/02/2017	Australia and New Zealand Banking Group Limited	Sale	-708	-1,309.80	Ordinary	708
6/02/2017	Australia and New Zealand Banking Group Limited	Sale	-862	-1,586.08	Ordinary	862
6/02/2017	Australia and New Zealand Banking Group Limited	Sale	-661	-1,216.24	Ordinary	661
6/02/2017	Australia and New Zealand Banking Group Limited	Sale	-702	-1,291.68	Ordinary	702
6/02/2017	Australia and New Zealand Banking Group Limited	Sale	-504	-927.36	Ordinary	504
6/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,756	-3,231.04	Ordinary	1,756
7/02/2017	Australia and New Zealand Banking Group Limited	Sale	-42	-75.60	Ordinary	42
7/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,558	-2,726.50	Ordinary	1,558
7/02/2017	Australia and New Zealand Banking Group Limited	Sale	-2,270	-3,972.50	Ordinary	2,270
7/02/2017	Australia and New Zealand Banking Group Limited	Sale	-754	-1,319.50	Ordinary	754
7/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,958	-3,426.50	Ordinary	1,958
7/02/2017	Australia and New Zealand Banking Group Limited	Sale	-260	-468.00	Ordinary	260
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-25	-43.50	Ordinary	25
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-250	-435.00	Ordinary	250
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,034	-1,799.16	Ordinary	1,034
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-61	-106.14	Ordinary	61
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-10	-17.40	Ordinary	10
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-34	-59.16	Ordinary	34
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,680	-2,956.80	Ordinary	1,680
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-38	-66.12	Ordinary	38
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,876	-3,264.24	Ordinary	1,876
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-2,017	-3,509.58	Ordinary	2,017
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,783	-3,102.42	Ordinary	1,783
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-2,147	-3,778.72	Ordinary	2,147
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-12	-20.88	Ordinary	12
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-363	-631.62	Ordinary	363

8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-55	-95.70	Ordinary	55
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-632	-1,099.68	Ordinary	632
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-4,080	-7,099.20	Ordinary	4,080
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,718	-2,989.32	Ordinary	1,718
8/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,779	-3,095.46	Ordinary	1,779
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,716	-3,037.32	Ordinary	1,716
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-129	-228.33	Ordinary	129
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-108	-191.16	Ordinary	108
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-199	-352.23	Ordinary	199
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-746	-1,320.42	Ordinary	746
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-767	-1,357.59	Ordinary	767
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-613	-1,085.01	Ordinary	613
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,155	-2,044.35	Ordinary	1,155
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,737	-3,109.23	Ordinary	1,737
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-56	-99.12	Ordinary	56
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,601	-2,865.79	Ordinary	1,601
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-983	-1,739.91	Ordinary	983
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-510	-902.70	Ordinary	510
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-531	-939.87	Ordinary	531
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-270	-483.30	Ordinary	270
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-2,660	-4,708.20	Ordinary	2,660
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,684	-2,980.68	Ordinary	1,684
9/02/2017	Australia and New Zealand Banking Group Limited	Sale	-35	-61.95	Ordinary	35
	Total		-52,159	-97,645.60		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
24/11/2016	State Street Australia Limited	Purchase	152,058	267,622.08	Ordinary	152,058
24/11/2016	State Street Australia Limited	Purchase	77,670	136,699.20	Ordinary	77,670
2/12/2016	State Street Australia Limited	Purchase	55,282	87,898.38	Ordinary	55,282
2/12/2016	State Street Australia Limited	Purchase	28,664	45,289.12	Ordinary	28,664
2/12/2016	State Street Australia Limited	Purchase	27,459	43,659.81	Ordinary	27,459
2/12/2016	State Street Australia Limited	Purchase	14,238	22,496.04	Ordinary	14,238
5/12/2016	State Street Australia Limited	Purchase	16,488	27,699.84	Ordinary	16,488
5/12/2016	State Street Australia Limited	Purchase	8,190	13,759.20	Ordinary	8,190
30/01/2017	State Street Australia Limited	Sale	-49,362	-94,281.42	Ordinary	49,362
30/01/2017	State Street Australia Limited	Sale	-11,582	-22,005.80	Ordinary	11,582
30/01/2017	State Street Australia Limited	Sale	-5,752	-10,928.80	Ordinary	5,752
30/01/2017	State Street Australia Limited	Sale	-24,518	-46,829.38	Ordinary	24,518
31/01/2017	State Street Australia Limited	Sale	-41,035	-77,556.15	Ordinary	41,035
31/01/2017	State Street Australia Limited	Sale	-20,382	-38,521.98	Ordinary	20,382
1/02/2017	State Street Australia Limited	Sale	-1,257	-2,375.73	Ordinary	1,257
1/02/2017	State Street Australia Limited	Sale	-21,463	-40,779.70	Ordinary	21,463
1/02/2017	State Street Australia Limited	Sale	-10,648	-20,231.20	Ordinary	10,648
1/02/2017	State Street Australia Limited	Sale	-623	-1,177.47	Ordinary	623
2/02/2017	State Street Australia Limited	Sale	-56,960	-107,084.80	Ordinary	56,960

2/02/2017	State Street Australia Limited	Sale	-41,675	-78,349.00	Ordinary	41,675
2/02/2017	State Street Australia Limited	Sale	-49,058	-92,229.04	Ordinary	49,058
3/02/2017	State Street Australia Limited	Sale	-9,530	-17,630.50	Ordinary	9,530
3/02/2017	State Street Australia Limited	Sale	-83,990	-155,381.50	Ordinary	83,990
3/02/2017	State Street Australia Limited	Sale	-8,032	-14,859.20	Ordinary	8,032
3/02/2017	State Street Australia Limited	Sale	-3,996	-7,392.60	Ordinary	3,996
3/02/2017	State Street Australia Limited	Sale	-4,742	-8,772.70	Ordinary	4,742
3/02/2017	State Street Australia Limited	Sale	-36,158	-66,892.30	Ordinary	36,158
3/02/2017	State Street Australia Limited	Sale	-5,633	-10,421.05	Ordinary	5,633
6/02/2017	State Street Australia Limited	Sale	-26,528	-48,811.52	Ordinary	26,528
6/02/2017	State Street Australia Limited	Sale	-13,184	-24,258.56	Ordinary	13,184
7/02/2017	State Street Australia Limited	Sale	-3,215	-5,787.00	Ordinary	3,215
7/02/2017	State Street Australia Limited	Sale	-45,409	-79,465.75	Ordinary	45,409
7/02/2017	State Street Australia Limited	Sale	-24,145	-42,253.75	Ordinary	24,145
7/02/2017	State Street Australia Limited	Sale	-1,599	-2,878.20	Ordinary	1,599
7/02/2017	State Street Australia Limited	Sale	-12,012	-21,021.00	Ordinary	12,012
7/02/2017	State Street Australia Limited	Sale	-22,591	-39,534.25	Ordinary	22,591
8/02/2017	State Street Australia Limited	Sale	-40,702	-71,635.52	Ordinary	40,702
8/02/2017	State Street Australia Limited	Sale	-9,967	-17,342.58	Ordinary	9,967
8/02/2017	State Street Australia Limited	Sale	-157,725	-274,441.50	Ordinary	157,725
8/02/2017	State Street Australia Limited	Sale	-78,466	-136,530.84	Ordinary	78,466
8/02/2017	State Street Australia Limited	Sale	-18,436	-32,447.36	Ordinary	18,436
8/02/2017	State Street Australia Limited	Sale	-1,813	-3,190.88	Ordinary	1,813
8/02/2017	State Street Australia Limited	Sale	-4,959	-8,628.66	Ordinary	4,959
9/02/2017	State Street Australia Limited	Sale	-35,499	-63,543.21	Ordinary	35,499
9/02/2017	State Street Australia Limited	Sale	-15,013	-26,573.01	Ordinary	15,013
9/02/2017	State Street Australia Limited	Sale	-111,472	-197,305.44	Ordinary	111,472
9/02/2017	State Street Australia Limited	Sale	-2,876	-5,148.04	Ordinary	2,876
9/02/2017	State Street Australia Limited	Sale	-1,431	-2,561.49	Ordinary	1,431
9/02/2017	State Street Australia Limited	Sale	-62,925	-111,377.25	Ordinary	62,925
9/02/2017	State Street Australia Limited	Sale	-17,661	-31,613.19	Ordinary	17,661
	Total		-813,975	-1,514,925.65		

**BT Investment Management
(Institutional) Limited Total :**

-866,134 -1,612,571.25

Westpac RE Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
30/11/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	4,152	6,560.16	Ordinary	4,152
1/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	9,504	15,016.32	Ordinary	9,504
2/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	53,444	84,441.52	Ordinary	53,444
21/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	145,978	.00	Ordinary	145,978
18/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-4,982	-9,017.42	Ordinary	4,982
19/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-17,274	-31,265.94	Ordinary	17,274
1/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	5,462	10,323.18	Ordinary	5,462
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	102,762	.00	Ordinary	102,762
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	38,767	.00	Ordinary	38,767
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	11,066	.00	Ordinary	11,066
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-557	-1,041.59	Ordinary	557

6/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-15,928	-28,670.40	Ordinary	15,928
9/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-9,230	-16,429.40	Ordinary	9,230
	Total		323,164	29,916.43		
	Westpac RE Limited Total :		323,164	29,916.43		

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 – 13/02/2017

Westpac Banking Corporation	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
Capital Finance Australia Limited	Australia	Westpac Bank-PNG-Limited	Papua New Guinea
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 29.3% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (29.3%)	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
JO Hambro Capital Management Limited (Subsidiary of BT Investment Management Limited)	UK