

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme ASPEN GROUP LIMITED / ASPEN PROPERTY TRUST

ACN/ARSN ABN 50 004 160 927 / ARSN 104 807 767

1. Details of substantial holder(1)

Name WESTPAC BANKING CORPORATION (WBC) and its associated companies listed in Annexure 'A'

ACN/ARSN (if applicable) ABN 33 007 457 141

There was a change in the interests of the substantial holder on 24/09/2013

The previous notice was given to the company on 30/10/2012

The previous notice was dated 26/10/2012

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	Person's votes	Voting Power (5)
ORDINARY SHARES	95,978,770	8.04%	108,805,451	9.08%

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
24/09/2013	WBC & its Associates Westpac Financial Services Group Limited (WFSG), Advance Asset Management Limited, Asgard Capital Management Limited, BT Funds Management Limited, Westpac Financial Services Group Limited, BT Investment Management	See Schedule	See Schedule	See Schedule	See Schedule

	(Fund Services) Limited, BT Investment Management (Institutional) 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	Nature of relevant interest (6)	Number of securities
Advance Asset Management Limited	HSBC Custody Nominees (Australia) Limited.	Advance Asset Management Ltd is the RE of various unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	316,275
Asgard Capital Management Limited	ASGARD Capital Management Limited	Asgard Capital Management Limited ABN 92 009 279 592 AFSL 240695 RSE Licence L0001946 is the trustee, administrator and custodian of all Asgard superannuation entities, the (Hillross) PortfolioCare Retirement Plan and the BEACON Superannuation Plan. In those capacities, Asgard has the power to exercise the right to vote attached to, and to dispose of, the securities held by these entities.	1,276,800
BT Funds 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.	1,669,254
BT Investment Management (Fund Services) Limited	Citicorp Nominees Pty 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.	19,218,342
BT Investment Management (Institutional) Limited	HSBC Custody Nominees (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.	77,661,264
Westpac Financial Services Group Limited	HSBC Custody Nominees (Australia) Limited.	Westpac Financial Services Group Limited Registered Holder of Securities. ABN: 50 000 326 312	8,663,516

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 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 St, Sydney NSW 2000
Westpac Financial Services Group Limited (WFSG)	Level 20, Westpac Place, 275 Kent St, Sydney NSW 2000
Advance Asset Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Asgard Capital 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 Financial Services Group Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Sydney, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
ASPEN GROUP	The Company Secretary Aspen Group (APZ) Level 3, Newspaper House 129 St George's Terrace PERTH WA 6000 Tel: +61 8 9220 8400 Fax: +61 8 9220 8401

Signature

print name Tim Hartin capacity Company Secretary

sign here _____ date 26/09/2013

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of “associate” in section 9 of the Corporations Law.
- (3) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Law.
- (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 with 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).
- (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 (eg. 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.

SCHEDULE

TRANSACTION HISTORY

Sales & Purchases for the period : 27/10/2012 to 24/09/2013

SECURITY: APZ

Advance Asset Management Limited

Date	Registered Company	Quantity	Value
15/03/2013	HSBC Custody Nominees (Australia) Limited.	2,306	461.20
21/06/2013	HSBC Custody Nominees (Australia) Limited.	5,277	897.09
	Total	7,583	1,358.29

Advance Asset Management Limited Total : 7,583 1,358.29

Asgard Capital Management Limited

Date	Registered Company	Quantity	Value
2/11/2012	ASGARD Capital Management Limited	60,000	10,200.00
2/11/2012	ASGARD Capital Management Limited	-60,000	-10,200.00
5/11/2012	ASGARD Capital Management Limited	60,000	.00
5/11/2012	ASGARD Capital Management Limited	5,000	.00
5/11/2012	ASGARD Capital Management Limited	20,000	.00
5/11/2012	ASGARD Capital Management Limited	70,000	.00
5/11/2012	ASGARD Capital Management Limited	60,000	.00
5/11/2012	ASGARD Capital Management Limited	50,000	.00
5/11/2012	ASGARD Capital Management Limited	30,000	.00
5/11/2012	ASGARD Capital Management Limited	50,000	.00
5/11/2012	ASGARD Capital Management Limited	150,455	.00
5/11/2012	ASGARD Capital Management Limited	1,000	.00
5/11/2012	ASGARD Capital Management Limited	60,000	.00
5/11/2012	ASGARD Capital Management Limited	-60,000	.00
5/11/2012	ASGARD Capital Management Limited	-5,000	.00
5/11/2012	ASGARD Capital Management Limited	-20,000	.00
5/11/2012	ASGARD Capital Management Limited	-70,000	.00
5/11/2012	ASGARD Capital Management Limited	-60,000	.00
5/11/2012	ASGARD Capital Management Limited	-50,000	.00
5/11/2012	ASGARD Capital Management Limited	-30,000	.00
5/11/2012	ASGARD Capital Management Limited	-50,000	.00
5/11/2012	ASGARD Capital Management Limited	-150,455	.00
5/11/2012	ASGARD Capital Management Limited	-1,000	.00
5/11/2012	ASGARD Capital Management Limited	-60,000	.00
22/11/2012	ASGARD Capital Management Limited	60,000	10,200.00
22/11/2012	ASGARD Capital Management Limited	5,000	850.00
22/11/2012	ASGARD Capital Management Limited	20,000	3,400.00
22/11/2012	ASGARD Capital Management Limited	70,000	11,900.00
22/11/2012	ASGARD Capital Management Limited	60,000	10,200.00
22/11/2012	ASGARD Capital Management Limited	50,000	8,500.00
22/11/2012	ASGARD Capital Management Limited	50,000	8,500.00
22/11/2012	ASGARD Capital Management Limited	30,000	5,100.00
22/11/2012	ASGARD Capital Management Limited	150,455	25,577.35
22/11/2012	ASGARD Capital Management Limited	1,000	170.00

22/11/2012	ASGARD Capital Management Limited	60,000	10,200.00
22/11/2012	ASGARD Capital Management Limited	-60,000	.00
22/11/2012	ASGARD Capital Management Limited	-5,000	.00
22/11/2012	ASGARD Capital Management Limited	-20,000	.00
22/11/2012	ASGARD Capital Management Limited	-70,000	.00
22/11/2012	ASGARD Capital Management Limited	-60,000	.00
22/11/2012	ASGARD Capital Management Limited	-50,000	.00
22/11/2012	ASGARD Capital Management Limited	-50,000	.00
22/11/2012	ASGARD Capital Management Limited	-30,000	.00
22/11/2012	ASGARD Capital Management Limited	-150,455	.00
22/11/2012	ASGARD Capital Management Limited	-1,000	.00
22/11/2012	ASGARD Capital Management Limited	-60,000	.00
23/11/2012	ASGARD Capital Management Limited	120,000	24,000.00
23/11/2012	ASGARD Capital Management Limited	-120,000	-24,000.00
3/01/2013	ASGARD Capital Management Limited	-20,000	-4,400.00
7/03/2013	ASGARD Capital Management Limited	-10,000	-2,200.00
16/05/2013	ASGARD Capital Management Limited	-17,000	-3,060.00
12/06/2013	ASGARD Capital Management Limited	-23,255	-4,185.90
28/08/2013	ASGARD Capital Management Limited	80,000	13,600.00
	Total	9,745	94,351.45

Asgard Capital Management Limited Total : 9,745 94,351.45

BT Funds Management Limited

Date	Registered Company	Quantity	Value
30/10/2012	BT Portfolio Services Limited	45,000	7,686.00
8/11/2012	BT Portfolio Services Limited	13,500	2,331.45
9/11/2012	BT Portfolio Services Limited	-27,682	-4,650.58
16/11/2012	BT Portfolio Services Limited	-17,000	-2,939.30
30/01/2013	BT Portfolio Services Limited	-4,628	-958.46
6/02/2013	BT Portfolio Services Limited	-12,000	-2,604.00
6/02/2013	BT Portfolio Services Limited	-35,000	-7,493.50
8/02/2013	BT Portfolio Services Limited	-20,610	-4,412.60
14/02/2013	BT Portfolio Services Limited	-14,857	-3,161.57
15/02/2013	BT Portfolio Services Limited	-33,328	-7,128.86
15/02/2013	BT Portfolio Services Limited	-30,000	-6,864.00
15/03/2013	BT Portfolio Services Limited	14,000	2,836.40
20/03/2013	BT Portfolio Services Limited	16,199	3,194.44
21/03/2013	BT Portfolio Services Limited	18,801	3,666.20
28/03/2013	BT Portfolio Services Limited	23,000	4,636.80
8/04/2013	BT Portfolio Services Limited	-17,500	-3,375.75
3/05/2013	BT Portfolio Services Limited	26,100	4,995.54
14/05/2013	BT Portfolio Services Limited	-16,300	-2,898.14
28/05/2013	BT Portfolio Services Limited	25,000	4,412.50
13/06/2013	BT Portfolio Services Limited	44,400	8,027.52
4/07/2013	BT Portfolio Services Limited	-7,000	-1,118.60
5/07/2013	BT Portfolio Services Limited	47,000	7,520.00
5/07/2013	BT Portfolio Services Limited	-2,900	-464.00
5/07/2013	BT Portfolio Services Limited	-20,600	-3,296.00
5/07/2013	BT Portfolio Services Limited	-23,500	-3,760.00
11/07/2013	BT Portfolio Services Limited	26,000	4,456.40
11/07/2013	BT Portfolio Services Limited	12,000	2,076.00
19/07/2013	BT Portfolio Services Limited	36,000	6,156.00

13/08/2013	BT Portfolio Services Limited	-21,000	-3,465.00
14/08/2013	BT Portfolio Services Limited	-21,714	-3,437.33
22/08/2013	BT Portfolio Services Limited	21,000	3,255.00
22/08/2013	BT Portfolio Services Limited	44,000	6,600.00
22/08/2013	BT Portfolio Services Limited	-10,500	-1,627.50
22/08/2013	BT Portfolio Services Limited	-10,500	-1,627.50
22/08/2013	BT Portfolio Services Limited	-9,000	-1,350.00
22/08/2013	BT Portfolio Services Limited	-22,000	-3,300.00
22/08/2013	BT Portfolio Services Limited	-13,000	-1,950.00
28/08/2013	BT Portfolio Services Limited	-3,029	-471.01
3/09/2013	BT Portfolio Services Limited	-24,000	-4,284.00
	Total	-5,648	-4,787.44

BT Funds Management Limited Total : -5,648 -4,787.44

BT Investment Management (Fund Services) Limited

Date	Registered Company	Quantity	Value
12/12/2012	Citicorp Nominees Pty Limited	558,011	128,342.53
10/01/2013	Citicorp Nominees Pty Limited	235,000	51,700.00
11/01/2013	Citicorp Nominees Pty Limited	140,819	30,980.18
14/01/2013	Citicorp Nominees Pty Limited	778,932	171,365.04
7/02/2013	Citicorp Nominees Pty Limited	-93,857	-20,648.54
7/02/2013	Citicorp Nominees Pty Limited	-93,857	-20,648.54
7/02/2013	Citicorp Nominees Pty Limited	93,857	20,648.54
8/02/2013	Citicorp Nominees Pty Limited	-16,041	-3,529.02
8/02/2013	Citicorp Nominees Pty Limited	-16,041	-3,529.02
8/02/2013	Citicorp Nominees Pty Limited	16,041	3,529.02
11/02/2013	Citicorp Nominees Pty Limited	-13,421	-2,952.62
11/02/2013	Citicorp Nominees Pty Limited	-134,215	-29,527.30
11/02/2013	Citicorp Nominees Pty Limited	-134,215	-29,527.30
11/02/2013	Citicorp Nominees Pty Limited	134,215	29,527.30
11/02/2013	Citicorp Nominees Pty Limited	-13,421	-2,952.62
11/02/2013	Citicorp Nominees Pty Limited	13,421	2,952.62
14/02/2013	Citicorp Nominees Pty Limited	-132,473	-29,144.06
14/02/2013	Citicorp Nominees Pty Limited	132,473	29,144.06
14/02/2013	Citicorp Nominees Pty Limited	-132,473	-29,144.06
22/02/2013	Citicorp Nominees Pty Limited	-92	-21.16
22/02/2013	Citicorp Nominees Pty Limited	-5,394	-1,240.62
22/02/2013	Citicorp Nominees Pty Limited	-92	-21.16
22/02/2013	Citicorp Nominees Pty Limited	5,394	1,240.62
22/02/2013	Citicorp Nominees Pty Limited	92	21.16
22/02/2013	Citicorp Nominees Pty Limited	-5,394	-1,240.62
25/02/2013	Citicorp Nominees Pty Limited	75,087	16,519.14
25/02/2013	Citicorp Nominees Pty Limited	-1,257	-289.11
25/02/2013	Citicorp Nominees Pty Limited	-1,257	-289.11
25/02/2013	Citicorp Nominees Pty Limited	1,257	289.11
26/02/2013	Citicorp Nominees Pty Limited	57,897	12,158.37
2/04/2013	Citicorp Nominees Pty Limited	36,232	7,246.40
2/04/2013	Citicorp Nominees Pty Limited	200,000	40,000.00
5/04/2013	Citicorp Nominees Pty Limited	231,937	46,387.40
8/04/2013	Citicorp Nominees Pty Limited	531,831	106,366.20
1/05/2013	Citicorp Nominees Pty Limited	460,123	87,423.37
2/05/2013	Citicorp Nominees Pty Limited	135,480	25,741.20

3/05/2013	Citicorp Nominees Pty Limited	314,008	59,661.52
6/05/2013	Citicorp Nominees Pty Limited	970,000	184,300.00
7/05/2013	Citicorp Nominees Pty Limited	303,665	57,696.35
8/05/2013	Citicorp Nominees Pty Limited	36,198	6,877.62
10/05/2013	Citicorp Nominees Pty Limited	91,053	16,389.54
13/05/2013	Citicorp Nominees Pty Limited	36,198	6,877.62
14/05/2013	Citicorp Nominees Pty Limited	239,840	43,171.20
15/05/2013	Citicorp Nominees Pty Limited	26,423	4,756.14
16/05/2013	Citicorp Nominees Pty Limited	23,795	4,283.10
20/05/2013	Citicorp Nominees Pty Limited	8,615	1,636.85
21/05/2013	Citicorp Nominees Pty Limited	86,715	15,608.70
28/05/2013	Citicorp Nominees Pty Limited	187,567	33,762.06
29/05/2013	Citicorp Nominees Pty Limited	344,231	61,961.58
7/06/2013	Citicorp Nominees Pty Limited	8,092	1,456.56
11/06/2013	Citicorp Nominees Pty Limited	137,978	24,836.04
12/06/2013	Citicorp Nominees Pty Limited	22,988	4,137.84
21/06/2013	Citicorp Nominees Pty Limited	240,408	40,869.36
26/06/2013	Citicorp Nominees Pty Limited	171,532	29,160.44
3/07/2013	Citicorp Nominees Pty Limited	810	137.70
17/07/2013	Citicorp Nominees Pty Limited	75,373	12,813.41
18/07/2013	Citicorp Nominees Pty Limited	140,403	23,868.51
18/07/2013	Citicorp Nominees Pty Limited	49,721	8,452.57
19/07/2013	Citicorp Nominees Pty Limited	659,638	112,138.46
29/07/2013	Citicorp Nominees Pty Limited	606,714	103,141.38
6/08/2013	Citicorp Nominees Pty Limited	12,989	2,208.13
8/08/2013	Citicorp Nominees Pty Limited	253,627	40,580.32
8/08/2013	Citicorp Nominees Pty Limited	216,481	34,636.96
9/08/2013	Citicorp Nominees Pty Limited	100,000	16,000.00
9/08/2013	Citicorp Nominees Pty Limited	424,887	67,981.92
21/08/2013	Citicorp Nominees Pty Limited	49,850	7,477.50
23/08/2013	Citicorp Nominees Pty Limited	244,244	39,079.04
10/09/2013	Citicorp Nominees Pty Limited	1,432,465	257,843.70
Total		10,561,107	1,960,679.52

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

10,561,107 1,960,679.52

BT Investment Management (Institutional) Limited

Date	Registered Company	Quantity	Value
11/12/2012	HSBC Custody Nominees (Australia) Limited.	416,310	95,751.30
11/12/2012	HSBC Custody Nominees (Australia) Limited.	192,716	44,324.68
11/12/2012	HSBC Custody Nominees (Australia) Limited.	1,000,000	230,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	3,500,000	805,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	264,867	60,919.41
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-200,566	-44,124.52
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-776,750	-170,885.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-200,000	-44,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-157,451	-34,639.22
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-200,000	-44,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-275,000	-60,500.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-100,000	-22,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-51,247	-11,274.34
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-334,433	-73,575.26

11/12/2012	HSBC Custody Nominees (Australia) Limited.	-800,519	-176,114.18
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-269,121	-59,206.62
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-147,148	-32,372.56
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-250,000	-55,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-23,527	-5,175.94
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-25,286	-5,562.92
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-39,770	-8,749.40
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-230,000	-50,600.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-382,083	-84,058.26
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-200,000	-44,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-1,155,000	-254,100.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-250,000	-55,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-46,563	-10,243.86
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-23,500	-5,170.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-3,437	-756.14
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-50,000	-11,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-1,375,388	-302,585.36
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-100,000	-22,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-210,536	-46,317.92
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-75,000	-16,500.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-300,000	-66,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-89,166	-19,616.52
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-92,549	-20,360.78
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-300,000	-66,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-206,856	-45,508.32
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-190,000	-41,800.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-50,000	-11,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-175,000	-38,500.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-268,000	-58,960.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-278,144	-61,191.68
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-25,000	-5,500.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-313,881	-69,053.82
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-66,945	-14,727.90
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-100,000	-22,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-1,200,000	-264,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-400,000	-88,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-173,271	-38,119.62
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-263,692	-58,012.24
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-26,473	-5,824.06
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-132,856	-29,228.32
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-200,000	-44,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-13,851	-3,047.22
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-300,000	-66,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-215,873	-47,492.06
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-210,000	-46,200.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-100,000	-22,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-17,852	-3,927.44
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-300,000	-66,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-50,000	-11,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-50,000	-11,000.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-240,016	-52,803.52
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-23,250	-5,115.00
11/12/2012	HSBC Custody Nominees (Australia) Limited.	-675,000	-148,500.00
12/12/2012	HSBC Custody Nominees (Australia) Limited.	952,994	219,188.62

12/12/2012	HSBC Custody Nominees (Australia) Limited.	2,000,000	460,000.00
11/01/2013	HSBC Custody Nominees (Australia) Limited.	317,788	69,913.36
14/01/2013	HSBC Custody Nominees (Australia) Limited.	1,757,827	386,721.94
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-50,547	-11,120.34
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-13,999	-3,079.78
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-74,062	-16,293.64
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-85,927	-18,903.94
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-149,212	-32,826.64
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-50,547	-11,120.34
7/02/2013	HSBC Custody Nominees (Australia) Limited.	74,062	16,293.64
7/02/2013	HSBC Custody Nominees (Australia) Limited.	13,999	3,079.78
7/02/2013	HSBC Custody Nominees (Australia) Limited.	85,927	18,903.94
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-85,927	-18,903.94
7/02/2013	HSBC Custody Nominees (Australia) Limited.	50,547	11,120.34
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-13,999	-3,079.78
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-74,062	-16,293.64
7/02/2013	HSBC Custody Nominees (Australia) Limited.	149,212	32,826.64
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-149,212	-32,826.64
8/02/2013	HSBC Custody Nominees (Australia) Limited.	-38,375	-8,442.50
8/02/2013	HSBC Custody Nominees (Australia) Limited.	-20,592	-4,530.24
8/02/2013	HSBC Custody Nominees (Australia) Limited.	-4,830	-1,062.60
8/02/2013	HSBC Custody Nominees (Australia) Limited.	-79	-17.38
8/02/2013	HSBC Custody Nominees (Australia) Limited.	38,375	8,442.50
8/02/2013	HSBC Custody Nominees (Australia) Limited.	-38,375	-8,442.50
8/02/2013	HSBC Custody Nominees (Australia) Limited.	-4,830	-1,062.60
8/02/2013	HSBC Custody Nominees (Australia) Limited.	-20,592	-4,530.24
8/02/2013	HSBC Custody Nominees (Australia) Limited.	20,592	4,530.24
8/02/2013	HSBC Custody Nominees (Australia) Limited.	-79	-17.38
8/02/2013	HSBC Custody Nominees (Australia) Limited.	4,830	1,062.60
8/02/2013	HSBC Custody Nominees (Australia) Limited.	79	17.38
11/02/2013	HSBC Custody Nominees (Australia) Limited.	-7,493	-1,648.46
11/02/2013	HSBC Custody Nominees (Australia) Limited.	-38,863	-8,549.86
11/02/2013	HSBC Custody Nominees (Australia) Limited.	-68,913	-15,160.86
11/02/2013	HSBC Custody Nominees (Australia) Limited.	-8,009	-1,761.98
11/02/2013	HSBC Custody Nominees (Australia) Limited.	-4,086	-898.92
11/02/2013	HSBC Custody Nominees (Australia) Limited.	7,493	1,648.46
11/02/2013	HSBC Custody Nominees (Australia) Limited.	-8,009	-1,761.98
11/02/2013	HSBC Custody Nominees (Australia) Limited.	-68,913	-15,160.86
11/02/2013	HSBC Custody Nominees (Australia) Limited.	4,086	898.92
11/02/2013	HSBC Custody Nominees (Australia) Limited.	38,863	8,549.86
11/02/2013	HSBC Custody Nominees (Australia) Limited.	-7,493	-1,648.46
11/02/2013	HSBC Custody Nominees (Australia) Limited.	-38,863	-8,549.86
11/02/2013	HSBC Custody Nominees (Australia) Limited.	8,009	1,761.98
11/02/2013	HSBC Custody Nominees (Australia) Limited.	-4,086	-898.92
11/02/2013	HSBC Custody Nominees (Australia) Limited.	68,913	15,160.86
14/02/2013	HSBC Custody Nominees (Australia) Limited.	-4,302	-946.44
14/02/2013	HSBC Custody Nominees (Australia) Limited.	-109,981	-24,195.82
14/02/2013	HSBC Custody Nominees (Australia) Limited.	-4,302	-946.44
14/02/2013	HSBC Custody Nominees (Australia) Limited.	4,302	946.44
14/02/2013	HSBC Custody Nominees (Australia) Limited.	-109,981	-24,195.82
14/02/2013	HSBC Custody Nominees (Australia) Limited.	109,981	24,195.82
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-17,148	-3,944.04
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-293	-67.39
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-285	-65.55

22/02/2013	HSBC Custody Nominees (Australia) Limited.	-16,661	-3,832.03
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-50,000	-11,500.00
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-855	-196.65
22/02/2013	HSBC Custody Nominees (Australia) Limited.	293	67.39
22/02/2013	HSBC Custody Nominees (Australia) Limited.	17,148	3,944.04
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-293	-67.39
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-17,148	-3,944.04
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-285	-65.55
22/02/2013	HSBC Custody Nominees (Australia) Limited.	16,661	3,832.03
22/02/2013	HSBC Custody Nominees (Australia) Limited.	285	65.55
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-16,661	-3,832.03
22/02/2013	HSBC Custody Nominees (Australia) Limited.	50,000	11,500.00
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-855	-196.65
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-50,000	-11,500.00
22/02/2013	HSBC Custody Nominees (Australia) Limited.	855	196.65
25/02/2013	HSBC Custody Nominees (Australia) Limited.	170,259	37,456.98
25/02/2013	HSBC Custody Nominees (Australia) Limited.	205,386	45,184.92
25/02/2013	HSBC Custody Nominees (Australia) Limited.	-3,995	-918.85
25/02/2013	HSBC Custody Nominees (Australia) Limited.	-3,882	-892.86
25/02/2013	HSBC Custody Nominees (Australia) Limited.	-11,650	-2,679.50
25/02/2013	HSBC Custody Nominees (Australia) Limited.	3,995	918.85
25/02/2013	HSBC Custody Nominees (Australia) Limited.	-3,995	-918.85
25/02/2013	HSBC Custody Nominees (Australia) Limited.	3,882	892.86
25/02/2013	HSBC Custody Nominees (Australia) Limited.	-3,882	-892.86
25/02/2013	HSBC Custody Nominees (Australia) Limited.	11,650	2,679.50
25/02/2013	HSBC Custody Nominees (Australia) Limited.	-11,650	-2,679.50
26/02/2013	HSBC Custody Nominees (Australia) Limited.	131,280	27,568.80
26/02/2013	HSBC Custody Nominees (Australia) Limited.	158,366	33,256.86
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-100,000	-22,000.00
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-244,721	-53,838.62
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-299,960	-65,991.20
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-462,107	-101,663.54
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-714,593	-157,210.46
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-155,319	-34,170.18
27/02/2013	HSBC Custody Nominees (Australia) Limited.	462,107	101,663.54
27/02/2013	HSBC Custody Nominees (Australia) Limited.	155,319	34,170.18
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-100,000	-22,000.00
27/02/2013	HSBC Custody Nominees (Australia) Limited.	299,960	65,991.20
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-462,107	-101,663.54
27/02/2013	HSBC Custody Nominees (Australia) Limited.	714,593	157,210.46
27/02/2013	HSBC Custody Nominees (Australia) Limited.	100,000	22,000.00
27/02/2013	HSBC Custody Nominees (Australia) Limited.	244,721	53,838.62
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-244,721	-53,838.62
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-155,319	-34,170.18
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-299,960	-65,991.20
27/02/2013	HSBC Custody Nominees (Australia) Limited.	-714,593	-157,210.46
7/03/2013	HSBC Custody Nominees (Australia) Limited.	-1,000,000	-220,000.00
7/03/2013	HSBC Custody Nominees (Australia) Limited.	-1,000,000	-220,000.00
7/03/2013	HSBC Custody Nominees (Australia) Limited.	1,000,000	220,000.00
7/05/2013	HSBC Custody Nominees (Australia) Limited.	386,335	73,403.65
8/05/2013	HSBC Custody Nominees (Australia) Limited.	63,802	12,122.38
10/05/2013	HSBC Custody Nominees (Australia) Limited.	194,937	35,088.66
13/05/2013	HSBC Custody Nominees (Australia) Limited.	63,802	12,122.38
14/05/2013	HSBC Custody Nominees (Australia) Limited.	422,730	76,091.40

15/05/2013	HSBC Custody Nominees (Australia) Limited.	81,007	14,581.26
16/05/2013	HSBC Custody Nominees (Australia) Limited.	41,941	7,549.38
20/05/2013	HSBC Custody Nominees (Australia) Limited.	16,512	3,137.28
21/05/2013	HSBC Custody Nominees (Australia) Limited.	166,208	29,917.44
28/05/2013	HSBC Custody Nominees (Australia) Limited.	359,510	64,711.80
29/05/2013	HSBC Custody Nominees (Australia) Limited.	655,769	118,038.42
31/05/2013	HSBC Custody Nominees (Australia) Limited.	-250,000	-47,500.00
31/05/2013	HSBC Custody Nominees (Australia) Limited.	-250,000	-47,500.00
31/05/2013	HSBC Custody Nominees (Australia) Limited.	250,000	47,500.00
7/06/2013	HSBC Custody Nominees (Australia) Limited.	15,415	2,774.70
11/06/2013	HSBC Custody Nominees (Australia) Limited.	262,853	47,313.54
12/06/2013	HSBC Custody Nominees (Australia) Limited.	43,793	7,882.74
14/06/2013	HSBC Custody Nominees (Australia) Limited.	-1,731,076	-328,904.44
14/06/2013	HSBC Custody Nominees (Australia) Limited.	-35,407	-6,727.33
14/06/2013	HSBC Custody Nominees (Australia) Limited.	-1,731,076	-328,904.44
14/06/2013	HSBC Custody Nominees (Australia) Limited.	35,407	6,727.33
14/06/2013	HSBC Custody Nominees (Australia) Limited.	-35,407	-6,727.33
14/06/2013	HSBC Custody Nominees (Australia) Limited.	1,731,076	328,904.44
18/06/2013	HSBC Custody Nominees (Australia) Limited.	-85,418	-16,229.42
18/06/2013	HSBC Custody Nominees (Australia) Limited.	-85,418	-16,229.42
18/06/2013	HSBC Custody Nominees (Australia) Limited.	85,418	16,229.42
19/06/2013	HSBC Custody Nominees (Australia) Limited.	-4,163	-790.97
19/06/2013	HSBC Custody Nominees (Australia) Limited.	-4,163	-790.97
19/06/2013	HSBC Custody Nominees (Australia) Limited.	4,163	790.97
20/06/2013	HSBC Custody Nominees (Australia) Limited.	-14,257	-2,708.83
20/06/2013	HSBC Custody Nominees (Australia) Limited.	-14,257	-2,708.83
20/06/2013	HSBC Custody Nominees (Australia) Limited.	14,257	2,708.83
21/06/2013	HSBC Custody Nominees (Australia) Limited.	268,473	45,640.41
5/07/2013	HSBC Custody Nominees (Australia) Limited.	565,856	96,195.52
17/07/2013	HSBC Custody Nominees (Australia) Limited.	87,263	14,834.71
18/07/2013	HSBC Custody Nominees (Australia) Limited.	162,550	27,633.50
19/07/2013	HSBC Custody Nominees (Australia) Limited.	763,685	129,826.45
29/07/2013	HSBC Custody Nominees (Australia) Limited.	794,594	135,080.98
6/08/2013	HSBC Custody Nominees (Australia) Limited.	17,011	2,891.87
8/08/2013	HSBC Custody Nominees (Australia) Limited.	283,519	45,363.04
8/08/2013	HSBC Custody Nominees (Australia) Limited.	332,166	53,146.56
9/08/2013	HSBC Custody Nominees (Australia) Limited.	25,113	4,018.08
12/08/2013	HSBC Custody Nominees (Australia) Limited.	750,000	120,000.00
20/08/2013	HSBC Custody Nominees (Australia) Limited.	375,000	60,000.00
21/08/2013	HSBC Custody Nominees (Australia) Limited.	49,850	7,477.50
21/08/2013	HSBC Custody Nominees (Australia) Limited.	49,850	7,477.50
23/08/2013	HSBC Custody Nominees (Australia) Limited.	244,245	39,079.20
23/08/2013	HSBC Custody Nominees (Australia) Limited.	244,245	39,079.20
26/08/2013	HSBC Custody Nominees (Australia) Limited.	1,000,000	170,000.00
30/08/2013	HSBC Custody Nominees (Australia) Limited.	-1,665,086	-299,715.48
30/08/2013	HSBC Custody Nominees (Australia) Limited.	-192,716	-34,688.88
30/08/2013	HSBC Custody Nominees (Australia) Limited.	-142,198	-25,595.64
30/08/2013	HSBC Custody Nominees (Australia) Limited.	142,198	25,595.64
30/08/2013	HSBC Custody Nominees (Australia) Limited.	-1,665,086	-299,715.48
30/08/2013	HSBC Custody Nominees (Australia) Limited.	-142,198	-25,595.64
30/08/2013	HSBC Custody Nominees (Australia) Limited.	-192,716	-34,688.88
30/08/2013	HSBC Custody Nominees (Australia) Limited.	-142,198	-25,595.64
30/08/2013	HSBC Custody Nominees (Australia) Limited.	1,665,086	299,715.48
30/08/2013	HSBC Custody Nominees (Australia) Limited.	192,716	34,688.88

30/08/2013	HSBC Custody Nominees (Australia) Limited.	142,198	25,595.64
5/09/2013	HSBC Custody Nominees (Australia) Limited.	11,001	1,870.17
6/09/2013	HSBC Custody Nominees (Australia) Limited.	484,724	87,250.32
23/09/2013	HSBC Custody Nominees (Australia) Limited.	2,250,000	382,500.00
24/09/2013	HSBC Custody Nominees (Australia) Limited.	12,673	2,027.68
24/09/2013	HSBC Custody Nominees (Australia) Limited.	275,727	44,116.32
24/09/2013	HSBC Custody Nominees (Australia) Limited.	15,068	2,410.88
24/09/2013	HSBC Custody Nominees (Australia) Limited.	327,817	52,450.72
	Total	351,777	-300,878.75
BT Investment Management (Institutional)			
	Limited Total :	351,777	-300,878.75

Westpac RE Limited

Date	Registered Company	Quantity	Value
30/07/2013	HSBC Custody Nominees (Australia) Limited.	856	145.52
30/07/2013	HSBC Custody Nominees (Australia) Limited.	856	393.76
30/07/2013	HSBC Custody Nominees (Australia) Limited.	-856	-145.52
30/07/2013	HSBC Custody Nominees (Australia) Limited.	-856	-393.76
2/08/2013	HSBC Custody Nominees (Australia) Limited.	856	145.52
2/08/2013	HSBC Custody Nominees (Australia) Limited.	856	393.76
27/08/2013	HSBC Custody Nominees (Australia) Limited.	-856	-136.96
27/08/2013	HSBC Custody Nominees (Australia) Limited.	-856	-136.96
4/09/2013	HSBC Custody Nominees (Australia) Limited.	288	138.24
4/09/2013	HSBC Custody Nominees (Australia) Limited.	288	48.96
10/09/2013	HSBC Custody Nominees (Australia) Limited.	-288	-48.96
10/09/2013	HSBC Custody Nominees (Australia) Limited.	-288	-48.96
	Total		354.64
Westpac RE Limited Total :			354.64

Westpac Financial Services Group Limited

Date	Registered Company	Quantity	Value
5/02/2013	HSBC Custody Nominees (Australia) Limited.	-50,646	-10,635.66
5/02/2013	HSBC Custody Nominees (Australia) Limited.	-50,646	-10,635.66
5/02/2013	HSBC Custody Nominees (Australia) Limited.	50,646	10,635.66
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-42,255	-9,296.10
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-5,835	-1,283.70
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-14,211	-3,126.42
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-12,223	-2,689.06
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-7,872	-1,731.84
7/02/2013	HSBC Custody Nominees (Australia) Limited.	14,211	3,126.42
7/02/2013	HSBC Custody Nominees (Australia) Limited.	5,835	1,283.70
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-14,211	-3,126.42
7/02/2013	HSBC Custody Nominees (Australia) Limited.	7,872	1,731.84
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-42,255	-9,296.10
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-12,223	-2,689.06
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-5,835	-1,283.70
7/02/2013	HSBC Custody Nominees (Australia) Limited.	42,255	9,296.10
7/02/2013	HSBC Custody Nominees (Australia) Limited.	-7,872	-1,731.84
7/02/2013	HSBC Custody Nominees (Australia) Limited.	12,223	2,689.06
8/02/2013	HSBC Custody Nominees (Australia) Limited.	-14,082	-3,098.04

8/02/2013	HSBC Custody Nominees (Australia) Limited.	-14,082	-3,098.04
8/02/2013	HSBC Custody Nominees (Australia) Limited.	14,082	3,098.04
20/02/2013	HSBC Custody Nominees (Australia) Limited.	-49,824	-11,459.52
20/02/2013	HSBC Custody Nominees (Australia) Limited.	-45	-10.35
20/02/2013	HSBC Custody Nominees (Australia) Limited.	-131	-30.13
20/02/2013	HSBC Custody Nominees (Australia) Limited.	45	10.35
20/02/2013	HSBC Custody Nominees (Australia) Limited.	-45	-10.35
20/02/2013	HSBC Custody Nominees (Australia) Limited.	131	30.13
20/02/2013	HSBC Custody Nominees (Australia) Limited.	-49,824	-11,459.52
20/02/2013	HSBC Custody Nominees (Australia) Limited.	-131	-30.13
20/02/2013	HSBC Custody Nominees (Australia) Limited.	49,824	11,459.52
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-185	-42.55
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-7,188	-1,653.24
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-3,609	-830.07
22/02/2013	HSBC Custody Nominees (Australia) Limited.	185	42.55
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-7,188	-1,653.24
22/02/2013	HSBC Custody Nominees (Australia) Limited.	3,609	830.07
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-3,609	-830.07
22/02/2013	HSBC Custody Nominees (Australia) Limited.	7,188	1,653.24
22/02/2013	HSBC Custody Nominees (Australia) Limited.	-185	-42.55
25/02/2013	HSBC Custody Nominees (Australia) Limited.	49,268	10,838.96
25/02/2013	HSBC Custody Nominees (Australia) Limited.	-2,516	-578.68
25/02/2013	HSBC Custody Nominees (Australia) Limited.	-2,516	-578.68
25/02/2013	HSBC Custody Nominees (Australia) Limited.	2,516	578.68
26/02/2013	HSBC Custody Nominees (Australia) Limited.	37,989	7,977.69
18/07/2013	HSBC Custody Nominees (Australia) Limited.	-16,207	-2,755.19
18/07/2013	HSBC Custody Nominees (Australia) Limited.	-33,514	-5,697.38
18/07/2013	HSBC Custody Nominees (Australia) Limited.	-16,207	-2,755.19
18/07/2013	HSBC Custody Nominees (Australia) Limited.	16,207	2,755.19
18/07/2013	HSBC Custody Nominees (Australia) Limited.	-33,514	-5,697.38
18/07/2013	HSBC Custody Nominees (Australia) Limited.	33,514	5,697.38
12/08/2013	HSBC Custody Nominees (Australia) Limited.	250,000	40,000.00
20/08/2013	HSBC Custody Nominees (Australia) Limited.	125,000	20,000.00
21/08/2013	HSBC Custody Nominees (Australia) Limited.	49,850	7,477.50
23/08/2013	HSBC Custody Nominees (Australia) Limited.	244,245	39,079.20
26/08/2013	HSBC Custody Nominees (Australia) Limited.	1,000,000	170,000.00
24/09/2013	HSBC Custody Nominees (Australia) Limited.	18,223	2,915.68
24/09/2013	HSBC Custody Nominees (Australia) Limited.	396,456	63,432.96
Total		1,910,688	306,804.06

Westpac Financial Services Group Limited
Total :

1,910,688 306,804.06

ANNEXURE A – ASSOCIATED COMPANIES

This is annexure ‘A’ (being 3 pages) referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac and its associated entities

Tim Hartin – Company Secretary WBC– 24/09/2013

Westpac Banking Corporation	Australia	RAMS Financial Group Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	RMS Warehouse Trust 2007-1	Australia
1925 (Industrial) Pty Limited	Australia	Sallmoor Pty Limited	Australia
1925 Advances Pty Limited	Australia	Securitor Financial Group Limited	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Seed Pool Trust No. 2	Australia
Advance Asset Management Limited	Australia	Series 2007-1G WST Trust	Australia
Altitude Administration Pty Limited	Australia	Series 2008-1M WST Trust	Australia
Altitude Rewards Pty Limited	Australia	Series 2009-1 WST Trust	Australia
Aotearoa Financial Services Limited	New Zealand	Series 2011-1 WST Trust	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	Series 2011-2 WST Trust	Australia
Ascalon Capital Managers Limited	Australia	Series 2011-3 WST Trust	Australia
Ascalon Funds Seed Pool Trust	Australia	Series 2012-1 WST Trust	Australia
Asgard Capital Management Limited	Australia	Series 2013-1 WST Trust	Australia
Asgard Wealth Solutions Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Australian Loan Processing Security Company Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
Australian Loan Processing Security Trust	Australia	St.George Custodial Pty Limited	Australia
Belliston Pty Limited	Australia	St.George Equity Finance Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	St.George Finance Holdings Limited	Australia
BLE Capital Investments Pty Limited	Australia	St.George Finance Limited	Australia
BLE Capital Limited	Australia	St.George Life Limited	Australia
BLE Development Pty Limited	Australia	St.George Motor Finance Limited	Australia
BLE Holdings Pty Limited	Australia	St.George Procurement Management Pty Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT Australia Pty Limited	Australia	Sydney Capital Corp Inc.	USA
BT Financial Group (NZ) Limited	New Zealand	Tavarua Funding Trust III	USA
BT Financial Group Pty Limited	Australia	Tavarua Funding Trust IV	USA
BT Funds Management (NZ) Limited	New Zealand	Teuton Pty Limited	Australia
BT Funds Management Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Funds Management No.2 Limited	Australia	The Mortgage Company Pty Limited	Australia
BT Investment Management (Institutional) Limited	Australia	The Warehouse Financial Services Limited	New Zealand
BT Investment Management (Fund Services) Limited	Australia	Value Nominees Pty Limited	Australia
BT Investment Management Limited	Australia	W1 Investments Pty Limited	Australia
BT Life Limited	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Long Term Income Fund	Australia	Waratah Securities Australia Limited	Australia
BT Portfolio Services Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia
BT Private Nominees Pty Limited (formerly known as BT Investment Management No.2 Limited)	Australia	Westpac (NZ) Investments Limited	New Zealand
BT Securities Limited	Australia	Westpac Administration Pty Limited	Australia

BT Short Term Income Fund	Australia	Westpac Altitude Rewards Trust	Australia
BTIM UK Limited	UK	Westpac Americas Inc.	USA
Castlereagh Trust	Australia	Westpac Asian Lending Pty Limited	Australia
CBA Limited	Australia	Westpac Bank of Tonga	Tonga
Challenge Limited	Australia	Westpac Bank Samoa Limited	Samoa
Codrington S.a.r.l.	Luxembourg	Westpac Bank-PNG-Limited	Papua New Guinea
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Capital Holdings Inc.	USA
Crusade CP Management Pty Limited	Australia	Westpac Capital Markets Holding Corp.	USA
Crusade CP No.1 Pty Limited	Australia	Westpac Capital Markets LLC	USA
Crusade CP Trust No. 41	Australia	Westpac Capital Trust III	USA
Crusade CP Trust No. 44	Australia	Westpac Capital Trust IV	USA
Crusade CP Trust No. 48	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade CP Trust No. 49	Australia	Westpac Cash PIE Fund	Australia
Crusade CP Trust No. 50	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Trust No. 52	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 53	Australia	Westpac Covered Bond Trust New	Australia
Crusade CP Trust No. 54	Australia	Westpac Custodian Nominees Limited	Australia
Crusade CP Trust No. 55	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 56	Australia	Westpac Delta LLC	USA
Crusade CP Trust No. 57	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade CP Trust No. 58	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade CP Trust No. 60	Australia	Westpac Equipment Finance Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Global Trust 1 of 2005	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 1 of 2006	Australia	Westpac Europe Limited	UK
Crusade Global Trust 1 of 2007	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 2 of 2004	Australia	Westpac Financial Consultants Limited	Australia
Crusade Global Trust 2 of 2005	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Services Group Limited	Australia
Crusade Management Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Crusade Trust 1A of 2005	Australia	Westpac Financial Services Limited	Australia
Crusade 2P Trust of 2008	Australia	Westpac Funding Holdings Pty Limited	Australia
Danaby Pty Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Europe Infrastructure Debt LP	UK	Westpac General Insurance Limited	Australia
FAI Trust No 2	Australia	Westpac General Insurance Services Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
General Credit Holdings Pty Limited	Australia	Westpac Group Investments Australia Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand
Halcyon Securities Limited	Australia	Westpac Investment Capital Corporation	USA
Hastings Advisers LLC	USA	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
Hastings Funds Management Asia Pty. Limited	Singapore	Westpac Investments U.K. Limited	UK

Hastings Funds Management (UK) Limited	UK	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Funds Management (USA) Inc.	USA	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Funds Management Limited	Australia	Westpac Life Insurance Services Limited	Australia
Hastings Group Pty Limited	Australia	Westpac Life-NZ-Limited	New Zealand
Hastings Infrastructure 1 Limited	UK	Westpac New Zealand Group Limited	New Zealand
Hastings Infrastructure 2 Limited	UK	Westpac New Zealand Limited	New Zealand
Hastings Investment Capital LP	USA	Westpac Nominees-NZ-Limited	New Zealand
Hastings Investments GP LLC	USA	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hastings Investment Management Pty Ltd (formerly Hastings Private Equity Fund IIB Pty Limited)	Australia	Westpac NZ Covered Bond Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac NZ Leasing Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
Hickory Trust	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
Hitton Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
HLT Custodian Trust	New Zealand	Westpac NZ Securitisation No. 2 Limited	New Zealand
Infrastructure GP LLP	UK	Westpac Overseas Holdings No. 2 Pty Limited	Australia
J O Hambro Capital Management Holdings Limited	UK	Westpac Overseas Holdings Pty Limited	Australia
J O Hambro Capital Management Limited	UK	Westpac Pacific Limited Partnership	Australia
JOHCM (Singapore) Pte Limited	Singapore	Westpac Private Equity Pty Limited	Australia
JOHCM (USA) General Partner Inc	USA	Westpac Properties Limited	Australia
JOHCM (USA) Inc	USA	Westpac RE Limited	Australia
JOHCMG Share Trustee Limited	UK	Westpac Securities Administration Limited	Australia
Magnitude Group Pty Limited	Australia	Westpac Securities Limited	Australia
MIF Custodian Trust	New Zealand	Westpac Securities NZ Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Nationwide Management Pty Limited	Australia	Westpac Securitisation Management Pty Limited	Australia
Net Nominees Limited	Australia	Westpac Singapore Limited	Singapore
Number 120 Limited1	New Zealand	Westpac Structured Products Limited	Australia
Oniston Pty Limited	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Packaging Properties 1 Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Packaging Properties 2 Pty Limited	Australia	Westpac Term PIE Fund	New Zealand
Packaging Properties 3 Pty Limited	Australia	Westpac TPS Trust	Australia
Partnership Pacific Pty Limited	Australia	Westpac Unit Trust	Australia
Partnership Pacific Securities Pty Limited	Australia	Westpac USA Inc.	USA
Pashley Investments Pty Limited	Australia		

Note: Westpac retains 63% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (63%)	Australia
BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)	Australia