

Form 604

AUSTRALIAN STOCK EXCHANGE

Corporations Law
Section 671B

WBC001931

Notice of change of interests of substantial holder

To Company Name/Scheme Macquarie Countrywide Trust (MCW)

ACN/ARSN 093 143 695

1. Details of substantial holder(1)

Name WESTPAC BANKING CORPORATION (WBC)

ACN/ARSN (if applicable) 007 457 141

There was a change in the interests of the substantial holder on 18/11/2002

The previous notice was given to the company on 06/11/2002

The previous notice was dated 05/11/2002

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)
Units	34,145,908	8.37%	30,508,095	6.69%

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
31.10.2002	WBC & its Associates Westpac Financial Services Group Limited (WFSG), Sagitta Wealth Management Limited (SWML), BT Financial Group Pty Limited (BTFG) & BT Funds Management Limited (BTFM)	See schedule	See schedule	3,637,813	1.68%

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
WBC & its Associates	See schedule	See schedule	See schedule	30,508,095	6.69%

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
Westpac Banking Corporation (WBC) (ACN 007 457 141)	
Sagitta Wealth Management Limited (SWML) (ACN 000 727 659)	Wholly owned subsidiary of WFSG
Westpac Financial Services Group Limited (WFSG) (ACN 000 326 312)	Wholly owned subsidiary of WBC
BT Financial Group Pty Limited (BTFG) (ACN 087 480 331)	Wholly owned subsidiary of WFSG
BT Funds Management Limited (BTFM) (ACN 002 916 458)	Wholly owned subsidiary of BTFG

6. Addresses

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

Name	Address
Westpac Banking Corporation (WBC)	Level 25, 60 Martin Place, Sydney NSW 2000
Westpac Financial Services Group Limited (WFSG)	Level 25, 60 Martin Place, Sydney NSW 2000
Sagitta Wealth Management Limited (SWML)	Level 12, 1 O'Connell Street, Sydney NSW 2000
BT Financial Group Pty Limited (BTFG)	Level 15, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Funds Management Limited (BTFM)	Level 15, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
Macquarie Countrywide Trust (MCW)	Level 15, 1 Martin Place, Sydney NSW 2000

Signature

print name Julie Thurbin capacity Secretary
 sign here Julie Thurbin date 21-11-2

Schedule 2

Sales for the period 01/11/02 to 18/11/02

SECURITY: MCW

BT Funds Management

Date	Registered Company	Quantity
6-Nov	JP Morgan Custodial Services Pty Limited	-176,000
8-Nov	JP Morgan Custodial Services Pty Limited	-5,465
8-Nov	JP Morgan Custodial Services Pty Limited	-18,664
8-Nov	JP Morgan Custodial Services Pty Limited	-37,656
8-Nov	JP Morgan Custodial Services Pty Limited	-12,568
8-Nov	JP Morgan Custodial Services Pty Limited	-12,547
8-Nov	JP Morgan Custodial Services Pty Limited	-2,886
8-Nov	JP Morgan Custodial Services Pty Limited	-2,950
8-Nov	JP Morgan Custodial Services Pty Limited	-12,977
8-Nov	JP Morgan Custodial Services Pty Limited	-71,805
8-Nov	JP Morgan Custodial Services Pty Limited	-6,205
8-Nov	JP Morgan Custodial Services Pty Limited	-8,011
8-Nov	JP Morgan Custodial Services Pty Limited	-48,393
8-Nov	JP Morgan Custodial Services Pty Limited	-5,339
8-Nov	JP Morgan Custodial Services Pty Limited	-880
8-Nov	JP Morgan Custodial Services Pty Limited	-14,529
8-Nov	JP Morgan Custodial Services Pty Limited	-28,754
11-Nov	JP Morgan Custodial Services Pty Limited	-28,727
11-Nov	JP Morgan Custodial Services Pty Limited	-16,416
11-Nov	JP Morgan Custodial Services Pty Limited	-98,105
11-Nov	JP Morgan Custodial Services Pty Limited	-56,060
11-Nov	JP Morgan Custodial Services Pty Limited	-197,931
11-Nov	JP Morgan Custodial Services Pty Limited	-113,104
11-Nov	JP Morgan Custodial Services Pty Limited	-37,749
11-Nov	JP Morgan Custodial Services Pty Limited	-66,060
11-Nov	JP Morgan Custodial Services Pty Limited	-37,686
11-Nov	JP Morgan Custodial Services Pty Limited	-65,951
11-Nov	JP Morgan Custodial Services Pty Limited	-8,669
11-Nov	JP Morgan Custodial Services Pty Limited	-15,172
11-Nov	JP Morgan Custodial Services Pty Limited	-8,860
11-Nov	JP Morgan Custodial Services Pty Limited	-15,504
11-Nov	JP Morgan Custodial Services Pty Limited	-38,979
11-Nov	JP Morgan Custodial Services Pty Limited	-68,213
11-Nov	JP Morgan Custodial Services Pty Limited	-215,673
11-Nov	JP Morgan Custodial Services Pty Limited	-377,428
11-Nov	JP Morgan Custodial Services Pty Limited	-18,637
11-Nov	JP Morgan Custodial Services Pty Limited	-32,616
11-Nov	JP Morgan Custodial Services Pty Limited	-24,063
11-Nov	JP Morgan Custodial Services Pty Limited	-42,109
11-Nov	JP Morgan Custodial Services Pty Limited	-145,353
11-Nov	JP Morgan Custodial Services Pty Limited	-254,369
11-Nov	JP Morgan Custodial Services Pty Limited	-16,036
11-Nov	JP Morgan Custodial Services Pty Limited	-28,062
11-Nov	JP Morgan Custodial Services Pty Limited	-2,645
11-Nov	JP Morgan Custodial Services Pty Limited	-4,628
11-Nov	JP Morgan Custodial Services Pty Limited	-43,640
11-Nov	JP Morgan Custodial Services Pty Limited	-76,371
11-Nov	JP Morgan Custodial Services Pty Limited	-86,367
11-Nov	JP Morgan Custodial Services Pty Limited	-151,141
11-Nov	JP Morgan Custodial Services Pty Limited	-750,000
12-Nov	JP Morgan Custodial Services Pty Limited	-43,488
12-Nov	JP Morgan Custodial Services Pty Limited	-17,395
12-Nov	JP Morgan Custodial Services Pty Limited	-108,549
12-Nov	JP Morgan Custodial Services Pty Limited	-43,419

Schedule 2

Sales for the period 01/11/02 to 18/11/02

SECURITY: MCW

12-Nov JP Morgan Custodial Services Pty Limited	-198,395
12-Nov JP Morgan Custodial Services Pty Limited	-79,358
12-Nov JP Morgan Custodial Services Pty Limited	-24,809
12-Nov JP Morgan Custodial Services Pty Limited	-9,924
12-Nov JP Morgan Custodial Services Pty Limited	-93,641
12-Nov JP Morgan Custodial Services Pty Limited	-37,456
12-Nov JP Morgan Custodial Services Pty Limited	-15,162
12-Nov JP Morgan Custodial Services Pty Limited	-6,065
12-Nov JP Morgan Custodial Services Pty Limited	-43,161
12-Nov JP Morgan Custodial Services Pty Limited	-17,264
12-Nov JP Morgan Custodial Services Pty Limited	-83,425
12-Nov JP Morgan Custodial Services Pty Limited	-33,370
12-Nov JP Morgan Custodial Services Pty Limited	-530,506
12-Nov JP Morgan Custodial Services Pty Limited	-212,202
12-Nov JP Morgan Custodial Services Pty Limited	-57,264
12-Nov JP Morgan Custodial Services Pty Limited	-22,906
12-Nov JP Morgan Custodial Services Pty Limited	-57,799
12-Nov JP Morgan Custodial Services Pty Limited	-23,119
12-Nov JP Morgan Custodial Services Pty Limited	-330,646
12-Nov JP Morgan Custodial Services Pty Limited	-132,258
12-Nov JP Morgan Custodial Services Pty Limited	-38,669
12-Nov JP Morgan Custodial Services Pty Limited	-15,468
12-Nov JP Morgan Custodial Services Pty Limited	-32,817
12-Nov JP Morgan Custodial Services Pty Limited	-13,127
12-Nov JP Morgan Custodial Services Pty Limited	-73,417
12-Nov JP Morgan Custodial Services Pty Limited	-29,367
12-Nov JP Morgan Custodial Services Pty Limited	-333,668
12-Nov JP Morgan Custodial Services Pty Limited	-133,467
TOTAL:	-6,499,534

Date	Registered Company	Quantity
8-Nov JP Morgan Custodians Pty Limited	-42,890	
8-Nov JP Morgan Custodians Pty Limited	-414	
11-Nov JP Morgan Custodians Pty Limited	-128,825	
11-Nov JP Morgan Custodians Pty Limited	-225,445	
11-Nov JP Morgan Custodians Pty Limited	-1,238	
11-Nov JP Morgan Custodians Pty Limited	-2,168	
12-Nov JP Morgan Custodians Pty Limited	-419,212	
12-Nov JP Morgan Custodians Pty Limited	-167,685	
12-Nov JP Morgan Custodians Pty Limited	-15,371	
12-Nov JP Morgan Custodians Pty Limited	-6,150	
14-Nov JP Morgan Custodians Pty Limited	-67,778	
TOTAL:	-1,077,176	

BT FUNDS MANAGEMENT TOTAL: -7,576,710

Schedule 2

Sales & Purchases for the period 01/11/02 to 18/11/02

SECURITY: MCWNA

Westpac Investment Management

Date	Registered Company	Quantity	Value
06/11/02	WBC CUSTODIAN NOMS	7,000	11,352
06/11/02	WBC CUSTODIAN NOMS	5,000	8,109
13/11/02	WBC CUSTODIAN NOMS	-100,700	151,050
16/11/02	WBC CUSTODIAN NOMS	-5,219	-7,829
	TOTAL:	-93,919	162,683
	WESTPAC INVESTMENT MANAGEMENT TOTAL:	-93,919	162,683