



Investment
Management

24 November 2014

Company Announcements Platform
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam,

Notice of change of interests of substantial holder

In accordance with section 671B of the Corporations Act 2001 (Cth), we attach a Notice of Change of Interests of Substantial Holder (Form 604) in respect of The Reject Shop Limited.

A notice in substantially the same terms will also be lodged with the ASX on behalf of Westpac Banking Corporation (WBC).

Yours faithfully,

Chris Millard
Company Secretary

{00007422.DOC}BT Investment
Management Limited
ABN 28 126 385 822

GPO Box 7072
Sydney NSW 2001
Australia

The Chifley Tower
Level 15, 2 Chifley Square
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Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme THE REJECT SHOP LIMITED (TRS)

ACN/ARSN ACN 006 122 676

1. Details of substantial holder(1)

Name BT INVESTMENT MANAGEMENT LIMITED (BTT)

ACN/ARSN (if applicable) ACN 126 365 822

There was a change in the interests of the substantial holder on 20/11/2014

The previous notice was given to the company on 10/02/2014

The previous notice was dated 06/02/2014

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	2,878,680	9.99%	2,412,101	8.36%

3. Changes in relevant interests

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

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
20/11/2014	WBC & its Associates, Asgard Capital Management Limited, BT Funds Management Limited, BT Investment Management (Fund Services) Limited, BT Funds Management No.2 Limited, Advance Asset Management Limited, BT Investment Management (Institutional) Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

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 RE of various unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	407,357, Ordinary	407,357
Asgard Capital Management Limited	ASGARD Capital Management Limited	HSBC Custody Nominees (Australia) Limited. ASGARD Capital Management Limited	Asgard Capital Management Limited ABN 92 009 279 592 AFSL 240695 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.	6,990, Ordinary	6,990
BT Funds Management Limited	BT Portfolio Services Limited	HSBC Custody Nominees (Australia) Limited. ASGARD Capital Management Limited BT Portfolio Services Limited	BT Funds Management Limited is the manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	44,851, Ordinary	44,851
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	HSBC Custody Nominees (Australia) Limited. ASGARD Capital Management Limited BT Portfolio Services Limited	BT Funds Management No 2 Limited is or may be the Manager of various Superannuation funds, Institutional investor portfolios and unit trusts and, in that capacity, can	235,515, Ordinary	235,515

		HSBC Custody Nominees (Australia) Limited.	exercise the power to vote or dispose of the shares.		
BT Investment Management (Fund Services) Limited	Australia and New Zealand Banking Group Limited National Australian Custodian Services National Nominees Limited	HSBC Custody Nominees (Australia) Limited. ASGARD Capital Management Limited BT Portfolio Services Limited HSBC Custody Nominees (Australia) Limited. Australia and New Zealand Banking Group Limited National Australian Custodian Services National Nominees 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.	172,796, Ordinary	172,796
BT Investment Management (Institutional) Limited	National Australia Bank Limited HSBC Custody Nominees (Australia) Limited.	National Australia Bank 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.	1,544,592, Ordinary	1,544,592

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 St, 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
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Sydney, Sydney NSW 2000
BT Funds Management No.2 Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Advance Asset Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square SYDNEY NSW 2000
THE REJECT SHOP LIMITED (TRS)	The Company Secretary, THE REJECT SHOP LIMITED (TRS) 245 Racecourse Road KENSINGTON VIC 3031 Tel: +61 3 9371 5555 Fax: +61 3 9372 1211

Signature

Print name Chris Millard Capacity Company Secretary

Sign here _____ Date 24/11/2014

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 20/11/2014

TRANSACTION HISTORY

Sales & Purchases for the period : 7/02/2014 to 20/11/2014

SECURITY: TRS

Advance Asset Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/02/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,885	31,677.30	Ordinary	2,885
28/03/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	3,655	34,722.50	Ordinary	3,655
2/04/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	13,380	136,074.60	Ordinary	13,380
5/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,635	-26,692.55	Ordinary	2,635
6/05/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	3,254	33,418.58	Ordinary	3,254
21/05/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,183	11,640.72	Ordinary	1,183
10/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	11,488	93,512.32	Ordinary	11,488
10/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,870	23,218.30	Ordinary	2,870
11/06/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	11,785	97,579.80	Ordinary	11,785
31/07/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	3,263	31,553.21	Ordinary	3,263
12/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,239	20,755.53	Ordinary	2,239
14/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,807	15,269.15	Ordinary	1,807
15/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-4,090	-35,951.10	Ordinary	4,090
15/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-12,266	-107,818.14	Ordinary	12,266
15/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-172	-1,511.88	Ordinary	172
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-3,134	-26,419.62	Ordinary	3,134
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	4,975	42,088.50	Ordinary	4,975
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,377	-20,038.11	Ordinary	2,377
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,997	-16,834.71	Ordinary	1,997
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-3,009	-25,365.87	Ordinary	3,009
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,197	-10,090.71	Ordinary	1,197
17/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-5,077	-42,748.34	Ordinary	5,077
20/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,815	-15,100.80	Ordinary	1,815
30/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-3,431	-28,580.23	Ordinary	3,431
30/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,575	-21,449.75	Ordinary	2,575
30/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,640	-13,661.20	Ordinary	1,640
30/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,294	-10,779.02	Ordinary	1,294
30/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-8,552	-71,238.16	Ordinary	8,552
31/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-6,299	-52,722.63	Ordinary	6,299

11/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-3,119	-25,076.76	Ordinary	3,119
14/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-5,529	-41,965.11	Ordinary	5,529
17/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-9,253	-69,952.68	Ordinary	9,253
18/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-7,293	-54,989.22	Ordinary	7,293
19/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,537	-19,408.05	Ordinary	2,537
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,574	-11,946.66	Ordinary	1,574
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-908	-6,891.72	Ordinary	908
	Total		-28,989	-185,722.51		
	Advance Asset Management Limited Total :		-28,989	-185,722.51		

Asgard Capital Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
9/02/2014	ASGARD Capital Management Limited	Purchase	1,382	14,994.70	Ordinary	1,382
21/02/2014	ASGARD Capital Management Limited	Purchase	300	3,210.00	Ordinary	300
7/03/2014	ASGARD Capital Management Limited	Purchase	100	996.00	Ordinary	100
7/03/2014	ASGARD Capital Management Limited	Purchase	100	1,000.00	Ordinary	100
24/03/2014	ASGARD Capital Management Limited	Sale	-294	-2,693.04	Ordinary	294
24/03/2014	ASGARD Capital Management Limited	Purchase	294	2,693.04	Ordinary	294
26/03/2014	ASGARD Capital Management Limited	Purchase	300	2,694.00	Ordinary	300
22/04/2014	ASGARD Capital Management Limited	Purchase	500	5,035.00	Ordinary	500
12/05/2014	ASGARD Capital Management Limited	Sale	-460	-4,659.80	Ordinary	460
14/05/2014	ASGARD Capital Management Limited	Purchase	298	3,003.84	Ordinary	298
14/05/2014	ASGARD Capital Management Limited	Purchase	296	2,995.52	Ordinary	296
29/05/2014	ASGARD Capital Management Limited	Sale	-395	-3,977.65	Ordinary	395
17/06/2014	ASGARD Capital Management Limited	Sale	-3,521	-28,520.10	Ordinary	3,521
1/07/2014	ASGARD Capital Management Limited	Sale	-3,654	-32,447.52	Ordinary	3,654
7/07/2014	ASGARD Capital Management Limited	Purchase	500	4,835.00	Ordinary	500
9/07/2014	ASGARD Capital Management Limited	Purchase	227	2,240.49	Ordinary	227
11/07/2014	ASGARD Capital Management Limited	Purchase	1,600	15,088.00	Ordinary	1,600
27/08/2014	ASGARD Capital Management Limited	Sale	-64	-618.24	Ordinary	64
28/08/2014	ASGARD Capital Management Limited	Sale	-690	-6,665.40	Ordinary	690
29/08/2014	ASGARD Capital Management Limited	Sale	-846	-8,172.36	Ordinary	846
10/09/2014	ASGARD Capital Management Limited	Sale	-296	-2,877.12	Ordinary	296
10/09/2014	ASGARD Capital Management Limited	Sale	-294	-2,895.90	Ordinary	294
10/09/2014	ASGARD Capital Management Limited	Purchase	294	2,895.90	Ordinary	294
2/10/2014	ASGARD Capital Management Limited	Purchase	200	1,740.00	Ordinary	200
27/10/2014	ASGARD Capital Management Limited	Purchase	2,000	16,320.00	Ordinary	2,000
12/11/2014	ASGARD Capital Management Limited	Sale	-500	-4,015.00	Ordinary	500
17/11/2014	ASGARD Capital Management Limited	Purchase	532	4,043.20	Ordinary	532
	Total		-2,091	-13,757.44		
	Asgard Capital Management Limited Total :		-2,091	-13,757.44		

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	545	6,052.28	Ordinary	545
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	545	6,052.28	Ordinary	545
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
11/02/2014	BT Portfolio Services Limited	Purchase	730	8,106.72	Ordinary	730
12/02/2014	BT Portfolio Services Limited	Purchase	740	8,057.49	Ordinary	740
12/02/2014	BT Portfolio Services Limited	Purchase	740	8,057.49	Ordinary	740
12/02/2014	BT Portfolio Services Limited	Sale	-250	-2,687.50	Ordinary	250
12/02/2014	BT Portfolio Services Limited	Sale	-185	-1,939.30	Ordinary	185
17/02/2014	BT Portfolio Services Limited	Purchase	1,846	20,010.09	Ordinary	1,846
27/02/2014	BT Portfolio Services Limited	Sale	-750	-7,567.50	Ordinary	750
5/03/2014	BT Portfolio Services Limited	Purchase	1,500	15,129.00	Ordinary	1,500
5/03/2014	BT Portfolio Services Limited	Purchase	350	3,582.50	Ordinary	350
13/03/2014	BT Portfolio Services Limited	Purchase	480	5,071.54	Ordinary	480
14/03/2014	BT Portfolio Services Limited	Sale	-1,500	-14,976.00	Ordinary	1,500
21/03/2014	BT Portfolio Services Limited	Sale	-910	-8,290.19	Ordinary	910
25/03/2014	BT Portfolio Services Limited	Purchase	550	5,104.00	Ordinary	550
28/03/2014	BT Portfolio Services Limited	Sale	-1,500	-13,853.70	Ordinary	1,500
28/03/2014	BT Portfolio Services Limited	Purchase	537	4,992.86	Ordinary	537
31/03/2014	BT Portfolio Services Limited	Sale	-746	-7,289.39	Ordinary	746
4/04/2014	BT Portfolio Services Limited	Purchase	291	2,992.91	Ordinary	291
8/04/2014	BT Portfolio Services Limited	Purchase	104	1,091.94	Ordinary	104
11/04/2014	BT Portfolio Services Limited	Purchase	1,339	14,059.50	Ordinary	1,339
11/04/2014	BT Portfolio Services Limited	Sale	-1,339	-14,059.50	Ordinary	1,339
14/04/2014	BT Portfolio Services Limited	Sale	-1,336	-13,550.78	Ordinary	1,336
15/04/2014	BT Portfolio Services Limited	Purchase	500	5,050.00	Ordinary	500
16/04/2014	BT Portfolio Services Limited	Sale	-893	-8,867.49	Ordinary	893
16/04/2014	BT Portfolio Services Limited	Purchase	893	8,867.49	Ordinary	893
17/04/2014	BT Portfolio Services Limited	Sale	-714	-7,247.10	Ordinary	714
17/04/2014	BT Portfolio Services Limited	Purchase	714	7,247.10	Ordinary	714
22/04/2014	BT Portfolio Services Limited	Purchase	250	2,561.35	Ordinary	250

22/04/2014	BT Portfolio Services Limited	Sale	-830	-8,328.30	Ordinary	830
29/04/2014	BT Portfolio Services Limited	Purchase	496	5,031.08	Ordinary	496
29/04/2014	BT Portfolio Services Limited	Sale	-415	-4,134.40	Ordinary	415
29/04/2014	BT Portfolio Services Limited	Sale	-1,245	-12,513.25	Ordinary	1,245
29/04/2014	BT Portfolio Services Limited	Sale	-795	-7,882.66	Ordinary	795
29/04/2014	BT Portfolio Services Limited	Sale	-840	-8,358.59	Ordinary	840
1/05/2014	BT Portfolio Services Limited	Sale	-714	-7,082.67	Ordinary	714
1/05/2014	BT Portfolio Services Limited	Purchase	1,000	10,036.30	Ordinary	1,000
2/05/2014	BT Portfolio Services Limited	Purchase	295	3,021.74	Ordinary	295
5/05/2014	BT Portfolio Services Limited	Purchase	785	8,004.10	Ordinary	785
5/05/2014	BT Portfolio Services Limited	Purchase	985	10,024.25	Ordinary	985
9/05/2014	BT Portfolio Services Limited	Sale	-450	-4,508.64	Ordinary	450
19/05/2014	BT Portfolio Services Limited	Purchase	2,835	28,102.79	Ordinary	2,835
20/05/2014	BT Portfolio Services Limited	Purchase	165	1,633.50	Ordinary	165
21/05/2014	BT Portfolio Services Limited	Purchase	508	4,999.69	Ordinary	508
23/05/2014	BT Portfolio Services Limited	Purchase	700	7,126.98	Ordinary	700
23/05/2014	BT Portfolio Services Limited	Purchase	800	8,142.48	Ordinary	800
29/05/2014	BT Portfolio Services Limited	Purchase	987	10,005.02	Ordinary	987
4/06/2014	BT Portfolio Services Limited	Sale	-463	-4,213.99	Ordinary	463
5/06/2014	BT Portfolio Services Limited	Sale	-928	-8,417.70	Ordinary	928
11/06/2014	BT Portfolio Services Limited	Sale	-1,000	-8,353.70	Ordinary	1,000
11/06/2014	BT Portfolio Services Limited	Purchase	300	2,505.33	Ordinary	300
11/06/2014	BT Portfolio Services Limited	Sale	-893	-7,277.24	Ordinary	893
11/06/2014	BT Portfolio Services Limited	Sale	-625	-5,093.25	Ordinary	625
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-633	-5,158.44	Ordinary	633
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-893	-7,277.24	Ordinary	893
11/06/2014	BT Portfolio Services Limited	Sale	-893	-7,277.24	Ordinary	893
11/06/2014	BT Portfolio Services Limited	Sale	-893	-7,277.24	Ordinary	893
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-893	-7,277.24	Ordinary	893
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,927.09	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-700	-5,704.44	Ordinary	700
11/06/2014	BT Portfolio Services Limited	Sale	-545	-4,441.31	Ordinary	545
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-893	-7,277.24	Ordinary	893
11/06/2014	BT Portfolio Services Limited	Sale	-714	-5,818.53	Ordinary	714
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-893	-7,277.24	Ordinary	893
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730

11/06/2014	BT Portfolio Services Limited	Sale	-545	-4,441.31	Ordinary	545
11/06/2014	BT Portfolio Services Limited	Sale	-700	-5,704.44	Ordinary	700
11/06/2014	BT Portfolio Services Limited	Sale	-1,339	-10,911.78	Ordinary	1,339
11/06/2014	BT Portfolio Services Limited	Sale	-893	-7,277.24	Ordinary	893
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
11/06/2014	BT Portfolio Services Limited	Sale	-730	-5,948.92	Ordinary	730
12/06/2014	BT Portfolio Services Limited	Purchase	2,460	19,962.41	Ordinary	2,460
12/06/2014	BT Portfolio Services Limited	Sale	-700	-5,606.72	Ordinary	700
12/06/2014	BT Portfolio Services Limited	Sale	-700	-5,606.72	Ordinary	700
13/06/2014	BT Portfolio Services Limited	Sale	-1,000	-8,043.70	Ordinary	1,000
23/06/2014	BT Portfolio Services Limited	Sale	-1,000	-8,703.70	Ordinary	1,000
24/06/2014	BT Portfolio Services Limited	Sale	-287	-2,519.86	Ordinary	287
24/06/2014	BT Portfolio Services Limited	Purchase	1,287	11,299.86	Ordinary	1,287
24/06/2014	BT Portfolio Services Limited	Sale	-1,000	-8,780.00	Ordinary	1,000
24/06/2014	BT Portfolio Services Limited	Sale	-714	-6,143.47	Ordinary	714
24/06/2014	BT Portfolio Services Limited	Sale	-700	-6,002.22	Ordinary	700
24/06/2014	BT Portfolio Services Limited	Sale	-555	-4,773.50	Ordinary	555
24/06/2014	BT Portfolio Services Limited	Sale	-740	-6,367.18	Ordinary	740
25/06/2014	BT Portfolio Services Limited	Purchase	840	7,473.23	Ordinary	840
25/06/2014	BT Portfolio Services Limited	Sale	-200	-1,683.66	Ordinary	200
1/07/2014	BT Portfolio Services Limited	Sale	-1,000	-8,763.70	Ordinary	1,000
2/07/2014	BT Portfolio Services Limited	Sale	-583	-5,094.08	Ordinary	583
7/07/2014	BT Portfolio Services Limited	Purchase	1,000	9,736.30	Ordinary	1,000
8/07/2014	BT Portfolio Services Limited	Purchase	1,048	10,101.36	Ordinary	1,048
10/07/2014	BT Portfolio Services Limited	Purchase	260	2,547.95	Ordinary	260
10/07/2014	BT Portfolio Services Limited	Purchase	507	5,004.95	Ordinary	507
11/07/2014	BT Portfolio Services Limited	Purchase	720	6,884.42	Ordinary	720
31/07/2014	BT Portfolio Services Limited	Purchase	500	4,881.35	Ordinary	500
5/08/2014	BT Portfolio Services Limited	Purchase	750	7,123.88	Ordinary	750
7/08/2014	BT Portfolio Services Limited	Sale	-1,217	-11,301.18	Ordinary	1,217
13/08/2014	BT Portfolio Services Limited	Sale	-1,494	-13,723.44	Ordinary	1,494
3/09/2014	BT Portfolio Services Limited	Sale	-500	-4,655.00	Ordinary	500
4/09/2014	BT Portfolio Services Limited	Sale	-1,846	-17,444.33	Ordinary	1,846
4/09/2014	BT Portfolio Services Limited	Sale	-700	-6,680.03	Ordinary	700
9/09/2014	BT Portfolio Services Limited	Purchase	1,225	12,211.17	Ordinary	1,225
11/09/2014	BT Portfolio Services Limited	Sale	-720	-6,826.82	Ordinary	720
29/09/2014	BT Portfolio Services Limited	Sale	-1,000	-9,040.00	Ordinary	1,000
29/09/2014	BT Portfolio Services Limited	Purchase	1,000	9,040.00	Ordinary	1,000
1/10/2014	BT Portfolio Services Limited	Sale	-451	-3,991.08	Ordinary	451
3/10/2014	BT Portfolio Services Limited	Sale	-435	-3,739.48	Ordinary	435
27/10/2014	BT Portfolio Services Limited	Purchase	3,000	24,486.30	Ordinary	3,000
4/11/2014	BT Portfolio Services Limited	Sale	-1,287	-10,465.63	Ordinary	1,287
10/11/2014	BT Portfolio Services Limited	Sale	-202	-1,591.78	Ordinary	202
12/11/2014	BT Portfolio Services Limited	Purchase	1,500	12,051.30	Ordinary	1,500
14/11/2014	BT Portfolio Services Limited	Sale	-1,000	-7,433.70	Ordinary	1,000
20/11/2014	BT Portfolio Services Limited	Purchase	520	4,014.35	Ordinary	520
	Total		-12,382	-52,773.92		

BT Funds Management Limited
Total :

-12,382

-52,773.92

BT Funds Management No.2 Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
12/02/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	3,034	32,676.18	Ordinary	3,034
18/02/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	2,634	28,104.78	Ordinary	2,634
19/02/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	199	2,123.33	Ordinary	199
20/02/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	359	3,830.53	Ordinary	359
28/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,000	-10,170.00	Ordinary	1,000
29/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-84	-845.04	Ordinary	84
29/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-247	-2,494.70	Ordinary	247
29/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,670	-26,860.20	Ordinary	2,670
30/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,519	-15,311.52	Ordinary	1,519
2/06/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-189	-1,899.45	Ordinary	189
7/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	3,440	32,164.00	Ordinary	3,440
15/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-10,208	-95,342.72	Ordinary	10,208
15/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-4,774	-44,589.16	Ordinary	4,774
15/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-4,774	-44,684.64	Ordinary	4,774
15/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	10,208	95,342.72	Ordinary	10,208
15/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	4,774	44,589.16	Ordinary	4,774
15/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-10,208	-95,546.88	Ordinary	10,208
15/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-10,826	-95,268.80	Ordinary	10,826
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-632	-5,397.28	Ordinary	632
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-08	-68.32	Ordinary	08
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-320	-2,732.80	Ordinary	320
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-70	-597.80	Ordinary	70
31/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,436	-20,097.00	Ordinary	2,436
3/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,566	-20,989.88	Ordinary	2,566
3/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,892	-15,438.72	Ordinary	1,892
4/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,102	-17,194.36	Ordinary	2,102
5/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,629	-13,146.03	Ordinary	1,629
6/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-963	-7,848.45	Ordinary	963
7/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-73	-593.49	Ordinary	73
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-5,899	-44,832.40	Ordinary	5,899
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,695	-12,898.95	Ordinary	1,695
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-255	-1,938.00	Ordinary	255
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-417	-3,169.20	Ordinary	417
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-3,062	-23,271.20	Ordinary	3,062

20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-6,098	-46,344.80	Ordinary	6,098
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,033	-7,850.80	Ordinary	1,033
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-6,539	-49,696.40	Ordinary	6,539
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-16	-121.60	Ordinary	16
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-177	-1,345.20	Ordinary	177
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-6,289	-47,796.40	Ordinary	6,289
	Total		-66,022	-537,551.49		
	BT Funds Management No.2 Limited		-66,022	-537,551.49		
	Total :		-66,022	-537,551.49		

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
12/02/2014	Australia and New Zealand Banking Group Limited	Purchase	312	3,360.24	Ordinary	312
18/02/2014	Australia and New Zealand Banking Group Limited	Purchase	272	2,902.24	Ordinary	272
19/02/2014	Australia and New Zealand Banking Group Limited	Purchase	20	213.40	Ordinary	20
20/02/2014	Australia and New Zealand Banking Group Limited	Purchase	37	394.79	Ordinary	37
28/05/2014	Australia and New Zealand Banking Group Limited	Sale	-97	-986.49	Ordinary	97
29/05/2014	Australia and New Zealand Banking Group Limited	Sale	-183	-1,840.98	Ordinary	183
29/05/2014	Australia and New Zealand Banking Group Limited	Sale	-24	-242.40	Ordinary	24
29/05/2014	Australia and New Zealand Banking Group Limited	Sale	-83	-834.98	Ordinary	83
30/05/2014	Australia and New Zealand Banking Group Limited	Sale	-147	-1,481.76	Ordinary	147
2/06/2014	Australia and New Zealand Banking Group Limited	Sale	-18	-180.90	Ordinary	18
23/06/2014	Australia and New Zealand Banking Group Limited	Purchase	921	8,067.96	Ordinary	921
7/08/2014	Australia and New Zealand Banking Group Limited	Purchase	1,242	11,612.70	Ordinary	1,242
15/08/2014	Australia and New Zealand Banking Group Limited	Sale	-237	-2,223.06	Ordinary	237
15/08/2014	Australia and New Zealand Banking Group Limited	Purchase	237	2,223.06	Ordinary	237
15/08/2014	Australia and New Zealand Banking Group Limited	Purchase	237	2,218.32	Ordinary	237
15/10/2014	Australia and New Zealand Banking Group Limited	Sale	-66	-580.80	Ordinary	66
15/10/2014	Australia and New Zealand Banking Group Limited	Sale	-91	-800.80	Ordinary	91
15/10/2014	Australia and New Zealand Banking Group Limited	Sale	-347	-3,053.60	Ordinary	347
15/10/2014	Australia and New Zealand Banking Group Limited	Sale	-132	-1,161.60	Ordinary	132
16/10/2014	Australia and New Zealand Banking Group Limited	Sale	-80	-683.20	Ordinary	80
3/11/2014	Australia and New Zealand Banking Group Limited	Sale	-214	-1,750.52	Ordinary	214
3/11/2014	Australia and New Zealand Banking Group Limited	Sale	-48	-392.64	Ordinary	48
3/11/2014	Australia and New Zealand Banking Group Limited	Sale	-194	-1,583.04	Ordinary	194
4/11/2014	Australia and New Zealand Banking Group Limited	Sale	-215	-1,758.70	Ordinary	215
5/11/2014	Australia and New Zealand Banking Group Limited	Sale	-26	-209.82	Ordinary	26
5/11/2014	Australia and New Zealand Banking Group Limited	Sale	-57	-459.99	Ordinary	57
5/11/2014	Australia and New Zealand Banking Group Limited	Sale	-84	-677.88	Ordinary	84

6/11/2014	Australia and New Zealand Banking Group Limited	Sale	-108	-880.20	Ordinary	108
7/11/2014	Australia and New Zealand Banking Group Limited	Sale	-07	-56.91	Ordinary	07
20/11/2014	Australia and New Zealand Banking Group Limited	Sale	-2,466	-18,741.60	Ordinary	2,466
20/11/2014	Australia and New Zealand Banking Group Limited	Sale	-204	-1,552.44	Ordinary	204
20/11/2014	Australia and New Zealand Banking Group Limited	Sale	-284	-2,158.40	Ordinary	284
20/11/2014	Australia and New Zealand Banking Group Limited	Sale	-305	-2,318.00	Ordinary	305
20/11/2014	Australia and New Zealand Banking Group Limited	Sale	-442	-3,359.20	Ordinary	442
20/11/2014	Australia and New Zealand Banking Group Limited	Sale	-17	-129.20	Ordinary	17
20/11/2014	Australia and New Zealand Banking Group Limited	Sale	-04	-30.40	Ordinary	04
20/11/2014	Australia and New Zealand Banking Group Limited	Sale	-24	-182.40	Ordinary	24
20/11/2014	Australia and New Zealand Banking Group Limited	Sale	-39	-296.40	Ordinary	39
	Total		-2,965	-19,615.60		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
12/02/2014	National Australian Custodian Services	Purchase	796	8,572.92	Ordinary	796
18/02/2014	National Australian Custodian Services	Purchase	692	7,383.64	Ordinary	692
19/02/2014	National Australian Custodian Services	Purchase	52	554.84	Ordinary	52
20/02/2014	National Australian Custodian Services	Purchase	94	1,002.98	Ordinary	94
28/05/2014	National Australian Custodian Services	Sale	-245	-2,491.65	Ordinary	245
29/05/2014	National Australian Custodian Services	Sale	-61	-616.10	Ordinary	61
29/05/2014	National Australian Custodian Services	Sale	-283	-2,846.98	Ordinary	283
29/05/2014	National Australian Custodian Services	Sale	-391	-3,933.46	Ordinary	391
30/05/2014	National Australian Custodian Services	Sale	-293	-2,953.44	Ordinary	293
30/05/2014	National Australian Custodian Services	Sale	-79	-796.32	Ordinary	79
2/06/2014	National Australian Custodian Services	Sale	-46	-462.30	Ordinary	46
7/08/2014	National Australian Custodian Services	Purchase	3,396	31,752.60	Ordinary	3,396
15/08/2014	National Australian Custodian Services	Purchase	588	5,515.44	Ordinary	588
15/08/2014	National Australian Custodian Services	Sale	-588	-5,515.44	Ordinary	588
15/08/2014	National Australian Custodian Services	Purchase	588	5,503.68	Ordinary	588
15/10/2014	National Australian Custodian Services	Sale	-73	-642.40	Ordinary	73
15/10/2014	National Australian Custodian Services	Sale	-755	-6,644.00	Ordinary	755
15/10/2014	National Australian Custodian Services	Sale	-362	-3,185.60	Ordinary	362
16/10/2014	National Australian Custodian Services	Sale	-177	-1,511.58	Ordinary	177
3/11/2014	National Australian Custodian Services	Sale	-288	-2,355.84	Ordinary	288
3/11/2014	National Australian Custodian Services	Sale	-389	-3,182.02	Ordinary	389
3/11/2014	National Australian Custodian Services	Sale	-499	-4,071.84	Ordinary	499
4/11/2014	National Australian Custodian Services	Sale	-265	-2,167.70	Ordinary	265
4/11/2014	National Australian Custodian Services	Sale	-289	-2,364.02	Ordinary	289
5/11/2014	National Australian Custodian Services	Sale	-430	-3,470.10	Ordinary	430
6/11/2014	National Australian Custodian Services	Sale	-278	-2,262.92	Ordinary	278
7/11/2014	National Australian Custodian Services	Sale	-19	-154.47	Ordinary	19
20/11/2014	National Australian Custodian Services	Sale	-489	-3,716.40	Ordinary	489
20/11/2014	National Australian Custodian Services	Sale	-750	-5,700.00	Ordinary	750
20/11/2014	National Australian Custodian Services	Sale	-4,390	-33,364.00	Ordinary	4,390

20/11/2014	National Australian Custodian Services	Sale	-95	-722.00	Ordinary	95
20/11/2014	National Australian Custodian Services	Sale	-3,141	-23,871.60	Ordinary	3,141
20/11/2014	National Australian Custodian Services	Sale	-88	-668.80	Ordinary	88
20/11/2014	National Australian Custodian Services	Sale	-65	-494.00	Ordinary	65
20/11/2014	National Australian Custodian Services	Sale	-14	-106.40	Ordinary	14
20/11/2014	National Australian Custodian Services	Sale	-54	-410.40	Ordinary	54
	Total		-8,690	-60,395.68		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
12/02/2014	National Nominees Limited	Purchase	874	9,412.98	Ordinary	874
18/02/2014	National Nominees Limited	Purchase	761	8,119.87	Ordinary	761
19/02/2014	National Nominees Limited	Purchase	57	608.19	Ordinary	57
20/02/2014	National Nominees Limited	Purchase	104	1,109.68	Ordinary	104
28/05/2014	National Nominees Limited	Sale	-269	-2,735.73	Ordinary	269
29/05/2014	National Nominees Limited	Sale	-67	-676.70	Ordinary	67
29/05/2014	National Nominees Limited	Sale	-305	-3,068.30	Ordinary	305
29/05/2014	National Nominees Limited	Sale	-436	-4,386.16	Ordinary	436
30/05/2014	National Nominees Limited	Sale	-93	-937.44	Ordinary	93
30/05/2014	National Nominees Limited	Sale	-316	-3,185.28	Ordinary	316
2/06/2014	National Nominees Limited	Sale	-51	-512.55	Ordinary	51
7/08/2014	National Nominees Limited	Purchase	3,730	34,875.50	Ordinary	3,730
15/08/2014	National Nominees Limited	Purchase	646	6,059.48	Ordinary	646
15/08/2014	National Nominees Limited	Purchase	646	6,046.56	Ordinary	646
15/08/2014	National Nominees Limited	Sale	-646	-6,059.48	Ordinary	646
15/10/2014	National Nominees Limited	Sale	-74	-651.20	Ordinary	74
15/10/2014	National Nominees Limited	Sale	-830	-7,304.00	Ordinary	830
15/10/2014	National Nominees Limited	Sale	-407	-3,581.60	Ordinary	407
16/10/2014	National Nominees Limited	Sale	-194	-1,656.76	Ordinary	194
3/11/2014	National Nominees Limited	Sale	-419	-3,427.42	Ordinary	419
3/11/2014	National Nominees Limited	Sale	-325	-2,658.50	Ordinary	325
3/11/2014	National Nominees Limited	Sale	-548	-4,471.68	Ordinary	548
4/11/2014	National Nominees Limited	Sale	-283	-2,314.94	Ordinary	283
4/11/2014	National Nominees Limited	Sale	-326	-2,666.68	Ordinary	326
5/11/2014	National Nominees Limited	Sale	-472	-3,809.04	Ordinary	472
6/11/2014	National Nominees Limited	Sale	-306	-2,490.84	Ordinary	306
7/11/2014	National Nominees Limited	Sale	-21	-170.73	Ordinary	21
20/11/2014	National Nominees Limited	Sale	-59	-448.40	Ordinary	59
20/11/2014	National Nominees Limited	Sale	-3,452	-26,235.20	Ordinary	3,452
20/11/2014	National Nominees Limited	Sale	-538	-4,088.80	Ordinary	538
20/11/2014	National Nominees Limited	Sale	-816	-6,201.60	Ordinary	816
20/11/2014	National Nominees Limited	Sale	-15	-114.00	Ordinary	15
20/11/2014	National Nominees Limited	Sale	-4,825	-36,670.00	Ordinary	4,825
20/11/2014	National Nominees Limited	Sale	-97	-737.20	Ordinary	97
20/11/2014	National Nominees Limited	Sale	-112	-851.20	Ordinary	112
20/11/2014	National Nominees Limited	Sale	-71	-539.60	Ordinary	71
	Total		-9,555	-66,418.77		

BT Investment Management (Fund Services) Limited Total :

-21,210

-146,430.05

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
7/02/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	617	6,645.09	Ordinary	617
12/02/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	15,032	161,894.64	Ordinary	15,032
18/02/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	13,019	138,912.73	Ordinary	13,019
19/02/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	983	10,488.61	Ordinary	983
20/02/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	1,774	18,928.58	Ordinary	1,774
11/04/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-2,388	-24,453.12	Ordinary	2,388
11/04/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-21,143	-216,504.32	Ordinary	21,143
11/04/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-19,283	-197,457.92	Ordinary	19,283
28/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-4,683	-47,626.11	Ordinary	4,683
28/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-34	-345.78	Ordinary	34
29/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,166	-11,776.60	Ordinary	1,166
29/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-12,994	-130,719.64	Ordinary	12,994
30/05/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-7,166	-72,233.28	Ordinary	7,166
2/06/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-893	-8,974.65	Ordinary	893
7/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-30,255	-282,884.25	Ordinary	30,255
15/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	10,311	96,717.18	Ordinary	10,311
15/08/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-10,311	-96,717.18	Ordinary	10,311
15/08/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	10,311	96,510.96	Ordinary	10,311
15/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-3,028	-26,646.40	Ordinary	3,028
15/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-50,686	-446,036.80	Ordinary	50,686
16/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-5,106	-43,605.24	Ordinary	5,106
31/10/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-7,234	-59,680.50	Ordinary	7,234
3/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-325	-2,658.50	Ordinary	325
3/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-9,858	-80,638.44	Ordinary	9,858
3/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-727	-5,946.86	Ordinary	727
3/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-9,151	-74,672.16	Ordinary	9,151
3/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,497	-12,245.46	Ordinary	1,497
4/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-10,166	-83,157.88	Ordinary	10,166
5/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-7,877	-63,567.39	Ordinary	7,877
6/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-4,828	-39,348.20	Ordinary	4,828
7/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-355	-2,886.15	Ordinary	355
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-14,368	-109,196.80	Ordinary	14,368
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-28,621	-217,519.60	Ordinary	28,621
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-74	-562.40	Ordinary	74

20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-833	-6,330.80	Ordinary	833
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-16,698	-126,904.80	Ordinary	16,698
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-4,846	-36,829.60	Ordinary	4,846
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-30,688	-233,228.80	Ordinary	30,688
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-8,640	-65,750.40	Ordinary	8,640
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-52,508	-399,060.80	Ordinary	52,508
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,197	-9,097.20	Ordinary	1,197
20/11/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-1,958	-14,880.80	Ordinary	1,958
	Total		-329,538	-2,720,047.04		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
12/02/2014	National Australia Bank Limited	Purchase	3,901	42,013.77	Ordinary	3,901
18/02/2014	National Australia Bank Limited	Purchase	3,394	36,213.98	Ordinary	3,394
19/02/2014	National Australia Bank Limited	Purchase	256	2,731.52	Ordinary	256
20/02/2014	National Australia Bank Limited	Purchase	463	4,940.21	Ordinary	463
11/04/2014	National Australia Bank Limited	Purchase	42,814	438,415.36	Ordinary	42,814
28/05/2014	National Australia Bank Limited	Sale	-1,335	-13,576.95	Ordinary	1,335
29/05/2014	National Australia Bank Limited	Sale	-330	-3,333.00	Ordinary	330
29/05/2014	National Australia Bank Limited	Sale	-3,676	-36,980.56	Ordinary	3,676
30/05/2014	National Australia Bank Limited	Sale	-2,027	-20,432.16	Ordinary	2,027
2/06/2014	National Australia Bank Limited	Sale	-253	-2,542.65	Ordinary	253
7/08/2014	National Australia Bank Limited	Purchase	18,447	172,479.45	Ordinary	18,447
15/08/2014	National Australia Bank Limited	Purchase	3,200	30,016.00	Ordinary	3,200
15/08/2014	National Australia Bank Limited	Sale	-3,200	-30,016.00	Ordinary	3,200
15/08/2014	National Australia Bank Limited	Purchase	3,200	29,952.00	Ordinary	3,200
15/10/2014	National Australia Bank Limited	Sale	-6,506	-57,252.80	Ordinary	6,506
16/10/2014	National Australia Bank Limited	Sale	-963	-8,224.02	Ordinary	963
3/11/2014	National Australia Bank Limited	Sale	-3,683	-30,126.94	Ordinary	3,683
3/11/2014	National Australia Bank Limited	Sale	-2,716	-22,162.56	Ordinary	2,716
4/11/2014	National Australia Bank Limited	Sale	-3,018	-24,687.24	Ordinary	3,018
5/11/2014	National Australia Bank Limited	Sale	-2,338	-18,867.66	Ordinary	2,338
6/11/2014	National Australia Bank Limited	Sale	-1,516	-12,355.40	Ordinary	1,516
7/11/2014	National Australia Bank Limited	Sale	-105	-853.65	Ordinary	105
20/11/2014	National Australia Bank Limited	Sale	-2,664	-20,273.04	Ordinary	2,664
20/11/2014	National Australia Bank Limited	Sale	-46,799	-355,672.40	Ordinary	46,799
	Total		-5,454	99,405.26		
	BT Investment Management (Institutional) Limited Total :		-334,992	-2,620,641.78		

Westpac RE Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
14/03/2014	HSBC Custody Nominees (Australia) Limited.	Purchase	475	8,041.75	Ordinary	475
19/03/2014	HSBC Custody Nominees (Australia) Limited.	Sale	-475	-4,669.25	Ordinary	475
	Total		0	3,372.50		
	Westpac RE Limited Total :		0	3,372.50		

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 – 20/11/2014

Westpac Banking Corporation	Australia	Qvalent Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	RAMS Financial Group Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	Reinventure Fund ILP	Australia
1925 Advances Pty Limited	Australia	RMS Warehouse Trust 2007-1	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Sallmoor Pty Limited	Australia
Advance Asset Management Limited	Australia	Securitor Financial Group Limited	Australia
Altitude Administration Pty Limited	Australia	Seed Pool Trust No. 2	Australia
Altitude Rewards Pty Limited	Australia	Series 2007-1G WST Trust	Australia
Aotearoa Financial Services Limited	New Zealand	Series 2008-1M WST Trust	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	Series 2009-1 WST Trust	Australia
Ascalon Capital Managers Limited	Australia	Series 2011-1 WST Trust	Australia
Ascalon Funds Seed Pool Trust	Australia	Series 2011-2 WST Trust	Australia
Asgard Capital Management Limited	Australia	Series 2011-3 WST Trust	Australia
Asgard Wealth Solutions Limited	Australia	Series 2012-1 WST Trust	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	Series 2013-1 WST Trust	Australia
Australian Loan Processing Security Trust	Australia	Series 2013-2 WST Trust	Australia
Bella Trust No. 2	Australia	Series 2014-1 WST Trust	Australia
Bella Trust	Australia	SIE-Lease (Australia) Pty Limited	Australia
Belliston Pty Limited	Australia	SIE-Lease (New Zealand) Pty Limited	New Zealand
Bill Acceptance Corporation Pty Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
BLE Capital Limited	Australia	St.George Business Finance Pty Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Custodial Pty Limited	Australia
BT Australia Pty Limited	Australia	St.George Equity Finance Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	St.George Finance Holdings Limited	Australia
BT Financial Group Pty Limited	Australia	St.George Finance Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	St.George Life Limited	Australia
BT Funds Management Limited	Australia	St.George Motor Finance Limited	Australia
BT Funds Management No.2 Limited	Australia	St.George Procurement Management Pty Limited	Australia
BT Investment Management (Fund Services) Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT Investment Management (Institutional) Limited	Australia	Sydney Capital Corp Inc.	USA
BT Investment Management Limited	Australia	Tavarua Funding Trust IV	USA
BT Long Term Income Fund	Australia	Teuton Pty Limited	Australia
BT Portfolio Services Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Private Nominees Pty Limited	Australia	The Mortgage Company Pty Limited	Australia
BT Securities Limited	Australia	The Warehouse Financial Services Limited	New Zealand
BT Short Term Income Fund	Australia	Value Nominees Pty Limited	Australia
BTIM UK Limited	UK	Waratah Receivables Corp Pty Limited	Australia
Canning Park Capital Pte. Ltd	Australia	Waratah Securities Australia Limited	Australia

Capital Corporate Finance Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
Capital Finance (NZ) Limited	Australia	Westpac Administration Pty Limited	Australia
Capital Finance Australia Limited	Australia	Westpac Administration 2 Limited	Australia
Capital Finance New Zealand Limited	Australia	Westpac Administration 3 Limited	Australia
Capital Fleetlease Limited	Australia	Westpac Administration 4 Limited	Australia
Capital Motor Finance Limited	Australia	Westpac Altitude Rewards Trust	Australia
Capital Rent Group Limited	New Zealand	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
Core Infrastructure Income Feeder 1 L P	UK	Westpac Bank-PNG-Limited	Papua New Guinea
Core Infrastructure Income Feeder 2 L P	UK	Westpac Capital Holdings Inc.	USA
Core Infrastructure Income Master L P	UK	Westpac Capital Markets Holding Corp.	USA
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Capital Markets LLC	USA
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Capital Trust IV	USA
Crusade CP Management Pty Limited	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade CP No.1 Pty Limited	Australia	Westpac Cash PIE Fund	Australia
Crusade CP Trust No. 52	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Trust No. 53	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 55	Australia	Westpac Covered Bond Trust	Australia
Crusade CP Trust No. 56	Australia	Westpac Custodian Nominees Pty Limited	Australia
Crusade CP Trust No. 57	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 58	Australia	Westpac Delta LLC	USA
Crusade Euro Trust 1E of 2006	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade Global Trust 1 of 2006	Australia	Westpac Equipment Finance Limited	Australia
Crusade Global Trust 1 of 2007	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Global Trust 2 of 2005	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Global Trust 2 of 2006	Australia	Westpac Equity Pty Limited	Australia
Crusade Management Limited	Australia	Westpac Europe Limited	UK
Crusade Trust 1A of 2005	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade 2P Trust of 2008	Australia	Westpac Financial Consultants Limited	Australia
Danaby Pty Limited	Australia	Westpac Financial Holdings Pty Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac Financial Services Group Limited	Australia
Europe Infrastructure Debt LP	UK	Westpac Financial Services Group-NZ-Limited	New Zealand
G.C.L. Investments Pty Limited	Australia	Westpac Financial Services Limited	Australia
General Credit Holdings Pty Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Halcyon Securities Pty Limited	Australia	Westpac General Insurance Limited	Australia
Hastings Advisers LLC	USA	Westpac General Insurance Services Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Global Capital Markets Pty Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Funds Management (UK) Limited	Singapore	Westpac Group Investments Australia Pty Limited	Australia
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 Group Pty Limited	Australia	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Infrastructure 1 Limited	UK	Westpac Investment Vehicle Pty Limited	Australia
Hastings Infrastructure 2 Limited	UK	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Investment Capital LP	USA	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Investment Management Pty Ltd	USA	Westpac Life Insurance Services Limited	Australia
Hastings Investment Management (Europe) Ltd	UK	Westpac Life-NZ-Limited	New Zealand
Hastings Investments GP LLC	Australia	Westpac New Zealand Group Limited	New Zealand
Hastings Korea Company Limited	Korea	Westpac New Zealand Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac Nominees-NZ-Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hickory Trust	Australia	Westpac NZ Covered Bond Limited	New Zealand
Hitton Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
HLT Custodian Trust	New Zealand	Westpac NZ Securitisation Holdings Limited	New Zealand
Infrastructure GP LLP	UK	Westpac NZ Securitisation Limited	New Zealand
Infrastructure GP 2 LLP	UK	Westpac NZ Securitisation No. 2 Limited	New Zealand
Infrastructure Research and Advisory Services Private Limited	India	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 Properties Limited	Australia
JOHCM (USA) Inc	USA	Westpac RE Limited	Australia
Magnitude Group Pty Limited	Australia	Westpac Securities Administration Limited	Australia
MIF Custodian Trust	New Zealand	Westpac Securities Limited	Australia
Mortgage Management Pty Limited	Australia	Westpac Securities NZ Limited	New Zealand
Nationwide Management Pty Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Net Nominees Limited	Australia	Westpac Securitisation Management Pty Limited	Australia
North Ryde Office Trust	Australia	Westpac Singapore Limited	Singapore
Number 120 Limited	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 62.1% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (62.1%)	Australia
BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)	Australia