
Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme SANDFIRE RESOURCES NL (SFR)

ACN/ARSN ACN 105 154 185

1. Details of substantial holder(1)

Name WESTPAC BANKING CORPORATION (WBC) and its associated entities listed in Annexure 'B'

ACN/ARSN (if applicable) ACN 007 457 141

The holder ceased to be a substantial holder on 07/02/2017

The previous notice was given to the company on 05/12/2016

The previous notice was dated 30/11/2016

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
7/02/2017	WBC & its Associates, Asgard Capital Management Limited, BT Funds Management Limited, Westpac Financial Services Limited, BT Funds Management No.2 Limited, Advance Asset Management Limited, Westpac RE Limited, BT Investment Management (Institutional) Limited, BT Investment Management (Fund Services) Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to the voting interests of the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

4. Addresses

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

Name	Address
Westpac Banking Corporation (WBC)	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Asgard Capital Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac Financial Services Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management No.2 Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Advance Asset Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Westpac RE Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (Institutional) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BT Investment Management (Fund Services) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
SANDFIRE RESOURCES NL (SFR)	The Company Secretary SANDFIRE RESOURCES NL (SFR) Level 1, 31 Ventnor Avenue West Perth, WA 6005 Tel: 61 8 6430 3800

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here _____ Date 09/02/2017

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.
- (2) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of “associate” in section 9 of the Corporations Act 2001.
- (4) 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 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.

- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ANNEXURE A

This is annexure 'A' referred to in Form 605, Notice of ceasing to be a substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin – Company Secretary, Westpac Banking Corporation – 09/02/2017

Sales & Purchases for the period : 1/12/2016 to 7/02/2017

SECURITY: SFR

Advance Asset Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
2/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	151,752	918,099.60	Ordinary	151,752
13/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	206,353	1,252,562.71	Ordinary	206,353
16/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	138,720	804,576.00	Ordinary	138,720
21/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	42,611	248,422.13	Ordinary	42,611
21/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-206,353	.00	Ordinary	206,353
17/01/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	53,844	338,140.32	Ordinary	53,844
25/01/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	118,286	791,333.34	Ordinary	118,286
	Total		505,213	4,353,134.10		
	Advance Asset Management Limited Total :		505,213	4,353,134.10		

Asgard Capital Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
17/01/2017	Asgard Capital Management Limited	Purchase	669	4,221.39	Ordinary	669
6/02/2017	Asgard Capital Management Limited	Purchase	2,311	14,929.06	Ordinary	2,311
	Total		2,980	19,150.45		
	Asgard Capital Management Limited Total :		2,980	19,150.45		

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected	
1/12/2016	Asgard Capital Management Limited	Purchase	2,800	16,604.00	Ordinary	2,800	
16/01/2017	Asgard Capital Management Limited	Purchase	3,333	20,997.90	Ordinary	3,333	
	Total		6,133	37,601.90			
	Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
28/12/2016	BT Portfolio Services Limited	Purchase	8,000	45,282.40	Ordinary	8,000	
5/01/2017	BT Portfolio Services Limited	Sale	-8,000	-47,516.00	Ordinary	8,000	
11/01/2017	BT Portfolio Services Limited	Sale	-19,600	-121,092.72	Ordinary	19,600	
13/01/2017	BT Portfolio Services Limited	Purchase	6,500	41,704.00	Ordinary	6,500	
25/01/2017	BT Portfolio Services Limited	Sale	-6,500	-43,383.60	Ordinary	6,500	
	Total		-19,600	-125,005.92			
	Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-440	-2,618.00	Ordinary	440	
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-581	-3,526.67	Ordinary	581	
7/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-17,905	-107,430.00	Ordinary	17,905	

7/12/2016	HSBC Custody Nominees (Australia) Limited.	Sale	-17,905	-107,430.00	Ordinary	17,905
7/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	17,905	107,430.00	Ordinary	17,905
4/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-1,023	-5,923.17	Ordinary	1,023
11/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-342	-2,140.92	Ordinary	342
20/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-553	-3,362.24	Ordinary	553
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-10,146	-65,949.00	Ordinary	10,146
	Total		-30,990	-190,950.00		
	BT Funds Management Limited		-44,457	-278,354.02		
	Total :					

BT Funds Management No.2 Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
20/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-5,422	-32,911.54	Ordinary	5,422
20/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-2,857	-17,341.99	Ordinary	2,857
20/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-7,454	-45,245.78	Ordinary	7,454
20/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-2,333	-14,161.31	Ordinary	2,333
23/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-9,966	-59,696.34	Ordinary	9,966
24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-2,095	-13,009.95	Ordinary	2,095
24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-8,069	-50,108.49	Ordinary	8,069
24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-7,826	-48,599.46	Ordinary	7,826
24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-23,524	-146,084.04	Ordinary	23,524
24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-7,418	-46,065.78	Ordinary	7,418
25/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-13,635	-91,081.80	Ordinary	13,635
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-3,488	-23,683.52	Ordinary	3,488
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-86	-583.94	Ordinary	86
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-5,639	-35,638.48	Ordinary	5,639
	Total		-99,812	-624,212.42		
	BT Funds Management No.2 Limited		-99,812	-624,212.42		
	Total :					

BT Investment Management (Fund Services) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
2/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	10,959	66,301.95	Ordinary	10,959
20/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-44,179	-268,166.53	Ordinary	44,179
20/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-28,973	-175,866.11	Ordinary	28,973
20/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-10,344	-62,788.08	Ordinary	10,344
20/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-15,264	-92,652.48	Ordinary	15,264
23/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-54,479	-326,329.21	Ordinary	54,479
24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-42,629	-264,726.09	Ordinary	42,629
24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-125,695	-780,565.95	Ordinary	125,695
24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-442	-2,744.82	Ordinary	442
24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-41,220	-255,976.20	Ordinary	41,220

24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-39,193	-243,388.53	Ordinary	39,193
24/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-36,239	-225,044.19	Ordinary	36,239
25/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-84,147	-562,101.96	Ordinary	84,147
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	4,361	29,567.58	Ordinary	4,361
30/01/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-21,525	-146,154.75	Ordinary	21,525
3/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-533	-3,619.07	Ordinary	533
6/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-57,580	-363,329.80	Ordinary	57,580
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-34,798	-219,923.36	Ordinary	34,798
7/02/2017	HSBC Custody Nominees (Australia) Limited.	Sale	-47,905	-302,759.60	Ordinary	47,905
	Total		-669,825	-4,200,267.20		
	BT Investment Management (Fund Services) Limited Total :		-669,825	-4,200,267.20		

BT Investment Management (Institutional) Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
20/01/2017	Australia and New Zealand Banking Group Limited	Sale	-2,720	-16,510.40	Ordinary	2,720
23/01/2017	Australia and New Zealand Banking Group Limited	Sale	-698	-4,181.02	Ordinary	698
23/01/2017	Australia and New Zealand Banking Group Limited	Sale	-803	-4,809.97	Ordinary	803
24/01/2017	Australia and New Zealand Banking Group Limited	Sale	-1,509	-9,370.89	Ordinary	1,509
24/01/2017	Australia and New Zealand Banking Group Limited	Sale	-2,878	-17,872.38	Ordinary	2,878
24/01/2017	Australia and New Zealand Banking Group Limited	Sale	-1,118	-6,942.78	Ordinary	1,118
24/01/2017	Australia and New Zealand Banking Group Limited	Sale	-988	-6,135.48	Ordinary	988
24/01/2017	Australia and New Zealand Banking Group Limited	Sale	-1,387	-8,613.27	Ordinary	1,387
25/01/2017	Australia and New Zealand Banking Group Limited	Sale	-651	-4,348.68	Ordinary	651
25/01/2017	Australia and New Zealand Banking Group Limited	Sale	-43	-287.24	Ordinary	43
25/01/2017	Australia and New Zealand Banking Group Limited	Sale	-2,801	-18,710.68	Ordinary	2,801
30/01/2017	Australia and New Zealand Banking Group Limited	Sale	-894	-6,070.26	Ordinary	894
3/02/2017	Australia and New Zealand Banking Group Limited	Sale	-22	-149.38	Ordinary	22
7/02/2017	Australia and New Zealand Banking Group Limited	Sale	-1,445	-9,132.40	Ordinary	1,445
	Total		-17,957	-113,134.83		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/12/2016	JP Morgan Chase Bank	Purchase	83,321	497,426.37	Ordinary	83,321
16/12/2016	JP Morgan Chase Bank	Purchase	18,301	105,962.79	Ordinary	18,301
6/02/2017	JP Morgan Chase Bank	Sale	-17,737	-111,920.47	Ordinary	17,737
7/02/2017	JP Morgan Chase Bank	Sale	-14,756	-93,257.92	Ordinary	14,756
	Total		69,129	398,210.77		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
6/02/2017	National Australia Bank Limited	Sale	-153,256	-967,045.36	Ordinary	153,256
7/02/2017	National Australia Bank Limited	Sale	-127,508	-805,850.56	Ordinary	127,508
	Total		-280,764	-1,772,895.92		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
20/01/2017	State Street Australia Limited	Sale	-4,151	-25,196.57	Ordinary	4,151
20/01/2017	State Street Australia Limited	Sale	-10,450	-63,431.50	Ordinary	10,450

20/01/2017	State Street Australia Limited	Sale	-7,673	-46,575.11	Ordinary	7,673
20/01/2017	State Street Australia Limited	Sale	-5,505	-33,415.35	Ordinary	5,505
20/01/2017	State Street Australia Limited	Sale	-5,136	-31,175.52	Ordinary	5,136
20/01/2017	State Street Australia Limited	Sale	-3,871	-23,496.97	Ordinary	3,871
20/01/2017	State Street Australia Limited	Sale	-2,083	-12,643.81	Ordinary	2,083
20/01/2017	State Street Australia Limited	Sale	-2,706	-16,425.42	Ordinary	2,706
23/01/2017	State Street Australia Limited	Sale	-15,323	-91,784.77	Ordinary	15,323
23/01/2017	State Street Australia Limited	Sale	-7,610	-45,583.90	Ordinary	7,610
24/01/2017	State Street Australia Limited	Sale	-3,812	-23,672.52	Ordinary	3,812
24/01/2017	State Street Australia Limited	Sale	-25,658	-159,336.18	Ordinary	25,658
24/01/2017	State Street Australia Limited	Sale	-15,891	-98,683.11	Ordinary	15,891
24/01/2017	State Street Australia Limited	Sale	-45,336	-281,536.56	Ordinary	45,336
24/01/2017	State Street Australia Limited	Sale	-14,609	-90,721.89	Ordinary	14,609
24/01/2017	State Street Australia Limited	Sale	-7,809	-48,493.89	Ordinary	7,809
24/01/2017	State Street Australia Limited	Sale	-12,431	-77,196.51	Ordinary	12,431
24/01/2017	State Street Australia Limited	Sale	-7,179	-44,581.59	Ordinary	7,179
24/01/2017	State Street Australia Limited	Sale	-2,764	-17,164.44	Ordinary	2,764
24/01/2017	State Street Australia Limited	Sale	-22,281	-138,365.01	Ordinary	22,281
25/01/2017	State Street Australia Limited	Sale	-25,625	-171,175.00	Ordinary	25,625
25/01/2017	State Street Australia Limited	Sale	-12,719	-84,962.92	Ordinary	12,719
30/01/2017	State Street Australia Limited	Sale	-6,555	-44,508.45	Ordinary	6,555
30/01/2017	State Street Australia Limited	Sale	-3,254	-22,094.66	Ordinary	3,254
3/02/2017	State Street Australia Limited	Sale	-162	-1,099.98	Ordinary	162
3/02/2017	State Street Australia Limited	Sale	-80	-543.20	Ordinary	80
7/02/2017	State Street Australia Limited	Sale	-10,598	-66,979.36	Ordinary	10,598
7/02/2017	State Street Australia Limited	Sale	-5,260	-33,243.20	Ordinary	5,260
	Total		-286,531	-1,794,087.39		

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

-516,123 -3,281,907.37

Westpac RE Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	96,171	572,217.45	Ordinary	96,171
6/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	2,000	12,160.00	Ordinary	2,000
21/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	206,353	.00	Ordinary	206,353
6/01/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	1,000	5,950.00	Ordinary	1,000
6/01/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	1,000	5,950.00	Ordinary	1,000
1/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	22,242	149,243.82	Ordinary	22,242
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	80,368	.00	Ordinary	80,368
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	3,904	.00	Ordinary	3,904
2/02/2017	HSBC Custody Nominees (Australia) Limited.	Purchase	131,438	.00	Ordinary	131,438
	Total		544,476	745,521.27		

Westpac RE Limited Total :

544,476 745,521.27

Westpac Financial Services Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/12/2016	BT Portfolio Services Limited	Purchase	40	238.40	Ordinary	40
1/12/2016	BT Portfolio Services Limited	Purchase	62	369.52	Ordinary	62
1/12/2016	BT Portfolio Services Limited	Purchase	13	77.48	Ordinary	13

1/12/2016	BT Portfolio Services Limited	Purchase	10	59.60	Ordinary	10
1/12/2016	BT Portfolio Services Limited	Purchase	11	65.56	Ordinary	11
1/12/2016	BT Portfolio Services Limited	Purchase	14	83.44	Ordinary	14
1/12/2016	BT Portfolio Services Limited	Purchase	09	53.64	Ordinary	09
13/12/2016	BT Portfolio Services Limited	Purchase	142	866.20	Ordinary	142
16/01/2017	BT Portfolio Services Limited	Purchase	28	176.12	Ordinary	28
20/01/2017	BT Portfolio Services Limited	Purchase	50	303.50	Ordinary	50
31/01/2017	BT Portfolio Services Limited	Purchase	321	2,125.02	Ordinary	321
1/02/2017	BT Portfolio Services Limited	Purchase	171	1,133.73	Ordinary	171
2/02/2017	BT Portfolio Services Limited	Purchase	147	971.67	Ordinary	147
	Total		1,018	6,523.88		

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
1/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	108,812	649,607.64	Ordinary	108,812
16/12/2016	HSBC Custody Nominees (Australia) Limited.	Purchase	24,525	141,999.75	Ordinary	24,525
	Total		133,337	791,607.39		
	Westpac Financial Services Limited					
	Total :		134,355	798,131.27		

ANNEXURE B

This is annexure 'B' (being 3 pages) referred to in Form 605, Notice of ceasing to be a substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin – Company Secretary Westpac Banking Corporation – 09/02/2017

Westpac Banking Corporation	Australia	Series 2011-3 WST Trust	Australia
1925 (Commercial) Pty Limited	Australia	Series 2012-1 WST Trust	Australia
1925 (Industrial) Pty Limited	Australia	Series 2013-1 WST Trust	Australia
1925 Advances Pty Limited	Australia	Series 2013-2 WST Trust	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Series 2014-1 WST Trust	Australia
Advance Asset Management Limited	Australia	Series 2014-2 WST Trust	Australia
Altitude Administration Pty Limited	Australia	Series 2015-1 WST Trust	Australia
Altitude Rewards Pty Limited	Australia	SIE-Lease (Australia) Pty Limited	Australia
Aotearoa Financial Services Limited	New Zealand	SIE-Lease (New Zealand) Pty Limited	New Zealand
Ascalon Capital Managers (Asia) Limited	Hong Kong	Sixty Martin Place (Holdings) Pty Limited	Australia
Ascalon Capital Managers Limited	Australia	St.George Business Finance Pty Limited	Australia
Ascalon Funds Seed Pool Trust	Australia	St.George Custodial Pty Limited	Australia
Asgard Capital Management Limited	Australia	St.George Equity Finance Limited	Australia
Asgard Wealth Solutions Limited	Australia	St.George Finance Holdings Limited	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	St.George Finance Limited	Australia
Australian Loan Processing Security Trust	Australia	St.George Life Limited	Australia
Belliston Pty Limited	Australia	St.George Motor Finance Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT (Queensland) Pty Limited	Australia	Sydney Capital Corp Inc.	USA
BT Australia Pty Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Financial Group (NZ) Limited	New Zealand	The Mortgage Company Pty Limited	Australia
BT Financial Group Pty Limited	Australia	Value Nominees Pty Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	W2 Investments Pty Limited	Australia
BT Funds Management Limited	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Funds Management No.2 Limited	Australia	Waratah Securities Australia Limited	Australia
BT Long Term Income Fund	Australia	Westpac (NZ) Investments Limited	New Zealand
BT Portfolio Services Limited	Australia	Westpac Administration Pty Limited	Australia
BT Private Nominees Pty Limited	Australia	Westpac Administration 2 Limited	Australia
BT Securities Limited	Australia	Westpac Administration 3 Limited	Australia
BT Short Term Income Fund	Australia	Westpac Administration 4 Limited	Australia
Canning Park Capital Pte. Ltd	Australia	Westpac Altitude Rewards Trust	Australia
Capital Corporate Finance Limited	Australia	Westpac Americas Inc.	USA
Capital Finance (NZ) Limited	Australia	Westpac Asian Lending Pty Limited	Australia Papua New Guinea
Capital Finance Australia Limited	Australia	Westpac Bank-PNG-Limited	
Capital Finance New Zealand Limited	Australia	Westpac Capital Holdings Inc.	USA
Capital Fleetlease Limited	Australia	Westpac Capital Markets Holding Corp.	USA
Capital Motor Finance Limited	Australia	Westpac Capital Markets LLC	USA
Capital Rent Group Limited	New Zealand	Westpac Capital-NZ-Limited	New Zealand
CBA Limited	Australia	Westpac Cash PIE Fund	Australia
Challenge Limited	Australia	Westpac Cook Cove Trust I	Australia
Core Infrastructure Income Feeder 1 LP 2016	Partnership(Scotland)	Westpac Cook Cove Trust II	Australia

Core Infrastructure Income Feeder 2 LP 2016	Partnership(Scotland)	Westpac Covered Bond Trust	Australia
Core Infrastructure Income Master LP 2016	Partnership(England)	Westpac Custodian Nominees Pty Limited	Australia
Core Infrastructure Income Holdings Limited 2016	Partnership(England)	Westpac Databank Pty Limited	Australia
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Delta LLC	USA
Crusade ABS Series 2015 - 1 Trust	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade ABS Series 2016 - 1 Trust	Australia	Westpac Equipment Finance Limited	Australia
Crusade CP Management Pty Limited	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade CP No.1 Pty Limited	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Euro Trust 1E of 2006	Australia	Westpac Equity Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Europe Limited	UK
Crusade Global Trust 1 of 2007	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Consultants Limited	Australia
Crusade Management Limited	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade 2P Trust of 2008	Australia	Westpac Financial Services Group Limited	Australia
Danaby Pty Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
eQR Securities Pty. Limited	Australia	Westpac Financial Services Limited	Australia
Europe Infrastructure Debt LP	UK	Westpac Funding Holdings Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Halcyon Securities Pty Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac General Insurance Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac General Insurance Services Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia
Hastings Funds Management (UK) Limited	Singapore	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Funds Management (USA) Inc.	UK	Westpac Holdings-NZ-Limited	New Zealand
Hastings Funds Management Asia Pty. Limited	USA	Westpac Investment Capital Corporation	USA
Hastings Funds Management Limited	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Infrastructure 1 Limited	UK	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Infrastructure 2 Limited	UK	Westpac Investment Vehicle Pty Limited	Australia
Hastings Investment Capital LP	USA	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Investment Management Pty Ltd	UK	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Investments GP LLC	Australia	Westpac Life Insurance Services Limited	Australia
Hastings Korea Company Limited	Korea	Westpac Life-NZ-Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac New Zealand Group Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac New Zealand Limited	New Zealand
Hitton Pty Limited	Australia	Westpac New Zealand Staff Superannuation Scheme Trustee Limited	New Zealand
HLT Custodian Trust	New Zealand	Westpac Nominees-NZ-Limited	New Zealand
Infrastructure GP LLP	UK	Westpac Notice Saver PIE Fund	Australia
Infrastructure GP 2 LLP	UK	Westpac NZ Covered Bond Holdings Limited	New Zealand
Infrastructure Research and Advisory Services Private Limited	India	Westpac NZ Covered Bond Limited	New Zealand
Magnitude Group Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
MIF Custodian Trust	New Zealand	Westpac NZ Securitisation Holdings Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac NZ Securitisation Limited	New Zealand
Net Nominees Limited	Australia	Westpac NZ Securitisation No. 2 Limited	New Zealand
Number 120 Limited	New Zealand	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Oniston Pty Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Partnership Pacific Pty Limited	Australia	Westpac Properties Limited	Australia

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

Note: Westpac retains 29.3% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Management Limited (29.3%)	Australia
BT Investment Management (Institutional) Limited (Subsidiary of BT Investment Management Limited)	Australia
BT Investment Management (Fund Services) Limited (Subsidiary of BT Investment Management Limited)	Australia
JO Hambro Capital Management Limited (Subsidiary of BT Investment Management Limited)	UK