



Investment  
Management

18 January 2011

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 Boom Logistics 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

For personal use only

## Form 604

Corporations Law  
Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme BOOM LOGISTICS LIMITED

ACN/ARSN ABN 28 095 466 961

#### 1. Details of substantial holder(1)

Name BT Investment Management Limited (BTT)

ACN/ARSN (if applicable) ABN 28 126 385 822

There was a change in the interests of the substantial holder on 14/01/2011

The previous notice was given to the company on 10/09/2010

The previous notice was dated 8/09/2010

#### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice in the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power	Person's votes	Voting Power (5)
ORDINARY SHARES	37,228,095	8.08%	41,995,323	9.10%

#### 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
14/01/2011	WBC & its Associates Westpac Financial Services Group Limited (WFSG), Equity Desk - (WIB) Westpac Institutional Bank, Asgard Capital Management Limited, Advance Asset Management Limited, BT Funds Management No.2 Limited, BT Investment Management (RE) Limited	See Schedule	See Schedule	See Schedule	See Schedule

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Nature of relevant interest (6)	Number of securities
Advance Asset Management Limited	HSBC Custody Nominees (Australia) Limited.	Advance Asset Management Ltd is the RE of various unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	779,509
Asgard Capital Management Limited	ASGARD Capital Management Limited	Asgard Capital Management Limited ABN 92 009 279 592 AFSL 240695 RSE Licence L0001946 is the trustee, administrator and custodian of all Asgard superannuation entities, the (Hillross) PortfolioCare Retirement Plan and the BEACON Superannuation Plan. In those capacities, Asgard has the power to exercise the right to vote attached to, and to dispose of, the securities held by these entities.	88,387
BT Funds Management No.2 Limited	HSBC Custody Nominees (Australia) Limited.	BT Funds Management No 2 Limited is or may be the Manager of various Superannuation funds, Institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	5,407,679
BT Investment Management (RE) Limited	Australia and New Zealand Banking Group Limited  IAG Nominees Limited  National Nominees Limited  BNP Fund Services Australasia Pty Limited  Citicorp Nominees Pty Limited  National Australia Bank Limited  National Australian Custodian Services  HSBC Custody	BT Investment Management (RE) Limited is the RE and 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.	35,719,748

	Nominees (Australia) Limited.		
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**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
BT Investment Management Limited	New Responsible Entity or Investment Manager within WBC.

**6. Addresses**

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

Name	Address
Westpac Banking Corporation (WBC)	Level 20, Westpac Place, 275 Kent St, Sydney NSW 2000
Westpac Financial Services Group Limited (WFSG)	Level 20, Westpac Place, 275 Kent St, Sydney NSW 2000
Equity Desk - (WIB) Westpac Institutional Bank	Level 20, Westpac Place, 275 Kent St Sydney NSW 2000
Asgard Capital Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
Advance Asset Management Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Funds Management No.2 Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (RE) Limited	Level 15, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
BOOM LOGISTICS LIMITED	Boom Logistics Limited (BOL) Level 6, 55 Southbank Boulevard, Southbank, VIC 3006  Ph: (03) 9207 2500 Fax: (03) 9207 2400

**Signature**

print name Chris Millard capacity Company Secretary

sign here \_\_\_\_\_ date 18/1/2011

## DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6of the form.
- (2) See the definition of “associate” in section 9 of the Corporations Law.
- (3) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Law.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person’s votes divided by the total votes in the body corporate scheme multiplied by 100.
- (6) Include details of:
  - (a) Any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and with a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) Any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write “unknown”.
- (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

SCHEDULE

TRANSACTION HISTORY

Sales & Purchases for the period : 9/09/2010 to 14/01/2011

SECURITY: BOL

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**Advance Asset Management Limited**

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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
13/09/2010	HSBC Custody Nominees (Australia) Limited.	-23,000	-9,890.00
7/10/2010	HSBC Custody Nominees (Australia) Limited.	-52,000	-20,800.00
26/11/2010	HSBC Custody Nominees (Australia) Limited.	-9,900	-4,158.00
	<b>Total</b>	<b>-84,900</b>	<b>-34,848.00</b>
	<b>Advance Asset Management Limited Total :</b>	<b>-84,900</b>	<b>-34,848.00</b>

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**Asgard Capital Management Limited**

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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
8/10/2010	ASGARD Capital Management Limited	-1,400	-560.00
8/10/2010	ASGARD Capital Management Limited	-2,027	-810.80
14/10/2010	ASGARD Capital Management Limited	-10,000	-4,100.00
4/11/2010	ASGARD Capital Management Limited	-679	-291.97
5/11/2010	ASGARD Capital Management Limited	-1,443	-634.92
	<b>Total</b>	<b>-15,549</b>	<b>-6,397.69</b>
	<b>Asgard Capital Management Limited Total :</b>	<b>-15,549</b>	<b>-6,397.69</b>

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**BT Funds Management No.2 Limited**

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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
9/09/2010	HSBC Custody Nominees (Australia) Limited.	18,336	8,251.20
13/09/2010	HSBC Custody Nominees (Australia) Limited.	10,130	4,355.90
14/09/2010	HSBC Custody Nominees (Australia) Limited.	77,581	34,135.64
14/09/2010	HSBC Custody Nominees (Australia) Limited.	10,495	4,617.80
15/09/2010	HSBC Custody Nominees (Australia) Limited.	19,287	8,486.28
15/09/2010	HSBC Custody Nominees (Australia) Limited.	14,724	6,478.56
11/10/2010	HSBC Custody Nominees (Australia) Limited.	35,867	15,422.81
12/10/2010	HSBC Custody Nominees (Australia) Limited.	51,157	21,485.94
13/10/2010	HSBC Custody Nominees (Australia) Limited.	29,480	12,086.80
14/10/2010	HSBC Custody Nominees (Australia) Limited.	30,122	12,350.02
13/01/2011	HSBC Custody Nominees (Australia) Limited.	1,254	489.06
14/01/2011	HSBC Custody Nominees (Australia) Limited.	54,234	22,235.94
	<b>Total</b>	<b>352,667</b>	<b>150,395.95</b>
	<b>BT Funds Management No.2 Limited Total :</b>	<b>352,667</b>	<b>150,395.95</b>

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**BT Investment Management (RE) Limited**

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<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
9/09/2010	Australia and New Zealand Banking Group Limited	133	59.85
13/09/2010	Australia and New Zealand Banking Group Limited	1,320	567.60

14/09/2010	Australia and New Zealand Banking Group Limited	1,368	601.92
14/09/2010	Australia and New Zealand Banking Group Limited	10,110	4,448.40
15/09/2010	Australia and New Zealand Banking Group Limited	1,072	471.68
15/09/2010	Australia and New Zealand Banking Group Limited	2,513	1,105.72
27/09/2010	Australia and New Zealand Banking Group Limited	43,633	18,762.19
11/10/2010	Australia and New Zealand Banking Group Limited	6,888	2,961.84
12/10/2010	Australia and New Zealand Banking Group Limited	4,190	1,759.80
13/10/2010	Australia and New Zealand Banking Group Limited	2,522	1,034.02
14/10/2010	Australia and New Zealand Banking Group Limited	6,175	2,531.75
15/10/2010	Australia and New Zealand Banking Group Limited	2,472	1,013.52
14/01/2011	Australia and New Zealand Banking Group Limited	3,129	1,282.89
	<b>Total</b>	<b>85,525</b>	<b>36,601.18</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
9/09/2010	BNP Fund Services Australasia Pty Limited	23,705	10,667.25
13/09/2010	BNP Fund Services Australasia Pty Limited	24,984	10,743.12
14/09/2010	BNP Fund Services Australasia Pty Limited	191,345	84,191.80
14/09/2010	BNP Fund Services Australasia Pty Limited	25,884	11,388.96
14/09/2010	BNP Fund Services Australasia Pty Limited	-18,681	-8,219.64
15/09/2010	BNP Fund Services Australasia Pty Limited	47,570	20,930.80
24/09/2010	BNP Fund Services Australasia Pty Limited	49,709	21,374.87
	<b>Total</b>	<b>344,516</b>	<b>151,077.16</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
9/09/2010	Citicorp Nominees Pty Limited	27,895	12,552.75
13/09/2010	Citicorp Nominees Pty Limited	36,847	15,844.21
14/09/2010	Citicorp Nominees Pty Limited	38,174	16,796.56
14/09/2010	Citicorp Nominees Pty Limited	282,198	124,167.12
14/09/2010	Citicorp Nominees Pty Limited	48,220	21,216.80
15/09/2010	Citicorp Nominees Pty Limited	70,157	30,869.08
	<b>Total</b>	<b>503,491</b>	<b>221,446.52</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
9/09/2010	HSBC Custody Nominees (Australia) Limited.	70,415	31,686.75
13/09/2010	HSBC Custody Nominees (Australia) Limited.	44,755	19,244.65
14/09/2010	HSBC Custody Nominees (Australia) Limited.	46,366	20,401.04
14/09/2010	HSBC Custody Nominees (Australia) Limited.	342,763	150,815.72
15/09/2010	HSBC Custody Nominees (Australia) Limited.	85,215	37,494.60
15/09/2010	HSBC Custody Nominees (Australia) Limited.	58,546	25,760.24
7/10/2010	HSBC Custody Nominees (Australia) Limited.	40,000	16,400.00
8/10/2010	HSBC Custody Nominees (Australia) Limited.	53,119	21,778.79
11/10/2010	HSBC Custody Nominees (Australia) Limited.	415,670	178,738.10
12/10/2010	HSBC Custody Nominees (Australia) Limited.	202,913	85,223.46
13/10/2010	HSBC Custody Nominees (Australia) Limited.	135,494	55,552.54
14/10/2010	HSBC Custody Nominees (Australia) Limited.	466,033	191,073.53
15/10/2010	HSBC Custody Nominees (Australia) Limited.	283,203	116,113.23
25/10/2010	HSBC Custody Nominees (Australia) Limited.	-37,662	-18,831.00
25/10/2010	HSBC Custody Nominees (Australia) Limited.	-5,971	-2,985.50
14/01/2011	HSBC Custody Nominees (Australia) Limited.	25,441	10,430.81
	<b>Total</b>	<b>2,226,300</b>	<b>938,896.96</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
9/09/2010	IAG Nominees Limited	6,125	2,756.25
9/09/2010	IAG Nominees Limited	9,760	4,392.00

13/09/2010	IAG Nominees Limited	7,100	3,053.00
13/09/2010	IAG Nominees Limited	11,278	4,849.54
14/09/2010	IAG Nominees Limited	7,356	3,236.64
14/09/2010	IAG Nominees Limited	54,378	23,926.32
14/09/2010	IAG Nominees Limited	9,275	4,081.00
14/09/2010	IAG Nominees Limited	11,684	5,140.96
14/09/2010	IAG Nominees Limited	14,732	6,482.08
14/09/2010	IAG Nominees Limited	86,371	38,003.24
15/09/2010	IAG Nominees Limited	13,519	5,948.36
15/09/2010	IAG Nominees Limited	21,472	9,447.68
	<b>Total</b>	<b>253,050</b>	<b>111,317.07</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
9/09/2010	National Australia Bank Limited	5,341	2,403.45
9/09/2010	National Australia Bank Limited	32,233	14,504.85
13/09/2010	National Australia Bank Limited	6,241	2,683.63
13/09/2010	National Australia Bank Limited	38,079	16,373.97
14/09/2010	National Australia Bank Limited	47,797	21,030.68
14/09/2010	National Australia Bank Limited	8,154	3,587.76
14/09/2010	National Australia Bank Limited	6,466	2,845.04
14/09/2010	National Australia Bank Limited	291,636	128,319.84
14/09/2010	National Australia Bank Limited	39,451	17,358.44
14/09/2010	National Australia Bank Limited	-61,700	-27,148.00
15/09/2010	National Australia Bank Limited	11,883	5,228.52
15/09/2010	National Australia Bank Limited	72,504	31,901.76
24/09/2010	National Australia Bank Limited	-49,709	-21,374.87
	<b>Total</b>	<b>448,376</b>	<b>197,715.07</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
9/09/2010	National Australian Custodian Services	1,103	496.35
9/09/2010	National Australian Custodian Services	587	264.15
9/09/2010	National Australian Custodian Services	240	108.00
13/09/2010	National Australian Custodian Services	11,540	4,962.20
13/09/2010	National Australian Custodian Services	5,993	2,576.99
13/09/2010	National Australian Custodian Services	2,300	989.00
14/09/2010	National Australian Custodian Services	11,956	5,260.64
14/09/2010	National Australian Custodian Services	88,382	38,888.08
14/09/2010	National Australian Custodian Services	45,897	20,194.68
14/09/2010	National Australian Custodian Services	6,209	2,731.96
14/09/2010	National Australian Custodian Services	17,612	7,749.28
14/09/2010	National Australian Custodian Services	2,382	1,048.08
15/09/2010	National Australian Custodian Services	9,395	4,133.80
15/09/2010	National Australian Custodian Services	21,973	9,668.12
15/09/2010	National Australian Custodian Services	4,880	2,147.20
15/09/2010	National Australian Custodian Services	11,410	5,020.40
15/09/2010	National Australian Custodian Services	1,874	824.56
15/09/2010	National Australian Custodian Services	4,378	1,926.32
11/10/2010	National Australian Custodian Services	34,134	14,677.62
11/10/2010	National Australian Custodian Services	17,708	7,614.44
11/10/2010	National Australian Custodian Services	6,782	2,916.26
12/10/2010	National Australian Custodian Services	32,994	13,857.48
12/10/2010	National Australian Custodian Services	17,164	7,208.88
12/10/2010	National Australian Custodian Services	6,587	2,766.54
13/10/2010	National Australian Custodian Services	20,159	8,265.19

13/10/2010	National Australian Custodian Services	10,460	4,288.60
13/10/2010	National Australian Custodian Services	4,013	1,645.33
14/10/2010	National Australian Custodian Services	28,219	11,569.79
14/10/2010	National Australian Custodian Services	14,642	6,003.22
14/10/2010	National Australian Custodian Services	5,601	2,296.41
13/01/2011	National Australian Custodian Services	35,051	13,669.89
13/01/2011	National Australian Custodian Services	18,295	7,135.05
13/01/2011	National Australian Custodian Services	7,029	2,741.31
14/01/2011	National Australian Custodian Services	34,345	14,081.45
14/01/2011	National Australian Custodian Services	17,839	7,313.99
14/01/2011	National Australian Custodian Services	6,843	2,805.63
	<b>Total</b>	<b>565,976</b>	<b>239,846.89</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
9/09/2010	National Nominees Limited	3,655	1,644.75
13/09/2010	National Nominees Limited	2,132	916.76
14/09/2010	National Nominees Limited	16,327	7,183.88
14/09/2010	National Nominees Limited	2,209	971.96
15/09/2010	National Nominees Limited	4,059	1,785.96
15/09/2010	National Nominees Limited	2,847	1,252.68
11/10/2010	National Nominees Limited	10,832	4,657.76
12/10/2010	National Nominees Limited	9,995	4,197.90
13/10/2010	National Nominees Limited	6,114	2,506.74
14/10/2010	National Nominees Limited	9,032	3,703.12
15/10/2010	National Nominees Limited	259	106.19
13/01/2011	National Nominees Limited	9,896	3,859.44
14/01/2011	National Nominees Limited	10,419	4,271.79
	<b>Total</b>	<b>87,776</b>	<b>37,058.93</b>

**BT Investment Management (RE) Limited Total : 4,515,010 1,933,959.78**

## ANNEXURE A – ASSOCIATED COMPANIES

This is annexure 'A' (being 4 pages) referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac and its associated entities

Rebecca Farrell – Company Secretary WBC– 14/01/2011

1925 (Commercial) Pty Limited	Australia	Qvalent Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	RAMS Financial Group Pty Limited	Australia
1925 Advances Pty Limited	Australia	Real Estate Investment Trust B	Australia
A.F.G. Insurances Limited	Australia	RESI-Statewide Mortgage Corporation Pty Limited	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	RMS Warehouse Trust 2007-1	Australia
Advance Asset Management Limited	Australia	Sallmoor Pty Limited	Australia
Altitude Administration Pty Limited	Australia	Sarnia Pty Limited	Australia
Altitude Rewards Pty Limited	Australia	Securitor Financial Group Limited	Australia
Aotearoa Financial Services Limited	New Zealand	Series 2005-1G WST Trust	Australia
Ascalon Capital Managers Limited	Australia	Series 2007-1G WST Trust	Australia
Ascalon Funds Seed Pool Trust	Australia	Series 2008-1M WST Trust	Australia
Asgard Capital Management Limited	Australia	Series 2009-1 WST Trust	Australia
Asgard Wealth Solutions Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
Assirt Software Pty Limited	Australia	Southern Cross Inc.	USA
Athena Finance Pty Limited	Australia	St.George (Note Issuing Vehicle Only) Pty Limited	Australia
Australian Infrastructure Fund International 1 Pty Limited	Australia	St.George APL Pty Limited	Australia
Australian Loan Processing Security Company Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
Australian Loan Processing Security Trust	Australia	St.George Custodial Pty Limited	Australia
Autodirect Pty Limited	Australia	St.George Equity Finance Limited	Australia
Beech Trust	Australia	St.George Finance Holdings Limited	Australia
Belliston Pty Limited	Australia	St.George Finance Limited	Australia
Bill Acceptance Corporation Limited	Australia	St.George Financial Investments 1 Pty Limited	Australia
BLE Capital Investments Pty Limited	Australia	St.George Financial Services Limited	Australia
BLE Capital Limited	Australia	St.George Group Holdings Pty Limited	Australia
BLE Capital (NZ) Limited	New Zealand	St.George Insurance Australia Pty Limited	Australia
BLE Development Pty Limited	Australia	St.George Life Limited	Australia
BLE Holdings Pty Limited	Australia	St.George Motor Finance Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George New Zealand Limited	New Zealand
BT Australia Corporate Services Pty Limited	Australia	St.George Procurement Management Pty Limited	Australia
BT Australia Pty Limited	Australia	St.George Security Holdings Pty Limited	Australia
BT Finance & Investments Pty Limited	Australia	St.George Wealth Management Pty Limited	Australia
BT Finance Pty Limited	Australia	St.George WEL Pty. Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	Sydney Capital Corp Inc	USA
BT Financial Group Pty Limited	Australia	Tasman Funding No.1 Limited	New Zealand
BT Funds Management (NZ) Limited	New Zealand	Tasman Funding No.2 Limited	New Zealand
BT Funds Management Limited	Australia	Tasman LLC	USA
BT Funds Management No.2 Limited	Australia	Tasman Pacific Investments Pty Limited	Australia
BT Investment Management (RE) Limited	Australia	Tavarua Funding Trust III	Australia
BT Investment Management Limited	Australia	Tavarua Funding Trust IV	USA
BT Investment Management No.2 Limited	Australia	TBNZ Investments (UK) Limited	UK
BT Life Limited	Australia	Teuton Pty Limited	Australia
BT Nominees Pty Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Portfolio Services Limited	Australia	The Mortgage Company Pty Limited	Australia
BT Securities Limited	Australia	The Warehouse Financial Services Limited	New Zealand
Buchelin Pty Limited	Australia	TIF International 1 Pty Limited	Australia
Canberra Advance Property Limited	Australia	TPC Services Australia Pty Limited	Australia

Castlereagh Trust	Australia	Value Nominees Pty Limited	Australia
CBA Limited	Australia	W1 Investments Pty Limited	Australia
Challenge Finance Pty Limited	Australia	Waratah Receivables Corp Pty Limited	Australia
Challenge Limited	Australia	Waratah Securities Australia Limited	Australia
Chifley Services Pty Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
Codrington S.a.r.l.	Luxembourg	Westpac Administration Pty Limited	Australia
Crusade ABS Series 2008-1	Australia	Westpac Altitude Rewards Trust	Australia
Crusade ABS Series 2008-2	Australia	Westpac Americas Inc.	USA
Crusade CP Management Pty Limited	Australia	Westpac Asian Lending Pty Limited	Australia
Crusade CP No.1 Pty Limited	Australia	Westpac Asset Services Pty Limited	Australia
Crusade CP Trust No. 41	Australia	Westpac Bank of Tonga	Tonga
Crusade CP Trust No. 44	Australia	Westpac Bank Samoa Limited	Samoa
Crusade CP Trust No. 48	Australia	Westpac Bank-PNG-Limited	Papua New Guinea
Crusade CP Trust No. 49	Australia	Westpac Capital Corporation	USA
Crusade CP Trust No. 50	Australia	Westpac Capital Holdings Inc.	USA
Crusade CP Trust No. 52	Australia	Westpac Capital Trust III	USA
Crusade CP Trust No. 53	Australia	Westpac Capital Trust IV	USA
Crusade CP Trust No. 54	Australia	Westpac Capital-NZ-Limited	New Zealand
Crusade CP Trust No. 55	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Trust No. 56	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Trust No. 57	Australia	Westpac Custodian Nominees Limited	Australia
Crusade CP Trust No. 58	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 60	Australia	Westpac Delta LLC	USA
Crusade Euro Trust 1E of 2004	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Equipment Finance Limited	Australia
Crusade Global Trust 1 of 2003	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade Global Trust 1 of 2004	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade Global Trust 1 of 2005	Australia	Westpac Equity Pty Limited	Australia
Crusade Global Trust 1 of 2006	Australia	Westpac Europe Limited	UK
Crusade Global Trust 1 of 2007	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade Global Trust 2 of 2003	Australia	Westpac Financial Consultants Limited	Australia
Crusade Global Trust 2 of 2004	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Global Trust 2 of 2005	Australia	Westpac Financial Services Group Limited	Australia
Crusade Global Trust 2 of 2006	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Crusade Management Limited	Australia	Westpac Financial Services Limited	Australia
Crusade Trust 1A of 2005	Australia	Westpac Funding Holdings Pty Limited	Australia
Crusade Trust 2P of 2008	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Danaby Pty Limited	Australia	Westpac Funds Financing Pty Limited	Australia
Dragon Investment Services Limited	Australia	Westpac General Insurance Limited	Australia
Dysty Pty Limited	Australia	Westpac General Insurance Services Limited	Australia
Enfield Downs Pty Limited	Australia	Westpac Group Investment-NZ-Limited	New Zealand
FAI No. 2 Trust	Australia	Westpac Group Investments Australia Pty Limited	Australia
First Residential Property Trust	Australia	Westpac Holdings-NZ-Limited	New Zealand
G.C.L. Investments Pty Limited	Australia	Westpac Investment Capital Corporation	USA
Gemini Trust	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
General Credit Holdings Pty Limited	Australia	Westpac Investment Vehicle No.3 Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Investment Vehicle No.4 Pty Limited	Australia
Halcyon Securities Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac Investments U.K. Limited	UK
Hastings Forestry Investments Limited	New Zealand	Westpac Leasing Nominees-Vic.-Pty Limited	Australia

Hastings Forests Australia Pty Limited	Australia	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Funds Management (UK) Limited	UK	Westpac Life Insurance Services Limited	Australia
Hastings Funds Management (USA) Inc.	USA	Westpac Life-NZ-Limited	New Zealand
Hastings Funds Management Limited	Australia	Westpac Matching Gifts Limited	Australia
Hastings Group Pty Limited	Australia	Westpac New Zealand Group Limited	New Zealand
Hastings Investment Capital LP	USA	Westpac New Zealand Limited	New Zealand
Hastings Investment LLC	USA	Westpac Nominees-NZ-Limited	New Zealand
Hastings Management Pty Limited	Australia	Westpac NZ Funding Limited	New Zealand
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
Hastings Private Equity Fund IIB Pty Limited	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
Hickory Trust	Australia	Westpac NZ Securitisation Limited	New Zealand
Hitton Pty Limited	Australia	Westpac Overseas Holdings No. 2 Pty Limited	Australia
HLT Custodian Trust	New Zealand	Westpac Overseas Holdings Pty Limited	Australia
Infrastructure Australia (No.1) Limited	Australia	Westpac Pacific Limited Partnership	Australia
Infrastructure Australia (No.3) Limited	Australia	Westpac Private Equity Pty Limited	Australia
Infrastructure Australia (No.4) Limited	Australia	Westpac Properties Limited	Australia
Magnitude Group Pty Limited	Australia	Westpac RE Limited	Australia
Mayfair Australia Investments Limited	Australia	Westpac Residential Property Trust	Australia
MIF Custodian Trust	New Zealand	Westpac Residential Real Estate Investment Trust I	Australia
Mortgage Management Limited	Australia	Westpac Residential Real Estate Investment Trust II	Australia
Nationwide Management Pty Limited	Australia	Westpac Securities Administration Limited	Australia
Net Nominees Limited	Australia	Westpac Securities Inc.	USA
Number 120 Limited1	New Zealand	Westpac Securities Limited	Australia
Oakjet Pty Limited	Australia	Westpac Securities NZ Limited	New Zealand
Oniston Pty Limited	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Orion Trust	Australia	Westpac Securitisation Management Pty Limited	Australia
Packaging Properties 1 Pty Limited	Australia	Westpac Singapore Limited	Singapore
Packaging Properties 2 Pty Limited	Australia	Westpac Structured Products Limited	Australia
Packaging Properties 3 Pty Limited	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Pact Accountants Investment Group Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Partnership Pacific Limited	Australia	Westpac Term PIE Fund	New Zealand
Partnership Pacific Securities Limited	Australia	Westpac TPS Trust	Australia
Pashley Investments Pty Limited	Australia	Westpac Unit Trust	Australia
PF No. 2	New Zealand	Westpac USA Inc.	USA
Phoenix Trust	Australia	WFAL No.1 Loan Trust	Hong Kong

Note: Westpac retains 60% ownership of BT Investment Management Limited who lodges separate notices under ASX code 'BTT'

BT Investment Mangement Limited (60%)	Australia
BT Investment Mangement (RE) Limited (Subsidiary of BT Investment Management Limited)	Australia