Form 603

Corporations Law
Section 671B

Notice of initial substantial holder

To Company Name/Scheme MAYNE PHARMA GROUP LIMITED (MYX)

ACN/ARSN ABN 76 115 832 963

1. Details of substantial holder(1)

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

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

The holder became a substantial holder on 08/04/2014

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's votes (5)	Voting power (6)
ORDINARY SHARES	29,924,517	29,924,517	5.10%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder 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.	2,298,997
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	29,841

		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.	
BT Funds Management Limited	BT Portfolio Services Limited	BT Funds Management Limited is the manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	750,770
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.	1,695,979
BT Investment Management (Fund Services) 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.	1,114,516
BT Investment Management (Institutional) 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.	23,847,979
Westpac RE Limited	HSBC Custody Nominees (Australia) Limited.	Westpac RE Pty Limited is the manager of various superannuation funds, institutional investor portfolios and unit	186,435

		trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder (8)	Class and number of securities
Asgard Capital Management Limited	See Schedule	See Schedule	
Westpac RE Limited	See Schedule	See Schedule	
BT Funds Management Limited	See Schedule	See Schedule	
BT Investment Management (Fund Services) Limited	See Schedule	See Schedule	
BT Funds Management No.2 Limited	See Schedule	See Schedule	
Advance Asset Management Limited	See Schedule	See Schedule	
BT Investment Management (Institutional) Limited	See Schedule	See Schedule	

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
WBC & associates	See Schedule	See Schedule		

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

7. 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
Westpac RE 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
MAYNE PHARMA GROUP LIMITED (MYX)	The Company Secretary, MAYNE PHARMA GROUP LIMITED (MYX) Level 14, 474 Flinders Street MELBOURNE VIC 3000 Tel: +61 3 8614 7777 Fax: +61 3 8614 7022

Signature

print name Tim Hartin capacity Company Secretary

sign here _____ date 10/04/2014

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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.

(6) The person's votes divided by the total votes in the body corporate scheme multiplied by 100.

(7) 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).

See the definition of "relevant agreement" in section 9 of the Corporations Law.

(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) 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.

SCHEDULE

Sales & Purchases for the period : 8/12/2013 to 8/04/2014
SECURITY: MYX

Advance Asset Management Limited

Date	Registered Company	Quantity	Value
11/12/2013	HSBC Custody Nominees (Australia) Limited.	23,221	16,022.49
19/02/2014	HSBC Custody Nominees (Australia) Limited.	6,957	.00
19/02/2014	HSBC Custody Nominees (Australia) Limited.	292,830	.00
19/02/2014	HSBC Custody Nominees (Australia) Limited.	8,184	.00
11/03/2014	HSBC Custody Nominees (Australia) Limited.	12,668	12,414.64
12/03/2014	HSBC Custody Nominees (Australia) Limited.	7,793	7,637.14
21/03/2014	HSBC Custody Nominees (Australia) Limited.	2,176	2,176.00
21/03/2014	HSBC Custody Nominees (Australia) Limited.	-8,772	-8,859.72
26/03/2014	HSBC Custody Nominees (Australia) Limited.	4,435	4,390.65
27/03/2014	HSBC Custody Nominees (Australia) Limited.	12,806	12,549.88
1/04/2014	HSBC Custody Nominees (Australia) Limited.	859	807.46
2/04/2014	HSBC Custody Nominees (Australia) Limited.	113,198	107,538.10
7/04/2014	HSBC Custody Nominees (Australia) Limited.	17,179	15,976.47
	Total	**493,534**	**170,653.11**
	Advance Asset Management Limited Total :	**493,534**	**170,653.11**

Asgard Capital Management Limited

Date	Registered Company	Quantity	Value
26/02/2014	ASGARD Capital Management Limited	10,000	9,200.00
	Total	**10,000**	**9,200.00**
	Asgard Capital Management Limited Total :	**10,000**	**9,200.00**

BT Funds Management Limited

Date	Registered Company	Quantity	Value
10/12/2013	BT Portfolio Services Limited	10,000	6,910.00
23/12/2013	BT Portfolio Services Limited	20,000	13,636.00
23/12/2013	BT Portfolio Services Limited	20,000	13,652.00
7/01/2014	BT Portfolio Services Limited	20,000	14,136.00
21/02/2014	BT Portfolio Services Limited	-9,535	-8,688.29
	Total	**60,465**	**39,645.71**
	BT Funds Management Limited Total :	**60,465**	**39,645.71**

BT Funds Management No.2 Limited

Date	Registered Company	Quantity	Value
19/02/2014	HSBC Custody Nominees (Australia) Limited.	294,313	.00
26/02/2014	HSBC Custody Nominees (Australia) Limited.	4,799	4,223.12
26/02/2014	HSBC Custody Nominees (Australia) Limited.	39,336	34,222.32
27/02/2014	HSBC Custody Nominees (Australia) Limited.	104,503	94,052.70
27/02/2014	HSBC Custody Nominees (Australia) Limited.	13,326	11,860.14
4/03/2014	HSBC Custody Nominees (Australia) Limited.	995	895.50

5/03/2014	HSBC Custody Nominees (Australia) Limited.	1,143	1,051.56
6/03/2014	HSBC Custody Nominees (Australia) Limited.	51,998	49,918.08
7/03/2014	HSBC Custody Nominees (Australia) Limited.	163,322	158,422.34
10/03/2014	HSBC Custody Nominees (Australia) Limited.	99,240	99,240.00
12/03/2014	HSBC Custody Nominees (Australia) Limited.	125,816	122,041.52
13/03/2014	HSBC Custody Nominees (Australia) Limited.	62,571	61,319.58
14/03/2014	HSBC Custody Nominees (Australia) Limited.	33,953	32,934.41
17/03/2014	HSBC Custody Nominees (Australia) Limited.	16,932	16,424.04
18/03/2014	HSBC Custody Nominees (Australia) Limited.	779	755.63
25/03/2014	HSBC Custody Nominees (Australia) Limited.	12,468	12,093.96
27/03/2014	HSBC Custody Nominees (Australia) Limited.	86,873	84,266.81
28/03/2014	HSBC Custody Nominees (Australia) Limited.	160,467	155,652.99
31/03/2014	HSBC Custody Nominees (Australia) Limited.	60,462	56,834.28
1/04/2014	HSBC Custody Nominees (Australia) Limited.	152,342	143,201.48
2/04/2014	HSBC Custody Nominees (Australia) Limited.	12,587	11,831.78
7/04/2014	HSBC Custody Nominees (Australia) Limited.	104,369	98,106.86
8/04/2014	HSBC Custody Nominees (Australia) Limited.	93,385	83,112.65
	Total	**1,695,979**	**1,332,461.75**
	BT Funds Management No.2 Limited Total :	**1,695,979**	**1,332,461.75**

BT Investment Management (Fund Services) Limited

Date	Registered Company	Quantity	Value
19/02/2014	Australia and New Zealand Banking Group Limited	29,971	.00
26/02/2014	Australia and New Zealand Banking Group Limited	4,023	3,500.01
26/02/2014	Australia and New Zealand Banking Group Limited	491	432.08
27/02/2014	Australia and New Zealand Banking Group Limited	10,680	9,612.00
27/02/2014	Australia and New Zealand Banking Group Limited	1,362	1,212.18
4/03/2014	Australia and New Zealand Banking Group Limited	171	153.90
5/03/2014	Australia and New Zealand Banking Group Limited	117	107.64
6/03/2014	Australia and New Zealand Banking Group Limited	5,334	5,120.64
7/03/2014	Australia and New Zealand Banking Group Limited	16,807	16,302.79
10/03/2014	Australia and New Zealand Banking Group Limited	10,181	10,181.00
12/03/2014	Australia and New Zealand Banking Group Limited	12,927	12,539.19
13/03/2014	Australia and New Zealand Banking Group Limited	6,745	6,610.10
14/03/2014	Australia and New Zealand Banking Group Limited	3,515	3,409.55
17/03/2014	Australia and New Zealand Banking Group Limited	1,753	1,700.41
18/03/2014	Australia and New Zealand Banking Group Limited	81	78.57
25/03/2014	Australia and New Zealand Banking Group Limited	1,291	1,252.27
27/03/2014	Australia and New Zealand Banking Group Limited	8,995	8,725.15
28/03/2014	Australia and New Zealand Banking Group Limited	16,347	15,856.59
31/03/2014	Australia and New Zealand Banking Group Limited	6,833	6,423.02
1/04/2014	Australia and New Zealand Banking Group Limited	15,960	15,002.40
2/04/2014	Australia and New Zealand Banking Group Limited	1,319	1,239.86
7/04/2014	Australia and New Zealand Banking Group Limited	10,589	9,953.66
8/04/2014	Australia and New Zealand Banking Group Limited	9,783	8,706.87
	Total	**175,275**	**138,119.88**

Date	Registered Company	Quantity	Value
19/02/2014	National Australian Custodian Services	76,296	.00
26/02/2014	National Australian Custodian Services	10,242	9,012.96
26/02/2014	National Australian Custodian Services	1,250	1,100.00
27/02/2014	National Australian Custodian Services	27,190	24,471.00

27/02/2014	National Australian Custodian Services	3,467	3,085.63
4/03/2014	National Australian Custodian Services	517	465.30
5/03/2014	National Australian Custodian Services	299	275.08
6/03/2014	National Australian Custodian Services	13,617	13,072.32
7/03/2014	National Australian Custodian Services	42,960	41,671.20
10/03/2014	National Australian Custodian Services	25,988	25,988.00
12/03/2014	National Australian Custodian Services	33,016	32,025.52
13/03/2014	National Australian Custodian Services	17,606	17,253.88
14/03/2014	National Australian Custodian Services	9,012	8,741.64
17/03/2014	National Australian Custodian Services	4,494	4,359.18
18/03/2014	National Australian Custodian Services	207	200.79
25/03/2014	National Australian Custodian Services	3,309	3,209.73
27/03/2014	National Australian Custodian Services	23,058	22,366.26
28/03/2014	National Australian Custodian Services	41,592	40,344.24
31/03/2014	National Australian Custodian Services	17,304	16,265.76
1/04/2014	National Australian Custodian Services	40,697	38,255.18
2/04/2014	National Australian Custodian Services	3,363	3,161.22
7/04/2014	National Australian Custodian Services	27,085	25,459.90
8/04/2014	National Australian Custodian Services	24,947	22,202.83
	Total	**447,516**	**352,987.62**

Date	**Registered Company**	**Quantity**	**Value**
19/02/2014	National Nominees Limited	83,844	.00
26/02/2014	National Nominees Limited	1,373	1,208.24
26/02/2014	National Nominees Limited	11,253	9,902.64
27/02/2014	National Nominees Limited	29,875	26,887.50
27/02/2014	National Nominees Limited	3,809	3,390.01
4/03/2014	National Nominees Limited	564	507.60
5/03/2014	National Nominees Limited	329	302.68
6/03/2014	National Nominees Limited	14,961	14,362.56
7/03/2014	National Nominees Limited	47,198	45,782.06
10/03/2014	National Nominees Limited	28,554	28,554.00
12/03/2014	National Nominees Limited	36,277	35,188.69
13/03/2014	National Nominees Limited	19,311	18,924.78
14/03/2014	National Nominees Limited	9,898	9,601.06
17/03/2014	National Nominees Limited	4,936	4,787.92
18/03/2014	National Nominees Limited	227	220.19
25/03/2014	National Nominees Limited	3,635	3,525.95
27/03/2014	National Nominees Limited	25,325	24,565.25
28/03/2014	National Nominees Limited	45,709	44,337.73
31/03/2014	National Nominees Limited	19,052	17,908.88
1/04/2014	National Nominees Limited	44,731	42,047.14
2/04/2014	National Nominees Limited	3,696	3,474.24
7/04/2014	National Nominees Limited	29,748	27,963.12
8/04/2014	National Nominees Limited	27,420	24,403.80
	Total	**491,725**	**387,846.04**
	BT Investment Management (Fund Services) Limited Total :	**1,114,516**	**878,953.54**

BT Investment Management (Institutional) Limited

Date	**Registered Company**	**Quantity**	**Value**
17/12/2013	HSBC Custody Nominees (Australia) Limited.	100,000	65,000.00
19/02/2014	HSBC Custody Nominees (Australia) Limited.	1,460,390	.00

19/02/2014	HSBC Custody Nominees (Australia) Limited.	1,000,000	.00
26/02/2014	HSBC Custody Nominees (Australia) Limited.	23,861	20,997.68
26/02/2014	HSBC Custody Nominees (Australia) Limited.	195,571	170,146.77
27/02/2014	HSBC Custody Nominees (Australia) Limited.	66,232	58,946.48
27/02/2014	HSBC Custody Nominees (Australia) Limited.	519,396	467,456.40
4/03/2014	HSBC Custody Nominees (Australia) Limited.	8,652	7,786.80
5/03/2014	HSBC Custody Nominees (Australia) Limited.	5,710	5,253.20
6/03/2014	HSBC Custody Nominees (Australia) Limited.	259,879	249,483.84
7/03/2014	HSBC Custody Nominees (Australia) Limited.	818,994	794,424.18
10/03/2014	HSBC Custody Nominees (Australia) Limited.	495,989	495,989.00
12/03/2014	HSBC Custody Nominees (Australia) Limited.	630,048	611,146.56
13/03/2014	HSBC Custody Nominees (Australia) Limited.	323,955	317,475.90
14/03/2014	HSBC Custody Nominees (Australia) Limited.	170,730	165,608.10
17/03/2014	HSBC Custody Nominees (Australia) Limited.	85,139	82,584.83
18/03/2014	HSBC Custody Nominees (Australia) Limited.	3,918	3,800.46
25/03/2014	HSBC Custody Nominees (Australia) Limited.	62,694	60,813.18
27/03/2014	HSBC Custody Nominees (Australia) Limited.	436,828	423,723.16
28/03/2014	HSBC Custody Nominees (Australia) Limited.	797,554	773,627.38
31/03/2014	HSBC Custody Nominees (Australia) Limited.	309,634	291,055.96
1/04/2014	HSBC Custody Nominees (Australia) Limited.	765,460	719,532.40
2/04/2014	HSBC Custody Nominees (Australia) Limited.	63,245	59,450.30
7/04/2014	HSBC Custody Nominees (Australia) Limited.	520,384	489,160.96
8/04/2014	HSBC Custody Nominees (Australia) Limited.	469,225	417,610.25
	Total	**9,593,488**	**6,751,073.79**

Date	**Registered Company**	**Quantity**	**Value**
19/02/2014	National Australia Bank Limited	374,205	.00
26/02/2014	National Australia Bank Limited	50,234	43,703.58
26/02/2014	National Australia Bank Limited	6,129	5,393.52
27/02/2014	National Australia Bank Limited	17,005	15,134.45
27/02/2014	National Australia Bank Limited	133,356	120,020.40
4/03/2014	National Australia Bank Limited	2,542	2,287.80
5/03/2014	National Australia Bank Limited	1,468	1,350.56
6/03/2014	National Australia Bank Limited	66,789	64,117.44
7/03/2014	National Australia Bank Limited	210,719	204,397.43
10/03/2014	National Australia Bank Limited	127,470	127,470.00
12/03/2014	National Australia Bank Limited	161,916	157,058.52
13/03/2014	National Australia Bank Limited	95,434	93,525.32
14/03/2014	National Australia Bank Limited	45,214	43,857.58
17/03/2014	National Australia Bank Limited	22,547	21,870.59
18/03/2014	National Australia Bank Limited	1,038	1,006.86
25/03/2014	National Australia Bank Limited	16,603	16,104.91
27/03/2014	National Australia Bank Limited	115,684	112,213.48
28/03/2014	National Australia Bank Limited	201,573	195,525.81
31/03/2014	National Australia Bank Limited	72,800	68,432.00
1/04/2014	National Australia Bank Limited	194,725	183,041.50
2/04/2014	National Australia Bank Limited	16,089	15,123.66
7/04/2014	National Australia Bank Limited	136,501	128,310.94
8/04/2014	National Australia Bank Limited	119,365	106,234.85
	Total	**2,189,406**	**1,726,181.20**

BT Investment Management (Institutional) Limited

Total :	**11,782,894**	**8,477,254.99**

Westpac RE Limited

Date	Registered Company	Quantity	Value
19/02/2014	HSBC Custody Nominees (Australia) Limited.	18,217	.00
11/03/2014	HSBC Custody Nominees (Australia) Limited.	35,083	34,381.34
12/03/2014	HSBC Custody Nominees (Australia) Limited.	21,581	21,149.38
20/03/2014	HSBC Custody Nominees (Australia) Limited.	55,400	55,954.00
21/03/2014	HSBC Custody Nominees (Australia) Limited.	6,027	6,027.00
26/03/2014	HSBC Custody Nominees (Australia) Limited.	12,283	12,160.17
27/03/2014	HSBC Custody Nominees (Australia) Limited.	35,465	34,755.70
1/04/2014	HSBC Custody Nominees (Australia) Limited.	2,379	2,236.26
	Total	**186,435**	**166,663.85**
	Westpac RE Limited Total :	**186,435**	**166,663.85**

ANNEXURE A – ASSOCIATED COMPANIES

This is the annexure 'A' (being 3 pages) referred to in Form 603, Notice of initial substantial holder, lodged for Westpac and its associated entities

Tim Hartin – Company Secretary WBC – 08/04/2014

Westpac Banking Corporation	Australia	Packaging Properties 1 Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	Packaging Properties 2 Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	Packaging Properties 3 Pty Limited	Australia
1925 Advances Pty Limited	Australia	Partnership Pacific Pty Limited	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	Partnership Pacific Securities Pty Limited	Australia
Advance Asset Management Limited	Australia	Pashley Investments Pty Limited	Australia
Altitude Administration Pty Limited	Australia	Qvalent Pty Limited	Australia
Altitude Rewards Pty Limited	Australia	RAMS Financial Group Pty Limited	Australia
Aotearoa Financial Services Limited	New Zealand	Reinventure ILP	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	RMS Warehouse Trust 2007-1	Australia
Ascalon Capital Managers Limited	Australia	Sallmoor Pty Limited	Australia
Ascalon Funds Seed Pool Trust	Australia	Securitor Financial Group Limited	Australia
Asgard Capital Management Limited	Australia	Seed Pool Trust No. 2	Australia
Asgard Wealth Solutions Limited	Australia	Series 2007-1G WST Trust	Australia
Australian Loan Processing Security Company Pty Ltd	Australia	Series 2008-1M WST Trust	Australia
Australian Loan Processing Security Trust	Australia	Series 2009-1 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 1	Australia	Series 2011-1 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 2	Australia	Series 2011-2 WST Trust	Australia
Bella Trust No. 2 Series 2011 - 3	Australia	Series 2011-3 WST Trust	Australia
Bella Trust No. 2 Series 2012 - 1	Australia	Series 2012-1 WST Trust	Australia
Bella Trust No. 2 Series 2010 - 1	Australia	Series 2013-1 WST Trust	Australia
Bella Trust No. 2 Series 2010 - 2	Australia	Series 2013-2 WST Trust	Australia
Belliston Pty Limited	Australia	SIE-Lease (Australia) Pty Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	SIE-Lease (New Zealand) Pty Limited	New Zealand
BLE Capital Investments Pty Limited	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
BLE Capital Limited	Australia	St.George Business Finance Pty Limited	Australia
BLE Development Pty Limited	Australia	St.George Custodial Pty Limited	Australia
BLE Holdings Pty Limited	Australia	St.George Equity Finance Limited	Australia
BOS International (Australia) Limited	Australia	St.George Finance Holdings Limited	Australia
BOS International (Securities) Limited	Australia	St.George Finance Limited	Australia
BOSI Security Services Pty Ltd	Australia	St.George Life Limited	Australia
BT (Queensland) Pty Limited	Australia	St.George Motor Finance Limited	Australia
BT Australia Pty Limited	Australia	St.George Procurement Management Pty Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	St.George Security Holdings Pty Limited	Australia
BT Financial Group Pty Limited	Australia	Sydney Capital Corp Inc.	USA
BT Funds Management (NZ) Limited	New Zealand	Tavarua Funding Trust III	USA
BT Funds Management Limited	Australia	Tavarua Funding Trust IV	USA
BT Funds Management No.2 Limited	Australia	Teuton Pty Limited	Australia
BT Investment Management (Fund Services) Limited	Australia	The Home Mortgage Company Limited	New Zealand
BT Investment Management (Institutional) Limited	Australia	The Mortgage Company Pty Limited	Australia

BT Investment Management Limited	Australia	The Warehouse Financial Services Limited	New Zealand
BT Long Term Income Fund	Australia	Value Nominees Pty Limited	Australia
BT Portfolio Services Limited	Australia	W1 Investments Pty Limited	Australia
BT Private Nominees Pty Limited	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Securities Limited	Australia	Waratah Securities Australia Limited	Australia
BT Short Term Income Fund	Australia	Westpac (NZ) Investments Limited	New Zealand
BTIM UK Limited	UK	Westpac Administration Pty 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
Capital Finance Australia Limited	Australia	Westpac Bank of Tonga	Tonga
Capital Finance New Zealand Limited	Australia	Westpac Bank Samoa Limited	Samoa
Capital Fleetlease Limited	Australia	Westpac Bank-PNG-Limited	Papua New Guinea
Capital Motor Finance Limited	Australia	Westpac Capital Holdings Inc.	USA
Capital Rent Group Limited	New Zealand	Westpac Capital Markets Holding Corp.	USA
Castlereagh Trust	Australia	Westpac Capital Markets LLC	USA
CBA Limited	Australia	Westpac Capital Trust III	USA
Challenge Limited	Australia	Westpac Capital Trust IV	USA
Codrington S.a.r.l.	Luxembourg	Westpac Capital-NZ-Limited	New Zealand
Crusade ABS Series 2012 - 1 Trust	Australia	Westpac Cash PIE Fund	Australia
Crusade ABS Series 2013 - 1 Trust	Australia	Westpac Cook Cove Trust I	Australia
Crusade CP Management Pty Limited	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP No.1 Pty Limited	Australia	Westpac Covered Bond Trust	Australia
Crusade CP Trust No. 41	Australia	Westpac Custodian Nominees Limited	Australia
Crusade CP Trust No. 44	Australia	Westpac Debt Securities Pty Limited	Australia
Crusade CP Trust No. 48	Australia	Westpac Delta LLC	USA
Crusade CP Trust No. 49	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Crusade CP Trust No. 50	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Crusade CP Trust No. 52	Australia	Westpac Equipment Finance Limited	Australia
Crusade CP Trust No. 53	Australia	Westpac Equity Holdings Pty Limited	Australia
Crusade CP Trust No. 54	Australia	Westpac Equity Investments NZ Limited	New Zealand
Crusade CP Trust No. 55	Australia	Westpac Equity Pty Limited	Australia
Crusade CP Trust No. 56	Australia	Westpac Europe Limited	UK
Crusade CP Trust No. 57	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade CP Trust No. 58	Australia	Westpac Financial Consultants Limited	Australia
Crusade CP Trust No. 60	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade Euro Trust 1E of 2006	Australia	Westpac Financial Services Group Limited	Australia
Crusade Euro Trust 1E of 2007	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Crusade Global Trust 1 of 2005	Australia	Westpac Financial Services Limited	Australia
Crusade Global Trust 1 of 2006	Australia	Westpac Funding Holdings Pty Limited	Australia
Crusade Global Trust 1 of 2007	Australia	Westpac Funds Financing Holdco Pty Limited	Australia
Crusade Global Trust 2 of 2004	Australia	Westpac Funds Financing Pty Limited	Australia
Crusade Global Trust 2 of 2005	Australia	Westpac General Insurance Limited	Australia
Crusade Global Trust 2 of 2006	Australia	Westpac General Insurance Services Limited	Australia
Crusade Management Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia
Crusade Trust 1A of 2005	Australia	Westpac Group Investment-NZ-Limited	New Zealand

Crusade 2P Trust of 2008	Australia	Westpac Group Investments Australia Pty Limited	Australia
Danaby Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand
eQR Securities Pty. Limited	Australia	Westpac Investment Capital Corporation	USA
Europe Infrastructure Debt LP	UK	Westpac Investment Vehicle No.2 Pty Limited	Australia
G.C.L. Investments Pty Limited	Australia	Westpac Investment Vehicle No.3 Pty Limited	Australia
General Credit Holdings Pty Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
General Credits Pty Limited	Australia	Westpac Investments U.K. Limited	UK
Halcyon Securities Limited	Australia	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac Lenders Mortgage Insurance Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Life Insurance Services Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Life-NZ-Limited	New Zealand
Hastings Funds Management (UK) Limited	Singapore	Westpac New Zealand Group Limited	New Zealand
Hastings Funds Management (USA) Inc.	UK	Westpac New Zealand Limited	New Zealand
Hastings Funds Management Asia Pty. Limited	USA	Westpac Nominees-NZ-Limited	New Zealand
Hastings Funds Management Limited	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Hastings Group Pty Limited	Australia	Westpac NZ Covered Bond Limited	New Zealand
Hastings Infrastructure 1 Limited	UK	Westpac NZ Leasing Limited	New Zealand
Hastings Infrastructure 2 Limited	UK	Westpac NZ Operations Limited	New Zealand
Hastings Investment Capital LP	USA	Westpac NZ Securitisation Holdings Limited	New Zealand
Hastings Investment Management Pty Ltd	USA	Westpac NZ Securitisation Limited	New Zealand
Hastings Investments GP LLC	Australia	Westpac NZ Securitisation No. 2 Limited	New Zealand
Hastings Korea Company Limited	Korea	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Hastings Management Pty Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac Pacific Limited Partnership	Australia
Hickory Trust	Australia	Westpac Properties Limited	Australia
Hitton Pty Limited	Australia	Westpac RE Limited	Australia
HLT Custodian Trust	New Zealand	Westpac Securities Administration Limited	Australia
Infrastructure GP LLP	UK	Westpac Securities Limited	Australia
J O Hambro Capital Management Holdings Limited	UK	Westpac Securities NZ Limited	New Zealand
J O Hambro Capital Management Limited	UK	Westpac Securitisation Holdings Pty Limited	Australia
JOHCM (Singapore) Pte Limited	Singapore	Westpac Securitisation Management Pty Limited	Australia
JOHCM (USA) Inc	USA	Westpac Singapore Limited	Singapore
Magnitude Group Pty Limited	Australia	Westpac Structured Products Limited	Australia
MIF Custodian Trust	New Zealand	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Mortgage Management Pty Limited	Australia	Westpac Syndications Management Pty Limited	Australia
Nationwide Management Pty Limited	Australia	Westpac Term PIE Fund	New Zealand
Net Nominees Limited	Australia	Westpac TPS Trust	Australia
North Ryde Office Trust	Australia	Westpac Unit Trust	Australia
Number 120 Limited	New Zealand	Westpac USA Inc.	USA
Oniston 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