



Investment  
Management

30 December 2009

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 QRXPHARMA Ltd.

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

---

## Form 604

Corporations Law  
Section 671B

### Notice of change of interests of substantial holder

---

To Company Name/Scheme QRXPHARMA LTD

ACN/ARSN ABN: 16 102 254 151

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

Name BT Investment Management

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

There was a change in the interests of the  
substantial holder on 24/12/2009

The previous notice was given to the company on 25/10/2007

The previous notice was dated 19/10/2007

#### 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	4,732,795	6.31%	7,584,436	7.44%

#### 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
24/12/2009	WBC & its Associates Westpac Financial Services Group Limited (WFSG), Westpac Financial Services Group 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
BT Investment Management (RE) Limited	HSBC Custody Nominees (Australia) Limited.  National Australia Bank Limited	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.	4,924,329
Westpac Financial Services Group Limited	HSBC Custody Nominees (Australia) Limited.	Westpac Financial Services Group Limited Registered Holder of Securities. ABN: 50 000 326 312	2,660,107

#### 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
Westpac Financial Services Group Limited	Level 20, Westpac Place, 275 Kent Street, Sydney NSW 2000
BT Investment Management (RE) Limited	Level 14, Chifley Tower, 2 Chifley Square, Sydney NSW 2000
QRXPHERMA LTD	Level 1, 194 Miller Street,, North Sydney Australia 2060  Fax: (02) 8920 0314 Ph: (02) 9492 8021

#### Signature

print name Chris Millard capacity Company Secretary

sign here \_\_\_\_\_ date 30/12/2009

## **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 : 20/10/2007 to 24/12/2009			
SECURITY: QRX			
<b>BT Investment Management (RE) Limited</b>			
Date	Registered Company	Quantity	Value
9/11/2007	HSBC Custody Nominees (Australia) Limited.	5,000	6,250.00
13/11/2007	HSBC Custody Nominees (Australia) Limited.	9,450	11,812.50
14/11/2007	HSBC Custody Nominees (Australia) Limited.	20,550	25,181.97
15/11/2007	HSBC Custody Nominees (Australia) Limited.	7,500	8,850.00
22/11/2007	HSBC Custody Nominees (Australia) Limited.	10,000	11,900.00
28/11/2007	HSBC Custody Nominees (Australia) Limited.	20,000	22,200.00
18/03/2008	HSBC Custody Nominees (Australia) Limited.	-32,000	-25,600.00
15/07/2008	HSBC Custody Nominees (Australia) Limited.	897,685	538,611.00
15/07/2008	HSBC Custody Nominees (Australia) Limited.	-20,000	-12,000.00
17/07/2008	HSBC Custody Nominees (Australia) Limited.	-30,000	-18,000.00
18/07/2008	HSBC Custody Nominees (Australia) Limited.	-25,000	-15,000.00
7/08/2008	HSBC Custody Nominees (Australia) Limited.	-35,000	-22,851.50
8/08/2008	HSBC Custody Nominees (Australia) Limited.	-50,000	-30,500.00
8/12/2008	HSBC Custody Nominees (Australia) Limited.	-771,269	-185,104.56
26/03/2009	HSBC Custody Nominees (Australia) Limited.	-298,178	-83,489.84
21/10/2009	HSBC Custody Nominees (Australia) Limited.	-91,630	-104,458.20
21/10/2009	HSBC Custody Nominees (Australia) Limited.	-55,068	-62,777.52
21/10/2009	HSBC Custody Nominees (Australia) Limited.	-259,673	-296,027.22
18/11/2009	HSBC Custody Nominees (Australia) Limited.	239,923	.00
18/11/2009	HSBC Custody Nominees (Australia) Limited.	-239,923	.00
20/11/2009	HSBC Custody Nominees (Australia) Limited.	173,147	.00
25/11/2009	HSBC Custody Nominees (Australia) Limited.	274,553	.00
25/11/2009	HSBC Custody Nominees (Australia) Limited.	274,552	.00
25/11/2009	HSBC Custody Nominees (Australia) Limited.	-274,553	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	137,276	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	-137,276	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	274,552	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	-137,276	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	-22,386	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	-38,000	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	-76,891	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	137,276	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	22,386	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	-274,552	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	38,000	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	76,891	.00
21/12/2009	HSBC Custody Nominees (Australia) Limited.	274,552	.00
21/12/2009	HSBC Custody Nominees (Australia) Limited.	-274,552	.00
22/12/2009	HSBC Custody Nominees (Australia) Limited.	116,708	87,531.00
24/12/2009	HSBC Custody Nominees (Australia) Limited.	639,678	.00
	<b>Total</b>	<b>506,452</b>	<b>-143,472.37</b>

<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
15/07/2008	JP Morgan Chase Bank	-1,188,324	-712,994.40
	<b>Total</b>	<b>-1,188,324</b>	<b>-712,994.40</b>
<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>
30/10/2007	National Australia Bank Limited	6,000	8,340.00
31/10/2007	National Australia Bank Limited	136,852	182,902.70
31/10/2007	National Australia Bank Limited	100,000	137,000.00
31/10/2007	National Australia Bank Limited	34,100	47,740.00
1/11/2007	National Australia Bank Limited	38,000	52,820.00
15/07/2008	National Australia Bank Limited	290,639	174,383.40
21/10/2009	National Australia Bank Limited	406,371	463,262.94
18/11/2009	National Australia Bank Limited	297,207	.00
18/11/2009	National Australia Bank Limited	-297,207	.00
20/11/2009	National Australia Bank Limited	614,488	.00
20/11/2009	National Australia Bank Limited	420,105	.00
20/11/2009	National Australia Bank Limited	-420,105	.00
25/11/2009	National Australia Bank Limited	420,105	.00
25/11/2009	National Australia Bank Limited	-420,105	.00
25/11/2009	National Australia Bank Limited	420,104	.00
14/12/2009	National Australia Bank Limited	210,052	.00
14/12/2009	National Australia Bank Limited	420,104	.00
14/12/2009	National Australia Bank Limited	-210,052	.00
14/12/2009	National Australia Bank Limited	-210,052	.00
14/12/2009	National Australia Bank Limited	-7,600	.00
14/12/2009	National Australia Bank Limited	-82,285	.00
14/12/2009	National Australia Bank Limited	-20,000	.00
14/12/2009	National Australia Bank Limited	-1,200	.00
14/12/2009	National Australia Bank Limited	-27,370	.00
14/12/2009	National Australia Bank Limited	-6,820	.00
14/12/2009	National Australia Bank Limited	-12,530	.00
14/12/2009	National Australia Bank Limited	-52,248	.00
14/12/2009	National Australia Bank Limited	-420,104	.00
14/12/2009	National Australia Bank Limited	210,052	.00
14/12/2009	National Australia Bank Limited	1,200	.00
14/12/2009	National Australia Bank Limited	52,248	.00
14/12/2009	National Australia Bank Limited	6,820	.00
14/12/2009	National Australia Bank Limited	7,600	.00
14/12/2009	National Australia Bank Limited	27,370	.00
14/12/2009	National Australia Bank Limited	20,000	.00
14/12/2009	National Australia Bank Limited	82,285	.00
14/12/2009	National Australia Bank Limited	12,530	.00
21/12/2009	National Australia Bank Limited	420,104	.00
21/12/2009	National Australia Bank Limited	-420,104	.00
	<b>Total</b>	<b>2,046,554</b>	<b>1,066,449.04</b>
	<b>BT Investment Management (RE) Limited Total</b>		
	:	<b>1,364,682</b>	<b>209,982.27</b>
<b>Westpac Financial Services Group Limited</b>			
<b>Date</b>	<b>Registered Company</b>	<b>Quantity</b>	<b>Value</b>

26/03/2009	HSBC Custody Nominees (Australia) Limited.	298,178	83,489.84
18/11/2009	HSBC Custody Nominees (Australia) Limited.	294,265	.00
18/11/2009	HSBC Custody Nominees (Australia) Limited.	-294,265	.00
20/11/2009	HSBC Custody Nominees (Australia) Limited.	212,365	.00
25/11/2009	HSBC Custody Nominees (Australia) Limited.	336,738	.00
25/11/2009	HSBC Custody Nominees (Australia) Limited.	336,738	.00
25/11/2009	HSBC Custody Nominees (Australia) Limited.	-336,738	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	336,738	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	-336,738	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	336,738	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	-336,738	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	336,738	.00
14/12/2009	HSBC Custody Nominees (Australia) Limited.	-336,738	.00
21/12/2009	HSBC Custody Nominees (Australia) Limited.	336,738	.00
21/12/2009	HSBC Custody Nominees (Australia) Limited.	-336,738	.00
24/12/2009	HSBC Custody Nominees (Australia) Limited.	639,678	.00
	<b>Total</b>	<b>1,486,959</b>	<b>83,489.84</b>
	<b>Westpac Financial Services Group Limited</b>		
	<b>Total :</b>	<b>1,486,959</b>	<b>83,489.84</b>

## 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

Anna Sandham – Company Secretary WBC– 24/12/2009

1925 (Commercial) Limited	Australia	St George Equity Finance Limited	Australia
1925 (Industrial) Pty Limited	Australia	St George Finance Holdings Limited	Australia
1925 (Insurance Premium Funding) Pty Limited	Australia	St George Finance Limited	Australia
1925 (Properties) Pty Limited	Australia	St George Financial Investments 1 Pty Limited	Australia
1925 Advances Pty Limited	Australia	St George Financial Investments New Zealand Limited	New Zealand
1925 House Limited	Australia	St George Financial Services Limited	Australia
A.C.N. 001 231 027 Pty Limited	Australia	St George Foundation Limited	Australia
A.F.G. Insurances Limited <sup>o</sup>	Australia	St George Group Holdings Pty Limited	Australia
A.G.C. (Pacific) Limited	Papua New Guinea	St George Insurance Australia Pty Limited	Australia
Acacia Securities Limited	Australia	St George Life Limited	Australia
Advance Asset Management Limited	Australia	St George Management Services Pty Limited	Australia
Advance Leasing Limited	Australia	St George Motor Finance Limited	Australia
Agri Private Capital Management Limited	New Zealand	St George New Zealand Limited	New Zealand
Altitude Administration Pty Limited	Australia	St George Procurement Management Pty Limited	Australia
Altitude Rewards Pty Limited	Australia	St George Security Holdings Pty Limited	Australia
Asgard Capital Management Limited (Asgard Subsidiary)	Australia	St George Wealth Mangement Pty Limited (formerly KPMG Financial Services Pty Limited)	Australia
Asgard Wealth Solutions Limited (Formerly Sealcorp Holdings Limited)	Australia	St George WEL Limited	Australia
Assirt Software Pty Limited	Australia	Sydney Capital Corp Inc	USA
Athena Finance Pty Limited	Australia	Tasman Funding No.1 Limited	New Zealand
Augusta (1962) Limited	New Zealand	Tasman Funding No.2 Limited	New Zealand
Australian Employee Share Ownership Plan (No.4) Limited	Australia	Tasman Pacific Investments Pty Limited	Australia
Australian Infrastructure Fund International 1 Pty Limited	Australia	Tavarua Funding Trust III	USA
Australian Loan Processing Security Company Pty Limited	Australia	Tavarua Funding Trust IV	USA
Australian Loan Processing Security Trust	Australia	TBNZ Capital Limited	New Zealand
Autodirect Pty Limited	Australia	TBNZ Developments Limited	New Zealand
Beech Trust	Australia	TBNZ Equity Limited	New Zealand
Belliston Pty Limited	Australia	TBNZ Investments (UK) Limited	UK
Bill Acceptance Corporation Limited	Australia	TBNZ Investments Limited	New Zealand
BLE Capital (NZ) Limited	New Zealand	TBNZ Limited	New Zealand
BLE Capital Investments Pty Limited	Australia	Teuton Pty Limited	Australia
BLE Capital Limited	Australia	The Exchange Plaza Trust	Australia
BLE Development Pty Limited	Australia	The Home Mortgage Company Limited	New Zealand
BLE Holdings Pty Limited	Australia	The Mortgage Company Pty Limited	Australia
Brenmar Holdings Pty Limited	Australia	The Swan Trust	Australia
BT (Queensland) Pty Limited	Australia	The Warehouse Financial Services Limited (51%)	New Zealand
BT Australia Corporate Services Pty Limited	Australia	TIF Energy Holdings Pty Limited	Australia
BT Australia Pty Limited	Australia	TIF Energy Pty Limited	Australia
BT Finance & Investments Pty Limited	Australia	TIF International 1 Pty Limited	Australia



BT Finance Pty Limited	Australia	Value Nominees Pty Limited	
BT Financial Group (NZ) Limited	New Zealand	Victor Finance Pty Limited	Australia
BT Financial Group Pty Limited	Australia	Victor Funding Pty Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	Votrait No. 1182 Pty Limited	
BT Funds Management Limited	Australia	Voyager Funds Management Pty Limited (50%)	Australia
BT Funds Management No.2 Limited	Australia	VS&L Insurance Agency Pty Limited	Australia
BT Investment Management No.2 Limited	Australia	VS&L Services Pty Limited	Australia
BT Investment Management No.3 Pty Limited	Australia	Waratah Receivables Corp (NZ) Limited	New Zealand
BT Life Limited	Australia	Waratah Receivables Corp Pty Limited	Australia
BT Nominees Pty Limited	Australia	Waratah Securities Australia Limited	Australia
BT Portfolio Services Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
BT Securities Limited	Australia	Westpac Administration Pty Limited	Australia
Buchelin Pty Limited	Australia	Westpac Altitude Rewards Trust	Australia
Canberra Advance Property Limited	Australia	Westpac Americas Inc.	USA
Castlereagh Pacific Investments Pty Limited	Australia	Westpac Asian Lending Pty Limited	Australia
Castlereagh Trust	Australia	Westpac Asset Services Pty Limited	Australia
CBA Limited	Australia	Westpac Bank of Tonga	Tonga
Challenge Funds Management Limited	Australia	Westpac Bank Samoa Limited (93.5%)	Samoa
Challenge Information Technology Pty Limited	Australia	Westpac Banking Corporation	Australia
Challenge Limited	Australia	Westpac Bank-PNG-Limited (89.9%)	Papua New Guinea
Challenge Pty Limited	Australia	Westpac Capital Corporation	USA
Chifley Services Pty Limited	Australia	Westpac Capital Holdings Inc.	USA
Codrington S.a.r.l.	Luxembourg	Westpac Capital Trust III	USA
Colmso Pty Limited	Australia	Westpac Capital Trust IV	USA
Colmtea Pty Limited	Australia	Westpac Capital-NZ-Limited	New Zealand
Como Properties Pty Limited	Australia	Westpac Cook Cove Trust I	Australia
Comserv (No 3011) Pty Limited	Australia	Westpac Cook Cove Trust II	Australia
Crusade CP Management Pty Limited	Australia	Westpac Custodian Nominees Limited	Australia
Crusade Management limited	Australia	Westpac Debt Securities Pty Limited	Australia
Danaby Pty Limited	Australia	Westpac Delta LLC	USA
Diversified Security Investments (99.9%)	USA	Westpac Direct Equity Investments Pty Limited	Australia
Dragon Investment Services Limited	Australia	Westpac Equipment Finance (No.1) Pty Limited	Australia
Dysty Pty Limited	Australia	Westpac Equipment Finance Limited	Australia
Enfield Downs Pty Limited	Australia	Westpac Equity Holdings Pty Limited	Australia
FAI No. 2 Trust	Australia	Westpac Equity Pty Limited	Australia
Fairlawn Holding Trust	Australia	Westpac Europe Limited	UK
First Residential Property Trust	Australia	Westpac Finance (HK) Limited	Hong Kong
G.C.L. Investments Limited	Australia	Westpac Financial Consultants Limited	Australia
Gemini Trust	Australia	Westpac Financial Holdings Pty Limited	Australia
General Credit Holdings Pty Limited	Australia	Westpac Financial Services Group Limited	Australia
General Credits Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Halcyon Securities Limited	Australia	Westpac Financial Services Limited	Australia
Hargrave Investments Pty Limited	Australia	Westpac Funding Holdings Pty Limited	Australia
Hastings Advisers LLC	USA	Westpac Funds Financing HoldCo Pty Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Funds Financing Pty Limited	Australia
Hastings Forests Australia Pty Limited	Australia	Westpac Funds Management Administration Pty Limited	Australia
Hastings Funds Management (UK) Limited	UK	Westpac Funds Management Limited	Australia
Hastings Funds Management (USA) Inc.	USA	Westpac General Insurance Limited	Australia

Hastings Funds Management Limited	Australia		Westpac General Insurance Services Limited	Australia
Hastings Private Equity Fund IIA Pty Limited	Australia		Westpac Group Investment-NZ-Limited	New Zealand
Hastings Private Equity Fund IIB Pty Limited	Australia		Westpac Group Investments Australia Pty Limited	Australia
Hickory Trust	Australia		Westpac Holdings-NZ-Limited	New Zealand
Hitton Pty Limited (Asgard subsidiary)	Australia		Westpac Information Technology Services Pty Limited	Australia
Infrastructure Australia (No.1) Limited	Australia		Westpac Institutional Holdings Pty Limited	Australia
Infrastructure Australia (No.3) Limited	Australia		Westpac Investment Capital Corporation	USA
Infrastructure Australia (No.4) Limited	Australia		Westpac Investment Vehicle No.2 Pty Limited	Australia
Jacaranda Trust	Australia		Westpac Investment Vehicle Pty Limited	Australia
Magnitude Group Pty Limited	Australia		Westpac Investments U.K. Limited	UK
Minami Investments Pty Limited	Australia		Westpac Leasing Nominees Pty Limited	Australia
Mortgage Management Limited	Australia		Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Nationwide Mangement Pty Limited	Australia		Westpac Leasing Pty Limited	Australia
Net Nominees Limited	Australia		Westpac Lenders Mortgage Insurance Limited	Australia
Oakjet Pty Limited	Australia		Westpac Life Insurance Services Limited	Australia
Oniston Pty Limited	Australia		Westpac Life-NZ-Limited	New Zealand
Orion Trust	Australia		Westpac Matching Gifts Limited	Australia
Pacific Structured Funding Limited	Australia		Westpac New Zealand Group Limited	New Zealand
Packaging Properties 1 Pty Limited	Australia		Westpac New Zealand Limited	New Zealand
Packaging Properties 2 Pty Limited	Australia		Westpac Nominees-NZ-Limited	New Zealand
Packaging Properties 3 Pty Limited	Australia		Westpac NZ Funding Limited	New Zealand
Pact Accountants Investment Group Pty Limited (Asgard subsidiary)	Australia		Westpac NZ Operations Limited	New Zealand
Partnership Pacific Limited	Australia		Westpac Overseas Holdings No. 2 Pty Limited	Australia
Partnership Pacific Securities Limited	Australia		Westpac Overseas Holdings Pty Limited	Australia
Pashley Investments Pty Limited	Australia		Westpac Pacific Limited Partnership	Australia
PersonalDirect Limited	Australia		Westpac Private Equity Pty Limited	Australia
PF No. 2	New Zealand		Westpac Properties-NSW-Pty Limited	Australia
Phoenix Trust	Australia		Westpac Properties-Vic-Limited	Australia
Ovalent Pty Limited	Australia		Westpac Property Investments Pty Limited <sup>14</sup>	Australia
RAMS Financial Group Pty Limited	Australia		Westpac Real Estate Investment Trust I	Australia
Real Estate Investment Trust A	Australia		Westpac Real Estate Investment Trust II	Australia
Real Estate Investment Trust B	Australia		Westpac Residential Property Trust	Australia
RESI Statewide Corporation Pty Limited	Australia		Westpac Resources and Infrastructure Pty Limited	Australia
RESI-Statewide Mortgage Corporation Pty Limited	Australia		Westpac Securities Administration Limited	Australia
RMS Warehouse Trust 2007-1	Australia		Westpac Securities Limited	Australia
Sallmoor Pty Limited	Australia		Westpac Securities NZ Limited	New Zealand
Sarnia Pty Limited	Australia		Westpac Securitisation Holdings Pty Limited	Australia
Securitor Financial Group Limited (Asgard subsidiary)	Australia		Westpac Securitisation Management Pty Limited	Australia
Segregated Asset Management LLC (subsidiary of Diversified Security Investments LLC)	USA		Westpac Structured Management Pty Limited	Australia
Series 2002-1G WST Trust	Australia		Westpac Structured Products Limited	Australia
Series 2005-1G WST Trust	Australia		Westpac Superannuation Nominees-NZ-Limited	New Zealand
Series 2006-1D WST Trust	Australia		Westpac Syndications Management Pty Limited	Australia
Series 2007-1G WST Trust	Australia		Westpac TPS Trust	Australia

Series 2007-1M WST Trust	Australia		Westpac Training Services Pty Limited	Australia
Sixty Martin Place (Holdings) Pty Limited	Australia		Westpac Unit Trust	Australia
Southern Cross Inc.		USA	Westpac USA Inc.	USA
St George (Note Issuing Vehicle Only) Pty Limited	Australia		WFAL No.1 Loan Trust	Hong Kong
St George APL Pty Limited	Australia		Wollemi Trust	Australia
St George Business Finance Pty Limited	Australia		Wollemi Trust 2005 - 1	Australia
St George Commercial Credit Corporation Limited	Australia		WST Funding Trust New Zealand	New Zealand
St George Crusade Investment Pty Limited	Australia		WST Funding Trust New Zealand - NZ branch	New Zealand
St George Crusade Investment Pty Limited	Australia		WST Warehouse Trust #1	Australia
St George Custodial Pty Limited	Australia		WST-NZ Series WLIS#6 Trust	New Zealand
St George Dragon Investment Pty Limited	Australia		WST-NZ Warehouse Trust #1	New Zealand

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