

3 November 2014

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

Dear Sir/Madam

Appendix 3Y – Change of Director's Interest Notice

Please find attached an Appendix 3Y - Change of Director's Interest Notice for Deborah Page (Notice) for lodgement on behalf of BT Investment Management Limited (**BTIM or the Company**).

1. The Notice is being lodged outside the time required by ASX Listing Rule 3.19A due to an administrative oversight.
2. The securities referred to in the Notice are:
 - (a) Ordinary shares of Westpac Banking Corporation – BTIM's majority shareholder - acquired on 2 July 2014, as a result of participation in Westpac's Dividend Reinvestment Plan.
 - (b) Units in the BT Australian Share Fund, acquired on 1 July 2014 and 1 October 2014, as a result of distribution reinvestments. The responsible entity of the BT Australian Share Fund is BT Funds Management Limited, a related entity of BTIM.
3. BTIM believes that the systems it has in place are appropriate to meet its obligations under Listing Rule 3.19A, but will nonetheless seek to enhance its processes for monitoring changes in the securities of related entities.

Yours faithfully



Chris Millard
Company Secretary

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity:	BT Investment Management Limited
ABN:	28 126 385 822
Date:	3 November 2014

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director:	Deborah Page
Date of last notice:	14 April 2014

Part 1 - Change of director's relevant interests in securities

Direct or indirect interest:	Direct	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	-	-
Date of change:	2 July 2014	1 July 2014
No. of securities held prior to change:	613	7,761
Class:	Fully paid ordinary shares in Westpac Banking Corporation (WBC)	Units in the BT Australian Share Fund (BT Funds Management Limited, a related body corporate of BT Investment of BT Investment Management Limited, is the responsible entity of the BT Australian Share Fund)
Number acquired:	16	109
Number disposed:	0	0
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$34.39 per share	\$3.76 per unit
No. of securities held after change:	629	7,870
Nature of change: <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Issue of shares under the WBC Dividend Reinvestment Plan	Reinvestment of distribution

Part 1 continued - Change of director's relevant interests in securities

Direct or indirect interest:	Direct	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	-	-
Date of change:	1 October 2014	-
No. of securities held prior to change:	7,870	150 (No change)
Class:	Units in the BT Australian Share Fund (BT Funds Management Limited, a related body corporate of BT Investment of BT Investment Management Limited, is the responsible entity of the BT Australian Share Fund)	WBC Capital Notes
Number acquired:	64	-
Number disposed:	0	-
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$3.73 per unit	-
No. of securities held after change:	7,934	150 (No change)
Nature of change: <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Reinvestment of distribution	-

Direct or indirect interest:	Indirect	Indirect
Nature of indirect interest (including registered holder): <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Held by Mattenjac Investments Pty Limited as trustee of the Page Superannuation Fund. Deborah Page is a director of Mattenjac Investments Pty Limited and a beneficiary of the Page Superannuation Fund	Held by Mattenjac Investments Pty Limited as trustee of the Page Superannuation Fund. Deborah Page is a director of Mattenjac Investments Pty Limited and a beneficiary of the Page Superannuation Fund
Date of change:	2 July 2014	-
No. of securities held prior to change:	2,336	150 (No change)
Class:	WBC Fully paid ordinary shares	WBC Capital Notes
Number acquired:	62	-
Number disposed:	0	-
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$34.39 per share	-
No. of securities held after change:	2,398	150 (No change)
Nature of change: <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Issue of shares under the WBC Dividend Reinvestment Plan	-

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract:	-
Nature of interest:	-
Name of registered holder (if issued securities):	-
Date of change:	-
No. and class of securities to which interest related prior to change: <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	-
Interest acquired:	-
Interest disposed:	-
Value/Consideration: <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	-
Interest after change:	-

Part 3 – *Closed period

Were the interests in the securities or contracts detailed above traded during a closed period where prior written clearance was required?	No.
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable.
If prior written clearance was provided, on what date was this provided?	Not applicable.