

18 June 2015

Company Announcements Office  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

**BT Investment Management Limited - Notice under section 708A(5)(e): off-market controller sale**

We refer to the announcement to the market on 17 June 2015 in relation to the sell-down by Westpac Banking Corporation (**Westpac**), of 55 million of their shares in BT Investment Management Limited (**BTIM**) held by its wholly owned subsidiary Westpac Financial Services Group Limited (ABN 50 000 326 312) (**Controller Sale**).

This notice is given by BTIM under section 708A(5)(e) of the Corporations Act 2001 (Cth) (Act) as modified by Australian Securities and Investments Commission Class Order 08/25.

BTIM advises:

- (a) Westpac, the controller of BTIM at the date of the Controller Sale, sold the relevant securities in BTIM without disclosure to investors under Part 6D.2 of the Act;
- (b) as at the date of this notice, BTIM has complied with:
  - (i) the provisions of Chapter 2M of the Act as they apply to BTIM; and
  - (ii) section 674 of the Act; and
- (c) BTIM is not aware of any information that may be "excluded information" within the meaning of section 708A(7) of the Act, as at the date of this notice.

Yours sincerely,



Christopher Millard  
Company Secretary