

## 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.

<b>Name of entity:</b>	BT Investment Management Limited
<b>ABN:</b>	28 126 385 822
<b>Date:</b>	11 November 2016

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.

<b>Name of Director:</b>	Emilio Gonzalez
<b>Date of last notice:</b>	4 December 2015

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

<b>Direct or indirect interest:</b>	Direct	Direct
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	-	-
<b>Date of change:</b>	4 November 2016	4 November 2016
<b>No. of securities held prior to change:</b>	496,444	610,533
<b>Class:</b>	Performance share rights which, upon performance hurdles being met, may lead to an award of ordinary shares under the terms of the BTT Employee Share Plan.	Unrestricted fully paid ordinary BTT shares.
<b>Number acquired:</b>	0	228,618
<b>Number disposed:</b>	228,618	0
<b>Value/Consideration:</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	-	\$9.30 per share
<b>No. of securities held after change:</b>	267,826	839,151
<b>Nature of change:</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Vesting of performance share rights.	Unrestricted ordinary shares acquired following conversion of performance share rights on relevant performance hurdles being met.

<b>Direct or indirect interest:</b>	Direct	Direct
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	-	-
<b>Date of change:</b>	4 November 2016	-
<b>No. of securities held prior to change:</b>	839,151	1,383,159 (No change)
<b>Class:</b>	Unrestricted fully paid ordinary BTT shares.	Ordinary shares allocated under the terms of the BT Investment Management Limited (BTT) Employee Share Plan.
<b>Number acquired:</b>	0	-
<b>Number disposed:</b>	720,042	-
<b>Value/Consideration:</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$9.34 per share	-
<b>No. of securities held after change:</b>	119,109	1,383,159 (No change)
<b>Nature of change:</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Off-market trade	-

## 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.*

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

**Part 3 – Closed period**

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