Form **605**

Corporations Law Section 671B

Notice of ceasing to be a substantial holder

WDC

To: Company Name/Scheme

Westfield Group 100 William Street **SYDNEY NSW 2000** Fax: (02) 9358 7077

ACN/ARSN ABN 66 001 671 496

1. Details of substantial holder

Name

ACN (if applicable)

National Australia Bank Limited Group (ACN 004 044 937) being comprised of the bodies corporate listed in Annexure A and which includes:

Flexiplan Australia Limited ACN 056 678 427

Godfrey Pembroke Financial services Limited ACN 003 059 541

National Asset Management Limited ACN 062 806 884 National Australia Trustees Limited ACN 007 350 405

MLC Limited ACN 000 000 402

MLC Investments Limited ACN 002 641 661

The holder ceased to be a

substantial holder on

29/04/2005

The previous notice was

given to the company on The previous notice was

21/07/2004

dated (d/m/y)

21/07/2004

2. 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	Consideration given in relation to change	Class and number of shares affected	Persons votes affected
21/07/2004 to 29/04/2005 21/07/2004 to 29/04/2005	Flexiplan Australia Limited	Share purchase Share sale	\$14.64 to \$17.26 \$14.35 to \$17.36	Ordinary 102,714 Ordinary 114,173	102,714

2. Changes in relevant interests cont.

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21/07/2004 to 29/04/2005	Godfrey Pembroke Financial Services Limited	Share purchase	\$14.77 to \$17.32	Ordinary 79,501	79,501
21/07/2004 to 29/04/2005	MLC Limited	Share purchase	\$16.69 to \$17.26	Ordinary 44,957	44,957
21/07/2004 to 29/04/2005		Share sale	\$15.29	Ordinary 1,983	1,983
21/07/2004 to 29/04/2005	MLC Investments Limited	Share purchase	\$14.68 to \$17.35	Ordinary 2,945,885	2,945,885
21/07/2004 to 29/04/2005		Share sale	\$15.48 to \$16.95	Ordinary 8,725,076	8,725,076
16/11/2004 to 15/04/2005	National Australia Trustees Limited	Share disposal	No change in beneficial ownership – Acting as trustee	Ordinary 1,402	1,402
11/08/2004 to 9/09/2004		Share Acquisition	No change in beneficial ownership – Acting as trustee	Ordinary 5,968	5,968
8/12/2004		Share purchase	\$15.80	Ordinary 630	630
28/07/2004 to 15/02/2005		Share sale	\$15.15 to \$17.17	Ordinary 17,338	17,338
17/05/2004		Pursuant to an exemption granted under IDPS Class Order CO 02/94 dated 17 May 2004 the holders interest is no longer relevant for the purposes of calculating substantial holdings	Not applicable	Ordinary 79,283	79,283
30/07/2004 to 8/03/2005	National Asset Management Limited	Share sale	\$15.15 to \$16.86	Ordinary 79,534	79,534
27/10/2004 to29/03/2005		Share purchase	\$14.7348 to \$16.6458	Ordinary 90,000	90,000

3. Changes in association

The following persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN (if applicable)	Nature of association
No change	

4. Addresses

The addresses of persons named in this form are as follows:

	Address
Flexiplan Australia Limited	Level 16
	216 St Georges Terrace
	PERTH WA 6000
Godfrey Pembroke Financial services Limited	Level 13
	24 Market Street
	SYDNEY NSW 2000
MLC Limited	Level 10
	105-153 Miller Street
	NORTH SYDNEY NSW 2060
MLC Investments Limited	Level 4
	105-153 Miller Street
	NORTH SYDNEY NSW 2060
National Asset Management Limited	Level 6
	333 Collins Street
	MELBOURNE VIC 3000
National Australia Bank Limited	Level 24
	500 Bourke Street
	MELBOURNE VIC 3000
National Australia Trustees Limited	Level 24
	500 Bourke Street
	MELBOURNE VIC 3000

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name Susan Elizabeth Crook

Capacity Associate Company Secretary for and on behalf of National Australia Bank

Limited

/ / date signature

ANNEXURE A

This is Annexure A of three pages referred to

in the Form 605 Notice of ceasing to be a substantial holder signed by me and dated

Susan Elizabeth Crook **Associate Company Secretary**

National Australia Bank Limited Group

National Equities Limited

National Australia Group (NZ) Limited

BNZ International Australia Limited BNZ Securities Australia Limited

Partown Pty Limited

Bank of New Zealand Limited BNZ Corporation Limited

Interchange and Settlement Limited (12.6%)

Quill Financing Limited (76%)

Peterel Financing Limited (99%)

BNZ Capital Guaranteed Growth Fund Limited

Loyalty New Zealand Limited (25%) Mondex New Zealand Limited (20%) Visa New Zealand Limited (23%)

BNZ Funding Limited

BNZ International (Hong Kong) Limited

BNZ Investments Limited BNZ Equipment Limited **BNZ International Limited** Amber Liquid Investments Limited BNZI Securities (No 1) Limited BNZI Securities (No 2) Limited BNZ Property Investments Limited

BNZ Branch Properties Limited BNZ Properties (Auckland) Limited **BNZ Properties Limited** Flamingo Holdings Incorporated Maroro Leasing Limited New Zealand Card Services Limited Screen Holdings No. 2 Limited Screen Holdings No. 3 Limited

Screen Holdings No. 4 Limited Screen Holdings No. 5 Limited Screen Holdings No. 6 Limited

Custom Fleet (NZ) Limited **BNZ Fleet Limited**

Custom Service Leasing (New Zealand) Limited

Custom Fleet Leasing (NZ) Ltd Fleetlease (New Zealand) Limited National Australia Limited (In liquidation) Electronic Transaction Services Ltd (25%)

National Americas Investment, Inc.

MSRA Holdings, Inc.

National Americas Capital Investment LLC

National Australia Capital Markets, LLC

National Australia Capital Markets (Japan) Co Ltd

National Australia Bank Capital LLC

National Australia Funding, (Delaware) Inc.

National Mortgage Securities Inc

NAB Gold LLC NAB Iron LLC

National Capital Holdings 1 LLC

National Wealth Management Holdings Limited

ACN 094 484 625 Ltd

National Australia Management Services Ltd. (In Liquidation)

National Wealth Management Services Ltd

MLC Asia Ltd

National Australia Financial Management Limited MLC Corporate Services Asia Pte Limited PT MLC Investment Indonesia Ltd National Corporate Investment Services Limited

MLC Funds Management Limited GWM Adviser Services Limited Godfrey Pembroke Limited National Asset Management Limited

NAM NT Rail Pty Limited

National Australia Financial Planning Pty Limited (In Liquidation)

National Australia Superannuation Pty. Ltd. NAFM Investments Pty. Ltd. (In Liquidation) JANA Investment Advisers Pty Limited

Superannuation for Australian Corporate Employees Pty Ltd (In

Wealth Management & Community Fund Pty Ltd (Not yet established)

MLC Holdings Limited Your Prosperity Limited MLC Investments Limited

MLC Computer Pty Limited (in Liquidation) Apogee Financial Planning Limited Australian Eagle Life Ltd (In Liquidation)

MLC Limited ThreeSixty Limited

Godfrey Pembroke Financial Services Limited (in Liquidation)

Heritage Management Limited (In Liquidation)

Plum Financial Services Limited PLUMFS Limited (In Liquidation)

PFS Nominees Pty Ltd

FlexiPlan Australia Limited (In Liquidation)

Medfin Australia Pty Limited MLC Properties Pty Limited MLC Nominees Pty Ltd

Messenia Pty Limited (In Liquidation)

Fortuitous Assets Ltd Sophisticated Assets Ltd Eight Star Group Ltd Stable Markets Holdings Ltd

HKMLC Insurance Holdings Ltd (55%)

MLC (Hong Kong) Ltd MLC Trustees (Hong Kong) Ltd Hong Kong Wealth Management Ltd SMMR (Thailand) Co. Ltd (49%) Tun Charoen Ltd (51%) PT MLC Life Indonesia (50%)

MLC Lifetime Company Limited CFG Nominees Pty Ltd (In liquidation)

Capita Properties Pty Ltd

Tropical Breeze, Inc (In liquidation) Cameron Close Pty Ltd (In Liquidation)

National Wealth Management International Holdings Limited National Wealth Management Europe Holdings Limited National Europe Holdings (Wealth Management) Limited National Wealth Management Europe Services Limited National Australia Insurance Services Limited

MLC Savings Limited

MLC Management Ltd

Clydesdale Bank Insurance Brokers Limited

Northern Bank Insurance Services Ltd. Yorkshire Bank Financial Services Limited Wealth Management Mauritius Holdings Limited

PT Telur Emas Perkasa PT Indonesia Emas Perkasa PT Telur Emas Indonesia

National Wealth Management New Zealand Holdings Limited

BNZ Investment Management Limited

BNZ Life Insurance Limited **BNZ Nominees Limited**

National Australia Group Europe Limited

PMJI Inc

National Americas Holdings Ltd

National Australia Group Europe Investments Ltd National Australia Group Europe PHC Limited National Australia Group Europe Finance B.V. National Australia UK Pension Trustee Ltd Amber Liquid (UK) Investments Limited National Australia Group SSP Trustee Ltd

National Australia Finance (Commercial Leasing) Limited National Australia Finance (Equipment Leasing) Limited

National Australia Finance (Leasing) Limited

The Deep in Hull Limited

NAGEO B.V.

Angara Company Limited Ariodante Limited PFA Limited

Starfish Company Limited

National Europe Holdings Limited

National Australia Group Europe Services Ltd

Mora Property Development Co Limited (20% NBL) Kensington Hotel (Belfast) Limited (20% NBL)

National Australia Bank (GB) Limited

National Europe Holdings (GB) Ltd

Clydesdale Bank PLC CB House Purchase Limited

National Australia Group CIF Trustee Ltd

CB Nominees Limited

CB Shelfco No. 1 Limited (In liquidation)

CB Trustee Nominees Limited

Clydesdale Bank Custodian Nominees Limited Clydesdale Bank Asset Finance Limited Clydesdale Bank Pension Trustee Limited Clydesdale European Finance Limited

CGF No. 3 Limited CGF No. 6 Limited CGF No. 9 Limited CGF No. 12 Limited

Clydesdale Bank (Head Office) Nominees Ltd Clydesdale Bank (London) Nominees Limited Clydesdale Bank (Piccadilly) Nominees Limited North of Scotland Bank (London) Limited

Warren Collections Limited

Clydesdale Trustee & Custodial Services (Ireland) Ltd (In liquidation) Clydesdale Corporate Investment Services (Ireland) Ltd (In liquidation) Clydesdale Ireland Securities Nominees Limited (In liquidation)

Yorkshire Bank PLC

Yorkshire Bank Retail Services Ltd.

Fairhalsen Collections Ltd.

Storecard Ltd.

Eden Vehicle Rentals Ltd. Yorkshire Bank Finance Ltd. Yorkshire International Finance B.V. Northern and General Finance Ltd. Yorkshire Bank Equipment Leasing Ltd. Yorkshire Bank Commercial Leasing Ltd Allerton House Properties Limited

YB Lease Ltd. Yorlease Ltd

Yorkshire Bank Home Loans Ltd. Yorkshire Bank Investments Ltd. Yorkshire BIHK Limited

Yorkshire Bank Financial Services Ltd

Yorbank Nominees Ltd. Yorkshire Bank Nominees Ltd. Brunswick Collection Services Ltd I YB Trust Company Ltd.

North British Finance Group Ltd.

MSRA UK Limited

North British Motor Finance Ltd North British Finance Ltd **EVR Limited** Custom Fleet Limited

National Australia Group Services Limited

Custom Lease Pty. Limited (In liquidation)

Custom Service Leasing Limited Hegira Limited

Laura Pty. Limited (In liquidation) Lavallette Pty. Limited (In liquidation) NSW Housing No. 1 Pty. Limited

Omnibus Leasing (1978) Limited (In liquidation)

Rail Leasing Limited (In Liquidation)

River Boyne Pty. Limited River Embley Pty. Limited Zermatt Limited (In liquidation) Fleet Systems Pty. Limited Custom Fleet (Australia) Limited

NBA Properties Limited

CBC Holdings Limited CBC Properties Limited NBA Properties (Qld.) Limited NBA Properties (Vic.) Limited

IMD Management Ltd (In Liquidation)

Other companies ARDB Limited

Australian Banks' Export Re-finance Corporation Limited

BOACT Pty Ltd

Commercial Nominees Pty. Limited Erstfeld Pty Limited (In Liquidation)

HICAPS Pty Limited NAF Trustee Limited

National Australia Corporate Advisory Limited

NAB Investments Limited

National Australia Corporate Services Limited

Nautilus Insurance Pte. Ltd. Nautilius Insurance (Europe) Ltd NAB Finance (Ireland) Ltd

National Capital Guaranteed Fund Limited (In liquidation) (49%)

Matrix Film Investment One Pty Limited Matrix Film Investment Two Pty Limited National Australia Finance (Asia) Limited

Diba Investments Limited National Australia Finance (Hong Kong) Plc National Australia Investment Capital Limited National Australia Investment Brokers Limited

National Australia Managers Limited National Australia Merchant Bank (Singapore) Limited National Australia Overseas Holding (Singapore) Private Limited

National Australia Securities Limited National Australia Trustees Limited Bourke Street Nominees Pty. Limited National Australia Underwriters Limited National Infrastructure Investment No.1 Pty Ltd National Infrastructure Investment No.2 Pty Ltd National Infrastructure Investment No.3 Pty Ltd

Asibond Pty Limited Valewin Pty Limited Elly Investments Pty Ltd Rosie Investments Pty Ltd (85%) National Nominees Limited National Nominees (London) Limited National Margin Services Pty Ltd NMS Nominees Pty Ltd

National Markets Group Limited

Australian Market Automated Quotation (Ausmaq) System Limited

Ausmaq (NZ) Limited

National OnLine Trading Limited

National OnLine Trading Nominees Pty Ltd

O2-e Limited

National eProcurement Ltd

National eProcurement Australia Pty Ltd National eProcurement UK Ltd NBA Leasing Pty. Limited

VPL Securities Pty Limited Alice Corporation Pty Ltd (61.53%NAB)

Harkay Limited

Guidestar Financial Limited Guidestar Financial Group Limited

Pinnacle Holdings NZ Ltd

Vilexton Pty Limited (In Liquidation)

Rycee 1 Pty Ltd (85%) Rycee 2 Pty Ltd (85%) Rycee 3 Pty Ltd (85%) Deesam Pty Ltd (85%) Rycee 5 Pty Ltd (85%) Rycee 6 Pty Ltd (85%)

National Australia Capital Securities (UK) PLC National Australia Capital Securities (Jersey) Limited Loyalty Pacific Pty Ltd (50% NAB; 50% Coles Myer) FBP Awards Fund Pty Ltd (50% NAB; 50% Coles Myer)

Relationship Services Pty Limited

Loyalty Pacific (Hong Kong) Ltd (50% RSPL) C.B.C. Investments Limited (In liquidation) C.B.C. Investments Services Limited (In liquidation) Custom Credit Holdings Limited (In liquidation) Custom Credit Corporation Limited (In liquidation)

Carrington Confirmers Pty. Limited (In liquidation) Australian Equity Corporation Limited (In liquidation)

First National Limited (In liquidation) First National Finance Limited (In liquidation)

National Funding Holdings Pty Ltd

Mockey 1 Pty Ltd Mockey 2 Pty Ltd Mockey 3 Pty Ltd Mockey 4 Pty Ltd Mockey 5 Pty Ltd Mockey 6 Pty Ltd

Messinia Pty Ltd (In Liquidation) National Australia Travel Limited (In Liquidation)

Tasovac Pty Ltd

National Global MBS Manager Pty Ltd Custom Lease Pty Ltd (In Liquidation) Groundsel Pty Ltd (In Liquidation)

National Australia Leasing (Qld) Pty Ltd (In Liquidation)

Vipro Pty Ltd (NAB 33.3%)