5 September 2005

**Westfield Group**
Level 24, Westfield Towers
100 William Street
Sydney NSW 2011
GPO Box 4004
Sydney NSW 2001
Australia

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The Manager
Company Announcements Office
Australian Stock Exchange Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

**WESTFIELD GROUP (ASX:WDC)**
**NOTICE UNDER ASX LISTING RULE 3.19A**

We enclose Appendix 3Y notices, as required to be provided under Listing Rule 3.19A for each of the following directors of the Westfield Group companies: FP Lowy, DH Lowy, PS Lowy and SM Lowy.

The notices are in respect of a recent acquisition of 211,337 stapled securities in Westfield Group by Westfield C Fund Pty Limited, as trustee of the Westfield Superannuation C Fund. These securities were issued pursuant to the participation of Westfield C Fund Pty Limited in the Westfield Group Distribution Reinvestment Plan.

The Lowy family directors have a relevant interest in the Westfield Group stapled securities acquired by Westfield C Fund Pty Limited. Please note that the Lowy family directors have not personally acquired any stapled securities.

Yours faithfully
**WESTFIELD GROUP**



**Simon Tuxen**
**Company Secretary**

*Rule 3.19A.2*

# 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** | **Westfield Group** |
| **ABN** | **Westfield Holdings Limited ABN 66 001 671 496**<br>**Westfield Trust ARSN 090 849 746**<br>**Westfield America Trust ARSN 092 058 449** |

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** | Frank P Lowy |
| **Date of last notice** | 28/02/2005 |

**Part 1 - Change of director's relevant interests in securities**
*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

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

| | |
|---|---|
| **Direct or indirect interest** | Indirect |
| **Nature of indirect interest (including registered holder)**<br>Note: Provide details of the circumstances giving rise to the relevant interest. | Westfield C Fund Pty Limited |
| **Date of change** | 31 August 2005 |
| **No. of securities held prior to change** | 166,664,514 |
| **Class** | Ordinary stapled securities |
| **Number acquired** | 211,337 |
| **Number disposed** | - |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and estimated valuation | $17.07 per security |
| **No. of securities held after change** | 166,875,851 |

+ See chapter 19 for defined terms.

| | |
|---|---|
| **Nature of change**<br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Issue of securities under Westfield Group Distribution 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** | N/A |
| **Nature of interest** | N/A |
| **Name of registered holder (if issued securities)** | N/A |
| **Date of change** | N/A |
| **No. and class of securities to which interest related prior to change**<br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| **Interest acquired** | N/A |
| **Interest disposed** | N/A |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and an estimated valuation | N/A |
| **Interest after change** | N/A |

*Rule 3.19A.2*

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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** | David Hillel Lowy |
| **Date of last notice** | 28/02/2005 |

**Part 1 - Change of director's relevant interests in securities**
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| **No. of securities held prior to change** | 166,664,514 |
| **Class** | Ordinary stapled securities |
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| **Nature of interest** | N/A |
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*Rule 3.19A.2*

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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** | Peter Simon Lowy |
| **Date of last notice** | 28/02/2005 |

**Part 1 - Change of director's relevant interests in securities**
*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

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| | |
|---|---|
| **Name of Director** | Steven Mark Lowy |
| **Date of last notice** | 28/02/2005 |

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