16 November 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

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

We enclose an Appendix 3Y notice, as required to be provided under Listing Rule 3.19A, for Mr Stephen Johns, a director of the Westfield Group companies.

Yours faithfully
**WESTFIELD GROUP**



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

encl

*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** | Stephen Paul Johns |
| **Date of last notice** | 20/07/2005 |

**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** | Direct |
| **Nature of indirect interest (including registered holder)**<br>Note: Provide details of the circumstances giving rise to the relevant interest. | |
| **Date of change** | 10/11/2005, 11/11/2005 & 14/11/2005 |
| **No. of securities held prior to change** | 1,813,559 |
| **Class** | Ordinary stapled securities |
| **Number acquired** | - |
| **Number disposed** | 250,000 |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and estimated valuation | 100,000 @ $17.203 (10/11/2005)<br>1,584 @ $17.220 (11/11/2005)<br>148,416 @ $17.20 (14/11/2005) |
| **No. of securities held after change** | 1,563,559 |

+ 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 | On-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.

| | |
|---|---|
| **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 |