

12 February 2009

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



Westfield Group

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100 William Street
Sydney NSW 2011
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Sydney NSW 2001
Australia

Telephone 02 9358 7707
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Dear Sir/Madam

Westfield Group (ASX: WDC)
Notice under sections 708A(5)(e) and 1012DA(5)(e) of the Corporations Act 2001 (Cwth)

This notice is being given by Westfield Holdings Limited (ACN 001 671 496) ("**Company**"), Westfield Management Limited (ACN 001 670 579) as responsible entity of Westfield Trust (ARSN 090 849 746) ("**Westfield Trust**") and Westfield America Management Limited (ACN 072 780 619) as responsible entity of Westfield America Trust (ARSN 092 058 449) ("**Westfield America Trust**") (together the Company, the Westfield Trust and the Westfield America Trust are referred to as the "**Westfield Group**" in this notice) under sections 708A(5)(e) and 1012DA(5)(e) of the *Corporations Act 2001* (Cwth) ("**Act**").

The Westfield Group advises that:

- (a) The Westfield Group has issued 276,190,500 new ordinary stapled securities in the Westfield Group ("**Placement Stapled Securities**"), each comprising one unit in each of the Westfield Trust and the Westfield America Trust and one ordinary share in the Company, under a private placement to institutional and other sophisticated or professional investors ("**Placement**").
- (b) The Westfield Group issued the Placement Stapled Securities without disclosure to investors under Part 6D.2 of the Act and without a Product Disclosure Statement for the Placement Stapled Securities being prepared.
- (c) As a disclosing entity, the Westfield Group is subject to regular reporting and disclosure obligations.
- (d) As at the date of this notice, the Westfield Group has complied with:
 - (i) the provisions of Chapter 2M of the Act, as they apply to each entity in the Westfield Group; and
 - (ii) section 674 of the Act as it applies to the Westfield Group.

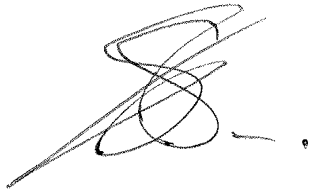
Westfield Holdings Limited ABN 66 001 671 496

Westfield Management Limited ABN 41 001 670 579 AFS Licence 230329
as responsible entity for **Westfield Trust** ABN 55 191 750 378 ARSN 090 849 746

Westfield America Management Limited ABN 66 072 780 619 AFS Licence 230324
as responsible entity for **Westfield America Trust** ABN 27 374 714 905 ARSN 092 058 449

- (d) As at the date of this notice, all excluded information of the type that would be required to be disclosed under:
- (i) sub-sections 708A(7) and 708A(8) of the Act; and
 - (ii) sub-sections 1012DA(7) and 1012DA(8) of the Act,
- has been disclosed to ASX.

Signed for the Company, the Westfield Trust and the Westfield America Trust by

A handwritten signature in black ink, appearing to be 'Simon Tuxen', with a stylized, cursive script.

Simon Tuxen
Company Secretary