

5 July 2012



**Westfield Group**

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Australia

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The Manager  
Company Announcements Office  
ASX 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 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.

The notice is in respect of two recent transfers of Westfield Group stapled securities which were registered in Mr Johns' name to Caran Pty Ltd as trustee for the Johns Family Superannuation Fund and Onet Three Pty Ltd as trustee for the Johns Family Non Complying Superannuation Fund. Mr Johns is the sole beneficiary of the Johns Family Superannuation Fund and the Johns Family Non Complying Superannuation Fund. Accordingly, Mr Johns' relevant interest in Westfield Group stapled securities remains unchanged notwithstanding the above transactions.

Although the trade occurred during a "black-out" period, it was a permitted trade under the Group's security trading policy as Mr Johns' relevant interest in the securities did not change.

Yours faithfully  
**WESTFIELD GROUP**

A handwritten signature in blue ink, appearing to be "Simon Tuxen", with a stylized flourish.

**Simon Tuxen  
Company Secretary**

Encl.

**Westfield Holdings Limited** ABN 66 001 671 496

**Westfield Management Limited** ABN 41 001 670 579 AFS Licence 230329  
as responsible entity of **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 of **Westfield America Trust** ABN 27 374 714 905 ARSN 092 058 449

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

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>	Stephen Paul Johns
<b>Date of last notice</b>	7 July 2011

### 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.

<b>Direct or indirect interest</b>	Direct and indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Indirect interest is through private companies, Canzak Pty Limited, Caran Pty Limited ATF The Johns Family Superannuation Fund and Onet Three Pty Limited ATF The Johns Family Non Complying Superannuation Fund
<b>Date of change</b>	3 July 2012
<b>No. of securities held prior to change</b>	1,512,655
<b>Class</b>	WDC
<b>Number acquired</b>	51,500
<b>Number disposed</b>	51,500
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$9.50 per WDC stapled security

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>No. of securities held after change</b>	1,512,655
<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 trades from Stephen Paul Johns to Caran Pty Ltd ATF The Johns Family Superannuation Fund and Onet Three Pty Limited ATF The Johns Family Non Complying Superannuation Fund

**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>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<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>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
<b>Interest after change</b>	N/A

**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>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

+ See chapter 19 for defined terms.