

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme FAT PROPHETS GLOBAL PROPERTY FUND (FPP)

ACN/ARSN ARSN 619 970 786

1. Details of substantial holder(1)

Name WESTPAC BANKING CORPORATION (WBC) and its associated entities listed in Annexure 'B'

ACN/ARSN (if applicable) ACN 007 457 141

There was a change in the interests of the substantial holder on 11/05/2018

The previous notice was given to the company on 23/04/2018

The previous notice was dated 19/04/2018

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice in the company or scheme, are as follows:

Class of securities (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
ORDINARY SHARES	937,668	6.18%	1,506,630	9.93%

3. 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 (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
11/05/2018	WBC & its Associates, BT Funds Management Limited	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'	See Annexure 'A'

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and Number of securities	Person's votes
BT Funds Management Limited	BT Portfolio Services Limited	BT Portfolio Services Limited	BT Funds Management Limited is the manager of various superannuation funds, institutional investor portfolios and unit trusts and, in that capacity, can exercise the power to vote or dispose of the shares.	1,506,630, Ordinary	1,506,630

5. Changes in association

The persons who have become associates (2) of, or ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
Westpac Banking Corporation (WBC)	Level 18, Westpac Place, 275 Kent St, Sydney NSW 2000
BT Funds Management Limited	Level 18, Westpac Place, 275 Kent Street, Sydney NSW 2000
FAT PROPHETS GLOBAL PROPERTY FUND (FPP)	The Company Secretary FAT PROPHETS GLOBAL PROPERTY FUND (FPP) Level 11, 20 Hunter Street Sydney NSW 200

Signature

Print name Tim Hartin Capacity Company Secretary

Sign here _____ Date 15/05/2018

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (e.g. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of “associate” in section 9 of the Corporations Act 2001.
- (3) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person’s votes divided by the total votes in the body corporate scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of “relevant agreement” in section 9 of the Corporations Act 2001.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (e.g. if the relevant interest arises because of an option) write “unknown”.
- (9) Give details, if appropriate, of the present association and any changes in that association since the last substantial holding notice.

ANNEXURE A

This is annexure 'A' referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities.

Tim Hartin – Company Secretary, Westpac Banking Corporation – 15/05/2018

TRANSACTION HISTORY

Sales & Purchases for the period : 20/04/2018 to 11/05/2018

SECURITY: FPP

BT Funds Management Limited

Date	Registered Company	Nature of Change	Quantity	Consideration	Class of Securities	Person's votes affected
7/05/2018	BT Portfolio Services Limited	Purchase	33,766	36,973.77	Ordinary	33,766
7/05/2018	BT Portfolio Services Limited	Sale	-31,861	-34,887.80	Ordinary	31,861
7/05/2018	BT Portfolio Services Limited	Sale	-1,905	-2,085.98	Ordinary	1,905
8/05/2018	BT Portfolio Services Limited	Purchase	15,422	16,846.99	Ordinary	15,422
9/05/2018	BT Portfolio Services Limited	Purchase	2,408	2,624.72	Ordinary	2,408
10/05/2018	BT Portfolio Services Limited	Purchase	45,055	49,136.98	Ordinary	45,055
10/05/2018	BT Portfolio Services Limited	Purchase	10,667	11,649.43	Ordinary	10,667
10/05/2018	BT Portfolio Services Limited	Purchase	5,011	5,484.04	Ordinary	5,011
10/05/2018	BT Portfolio Services Limited	Purchase	11,985	13,085.22	Ordinary	11,985
10/05/2018	BT Portfolio Services Limited	Purchase	23,022	25,121.61	Ordinary	23,022
10/05/2018	BT Portfolio Services Limited	Purchase	12,352	13,485.91	Ordinary	12,352
10/05/2018	BT Portfolio Services Limited	Purchase	14,894	16,256.80	Ordinary	14,894
10/05/2018	BT Portfolio Services Limited	Purchase	15,134	16,517.25	Ordinary	15,134
10/05/2018	BT Portfolio Services Limited	Purchase	11,765	12,846.20	Ordinary	11,765
10/05/2018	BT Portfolio Services Limited	Purchase	5,974	6,533.76	Ordinary	5,974
10/05/2018	BT Portfolio Services Limited	Purchase	29,964	32,696.72	Ordinary	29,964
10/05/2018	BT Portfolio Services Limited	Purchase	13,329	14,549.94	Ordinary	13,329
10/05/2018	BT Portfolio Services Limited	Purchase	9,322	10,182.42	Ordinary	9,322
10/05/2018	BT Portfolio Services Limited	Purchase	22,914	25,003.76	Ordinary	22,914
10/05/2018	BT Portfolio Services Limited	Purchase	14,394	15,711.05	Ordinary	14,394
10/05/2018	BT Portfolio Services Limited	Purchase	7,245	7,918.79	Ordinary	7,245
10/05/2018	BT Portfolio Services Limited	Purchase	22,689	24,758.24	Ordinary	22,689
10/05/2018	BT Portfolio Services Limited	Purchase	8,358	9,131.95	Ordinary	8,358
10/05/2018	BT Portfolio Services Limited	Purchase	12,942	14,115.84	Ordinary	12,942
10/05/2018	BT Portfolio Services Limited	Purchase	12,576	13,729.22	Ordinary	12,576
10/05/2018	BT Portfolio Services Limited	Purchase	12,611	13,767.43	Ordinary	12,611
10/05/2018	BT Portfolio Services Limited	Purchase	10,497	11,463.77	Ordinary	10,497
10/05/2018	BT Portfolio Services Limited	Purchase	8,313	9,082.78	Ordinary	8,313
10/05/2018	BT Portfolio Services Limited	Purchase	8,618	9,415.17	Ordinary	8,618
10/05/2018	BT Portfolio Services Limited	Purchase	7,798	8,521.65	Ordinary	7,798
10/05/2018	BT Portfolio Services Limited	Purchase	4,296	4,704.55	Ordinary	4,296
10/05/2018	BT Portfolio Services Limited	Purchase	5,526	6,045.44	Ordinary	5,526
10/05/2018	BT Portfolio Services Limited	Purchase	12,456	13,599.46	Ordinary	12,456
10/05/2018	BT Portfolio Services Limited	Purchase	5,981	6,541.42	Ordinary	5,981
10/05/2018	BT Portfolio Services Limited	Purchase	8,985	9,815.21	Ordinary	8,985
10/05/2018	BT Portfolio Services Limited	Purchase	8,599	9,394.41	Ordinary	8,599
10/05/2018	BT Portfolio Services Limited	Purchase	13,711	14,966.93	Ordinary	13,711
10/05/2018	BT Portfolio Services Limited	Purchase	8,770	9,581.23	Ordinary	8,770
10/05/2018	BT Portfolio Services Limited	Purchase	6,652	7,272.63	Ordinary	6,652

10/05/2018	BT Portfolio Services Limited	Purchase	6,744	7,372.54	Ordinary	6,744
10/05/2018	BT Portfolio Services Limited	Purchase	5,360	5,864.38	Ordinary	5,360
10/05/2018	BT Portfolio Services Limited	Purchase	4,978	5,447.92	Ordinary	4,978
10/05/2018	BT Portfolio Services Limited	Purchase	12,038	13,143.09	Ordinary	12,038
10/05/2018	BT Portfolio Services Limited	Purchase	11,292	12,329.73	Ordinary	11,292
10/05/2018	BT Portfolio Services Limited	Purchase	11,704	12,779.60	Ordinary	11,704
10/05/2018	BT Portfolio Services Limited	Purchase	10,323	11,273.75	Ordinary	10,323
10/05/2018	BT Portfolio Services Limited	Purchase	8,300	9,068.58	Ordinary	8,300
10/05/2018	BT Portfolio Services Limited	Purchase	4,047	4,433.08	Ordinary	4,047
10/05/2018	BT Portfolio Services Limited	Purchase	14,102	15,393.74	Ordinary	14,102
10/05/2018	BT Portfolio Services Limited	Purchase	11,916	13,009.89	Ordinary	11,916
10/05/2018	BT Portfolio Services Limited	Purchase	10,098	11,029.04	Ordinary	10,098
10/05/2018	BT Portfolio Services Limited	Purchase	10,065	10,992.99	Ordinary	10,065
10/05/2018	BT Portfolio Services Limited	Purchase	12,882	14,063.28	Ordinary	12,882
10/05/2018	BT Portfolio Services Limited	Purchase	14,878	16,239.34	Ordinary	14,878
	Total		598,962	653,999.87		
	BT Funds Management Limited Total :		598,962	653,999.87		

ANNEXURE B – ASSOCIATED COMPANIES

This is annexure 'B' (being 3 pages) referred to in Form 604, Notice of change of interests of substantial holder, lodged for Westpac Banking Corporation ACN 007 457 141 and its associated entities

Tim Hartin – Company Secretary, Westpac Banking Corporation – 15/05/2018

Westpac Banking Corporation	Australia	Sixty Martin Place (Holdings) Pty Limited	Australia
1925 (Commercial) Pty Limited	Australia	St.George Business Finance Pty Limited	Australia
1925 (Industrial) Pty Limited	Australia	St.George Custodial Pty Limited	Australia
1925 Advances Pty Limited	Australia	St.George Equity Finance Limited	Australia
Advance Asset Management Limited	Australia	St.George Finance Holdings Limited	Australia
Altitude Administration Pty Limited	Australia	St.George Finance Limited	Australia
Altitude Rewards Pty Limited	Australia	St.George Life Limited	Australia
Aotearoa Financial Services Limited	New Zealand	St.George Motor Finance Limited	Australia
Ascalon Capital Managers (Asia) Limited	Hong Kong	St.George Security Holdings Pty Limited	Australia
Ascalon Capital Managers Limited	Australia	Sydney Capital Corporation Inc.	USA
Ascalon Funds Seed Pool Trust	Australia	The Home Mortgage Company Limited	New Zealand
Asgard Capital Management Limited	Australia	Value Nominees Pty Limited	Australia
Asgard Wealth Solutions Limited	Australia	W2 Investments Pty Limited	Australia
Belliston Pty Limited	Australia	Waratah Receivables Corporation Pty Limited	Australia
Bill Acceptance Corporation Pty Limited	Australia	Waratah Securities Australia Limited	Australia
BT (Queensland) Pty Limited	Australia	Westpac (NZ) Investments Limited	New Zealand
BT Australia Pty Limited	Australia	Westpac Administration 2 Pty Limited	Australia
BT Financial Group (NZ) Limited	New Zealand	Westpac Administration 3 Pty Limited	Australia
BT Financial Group Pty Limited	Australia	Westpac Administration 4 Pty Limited	Australia
BT Funds Management (NZ) Limited	New Zealand	Westpac Administration Pty Limited	Australia
BT Funds Management Limited	Australia	Westpac Altitude Rewards Trust	Australia
BT Funds Management No.2 Limited	Australia	Westpac Americas Inc.	USA
BT Long Term Income Fund	Australia	Westpac Asian Lending Pty Limited	Australia
BT Portfolio Services Limited	Australia	Westpac Bank-PNG-Limited	Papua New Guinea
BT Private Nominees Pty Limited	Australia	Westpac Capital Markets Holding Corp.	USA
BT Securities Limited	Australia	Westpac Capital Markets LLC	USA
BT Short Term Income Fund	Australia	Westpac Capital-NZ-Limited	New Zealand
Capital Corporate Finance Limited	Australia	Westpac Cash PIE Fund	New Zealand
Capital Finance (NZ) Limited	Australia	Westpac Covered Bond Trust	Australia
Capital Finance Australia Limited	Australia	Westpac Custodian Nominees Pty Limited	Australia
Capital Finance New Zealand Limited	New Zealand	Westpac Databank Pty Limited	Australia
Capital Fleetlease Limited	Australia	Westpac Debt Securities Pty Limited	Australia
Capital Motor Finance Limited	Australia	Westpac Direct Equity Investments Pty Limited	Australia
Capital Rent Group Limited	Australia	Westpac Equity Holdings Pty Limited	Australia
CBA Limited	Australia	Westpac Equity Investments NZ Limited	New Zealand
Challenge Limited	Australia	Westpac Equity Pty Limited	Australia
Crusade ABS Series 2013-1 Trust	Australia	Westpac Europe Limited	UK
Crusade ABS Series 2015-1 Trust	Australia	Westpac Finance (HK) Limited	Hong Kong
Crusade ABS Series 2016-1 Trust	Australia	Westpac Financial Consultants Limited	Australia
Crusade ABS Series 2017-1 Trust	Australia	Westpac Financial Holdings Pty Limited	Australia
Crusade ABS Series 2017-1P Trust	Australia	Westpac Financial Services Group Limited	Australia

Crusade Management Limited	Australia	Westpac Financial Services Group-NZ-Limited	New Zealand
Crusade Trust No.2P of 2008	Australia	Westpac Financial Services Limited	Australia
Danaby Pty Limited	Australia	Westpac General Insurance Limited	Australia
eQR Securities Pty. Limited	Australia	Westpac General Insurance Services Limited	Australia
General Credits Pty Limited	Australia	Westpac Global Capital Markets Pty Limited	Australia
Hastings Forestry Investments Limited	New Zealand	Westpac Group Investment-NZ-Limited	New Zealand
Hastings Forests Australia Pty Limited	Australia	Westpac Holdings-NZ-Limited	New Zealand
Hastings Funds Management Limited	Australia	Westpac Investment Capital Corporation	USA
Hastings Investment Management Pty Ltd	Australia	Westpac Investment Vehicle No.2 Pty Limited	Australia
Hastings Management Pty Limited	Australia	Westpac Investment Vehicle No.3 Pty Limited	Australia
Hastings Private Equity Fund IIA Pty Limited	Australia	Westpac Investment Vehicle Pty Limited	Australia
Hitton Pty Limited	Australia	Westpac Leasing Nominees-Vic.-Pty Limited	Australia
Infrastructure Research and Advisory Services Private Limited	India	Westpac Lenders Mortgage Insurance Limited	Australia
Magnitude Group Pty Limited	Australia	Westpac Life Insurance Services Limited	Australia
Mortgage Management Pty Limited	Australia	Westpac Life-NZ-Limited	New Zealand
Net Nominees Limited	Australia	Westpac New Zealand Group Limited	New Zealand
Number 120 Limited	New Zealand	Westpac New Zealand Limited	New Zealand Scheme Trustee Limited New Zealand
Oniston Pty Limited	Australia	Westpac New Zealand Staff Superannuation	
Partnership Pacific Pty Limited	Australia	Westpac Nominees-NZ-Limited	New Zealand
Partnership Pacific Securities Pty Limited	Australia	Westpac Notice Saver PIE Fund	New Zealand
Pashley Investments Pty Limited	Australia	Westpac NZ Covered Bond Holdings Limited	New Zealand
Planwise AU Pty Ltd	Australia	Westpac NZ Covered Bond Limited	New Zealand
Qvalent Pty Limited	Australia	Westpac NZ Operations Limited	New Zealand
RAMS Financial Group Pty Limited	Australia	Westpac NZ Securitisation Holdings Limited	New Zealand
Reinventure Fund II I.L.P	Australia	Westpac NZ Securitisation Limited	New Zealand
Reinventure Fund, I.L.P.	Australia	Westpac NZ Securitisation No.2 Limited	New Zealand
RMS Warehouse Trust 2007-1	Australia	Westpac Overseas Holdings No. 2 Pty Limited	Australia
Sallmoor Pty Limited	Australia	Westpac Overseas Holdings Pty Limited	Australia
Securitor Financial Group Limited	Australia	Westpac Properties Limited	Australia
Seed Pool Trust No. 2	Australia	Westpac RE Limited	Australia
Series 2008-1M WST Trust	Australia	Westpac Securities Administration Limited	Australia
Series 2009-1 WST Trust	Australia	Westpac Securities Limited	Australia
Series 2011-1 WST Trust	Australia	Westpac Securities NZ Limited	New Zealand
Series 2011-2 WST Trust	Australia	Westpac Securitisation Holdings Pty Limited	Australia
Series 2011-3 WST Trust	Australia	Westpac Securitisation Management Pty Limited	Australia
Series 2012-1 WST Trust	Australia	Westpac Singapore Limited	Singapore
Series 2013-1 WST Trust	Australia	Westpac Structured Products Limited	Australia
Series 2013-2 WST Trust	Australia	Westpac Superannuation Nominees-NZ-Limited	New Zealand
Series 2014-1 WST Trust	Australia	Westpac Syndications Management Pty Limited	Australia
Series 2014-2 WST Trust	Australia	Westpac Term PIE Fund	New Zealand
Series 2015-1 WST Trust	Australia	Westpac TPS Trust	Australia
SIE-LEASE (Australia) Limited	Australia	Westpac Unit Trust	Australia
SIE-LEASE (New Zealand) Pty Limited	New Zealand	Westpac USA Inc.	USA