

**Form 604
Corporations Law
Section 671B**

Notice of change of interests of substantial holder

WFT

To: Company Name/Scheme **Westfield Trust**
 Fax: (02) 9358 7881
 ARSN 090 849 746

ACN/ARSN

1. Details of substantial holder

Name
 ACN (if applicable)

National Australia Bank Limited Group (ACN 004 044 937) being comprised of the bodies corporate listed in Annexure A and which includes:
 National Asset Management Limited ACN 062 806 884 (previous 1.91%; present 0.98%);
 National Australia Bank Superannuation Fund Pty Ltd ACN 065 048 928 (previous 0.02%; present nil)
 National Australia Fund Management Limited ACN 004 956 558 (previous 0.12%; present nil)
 National Australia Trustees Limited ACN 007 350 405 (previous 0.16 %; present 0.14%)
 Flexiplan Australia Limited ACN 056 678 427 (previous 0.07%; present 0.101%)
 Godfrey Pembroke Financial Services Limited ACN 003 059 541 (previous 0.005 %; present 0.0184%)
 MLC Limited ACN 000 000 402 (previous 2.99%; present 2.72%)
 MLC Investments Limited ACN 002 641 661 (previous 1.98%; present 2.44%)
 MLC Lifetime Company Limited ACN 000 000 420 (previous 1.14%; present 0.8%)

gives notice of a change in relevant interests

There was a change in the interests of the substantial holder on

19 / 06 / 2002

The previous notice was given to the company on

23 / 02 / 2001

The previous notice was dated

23 / 02 / 2001

2. Previous and present voting power:

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

Class of securities	Previous Notice		Present Notice	
	Person's votes	Voting power	Person's votes	Voting power
Ordinary	150,610,250	8.4%	142,032,203	7.9%

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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
31/01/2001 to /06/2002	FlexiPlan Australia Limited	Share purchase	\$3.09 to \$3.62	Ordinary	1,008,688
31/01/2001 to /06/2002		Share sale	\$3.07 to \$3.52	Ordinary	336,954

3. Changes in relevant interests contd.

31/01/2001 to 06/2002	Godfrey Pembroke Financial Services Limited	Share purchase	\$3.13 to \$3.54	Ordinary	276,874
31/01/2001 to 06/2002		Share sale	\$3.09 to \$3.39	Ordinary	44,940
31/01/2001 to 19/06/2002	MLC Limited	Share purchase	\$3.07 to \$3.46	Ordinary 18,850,129	18,850,129
31/01/2001 to 19/06/2002		Share sale	\$3.09 to \$3.46	Ordinary 18,659,395	18,659,395
31/01/2001 to 19/06/2002	MLC Investments Limited	Share purchase	\$3.07 to \$3.46	Ordinary 24,801,028	24,801,028
31/01/2001 to 19/06/2002		Share sale	\$3.09 to \$3.46	Ordinary 12,133,037	12,133,037
31/01/2001 to 19/06/2002	MLC Lifetime Company Limited	Share purchase	\$3.07 to \$3.46	Ordinary 3,677,140	3,677,140
31/01/2001 to 19/06/2002		Share sale	\$3.09 to \$3.46	Ordinary 8,356,078	8,356,078
21/03/2001 to 14/06/2002	National Asset Management Limited	Share purchase	\$2.48 to \$3.49	Ordinary 32,030,218	32,030,218
01/02/2001 to 14/06/2002		Share sale	\$2.48 to \$3.45	Ordinary 46,675,035	46,675,035
06/02/2001 to 29/10/2001	National Australia Fund Management Limited	Share purchase	\$3.07 to \$3.43	Ordinary 1,135,718	1,135,718
13/02/2001 to 06/11/2001		Share sale	\$3.12 to \$3.51	Ordinary 4,395,564	4,395,564
17/02/2001 to 18/06/2002	National Australia Trustees Limited	Share purchase	\$3.07 to \$3.50	Ordinary 866,644	866,644
12/02/2001 to 07/06/2002		Share sale	\$2.99 to \$3.51	Ordinary 1,237,200	1,237,200
Date unavailable		Share transfer	No change in beneficial ownership – acting as trustee	Ordinary 269,871	269,871

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	Nature of relevant interest	Class and number of securities	Person's votes
FlexiPlan Australia Limited	Perpetual Trustee Company Limited (ACN 000 001 007)		Power to control voting and/or disposal of shares	Ordinary 1,815,081	1,815,081
Godfrey Pembroke Financial Services Limited	Perpetual Trustee Company Limited		Power to control voting and/or disposal of shares	Ordinary 329,980	329,980
MLC Limited	Westpac Custodian Nominees Limited (ACN 002 861 565)		Power to control voting and/or disposal of shares	Ordinary 53,784,696	53,784,696
MLC Investments Limited	Westpac Custodian Nominees Limited		Power to control voting and/or disposal of shares	Ordinary 48,199,803	48,199,803
MLC Lifetime Company Limited	Westpac Custodian Nominees Limited		Power to control voting and/or disposal of shares	Ordinary 15,743,569	15,743,569
National Asset Management Limited	National Australia Financial Management Limited (ACN 000 176 116)		Power to control voting and/or disposal of shares	Ordinary 2,063,208	2,063,208
	National Nominees Limited (ACN 004 278 899)		Power to control voting and/or disposal of shares	Ordinary 17,334,925	17,334,925
			Sub total	19,398,133	
National Australia Trustees Limited	Unknown		Power to control voting and/or disposal of shares	Ordinary 2,760,941	2,760,941

5. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association 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
National Australia Bank Superannuation Fund Pty Ltd ACN 065 048 928	Has ceased to be an associate of National Australia Bank Limited Group for the purposes of Chapter 6 of the Corporations Act.

6. Addresses

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

Name	Address
FlexiPlan Australia Limited	Level 16 216 St George Terrace PERTH WA 6000
Godfrey Pembroke Financial Services Limited	Level 13 24 Market Street SYDNEY NSW 2000
MLC Limited	Level 10 105-153 Miller Street NORTH SYDNEY NSW 2060
MLC Investments Limited	Level 4 105-153 Miller Street NORTH SYDNEY NSW 2060
MLC Lifetime Company Limited	Level 6 105-153 Miller Street NORTH SYDNEY NSW 2060
National Australia Bank Limited	Level 24 500 Bourke Street MELBOURNE VIC 3000
National Asset Management Limited	Level 6 105-153 Miller Street NORTH SYDNEY NSW 2060
National Australia Bank Superannuation Fund Pty Ltd	25 Queensbridge Street SOUTH MELBOURNE VIC 3205
National Australia Financial Management Limited	342 Flinders Street MELBOURNE VIC 3000
National Australia Fund Management Limited	Level 6 105-153 Miller Street NORTH SYDNEY NSW 2060
National Australia Trustees Limited	Level 7 105-153 Miller Street NORTH SYDNEY NSW 2060
National Nominees Limited	Level 24 500 Bourke Street MELBOURNE VIC 3000
Perpetual Trustee Company Limited	39 Hunter Street SYDNEY NSW 2000
Westpac Custodian Nominees Limited	Level 9 50 Pitt Street SYDNEY NSW 2000

Signature

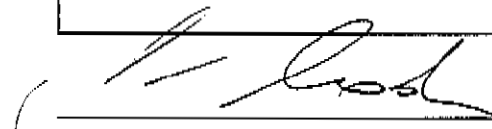
name

Susan Elizabeth Crook

Capacity

Associate Company Secretary
for and on behalf of
National Australia Bank Limited

signature



date 1/17/02

ANNEXURE A

This is Annexure A of three pages referred to in the Form 604 Notice of change of interests of substantial holder signed by me and dated

11/7/02


Susan Elizabeth Crook
Associate Company Secretary

National Australia Bank Limited

- National Equities Limited
- National Wealth Management Holdings Limited
- National Australia Financial Management Limited
- National Asset Management Limited
- National Australia Financial Planning Pty Limited
- National Australia Fund Management Limited
- National Australia Management Services Pty. Ltd.
- National Australia Superannuation Pty. Ltd.
- NAFM Investments Pty. Ltd.
- IMD Management Ltd
- National Wealth Management Services Limited
- MLC Funds Management Limited
- BNZ International Australia Limited
- BNZ Securities Australia Limited
- Partown Pty Limited

National Australia Group (NZ) Limited

- Bank of New Zealand
- BNZ Funding Limited
- BNZ International (Hong Kong) Limited
- BNZ Investments Limited
- BNZ Equipment Limited
- BNZ International Limited
- Amber Liquid Investments Limited
- BNZ Corporation Limited
- BNZ Securities (No 1) Limited
- BNZ Securities (No 2) Limited
- BNZ Property Investments Limited
- BNZ Branch Properties Limited
- BNZ Properties (Auckland) Limited
- BNZ Properties Limited
- Flamingo Holdings Incorporated
- Iraklis Eleven Limited
- Interchange and Settlement Limited
- National Australia Ltd
- Maroro Leasing Limited
- New Zealand Card Services Limited
- Quill Financing Limited
- Peterel Financing Limited
- Custom Fleet (NZ) Limited
- Screen Holdings Limited
- Screen Holdings No. 2 Limited
- Screen Holdings No. 3 Limited
- Screen Holdings No. 4 Limited
- Screen Holdings No. 5 Limited
- Screen Holdings No. 6 Limited
- BNZ Capital Guaranteed Growth Fund Limited
- Bank of New Zealand Associated Companies
- Electronic Transaction Services Ltd
- Loyalty New Zealand Limited
- Mondex New Zealand Limited

National Australia Group Europe PHC Limited

- National Australia Group Europe Limited
- Clydesdale Bank PLC (Group)
- CB House Purchase Limited
- CB Nominees Limited
- CB Shelfco No. 1 Limited (In liquidation)
- CB Trustee Nominees Limited
- Clydesdale Bank Custodian Nominees Limited

- Clydesdale Bank Equity Limited
- Clydesdale Bank Pension Trustee Limited
- Clydesdale Europa Finance Limited
- CGF No. 3 Limited
- CGF No. 6 Limited
- CGF No. 9 Limited
- CGF No. 12 Limited
- Clydesdale Bank Insurance Brokers Limited
- Clydesdale Bank (Head Office) Nominees Ltd
- Clydesdale Bank (London) Nominees Limited
- Clydesdale Bank (Piccadilly) Nominees Limited
- North of Scotland Bank Limited
- Warren Collections Limited
- Clydesdale Bank Asset Finance Limited
- National Australia Group Europe Investments Ltd
- NAGEO B.V.
- National Australia Group Europe Finance B.V.
- National Americas Investment, Inc.

National Americas Holdings Ltd

- NAB Distribution Trust
- MSRA Holdings, Inc.
- SR Investment, Inc.
- HomeSide Lending, Inc.
- CFC, Inc.
- SWD Properties, Inc.
- HMC Financial, Inc.
- National Global MBS Manager, Inc.
- National Mortgage Securities, Inc.
- Stockton Plaza, Inc.
- MSR Services Corporation
- SR Funding Corporation
- SR Solutions, Inc.
- Angara Limited
- Ariodante Limited
- PFA Limited
- National Australia Finance (Commercial Leasing) Limited
- National Australia Finance (Equipment Leasing) Limited
- National Australia Finance (Industrial Leasing) Limited
- National Australia Finance (Leasing) Limited
- National Australia Group CIF Trustee Ltd
- National Australia Group SSP Trustee Ltd
- National Australia UK Pension Trustee Ltd
- National Europe Holdings Limited
- National Europe Holdings (Ireland) Limited
- National Europe Holdings (GB) Limited
- National Europe Holdings (Wealth Management) Limited
- National Australia Insurance Services Limited

National Australia Group Europe Services Ltd

- National Australia Life Company Ltd
- National Australia Life Services Ltd
- MLC Trust Management Ltd
- Amber Liquid (UK) Investments Limited
- NAB Finance (Ireland) Ltd
- Clydesdale Trustee & Custodial Services (Ireland) Ltd (In liquidation)
- Clydesdale Corporate Investment Services (Ireland) Ltd (In liquidation)
- Clydesdale Ireland Securities Nominees Limited (In liquidation)
- National Irish Bank Limited
- Collinstown Property Holding Co Ltd
- Forward Trust (Ireland) Ltd.
- National Australia Group SSP (ROI) Trustee Ltd
- National Irish Bank Financial Services Ltd.
- National Irish Bank Leasing Ltd.
- National Irish Bank Nominees Ltd.
- National Irish Bank Pensions Ltd.
- Angelsea Assets Ltd
- HomeSide Lending (Ireland) Limited.
- National Irish Investment Bank Ltd.
- National Irish Investment Bank Nominees Ltd.
- National Irish Investment Bank Pensions Ltd.
- Norfin Investments Ltd.
- Northern Bank Ltd.
- Northern Bank Executor & Trustee Co. Ltd.
- Northern Bank Factors Ltd.
- Northern Bank Financial Services Ltd.
- Northern Bank Development Corporation Ltd.
- Nordev Properties Ltd.
- Project Development (Balmoral) Ltd.

Northern Bank (I.O.M.) Ltd
 Northern Bank Trust Company (I.O.M.) Ltd.
 NAM Nominees Limited
 Northern Asset Finance Ltd.
 Causeway Credit Ltd.
 Northern Bank Commercial Leasing Ltd.
 Northern Bank Equipment Leasing Ltd.
 Northern Bank Industrial Leasing Ltd.
 Northern Bank Insurance Services Ltd.
 Northern Bank Nominees Ltd.
 Northern Bank Pension Trust Ltd.
 MLC Savings Limited
 Yorkshire Bank PLC
 Allerton House Properties Limited
 North British Finance Group Ltd.
 Custom Fleet Limited
 MSRA UK Limited
 EVR Limited
 Fairhalsen Collections Ltd.
 Yorkshire Bank Retail Services Ltd.
 Storecard Ltd.
 Eden Vehicle Rentals Ltd.
 Yorkshire Bank Finance Ltd.
 Yorkshire International Finance B.V.
 Yorkshire Bank Financial Services Ltd.
 Northern and General Finance Ltd.
 Yorkshire Bank Equipment Leasing Ltd.
 Yorkshire Bank Commercial Leasing Ltd
 YB Lease Ltd.
 Yorlease Ltd
 Mora Property Development Co Limited
 Kensington Hotel (Belfast) Limited
 Yorkshire Bank Home Loans Ltd.
 Yorkshire Bank Investments Ltd.
 Yorbank Nominees Ltd.
 Yorkshire Bank Nominees Ltd.
 Brunswick Collection Services Ltd I
 Camden Hurst Hotel Limited.
 YB Trust Company Ltd.

National Australia Group Services Limited
 Custom Lease Pty. Limited (in liquidation)
 Custom Service Leasing Limited
 Canudos Limited (In liquidation)
 Dinant Limited (In liquidation)
 Exchange Hiring Limited (In liquidation)
 Hegira Limited
 Laura Pty. Limited
 Lavallette Pty. Limited
 Layang Pty. Limited (In liquidation)
 Nosciter Limited (In liquidation)
 NSW Housing No. 1 Pty. Limited
 Omnibus Leasing (1978) Limited
 Rail Leasing Limited
 River Boyne Pty. Limited
 River Embley Pty. Limited
 Roma Street Limited (In liquidation)
 Webb Dock No. 5 Container Terminal Limited (In liquidation)
 Zermatt Limited
 NBA Properties Limited
 CBC Holdings Limited
 CBC Properties Limited
 NBA Properties (Qld.) Limited
 NBA Properties (Vic.) Limited
 CSPL Securities Pty Limited (In liquidation)
 National Australia Merchant Bank (Singapore) Limited
 Nautilus Insurance Pte. Ltd.
 National Australia Finance (Asia) Limited
 Vilexton Pty Limited
 ARDB Limited
 Australian Banks' Export Re-finance Corporation Limited
 Custom Credit Holdings Limited (In liquidation)
 Custom Credit Corporation Limited (In liquidation)
 Carrington Confirmer Pty. Limited (In liquidation)
 Australian Market Automated Quotation (Ausmaq) System Limited
 Ausmaq (NZ) Limited
 C.B.C. Investments Limited (In liquidation)
 C.B.C. Investments Services Limited (In liquidation)
 Commercial Nominees Pty. Limited

Erstfeld Pty Limited
 First National Limited (In liquidation)
 First National Finance Limited (In liquidation)
 National Australia Corporate Advisory Limited
 National Australia Corporate Services Limited
 National Australia Funding (Delaware) Inc.
 National Australia Investment Capital Limited
 National Australia Investment Brokers Limited
 National Australia Leasing (Qld.) Pty. Limited
 National Australia Limited (In liquidation)
 National Australia Managers Limited
 National Australia Securities Limited
 Australian Equity Corporation Limited (In liquidation)
 National Australia Trustees Limited
 Bourke Street Nominees Pty. Limited
 National Australia Underwriters Limited
 NAF Trustee Limited
 NAB Investments Limited
 National Infrastructure Investment No.1 Pty Ltd
 National Infrastructure Investment No.2 Pty Ltd
 National Infrastructure Investment No.3 Pty Ltd
 National Nominees Limited
 National Nominees (London) Limited
 NBA Leasing Pty. Limited
 Relationship Services Pty Limited
 VPL Securities Pty Limited
 National Capital Guaranteed Fund Limited
 National Markets Group Limited
 HICAPS Pty Limited
 Alice Corporation Pty Ltd
 Groundsel Limited
 National Australia Capital Securities (UK) PLC
 National Australia Securities (Jersey) Limited
 National Australia Capital Markets, LLC
 NAB Capital LLC
 DC One Pty Ltd
 DC Two Pty Ltd
 BOACT Pty Ltd
 Matrix Film Investment One Pty Limited
 Matrix Film Investment Two Pty Limited
 Harkay Limited
 NMS Nominees Pty Ltd
 National Margin Services Pty Ltd
 National OnLine Trading Limited
 National OnLine Trading Nominees Pty Ltd
 Guidestar Financial Limited
 Guidestar Financial Group Limited
 Fleet Systems Pty. Limited
 O2-e Limited
 National eProcurement Ltd
 National eProcurement Australia Pty Ltd
 Kiboodle UK Limited
 Pinnacle Holdings NZ Ltd
 Asibond Pty Limited
 Valewin Pty Limited
 A.C.N. 098 198 004 Pty Ltd
 A.C.N. 098 198 586 Pty Ltd

MLC Holdings Limited
 Your Prosperity Limited
 MLC Management Limited
 MLC Investments Limited
 MLC Limited
 John A Nolan & Associates Pty Ltd
 ThreeSixty Limited
 Godfrey Pembroke Financial Services Limited
 Godfrey Pembroke Limited
 Firs&T Pty Limited
 Heritage Management Limited
 Plum Financial Services Limited
 PLUMFS Limited
 PFS Nominees Pty Ltd
 FlexPlan Australia Limited
 Medfin Australia Pty Limited
 MLC Properties Pty Limited
 MLC Nominees Pty Ltd
 MLC Coal Investment Pty Ltd
 Tun Charoen Ltd
 Advance MLC Assurance Company Limited

Fortuitous Assets Ltd
Sophisticated Assets Ltd
Eight Star Group Ltd
Stable Markets Holdings Ltd
HKMLC Holdings Ltd
PT MLC Life Indonesia
Messenia Pty Limited
Apogee Financial Planning Limited
MLC Lifetime Company Limited
Australian Eagle Nominees Pty Limited
003 311 635 Pty Limited
Whitechapel Investments Pty Ltd
Blantyre Pty Ltd
Cameron Close Pty Ltd
008 031 427 Pty Ltd
007 602 619 Pty Ltd
Parkland Villas Pty Ltd
The Figtrees Pty Ltd
Capita Properties Pty Ltd
Tropical Breeze, Inc
Australian Eagle Life Limited (in voluntary liquidation)
MLC Computer Pty Limited
MLC Advisor Holdings Pty Limited (in voluntary liquidation)
GWM Adviser Services Limited
National Corporate Investment Services Limited
PT MLC Investment Indonesia Ltd
MLC Corporate Services Asia Pte Limited
SMMR (Thailand) Co. Ltd
MLC Asia Ltd
MLC (Hong Kong) Ltd
MLC Trustees (Hong Kong) Ltd
Superannuation for Australian Corporate Employees Pty Ltd