

# Westfield Group

Annual General Meeting  
25 May 2011

*Westfield*

# Westfield Group

## Chairman's Address

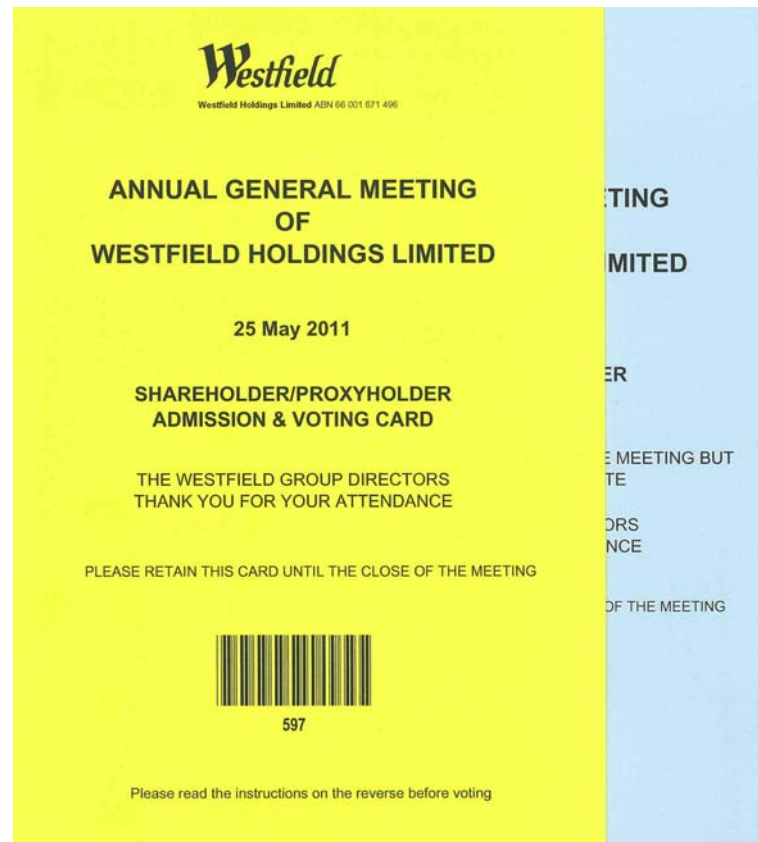
*Westfield*

## **Ordinary Business**

### **ITEM 1 – Financial Statements and Reports**

To discuss the Company's financial statements and reports for the year ended 31 December 2010.

# Admission and Voting Cards



## **Ordinary Business**

### **ITEM 1 – Financial Statements and Reports**

To discuss the Company's financial statements and reports for the year ended 31 December 2010.

## **Ordinary Business**

### **RESOLUTION 2 – Remuneration Report**

That the Company's Remuneration Report for the year ended 31 December 2010 be approved.

## Results of Proxy Votes

### RESOLUTION 2 – Remuneration Report

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstain
1,590,173,770	1,402,700,203	177,369,596	10,103,971	25,022,448
	<b>88.21%</b>	<b>11.15%</b>	<b>0.64%</b>	

# Westfield Group

## Election of Directors

*Westfield*

## **Ordinary Business**

### **RESOLUTION 3 – Re-election of Director**

That Mr Roy L Furman, being a Director who retires by rotation in accordance with the Company's Constitution and, being eligible, offers himself for re-election, is re-elected as a Director of the Company.

## Results of Proxy Votes

### RESOLUTION 3 – Re-election of Mr Roy L Furman

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
1,612,900,260	1,598,739,176	4,006,856	10,154,228	2,269,997
	<b>99.12%</b>	<b>0.25%</b>	<b>0.63%</b>	

## Ordinary Business

### **RESOLUTION 4 – Re-election of Director**

That Mr Stephen P Johns, being a Director who retires by rotation in accordance with the Company's Constitution and, being eligible, offers himself for re-election, is re-elected as a Director of the Company.

## Results of Proxy Votes

### RESOLUTION 4 – Re-election of Mr Stephen P Johns

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
1,606,271,314	1,413,652,042	182,479,820	10,139,452	8,900,790
	88.01%	11.36%	0.63%	

## Ordinary Business

### **RESOLUTION 5 – Re-election of Director**

That Mr Steven M Lowy AM, being a Director who retires by rotation in accordance with the Company's Constitution and, being eligible, offers himself for re-election, is re-elected as a Director of the Company.

## Results of Proxy Votes

### RESOLUTION 5 – Re-election of Mr Steven M Lowy AM

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
1,613,016,838	1,592,562,109	10,326,635	10,128,094	2,150,988
	<b>98.73%</b>	<b>0.64%</b>	<b>0.63%</b>	

## Ordinary Business

### **RESOLUTION 6 – Re-election of Director**

That Mr Brian M Schwartz AM, being a Director who retires by rotation in accordance with the Company's Constitution and, being eligible, offers himself for re-election, is re-elected as a Director of the Company.

## Results of Proxy Votes

### RESOLUTION 6 – Re-election of Mr Brian M Schwartz AM

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
1,612,894,350	1,598,869,076	3,835,554	10,189,720	2,277,754
	<b>99.13%</b>	<b>0.24%</b>	<b>0.63%</b>	

## **Ordinary Business**

### **RESOLUTION 7 – Election of Director**

That Mr Peter K Allen, being eligible, offers himself for election, is elected as a Director of the Company.

## Results of Proxy Votes

### RESOLUTION 7 – Election of Mr Peter K Allen

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
1,608,106,721	1,498,290,509	99,592,019	10,224,193	7,064,403
	<b>93.17%</b>	<b>6.19%</b>	<b>0.64%</b>	

## Ordinary Business

### **RESOLUTION 8 – Election of Director**

That Ms Ilana R Atlas, being eligible, offers herself for election, is elected as a Director of the Company.

## Results of Proxy Votes

### RESOLUTION 8 – Election of Ms Ilana R Atlas

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
1,612,773,549	1,597,304,103	5,171,697	10,297,749	2,393,297
	<b>99.04%</b>	<b>0.32%</b>	<b>0.64%</b>	

## **Ordinary Business**

### **RESOLUTION 9 – Increase in Directors' Fees**

That for the purposes of Listing Rule 10.17 and Article 10.9(a) of the Constitution of the Company, the maximum aggregate fees payable to Directors be increased by \$1,000,000 from \$2.5 million to \$3.5 million per annum.

## Results of Proxy Votes

### RESOLUTION 9 – Increase in Directors' Fees

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
1,402,773,926	1,359,652,676	41,663,035	4,444,377	33,430,028
	<b>96.73%</b>	<b>2.96%</b>	<b>0.31%</b>	

## **Special Resolution**

### **RESOLUTION 10 – WHL Constitutional Amendments**

That for the Constitution of the Company be amended as set out in the Notice of Meeting.

## Results of Proxy Votes

### RESOLUTION 10 – WHL Constitutional Amendments

Total Proxy Votes Exercisable	For	Against	Discretionary	Abstained
1,612,311,402	1,598,429,073	3,474,708	10,407,621	2,859,453
	<b>99.13%</b>	<b>0.22%</b>	<b>0.65%</b>	

# Westfield Group

Annual General Meeting  
Thank you for attending

*Westfield*