Facsimile Transmission

То	Company Announcements Office
Company	Australian Stock Exchange Ltd
Copy to	
Facsimile Number	1300 135 638
From	Neil McKerracher
Date	27/03/2013
Subject	Form 603 – Sydney Airport (SYD)
Number of pages (inclu	uding this one) 5
Hardcopy to follow	Yes X No



I attach the notice regarding our initial substantial shareholding, signed by our Company Secretary Ms Anne Wright. Please note that the securities are held by National Nominees Limited as custodian for UniSuper Limited. We only received notification of this change in the last day or so. Please note that various fund managers hold the shares as investment manager for UniSuper Ltd. Details are attached

If you have any queries please contact me.

Yours sincerely,

Neil McKerracher Financial Accountant

Encl.



UniSuper Limited Head Office

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Email: nell.mckerracher@unisuper.com.au

www.unlsuper.com.au

Trustee: UniSuper Limited ABN 54 006 027 121

Administrator:

UniSuper Management Pty Ltd ABN 91 006 961 799 Australian Financial Services Licence No. 235907

Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

<u>To</u> Company	Name/Scheme 577	NEY AIRE	PORT (SYD)			
ACN/ARSN						
1. Details of	substantial holder(1)					
Name	_ Natio	nal Nominees	as Custodian for	- UniSuper	44	
ACN/ARSN (if	applicable) O Q	4 278 899				
There was a ch substantial hol-	ange in the interests of the der on	14-1311	7			
•	otice was given to the company on otice was dated	29 /01/ 13 29 · /01/ 13			•	
The previous in	Suice was dated		•			
2. Previous	and present voting power					
The total numb in when last rea	er of votes attached to all the voting quired, and when now required, to g	shares in the company ve a substantial holding	or voting Interests in the scheme tha notice to the company or scheme, a	t the substantial holde re as follows:	r or an associate (2) had a releva	nt interest (3)
	Class of securities (4)	Previous notice		Present notice		
		Person's votes	Vating power (5)	Person's votes	Voting power (5)	

	Class of securities (4)	Previous notice		Present notice	
		Person's votes	Vating power (5)	Person's votes	Voting power (5)
	Stapled	93929847	5.05%	116766421	6.27 %
- 1					

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—equired 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
	Refer Annexure	A			

4. Present relevans Interests

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

n	ider of evant erest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of retevant interest (6)	Class and number of securities	Person's votes
		Refer Annexus	re A			
				·		

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5. Changes in association

The persons who have become associates (2) of, 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
Uni Super Ltd	L35 385 Bourke St Melbourne VIC 3000
National Nominees Ltd	500 Bourke St Melbourne VIC 3000

-				_		
	_	-	-			•
S		ш	-		ш	

print name ANNE WRIGHT

capacity COMPANY SECRETARY

sign here

Are W Wight

date 27/03 / 20/3

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. 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 6718(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 or 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 (eg. If the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ANNEXURE A				
3 Changes in r	elevant interest			
date	nature of change	person whose relevent interst has changed	consideration given	number & class
		previous notice		93,929,847.00
7/02/2013	OS-PUR	UniSuper Management Pty Ltd-internal	941,265	293,493.00
11/02/2013	OS-PUR	UniSuper Management Pty Ltd-internal	1,278,176	401,259.00
21/02/2013	OS-PUR	UniSuper Management Pty Ltd-internal	1,475,770	470,567.00
7/03/2013	OS-PÜR	UniSuper Management Pty Ltd-Internal	30,033,316	9,553,000.00
8/03/2013	OS-PUR	UniSuper Management Pty Ltd-Internal	5,301,763	1,657,874.00
8/03/2013	OS-PUR	UniSuper Management Pty Ltd-Internal	9,581,771	3,000,000.00
13/03/2013	OS-PUR	UniSuper Management Pty Ltd-internal	5,397,671	1,700,000 00
13/03/2013	OS-PUR	UnlSuper Management Pty Ltd-internal	803,080	253,827.00
14/03/2013	OS-PUR	UniSuper Management Pty Ltd-internal	12,775,695	4,000,000.00
14/03/2013	OS-PUR	UniSuper Management Pty Ltd-internal	1,594,459	500,000.00
14/03/2013	OS-PUR	UniSuper Management Pty Ltd-Internal	3,188,918	1,000,000.00
14/03/2013	OS-PUR	UniSuper Management Pty Ltd-Internal	20,835	6,554.00
				116,766,421.00

Annexure A 4-DETAILS OF PRESENT RELEVANT HOLDERS				
Holder of relevant interest	Registered holder	Person entitled(8)	Holding-Fully paid stapled	Persons votes
UniSuper Management Pty Ltd-Internal	National Nominees Ltd	UniSuper Ltd	114,872,762	114,872,762
State Street Capital	National Nominees Ltd	UniSuper <u>Ltd</u>	1,893,659	1,893,659
			116,766,421	116,766,421