

Colston Budd Hunt & Kafes Pty Ltd

as Trustee for C & B Unit Trust
ABN 27 623 918 759

Our Ref: TR/8659/jj

17 October 2013

Transport Planning
Town Planning
Retail Studies

Westfield
c/- Ingham Planning
19/303 Pacific Highway
LINDFIELD NSW 2070

Attention: Nick Juradowitch
Email: Nick@inghamplanning.com.au

Dear Sir,

RE: MAJOR PROJECT APPLICATION FOR PROPOSED ADDITIONS TO PARRAMATTA SHOPPING CENTRE

1. As requested, we have reviewed the submission from RMS dated 1 August 2013 in which it requires improvement works at the intersections of Great Western Highway/O'Connell Street, Great Western Highway/Marsden Street, Great Western Highway/Church Street/Parkes Street and Church Street/Campbell Street. RMS has indicated that these works be undertaken at no cost to RMS, be implemented prior to occupation of the proposed development and the applicant enter into a Works Agreement Deed (WAD) for the above works.
2. Three of the above intersection improvement works (Great Western Highway/O'Connell Street, Great Western Highway/Marsden Street, and Great Western Highway/Church Street/Parkes Street) had previously been identified by RMS/Council separate to the proposed development. These works were included as part of the traffic assessment of the proposed development (with some minor changes to the Council/RMS works at the Great Western Highway/Church Street/Parkes Street intersection). The fourth intersection improvement (works in Campbell Street) was identified as part of the traffic assessment for the proposed development.
3. Whilst accepting the 100% responsibility of carrying out the Campbell St works as a consequence of the development traffic assessment, we understand that Westfield has offered to undertake improvements to the intersections of Great Western Highway/O'Connell Street and Great Western Highway/Marsden Street. The intersection improvements would be as identified in the Supplementary Transport Report (June 2013), be completed prior to issue of an

Suite 1801/Tower A, Zenith Centre, 821 Pacific Highway, Chatswood NSW 2067
P.O. Box 5186 West Chatswood NSW 1515 Tel: (02) 9411 2411 Fax: (02) 9411 2422
Directors - Geoff Budd - Lindsay Hunt - Stan Kafes - Tim Rogers - Joshua Hollis ACN 002 334 296
EMAIL: cbhk@cbhk.com.au

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occupation certificate, at no cost to RMS, and require Westfield to enter into a WAD with RMS to undertake the works.

4. With regard to improvement works at the intersection of Great Western Highway/Church Street/Parkes Street, it is considered unreasonable for Westfield to undertake these works for the following reasons:
 - With respect to land acquisition for road widening, we are advised that RMS will be undertaking the land acquisition process and is proposing that Westfield fund the cost of such acquisition. The area of land required for acquisition for road widening was identified before the Westfield Major Project Application was prepared or lodged and the land the RMS proposes to acquire for road widening is required whether or not the Westfield expansion proceeds. Accordingly it is not considered reasonable that the cost of land acquisition is allocated to the Westfield Parramatta Major Project, either in whole or in part;
 - it is unreasonable for Westfield to pay the full cost of these works as the increase in traffic from the proposed extensions is minor with respect to 2016 traffic flows (existing + Westfield + background growth + other developments) at less than 5%;
 - we have reviewed the operation of the intersection in 2016 with and without additional traffic from the proposed Westfield extensions. The review found the intersection would operate at capacity with and without the additional Westfield traffic during the 2016 AM and PM peak hours. Thus traffic from the proposed Westfield extensions would have minimal impact on the future operation of the intersection;
 - the improvements to the intersection have been identified by Council/RMS irrespective of whether the proposed Westfield extensions occur; and
 - Westfield has offered to undertake improvements at the three other intersections within Parramatta CBD.
5. Based on the above, Westfield's offer to undertake improvements at two of the four intersections set out in the RMS submission (Intersections of Great Western Highway with O'Connell Street and Marsden Street) is considered an appropriate contribution to road improvements within Parramatta CBD and within the ability of Westfield to deliver these improvements prior to occupation. In addition, Westfield propose to fully fund the improvements in Campbell Street (changes to line marking and parking to provide additional lanes) as set identified in the Supplementary Traffic Report (CBHK/PB – June 2013).

6. We note that:

- two of these works (upgrades to the intersections of Great Western Highway with Marsden Street and O'Connell Street) have been identified by Council/RMS irrespective of whether the proposed Westfield extensions occur;
- provision of these works would cater for additional Westfield traffic, background traffic growth and traffic from other approved/proposed developments within Parramatta CBD;
- As stated the increase in traffic from the proposed extensions is minor with respect to 2016 traffic flows (existing + Westfield + background growth + other developments) at less than 5% for the intersection of Church Street/Great Western Highway/Parkes Street and less than 10% for the intersections of Great Western Highway with Marsden Street and O'Connell Street. Table 1 below sets out a comparison of the combined AM/PM peak hour traffic flows through the three intersections for the 2016 Base and 2016 Base + Westfield + Improvements scenarios.

Table 1: Comparison Between 2016 Base and 2016 + Westfield + Improvements - Combined AM/PM Peak Hour Traffic Flows			
Intersection	2016 Base*	2016 Base + Westfield + Imp*	% Increase
GWH/Parkes St/Church St	7118 vehicles	7483 vehicles	+5% (+365)
GWH/Marsden St	6095 vehicles	6386 vehicles	+5% (+291)
GWH/O'Connell St	5525 vehicles	6042 vehicles	+9% (+512)

- Source: Tables D.1/D.2, Supplementary Traffic Report (CBHK/PB, June 2013)
- Westfield has undertaken a strategic cost estimate of the works required at the intersections as set out below:
 - GWH/Church Street/Parkes Street - \$1,553,430 (excluding land acquisition);
 - GWH/Marsden Street - \$33,765.00 (excluding land acquisition); and
 - GWH/O'Connell Street - \$46,855.00.
- It is clear that the proposals are not fully formulated as RMS has identified that land acquisition may be required for works at the intersection of Great Western Highway Marsden Street. However, the Parramatta City Council plan for improvements and the additional works identified in the Supplementary Traffic Report which form the basis of the traffic modeling

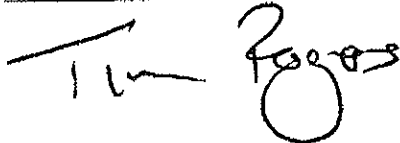
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and recommended works, do not require any land acquisition at this intersection. As stated Westfield has not assessed any land acquisition costs in its assessment.

7. For the reasons set out in Paragraphs 4 to 6, a requirement to undertake improvements to the intersection of Great Western Highway/Church Street/Parkes Street is considered unreasonable as part of the Major Project Application. We note that Westfield's contribution to road improvements (as proposed) is some \$80,000 to fully fund the upgrades to the intersections of 1) Great Western Highway with Marsden Road and 2) O'Connell Street. In addition Westfield will fund 100% of the identified improvements to Campbell Street. If costs were allocated based on the increase in traffic between 2016 Base and 2016 + Westfield + Improvements these would equate to a similar amount of some \$83,500. However, the Westfield approach provides for two intersection improvements to be provided without the need for additional funding and allows Westfield to deliver the works prior to receipt of an occupation certificate.
8. We trust the above provides the information you require. Finally, if you should have any queries, please do not hesitate to contact us.

Yours faithfully,

COLSTON BUDD HUNT & KAFES

A handwritten signature in black ink, appearing to read 'Tim Rogers', with a large circular flourish at the end.

T. Rogers
Director