



## Supplementary Prospectus Dated 6 November 2017

### **Australia and New Zealand Banking Group Limited**

*Australian Business Number 11 005 357 522  
(Incorporated with limited liability in Australia and registered in the State of Victoria)  
as Issuer*

### **ANZ Bank New Zealand Limited**

*(incorporated with limited liability in New Zealand)  
as Issuer and Guarantor of Notes issued by ANZ New Zealand (Int'l) Limited*

### **ANZ New Zealand (Int'l) Limited**

*(incorporated with limited liability in New Zealand)  
as Issuer*

**US\$60,000,000,000**

### **Euro Medium Term Note Programme**

This supplement (the "**Supplement**") to the base prospectus of Australia and New Zealand Banking Group Limited ("**ANZBGL**") dated 16 May 2017, as supplemented by the supplementary prospectuses dated 22 May 2017, 20 June 2017, 19 July 2017, 15 August 2017 and 23 October 2017 (the "**Base Prospectus**") constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000, as amended, (the "**FSMA**") and is prepared in connection with the US\$60,000,000,000 Euro Medium Term Note Programme established by ANZBGL (as Issuer), ANZ Bank New Zealand Limited ("**ANZ New Zealand**") (as Issuer and Guarantor of Notes issued by ANZ New Zealand (Int'l) Limited ("**ANZNIL**")) and ANZNIL (as Issuer).

The purpose of this Supplement is to incorporate by reference into the Base Prospectus:

- ANZBGL's audited annual consolidated financial statements for the Group (including the independent auditor's review report thereon and the notes thereto) for the year ended 30 September 2017 (as set out on pages 65 to 160 of ANZBGL's Annual Report (the "**2017 Annual Report**")) (the "**Consolidated Financial Statements**");
- ANZBGL's audited annual non-consolidated financial statements (including the independent auditor's review report thereon and the notes thereto) for the year ended 30 September 2017 (as set out in the document entitled 'The Company - 2017 Financial Report' ("**2017 Financial Report**")) (the "**Parent Entity Financial Statements**"); and
- ANZBGL's Basel III Pillar 3 Disclosure as at 30 September 2017 (the "**Basel III Pillar 3 Disclosure**").

Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read and construed together with, the Base Prospectus.

ANZBGL accepts responsibility for the information contained in this Supplement and to the best of the knowledge of ANZBGL (which has taken all reasonable care to ensure that such is the case), the

information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

### **2017 Annual Report of the Group for the year ended 30 September 2017**

On 6 November 2017, the 2017 Annual Report was released.

A copy of the 2017 Annual Report and a copy of this Supplement have been filed with the National Storage Mechanism and will be available for inspection at [www.morningstar.co.uk/uk/nsm](http://www.morningstar.co.uk/uk/nsm) and, by virtue of this Supplement, the Consolidated Financial Statements contained in the 2017 Annual Report shall be deemed to be incorporated into, and form part of, the Base Prospectus.

A copy of the 2017 Annual Report containing the Consolidated Financial Statements which are incorporated by reference into, and form part of, this Supplement is also available at <http://www.shareholder.anz.com/supplementary-disclosures-euro-medium-term-note-programme>.

### **2017 Financial Statements of ANZBGL for the year ended 30 September 2017**

On 6 November 2017, the 2017 Financial Report was released.

A copy of the 2017 Financial Report and a copy of this Supplement have been filed with the National Storage Mechanism and will be available for inspection at [www.morningstar.co.uk/uk/nsm](http://www.morningstar.co.uk/uk/nsm) and, by virtue of this Supplement, the Parent Entity Financial Statements contained in the 2017 Financial Statements shall be deemed to be incorporated into, and form part of, the Base Prospectus.

A copy of the 2017 Financial Report containing the Parent Entity Financial Statements which are incorporated by reference into, and form part of, this Supplement is also available at <http://www.shareholder.anz.com/supplementary-disclosures-euro-medium-term-note-programme>.

### **ANZBGL Basel III Pillar 3 Disclosure - As at 30 September 2017**

On 6 November 2017, ANZBGL released its Basel III Disclosure. A copy of the Basel III Disclosure and a copy of this Supplement have been filed with the National Storage Mechanism and will be available for inspection at [www.morningstar.co.uk/uk/nsm](http://www.morningstar.co.uk/uk/nsm) and, by virtue of this Supplement, the Basel III Disclosure shall be deemed to be incorporated into, and form part of, the Base Prospectus.

A copy of the Basel III Disclosure which is incorporated into, and forms part of, this Supplement is also available at <http://www.shareholder.anz.com/supplementary-disclosures-euro-medium-term-note-programme>.

### **Update of the Summary of the Programme**

The Summary of the Programme included in the Base Prospectus is made up of disclosure requirements known as 'Elements'. These elements are numbered in Sections A-E (A.1 – E.7). Following the release of

the 2017 Annual Report, Element B.12 of the Summary of the Programme, in respect of ANZBGL and its consolidated subsidiaries, is updated as set out in the Appendix to this Supplement.

For the purposes of the Prospectus Directive 2003/71/EC (as amended) and this Supplement, any document or information incorporated by reference, either expressly or implicitly, into the 2017 Annual Report, 2017 Financial Report or Basel III Disclosure does not form part of this Supplement. Information in the 2017 Annual Report, 2017 Financial Report or Basel III Disclosure which is not incorporated by reference into the Base Prospectus is either not relevant for investors or is covered elsewhere in the Base Prospectus.

To the extent that there is any inconsistency between any statement contained in this Supplement or in any information or in the documents incorporated by reference into, and forming part of, this Supplement and any other statement contained in the Base Prospectus or in any information or in any document incorporated by reference into, and forming part of, the Base Prospectus, the statements contained in this Supplement or in any information or in the documents incorporated by reference into, and forming part of, this Supplement will prevail.

Save as disclosed in this Supplement or in any document incorporated by reference into, and forming part of, this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus has arisen or been noted, as the case may be, since the publication of the Base Prospectus.

## Annexure

B. 12	Selected historical key financial information of the Issuer, no material adverse change statement and description of significant changes in financial or trading position of the Issuer	[ANZBGL]	FY17 (A\$)	FY16 (A\$)	FY15 (A\$)
		Cash profit (\$b) <sup>1</sup>	6.9	5.9	7.2
		Operating income (\$b) <sup>1</sup>	20.5	20.6	20.5
		Operating expenses (\$b) <sup>1</sup>	9.4	10.4	9.4
		Impairment charges (\$b) <sup>1</sup>	1.2	2.0	1.2
		Statutory profit (\$b)	6.4	5.7	7.5
		Earnings per share (cents)	220.1	197.4	271.5
		Dividend payout ratio	73.4%	81.9%	68.6%
		Net interest margin <sup>2</sup>	1.99%	2.00% (originally reported) 2.07% (restated)	2.04% (originally reported)
		Customer deposits (\$b) <sup>3</sup>	467.6	449.6	444.6
		Net loans and advances (\$b) <sup>3,4</sup>	580.3	575.9	570.2
		<p>[The financial information above is selected historical key financial information of ANZBGL and its consolidated subsidiaries.]</p> <p><sup>1</sup> This financial information is reported on a cash profit basis. Cash profit is not subject to review or audit by the external auditor.</p> <p><sup>2</sup> In the March 2017 half, the Group changed its calculation of net interest margin to net Australian home loan deposit offset balances against total interest earning assets. The revised calculation is in line with other major banks. Originally reported net interest margin for FY 2016 (Sep 16 full year: 2.00%) was restated accordingly in the Group's March 2017 half year reporting. Full year net interest margin for FY 2015 has not been restated.</p> <p><sup>3</sup> Customer deposits and net loans and advances as at 30 September 2017 include customer deposits and net loans and advances held for sale.</p> <p><sup>4</sup> Customer liability for acceptances has been recognised as other assets from 30 September 2017.</p> <p>There has been no significant change in the financial or trading position of [ANZBGL or the Group since 30 September 2017]. There has been no material adverse change in the prospects of [ANZBGL since 30 September 2017, the date of ANZBGL's last published audited financial statements].</p>			