



Supplementary Prospectus

Dated 9 August 2024

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

US\$60,000,000,000 Euro Medium Term Note Programme

This supplementary prospectus (the "**Supplement**") to the base prospectus of Australia and New Zealand Banking Group Limited ("**ANZBGL**") dated 21 November 2023, as supplemented by the supplementary prospectuses dated 12 February 2024, 20 February 2024, 6 March 2024, 7 May 2024, 28 May 2024 and 2 August 2024 (the "**Base Prospectus**"), constitutes a supplementary prospectus for the purposes of Article 23 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended (the "**EUWA**") (the "**UK Prospectus Regulation**") 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 ANZNIL) and ANZ New Zealand (Int'l) Limited ("**ANZNIL**") (as Issuer). For the avoidance of doubt, this Supplement is not a supplement to the ANZ New Zealand or the ANZNIL Base Prospectus and shall not update or amend the information contained therein.

This Supplement has been approved by the United Kingdom Financial Conduct Authority (the "**FCA**"), as competent authority under the UK Prospectus Regulation. The FCA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the UK Prospectus Regulation and such approval should not be considered as an endorsement of an Issuer or the Guarantor nor as an endorsement of the quality of any Notes that are the subject of the Base Prospectus. Investors should make their own assessment as to the suitability of investing in any such Notes.

The purpose of this Supplement is to update the section of the Base Prospectus entitled "*Description of Australia and New Zealand Banking Group Limited and its Subsidiaries*" with information regarding ANZBGL's capital position.

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, the information contained in this Supplement is in accordance with the facts and this Supplement makes no omission likely to affect its import.

The sub-section entitled "*Recent Developments*" in the section entitled "*Description of Australia and New Zealand Banking Group Limited and its Subsidiaries*" on page 158 of the Base Prospectus shall be supplemented by inserting the below at the end of the abovementioned section:

“Update on capital position

On 8 August 2024, ANZBGL provided an update on its capital position following a series of adjustments to ANZBGL’s Common Equity Tier 1 (CET1) arising from ANZBGL’s acquisition of Suncorp Bank and other model and prudential changes.

These changes include:

- Model reviews of mortgage risk weights that have been approved by both APRA and RBNZ. Once fully implemented, the benefit of these model changes will be a ~A\$22bn reduction in Advanced Internal Ratings Based Risk Weighted Assets.
- On 26 June 2024, APRA released amendments to its capital framework which come into effect on 30 September 2024. APRA has subsequently approved ANZBGL’s application of this revised framework (Prudential Standard APS 112).

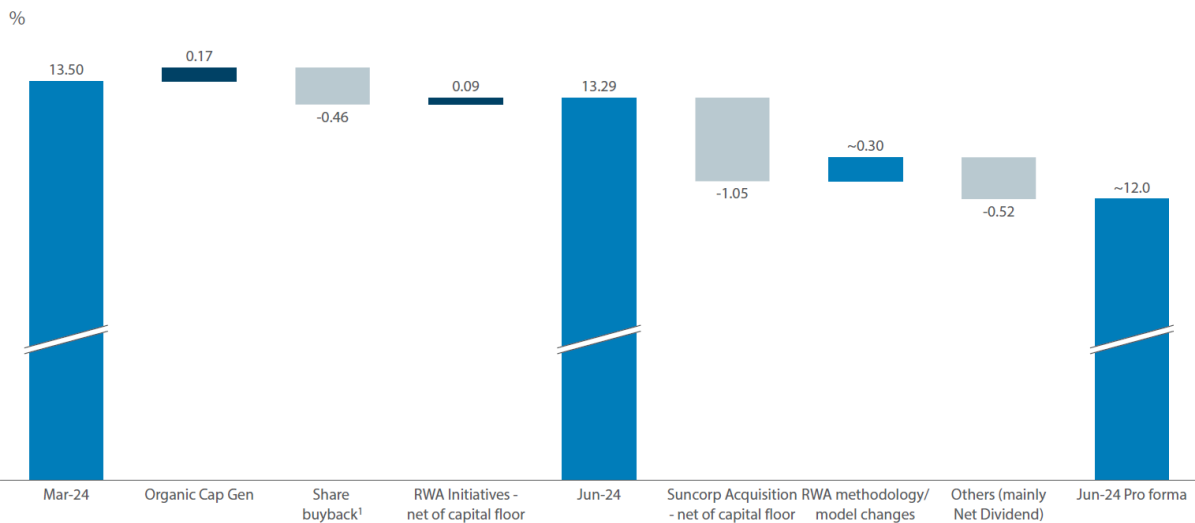
The net benefit of these methodology and prudential changes will be ~30 basis points (bps) of Level 2 CET1 by 30 September 2024.

In addition, ANZBGL expects the impact of the Suncorp Bank acquisition to result in a reduction of 105 bps in Level 2 CET1.

Further details are included in the charts below.

CAPITAL

APRA Level 2 CET1 ratio – capital movement



1. Whilst the share buyback is progressing and not yet complete, the full \$2bn has been paid from ANZBGL to ANZGHL

JUN 2024 RWA CALCULATIONS WITH IRB CAPITAL FLOOR ADD-ON AND PRO FORMA ADJUSTMENTS¹

\$bn	Mar-24	BAU growth	Mortgage PD model changes	Jun-24	Suncorp	AUS Mortgage LGD changes	Estimated revised APS112 RWA rules	Jun-24 pro forma
Standardised RWA	597	1	-	598	33	-	(17)	614
A: Standardised RWA @ 72.5%	433	0	-	433	24	-	(12)	445
B: Advanced RWA	430	(1)	(16)	413	33	(6)	-	440
C: IRB capital floor add-on (A-B)	3	2	16	20	(9)	6	(12)	5
Total RWA (B+C)	433			433				445

1. Numbers include rounding

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A copy of this Supplement has been filed with the National Storage Mechanism and will be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

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

Information contained in or accessible from any website referenced in this Supplement (including in any information incorporated by reference by virtue of the Supplement) does not form a part of this Supplement, except as specifically incorporated by reference.