

**NOTIFICATION UNDER SECTION 309B OF THE SECURITIES AND FUTURES ACT, CHAPTER 289 OF SINGAPORE** – The Instruments are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

## **FINAL TERMS**

Series No.: 1460

Tranche No.: 1

**WESTPAC BANKING CORPORATION ABN 33 007 457 141**

**Programme for the Issuance of Debt Instruments**

**Issue of**

**AUD40,000,000 Fixed Rate Instruments due February 2040**

**by Westpac Banking Corporation**

**Legal Entity Identifier (LEI): EN5TNI6CI43VEPAMHL14**

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions (the “**Conditions**”) set forth in the base prospectus dated 11 November 2019 and the supplements to the base prospectus dated 21 November 2019, 26 November 2019 and 8 January 2020 and any other supplement to the base prospectus prepared by the Issuer from time to time, which together constitute a base prospectus (the “**Base Prospectus**”) for the purposes of *Regulation (EU) 2017/1129* (the “**Prospectus Regulation**”). This document constitutes the Final Terms of the Instruments described herein for the purposes of the Prospectus Regulation and must be read in conjunction with the Base Prospectus in order to obtain all the relevant information. The Base Prospectus is available for viewing at Camomile Court, 23 Camomile Street, London EC3A 7LL, United Kingdom, and at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html> and copies may be obtained from the Specified Offices of the Paying Agents.

**PART A: Contractual Terms**

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| <b>1. Issuer and Designated Branch:</b>                          | Westpac Banking Corporation acting through its head office   |
| <b>2. Date of Board Approval of Issuer:</b>                      | Not Applicable, save as discussed in Section 2 of the "General Information" section of the Base Prospectus           |
| <b>3. Status:</b>  | Senior   |
| <b>4. Specified Currency:</b>                                    |  |
| (i) of denomination:   | Australian dollars (" <b>AUD</b> ")  |
| (ii) of payment:   | AUD for the payment of any Interest Amount   |
| <b>5. Aggregate Principal Amount of Tranche:</b>                 | AUD40,000,000  |
| <b>6. If interchangeable with existing Series, Series No.:</b>   | Not Applicable   |
| <b>7. (i) Issue Date:</b>  | 27 February 2020   |
| (ii) Interest Commencement Date:                                 | Issue Date   |
| <b>8. Issue Price:</b>   | 100 per cent of the Aggregate Principal Amount of the Tranche  |
| <b>9. Maturity Date:</b>   | 27 February 2040, subject to adjustment in accordance with the Business Day Convention specified in paragraph 19(iv) |
| <b>10. Expenses:</b>   | Not Applicable   |
| <b>11. (i) Form of Instruments:</b>                              | Bearer   |
| (ii) Bearer Instruments exchangeable for Registered Instruments: | No   |
| <b>12. If issued in bearer form:</b>                             |  |

(i)	Initially represented by a Temporary Global Instrument or Permanent Global Instrument:	Temporary Global Instrument
(ii)	Temporary Global Instrument exchangeable for a Permanent Global Instrument or for Definitive Instruments and/or (if the relevant Series comprises both Bearer Instruments and Registered Instruments) Registered Instruments:	Yes  The Exchange Date shall be a date no earlier than 40 days after the Issue Date.
(iii)	Specify date (if any) from which exchanges for Registered Instruments will be made:	Not Applicable
(iv)	Permanent Global Instrument exchangeable at the option of the bearer for Definitive Instruments and/or (if the relevant Series comprises both Bearer Instruments and Registered Instruments) Registered Instruments:	No. Permanent Global Instruments are only exchangeable for Definitive Instruments in the limited circumstances set out in Conditions 2.5(a) and (b)
(v)	Talons for future Coupons to be attached to Definitive Instruments:	No
(vi)	Receipts to be attached to Instalment Instruments which are Definitive Instruments:	No
<b>13.</b>	<b>If issued in registered form:</b>	Not Applicable
<b>14.</b>	<b>Denomination(s):</b>	AUD200,000
<b>15.</b>	<b>Calculation Amount:</b>	AUD200,000
<b>16.</b>	<b>Partly Paid Instruments:</b>	No
<b>17.</b>	<b>If issued in registered form: Registrar:</b>	Not Applicable
<b>18.</b>	<b>Interest:</b>	2.35 per cent. per annum Fixed Rate
<b>19.</b>	<b>Fixed Rate Instrument Provisions:</b>	Applicable
(i)	Interest Rate:	2.35 per cent. per annum payable annually in arrear
(ii)	Interest Payment Date(s):	27 February in each year commencing on 27 February 2021 up to and including the Maturity Date, subject to adjustment in

	accordance with the Business Day Convention specified in paragraph 19(iv)
(iii) Interest Period End Date(s):	27 February in each year commencing on 27 February 2021 up to and including the Maturity Date
(iv) Business Day Convention:	
– for Interest Payment Dates:	Following Business Day Convention
– for Interest Period End Dates:	No Adjustment
– for Maturity Date:	Following Business Day Convention
– any other date:	No Adjustment
(v) Fixed Coupon Amount:	Not Applicable
(vi) Day Count Fraction:	Actual/Actual (ICMA)
(vii) Broken Amount(s):	Not Applicable
(viii) Accrual Feature	Not Applicable
(ix) Additional Business Centre(s):	London and Sydney
<b>20. Fixed Rate Reset Instrument Provisions:</b>	Not Applicable
<b>21. Floating Rate Instrument Provisions:</b>	Not Applicable
<b>22. Zero Coupon Instrument Provisions:</b>	Not Applicable
<b>23. Dates for payment of Instalment Amounts (Instalment Instruments):</b>	Not Applicable
<b>24. Final Redemption Amount of each Instrument:</b>	AUD200,000 per Calculation Amount
<b>25. Instalment Amounts:</b>	Not Applicable
<b>26. Early Redemption for Tax Reasons:</b>	Applicable
(a) Early Redemption Amount of each Instrument (Tax):	AUD200,000 per Calculation Amount
(b) Date after which changes in law, etc. entitle Issuer to redeem:	Issue Date

<b>27. Coupon Switch Option:</b>	Not Applicable
<b>28. Coupon Switch Option Date:</b>	Not Applicable
<b>29. Redemption at the option of the Issuer (Call):</b>	Not Applicable
<b>30. Partial redemption (Call):</b>	Not Applicable
<b>31. Redemption at the option of the Holders (Put):</b>	Not Applicable
<b>32. Events of Default:</b>	
Early Termination Amount	AUD200,000 per Calculation Amount
<b>33. Payments:</b>	
Unmatured Coupons missing upon Early Redemption:	Condition 7A.6 (i) applies
<b>34. Replacement of Instruments:</b>	Fiscal Agent
<b>35. Calculation Agent:</b>	Fiscal Agent
<b>36. Notices:</b>	Condition 14 applies
<b>37. Selling Restrictions:</b>	
United States of America:	Regulation S Category 2 restrictions apply to the Instruments
	TEFRA D Rules apply to the Instruments
	Instruments are not Rule 144A eligible
Prohibition of Sales to EEA Retail Investors:	Not Applicable

**WESTPAC BANKING CORPORATION****By:** **Name:** *Alexander Bischoff***Date:** *25 February 2020*

## **PART B: Other information**

### **1. Listing**

- (i) Listing: Yes, to be admitted to the Official List of the UK Financial Conduct Authority
- (ii) Admission to trading: Application has been made for the Instruments to be admitted to trading on the London Stock Exchange's regulated market with effect from the Issue Date

### **2. Ratings**

- (i) Ratings of the Instruments: S&P Global Ratings Australia Pty Limited: AA-
- Moody's Investors Service Pty Limited: Aa3
- Neither S&P Global Ratings Australia Pty Limited nor Moody's Investors Service Pty Limited is established in the European Union or has applied for registration under Regulation (EU) No. 1060/2009, as amended (the "CRA Regulation"). However, S&P Global Ratings Australia Pty Limited is endorsed by S&P Global Ratings Europe Limited and Moody's Investors Service Pty Limited is endorsed by Moody's Investors Service Ltd, each of which is established in the European Union and registered under the CRA Regulation.

### **3. Interests of natural and legal persons involved in the issue**

Save as discussed in the "Subscription and Sale" section of the Base Prospectus, so far as the Issuer is aware, no person involved in the offer of the Instruments has an interest material to the offer.

### **4. Reasons for the offer, estimated net proceeds and total expenses**

- (i) Reasons for the offer and use of proceeds: Not Applicable
- (ii) Estimated net proceeds: Not Applicable
- (iii) Estimated total expenses: Approximately AUD750 in respect of the admission to trading

### **5. Yield**

- Indication of yield: 2.35 per cent. per annum

## 6. Operational information

ISIN:	XS2126049332
Common Code:	212604933
CFI:	See the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
FISN:	See the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
Common Depositary/Lodging Agent:	The Bank of New York Mellon
Any clearing system(s) other than Euroclear Bank SA/NV, Clearstream Banking S.A. and the Central Moneymarkets Unit Service operated by the Hong Kong Monetary Authority:	Not Applicable
CMU Service Instrument Number:	Not Applicable
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable

## 7. Description of the Underlying

Not Applicable