

US\$750,000,000 3.400% Notes Due March 19, 2024

ANZ New Zealand (Int'l) Limited / ANZ Bank New Zealand Limited US\$10,000,000,000 Medium-Term Notes, Series A, Offering Memorandum dated December 4, 2018, as supplemented on February 28, 2019 (the "Offering Memorandum").

This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of Directive 2003/71/EC, as amended or superseded, (the "Prospectus Directive"), and must be read in conjunction with the Offering Memorandum and the supplement dated February 28, 2019, which constitutes a base prospectus for the purposes of the Prospectus Directive, including the terms and conditions of the Notes as set out in the section entitled "Description of the Notes and the Guarantee" in the Offering Memorandum dated December 4, 2018. Full information on ANZ New Zealand (Int'l) Limited/ANZ Bank New Zealand Limited and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Offering Memorandum and the supplement dated February 28, 2019. The Offering Memorandum and the supplement dated February 28, 2019 are available for viewing during normal business hours at ANZ Centre, Ground Floor, 23-29 Albert Street, Auckland 1010, New Zealand and copies may be obtained from ANZ Centre, Ground Floor, 23-29 Albert Street, Auckland 1010, New Zealand.

Notification under Section 309B(1) of the Securities and Futures Act of Singapore (the "SFA"): The Notes are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018 and Excluded Investment Products (as defined in the Monetary Authority of Singapore (the "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—dated March 12, 2019

In terms of the Fiscal Agency Agreement dated as of March 15, 2005, as amended, we wish to advise the following in respect of the latest issue of Notes.

Deal Reference MTN:	39
Issuer:	ANZ New Zealand (Int'l) Limited, acting through its London branch (Legal Entity Identifier ("LEI"): 213800VD256NU2D97H12)
Guarantor:	ANZ Bank New Zealand Limited
Principal Amount and Specified Currency:	US\$750,000,000
Option to receive payment in Specified Currency:	Not Applicable
Type of Note:	Rule 144A Global Note and Regulation S Global Note
Date on which the Notes will be consolidated to form a single series:	Not Applicable
Issue Date:	March 19, 2019 (T+5)
Stated Maturity:	March 19, 2024
Redemption:	No redemption at the option of the Issuer prior to Stated Maturity (other than for tax reasons)
Repayment:	No repayment at the option of the holders prior to Stated Maturity
Fixed Rate Notes:	Applicable
Interest Rate:	3.400% per annum
Interest Rate Frequency:	Semi-annually
Regular Record Dates:	The 15th calendar day prior to the relevant Interest Payment Date
Interest Payment Dates:	Each March 19 and September 19, commencing on September 19, 2019 up to and including Stated Maturity

Floating Rate Notes:	Not Applicable
LIBOR Notes:	Not Applicable
Floating Rate/Fixed Rate Security:	Not Applicable
Fixed Rate/Floating Rate Security:	Not Applicable
Inverse Floating Rate Security:	Not Applicable
Original Issue Discount Notes:	Not Applicable
Zero Coupon Notes:	Not Applicable
Redemption:	Not Applicable
General Provisions:	
Business Day Convention:	Following Business Day Convention
Business Day:	The City of New York, London, Wellington and Auckland
Day Count Fraction:	30/360, unadjusted
Issue Price to Investors (%):	99.991%
Issue Price to Investors (\$):	US\$749,932,500
Agents acting in capacity of:	Principal
Additional Paying Agent:	Not Applicable
Listing:	The Official List of the UK Listing Authority
Admission to trading:	Application has been made for the Notes to be admitted to trading on the Main Market of the London Stock Exchange with effect from the Issue Date
Denominations:	Minimum denomination of US\$200,000, and any integral multiple of US\$1,000 thereafter
Covenant Defeasance:	Not Applicable
CUSIP:	144A: 00182EBK4 Reg. S: 00182FBK1
ISIN:	144A: US00182EBK47 Reg. S: US00182FBK12
Common Codes:	144A: 196533664 Reg. S: 196488952
CFI:	Not Applicable
FISN:	Not Applicable
Ratings:	The Notes to be issued are expected to be rated: S&P Global Ratings Australia Pty Ltd.: AA- (Negative) Moody's Investors Service Pty Limited: A1 (Stable) Fitch Australia Pty Ltd: AA- (Stable)
Interests of natural and legal persons involved in the issue:	Save for the fees payable to ANZ Securities, Inc., Citigroup Global Markets Inc., Morgan Stanley & Co. LLC and RBC Capital Markets, LLC (collectively, the "Agents"), so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.
Relevant Benchmark:	Not Applicable

Reasons for the offer:

The proceeds of the offer will be used to provide additional funds for operations and for general corporate purposes.


(i) Estimated net proceeds: US\$748,057,500

(ii) Estimate of total expenses related to the admission to trading: £4,560

Yield (Fixed Rate Notes only):

Indication of Yield: The yield is 3.402%

Signed on behalf of the Issuer:

By: 
Duly authorized *Hamish Turley*