



## Supplementary Prospectus Dated 20 February 2018

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

(incorporated with limited liability in New Zealand under company number 328154 and with a branch registered in England & Wales under foreign company number FC023994 and branch number BR006645)  
as Issuer

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

(incorporated with limited liability in New Zealand under company number 35976)  
as Issuer and Guarantor of Covered Bonds issued by ANZ New Zealand (Int'l) Limited

### **€8,000,000,000 ANZNZ Covered Bond Programme**

unconditionally and irrevocably guaranteed as to payments of interest and principal by

### **ANZNZ Covered Bond Trust Limited**

(incorporated in New Zealand with limited liability under company number 3220967)  
as trustee of the ANZNZ Covered Bond Trust and Covered Bond Guarantor

This supplement (the "**Supplement**") to the base prospectus of ANZ Bank New Zealand Limited ("**ANZ New Zealand**") and ANZ New Zealand (Int'l) Limited ("**ANZNIL**") dated 2 August 2017 (as supplemented by the supplementary prospectus dated 20 November 2017, the "**Base Prospectus**"), constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (as amended) and is prepared in connection with the €8,000,000,000 ANZNZ Covered Bond Programme established by ANZ New Zealand (as Issuer and Guarantor of Notes issued by ANZNIL) and ANZNIL (as Issuer).

The purpose of this Supplement is to:

- (i) incorporate by reference into the Base Prospectus ANZ New Zealand's financial statements for the three months ended 31 December 2017 (the "**ANZ New Zealand Financial Statements**") which are set out in ANZ New Zealand's disclosure statement for the three months ended 31 December 2017 (the "**Disclosure Statement**"); and
- (ii) update the section entitled "General Information" in the Base Prospectus in respect of ANZ New Zealand.

### **1. ANZ New Zealand Financial Statements**

On 20 February 2018, ANZ New Zealand released the ANZ New Zealand Financial Statements (including the notes thereto) and the Registered Bank Disclosures, as set out on pages 2 to 14 of the Disclosure Statement.

A copy of the Disclosure Statement has been filed with the National Storage Mechanism and, by virtue of this Supplement, the ANZ New Zealand Financial Statements (including the notes thereto) and Registered Bank Disclosures (as set out on pages 2 to 14 of the Disclosure Statement), shall be deemed to be incorporated into, and form part of, the Base Prospectus.

A copy of the Disclosure Statement containing the ANZ New Zealand Financial Statements which are incorporated by reference into, and form part of, this Supplement is available at: <http://www.anz.co.nz/about-us/media-centre/investor-information/>.

Any parts of the Disclosure Statement that are not incorporated by reference into this Supplement are either not relevant for the investor or are covered elsewhere in the Base Prospectus.

## **2. Update to the section entitled "General Information"**

The section entitled "General Information" under the heading "Significant or Material Change" on page 254 shall be updated with the following information:

"Since 31 December 2017, there has been no significant change in the financial or trading position of ANZ New Zealand and its subsidiaries taken as a whole. Since 30 September 2017 (being the date of its last published audited consolidated financial statements), there has been no material adverse change in the prospects of ANZ New Zealand and its subsidiaries taken as a whole."

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

Each of ANZ New Zealand and ANZNIL accepts responsibility for the information contained in this Supplement and to the best of the knowledge of each of ANZ New Zealand and ANZNIL (which have 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.

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

To the extent that there is any inconsistency between any statement contained in this Supplement any other statement contained in the Base Prospectus, the statements contained in this Supplement will prevail.

A copy of this Supplement has 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).

Save as disclosed in 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.