



## **Supplementary Prospectus Dated 19 February 2019**

### **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 ANZ Bank New Zealand Limited ("**ANZ New Zealand**") and ANZ New Zealand (Int'l) Limited ("**ANZNIL**") dated 17 May 2018 (as supplemented by the supplementary prospectuses dated 25 July 2018 and 30 November 2018, 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 US\$60,000,000,000 Euro Medium Term Note Programme established by Australia and New Zealand Banking Group Limited ("**ANZBGL**") (as Issuer), ANZ New Zealand (as Issuer and Guarantor of Notes issued by ANZNIL) and ANZNIL (as Issuer). For the avoidance of doubt, this Supplement is not a supplement to the ANZBGL Base Prospectus and shall not update or amend the information contained therein.

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 2018 (the "**ANZ New Zealand Financial Statements**");
- (ii) update the financial information in the section entitled "Summary" in the Base Prospectus in respect of ANZ New Zealand; and
- (iii) update the section entitled "Additional Information" in the Base Prospectus in respect of ANZ New Zealand.

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.

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.

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

On 18 February 2019, ANZ New Zealand released the ANZ New Zealand Financial Statements. A copy of the ANZ New Zealand Financial Statements has been filed with the National Storage Mechanism and,

by virtue of this Supplement, the ANZ New Zealand Financial Statements shall be deemed to be incorporated into, and to form part of, the Base Prospectus. A copy of the ANZ New Zealand Financial Statements is also available at <https://www.anz.co.nz/about-us/media-centre/investor-information/>.

## **2. Update of the Summary**

Following the release of the ANZ New Zealand Financial Statements, each of Element B.12 and Element B.19 B.12 of the Summary of the Programme, in respect of ANZ New Zealand, is updated as set out in the Appendix A to this Supplement.

## **3. Update to the section entitled "Additional Information"**

The section entitled "Additional Information" on page 183 at paragraph 3(ii) of the Base Prospectus shall be updated with the following information:

"Since 31 December 2018, there has been no significant change in the financial or trading position of ANZ New Zealand and its subsidiaries taken as a whole and since 30 September 2018 there has been no material adverse change in the prospects of ANZ New Zealand and its subsidiaries taken as a whole."

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).

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.

**Appendix A**

<b>B. 12</b>	<b>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</b>	<b>ANZ New Zealand Group</b>	<b>1Q19 (unaudited) (NZ\$)</b>	<b>1Q18 (unaudited) (NZ\$)</b>	<b>FY18 (NZ\$)</b>	<b>FY17 (NZ\$)</b>	<b>FY16 (NZ\$)</b>
		Operating Income (\$m)	1,025	1,107	4,276	3,975	3,854
		Operating expenses (\$m)	385	386	1,517	1,468	1,599
		Credit impairment charge/(release) (\$m)	13	12	55	62	150
		Income tax expense (\$m)	160	199	751	680	570
		Statutory Net Profit after Tax (\$m)	467	510	1,953	1,765	1,535
		<b>Ordinary Dividend per share (cents)</b>	0	0	112	50	40
		Net loans and advances (\$m) <sup>1</sup>	128,157	121,454	126,466	120,539	114,623
		Customer deposits (\$m) <sup>1</sup>	107,098	100,369	104,055	96,829	91,360
					<b>FY18 (NZ\$)</b>	<b>FY17 (NZ\$)</b>	<b>FY16 (NZ\$)</b>
		<b>[ANZNIL</b>					
		Profit before income tax (\$m)			7	7	6
		Profit after income tax (\$m)			5	5	4
		<i>Amounts due from ANZ New Zealand (\$m)</i>			21,314	21,263	21,317
		Total Assets (\$m)			21,314	21,263	21,317
		Total Liabilities (\$m)			21,309	21,258	21,312
		Total Equity (\$m)			5	5	5
		There has been no significant change in the financial or trading position of [ANZ New Zealand and its subsidiaries taken as a whole since 31 December 2018][ANZNIL since 30 September 2018], and no material adverse change in the prospects of [ANZ New Zealand/ANZNIL] since 30 September 2018, the date of [ANZ New Zealand's/ANZNIL's] last published audited financial statements.					
<b>B. 19</b>	<b>Selected historical key financial information of the Guarantor, no material adverse change statement and description of significant changes in financial or trading</b>	<b>ANZ New Zealand Group</b>	<b>1Q19 (unaudited) (NZ\$)</b>	<b>1Q18 (unaudited) (NZ\$)</b>	<b>FY18 (NZ\$)</b>	<b>FY17 (NZ\$)</b>	<b>FY16 (NZ\$)</b>
<b>B. 12</b>		Operating income (\$m)	1,025	1,107	4,276	3,975	3,854
		Operating expenses (\$m)	385	386	1,517	1,468	1,599
		Credit impairment charge / (release) (\$m)	13	12	55	62	150
		Income tax expense (\$m)	160	199	751	680	570
		Statutory Net Profit after Tax	467	510	1,953	1,765	1,535

	<b>position of the Guarantor</b>	(\$m)					
		<b>Dividend per share (cents)</b>	0	0	112	50	40
		Net loans and advances (\$m) <sup>1</sup>	128,157	121,454	126,466	120,539	114,623
		Customer deposits (\$m) <sup>1</sup>	107,098	100,369	104,055	96,829	91,360
		There has been no significant change in the financial or trading position of ANZ New Zealand and its subsidiaries taken as a whole (" <b>ANZ New Zealand Group</b> ") since 31 December 2018, and no material adverse change in the prospects of the ANZ New Zealand Group since 30 September 2018, the date of its last published audited financial statements.					

<sup>1</sup> Net loans and advances and Customer deposits include assets and liabilities held for sale.