

US\$1,000,000,000 1.250% Notes Due June 22, 2026

ANZ New Zealand (Int'l) Limited /ANZ Bank New Zealand Limited US\$10,000,000,000 Medium-Term Notes, Series A, Offering Memorandum dated May 28, 2021 (the "Offering Memorandum").

PROHIBITION OF SALES TO EEA RETAIL INVESTORS: The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU, as amended ("MiFID II"); or (ii) a customer within the meaning of Directive (EU) 2016/97, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014, as amended (the "EU PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the EU PRIIPs Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (the "UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA") and the regulations made under EUWA; or (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, the "FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA or the regulations made under EUWA. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law of the UK by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

This document constitutes the Final Terms of the Notes described herein for the purposes of Regulation (EU) 2017/1129 as it forms part of domestic law of the UK by virtue of the EUWA (the "UK Prospectus Regulation"), and must be read in conjunction with the Offering Memorandum, which constitutes a base prospectus for the purposes of the UK Prospectus Regulation. 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. The Offering Memorandum is available for viewing during normal business hours at Ground Floor, ANZ Centre, 23-29 Albert Street, Auckland 1010, New Zealand and copies may be obtained from Ground Floor, ANZ Centre, 23-29 Albert Street, Auckland 1010, New Zealand.

Notification under Section 309B(1) of the Securities and Futures Act of Singapore (the "SFA"): The Issuer has determined and hereby notifies all relevant persons (as defined in Section 309A of the SFA) that 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 June 15, 2021

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

Deal Reference MTN:	42
Issuer:	ANZ New Zealand (Int'l) Limited, acting through its London branch (Legal Entity Identifier ("LEI"): HZSN7FQBPO5IEWYIGC72)
Guarantor:	ANZ Bank New Zealand Limited
Principal Amount and Specified Currency:	US\$1,000,000,000

Option to receive payment in Specified Currency:	Not Applicable
Type of Note:	Rule 144A Global Note(s) and Regulation S Global Note(s)
Date on which the Notes will be consolidated to form a single series:	Not Applicable
Issue Date:	June 22, 2021
Stated Maturity:	June 22, 2026
Redemption:	No redemption at the option of the Issuer prior to the Stated Maturity (other than for tax reasons) The Issuer will have the right to redeem in whole, but not in part, at any time following the occurrence of a Tax Event (as defined in the Offering Memorandum), at the principal amount thereof plus accrued and unpaid interest thereon, as described under "Description of the Notes and the Guarantee—Redemption for taxation reasons" in the Offering Memorandum.
Repayment:	No repayment at the option of the holders prior to the Stated Maturity
Fixed Rate Notes:	Applicable
Interest Rate Basis:	Fixed Rate
Interest Rate:	1.250% per annum
Interest Rate Reset Provisions:	Not Applicable
Interest Rate Frequency:	Semi-annually
Regular Record Dates:	The 15th calendar day prior to the relevant Interest Payment Date
Interest Payment Dates:	Each June 22 and December 22, commencing on December 22, 2021 up to and including the Stated Maturity
Floating Rate Notes:	Not Applicable
LIBOR Notes:	Not Applicable
SOFR 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
Issue Price to Investors (%):	99.845%
Issue Price to Investors (\$):	US\$998,450,000
Agents acting in capacity of:	Principal
Additional Paying Agent:	Not Applicable

Calculation Agent:	Not Applicable
Listing:	The Official List of the Financial Conduct Authority
Admission to trading:	Application has been made for the Notes to be admitted to trading on 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: 00182EBN8 Reg S: 00182FBN5
ISIN:	144A: US00182EBN85 Reg S: US00182FBN50
Common Code:	144A: 235735431 Reg S: 235703360
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- Moody's Investors Service Pty Limited: A1 Fitch Australia Pty Ltd: A+
Interests of natural and legal persons involved in the issue:	Save for the fees payable to ANZ Securities, Inc., BofA Securities, Inc., Citigroup Global Markets Inc. and Wells Fargo Securities, 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:	See "Use of Proceeds" in the Offering Memorandum
(i) Estimated net proceeds:	US\$995,950,000
(ii) Estimated total expenses related to the admission to trading:	£6,515
Yield (Fixed Rate Notes only):	
Indication of Yield:	The yield is 1.282%

Signed on behalf of the Issuer: *A.J. Dunnam*

By: **ALASDAIR JOHN DUNNAM**

Duly authorized