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12 October 2005

The Manager
Company Announcements
Australian Stock Exchange
Level 10, 20 Bond Street
Sydney NSW 2000

ANZ HOLDINGS (NEW ZEALAND) LIMITED CAPITAL RESTRUCTURE

In relation to the Notes issued by ANZ Holdings (New Zealand) Limited, which are stapled to preference shares issued by Australia and New Zealand Banking Group Limited ("ANZ") to form ANZ StEPS, we advise that on 23 September 2005, ANZ Holdings (New Zealand) Limited restructured its capital base to comply with the recently introduced New Zealand tax Thin Capitalisation legislation.

This involved ANZ Holdings (New Zealand) Limited issuing 2,368, 611 preference shares of AUD1,000 each to ANZ Funds Pty Ltd. The proceeds from this share placement were used to:

- Redeem 1,340,000 preference shares of AUD1,000 each held by Norway Funds Limited; and
- Repay a NZ$1.129bn loan from Upspring Limited.

Norway Funds Limited, Upspring Limited and ANZ Funds Pty Ltd are wholly owned subsidiaries within the ANZ group of companies. The impact of these transactions on profit and franking capacity at a group level is not expected to be material.

Yours faithfully

John Priestley
Company Secretary