

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED ("ANZ")

ABN

11 005 357 522

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|--|
| 1 | +Class of +securities issued or to be issued | Fully paid ordinary shares |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 4,482,074 |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Terms of the securities will be the same as the terms of the existing ordinary shares. |

+ See chapter 19 for defined terms.

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4	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities? If the additional securities do not rank equally, please state: - the date from which they do - the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment - the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	Yes.																	
5	Issue price or consideration	<table><tr><td>93,853 Shares</td><td>at nil consideration</td></tr><tr><td>237,085 Shares</td><td>at \$16.33</td></tr><tr><td>4,116,506 Shares</td><td>at \$17.18</td></tr><tr><td>342 Shares</td><td>at \$17.34</td></tr><tr><td>29,885 Shares</td><td>at \$17.50</td></tr><tr><td>1,238 Shares</td><td>at \$17.60</td></tr><tr><td>1,300 Shares</td><td>at \$18.03</td></tr><tr><td>1,865 Shares</td><td>at \$18.22</td></tr></table>		93,853 Shares	at nil consideration	237,085 Shares	at \$16.33	4,116,506 Shares	at \$17.18	342 Shares	at \$17.34	29,885 Shares	at \$17.50	1,238 Shares	at \$17.60	1,300 Shares	at \$18.03	1,865 Shares	at \$18.22
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1,865 Shares	at \$18.22																		
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	241,830 shares issued on exercise of options. 4,146,391 shares issued to trustee to hold for the beneficial interest of employees under the Employee Share Acquisition Plan 93,853 shares issued to trustee to hold for the beneficial interest of employees awaiting the exercise as a result of Deferred Share Rights vesting on 2/11/2008 under the Employee Share Option Plan																	
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	<table><tr><td>237,085 Shares</td><td>24/10/2008</td></tr><tr><td>1,865 Shares</td><td>27/10/2008</td></tr><tr><td>29,885 Shares</td><td>29/10/2008</td></tr><tr><td>4,116,506 Shares</td><td>31/10/2008</td></tr><tr><td>93,853 Shares</td><td>03/11/2008</td></tr><tr><td>2,880 Shares</td><td>05/11/2008</td></tr></table>		237,085 Shares	24/10/2008	1,865 Shares	27/10/2008	29,885 Shares	29/10/2008	4,116,506 Shares	31/10/2008	93,853 Shares	03/11/2008	2,880 Shares	05/11/2008				
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93,853 Shares	03/11/2008																		
2,880 Shares	05/11/2008																		
8	Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	<table><tr><th>Number</th><th>+Class</th></tr><tr><td>2,045,306,722</td><td>Fully paid ordinary shares</td></tr><tr><td>10,812,124</td><td>Fully paid convertible preference shares</td></tr></table>	Number	+Class	2,045,306,722	Fully paid ordinary shares	10,812,124	Fully paid convertible preference shares											
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AUD400m Floating Rate Transferable Certificates of Deposit ("TCD") due March 2009

AUD1025m 6.00% TCD due March 2009

AUD27m Floating Rate Senior Notes due September 2009

AUD800m 6.00% TCD due March 2010

AUD1050m Floating Rate TCD due March 2010

AUD430m 7.00% TCD due September 2010

AUD465m Floating Rate TCD due September 2010

AUD500m 6.00% TCD due March 2011

AUD800m Floating Rate TCD due March 2011

AUD950m 6.50% TCD due November 2011

AUD1450m Floating Rate TCD due November 2011

AUD340m 7.25% TCD due September 2012

AUD635m Floating Rate TCD due September 2012

AUD350m 6.50% Subordinated Notes due May 2014

AUD380m Floating Rate Subordinated Notes due May 2014

AUD300m 6.00% Subordinated Notes due August 2015

AUD400m Floating Rate Subordinated Notes due August 2015

AUD300m 6.25% Subordinated Notes due May 2016

AUD300m Floating Rate Subordinated Notes due May 2016

+ See chapter 19 for defined terms.

	AUD350m 6.50% Subordinated Notes due March 2017	
	AUD350m Floating Rate Subordinated Notes due March 2017	
	AUD100m 7.30% Subordinated Notes due August 2017	
	AUD100m Floating Rate Subordinated Notes due August 2017	
	AUD290m 7.75% Subordinated Notes due October 2017	
	AUD310m Floating Rate Subordinated Notes due October 2017	
	AUD365m Floating Rate Subordinated Notes due January 2018	
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	
	Number	+Class
	16,959,569	Options on issue
	350,000	2003 Redeemable Preference Shares
	750,000	2003 Redeemable Preference Shares (Series 2)
	500,000	December 2004 Euro Preference Shares
	9,000	June 2007 Sterling Preference Shares
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	1,200
		Convertible Notes
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Same as existing fully paid ordinary shares

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	

+ See chapter 19 for defined terms.

13	Ratio in which the +securities will be offered	
14	+Class of +securities to which the offer relates	
15	+Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	
25	If the issue is contingent on +security holders' approval, the date of the meeting	

+ See chapter 19 for defined terms.

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|----|---|--|
| 26 | Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled | |
| 27 | If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders | |
| 28 | Date rights trading will begin (if applicable) | |
| 29 | Date rights trading will end (if applicable) | |
| 30 | How do ⁺ security holders sell their entitlements <i>in full</i> through a broker? | |
| 31 | How do ⁺ security holders sell <i>part</i> of their entitlements through a broker and accept for the balance? | |
| 32 | How do ⁺ security holders dispose of their entitlements (except by sale through a broker)? | |
| 33 | ⁺ Despatch date | |

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of securities
(tick one)
- (a) ☒ Securities described in Part 1
- (b) ☐ All other securities
- Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

⁺ See chapter 19 for defined terms.

Tick to indicate you are providing the information or documents

- 35 ☐ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36 ☐ If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over
- 37 ☐ A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

- 38 Number of securities for which +quotation is sought
- 39 Class of +securities for which quotation is sought
- 40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?
- If the additional securities do not rank equally, please state:
- the date from which they do
 - the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
 - the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
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- 41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

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- 42 Number and ⁺class of all ⁺securities quoted on ASX (*including* the securities in clause 38)

Number	⁺ Class

⁺ See chapter 19 for defined terms.

Quotation agreement

- 1 ⁺Quotation of our additional ⁺securities is in ASX's absolute discretion. ASX may quote the ⁺securities on any conditions it decides.

- 2 We warrant the following to ASX.
 - The issue of the ⁺securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those ⁺securities should not be granted ⁺quotation.
 - An offer of the ⁺securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any ⁺securities to be quoted and that no-one has any right to return any ⁺securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the ⁺securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the ⁺securities to be quoted under section 1019B of the Corporations Act at the time that we request that the ⁺securities be quoted.

- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before ⁺quotation of the ⁺securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:
 Deputy Company Secretary

Date: 20 November 2008

Print name: Simon Pordage

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⁺ See chapter 19 for defined terms.