

FINAL TERMS

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 (as amended, the "**Insurance Distribution Directive**"), 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, as amended by the European Union (Withdrawal Agreement) Act 2020 ("**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. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law 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.

Notification under Section 309B of the Securities and Futures Act 2001 of Singapore (the "SFA"): In connection with Section 309B of the SFA and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the "**CMP Regulations 2018**"), the Issuer has determined and hereby notifies all relevant persons (as defined in Section 309A(1) of the SFA) that the Notes are 'prescribed capital markets products' (as defined in the CMP 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).



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)

Legal Entity Identifier: JHE42UYNWWTJB8YTTU19

(the "**Issuer**Error! Bookmark not defined.")

US\$60,000,000,000

Euro Medium Term Note Programme

Series No: 2155

Tranche No: 1

AU\$63,000,000 Floating Rate Notes due 27 September 2030 (the "**Notes**")

Issue Price: 100.00 per cent.

Australia and New Zealand Banking Group Limited (the "**Dealer**")

The date of these Final Terms is 25 March 2025

PART A — CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 20 November 2024 and the Supplemental Base Prospectuses dated 9 December 2024 and 20 February 2025 which together constitute a base prospectus (the "**Base Prospectus**") for the purposes of the UK Prospectus Regulation. This document constitutes the Final Terms of the Notes described herein for the purposes of the UK Prospectus Regulation and must be read in conjunction with the Base Prospectus.

Full information on the Issuer and the offer of the Notes described herein is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus is available for viewing on the website of the Issuer at <https://www.anz.com/debtinvestors/centre/programmes/anz-banking-group/euro-medium-term-note-programme-aus/> and the Regulatory News Service operated by the London Stock Exchange at www.londonstockexchange.com/exchange/news/market-news/market-news-home.html and during normal business hours at the offices of the Paying Agents and copies may be obtained from Deutsche Bank AG, London Branch, 21 Moorfields, London EC2Y 9DB.

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|----|-------|--|--|
| 1 | (i) | Series Number: | 2155 |
| | (ii) | Tranche Number: | 1 |
| | (iii) | Date on which the Notes will be consolidated and form a single Series: | Not Applicable |
| 2 | (i) | Specified Currency or Currencies: | Australian Dollar ("AU\$") |
| | (ii) | Exotic Currency Payments: | Not Applicable |
| | (iii) | Exotic Currency Relevant Time: | Not Applicable |
| | (iv) | Exotic Currency Thomson Reuters Screen Page: | Not Applicable |
| 3 | | Aggregate Principal Amount: | AU\$63,000,000 |
| | (i) | Series: | AU\$63,000,000 |
| | (ii) | Tranche: | AU\$63,000,000 |
| 4 | | Issue Price: | 100.00 per cent. of the Aggregate Principal Amount |
| 5 | | Specified Denomination(s): | AU\$1,000,000 |
| 6 | | Calculation Amount: | AU\$1,000,000 |
| 7 | (i) | Issue Date: | 27 March 2025 |
| | (ii) | Interest Commencement Date: | Issue Date |
| 8 | | Maturity Date: | 27 September 2030, subject to adjustment for payment purposes only in accordance with the Modified Following Business Day Convention |
| 9 | | Interest Basis: | Floating Rate |
| 10 | | Redemption/Payment Basis: | Redemption at Par |

11 Change of Interest or Redemption/Payment Basis: Not Applicable

12 NZ Subordinated Notes: Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13 Fixed Rate Note Provisions Not Applicable

14 Floating Rate Note Provisions Applicable

(i) (a) Interest Payment Dates: 27 March, 27 June, 27 September and 27 December in each year commencing on 27 June 2025 in each case subject to adjustment for payment purposes only in accordance with the Business Day Convention specified below

(b) Interest Period(s): Not Applicable

(c) Interest Period Date: Not Applicable

(ii) Business Day Convention: Modified Following Business Day Convention

(iii) No Adjustment of Interest Amounts: Applicable

(iv) Additional Business Centre(s): New York

(v) Manner in which the Rate(s) of Interest is/are to be determined: BBSW Rate Determination

(vi) Party responsible for calculating the Rate(s) of Interest and/or Interest Amount(s): Fiscal Agent shall be the Calculation Agent

(vii) Screen Rate Determination: Not Applicable

(viii) BBSW Rate Determination: Applicable

- Interest Determination Date(s) BBSW Interest Determination Date

(ix) ISDA Determination: Not Applicable

(x) Margin(s): +0.91 per cent. per annum

(xi) Rate Multiplier: Not Applicable

(xii) Minimum Rate of Interest: 0.00 per cent. per annum

(xiii) Maximum Rate of Interest: 6.00 per cent. per annum

(xiv) Day Count Fraction: 30/360

(xv) Linear Interpolation: Not Applicable

15 CMS Rate Note Provisions: Not Applicable

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| 16 | Inverse Floating Rate Note Provisions | Not Applicable |
| 17 | Range Accrual Note Provisions: | Not Applicable |
| 18 | Zero Coupon Note Provisions: | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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| 19 | Call Option | Not Applicable |
| 20 | Put Option | Not Applicable |
| 21 | Final Redemption Amount of each Note: | AU\$1,000,000 per Calculation Amount |
| 22 | Early Redemption for NZ Subordinated Note Regulatory Event: | Not Applicable |
| 23 | Early Redemption Amount: | AU\$1,000,000 per Calculation Amount |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 24 | Form of the Notes: | Bearer Notes Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Bearer Notes in definitive form on 60 days' notice (or, following a failure to pay principal, on 30 days' notice) by the Issuer and (in the limited circumstances specified in the Permanent Global Note). |
| 25 | Payment Business Day Convention: | Modified Following |
| 26 | Additional Financial Centre(s): | New York |
| 27 | Details relating to Instalment Notes, including Instalment Amount(s) and Instalment Date(s): | Not Applicable |
| 28 | Redenomination, renominatisation and reconventioning provisions: | Not Applicable |

DISTRIBUTION

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| 29 | US Selling Restrictions: | TEFRA D Rules; Regulation S Category 2 |
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Signed on behalf of Australia and New Zealand Banking Group Limited:

By: Andrei Ivanov



Duly Authorised Signatory/Attorney

PART B — OTHER INFORMATION

1 LISTING

Listing and Admission to trading:

Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's Regulated Market and admitted to the Official List of the UK Financial Conduct Authority with effect from on or about the Issue Date.

2 REASONS FOR THE OFFER, ESTIMATED TOTAL EXPENSES RELATED TO ADMISSION TO TRADING

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| (i) | Reasons for the offer: | See "Use of Proceeds and a General Description of the ANZ SDG Bond Framework" in the Base Prospectus |
| (ii) | Estimate of total expenses related to admission to trading: | GBP3,175 |

3 RATINGS

The Notes to be issued have not been rated

4 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

So far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer, including conflicting interests.

5 (*Fixed Rate Notes only*) YIELD

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| Indication of yield: | Not Applicable |
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6 BENCHMARKS

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| Relevant Benchmark: | BBSW is provided by ASX Benchmarks Pty Limited (ABN 38 616 075 417). |
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As at the date hereof, ASX Benchmarks Pty Limited appears on the register of administrators and benchmarks established and maintained by the European Securities and Markets Authority (ESMA) pursuant to Article 36 of Regulation (EU) 2016/1011 (the EU Benchmarks Regulation).

As at the date hereof, ASX Benchmarks Pty Limited does not appear on the register of administrators and benchmarks established and maintained by the Financial Conduct Authority (FCA) pursuant to Article 36 of Regulation (EU) 2016/1011 as it forms part of U.K. domestic law by virtue of the EUWA (the UK Benchmarks Regulation). As far as the Issuer is aware, the transitional provisions in Article 51 of the UK Benchmarks Regulation apply, such that ASX Benchmarks Pty Limited is not currently required to obtain authorisation or registration (or, if

located outside the United Kingdom, recognition, endorsement or equivalence).

7 OPERATIONAL INFORMATION

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| ISIN: | XS3036578196 |
| Temporary ISIN: | Not Applicable |
| Common Code: | 303657819 |
| Temporary Common Code: | Not Applicable |
| FISN: | AUSTRALIA AND N/VAR MTN 20300927, as updated, as set out on the website of the Association of National Numbering Agencies ("ANNA") or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN. |
| CFI code: | DTVXFB, as updated, as set out on the website of ANNA or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN. |
| Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s): | Not Applicable |
| Delivery: | Delivery against payment |
| Names and addresses of additional Paying Agent(s) (if any): | Not Applicable. |