

Final Terms

14 June 2017

Bank of Queensland Limited
(ABN 32 009 656 740)

**Issue of JPY 2,000,000,000 Fixed Rate Notes due 16 June 2020
under the U.S.\$4,000,000,000**

Euro Medium Term Note Programme

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 Information Memorandum dated 16 December 2016 which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**") as amended (which includes the amendments made by Directive 2010/73/EU (the "**2010 PD Amending Directive**") to the extent that such amendments have been implemented in a relevant Member State). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Information. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Information Memorandum. The Information Memorandum is available for viewing at http://www.boq.com.au/shareholder_debt_programmes.htm.

1.	Issuer:	Bank of Queensland Limited
2.	(a) Series Number:	101
	(b) Tranche Number:	1
	(c) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
3.	Specified Currency or Currencies:	Japanese Yen ("JPY")
4.	Aggregate Nominal Amount:	
	(a) Series:	JPY 2,000,000,000
	(b) Tranche:	JPY 2,000,000,000
5.	Issue Price:	100 per cent. of the Aggregate Nominal Amount
6.	(a) Specified Denominations:	JPY 20,000,000 and integral multiples of JPY 1,000,000 thereafter
	(b) Calculation Amount:	JPY 1,000,000
7.	(a) Issue Date:	16 June 2017
	(b) Interest Commencement Date:	Issue Date

8.	Maturity Date:	16 June 2020
9.	Interest Basis:	0.30 per cent. Fixed Rate (see paragraph 14 below)
10.	Redemption/Payment Basis:	Subject to any purchase or cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount
11.	Change of Interest Basis or Redemption/Payment Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	Status of the Notes:	Senior

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14.	Fixed Rate Note Provisions	Applicable
(a)	Rate(s) of Interest:	0.30 per cent. Per annum payable semi-annually in arrears
(b)	Interest Payment Date(s):	16 June and 16 December in each year up to and including the Maturity Date
(c)	Fixed Coupon Amount(s):	Not Applicable
(d)	Broken Amount(s):	Not Applicable
(e)	Day Count Fraction:	Actual/365 (Fixed) (Adjusted)
(f)	Business Day Convention:	Modified Following Business Day Convention
(g)	Determination Date(s):	Not Applicable
15.	Floating Rate Note Provisions	Not Applicable
16.	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17.	Issuer Call:	Not Applicable
18.	Investor Put:	Not Applicable
19.	Final Redemption Amount of each Note:	JPY 1,000,000 per Calculation Amount
20.	Early Redemption Amount of each Note payable on redemption for taxation reasons or on event of default:	JPY 1,000,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

21.	Form of Notes:	Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event
22.	Additional Financial Centre(s):	Tokyo, Sydney, London and New York
23.	Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):	No

Signed on behalf of the Issuer:

By:

Duly authorised

James Shaw
Head of Funding

James Shaw
Head of Funding

By:

Duly authorised

Chris Bell
Senior Manager,
Money Market & Debt Funding

PART B - OTHER INFORMATION

1. LISTING

Listing and Admission to trading:	Applicable
(i) Application for admission to the Official List and for admission to trading is expected to be made:	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 listing on the Official List of the UK Listing Authority with effect from 16 June 2017.

2. RATINGS

Ratings:	The Notes to be issued are expected to be rated: Fitch: A-
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3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Dealers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealer and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

4. YIELD

Indication of yield:	0.30 per cent. per annum
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5. OPERATIONAL INFORMATION

(i) ISIN Code:	XS1632473051
(ii) Common Code:	163247305
(iii) Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, S.A. and the relevant identification number(s):	Not Applicable
(iv) Names and addresses of additional Paying Agent(s) (if any):	Not Applicable

6. DISTRIBUTION

(i) U.S. Selling Restrictions:	Reg.S Compliance Category 2; TEFRA D
(ii) Additional selling restrictions:	Not Applicable