



Supplementary Offering Circular dated 9 May 2025

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)*

MARKETS ISSUANCE PROGRAMME

This supplement ("**Supplement**") is supplemental to, and should be read and construed together with the offering circular of Australia and New Zealand Banking Group Limited (the "**Issuer**" or "**ANZBGL**") dated 22 November 2024, as supplemented by the supplementary offering circulars dated 10 December 2024 and 8 April 2025 (the "**Offering Circular**").

The purpose of this Supplement is to:

1. incorporate by reference into the Offering Circular:
 - a. ANZBGL's 2024 Basel III Pillar 3 Disclosure as at 31 March 2025 (the "**Basel III Disclosure**"); and
 - b. ANZBGL's unaudited condensed consolidated financial statements (including the independent auditor's review report thereon and notes thereto) in respect of the six months ended 31 March 2025 (the "**ANZBGL 2025 Interim Financial Statements**"); and
2. update the section entitled "Additional Information" of the Offering Circular.

Terms defined in the Offering Circular have the same meaning when used in this Supplement.

ANZBGL Basel III Disclosure

On 8 May 2025, ANZBGL released its Basel III Disclosure. By virtue of this Supplement, the Basel III Disclosure shall be deemed to be incorporated into, and form part of, the Offering Circular.

A copy of the Basel III Disclosure is also available at <https://www.anz.com/debtinvestors/centre/programmes/anz-banking-group/markets-issuance-programme/>.

For the purposes of this Supplement, any information or other documents incorporated by reference, either expressly or implicitly, into the Basel III Disclosure, do not form part of this Supplement. Information in the Basel III Disclosure which is not incorporated by reference into the Offering Circular is either not relevant for the investor or is covered elsewhere in the Offering Circular.

Financial statements in respect of the six months ended 31 March 2025

On 8 May 2025, ANZBGL released its 2025 Interim Financial Statements as set out on pages 2 to 51 of the Half-Year 31 March 2025 Consolidated Financial Report. By virtue of this Supplement, the ANZBGL 2025 Interim Financial Statements shall be deemed to be incorporated into, and form part of, the Offering Circular.

A copy of the ANZBGL 2025 Interim Financial Statements is also available at <https://www.anz.com/debtinvestors/centre/programmes/anz-banking-group/markets-issuance-programme/>.

For the purposes of this Supplement, any information or other documents incorporated by reference, either expressly or implicitly, into the ANZBGL 2025 Interim Financial Statements, do not form part of this Supplement. Information in the ANZBGL 2025 Interim Financial Statements which is not incorporated by reference into the Offering Circular is either not relevant for the investor or is covered elsewhere in the Offering Circular.

Update of the section entitled "Additional information"

Paragraph 2 of the section entitled "Additional Information" on page 217 of the Offering Circular shall be deleted and replaced with the following

"There has been no significant change in the financial position or in the financial performance of the Issuer or the ANZBGL Group since 31 March 2025. There has been no material adverse change in the prospects of the Issuer since 30 September 2024."

Paragraph 3 of the section entitled "Additional Information" on page 217 of the Offering Circular shall be deleted and replaced with the following:

"There are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) during the 12 months before the date of this Offering Circular which may have, or have had in the recent past, significant effects on the Issuer's financial position or profitability or the financial position or profitability of ANZBGL and its subsidiaries taken as a whole, except as set out under the sections entitled "Contingent Liabilities" and "Contingent Assets" in Note 17 to the ANZBGL 2025 Interim Financial Statements and under the sections entitled "Other Contingent Liabilities" and "Contingent Assets" in Note 32 to the ANZBGL 2024 Audited Financial Statements, which are in each case incorporated by reference into this Offering Circular".

To the extent that there is any inconsistency between any statement contained in this Supplement or in any information or document incorporated by reference into, and forming part of, this Supplement and any other statement contained in the Offering Circular or in any information or document incorporated by reference into, and forming part of, the Offering Circular, the statements contained in this Supplement or in any information or document incorporated by reference into, and forming part of, this Supplement will prevail.

Save as disclosed in this Supplement or in any information or document incorporated by reference into, and forming part of, this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Offering Circular has arisen or been noted, as the case may be, since the publication of the Offering Circular.

Information contained in or accessible from any website referenced in this Supplement (including in any information incorporated by reference by virtue of the Supplement) does not form a part of this Supplement, except as specifically incorporated by reference.