



Supplementary Offering Circular dated 15 November 2023

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 25 May 2023 for the Markets Issuance Programme (the "**Offering Circular**").

The purpose of this Supplement is to:

- (a) incorporate by reference into the Offering Circular:
 - (i) ANZBGL's audited annual consolidated financial statements (including the auditor's report thereon and the notes thereto) for the year ended 30 September 2023 (as set out on pages 75 to 213 of the 2023 Annual Report of the Group) (the "**2023 Financial Statements**");
 - (ii) ANZBGL's 2023 Basel III Pillar 3 Disclosure as at 30 September 2023 (the "**Full Year Basel III Disclosure**");
 - (iii) ANZBGL's 2023 Basel III Pillar 3 Disclosure as at 30 June 2023; and
 - (iv) ANZBGL's 2023 Third Quarter Chart Pack for the quarter ended 30 June 2023 (together, the "**Third Quarter Basel III Disclosure**"); and
- (b) update the section entitled "General Information" of the Offering Circular.

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

ANZBGL accepts responsibility for the information contained in this Supplement and to the best of the knowledge of ANZBGL, the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

(1) **ANZBGL 2023 Financial Statements and Full Year Basel III Disclosure**

On 13 November 2023, ANZBGL released its 2023 Financial Statements and Full Year Basel III Disclosure. By virtue of this Supplement, the 2023 Financial Statements and the Full year Basel III Disclosure shall be deemed to be incorporated into, and form part of, the Offering Circular.

On 17 August 2023, ANZBGL released its Basel III Disclosure as at 30 June 2023 and its 2023 Third Quarter Chart Pack as at 30 June 2023 (the "**Third Quarter Basel III Disclosure**"). By virtue of this Supplement, the Third Quarter Basel III Disclosure shall be deemed to be incorporated into, and form part of, the Offering Circular.

Copies of the 2023 Financial Statements, the Full Year Basel III Disclosure and Third Quarter Basel III Disclosure are 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 2023 Financial Statements or the Full Year Basel III Disclosure, do not form part of this Supplement. Information in the 2023 Financial Statements or the Full Year 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.

(2) **Update of the section entitled "General Information"**

By virtue of this Supplement, the information contained in the section entitled "Additional Information" on page 224 of the Offering Circular shall be updated with the following information:

(a) Paragraph 2 shall be updated as follows:

There has been no significant change in the financial position or in the financial performance of the Issuer or the Group since 30 September 2023. There has been no material adverse change in the prospects of the Issuer since 30 September 2023.

(b) Paragraph 3 shall be updated as follows:

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 "Other Contingent Liabilities" and "Contingent Assets" in Note 32 to the 2023 Financial Statements which are 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.