

Thursday, 14 September 2023

ASX ANNOUNCEMENT

NAB completes NAB Capital Notes 7 offer

National Australia Bank (NAB) today announced that it has successfully completed the offer of NAB Capital Notes 7 (Offer). The Offer resulted in NAB issuing 12,500,000 NAB Capital Notes 7 at \$100 each, raising \$1.25 billion.

Allocation Policy

Allocations under the Offer to Syndicate Brokers and Institutional Investors were determined under the Bookbuild.

Allocations to individual Applicants were at the discretion of the relevant Syndicate Broker. Applicants should confirm their allocation of NAB Capital Notes 7 with their Syndicate Broker.

Trading on ASX

Trading of NAB Capital Notes 7 on ASX on a normal settlement basis is expected to commence on 15 September 2023 under the ASX code 'NABPJ'.

Applicants are responsible for confirming the number of NAB Capital Notes 7 allocated to them under the Offer prior to selling any NAB Capital Notes 7. Applicants who sell NAB Capital Notes 7 before receiving confirmation of their allocation do so at their own risk.

Holding Statements which set out the number of NAB Capital Notes 7 issued to each successful Applicant are expected to be despatched on 21 September 2023.

Maximum Conversion Number

For the purposes of the Conversion calculations, as outlined in the NAB Capital Notes 7 Prospectus dated 29 August 2023 (Prospectus), the Issue Date VWAP is \$28.4735.

If a Non-Viability Trigger Event occurs and NAB converts NAB Capital Notes 7 into Ordinary Shares, the number of Ordinary Shares that a Holder will receive on Conversion is limited to the Maximum Conversion Number. Based on the Issue Date VWAP and the Face Value (being \$100 per NAB Capital Note 7), the Maximum Conversion Number is 17.5602 Ordinary Shares per NAB Capital Note 7.

First Distribution

The first Distribution¹ will be \$1.2612 per NAB Capital Note 7. The Distribution Rate for the first Distribution Period is 4.8458% per annum and is calculated as follows:

3-month Bank Bill Rate as at 14 September 2023	4.1225% per annum
<i>Plus</i> Margin	2.8000% per annum
<i>Equals</i>	6.9225% per annum
<i>Multiplied</i> by (1 – Tax Rate ²)	0.70
Distribution Rate	4.8458% per annum
Days in the first Distribution Period	95
Distribution payable per NAB Capital Note 7	\$1.2612

Top 20 Holders and distribution schedule

A statement of the 20 largest Holders and a distribution schedule of the number of Holders of NAB Capital Notes 7 are attached to this announcement.

NAB Capital Notes 7 Class Ruling

The Australian Taxation Office (ATO) has advised that it expects to issue a Class Ruling for NAB Capital Notes 7 in early October. The Class Ruling will confirm the Australian tax consequences for certain NAB Capital Notes 7 Holders.

Once it is published, a copy of the Class Ruling will be available on NAB's website at nab.com.au/nabcapitalnotes7 and on the ATO website at ato.gov.au.

Unless otherwise defined, capitalised terms in this announcement have the meaning given to them in the Prospectus.

For further information:

Media

Mark Alexander

M: +61 (0) 412 171 447

Jo Beckwith

M: +61 (0) 411 208 101

Investor Relations

Sally Mihell

M: +61 (0) 436 857 669

Natalie Coombe

M: +61 (0) 477 327 540

¹ A Distribution will only be paid if the Directors resolve to pay it and a Payment Condition does not exist on the Distribution Payment Date.

² Being the Australian corporate tax rate applicable to the franking account of NAB on the relevant Distribution Payment Date. Distributions paid on NAB Capital Notes 7 are expected to be franked at the same rate as dividends paid on Ordinary Shares.

The information provided in this announcement is not investment advice and has been prepared without taking into account individual investment objectives, financial situations and needs (including financial and taxation issues). If you do not fully understand how NAB Capital Notes 7 work or the risks associated with them or if you have any questions about the Offer, NAB Capital Notes 7 or the Notes Target Market, you should contact your Syndicate Broker or a qualified financial adviser. This announcement does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer. In particular, NAB Capital Notes 7 have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any state or other jurisdiction of the United States and may not be offered, sold or resold, directly or indirectly, in the United States or to, or for the account or benefit of, any "U.S. person" (as defined in Regulation S under the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the Securities Act and applicable state securities laws.

Approved for distribution by Nathan Goonan, Group Chief Financial Officer

**NATIONAL AUSTRALIA BANK LIMITED****NAB CAPITAL NOTES 7 - TOP 20 HOLDERS AS AT 14 SEPTEMBER 2023**

Rank	Name	Units	% of Units
1.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	1,533,836	12.27
2.	BNP PARIBAS NOMINEES PTY LTD HUB24 CUSTODIAL SERV LTD <DRP A/C>	533,003	4.26
3.	CITICORP NOMINEES PTY LIMITED	490,530	3.92
4.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	257,200	2.06
5.	NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>	171,303	1.37
6.	HIGHAM HILL PTY LTD	106,802	0.85
7.	DIMBULU PTY LTD	100,000	0.80
8.	MR JOHN WILLIAM CUNNINGHAM	90,680	0.73
9.	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	84,143	0.67
10.	BNP PARIBAS NOMINEES PTY LTD <PITCHER PARTNERS DRP>	80,560	0.64
11.	MUTUAL TRUST PTY LTD	71,540	0.57
12.	NETWEALTH INVESTMENTS LIMITED <SUPER SERVICES A/C>	56,799	0.45
13.	PARKYN CAPITAL PTY LTD	55,000	0.44
14.	FINCLEAR SERVICES NOMINEES PTY LIMITED <ACCUM A/C>	39,337	0.31
15.	2 KINANE STREET PTY LTD	36,280	0.29
16.	GILLIES FAMILY HOLDINGS PTY LTD	34,190	0.27
17.	NOME INVESTMENTS PTY LTD <HUA FAMILY SUPERFUND A/C>	30,230	0.24
18.	POPEYE TREASURES PTY LTD	30,220	0.24
19.	KADOO PTY LIMITED <B & D FAMILY A/C>	30,128	0.24
20.	CORP OF THE TSTEEES OF THE ROMAN CATH ARC	30,000	0.24
TOP 20 HOLDERS OF NAB CAPITAL NOTES 7		3,861,781	30.89
TOTAL REMAINING HOLDERS BALANCE		8,638,219	69.11



NATIONAL AUSTRALIA BANK LIMITED

NAB CAPITAL NOTES 7 - DISTRIBUTION SCHEDULE AS AT 14 SEPTEMBER 2023

Range	Total holders	Units	% of Issued Capital
1 - 1,000	8,961	3,392,649	27.14
1,001 - 5,000	1,486	3,210,504	25.68
5,001 - 10,000	132	917,379	7.34
10,001 - 100,000	80	1,886,794	15.09
100,001 - 9,999,999,999	6	3,092,674	24.74
Rounding			0.01
Total	10,665	12,500,000	100.00