



Wednesday, 22 April 2015

ASX Announcement

Great Western Bank files for secondary offer in the US

Great Western Bancorp, Inc. (NYSE: GWB) filed a registration statement (Form S-1) on 21 April 2015 with the Securities and Exchange Commission (SEC) in the United States in connection with a potential public secondary offering of common shares currently held by National Americas Holdings LLC, a wholly owned subsidiary of National Australia Bank Limited (the Potential Offering). The date on which the Potential Offering may occur, together with the number of shares to be offered and the price range, has yet to be determined.

Please find attached the GWB announcement issued to the SEC.

For further information:

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Great Western Bancorp, Inc. Files for Potential Secondary Common Stock Offering

SIOUX FALLS, SD - April 21, 2015 - Great Western Bancorp, Inc. (NYSE: GWB) today announced that it has filed a registration statement (Form S-1) with the Securities and Exchange Commission ("SEC") in connection with a potential public secondary offering of common stock currently held by National Americas Holdings LLC, a wholly owned subsidiary of National Australia Bank Limited ("NAB") (the "Potential Offering"). The date on which the Potential Offering may occur, together with the number of shares to be offered and the price range, has yet to be determined. GWB will not receive any proceeds from the Potential Offering.

The Potential Offering is consistent with NAB's statement from August 2014 that it intends to divest itself of its holdings in GWB, as market conditions allow, consistent with its strategy of focusing on its core Australian and New Zealand franchises. The registration statement relating to the Potential Offering has been filed with the SEC, but has not yet become effective. The securities that are the subject of the Potential Offering may not be sold nor may offers to buy be accepted prior to the time the registration statement becomes effective. This press release shall not constitute an offer to sell, or the solicitation of an offer to buy, the applicable securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

BofA Merrill Lynch, Deutsche Bank Securities and J.P. Morgan Securities LLC are acting as the joint book-running managers and underwriters.

When available, copies of the preliminary prospectus related to the offering may be obtained from: BofA Merrill Lynch, Attention: Prospectus Department, 222 Broadway, New York, NY 10038, via email: dg.prospectus_requests@baml.com; Deutsche Bank Securities Inc., Prospectus Group, 60 Wall Street, New York, NY 10005-2836, via telephone (800) 503-4611 or via email: prospectus.cpdg@db.com; and J.P. Morgan Securities LLC, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, Attention: Prospectus Department, or by calling 866-803-9204.

About Great Western Bancorp, Inc.

Great Western Bancorp, Inc. is the holding company for Great Western Bank, a full-service regional bank focused on relationship-based business and agribusiness banking. Great Western Bank offers small and mid-sized businesses a focused suite of financial products and a range of deposit and loan products to retail customers through several channels, including the branch network, online banking system, mobile banking applications and customer care centers. The Bank services its customers through 158 branches in seven states: South Dakota, Iowa, Nebraska, Colorado, Arizona, Kansas and Missouri.



Forward Looking Statements

The materials posted may contain forward-looking statements, including guidance, involving significant risks and uncertainties, which will be identified by words such as "believe," "expect," "anticipate," "intend," "estimate," "should," "is likely," "will," "going forward" and other expressions that indicate future events and trends and may be followed by or reference cautionary statements. A number of factors could cause actual results to differ materially from those in the forward-looking information. These factors are outlined in the registration statement related to the Potential Offering. Great Western Bancorp, Inc. disclaims any obligation to update any of the forward-looking statements that are made from time to time to reflect future events or developments or changes in expectations.

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