

7 May 2015

Mr Ross Pullen
Warrant Administration
Australian Securities Exchange
Level 6, 20 Bridge St
Sydney NSW 2000

Dear Mr Pullen,

**Re: Westpac Self-Funding Instalments over securities in
Australia and New Zealand Banking Group Limited (ANZ)**

On 6 May 2015, Westpac Banking Corporation, as issuer of Self-Funding Instalments ("SFI") over the following securities, notified a distribution/entitlement in respect of those securities:

Distribution/Entitlement of Security

Securities	Australia and New Zealand Banking Group Limited (ANZ)
Distribution/Entitlement	Interim dividend
Amount	\$0.86 per security
Franking percentage	100.00%
Ex-distribution/Entitlement Date	8 May 2015
Record Date	12 May 2015
Payment Date	On or about 1 July 2015

As detailed in the applicable Product Disclosure Statement ("PDS"), SFI holders direct that dividends be applied to reduce the Completion Payment of the SFI. In addition, for SFIs issued under the PDS dated 15 December 2004, any refund of prepaid interest that follows from this reduction will also be applied to reduce the Completion Payment. The new Completion Payment/s will become effective from the ex-dividend date.

Resulting Change in Completion Payment for each ANZSWM

ASX Code	Previous Completion Payment	Distribution applied to reduce Completion Payment	Interest Refund applied to reduce Completion Payment	New Completion Payment	Surplus cash amount per warrant
ANZSWM	\$0.7676	\$0.8600	\$0.0057	\$0.0000	\$0.0981

Accelerated Completion Date for ANZSWM

Following the reduction of the Completion Payment for ANZSWM to \$0.00 and pursuant to clause 12.1(a)(iv) of the Terms (as defined in the applicable PDS), Westpac has requested and received the consent of the ASX to fix an Accelerated Completion Date. Accordingly, Westpac has set an accelerated Completion Date of 26 May 2015.

As a result, the following options now exist for existing holders of ANZSWM:

Option 1: Do Nothing

If holders choose to do nothing Westpac will sell the underlying ANZ shares between 27 May 2015 and 2 June 2015. Holders will receive the sale proceeds from their ANZ shares, plus a cash payment of \$0.0981 per warrant.

Option 2: Exercise your Put Option

If holders exercise their Put Option and sell the underlying securities to Westpac, Westpac will sell the underlying ANZ shares between 27 May 2015 and 2 June 2015. Holders will receive the sale proceeds from their ANZ shares, plus a cash payment of \$0.0981 per warrant.

Option 3: Completion Payment Notice

Holders can take delivery of the Underlying Securities by sending Westpac a Completion Payment Notice for ANZSWM by 5:00pm (AEST) on 26 May 2015. Holders will also receive a cash payment of \$0.0981 per warrant.

As a consequence of the above, ANZSWM will be de-listed.

For further information please contact Westpac Banking Corporation on 1800 990 107.

For and on behalf of Westpac Banking Corporation