



Media Release

For Release: 17 December 2009

ANZ closes CPS2 Offer, raising \$2 billion

ANZ today announced that it has successfully completed its offer of Convertible Preference Shares (CPS2) raising around \$2 billion of Tier 1 Capital.

Through the Offer, approximately 19.7 million CPS2 have been issued at \$100 each raising ANZ's 30 September 2009 pro-forma Tier 1 capital ratio to 10%.¹

CPS2 allocation policy

The CPS2 allocation policy is described below.

- All valid applications under the ANZ Securityholder Offer and General Offer have been accepted in full.
- A scale back was applied to Applicants under the Broker Firm Offer and the Institutional Offer. Approximately \$1.7 billion of valid applications under these offers has been accepted.

Applications that were accompanied by cheques that were subsequently dishonoured and online Applications, for which BPAY[®] payments were not received, have not received an allocation.

ANZ Securityholder Offer Applicants and General Offer Applicants can obtain information about their allocation of CPS2 by calling the ANZ Information Line on the numbers provided at the end of this announcement.

Applicants under the Broker Firm Offer should confirm their allocation of CPS2 with their Syndicate Broker. Successful Institutional Investors under the Institutional Offer have been advised of their allocation of CPS2 by the Joint Lead Managers.

Deferred settlement trading

CPS2 are expected to commence trading at 11.00am tomorrow on the Australian Securities Exchange (ASX) on a deferred settlement basis under the ASX code of "ANZPA".

All Applicants are responsible for confirming the number of CPS2 allocated to them prior to selling any CPS2. Applicants who sell CPS2 before receiving their Holding Statement or CHES confirmation do so at their own risk.

Trading on a normal T+3 settlement basis is expected to commence on Wednesday 23 December 2009.

¹ As at 30 September 2009 ANZ's Tier 1 capital ratio was 10.6%. This figure is adjusted for the acquisition of certain RBS Asian assets, the remaining 51% interest in ING joint ventures in Australia and New Zealand and the Landmark Financial Services loan and deposit books from AWB Limited, as well as the redemption of US\$350 million US Trust Securities and issue of CPS2 pursuant to the Offer.

Holding statements and refund cheques

Holding statements stating the number of CPS2 issued to each successful Applicant are expected to be despatched by Tuesday 22 December 2009. Any refunds are also expected to be despatched by this date.

Dividend Rate

The Dividend Rate for the first Dividend Period ending on (but excluding) 15 March 2010 is 5.0225% per annum. This has been determined in accordance with the CPS2 terms as the 90 day Bank Bill Rate on 17 December 2009 of 4.0750% (being the Issue Date) plus the Margin of 3.10% per annum, together multiplied by (1 – the Tax Rate, which is 30%).

Following the first Dividend Period, the Dividend Rate for CPS2 will be set quarterly.

Mandatory Conversion Conditions

The Issue Date VWAP has been calculated as \$21.8002. Accordingly, the Maximum Conversion Number has been set at 9.1742 ANZ ordinary shares per CPS2.

For details about the calculation of these numbers and how they affect CPS2, see the Prospectus which is available online at www.anz.com.

Holders of CPS2

Following allocation of CPS2 pursuant to the Offer, the twenty largest holders of CPS2 and the number and percentage of CPS2 held by those holders are detailed in Attachment A to this Media Release.

The distribution schedule of CPS2 is set out in Attachment B to this announcement.

Participation by ANZ directors and associates in the Offer

The number of CPS2 issued to ANZ directors and their associates pursuant to the Offer was 500 in aggregate.

Newspaper advertisements

Tomorrow ANZ will advertise the close of the Offer, the price of each CPS2 and the basis of allocation of CPS2 in The Australian Financial Review, The Australian, The Sydney Morning Herald and The Age. A copy of this advertisement is also attached to this announcement.

To obtain information about your allocation of CPS2 or about the Offer

ANZ Securityholder Offer Applicants and General Offer Applicants can obtain information about their allocation of CPS2 or the Offer by calling the **ANZ Information Line on 1800 113 399** (Australia) or +61 3 9415 4010 (international) between 8:30am and 5:30pm (Melbourne time) Monday to Friday.

CPS2 Dividend Payment Dates and Record Dates for 2010

Following are the proposed CPS2 Dividend Payment Dates and Record Dates for 2010. These dates may be subject to change. If a decision is made to change any dates, the ASX will be notified accordingly.

March 2010 quarterly Dividend

Record Date: 25 February 2010

Dividend Payment Date: 15 March 2010

June 2010 quarterly Dividend

Record Date: 28 May 2010

Dividend Payment Date: 15 June 2010

September 2010 quarterly Dividend

Record Date: 31 August 2010

Dividend Payment Date: 15 September 2010

December 2010 quarterly Dividend

Record Date: 30 November 2010

Dividend Payment Date: 15 December 2010

Unless otherwise defined, capitalised terms in this Media Release have the same meaning given to them in the CPS2 Prospectus dated 18 November 2009.

For media enquiries only contact:

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NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN WHOLE OR IN PART IN OR INTO THE U.S. This statement does not constitute an offer of any securities for sale. The securities offered will not be registered under the U.S. Securities Act of 1933 and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements.

Attachment A – Largest 20 CPS2 holders following allocation of CPS2

	UNITS	% I/C	RANK
UBS WEALTH MANAGEMENT AUSTRALIA NOMINEES PTY LTD	856,224	4.35	1
J P MORGAN NOMINEES AUSTRALIA LIMITED	524,607	2.66	2
ANZ NOMINEES LIMITED <CASH INCOME A/C>	436,497	2.22	3
RBC DEXIA INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED	328,673	1.67	4
HSBC CUSTODY NOMINEES AUSTRALIA) LIMITED	217,795	1.11	5
SAILBIRD HOLDINGS LTD	160,000	0.81	6
RBC DEXIA INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <NMSMT A/C>	155,010	0.79	7
WINCHELADA PTY LIMITED	152,470	0.77	8
AVANTEOS INVESTMENTS LIMITED <UTILITY A/C>	151,114	0.77	9
BOND STREET CUSTODIANS LTD	140,770	0.72	10
AUSTRALIAN EXECUTOR TRUSTEES LIMITED <NO 1 ACCOUNT>	136,439	0.69	11
NATIONAL NOMINEES LIMITED	134,972	0.69	12
NETWEALTH INVESTMENTS LIMITED	103,610	0.53	13

<WRAP SERVICES A/C>			
JMB PTY LIMITED	100,600	0.51	14
RBC DEXIA INVESTOR SERVICES AUSTRALIA NOMINEES PTY LIMITED <GSENIP A/C>	100,500	0.51	15
IRREWARRA INVESTMENTS PTY LTD <STRATEGIC 2 A/C>	100,000	0.51	16
RONI HUBAY INVESTMENTS PTY LTD <RONI HUBAY INVESTMENT A/C>	100,000	0.51	17
SCENIC TOURS PTY LTD	100,000	0.51	18
QUESTOR FINANCIAL SERVICES LIMITED <TPS RF A/C>	90,185	0.46	19
FORTIS CLEARING NOMINEES P/L <SETTLEMENT A/C>	83,550	0.42	20

Attachment B – Distribution schedule of CPS2 following allocation of CPS2

	1 to 1000	1001 to 5000	5001 to 10000	10001 to 100000	100001 to 1000000	1000001 to (MAX)	* TOTAL *
Holder							
Issuer	4385	530	64	47	1	0	5027
Chess	18563	1306	127	75	14	0	20085
Total	22948	1836	191	122	15	0	25112
Unit							
Issuer	1294258	1365446	549585	1307700	160000	0	4676989
Chess	5540077	2923126	975333	2032418	3539281	0	15010235
Total	6834335	4288572	1524918	3340118	3699281	0	19687224

IMPORTANT NOTICE TO ALL APPLICANTS UNDER THE ANZ CONVERTIBLE PREFERENCE SHARE (CPS2) OFFER

Australia and New Zealand Banking Group Limited ABN 11 005 357 522 (ANZ) is pleased to announce that the offer of CPS2 (Offer) has successfully closed raising around \$2 billion of Tier 1 Capital (prior to Offer expenses). Through the Offer, approximately 19.8 million CPS2 have been issued at \$100 each.

CPS2 ALLOCATION POLICY

The CPS2 allocation policy is described below.

- All valid Applications under the ANZ Securityholder Offer and General Offer have been accepted in full.
- A scale back was applied to Applicants under the Broker Firm Offer and the Institutional Offer. Approximately \$1.7 billion of valid Applications under the Broker Firm Offer and Institutional Offer have been accepted.

Applications that were accompanied by cheques that were subsequently dishonoured and online Applications for which BPAY payments were not received have not received an allocation.

ANZ Securityholder Offer Applicants and General Offer Applicants can obtain information about their allocation of CPS2 by calling the ANZ Information Line on the numbers provided below.

Applicants under the Broker Firm Offer should confirm their allocation of CPS2 with their Syndicate Broker. Successful Institutional Investors under the Institutional Offer have been advised of their allocation of CPS2 by the Joint Lead Managers.

DEFERRED SETTLEMENT TRADING

CPS2 are expected to commence trading on the Australian Securities Exchange (ASX) on a deferred settlement basis today at approximately 11:00am (Melbourne time) under the ASX code 'ANZPA'.

Trading of CPS2 is expected to commence on a normal settlement basis on Wednesday, 23 December 2009.

All Applicants are responsible for confirming the number of CPS2 allocated to them prior to selling any CPS2. Applicants who sell CPS2 before receiving their Holding Statement or CHESS confirmation do so at their own risk.

HOLDING STATEMENTS AND REFUND CHEQUES

Holding statements which set out the number of CPS2 issued to each successful Applicant are expected to be despatched on Tuesday, 22 December 2009. Any refunds are also expected to be despatched by this date.

FURTHER INFORMATION

Applicants may call their broker or the ANZ Information Line on 1800 113 399 (Australia) or +61 3 9415 4010 (international) between 8:30am and 5:30pm (Melbourne time) Monday to Friday, to confirm their CPS2 allocation.

Unless otherwise defined capitalised terms in this advertisement have the same meaning given to them in the Prospectus dated 18 November 2009. This advertisement contains general information only and does not take into account the investment objectives, financial situation or particular needs of any investor (including financial and tax issues). Investors should obtain their own independent advice from a qualified financial advisor having regard to their own investment objectives, financial situation and needs. CPS2 have not been, and CPS2 will not be, registered under the US Securities Act of 1933, as amended (US Securities Act) or the securities laws of any state or other jurisdiction of the United States. CPS2 may not be offered, sold or resold in the United States, or to, or for the account or benefit of, a US person (as defined in the US Securities Act), except in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act and applicable US state securities laws.