

USA PATRIOT Act CERTIFICATION – Westpac Banking Corporation  
**CERTIFICATION REGARDING CORRESPONDENT ACCOUNTS  
FOR FOREIGN BANKS**

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*The information contained in this Certification is sought pursuant to Sections 5318(j) and 5318(k) of Title 31 of the United States Code, as added by sections 313 and 319(b) of the USA PATRIOT Act of 2001 (Public Law 107-56).*

This Certification should be completed by any **foreign bank** that maintains a **correspondent account** with any U.S. bank or U.S. broker-dealer in securities (a **covered financial institution** as defined in 31 C.F.R. 103.175(f)). An entity that is not a foreign bank is not required to complete this Certification.

A **foreign bank** is a bank organized under foreign law and located outside of the United States (see definition at 31 C.F.R. 103.11(o)). A **bank** includes offices, branches, and agencies of commercial banks or trust companies, private banks, national banks, thrift institutions, credit unions, and other organizations chartered under banking laws and supervised by banking supervisors of any state (see definition at 31 C.F.R. 103.11(c)).\*

A **Correspondent Account** for a foreign bank is any account to receive deposits from, make payments or other disbursements on behalf of a foreign bank, or handle other financial transactions related to the foreign bank.

*Special instruction for foreign branches of U.S. banks:* A branch or office of a U.S. bank outside the United States is a foreign bank. Such a branch or office is not required to complete this Certification with respect to Correspondent Accounts with U.S. branches and offices of the same U.S. bank.

*Special instruction for covering multiple branches on a single Certification:* A foreign bank may complete one Certification for its branches and offices outside the United States. The Certification must list all of the branches and offices that are covered and must include the information required in Part C for **each** branch or office that maintains a Correspondent Account with a Covered Financial Institution. Use attachment sheets as necessary.

**A.** The undersigned financial institution, **Westpac Banking Corporation** and all its branches (as listed in the attachment), hereby certify as follows:

**B. Correspondent Accounts Covered by this Certification:** Check one box.

This Certification applies to all accounts established for Westpac Banking Corporation and its branches by Covered Financial Institutions.

This Certification applies to Correspondent Accounts established by \_\_\_\_\_ (name of Covered Financial Institution(s)) for Foreign Bank.

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\*A "foreign bank" does not include any foreign central bank or monetary authority that functions as a central bank, or any international financial institution or regional development bank formed by treaty or international agreement.

**C. Physical Presence/Regulated Affiliated Status:** Check **one** box and complete the blanks.

Westpac Banking Corporation maintains a **physical presence** in Australia and various other countries. That means:

- Westpac Banking Corporation has a place of business at the following street address: **275 Kent Street, Sydney NSW 2000** [please refer to attachment for covered branches], where Westpac Banking Corporation employs one or more individuals on a full-time basis and maintains operating records related to its banking activities.
- The above address is in **Australia** [or in the country specified in the attachment for branches], where Westpac Banking Corporation is authorized to conduct banking activities.
- Westpac Banking Corporation is subject to inspection by **Australian Prudential Regulatory Authority** [or by the banking authority specified in the attachment for branches], the banking authority that licensed Westpac Banking Corporation to conduct banking activities.

Foreign Bank does not have a physical presence in any country, but Foreign Bank is a **regulated affiliate**. That means:

- Foreign Bank is an affiliate of a depository institution, credit union, or a foreign bank that maintains a physical presence at the following street address: \_\_\_\_\_, where it employs one or more persons on a full-time basis and maintains operating records related to its banking activities.
- The above address is in \_\_\_\_\_ (insert country), where the depository institution, credit union, or foreign bank is authorized to conduct banking activities.
- Foreign bank is subject to supervision by \_\_\_\_\_, (insert Banking Authority), the same banking authority that regulates the depository institution, credit union, or foreign bank.

Foreign Bank does **not** have a physical presence in a country and is **not** a regulated affiliated.

**D. Indirect Use of Correspondent Accounts:** Check box to certify.

No Correspondent Account maintained by a Covered Financial Institution may be used to indirectly provide banking services to certain foreign banks. Westpac Banking Corporation hereby certifies that it does not **use** any Correspondent Account with a Covered Financial Institution to indirectly provide banking services to any foreign bank that does not maintain a physical presence in any country and that is not a regulated affiliate.

**E. Ownership Information:** Check box 1 or 2 below, **if applicable**.

1. **Form FR Y-7 is on file.** Foreign Bank has filed with the Federal Reserve Board a current Form FR Y-7 and has disclosed its ownership information on Item 4 of Form FR Y-7.
2. **Westpac Banking Corporation's shares are publicly traded.** Publicly traded means that the shares are traded on an exchange or an organized over-the-counter market that is regulated by a foreign securities authority as defined in section 3(a)(50) of the Securities Exchange Act of 1934 (15 U.S.C. 78c(a)(50)).

If **neither** box 1 or 2 of Part E is checked, complete item 3 below, **if applicable**.

3. Foreign Bank has no **owner(s)** except as set forth below. For purposes of this Certification, **owner** means any person who, directly or indirectly, (a) owns, controls, or has the power to vote 25 percent or more of any class of voting securities or other voting interests of Foreign Bank; or (b) controls in any manner the election of a majority of the directors (or individuals exercising similar functions) of Foreign Bank. For purposes of this Certification: (i) **person** means any individual, bank, corporation, partnership, limited liability company or any other legal entity; (ii) **voting securities or other voting interests** means securities or other interests that entitle the holder to vote for or select directors (or individuals exercising similar functions); and (iii) members of the same family\* shall be considered one **person**.

Name	Address

**F. Process Agent:** Complete the following.

The following individual or entity: **Sean Crellin, Director, Legal , Westpac Banking Corporation**, is a resident of the United States and has the following business street address: **39<sup>th</sup> Floor, 575 Fifth Avenue, New York, NY 1 0017-2422, USA**, and is authorized to accept service of legal process on behalf of Foreign Bank from the Secretary of the Treasury of the Attorney General of the United States pursuant to Section 5318(k) of title 31, United States Code.

**G. General**

Westpac Banking Corporation hereby agrees to notify in writing each Covered Financial Institution at which it maintains any Correspondent Account of any change in facts or circumstances reported in this Certification. Notification shall be given within 30 calendar days of such change.

Westpac Banking Corporation understands that each Covered Financial Institution at which it maintains a Correspondent Account may provide a copy of this Certification to the Secretary of the Treasury and the Attorney General of the United States. Westpac Banking Corporation further understands that the statements contained in this Certification may be transmitted to one or more Departments or agencies of the United States of America for the purpose of fulfilling such departments' and agencies' governmental functions.

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\*The same family means parents, spouses, children, siblings, uncles, aunts, grandparents, grandchildren, first cousins, stepchildren, stepsiblings, parents-in-law and spouses of any of the foregoing. In determining the ownership interests of the same family, any voting interest of any family member shall be taken into account.

USA PATRIOT Act CERTIFICATION – Westpac Banking Corporation

I, Julie Beesley, certify that I have read and understand this certification, that the statements made in this Certification are complete and correct, and that I am authorized to execute this Certification on behalf of Westpac Banking Corporation.

**Julie Beesley**

**+61 2 9236 3630 [Tel]**

**Group Head of AML/CTF and Sanctions**

**[E-mail] [groupamlctf@westpac.com.au](mailto:groupamlctf@westpac.com.au)**

Executed on 11 May 2012.

**Westpac Banking Corporation**

**Received and reviewed by:**

Name: \_\_\_\_\_

Title: \_\_\_\_\_

For:

Date: \_\_\_\_\_

## ATTACHMENT – CERTIFICATIONS FOR WESTPAC BANKING CORPORATION & SUBSIDIARIES

<b><i>Name / Location of Westpac Overseas Branch or Subsidiary</i></b>	<b><i>Jurisdiction / Country</i></b>	<b><i>Street Address</i></b>	<b><i>Key Regulator / Banking Authority with jurisdiction</i></b>
New York (Branch)	United States of America	39 <sup>th</sup> Floor - 575 Fifth Avenue New York NY 1 0017-2422PNG	Office of the Comptroller of the Currency  Federal Reserve
Grand Cayman (CIBC Bank & Trust Co - Branch)	Cayman Islands	CIBC Financial Center 54 Edward Street Grand Cayman	Cayman Islands Monetary Authority
London (Branch)	United Kingdom	Camomile Court, 23 Camomile Street, London EC3A 7LL	Financial Services Authority
Singapore (Branch)	Singapore	#19-00 SIA Building 77 Robinson Road 068896	Monetary Authority of Singapore
Hong Kong (Branch)	Hong Kong	23/F Entertainment Building, 30 Queen's Road Central Hong Kong	Hong Kong Monetary Authority  Securities and Futures Commission
Beijing (Branch)	China	Unit 9-11, 14 <sup>th</sup> Floor, West Tower, World Financial Centre, No.1 East 3 <sup>rd</sup> Ring Middle Road, Chaoyang District, Beijing	China Banking Regulatory Commission (CBRC)  People's Bank of China (PBOC)  State Administration of Foreign Exchange (SAFE)
Shanghai (Branch)	China	7 <sup>th</sup> Floor, Jin Mao Tower, 88 Shi Ji Avenue, Lujiazui Shanghai	China Banking Regulatory Commission (CBRC)  People's Bank of China (PBOC)  State Administration of Foreign Exchange (SAFE)
Rarotonga (Branch)	Cook Islands	Main Road, Avarua Rarotonga	Cook Islands Monetary Authority
Suva (Branch)	Fiji	73 Gordon Street Suva	Reserve Bank of Fiji
Honiara (Branch)	Solomon Islands	National Provident Fund Building 721 Mendana Avenue Honiara	Central Bank of Solomon Islands
Port Vila (Branch)	Vanuatu	Lini Highway	Reserve Bank of Vanuatu

		<b>Port Vila</b>	
<b>Westpac Bank PNG Ltd Port Moresby (Subsidiary)</b>	<b>Papua New Guinea</b>	<b>Level 9, Deloitte Tower, Douglas Street Port Moresby</b>	<b>Central Bank of PNG</b>
<b>Westpac Bank Tonga Ltd, Tonga (Subsidiary)</b>	<b>Tonga</b>	<b>Taufa'ahau Road Nuku'alofa Tonga</b>	<b>National Reserve Bank of Tonga</b>
<b>Westpac Bank Samoa Ltd, Samoa (Subsidiary)</b>	<b>Samoa</b>	<b>Beach Road Apia, Samoa</b>	<b>Central Bank of Samoa</b>
<b>Westpac New Zealand Ltd (Subsidiary)</b>	<b>New Zealand</b>	<b>Level 15 – PWC Tower 188 Quay Street Auckland</b>	<b>Reserve Bank of New Zealand</b>
<b>Wellington (Branch)</b>	<b>New Zealand</b>	<b>Level 14, 157 Lambton Quay, Wellington 6011</b>	<b>Reserve Bank of New Zealand</b>
<b>BT Financial Group Pty Limited (Subsidiary)</b>	<b>Australia</b>	<b>Level 20, 275 Kent Street, Sydney NSW 2000</b>	<b>Australian Prudential Regulatory Authority</b>  <b>AUSTRAC</b>