

# FOCUS

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## Annual General Meeting 2008

The Westpac Annual General Meeting (AGM) will be held in the Parkside Auditorium, Level 1, Sydney Convention & Exhibition Centre, Darling Drive, Darling Harbour, Sydney, on Thursday, 11 December 2008, commencing at 10:30am.

The AGM will be webcast live on the internet at [www.westpac.com.au/investorcentre](http://www.westpac.com.au/investorcentre) and an archive version of the webcast will be placed on the website to enable the AGM proceedings to be viewed at a later time.

The AGM will be transmitted live to an information meeting to be held in The Grand Ballroom, Level 1, Sofitel Melbourne on Collins, 25 Collins Street, Melbourne, commencing at 10:30am. Shareholders attending the information meeting will be able to ask questions at the AGM via a video link between the two venues, but will be unable to vote.

### Westpac Banking Corporation ABN 33 007 457 141

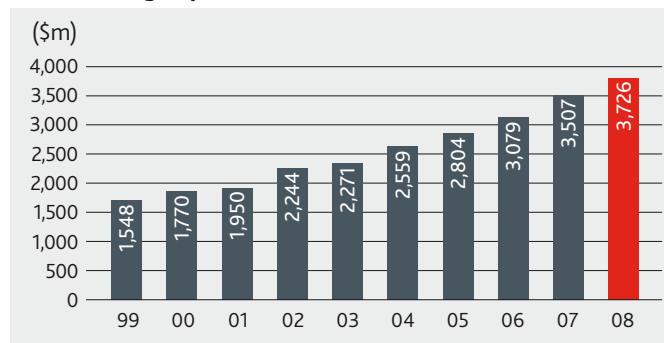
Information contained in or otherwise accessible through the websites mentioned in this annual review does not form part of the review unless otherwise stated to incorporate the information by reference thereby forming part of the review. All other references in this review to websites are inactive textual references and are for information only.

For more information about Westpac refer to Useful Information and Contact Details on pages 24 & 25, or visit [www.westpac.com.au/investorcentre](http://www.westpac.com.au/investorcentre)

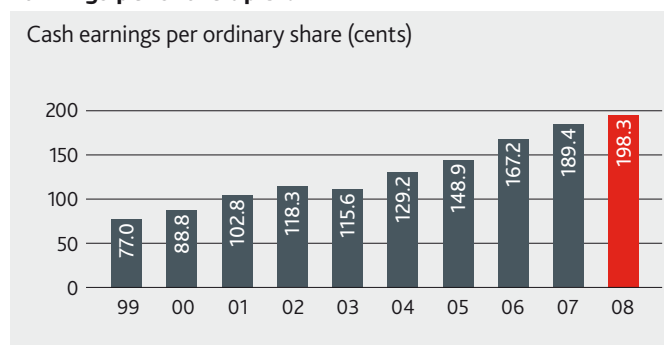


# Performance Highlights

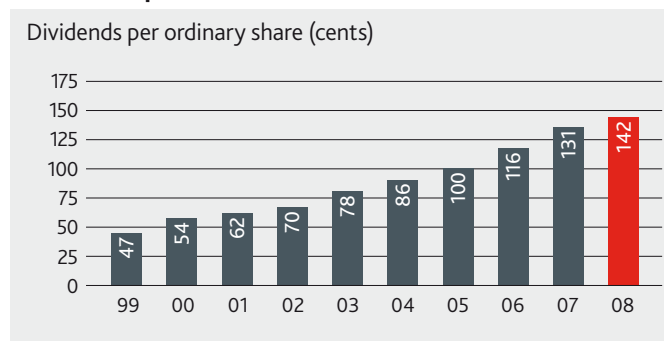
## Cash earnings up 6%



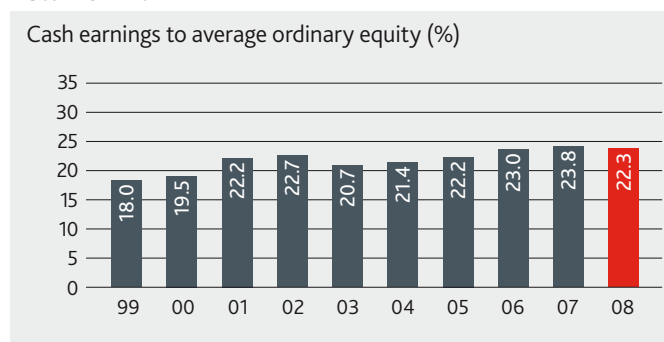
## Earnings per share up 5%



## Dividends up 8%



## Returns 22%



	2008	2007	% Change 2008/2007
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### Cash Basis

Cash earnings <sup>1</sup> (\$m)	3,726	3,507	6
Cash earnings per share (cents)	198.3	189.4	5
Cash return on equity <sup>2</sup> (%)	22.3	23.8	(6)

### Reported Earnings

Net profit <sup>3</sup> (\$m)	3,859	3,451	12
Earnings per share (cents)	206.0	186.9	10
Dividends per share (cents)	142	131	8
Economic profit <sup>4</sup> (\$m)	2,779	2,693	3
Return on equity <sup>2</sup> (%)	23.1	23.5	(2)
Expense to income ratio (%)	46.1	44.7	3
Tier 1 capital ratio (%)	7.8	8.0	(3)
Asset quality ratio <sup>5</sup> (%)	3.0	1.4	114

1 Net profit attributable to equity holders adjusted for the impact of Treasury shares, fair value changes on economic hedges of hybrid instruments, and one-off significant items not part of ongoing business operations.

2 Return on average ordinary equity.

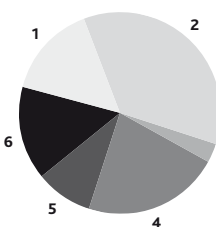
3 Net profit attributable to equity holders.

4 Economic profit represents the excess of adjusted profit over a minimum required rate of return on equity invested. For this purpose, adjusted profit is defined as cash earnings, plus a proportion (70%) of the face value of franking credits paid to equity holders.

5 Net impaired assets to equity and collectively assessed provisions.

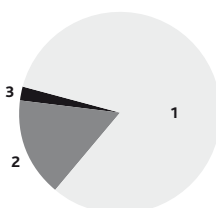
### Assets by Business Unit

1 Business Financial services	15
2 Consumer Financial services	36
3 BT Financial Group	3
4 Institutional Banking	22
5 New Zealand	9
6 Other	15
<b>Total</b>	<b>100</b>



### Revenue by region

1 Australia	82
2 New Zealand	16
3 Other	2
<b>Total</b>	<b>100</b>



# Chairman's Report

**This year has truly been remarkable – for your company in its 192nd year, for Australia and for the global economy. In my first full year as your Chairman we have seen the impacts of the market turmoil deepen significantly from those discussed in my report to you last year.**

As I said then, such times also provide opportunity for strongly positioned banks, and so a great opportunity was realised in May, when we announced the proposed merger between Westpac and St.George Bank Limited; I will discuss that further, below.

I'm proud of the way Westpac has managed this crisis. We've held true to our strategy and focused on those areas we know best, with our conservative stance truly paying dividends for you, our shareholders. The strength of our capital, the rise in earnings and the uplift in dividends is testament to that success. Our financial strength and risk management practices have been recognised by investors and rating agencies globally, and we have the added advantage of operating in arguably the best regulated banking environment.

Through this difficult period we have managed a seamless CEO transition from David Morgan to Gail Kelly. Gail, who took the reins in February, hit the ground running in what has been a very challenging environment. Gail's strong focus on customers has helped shape our vision to become Australia and New Zealand's leading financial services company, through delighting our customers and earning all of their business. Gail has also maintained our heightened focus on risk, a critical aspect of our business in the current climate.

## A solid result

Our profit after tax increased by 12% from last year to \$3,859 million. A very strong performance in the current environment.

Cash earnings was up a sound 6% to \$3,726 million. Cash earnings per share was up 5% to \$1.98.

Revenue growth on a cash basis increased 10%, evidence of the resilience and strength in our portfolio of businesses. Expense growth was high, at 7%, reflecting our investment in customer facing employees and a larger distribution network. The net impact of these results is that we have further improved our efficiency, lowering our expense to income ratio to just 43.9% on a cash basis, down from 45.0% last year.

The return on equity on a cash basis, whilst down modestly from last year, remained very sound at 22.3%.

Across our businesses, performance was consistent with the operating environment. Consumer Financial Services, Business Financial Services and Pacific Banking good; New Zealand solid in the face of a much tougher economic environment; and, the Institutional Bank, excluding the Equities business, delivered a positive result despite higher impairment charges. BT Financial Group was down 12%, severely impacted by market headwinds and higher insurance claims.

## Shareholders benefiting

The total dividend for 2008 of \$1.42 is up 8% on 2007, following your Board declaring a final dividend of 72 cents per ordinary share, fully franked, adding to the interim dividend of 70 cents. The dividend payout ratio on a cash basis was 72%, up marginally from 69% last year.

Our market capitalisation stood at \$40.7 billion as at 30 September 2008, down from \$53.2 billion a year ago, a direct result of the broader market dislocation. While total returns were therefore negative, the Bank's market performance was substantially ahead of that of the Banks and All Ordinaries indexes, recognition of our strong relative position in the difficult operating environment.

## Soundly positioned

The credit cycle continued to turn during the year, with the dislocation in capital markets accelerating the trend already evident of a steady increase in impairment charges, higher provisioning levels and increase in delinquencies across the portfolio.

As a result, net impaired assets, as a proportion of our equity and collectively assessed provisions, increased to 3.0%, from 1.4% in 2007.

Westpac remains appropriately provisioned, with our total provisions to risk weighted assets at 1.11%, up from 0.92% a year ago.

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**“Westpac's capital position remains strong. We achieved advanced accreditation under Basel II during the year and we have set new target capital ratios consistent with the new regime.”**

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As at 30 September 2008, our Tier 1 ratio stood at 7.8%, above our new target range of 6.75% to 7.75%, and our Total Capital Ratio was 10.8%.

Our relatively lower risk portfolio, diversified funding, prudent liquidity and capital strength had us well positioned to respond to the current market conditions and competitive environment, and to pursue opportunities such as that with St.George Bank Limited.



"I'm proud of the way Westpac has managed this crisis. We've held true to our strategy and focused on those areas we know best, with our conservative stance truly paying dividends for you, our shareholders."

Ted Evans AC



# Chairman's Report

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## St.George merger

In May this year, after extensive analysis, the opportunity arose to enter into discussions with St.George. We presented a compelling proposal to the St.George Board where, through an all-scrip merger, we could create a much stronger institution. This is a truly exciting transaction, a transformational event with a unique proposition, with benefits for Westpac and St.George shareholders and the customers of both.

In proposing to bring together the two organisations, we are seeking to preserve the best of both, and thereby create a larger, more diverse company with improved opportunities for growth. St.George and Westpac are each strong businesses, with iconic brands and complementary cultures.

We expect to deliver value for all shareholders and create Australia's leading financial services institution, with the merger expected to be cash earnings per share accretive for Westpac shareholders by the end of year three following implementation.

The proposed merger, which received approval by the Federal Treasurer on 23 October 2008, is subject to approval by St.George shareholders. We will advise all shareholders the outcome of the Scheme meeting and vote, which is scheduled for 13 November 2008.

## People and leadership

As foreshadowed this time last year, Lindsay Maxsted joined the Board, effective 1 March 2008. This followed his retirement as CEO of KPMG Australia. Lindsay brings extensive corporate, audit, tax and advisory experience to the Board.

Should the proposed merger with St.George be approved, three new directors from the St.George Board will join the Westpac Board. John Curtis, the current St.George Chairman, will become Deputy Chairman of Westpac.

## Looking forward

While the global financial crisis has dominated events over the past financial year, more recently, the actions of governments and regulators around the world have begun to restore confidence in the financial system and started to improve access to funding.

However, these initiatives are unlikely to avert a more severe and prolonged slowdown in global growth. In Australia, growth is already easing, although the Australian government is exerting significant policy flexibility to help soften the impacts.

The Board thanks our twenty-eight thousand talented team members for their dedication and hard work on behalf of our customers. We again thank them for their tireless contribution in what I know has been a challenging year.

We also thank our around seven million customers for choosing Westpac and for their business. And, as we travel to the end of our 192nd year, it is also important to recognise the support of the broader communities that we serve.

Finally, I would like to pass on our thanks to you, our owners, for your ongoing support and confidence in the Board and management during what has been a demanding year. I am proud to say that your company's executive has handled the challenges and the opportunities in an exemplary way, delivering a robust result and setting up your company well for growth into the future.

Your Board is confident that Westpac has the strength and flexibility to deal with the uncertain environment. The proposed merger with St.George is expected to strengthen that position even further.



**Ted Evans AC**  
Chairman

# CEO's Report

**It is a privilege for me to report to you as Chief Executive Officer of Westpac, at the end of what has been a pivotal year for Westpac. We have seen a number of wide reaching and significant changes for Westpac – in our operating environment, in our leadership, and in our strategic direction, including through our proposed merger with St. George. We've built on our core strengths – our customer base, our people, our brand and our deep risk management expertise.**

## Operating environment

The global financial crisis has significantly impacted banks globally over the last year, through asset write downs, tighter funding and increased market volatility. These events are now beginning to significantly affect the global economy.

The most significant impacts for Westpac have been higher funding costs, weaker global investment markets and the deteriorating credit environment.

As outlined by the Chairman, recent government and regulatory actions around the world have begun to restore confidence in the financial system and improve access to funding. It will be some time before debt markets operate more normally and these initiatives are unlikely to avert a more severe and prolonged slowdown in global growth. In Australia, growth is already slowing but is expected to remain positive in 2009. Against this backdrop, let me outline our performance this financial year.

## Performance

In a year when many financial institutions around the globe reported significant losses or failed altogether, Westpac delivered another robust performance. Cash earnings increased 6% to \$3,726 million and dividends grew 8% to \$1.42 per share.

Revenue growth increased 10% from last year evidence of strong momentum despite the challenging conditions. Expense growth of 7% reflects our investment in customer-facing employees, including through the RAMS business, which we acquired in January 2008. Reflecting the times we are in, we have worked to improve our efficiency, lowering our expense to income ratio to 43.9% on a cash basis, down from 45.0% last year.

Our Australian consumer operations delivered solid cash earnings growth of 9%, driven by strong growth in mortgages and deposits. The Australian business operations delivered strong growth in cash earnings, up 11%, driven primarily from growth in Queensland, Western Australia and Victoria and benefiting from the continued investment in front-line staff and 14 new business banking centres.

The Institutional Bank, despite the difficult environment, delivered a solid result, with lending growth of 17%. Markets income was strong helping to offset the decline in Equities business income, which was impacted by weaker equity markets.

Our BT Financial Group wealth operation was impacted by the steep falls in investment markets, with cash earnings down 12%. Despite solid inflows, overall funds under management and funds under administration were lower, investment markets delivered lower returns and general insurance claims were above expectations.

And finally, our New Zealand operations achieved a solid result despite the significant deterioration in the economic environment, with cash earnings up 6% in New Zealand dollar terms, driven by operating income growth of 10%.

This result demonstrates the benefits of having a diverse portfolio of businesses. The levels of dislocation and change provided an opportunity for our customer-led lending and trading activities to perform strongly, offsetting the market-related impacts to our wealth and equities businesses. Our businesses have worked strongly together this year, ensuring a dynamic and constant approach to managing changes to flows and impacts of the changing environment.

Risk management has been the key theme for financial services companies around the world this year, and this is an area where Westpac has clearly differentiated itself. Our focus on our core markets and our disciplined risk management meant we were not impacted by the write-downs and losses experienced by our global peers.

Our capital position remains strong and our proactive funding and capital raising activities through the year have enabled us to continue to support our customers through these difficult times, while remaining focused on building the foundations for growth.

## Change in leadership

When I joined Westpac in February 2008, I joined a strong bank, one that was well positioned for events to come, with strong risk disciplines, a measured and prudent approach to lending and a depth of experience in its management.

Our previous CEO, David Morgan, had built a strong risk culture, informed by Westpac's history, and setting us up well for the current cycle. This deep understanding of credit cycles, of the need for a constant and vigilant balance of risk and reward, has stood us in good stead, as I've outlined above. I am pleased to report that we have continued to build on these strengths this year.

Our change in leadership, coupled with our strong position coming into these challenging conditions, has given us an ideal opportunity to refresh our strategy, our values and our goals.

## Strong foundations

One of my first observations was Westpac's exceptional but under-leveraged customer base. With a long and proud history of serving and supporting our around seven million customers, Westpac is in a very special position. We have strong brands and over 28,000 employees with quite remarkable pride and affiliation with Westpac.

And importantly in these challenging times, Westpac is a market leader in sustainability – in its broadest sense, from our lending practices and sourcing policies, high levels of corporate governance, to our early adoption and support of climate change initiatives. Sustainability is deeply embedded in our company's culture and behaviours.

These attributes, together with our strong risk disciplines, give us a head start in realising our new vision – "to become Australia and New Zealand's leading financial services institution".



“We will achieve our vision through a very simple approach – by truly putting customers at the centre of all we do.”

Gail Kelly





# CEO's Report

## Customer focus

We will achieve our vision through a very simple approach – by truly putting customers at the centre of all we do. This single driving principle guides the development of our strategy and ensures we grow our business in the most sustainable way – by delighting our customers, and having our customers act as advocates for us.

Our areas of focus became clear: driving a strong customer culture with clear customer segments; strengthening our distribution; focusing on improving the quality and efficiency of our operations; strengthening technology capability; and, driving a 'One Team' approach. We have made real progress in each of these areas.

One of our first steps was to reorganise the business to put customers at the centre. In July, we brought together all our Australian consumer and business distribution teams, and consolidated our product and operations functions. One consumer and business product development, management and operations team will facilitate the end-to-end redesign of our products and processes from a customer perspective. We also created a stand-alone technology division, recognising the strategic importance of information technology in delivering on our customer service strategy.

The new structure seeks to ensure that we operate as 'One Westpac', delivering integrated solutions from across the bank to meet customers' needs. We have made excellent progress on this front, partnering the strength of our distribution network with our standout BT Super for Life product. This collaboration saw sales of BT Super for Life grow from around 30 accounts per week to over 2,500 per week, demonstrating the huge potential we have to earn all our customers' business, through working together as 'One Westpac'.

We have also made significant progress in developing strategies for key customer segments and in reorienting our investment to these priority areas. Our focus on customer experience has lifted, with improved call centre management and complaint resolution examples of the way we will make a difference to the day to day interactions with our customers.

A key aspect of our customer-focused strategy is to strengthen and drive locally empowered businesses. We have developed a strong local market model and recruited our best customer-facing people to operate as regional managers, people who understand the unique needs of their customers, the opportunities, the local competitive environment, and what strategies they should pursue.

## Merger with St.George

The changed environment and our heightened strategic customer focus led to our proposal in May this year to merge with St.George. The merger represents a very significant milestone in Westpac's history and will contribute to achieving our strategic vision both directly and through the acceleration it will provide to the transformation of the existing Westpac business.

The complementary nature of the merger ensures that we are well positioned to realise merger synergies and to provide a strong boost to our strategic initiatives. We have developed detailed and sequenced plans for the integration of St.George and our broader strategic transformation agenda.

Our planned completion date for the merger, 1 December, is only a few short weeks away and we are in the final stages of planning for this momentous day. We look forward to sharing more details of our integration progress in the coming months.

## Outlook

Given the changes to the operating environment, lower loan growth in the year ahead is anticipated as consumers and businesses seek to strengthen their balance sheets in the tougher operating environment. Impairment charges are also expected to continue to rise as unemployment edges a little higher. Market volatility is also likely to remain high as some financial market uncertainty persists.

Westpac has performed well through the global financial crisis, with our proactive management of market conditions, conservative risk profile and healthy capital position. At the same time, we have continued to implement our new strategy to significantly improve the customer experience and better support customers.

More than ever, I am convinced that Westpac has further differentiated itself as a well managed, disciplined, and well positioned bank. Our new strategic focus, along with our high quality portfolio and strong capital base, will provide Westpac with the flexibility and capacity to deal with issues or opportunities arising from the continued uncertain environment, and continue to deliver strong results for you, our shareholders.

Finally, on behalf of the entire Westpac team, I'd like to thank you very much for your continued support.



**Gail Kelly**  
Chief Executive Officer

“Having locally empowered businesses is key to meeting our customers’ needs.”





# Westpac Retail and Business Banking

## Peter Hanlon, Group Executive

Westpac Retail and Business Banking (WRBB) is responsible for sales, marketing and customer service for our 4.4 million consumer, small and medium enterprise customers within Australia.

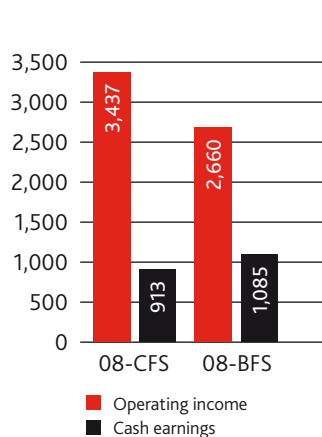
Consumer sales and service activities are conducted through a nationwide network of 840 branches, 87 RAMS franchise outlets, a strong sales force of specialised consumer relationship managers and mobile Home Finance Managers, contact centres, 1,704 ATMs and internet banking services.

For business and regional customers, activities are conducted by specialised relationship managers with the support of Cash Flow, Financial Markets and Wealth specialists via the branch network, 56 business banking centre, telephone and internet channels.

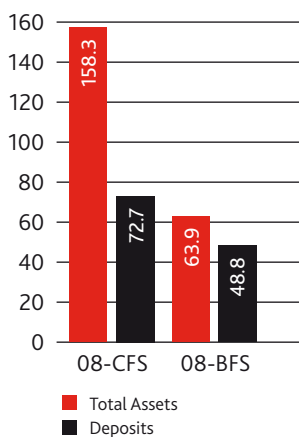
WRBB is also responsible for the management of Westpac's third party retail, broker and business distribution relationships.

Business Unit Performance	Consumer Financial Services			Business Financial Services		
	2008	2007	% Mov't 2008/2007	2008	2007	% Mov't 2008/2007
Operating income (\$m)	3,437	3,200	7	2,660	2,346	13
Operating expenses (\$m)	(1,879)	(1,787)	(5)	(913)	(840)	(9)
Cash earnings (\$m)	913	839	9	1,085	979	11
Economic profit (\$m)	918	813	13	942	896	5
Total assets (\$bn)	158.3	138.4	14	63.9	54.2	18
Deposits (\$bn)	72.7	59.7	22	48.8	46.5	5
Net loans (\$bn)	155	137.3	13	62.3	53.1	17
Expense to income ratio (%)	54.7	55.8	(2)	34.3	35.8	(4)
Employee numbers	9,132	8,870	3	3,767	3,447	9

Income (\$m)



Balance Sheet (\$bn)



## Talkin' bout a revolution

“Whatever happened to the bank manager as we once knew them? For much of our 191 years, our bank managers held a unique role. They ran the local bank as though they owned it and they were a key figure, highly respected in the business community and holding an important position in the community where they lived.”

There was a time when customers consulted their Bank Manager for just about everything – for financial advice, real estate advice, or advice on births, deaths and marriages.

Customers knew their bank manager, and the Bank Manager had all the answers.

But that was a long while ago...

A revolution is taking place in Westpac's Retail and Business Banking, we're bringing back the Bank Manager into local communities.

We're transforming our business and putting customers at the heart of everything we do; that means we're re-investing and re-building our front line teams – our branches and our Bank Managers. We're giving them the right training, right skills and tools – so they can delight our customers.

But to really bring back the Bank Manager we have to give them more than training – we have to give them authority – the power to make decisions quickly – on the spot for customers.

So we've committed to giving Bank Managers greater autonomy and accountability, and bringing all the local Westpac team – branches, business bankers, wealth advisers – together under one roof.

We've made good progress, developing strong local businesses across our regions, creating a range of opportunities to meet the different and often unique needs of consumer, business and regional customers. We'll build on that over the next year to deliver a great local banking experience that delights customers, whether their needs are personal or related to the running of their business.

Our vision is to be the leading financial services company in Australia and New Zealand – we believe that starts in the local community.

“With even deeper customer relationships, we have been able to provide better outcomes for our customers.”





# Westpac Institutional Bank

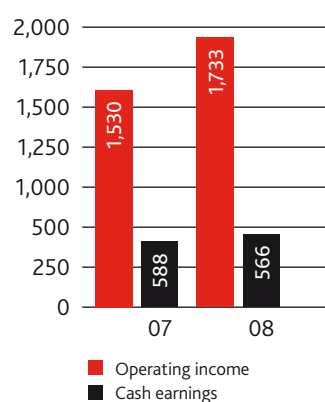
## Philip Chronican, Group Executive

Westpac Institutional Bank (WIB) serves the financial needs of corporate, institutional and government customers either based in, or with interests in, Australia and New Zealand. This is achieved through dedicated industry teams supported by specialists with expertise in financial markets, transactional banking and debt capital markets. WIB provides access to global markets across a broad range of products through its debt markets, foreign exchange and commodities businesses. WIB's equities business provides margin lending, structured products, managed portfolios and online broking services to retail and high net worth customers. In addition, WIB's Hastings Funds Management manufactures alternative investment products in areas such as infrastructure and property.

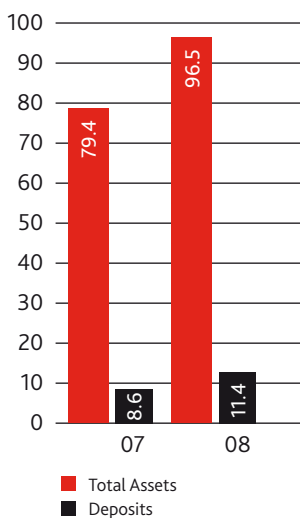
WIB also supports customers through branches and subsidiaries located in Australia, New Zealand, New York, London and across Asia.

Business Unit Performance	2008	2007	% Mov't 2008/2007
<b>Westpac Institutional Bank</b>			
Operating income (\$m)	1,733	1,530	13
Operating expenses (\$m)	(702)	(656)	(7)
Cash earnings (\$m)	566	588	(4)
Economic profit (\$m)	232	326	(29)
Total assets (\$bn)	96.5	79.4	22
Deposits (\$bn)	11.4	8.6	33
Net loans (\$bn)	54.7	46.8	17
Expense to income ratio (%)	40.5	42.9	(6)
Employee numbers	1,818	1,674	9

### Income (\$m)



### Balance Sheet (\$bn)



## We said it was about the long term. We meant it.

“An important component of developing long term sustainable partnerships is about working with our customers and helping them manage through the tough times. Well, the last year has been tough.”

We've built an impressive, experienced team of specialists across the key industry sectors and a wide range of products. Our team spend a lot of time focusing on long term relationships, and strategies for the tough times as well as the booms. Given the turmoil of the last year, this planning and focus has been more important to our customers than ever.

We have remained open for business through all the market dislocation, partnering with our customers at a time when other liquidity channels disappeared, and when financial markets volatility created significant concern and uncertainty. We have achieved this at the same time as maintaining our well tested risk disciplines, which have stood us in good stead.

Being well positioned at the beginning of the market turbulence has meant that we have been able to continue to grow our business even in the face of very difficult market conditions.

With even deeper customer relationships, we have been able to provide better quality outcomes for both the customer and for Westpac. We've said it before, and we'll say it again – great partnerships, best expertise, and taking a long term view – that's our approach to doing business.

“We have learned a lot about our business by focusing on the fundamentals.”





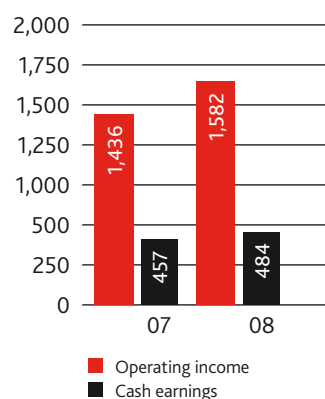
# New Zealand

## Bruce McLachlan, Acting Chief Executive Officer

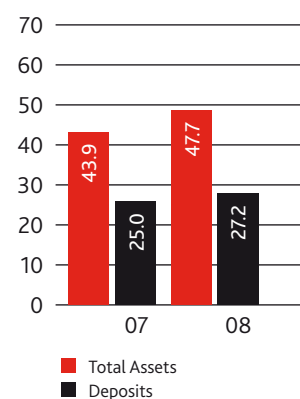
Westpac New Zealand is one of New Zealand's largest banking organisations. It has, since 1861, provided a full range of retail banking, wealth management and business banking products and services to 1.2 million New Zealand based customers. Westpac New Zealand reaches its customers through a nation-wide network of 197 branches (including agency sites) and 511 ATMs, with more than 810,000 registered online banking users.

Business Unit Performance	2008	2007	% Mov't 2008/2007
<b>NZD</b>			
Operating income (\$m)	1,582	1,436	10
Operating expenses (\$m)	(699)	(682)	(2)
Cash earnings (\$m)	484	457	6
Economic profit (\$m)	224	227	(1)
Total assets (\$bn)	47.7	43.9	9
Deposits (\$bn)	27.2	25.0	9
Net loans (\$bn)	46.5	42.7	9
Expense to income ratio (%)	44.2	47.5	(7)
Employee numbers	4,674	4,538	3

Income (\$m)



Balance Sheet (\$bn)



## Focus on fundamentals

“The past year has seen Westpac New Zealand strengthen its franchise precisely at a time when such an approach was necessary.”

Alignment of objectives was an early focus of the team, and then the challenge was to deliver to the strategy to “earn all our customers’ business” in an environment that became increasingly challenging as the economy slipped into recession.

As a result, we gave considerable attention to managing risks well so that the quality of our assets was sustained and we remained in the best possible position with a sound funding base to allow us, in the year ahead, to help our customers “make the most of life”.

The response was pleasing. Income was up and expenses were kept in check. We continued to grow customer numbers, improved the Net Promoter Score – a measure of customer advocacy, or the likelihood of being recommended – and boosted employee engagement.

We are building on the work done over the past year, embracing the One Westpac theme.

We are investing more in the development of our frontline staff so that we can further improve the quality of advice to our customers, and continue to drive our online offer.

We also see a big opportunity in the Small and Medium Enterprise (SME) market, where Westpac already enjoys considerable strength.

Underpinning this is our social and environmental sustainability commitment. We have engaged strongly with the community through our Westpac Rescue Helicopter sponsorship and our association with the Sir Peter Blake and Halberg Trusts and have plans in place to target a substantial reduction in carbon emissions, as measured per customer.

“Launching investment options to help manage their hard earned savings.”





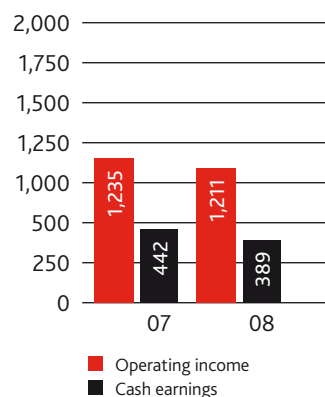
# BT Financial Group

## Rob Coombe, Chief Executive Officer

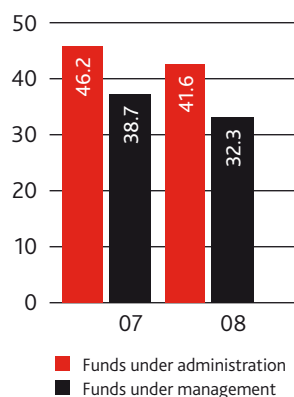
As Westpac's wealth management operation, BT Financial Group (BTFG) manufactures and distributes financial products that are designed to help its customers accumulate, manage and protect their wealth. These products include retail investments, personal and business superannuation, life and general insurance and portfolio administration (Wrap and master trust platforms). BTFG also provides financial planning advice and private banking services. BT Investment Management Limited, which is owned 60% by Westpac, operates the Australian investment management business.

Business Unit Performance	2008	2007	% Mov't 2008/2007
<b>BT Financial Group</b>			
Operating income (\$m)	1,211	1,235	(2)
Operating expenses (\$m)	(664)	(615)	(8)
Cash earnings (\$m)	389	442	(12)
Economic profit (\$m)	291	360	(19)
Funds under administration (\$bn)	41.6	46.2	(10)
Funds under management (\$bn)	32.3	38.7	(17)
Expense to income ratio (%)	54.8	49.8	10
Employee numbers	2,906	3,173	(8)

### Income (\$m)



### Funds (\$bn)



## All Wrapped Up

“In these challenging times, people needed more choices for their hard earned savings.”

With volatility and declining equity markets characterising financial markets in the first half of the calendar year, we knew that our customers – many of whom are managing their largest form of savings through the superannuation system – would be looking for a low risk, income generating investment option, to help them ride out the market turbulence.

By listening, observing changing client needs and applying some innovative thinking, we launched a highly sought after investment option to the market – 90 day, 180 day, and one and two year term deposits – via our investment platform, BT Wrap.

The considerable tax advantages of saving in super has led to strong support from investors looking to realise the benefits of moving their money from ‘traditional’ high interest savings accounts, into options within the tax-advantaged super system – such as BT SuperWrap and BT Wrap, which are used by many Self Managed Super Fund investors to administer their super.

In the first four months since term deposits were launched on BT Wrap, we celebrated the milestone of taking \$1 billion in term deposit applications.

BT Wrap provides investors a full suite of investment options and meets a portfolio of investment needs – from over 550 managed funds, equities, gearing options, insurance and now, through term deposits, traditional bank products.

Through great teamwork and expertise, we have made sure our investors, and the financial advisers who use our administration platforms, can structure their portfolios through the one Wrap account and be well prepared to take advantage of any market turnaround.

# Pacific Banking

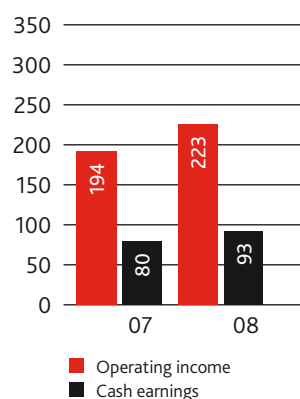
## Jane Kittel, General Manager

Pacific Banking provides a full range of deposit, loan, transaction account and international trade facilities to personal and business customers in the near Pacific.

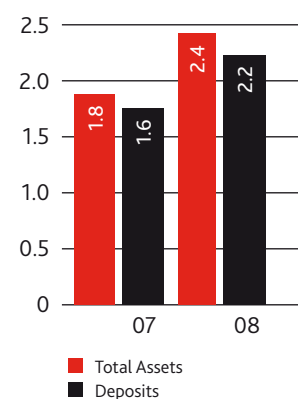
It is represented in seven countries: Cook Islands, Fiji, Papua New Guinea, Samoa, Solomon Islands, Tonga and Vanuatu, with 52 branches, 73 ATMs and an extensive EFTPOS network. It has more than 240,000 customers and 18,600 registered online banking users.

Business Unit Performance	2008	2007	% Mov't 2008/2007
<b>Pacific Banking</b>			
Operating income (\$m)	223	194	15
Operating expenses (\$m)	(67)	(62)	(8)
Cash earnings (\$m)	93	80	16
Economic profit (\$m)	73	69	6
Total assets (\$bn)	2.4	1.8	33
Deposits (\$bn)	2.2	1.6	36
Net loans (\$bn)	1.5	1.2	30
Expense to income ratio (%)	30.0	32.0	(6)
Employee numbers	1,152	1,104	4

Income (\$m)



Balance Sheet (\$bn)



## A Safer Pacific

In an environment that one equates to palm trees and idyllic white sandy beaches, it is surprising to learn that Westpac has lead the way in making the financial systems in the seven countries where we operate safer with the release of anti money laundering and counter terrorism financing initiatives.

Westpac's recently launched 'Pacific Compliance Model' allows for specific local country variances while leveraging common systems and processes. The result is one of the first for the Pacific region. It provides the required compliance, protects Westpac's reputation and is the right thing to do, all coming in at an efficient cost.

Importantly, by making it simpler our people have more time to talk to their clients to understand and better meet their financial needs.



# 5 Year Summary of Financial and Other Information<sup>1</sup>

	2008	2007	2006	2005	2004
	\$m	\$m	\$m	\$m	\$m
<b>Income statements - years ended 30 September<sup>2</sup></b>					
Net interest income	7,222	6,313	5,642	5,259	4,755
Non-interest income	4,198	3,860	3,575	3,454	3,255
Net operating income	11,420	10,173	9,217	8,713	8,010
Operating expenses <sup>4</sup>	(5,270)	(4,543)	(4,295)	(4,159)	(3,940)
Amortisation of goodwill	-	-	-	-	(164)
Impairment losses on loans	(931)	(482)	(375)	(382)	(414)
Profit from ordinary activities before income tax expense	5,219	5,148	4,547	4,172	3,492
Income tax expense	1,287	(1,630)	(1,422)	(1,223)	(913)
Net profit attributable to outside equity interests	(73)	(67)	(54)	(251)	(40)
<b>Net profit attributable to equity holders</b>	<b>3,859</b>	<b>3,451</b>	<b>3,071</b>	<b>2,698</b>	<b>2,539</b>
Cash earnings adjustments <sup>3</sup>	(133)	56	8	106	20
<b>Cash earnings</b>	<b>3,726</b>	<b>3,507</b>	<b>3,079</b>	<b>2,804</b>	<b>2,559</b>

## Financial position and key financial ratios<sup>2</sup>

<b>Balance sheet</b>					
Total assets (\$m)	439,548	377,653	299,578	266,263	245,079
Shareholders' equity (\$m)	19,772	17,831	16,098	16,893	16,317
<b>Business performance</b>					
Operating expenses to operating income ratio (%)	46.1	44.7	46.6	47.7	49.2
Net interest margin (%)	2.07	2.19	2.29	2.45	2.53
Productivity ratio (net operating income to salaries and other staff expenses)	4.09	4.01	4.01	4.08	4.03
<b>Capital adequacy</b>					
Tier 1 ratio (%)	7.8	6.5	6.9	7.2	6.9
Total capital ratio (%)	10.8	9.5	9.6	9.7	9.7
Total equity to total assets (%)	4.5	4.7	5.4	6.3	6.7
<b>Credit quality</b>					
Net impaired assets to equity and collectively assessed provisions (%)	3	1.4	1.5	1.9	2.5
Total provisions to gross loans and acceptances (basis points)	69	61	63	84	91
<b>Shareholder value</b>					
Dividends per ordinary share (cents)	142	131	116	100	86
Dividend payout ratio (%)	68.9	70.1	69.4	67.2	66.6
Dividend payout ratio – cash earnings (%)	71.6	69.2	69.4	66.0	62.0
Cash earnings to average ordinary equity (%)	22.3	23.8	23.0	22.2	21.4
Earnings per share (cents)	206.0	186.9	167.2	148.9	129.2
Net tangible assets per ordinary share (\$)	7.87	6.96	6.12	5.69	5.47
Share price as at 30 September (\$)	21.48	28.50	22.71	21.10	17.73
<b>Other information</b>					
Points of bank representation (number at financial year end)	1,088	1,073	1,068	1,060	1,065
Total employees (number at financial year end) <sup>4</sup>	28,302	28,018	27,224	27,138	26,819

1 The Summary Income Statement and the Balance sheet and key financial ratio information has been extracted from the Westpac 2008 audited Annual Report. The 2008, 2007, 2006 and 2005 results are presented on an AIFRS basis. The 2004 results are presented on the previous AGAAP basis.

2 For more detail please refer to the Westpac 2008 Annual Report, which is available at: [www.westpac.com.au/investorcentre](http://www.westpac.com.au/investorcentre)

3 Net profit attributable to equity holders adjusted for the impact of Treasury shares, fair value changes on economic hedges of hybrid instruments, and one-off significant items not part of ongoing business operations.

4 Total employees includes full-time equivalent, temporary and contract staff.

“Our people actively support community partners and their local communities.”



**People believe that banks can and should play a vital role in communities, taking the lead and doing the right thing beyond their corporate walls, on social and environmental issues. Westpac agrees and we find it makes good business sense too.**

We manage a wide range of sustainability issues across the value chain. From screening the environmental, social and ethical practices of our suppliers, through to helping our customers with accessible services, e-statements and responsible lending practices. We also have an expert Commodities, Carbon and Energy team.

We have an organisational culture built upon values and principles that consider the needs of multiple stakeholders. And, we engage in external consultation and community partnerships as a key way to better understand the social, environmental and other concerns within our communities.

Our corporate community involvement is underpinned by a number of long-term partnerships, which reflect the diversity of the bank's engagement with its communities. We focus on how to make best use of our resources to create real and mutual value for our community partners, as well as realise broader social benefit, and our most valuable resource is our employees.

Our people, who we support with community leave and flexible working hours, actively support our community partners and their local communities. During the 12 months to May 2008, 60 per cent volunteered their time: twice the national average.

“Our approach to responsible lending is delivering real benefits”

**The launch of Westpac Assist, a telephone based advisory service for customers facing repayment difficulties, has resulted in:**

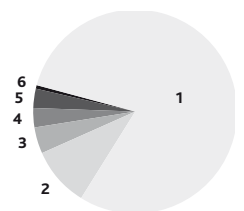
- More than 11,000 customer interactions
- Reduced financial pressure through repayment pauses and financial restructuring
- More than \$1.2 billion prevented from potentially becoming bad debts
- Greater understanding of specific needs to help customers avoid financial difficulty

**Community contributions in 2008**

**\$63m**

Area of involvement (\$m)

Area of involvement	%
1 Community Investment	80.0
2 Commercial Sponsorships	9.5
3 Charitable gifts	4.1
4 Management costs	3.1
5 In-kind	3.0
6 Eco-projects	0.4
<b>Total</b>	<b>100</b>



“In 2008 our employees donated more than \$1.0 million, which was matched by Westpac.”



## Westpac 2008 Stakeholder Impact Report "Forward"



Our Stakeholder Impact Report reports on our performance against more than 100 financial and non-financial drivers of value, covering the marketplace, workplace, community, environment and economic dimensions. It is prepared in line with the Global Reporting Initiative (GRI) and assured against the AA1000 Assurance Standard.

It is available, from December 2008, at:  
[www.westpac.com.au/corporateresponsibility](http://www.westpac.com.au/corporateresponsibility)

## Westpac Community Involvement 2007 "Regeneration"



Our Community Involvement Report details our community programs covering employee involvement, community partnerships, capacity building and philanthropic activities.

For more information refer to the full report available at:  
[www.westpac.com.au/community](http://www.westpac.com.au/community) or email us at:  
[community@westpac.com.au](mailto:community@westpac.com.au)

## Sustainability Ratings and Benchmarks



### Dow Jones Sustainability Index

Recognised as a leader in the global banking sector from 2002–2009, including sector leadership from 2002–2006 inclusive.

### CARBON DISCLOSURE PROJECT

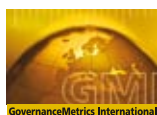
### Carbon Disclosure Project

Included in the global leadership index of the Carbon Disclosure Project for the fifth year in a row.



### Global 100

Rated one of the Global 100 Most Sustainable Corporations, World Economic Forum 2006–2008.



### GovernanceMetrics International Global Governance Ratings

Top-rated (10.0) and in the top one per cent of more than 4,000 companies in 15 consecutive ratings from 2005–2008.



### Employer of Choice for Women

We received an EOWA citation in 2008, for the 12th consecutive year.



### Ethisphere

One of only four banks globally included in the '2008 World's Most Ethical Companies' list.

# Board of Directors



**Ted Evans**

AC, BEcon (Hons.), Age 67

Independent Director since November 2001. Chairman since 1 April 2007. Chairman of the Nominations Committee and member of each of the Audit, Risk Management and Remuneration Committees.



**Gail Kelly**

Dip. ED, BA, MBA, Doctor of Bus. (Charles Sturt University), Age 52

Executive Director since February 2008. Appointed Managing Director and Chief Executive Officer on 1 February 2008. Member of the Sustainability Committee.



**Elizabeth Bryan**

BA (Econ.), MA (Econ.), Age 62

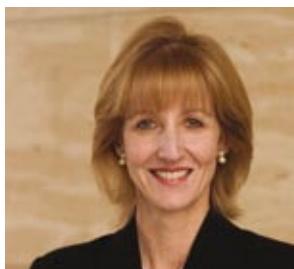
Independent Director since November 2006. Member of each of the Audit, Risk Management and Sustainability Committees.



**Gordon Cairns**

MA (Hons.), Age 58

Independent Director since July 2004. Chairman of the Remuneration Committee and member of each of the Audit, Risk Management and Nominations Committees.



**Carolyn Hewson**

BEc (Hons.), MA (Econ.), Age 53

Independent Director since February 2003. Chairman of the Risk Management Committee and member of each of the Audit, Nominations and Remuneration Committees.



**Lindsay Maxsted**

DipBus, FCA, Age 54

Independent Director since March 2008. Chairman of the Audit Committee and member of each of the Risk Management and Nominations Committees.



**Peter Wilson**

CA, Age 67

Independent Director since October 2003. Chairman of the Sustainability Committee and member of each of the Audit, Risk Management and Nominations Committees.

Full details of their skills, experience and expertise and their directorships can be found in the Westpac 2008 Annual Report on the Westpac website [www.westpac.com.au](http://www.westpac.com.au)



# Director and Group Executive Remuneration 2008

Westpac's remuneration structure combines market competitive pay levels to attract and retain talented Directors and Group Executives who have the ability to create shareholder value in the company, with a strong link between executive pay and individual and group performance.

Directors focus on Westpac's long-term strategic direction and overall corporate performance. As a consequence, Non-executive Director fees are designed to attract and retain appropriately experienced and qualified Board Members and are not linked to Westpac's short-term results.

Executives have a significant portion of their annual remuneration linked to achievement of objectives that are designed to drive long term sustainable shareholder value.

The disclosed remuneration for Non-executive Directors, the CEO and Group Executives serving as at 30 September 2008 is summarised here. Details, including an explanation of remuneration components and individual circumstances, are available in the Remuneration Report. Our Remuneration Report is included in the Westpac 2008 Annual Report, available at [www.westpac.com.au/investorcentre](http://www.westpac.com.au/investorcentre)

Directors	Position	Short term benefits	Super/retiring allowance	Total
Ted Evans	Chairman	\$700,000	\$29,503	\$729,503
Elizabeth Bryan <sup>1</sup>	Non-executive Director	\$321,066	\$13,244	\$334,310
Gordon Cairns	Non-executive Director	\$295,000	\$13,244	\$308,244
David Crawford	Non-executive Director	\$62,404	\$7,117	\$69,521
Carolyn Hewson <sup>2</sup>	Non-executive Director	\$408,807	\$34,754	\$443,561
Lindsay Maxsted	Non-executive Director	\$157,596	\$7,711	\$165,307
Peter Wilson <sup>3</sup>	Non-executive Director	\$378,309	\$13,244	\$391,553

<sup>1</sup> Includes fees of \$51,066 for services provided as Director of Westpac New Zealand Limited.

<sup>2</sup> Includes fees of \$113,807 for services provided as Director of BT Investment Management Limited.

<sup>3</sup> Includes fees of \$88,309 for services provided as Director of Westpac New Zealand Limited.

Executives	Position	Short term benefits <sup>1</sup>	Other benefits <sup>3</sup>	Super	Share-based payments	Total
Gail Kelly <sup>1</sup>	Chief Executive Officer and Managing Director	\$4,081,330	\$0	\$8,858	\$4,449,405	\$8,539,593
Ilana Atlas	Group Executive, People and Performance	\$1,535,179	\$985	\$57,166	\$628,568	\$2,221,898
Andrew Carriline	Acting Chief Risk Officer	\$1,339,523	\$787	\$33,102	\$251,259	\$1,624,671
Philip Chronican	Group Executive, Westpac Institutional Bank	\$3,604,215	\$836	\$615,240	\$1,460,192	\$5,680,483
Peter Clare <sup>1</sup>	Group Executive, Product and Operations	\$955,011	\$787	\$32,058	\$0	\$987,856
Philip Coffey	Chief Financial Officer	\$2,703,683	\$787	\$74,581	\$903,466	\$3,682,517
Rob Coombe	Chief Executive Officer, BT Financial Group	\$1,724,229	\$0	\$47,622	\$854,681	\$2,626,532
Brad Cooper <sup>1</sup>	Group Chief Transformation Officer	\$2,020,380	\$699,071	\$74,200	\$274,066	\$3,067,717
Peter Hanlon	Group Executive, Retail and Business Banking	\$1,687,292	\$836	\$149,224	\$437,638	\$2,274,990
Bob McKinnon <sup>1</sup>	Group Executive, Technology	\$89,986	\$0	\$8,099	\$0	\$98,085
Bruce McLachlan <sup>1</sup>	Acting Chief Executive Officer, New Zealand	\$832,875	\$0	\$64,911	\$248,270	\$1,146,056
Robert Whitfield	Group Executive	\$3,214,781	\$787	\$55,330	\$671,420	\$3,942,318

<sup>1</sup> Gail Kelly commenced as CEO on 1 February 2008. Brad Cooper moved from Group Executive New Zealand to Group Chief Transformation Officer. New members of the executive team during 2008 were: Peter Clare, from 27 March 2008; Bob McKinnon, from 18 August 2008; and, Bruce McLachlan, from 9 June 2008.

<sup>2</sup> For Executives, 'Short term benefits' includes fixed remuneration and annual cash bonuses.

<sup>3</sup> 'Other benefits' includes executive health checks and relocation expenses, as applicable.

# Governance Matters

Westpac is committed to the highest standards of governance based on embedding the values and behaviours required to ensure transparency, fair dealing and to protect stakeholder interests.

Westpac’s full corporate governance statement is set out in the 2008 Annual Report. The statement can also be accessed, together with all documents referenced (unless otherwise stated), in the corporate governance section at [www.westpac.com.au/corgov](http://www.westpac.com.au/corgov)

Summarised below are key elements of Westpac’s corporate governance policies and framework, which comply with all of the revised ASX Limited’s Corporate Governance Council (ASXCGC) Principles and Recommendations published in August 2007.

## Westpac compliance with the ASXCGC Recommendations

### Principle 1:

#### Lay solid foundations for management and oversight

- Formal Board Charter, which details roles and responsibilities of the Board, and delegations to senior management.
- Formal letters of appointment for Directors and executives.
- Board, Board Committees and management roles and responsibilities are clearly defined and disclosed.
- Formal executive performance review processes set out and in place.

### Principle 2:

#### Structure the Board to add value

- The majority of the Board are independent Directors, with independence reviewed regularly.
- The Chairman is non-executive and independent and hence the Chairman and CEO are separate roles.
- Directors have access to independent professional advice.
- Formal annual reviews of Board, Board Committees and individual director performance.
- Induction process, continuing education and workshops on specific areas for Directors in place.

### Principle 3:

#### Promote ethical and responsible decision making

- Comprehensive policies implemented, communicated and disclosed to promote consistent ethical behaviour, transparency and accountability.
- Examples of such policies include Westpac’s Code of Conduct, Principles for Doing Business, Insider Trading Policy, New Issues Policy and Whistleblowing Policy.

### Principle 4:

#### Safeguard integrity in financial reporting

- Board Audit Committee meets quarterly and is comprised of independent Non-executive Directors only.
- Chairman of the Audit Committee is independent and is not Chairman of the Board.
- Audit Committee has a formal Charter detailing its roles and responsibilities.



## Key Governance Milestones During 2008

- David Morgan's retirement as CEO and Director
- Gail Kelly's appointment as CEO and to the Board
- Lindsay Maxsted's appointment to the Board
- Code of Conduct and the broader Principles for Doing Business reviewed
- One of the leading performances in the 2008/09 Dow Jones Sustainability Index
- Reviewed our risk management frameworks
- Continued top-rating (10.0) in the fifteenth consecutive corporate governance assessment by GovernanceMetrics International
- Expanded the capture of email addresses from shareholders, enabling electronic communication with approximately 25% of our shareholders
- One of the first banks globally to receive advanced accreditation from APRA and the Reserve Bank of New Zealand under the Basel II capital framework in December 2007

### Principle 5:

#### Make timely and balanced disclosure

- Market Disclosure Policy in place and regularly reviewed to reflect ASX and other offshore stock exchanges' continuous disclosure requirements.
- Disclosure Committee meets regularly and considers potential disclosure matters.
- Company announcements are clear, factual, timely and comprehensive.

### Principle 6:

#### Respect the rights of shareholders

- Communications policy and procedures in place to ensure shareholders receive timely information.
- Shareholders are able to choose to receive information in a way most convenient to them including by hard copy or electronically, and are able to access all relevant information on Westpac's website.
- Procedures in place to encourage shareholder participation at the AGM such as encouraging prior notice of questions for the AGM.

### Principle 7:

#### Recognise and manage risk

- Extensive risk management framework and supporting policies and controls in place.
- Effectiveness of risk processes and controls regularly reported to the Risk Management and Audit Committees.
- Separate and independent internal and external audit functions.
- The CEO and CFO assure that the s295A Corporations Act declaration (as to the integrity of the financial statements) is founded on sound risk management and internal controls and that the system is operating effectively in all material respects in relation to reporting financial risks.

### Principle 8:

#### Remunerate fairly and responsibly

- Remuneration Committee meets quarterly and is comprised of three independent Non-executive Directors.
- Remuneration policies are regularly reviewed to enhance corporate and individual performance and ensure a clear alignment of shareholder interests to individual and Group objectives.

# Useful Information

## Key sources of information for shareholders

We report to shareholders yearly, in November, in two forms: an Annual Review and an Annual Report. We also report half-yearly to shareholders via a newsletter, in conjunction with the dividend payments in July and December. In addition, we produce an annual Stakeholder Impact Report, which is available yearly, in December.

## Electronic communications

Shareholders can elect to receive the following communications electronically:

- Annual Review and Annual Report;
- Dividend statements when paid by direct credit or via the DRP;
- Notices of Meetings and proxy forms; and
- Shareholder Newsletters and major company announcements.

Shareholders who wish to register their email address should go to [www.westpac.com.au/investorcentre](http://www.westpac.com.au/investorcentre) and click on "Register your email" under "Shareholder News", or contact the Westpac share registry. For registry contact details see opposite.

## Online information

### Australia

Westpac's internet site [www.westpac.com.au](http://www.westpac.com.au) provides information for shareholders and customers, including:

- Access to internet banking and broking services;
- Details on Westpac's products and services;
- Company history, results, economic updates, market releases and news; and
- Corporate responsibility and Westpac in the community activities.

Investors can short cut to the Investor Centre at [www.westpac.com.au/investorcentre](http://www.westpac.com.au/investorcentre) The Centre includes the current Westpac share price and charting, and links to the latest ASX announcements and Westpac's share registries.

### New Zealand

Westpac's New Zealand internet site [www.westpac.com.nz](http://www.westpac.com.nz) provides:

- Access to internet banking services;
- Details on products and services, including a comprehensive home buying guide;
- Economic updates, news and information, key financial results; and
- Sponsorships and other community activities.

## Stock exchange listings

Westpac Ordinary Shares are listed on:

- Australian Securities Exchange (ASX), (code WBC);
- New York Stock Exchange (NYSE), as American Depositary Shares, (code WBK); and
- New Zealand Exchange Limited, (code WBC).

## Westpac Investor Relations

Information other than that relating to your shareholding or your Westpac accounts can be obtained from:

Westpac Investor Relations  
Level 20, 275 Kent Street  
Sydney NSW 2000 Australia  
Telephone: (61 2) 8253 3143, Facsimile: (61 2) 8253 1207  
Email: [investorrelations@westpac.com.au](mailto:investorrelations@westpac.com.au)

## Share registries

For information about your shareholding or to notify a change of address etc., you should contact the appropriate share registry. Please note that in Australia, broker sponsored holders are required to contact their broker to amend their address.

### Australia –

#### Ordinary shares on the main register and Westpac SPS

Link Market Services Limited  
Level 12, 680 George Street  
Sydney NSW 2000  
Postal address: Locked Bag A6015, Sydney South NSW 1235  
Website: [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au)

#### Shareholder Enquiries:

Telephone: 1800 804 255 (toll free in Australia)  
International: (61 2) 8280 7070  
Facsimile: (61 2) 9287 0303  
Email: [westpac@linkmarketservices.com.au](mailto:westpac@linkmarketservices.com.au)

### New Zealand –

#### Ordinary Shares on the New Zealand branch register

Link Market Services Limited  
Level 12, 120 Albert Street  
Auckland, New Zealand  
Postal address: P.O. Box 91976, Auckland 1030, New Zealand  
Website: [www.linkmarketservices.com](http://www.linkmarketservices.com)

#### Shareholder Enquiries:

Telephone: 0800 002 727 (toll free in New Zealand)  
International: (64 9) 375 5998  
Facsimile: (64 9) 375 5990  
Email: [lmsenquiries@linkmarketservices.com](mailto:lmsenquiries@linkmarketservices.com)

#### Depository in USA for American Depositary Shares (ADS)\*

Listed on New York Stock Exchange (code WBK - CUSIP 961214301)  
JPMorgan Chase Bank, N.A.  
PO Box 64504, St Paul  
MN 55164-0504, USA

#### Shareholder Enquiries:

Telephone: 1800 990 1135  
(toll free: non-US callers will be charged IDD)  
Telephone: +1 651 453 2128; Hearing impaired 866 700 1652  
Email: [jpmorgan.adr@wellsfargo.com](mailto:jpmorgan.adr@wellsfargo.com)  
Website: [www.adr.com](http://www.adr.com)

\*Each ADS equals five, fully paid ordinary shares



# How to Contact Us

## Australia

At [www.westpac.com.au](http://www.westpac.com.au) go into "Contact Us" and click on "Telephone directory", or contact us on the following:

### Head Office

275 Kent Street  
Sydney NSW 2000  
Telephone: (61 2) 9293 9270  
Facsimile: (61 2) 8253 4128

- General information and account enquiries:  
– personal customers 132 032 (from outside Australia) (61 2) 9293 9270  
– business customers 132 142
- Cardholder enquiries, and lost and stolen cards 1300 651 089 (from outside Australia) (61 3) 6345 1058
- Home loan enquiries 131 900
- ATM enquiries and service difficulties 1800 022 022
- BT Financial Group 132 135
- Westpac Financial Services 131 817
- Westpac Broking 131 331 (from outside Australia) (61 8) 9266 0250
- Share Registry 1800 804 255
- Shareholder Benefits Line 1300 360 599

**International Payment**  
Freecall in Australia 1800 632 308  
Calling from overseas (61 2) 9293 9322

## New Zealand

At [www.westpac.co.nz](http://www.westpac.co.nz) go into "Contact Us" and under "Contact Westpac", click on "... by phone", or contact us on the following:

### Head Office

188 Quay Street  
Auckland  
New Zealand  
Telephone: (64 9) 367 3727  
Facsimile: (64 9) 367 3729

- General information and account enquiries:  
– personal customers 0800 400 600 (from outside New Zealand) (64 9) 912 8000  
– priority access 0800 900 910
- Business and agribusiness customers 0800 177 188
- Telephone banking self service 0800 172 172
- Home loan enquiries 0800 177 277
- Cardholder enquiries and lost and stolen cards 0800 888 111
- ATM enquiries and service difficulties 0800 400 600
- Financial services – investments and insurances 0800 738 641
- General insurance 0800 809 378
- Share registry 0800 002 727
- NZ shareholder offers 0800 738 641

## International

### Hong Kong

23rd Floor  
Entertainment Building  
30 Queens Road  
Central, Hong Kong  
Telephone: (852) 2842 9888  
Facsimile: (852) 2840 0591

### People's Republic of China

611F Tower B, Focus Place  
19 Financial Street  
Xicheng District, Beijing 100032  
People's Republic of China  
Telephone: (86 10) 6657 4380  
Facsimile: (86 10) 6657 4381

### Republic of Indonesia

16th Floor  
Wisma Standard Chartered Bank  
Jl. Jend Sudirman Kav 33-A  
Jakarta 10220, Indonesia  
Telephone: (62 21) 574 3719  
Facsimile: (62 21) 574 3720

### United States of America

575 Fifth Avenue, 39th Floor  
New York, NY 10017-2422  
USA  
Telephone: (1 212) 551 1800  
Facsimile: (1 212) 551 1999

### India

Unit 61, Level 6  
Maker Chamber VI  
Nariman Point  
Mumbai 400 021, India  
Telephone: (91 22) 6615 6660  
Facsimile: (91 22) 6615 6662

### People's Republic of China

7/F Jin Mao Tower  
88 Shi Ji Avenue  
Pudong, Shanghai 200121  
People's Republic of China  
Shanghai  
Telephone: (86 21) 6165 7688  
Facsimile: (86 21) 5047 5008

### Republic of Singapore

#19-00 Robinson 77  
77 Robinson Road  
Singapore 068896  
Telephone: (65) 6530 9898  
Facsimile: (65) 6532 6781

### United Kingdom

2nd Floor, 63 St Mary Axe  
London EC3A 8LE  
England  
Telephone: (44 207) 621 7000  
Facsimile: (44 207) 623 9428

## Pacific Banking

### Cook Islands

Main Road, Avarua  
Rarotonga  
Cook Islands  
Telephone: (682) 22014  
Facsimile: (682) 20802

### Papua New Guinea

Westpac Bank-PNG-Limited  
9th Floor, Deloitte Tower  
Douglas Street, Port Moresby,  
NCD, Papua New Guinea  
Telephone: (675) 322 0888  
Facsimile: (675) 322 0633

### Solomon Islands

National Provident Fund Building  
721 Mendana Avenue  
Honiara, Solomon Islands  
Telephone: (677) 21222  
Facsimile: (677) 23419

### Vanuatu

Lini Highway  
Port Vila, Vanuatu  
Telephone: (678) 22084  
Facsimile: (678) 24773

### Fiji

Level 2, Westpac House  
73 Gordon Street  
Suva, Fiji  
Telephone: (679) 3300 666  
Facsimile: (679) 3300 718

### Samoa

Westpac Bank Samoa Limited  
Beach Road, Apia,  
Samoa  
Telephone: (685) 66100  
Facsimile: (685) 22848

### Tonga

Westpac Bank of Tonga  
Taufa'ahua Road  
Nuku'alofa, Tonga  
Telephone: (676) 23933  
Facsimile: (676) 23634

Note: Calls prefixed 1800 in Australia and 0800 in New Zealand are Freecall; 13 or 1300 numbers in Australia are the cost of a local call.

# Financial Calendar

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**Record date for final ordinary share dividend**

11 November 2008<sup>1</sup>

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**Annual General Meeting**

11 December 2008

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**Final ordinary share dividend payable**

17 December 2008

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**Record date for Westpac SPS quarterly distribution**

24 December 2008

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**Payment date for Westpac SPS quarterly distribution**

31 December 2008

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**Record date for Westpac SPS quarterly distribution**

24 March 2009

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**Half Year end**

31 March 2009

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**Payment date for Westpac SPS quarterly distribution**

31 March 2009

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**Interim results and ordinary share dividend announcement**

6 May 2009

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**Record date for interim ordinary share dividend**

22 May 2009<sup>2,3</sup>

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**Record date for Westpac SPS quarterly distribution**

23 June 2009

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**Payment date for Westpac SPS quarterly distribution**

30 June 2009

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**Interim ordinary share dividend payable**

2 July 2009<sup>3</sup>

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**Record date for Westpac SPS quarterly distribution**

23 September 2009

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**Year end**

30 September 2009

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**Payment date for Westpac SPS quarterly distribution**

30 September 2009

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**Final results and ordinary share dividend announcement**

4 November 2009

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**Record date for final ordinary share dividend**

13 November 2009<sup>4,5</sup>

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**Annual General Meeting**

16 December 2009<sup>6</sup>

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**Final dividend payable**

21 December 2009<sup>4</sup>

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1 Record date for 2008 final ordinary share dividend in New York – 10 November 2008.

2 Record date for 2009 interim ordinary share dividend in New York – 21 May 2009.

3 Dates will be confirmed at the time of announcing the 2009 interim results.

4 Dates will be confirmed at the time of announcing the 2009 final results.

5 Record date for 2009 final ordinary share dividend in New York – 12 November 2009.

6 Details regarding the date of this meeting and the business to be dealt with, will be contained in the separate Notice of Meeting sent to shareholders in November 2009.