

Westpac Capital Notes 2

1	Issuer	Westpac Banking Corporation
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	AU0000WBCPE9
3	Governing law(s) of the instrument	NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Additional Tier 1
6	Eligible at solo (Level 1)/group (Level 2)/group & solo (Level 1&2)	Level 1&2
7	Instrument type (ordinary shares/preference shares/subordinated notes/other)	Subordinated notes
8	Amount recognised in Regulatory Capital (Currency in mil, as of most recent reporting date)	Refer to the Pillar 3 report (Appendix I) as at the most recent reporting date
9	Par value of instrument	AUD100
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	23 June 2014
12	Perpetual or dated	Perpetual
13	Original maturity date	No maturity
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	23 September 2022 For tax or regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	(90 day bank bill rate + 3.05% per annum) x (1 – tax rate)
19	Existence of a dividend stopper	Yes
20	Fully discretionary, partially discretionary or mandatory	Fully discretionary
21	Existence of step up or other incentive to redeem	None
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	23 September 2022 Tax or regulatory reasons 23 September 2024 and each payment date thereafter Change of control Capital trigger Non-viability trigger by APRA (contractual approach)
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Each Westpac Capital Note 2 converts into ordinary shares worth approximately AUD100 (based on the initial face value of AUD100), subject to a 1% discount and the maximum conversion number
27	If convertible, mandatory or optional conversion	Mandatory or optional
28	If convertible, specify instrument type convertible into	Common Equity Tier 1
29	If convertible, specify issuer of instrument it converts into	Westpac Banking Corporation

30	Write-down feature	Yes
31	If write-down, write-down trigger(s)	Following capital or non-viability trigger if conversion does not occur within 5 business days (under a contractual approach)
32	If write-down, full or partial	May be full or partial
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	N/A
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Tier 2 Capital
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

Westpac Capital Notes 3

1	Issuer	Westpac Banking Corporation
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	AU0000WBCPF6
3	Governing law(s) of the instrument	NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Additional Tier 1
6	Eligible at solo (Level 1)/group (Level 2)/group & solo (Level 1&2)	Level 1&2
7	Instrument type (ordinary shares/preference shares/subordinated notes/other)	Subordinated notes
8	Amount recognised in Regulatory Capital (Currency in mil, as of most recent reporting date)	Refer to the Pillar 3 report (Appendix I) as at the most recent reporting date
9	Par value of instrument	AUD100
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	8 September 2015
12	Perpetual or dated	Perpetual
13	Original maturity date	No maturity
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	22 March 2021 For tax or regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	(90 day bank bill rate + 4.00% per annum) x (1 – tax rate)
19	Existence of a dividend stopper	Yes
20	Fully discretionary, partially discretionary or mandatory	Fully discretionary
21	Existence of step up or other incentive to redeem	None
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible

24	If convertible, conversion trigger (s)	22 March 2021 Tax or regulatory reasons 22 March 2023 and each payment date thereafter Change of control Capital trigger Non-viability trigger by APRA (contractual approach)
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Each Westpac Capital Note 3 converts into ordinary shares worth approximately AUD100 (based on the initial face value of AUD100), subject to a 1% discount and the maximum conversion number
27	If convertible, mandatory or optional conversion	Mandatory or optional
28	If convertible, specify instrument type convertible into	Common Equity Tier 1
29	If convertible, specify issuer of instrument it converts into	Westpac Banking Corporation
30	Write-down feature	Yes
31	If write-down, write-down trigger(s)	Following capital or non-viability trigger if conversion does not occur within 5 business days (under a contractual approach)
32	If write-down, full or partial	May be full or partial
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	N/A
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Tier 2 Capital
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

Westpac Capital Notes 4

1	Issuer	Westpac Banking Corporation
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	AU0000WBCPG4
3	Governing law(s) of the instrument	NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Additional Tier 1
6	Eligible at solo (Level 1)/group (Level 2)/group & solo (Level 1&2)	Level 1&2
7	Instrument type (ordinary shares/preference shares/subordinated notes/other)	Subordinated notes
8	Amount recognised in Regulatory Capital (Currency in mil, as of most recent reporting date)	Refer to the Pillar 3 report (Appendix I) as at the most recent reporting date
9	Par value of instrument	AUD100
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	30 June 2016
12	Perpetual or dated	Perpetual
13	Original maturity date	No maturity

14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	20 December 2021 For tax or regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	(90 day bank bill rate + 4.90% per annum) x (1 – tax rate)
19	Existence of a dividend stopper	Yes
20	Fully discretionary, partially discretionary or mandatory	Fully discretionary
21	Existence of step up or other incentive to redeem	None
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	20 December 2021 Tax or regulatory reasons 20 December 2023 and each payment date thereafter Change of control Capital trigger Non-viability trigger by APRA (contractual approach)
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Each Westpac Capital Note 4 converts into ordinary shares worth approximately AUD100 (based on the initial face value of AUD100), subject to a 1% discount and the maximum conversion number
27	If convertible, mandatory or optional conversion	Mandatory or optional
28	If convertible, specify instrument type convertible into	Common Equity Tier 1
29	If convertible, specify issuer of instrument it converts into	Westpac Banking Corporation
30	Write-down feature	Yes
31	If write-down, write-down trigger(s)	Following capital or non-viability trigger if conversion does not occur within 5 business days (under a contractual approach)
32	If write-down, full or partial	May be full or partial
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	N/A
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Tier 2 Capital
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

Westpac USD1.25 billion SEC Registered Capital Securities

1	Issuer	Westpac Banking Corporation
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	US96122UAA25
3	Governing law(s) of the instrument	New York and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A

5	Post-transitional Basel III rules	Additional Tier 1
6	Eligible at solo (Level 1)/group (Level 2)/group & solo (Level 1&2)	Level 1&2
7	Instrument type (ordinary shares/preference shares/subordinated notes/other)	Subordinated notes
8	Amount recognised in Regulatory Capital (Currency in mil, as of most recent reporting date)	Refer to the Pillar 3 report (Appendix I) as at the most recent reporting date
9	Par value of instrument	USD2,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	21 September 2017
12	Perpetual or dated	Perpetual
13	Original maturity date	No maturity
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	21 September 2027 For tax or regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Every 5th anniversary after 21 September 2027
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	5.000% p.a. until but excluding 21 September 2027. Thereafter, if not called, from, and including, each reset date to, but excluding, the next succeeding reset date, at a fixed rate per annum equal to the prevailing five-year USD mid-market swap rate plus 2.888% p.a.
19	Existence of a dividend stopper	Yes
20	Fully discretionary, partially discretionary or mandatory	Fully discretionary
21	Existence of step up or other incentive to redeem	None
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Capital trigger Non-viability trigger by APRA (contractual approach)
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	AUD equivalent of the outstanding principal amount of each security on the conversion date subject to a 1% discount and maximum conversion number.
27	If convertible, mandatory or optional conversion	Mandatory
28	If convertible, specify instrument type convertible into	Common Equity Tier 1
29	If convertible, specify issuer of instrument it converts into	Westpac Banking Corporation
30	Write-down feature	Yes
31	If write-down, write-down trigger(s)	Following capital or non-viability trigger if conversion does not occur within 5 business days (under a contractual approach)
32	If write-down, full or partial	May be full or partial
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	N/A

35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Tier 2 Capital
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

Westpac Capital Notes 5

1	Issuer	Westpac Banking Corporation
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	AU0000000564
3	Governing law(s) of the instrument	NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Additional Tier 1
6	Eligible at solo (Level 1)/group (Level 2)/group & solo (Level 1&2)	Level 1&2
7	Instrument type (ordinary shares/preference shares/subordinated notes/other)	Subordinated notes
8	Amount recognised in Regulatory Capital (Currency in mil, as of most recent reporting date)	Refer to the Pillar 3 report (Appendix 1) as at the most recent reporting date
9	Par value of instrument	AUD100
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	13 March 2018
12	Perpetual or dated	Perpetual
13	Original maturity date	No maturity
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	22 September 2025 For tax or regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	(90 day bank bill rate + 3.20% per annum) x (1 – tax rate)
19	Existence of a dividend stopper	Yes
20	Fully discretionary, partially discretionary or mandatory	Fully discretionary
21	Existence of step up or other incentive to redeem	None
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	22 September 2025 Tax or regulatory reasons 22 September 2027 and each payment date thereafter Change of control Capital trigger Non-viability trigger by APRA (contractual approach)
25	If convertible, fully or partially	May convert fully or partially

26	If convertible, conversion rate	Each Westpac Capital Note 5 converts into ordinary shares worth approximately AUD100 (based on the initial face value of AUD100), subject to a 1% discount and the maximum conversion number
27	If convertible, mandatory or optional conversion	Mandatory or optional
28	If convertible, specify instrument type convertible into	Common Equity Tier 1
29	If convertible, specify issuer of instrument it converts into	Westpac Banking Corporation
30	Write-down feature	Yes
31	If write-down, write-down trigger(s)	Following capital or non-viability trigger if conversion does not occur within 5 business days (under a contractual approach)
32	If write-down, full or partial	May be full or partial
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	N/A
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Tier 2 Capital
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

Westpac Capital Notes 6

1	Issuer	Westpac Banking Corporation
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	AU0000031106
3	Governing law(s) of the instrument	NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Additional Tier 1
6	Eligible at solo (Level 1)/group (Level 2)/group & solo (Level 1&2)	Level 1&2
7	Instrument type (ordinary shares/preference shares/subordinated notes/other)	Subordinated notes
8	Amount recognised in Regulatory Capital (Currency in mil, as of most recent reporting date)	Refer to the Pillar 3 report (Appendix 1) as at the most recent reporting date
9	Par value of instrument	AUD100
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	18 December 2018
12	Perpetual or dated	Perpetual
13	Original maturity date	No maturity
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	31 July 2024 For tax or regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	(3 month BBSW rate + 3.70% per annum) x (1 – tax rate)
19	Existence of a dividend stopper	Yes

20	Fully discretionary, partially discretionary or mandatory	Fully discretionary
21	Existence of step up or other incentive to redeem	None
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	31 July 2024 Tax or regulatory reasons 31 July 2026 and each payment date thereafter Change of control Capital trigger Non-viability trigger by APRA (contractual approach)
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Each Westpac Capital Note 6 converts into ordinary shares worth approximately AUD100 (based on the initial face value of AUD100), subject to a 1% discount and the maximum conversion number
27	If convertible, mandatory or optional conversion	Mandatory or optional
28	If convertible, specify instrument type convertible into	Common Equity Tier 1
29	If convertible, specify issuer of instrument it converts into	Westpac Banking Corporation
30	Write-down feature	Yes
31	If write-down, write-down trigger(s)	Following capital or non-viability trigger if conversion does not occur within 5 business days (under a contractual approach)
32	If write-down, full or partial	May be full or partial
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	N/A
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Tier 2 Capital
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A