

## USD352 million Perpetual Floating Rate Notes (PFRNs) issued 30 September 1986

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	GB0009573998
3	Governing law(s) of the instrument	English
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	Tier 2
5	Post-transitional Basel III rules	Ineligible
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	USD10,000 or USD250,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	30 September 1986
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	30 September 1991 Tax reasons Redemption at par
16	Subsequent call dates, if applicable	Semi-annual interest payment dates after first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	6 month USD LIBOR + 0.15% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Partially discretionary
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Non-convertible
24	If convertible, conversion trigger (s)	N/A
25	If convertible, fully or partially	N/A
26	If convertible, conversion rate	N/A
27	If convertible, mandatory or optional conversion	N/A
28	If convertible, specify instrument type convertible into	N/A
29	If convertible, specify issuer of instrument it converts into	N/A
30	Write-down feature	No
31	If write-down, write-down trigger(s)	N/A
32	If write-down, full or partial	N/A
33	If write-down, permanent or temporary	N/A
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	Yes
37	If yes, specify non-compliant features	No Basel III loss absorbency

## AUD350 million Subordinated Notes

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1200738935
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	AUD200,000 and AUD2,000 thereafter
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	11 March 2015
12	Perpetual or dated	Dated
13	Original maturity date	11 March 2027
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	11 March 2022 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Annual interest payment dates after first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	4.50% p.a. until but excluding 11 March 2022. Thereafter, if not called, a fixed rate per annum equal to the five-year AUD semi-quarterly mid-swap reference rate plus 1.95% p.a., the sum of which will be annualised
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Non-viability trigger by APRA Contractual approach
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Outstanding principal amount of each subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**SGD325 million Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1273972957
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	SGD250,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	12 August 2015
12	Perpetual or dated	Dated
13	Original maturity date	12 August 2027
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	12 August 2022 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Semi-annual interest payment dates after first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	4.00% p.a. until but excluding 12 August 2022. Thereafter, if not called, a fixed rate per annum equal to the five-year SGD swap offer rate plus 1.54% p.a.
19	Existence of a dividend stopper	No

20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**USD100 million Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1361112052
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	USD200,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	26 February 2016
12	Perpetual or dated	Dated
13	Original maturity date	23 February 2046

14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	5.00% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**JPY20 billion Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1414826617
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	JPY100,000,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	19 May 2016
12	Perpetual or dated	Dated
13	Original maturity date	19 May 2026
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	1.16% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days. Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

## JPY10.2 billion Subordinated Notes

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1422773876
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	JPY100,000,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	2 June 2016
12	Perpetual or dated	Dated
13	Original maturity date	2 June 2026
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	1.16% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days. Contractual approach
32	If write-down, full or partial	May be written down partially

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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**JPY10 billion Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1428787128
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	JPY100,000,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	8 June 2016
12	Perpetual or dated	Dated
13	Original maturity date	9 June 2026
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	0.76% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note on the conversion date subject to a 1% discount and maximum conversion number



**Pillar 3****Tier 2 capital instruments**

ABN 33 007 457 141

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 non-viability trigger if conversion does not occur within 5 ASX Business Days. Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**AUD175 million Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1431350120
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	AUD200,000 and AUD2,000 thereafter
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	14 June 2016
12	Perpetual or dated	Dated
13	Original maturity date	14 June 2028
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	14 June 2023 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Annual interest payment dates after first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	4.80% p.a. until but excluding 14 June 2023. Thereafter, if not called, a fixed rate per annum equal to the five-year AUD semi-

		quarterly mid-swap reference rate plus 2.65%, each of which will be annualised
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Non-viability trigger by APRA Contractual approach
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	The outstanding principal amount of each subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days. Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**JPY8 billion Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1502431064
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	JPY100,000,000
10	Accounting classification	Liability at amortised cost

11	Original date of issuance	7 October 2016
12	Perpetual or dated	Dated
13	Original maturity date	7 October 2026
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	7 October 2021 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Semi-annual interest payment dates after first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	0.9225% p.a. until but excluding 7 October 2021. Thereafter, if not called, a fixed rate per annum equal to the five-year JPY mid-swap rate plus 1.0005% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

## USD1.5 billion Subordinated Notes

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	US961214DF70
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	Tier 2
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	23 November 2016
12	Perpetual or dated	Dated
13	Original maturity date	23 November 2031
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	23 November 2026 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	4.322% p.a. until but excluding 23 November 2026. Thereafter, if not called, a fixed rate per annum equal to the five-year USD mid-swap rate plus 2.236% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**JPY12 billion Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1641542037
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	JPY500,000,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	6 July 2017
12	Perpetual or dated	Dated
13	Original maturity date	6 July 2027
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	6 July 2022 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Semi-annual interest payment dates after first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	0.87% p.a. until but excluding 6 July 2022. Thereafter, if not called, a fixed rate per annum equal to the five-year JPY mid-swap rate plus 0.78% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative

23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**JPY13.5 billion Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1640853096
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	JPY100,000,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	6 July 2017
12	Perpetual or dated	Dated
13	Original maturity date	6 July 2027
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	6 July 2022 Tax and regulatory reasons Redemption at par

16	Subsequent call dates, if applicable	Semi-annual interest payment dates after first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	0.868% p.a. until but excluding 6 July 2022. Thereafter, if not called, a fixed rate per annum equal to the five-year JPY mid-swap rate plus 0.778% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**HKD600 million Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1647413894
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	HKD5,000,000 and HKD1,000,000 in excess thereof
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	14 July 2017
12	Perpetual or dated	Dated
13	Original maturity date	14 July 2027
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	14 July 2022 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Quarterly interest payment dates after first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	3.15% p.a. until but excluding 14 July 2022. Thereafter, if not called, a fixed rate per annum equal to the five-year HKD mid-swap rate plus 1.34% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**AUD350m million Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1663477187
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	AUD200,000 and integral multiples of AUD2,000 in excess thereof
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	16 August 2017
12	Perpetual or dated	Dated
13	Original maturity date	16 August 2029
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	16 August 2024 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Annual interest payment dates after first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	4.334% p.a. until but excluding 16 August 2024. Thereafter, if not called, a fixed rate per annum equal to the five-year AUD semi-quarterly mid-swap reference rate plus 1.83% p.a., each of which will be annualised
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Non-viability trigger by APRA Contractual approach
25	If convertible, fully or partially	May convert fully or partially

26	If convertible, conversion rate	Outstanding principal amount of each subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**AUD185 million Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1757523235
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	AUD200,000 and integral multiples of AUD2,000 thereafter
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	24 January 2018
12	Perpetual or dated	Dated
13	Original maturity date	24 January 2048
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	5.00% p.a.

19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Non-viability trigger by APRA Contractual approach
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Outstanding principal amount of each subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**AUD250 million Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	AU3FN0040754
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	Tier 2
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	AUD100,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	16 February 2018
12	Perpetual or dated	Dated

13	Original maturity date	16 February 2028
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	16 February 2023 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Quarterly Interest Payment Dates after the first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	3 month BBSW + 1.40% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Non-viability trigger by APRA Contractual approach
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Outstanding principal amount of each subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**AUD130 million Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	XS1787296166
3	Governing law(s) of the instrument	English and NSW
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A

5	Post-transitional Basel III rules	Tier 2
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	AUD200,000 and integral multiples of AUD2,000 thereafter
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	5 March 2018
12	Perpetual or dated	Dated
13	Original maturity date	2 March 2048
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	5.00% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Non-viability trigger by APRA Contractual approach
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Outstanding principal amount of each subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No

37	If yes, specify non-compliant features	N/A
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**AUD725 million Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	AU3FN0043238
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	Tier 2
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	AUD100,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	22 June 2018
12	Perpetual or dated	Dated
13	Original maturity date	22 June 2028
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	22 June 2023 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Quarterly Interest Payment Dates after the first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	3 month BBSW + 1.80% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Non-viability trigger by APRA Contractual approach
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Outstanding principal amount of each subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

## USD1 billion Subordinated Notes

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg)	US961214EG45
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	Tier 2
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	24 July 2019
12	Perpetual or dated	Dated
13	Original maturity date	24 July 2039
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	4.421% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible

24	If convertible, conversion trigger (s)	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 subordinated note on the conversion date subject to a 1% discount and maximum conversion
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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up	N/A
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

#### USD1.25 billion Subordinated Notes

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or	US961214EF61
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	Tier 2
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	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	24 July 2019
12	Perpetual or dated	Dated
13	Original maturity date	24 July 2034
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	24 July 2029 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	



17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	4.110% p.a. until but excluding 24 July 2029. Thereafter, if not called, a fixed rate per annum equal to the five-year USD treasury rate plus 2% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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	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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up	N/A
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**AUD1 billion Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	AU3FN0049672
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	Tier 2
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	AUD100,000

10	Accounting classification	Liability at amortised cost
11	Original date of issuance	27 August 2019
12	Perpetual or dated	Dated
13	Original maturity date	27 August 2029
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	27 August 2024 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Quarterly Interest Payment Dates after the first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	3 month BBSW + 1.98% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	Non-viability trigger by APRA Contractual approach
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Outstanding principal amount of each subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

## USD1.5 billion Subordinated Notes

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg)	US961214EM13
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	Tier 2
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	31 January 2020
12	Perpetual or dated	Dated
13	Original maturity date	4 February 2030
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	4 February 2025 Tax and regulatory reasons Redemption at
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	2.894% p.a. until but excluding 4 February 2025. Thereafter, if not called, a fixed rate per annum equal to the five-year USD treasury rate plus 1.350% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note on the conversion date subject to a 1% discount and maximum conversion
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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up	N/A
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**USD1.5 billion Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg)	US961214EP44
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	Tier 2
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	16 November 2020
12	Perpetual or dated	Dated
13	Original maturity date	15 November 2035
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	15 November 2030 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	2.668% p.a. until but excluding 15 November 2030. Thereafter, if not called, a fixed rate per annum equal to the five-year USD treasury rate plus 1.750% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative

**Pillar 3****Tier 2 capital instruments****ABN 33 007 457 141**

23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**USD1 billion Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg)	US961214EQ27
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	Tier 2
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	16 November 2020
12	Perpetual or dated	Dated
13	Original maturity date	16 November 2040
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	2.963% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**AUD1.25 billion Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg)	AU3FN0058129
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	Tier 2
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	AUD100,000
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	29 January 2021
12	Perpetual or dated	Dated
13	Original maturity date	29 January 2031
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	29 January 2026 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	Quarterly interest payment dates after the first call date
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	3 month BBSW + 1.55% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible

**Pillar 3****Tier 2 capital instruments**

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24	If convertible, conversion trigger (s)	Non-viability trigger by APRA Contractual approach
25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Outstanding principal amount of each subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A

**EUR1.0 billion Subordinated Notes**

1	Issuer	Westpac Banking Corporation
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg)	XS2342206591
3	Governing law(s) of the instrument	English and NSW, Australia
	<i>Regulatory treatment</i>	
4	Transitional Basel III rules	N/A
5	Post-transitional Basel III rules	Tier 2
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	EUR100,000 and integral multiples of EUR1,000 in excess thereof
10	Accounting classification	Liability at amortised cost
11	Original date of issuance	13 May 2021
12	Perpetual or dated	Dated
13	Original maturity date	13 May 2031
14	Issuer call subject to prior supervisory approval	Yes



15	Optional call date, contingent call dates and redemption amount	13 May 2026 Tax and regulatory reasons Redemption at par
16	Subsequent call dates, if applicable	N/A
	<i>Coupons/dividends</i>	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	0.766% p.a. until but excluding 13 May 2026. Thereafter, if not called, a fixed rate per annum equal to the prevailing 5-year EUR mid-market swap rate plus 1.05% p.a.
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger (s)	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 subordinated note 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 non-viability trigger if conversion does not occur within 5 ASX Business Days Contractual approach
32	If write-down, full or partial	May be written down partially
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)	Unsubordinated unsecured debt
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	N/A