

NOTIFICATION UNDER SECTION 309B(1) OF THE SECURITIES AND FUTURES ACT 2001 OF SINGAPORE – The Debt Instruments are “prescribed capital markets products” (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

Series No.: 2022-11

Tranche No.: 1



Westpac Banking Corporation
(ABN 33 007 457 141)

Debt Issuance Programme

Issue of
A\$400,000,000 Fixed Rate Medium Term Notes due November 2027
(“Debt Instruments”)

The date of this Supplement is 9 November 2022.

This Supplement (as referred to in the Information Memorandum in relation to the above Programme dated 30 September 2020 (“**Information Memorandum**”)) relates to the Tranche of Debt Instruments referred to above. It is supplementary to, and should be read in conjunction with the Senior Note Deed Poll dated 5 March 2014 made by Westpac Banking Corporation (“**Deed Poll**”) and the Information Memorandum.

This Supplement does not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation, and no action is being taken to permit an offering of the Debt Instruments or the distribution of this Supplement in any jurisdiction where such action is required.

Terms used but not otherwise defined in this Supplement have the meaning given in the applicable Conditions set forth in the Information Memorandum.

The particulars to be specified in relation to the Tranche of Debt Instruments referred to above are as follows:

1	Issuer	: Westpac Banking Corporation (ABN 33 007 457 141)
2	Lead Manager	: Westpac Banking Corporation (ABN 33 007 457 141)
3	Relevant Dealer	: Westpac Banking Corporation (ABN 33 007 457 141)
4	Registrar and Australian Paying Agent	: BTA Institutional Services Australia Limited (ABN 48 002 916 396)

5	Calculation Agent	:	BTA Institutional Services Australia Limited (ABN 48 002 916 396)
6	Issuing and Paying Agent (Offshore)	:	Not Applicable
7	If to form a single Series with an existing Series, specify date on which all Debt Instruments of the Series become fungible, if not the Issue Date	:	Not Applicable
8	Status	:	Senior
9	Currency	:	Australian dollars (“A\$”)
10	Aggregate Principal Amount of Tranche	:	A\$400,000,000
11	If interchangeable with existing Series, Series No.	:	Not Applicable
12	Issue Date	:	11 November 2022
13	Issue Price	:	99.658 per cent. per Denomination
14	Commissions Payable	:	As set out in the Subscription Acknowledgement dated 9 November 2022 between the Issuer and the Lead Manager and Dealer.
15	Selling Concession	:	Not Applicable
16	Purchase Price	:	A\$99,658 fully paid per Denomination
17	Denomination	:	Denominations of A\$100,000 The minimum aggregate consideration for offers or transfers of the Debt Instruments in Australia must be at least A\$500,000 (disregarding moneys lent by the transferor or its associates to the transferee), unless the offer or invitation resulting in the transfer does not otherwise require disclosure to investors in accordance with Parts 6D.2 or 7.9 of the Corporations Act 2001 of Australia.
18	Partly Paid Senior Notes / TCDs	:	Not Applicable
	Specify number, amounts and dates for, and method of, payment of instalments of subscription moneys and any further additional provisions (including Forfeiture Dates in respect of late payment of Partly Paid Senior Notes)	:	Not Applicable
19	Type of Debt Instruments	:	Fixed Rate Debt Instrument
20	If interest-bearing, specify which of the relevant Conditions is applicable	:	Condition 5.2 applies

21	Fixed Rate Debt Instruments	:	Applicable
	Fixed Coupon Amount	:	A\$2,650 per Denomination
	Interest Rate	:	5.300 per cent. per annum payable semi-annually in arrear
	Interest Commencement Date, if not Issue Date	:	Issue Date
	Interest Payment Dates	:	11 May and 11 November in each year commencing on 11 May 2023 up to and including the Maturity Date subject to adjustment in accordance with the Applicable Business Day Convention specified below
	Day Count Fraction	:	Australian Bond Basis
	Initial Broken Amount	:	Not Applicable
	Final Broken Amount	:	Not Applicable
	Applicable Business Day Convention	:	
	- for Interest Payment Dates:		Following Business Day Convention
	- for Interest Period End Dates:		Not Applicable
	- for Maturity Date:		Following Business Day Convention
	- any other date:		Not Applicable
	Additional Business Centre(s)	:	Not Applicable
22	Floating Rate Debt Instruments (Condition 5.3)	:	Not Applicable
23	Index-Linked Interest Debt Instrument provisions	:	Not Applicable
24	Other rates	:	Not Applicable
25	Accrual of interest	:	Not Applicable
26	Default Rate	:	Not Applicable
27	Overdue Rate	:	Not Applicable
28	Zero Coupon Debt Instrument	:	Not Applicable
29	Reference Price	:	Not Applicable
30	Maturity Date	:	11 November 2027, subject to adjustment in accordance with the Applicable Business Day Convention specified above.
31	Maturity Redemption Amount	:	100 per cent. of the Outstanding Principal Amount

32	Early redemption for taxation reasons (Condition 6.3)	:	Applicable
	Specify minimum notice period	:	15 days
	Specify maximum notice period	:	45 days
	Specify any conditions to early redemption	:	Not Applicable
	Early Redemption Amount (Tax)	:	As set out in Condition 6.3
	Early Redemption Date (Tax)	:	As set out in Condition 6.3
33	Early redemption at the option of the Issuer (Call) (Condition 6.4)	:	Not Applicable
34	Early redemption at the option of Holders (Put) (Condition 6.5)	:	Not Applicable
35	Early Termination Amount	:	
	If Early Termination Amount is not the Outstanding Principal Amount of the Debt Instruments, insert amount or full calculation provisions	:	100 per cent. of the Outstanding Principal Amount of the Debt Instruments
	Specify if Holders are not to receive accrued interest on early redemption on default	:	Not Applicable
36	Redemption of Zero Coupon Debt Instruments	:	Not Applicable
37	Deed Poll	:	Senior Note Deed Poll dated 5 March 2014
38	Taxation	:	Condition 8.8 applies
39	Other relevant terms and conditions	:	Not Applicable
40	ISIN	:	AU3CB0294023
41	Common Code	:	255507010
42	Common Depository	:	Not Applicable
43	Austraclear Number	:	WP2265
44	Any Clearing System other than Euroclear / Clearstream, Luxembourg / Austraclear	:	Not Applicable
45	Settlement procedures	:	Customary medium term note settlement and payment procedures apply
46	U.S. selling restrictions	:	As set out in the Information Memorandum
47	Distribution of Information Memorandum	:	As set out in the Information Memorandum

- 48 **Other selling restrictions** : As set out in the Information Memorandum
- 49 **Australian interest withholding tax** : The Issuer intends to issue the Debt Instruments in a manner consistent with the public offer test set out in section 128F(3) of the Income Tax Assessment Act 1936 of Australia (the “**Tax Act**”). If the requirements of section 128F of the Tax Act are not satisfied, Condition 8.8 will be applicable (subject to Item 38 above), and accordingly the Issuer may, subject to certain exceptions, be obliged to pay Additional Amounts in accordance with Condition 8.8.
- See also the section of the Information Memorandum entitled “Australian Taxation”.
- 50 **Transaction Documents** : Not Applicable
- 51 **Listing** : Not Applicable
- 52 **Events of Default** : Condition 7.1 applies
- 53 **Additional or alternate newspapers** : Not Applicable
- 54 **Stabilisation Manager** : Not Applicable
- 55 **Other amendments** : Not Applicable
- 56 **Other disclosure** : As set out in the Information Memorandum.

As at the date of this Supplement, the Issuer’s long term credit ratings are as follows:
 S&P Global Ratings: AA- (stable)
 Moody’s: Aa3 (stable)
 Fitch: A+ (stable)

The Debt Instruments to be issued are expected to be assigned the following ratings:
 S&P Global Ratings: AA-
 Moody’s: Aa3

CONFIRMED

For and on behalf of
Westpac Banking Corporation

By:

Name

Position

Date: 9 November 2022