



**Certificate of Approval of a Prospectus
pursuant to The Prospectus Regulations 2005**

To:

**FINANZMARKTAUFSICHT (FMA) - FINANCIAL MARKET AUTHORITY (AUSTRIA)
COMMISSION BANCAIRE, FINANCIERE ET DES ASSURANCES (BELGIUM)
FINANSTILSYNET (DENMARK)
RAHOITUSTARKASTUS (FINLAND)
AUTORITE DES MARCHES FINANCIERS (FRANCE)
BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGSAUFSICHT (BAFIN) (GERMANY)
CENTRAL BANK OF IRELAND (IRELAND)
COMMISSIONE NAZIONALE PER LE SOCIETÀ E LA BORSA (ITALY)
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (LUXEMBOURG)
AUTORITEIT FINANCIËLE MARKTEN (AFM) (THE NETHERLANDS)
KREDITILSYNET (NORWAY)
FINANSINSPEKTIONEN (SWEDEN)**

From:

**The Financial Conduct Authority
12 Endeavour Square, London E20 1JN, United Kingdom**

We hereby certify that the Supplementary Prospectus detailed below has been drawn up in accordance with Directive 2003/71/EC as amended by the Directive 2010/73/EU or national law transposing the Directive and was approved by the FCA on 5 February 2019.

Name of Issuer: Australia and New Zealand Banking Group Limited

Registered Office/Seat: Australia

Type of Securities: Supplementary Prospectus relating to the U.S.\$60,000,000,000 Euro Medium Term Note Programme

Guarantor (if any): N/A

Annexes: N/A

National Identifier Number: SUP04646

Financial Conduct Authority
Consent Approved
Date: 7/2/19
Signed: [Signature]

We have authorised, in accordance with Article 8 of Directive 2003/71/EC as amended by the Directive 2010/73/EU or national law transposing Directive 2003/71/EC as amended, the omission of the information on the following grounds: **No omission**

Attachments:

1. Supplementary Prospectus dated 5 February 2019.