



**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)
BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGSAUFSICHT (BAFIN) (GERMANY)
IRISH FINANCIAL SERVICES REGULATORY AUTHORITY (IRELAND)
COMMISSIONE NAZIONALE PER LE SOCIETÀ E LA BORSA (ITALY)
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (LUXEMBOURG)
AUTORITEIT FINANCIËLE MARKTEN (AFM) (THE NETHERLANDS)
FINANSINSPEKTIONEN (SWEDEN)**

From:

**The Financial Services Authority
25 The North Colonnade, Canary Wharf, London E14 5HS, United Kingdom**

We hereby certify that the Base Prospectus and Supplementary prospectuses detailed below have been drawn up in accordance with Directive 2003/71/EC or national law transposing the Directive and were approved by the FSA on 21st July, 31st July and 7th August 2009 respectively.

Name of Issuer:	1. Australia and New Zealand Banking Group Limited 2. ANZ National Bank Limited 3. ANZ National (Int'l) Limited
Registered Office/Seat:	1. Australia 2. New Zealand 3. New Zealand
Type of Securities:	US\$60,000,000,000 Euro Medium Term Note Programme
Guarantor (if any):	N/A
Annexes:	IV, V, VI, XI, XII & XVI

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

Attachments:

- 1. Base Prospectus dated 21st July 2009**
- 2. Dutch translation of the Summary**

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Web site: www.cesr-eu.org

**UK Listing Authority
Document approved**

Date: 7 August 2009

Signed: 1. [Signature]

Signed: 2. [Signature]



- 3. French translation of the Summary
- 4. Danish translation of the Summary
- 5. Swedish translation of the Summary
- 6. German translation of the Summary
- 7. Italian translation of the Summary