



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)
RAHOITUSTARKASTUS (FINLAND)
AUTORITE DES MARCHES FINANCIERS (FRANCE)
BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGS-AUFSICHT (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)

From:

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

We hereby certify that the Base Prospectus detailed below has been drawn up in accordance with Directive 2003/71/EC or national law transposing the Directive and was/were approved by the FSA on 13 October 2011.

Name of Issuer: 1) Commonwealth Bank of Australia
2) ASB Finance Limited

Registered Office/Seat: 1) Australia
2) New Zealand

Type of Securities: U.S.\$70,000,000,000 Euro Medium Term Note Programme

Guarantor (if any): ASB Finance Limited guaranteed by ASB Bank Limited

Annexes: IV, V, VI, IX, XII, XIII

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 13 October 2011.
2. French Translation of the Summary
3. Finnish Translation of the Summary
4. German Translation of the Summary
5. Italian Translation of the Summary

Financial Services Authority
UK Listing Authority
Document approved

Date: 26/10/11

Signed: 1 *N Patel*