

Commonwealth Bank Australia

Commonwealth Bank of Australia, A.B.N. 48 123 123 124



Incorporated in Australia with limited liability

ASB Finance Limited

Incorporated in New Zealand with limited liability

Unconditionally and irrevocably guaranteed (in the case of Notes issued by ASB Finance Limited) by

ASB Bank Limited

Incorporated in New Zealand with limited liability

U.S.\$70,000,000,000

Euro Medium Term Note Programme

This supplement (the “**Supplement**”) comprises a supplement for each of the Issuers and ASB (each as defined below) to the Programme Circular (the “**Programme Circular**”) dated 13 October 2011. The Programme Circular is a base prospectus prepared in connection with the Euro Medium Term Note Programme (the “**Programme**”) established by Commonwealth Bank of Australia (“**CBA**”) and ASB Finance Limited, London Branch (“**ASB Finance**”) and, together with CBA, the “**Issuers**”) and guaranteed (in the case of Notes issued by ASB Finance) by ASB Bank Limited (“**ASB**”). This Supplement constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the “**FSMA**”). Investors should be aware of their rights under Section 87Q(4) of the FSMA.

Terms defined in the Programme Circular have the same meaning when used in this Supplement. This Supplement is supplemental to, and should be read in conjunction with, the Programme Circular and the other supplements to the Programme Circular issued by the Issuers. A copy of this Supplement will be made available for inspection at the offices of CBA and ASB Finance (currently Senator House, 85 Queen Victoria Street, London EC4V 4HA) and at the offices of any Paying Agent in the United Kingdom for so long as the Programme remains in existence.

CBA accepts responsibility for the information contained in this Supplement except for information in paragraph 1 below (to the extent that it does not apply to CBA) and paragraphs 3 to 4 (inclusive) below. Each of ASB and ASB Finance accepts responsibility for the information contained in this Supplement except for the information contained in paragraph 1 below (to the extent that it does not apply to either ASB or ASB Finance) and paragraph 2 below. To the best of the knowledge of each of CBA, ASB Finance and ASB (which have each taken all reasonable care to ensure that such is the case) the information contained in this Supplement for which it has taken responsibility in accordance with the preceding sentences of this paragraph, is in accordance with the facts and does not omit anything likely to affect the import of such information.

On 1 December 2011, Standard & Poor's announced that they had lowered their long-term issuer credit rating on CBA and certain of its subsidiaries (including ASB and ASB Finance) to "AA-" from "AA". In addition, Mr Ian Narev assumed the role of Managing Director and Chief Executive Officer of CBA on 1 December 2011 and resigned as a director of ASB and as a member of ASB's Audit & Risk Committee effective as of 30 November 2011.

Accordingly, the purpose of this Supplement is to (i) amend the ratings of CBA, ASB and ASB Finance contained in the Programme Circular to reflect changes to the ratings provided by Standard & Poor's, (ii) update the description of the directors of CBA contained in the Programme Circular to reflect Mr Ian Narev's appointment as Managing Director and Chief Executive Officer of CBA and (iii) update the description of the directors of ASB and the members of ASB's Audit & Risk Committee contained in the Programme Circular to reflect Mr Ian Narev's resignations from the same.

The Programme Circular is amended by this Supplement as follows:

1. The references in the Programme Circular to each of CBA, ASB and ASB Finance as being rated "AA by S&P" shall be globally changed to "AA- by S&P".
2. The paragraph entitled "Ralph J Norris, KNZM, Managing Director and Chief Executive Officer" contained in the section entitled "Directors of Commonwealth Bank of Australia" on page 104 of the Programme Circular shall be deleted and replaced with the following:

"Ian M Narev BA, LLB (Hons) (Auck); LLM (Cantab); LLM (NYU), Managing Director and Chief Executive Officer

Mr Narev assumed the role of Managing Director and Chief Executive Officer on 1 December 2011, taking over from Mr Ralph Norris following his retirement. Previously he was the Group Executive, Business and Private Banking for CBA and a director of the Board of ASB from March 2008 until 30 November 2011. Mr Narev joined CBA in 2007 as Group Head of Strategy from McKinsey & Company, where he was a global partner and head of the New Zealand office. He began his career with McKinsey in New York in 1998. Prior to that he was a lawyer specialising in mergers and acquisitions.

Mr Narev is a resident of New South Wales. Age 44."

3. The first paragraph of the section entitled "Audit & Risk Committee" contained in the section entitled "ASB Bank Limited" on page 110 of the Programme Circular shall be amended by deleting the words "I M Narev".
4. The section entitled "Directors of ASB Bank Limited" on page 112 of the Programme Circular shall be amended by:
 - (a) deleting the word "eight" in the first sentence of the first paragraph and replacing it with the word "seven";
 - (b) deleting the word "six" in the first sentence of the first paragraph and replacing it with the word "five"; and
 - (c) deleting the paragraph entitled "I.M. (Ian) Narev BA, LLB (Hons) (Auck); LLM (Cantab); LLM (NYU)".

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Programme Circular by this Supplement and (b) any other statement in or incorporated in the Programme Circular, the statements in (a) above will prevail.

Save as disclosed in this Supplement and any supplement to the Programme Circular previously issued, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Programme Circular since the publication of the Programme Circular.