

**Commonwealth Bank Australia**

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



Incorporated in Australia with limited liability

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

## **Euro Medium Term Note Programme**

*\*Combined programme limit for the Euro Medium Term Note Programme of ASB Finance Limited and Commonwealth Bank of Australia. This Supplement relates to Notes to be issued under such programme by Commonwealth Bank of Australia only.*

This supplement (the “**Supplement**”) comprises a supplement for Commonwealth Bank of Australia (the “**Issuer**”) to the Programme Circular dated 3 July 2017 as supplemented on 14 August 2017, 12 September 2017 and 21 December 2017 (as so supplemented, the “**Programme Circular**”). The Programme Circular is a base prospectus prepared in connection with the Euro Medium Term Note Programme (the “**Programme**”) established by the Issuer. This Supplement constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (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 any other supplements to the Programme Circular issued by the Issuer. A copy of this Supplement will be made available for inspection at the offices of the Issuer and at the offices of any Paying Agent in the United Kingdom for so long as the Programme remains in existence. This Supplement and the Profit Announcement (as defined below) will be published on the website of the Regulatory News Service operated by the London Stock Exchange at

<http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

The purpose of this Supplement is to (i) incorporate by reference specified pages of the Profit Announcement into the Programme Circular; (ii) confirm that there has been no significant change in the financial or trading position of the Issuer and its subsidiaries, taken as a whole, since the date of its unaudited financial statements prepared to 31 December 2017; and (iii) update the Programme Circular to reflect the appointment of Matt Comyn as the new Managing Director and Chief Executive Officer of the Issuer, which appointment will be effective from 9 April 2018.

On 7 February 2018, the Issuer published its Profit Announcement (the “**Profit Announcement**”) for the half year ended 31 December 2017, which includes its unaudited consolidated interim financial statements (including the auditor's review report thereon) for the half year ended 31 December 2017. A copy of the Profit Announcement has been filed with the Financial Conduct Authority.

Accordingly, the unaudited consolidated interim financial statements for the half year ended 31 December 2017 and the auditor's review report (set out on pages 85 to 121 (inclusive) and page 123 of the Profit Announcement) of the Issuer shall be deemed to be incorporated in, and form part of, the Programme

Circular. The non-incorporated parts of the Profit Announcement are either not relevant for the investor or covered elsewhere in the Programme Circular.

There has been no significant change in the financial or trading position of the Issuer and its subsidiaries, taken as a whole, since the date of its unaudited financial statements prepared to 31 December 2017.

If documents which are incorporated by reference themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the Prospectus Directive (Directive 2003/71/EC) except where such information or other documents are specifically incorporated by reference. Copies of all documents incorporated by reference in the Programme Circular are available on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html> and can also be obtained from the branch in London of the Issuer and from the London office of Deutsche Bank AG, London Branch, as described on page 23 of the Programme Circular.

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 by reference 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.

#### **Update to the Programme Circular**

The following is added to the end of the paragraph entitled “*Recent Developments*” in the section entitled “*Commonwealth Bank of Australia*” on page 69 of the Programme Circular (as inserted in the supplement to the Programme Circular dated 12 September 2017):

*“Appointment of new Managing Director and Chief Executive Officer*

Matt Comyn will be the new Chief Executive Officer of the Bank, which appointment will be effective from 9 April 2018. Matt Comyn will replace Ian Narev, who announced in August 2017 that he would retire by the end of the 2018 financial year.”

A new paragraph shall be inserted at the end of the section entitled “*Directors of Commonwealth Bank of Australia*” on page 73 of the Programme Circular as follows:

**“Matt Comyn, Managing Director and Chief Executive Officer (effective 9 April 2018)**

Effective from 9 April 2018, Mr Comyn will be Managing Director and Chief Executive Officer. Mr Comyn will replace Mr Narev, who announced in August 2017 that he would retire by the end of the 2018 financial year.

Mr Comyn joined the Group in 1999, and has held a number of senior leadership roles. In 2012, Mr Comyn was appointed Group Executive Retail Banking Services, which also leads the development of digital products and services on behalf of the Group.

Between 2006 and 2010, Mr Comyn was Managing Director of the Bank’s biggest digital business, CommSec.

In 2010, Mr Comyn left the Group for a short time to become CEO of Morgan Stanley’s wealth business in Australia. Mr Comyn returned to lead the Group’s local business banking.

Other Directorships and Interests: Unicef Australia.

Qualifications: Executive MBA from Sydney University, a Master's degree in Commerce, majoring in finance, and a Bachelor's degree in Aviation, both from the University of New South Wales. Mr Comyn has also completed the General Management Program at Harvard Business School.

Mr Comyn is a resident of New South Wales. Age 42.”