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## Pricing Term Sheet Medallion Trust Series 2013-2

# AUD 3,200 Million Prime Residential Mortgage-Backed Securities

Class A1 Notes AAA(sf)/AAAsf (S&P/Fitch) AUD 2,011,000,000

Class A2 Notes AAA(sf)/AAAsf AUD 525,000,000

Class A3 Notes AAA(sf)/AAAsf AUD 400,000,000

Class B Notes AA-(sf)/AA-sf AUD 200,000,000

Class C Notes Not Rated /Not Rated AUD 64,000,000

### Arranger

Commonwealth Bank of Australia ABN 48 123 123 124

Lead Managers and Book-Runners Commonwealth Bank of Australia ABN 48 123 123 124

Citigroup Global Markets Australia Pty Limited ABN 64 003 114 832

### **Co-Manager**

Macquarie Bank Limited ABN 46 008 583 542

All investors are advised to carefully read the **Important Notice** on pages 13-14 of this Term Sheet before considering any investment.







## Summary of Notes at Issue

Class	ISIN	Amount (%)	Credit Support (%)	Amount (AUD)	Expected Rating (S&P / Fitch)	Coupon	Weighted Average Life (yrs) <sup>1</sup>	Legal Maturity
Class A1	AU3FN0019972	62.84		2,011,000,000	AAA(sf) / AAAsf	BBSW1M + 0.80%	2.5	
Class A2	AU3FN0019980	16.41	8.25	525,000,000	AAA(sf) / AAAsf	BBSW1M + 0.90%	3.5	The Distribution Date in October
Class A3	AU3CB0212702	12.50		400,000,000	AAA(sf) / AAAsf	4.50% Fixed	4.95 <sup>2</sup>	2045
Class B	AU3FN0019998	6.25	2.00	200,000,000	AA-(sf) / AA-sf	Undisclosed	5.1	
Class C	AU3FN0020004	2.00	0.00	64,000,000	NR / NR	Undisclosed	9.4	
Total		100.0		3,200,000,000				

1: WAL is based on a flat Conditional Prepayment Rate ("CPR") of 20%, Step-Down Conditions being met at the first available opportunity, refinance of the Class A3 Notes at the Class A3 Refinancing Date and exercise of the Call Option when the pool balance reaches 10% of the amount outstanding at the Cut-Off Date.

2: Class A3 Notes will be subject to the Manager holding a refinance option on each Distribution Date from 4.95 years after the Closing Date (Class A3 Refinancing Date (the Payment Date in August 2018)). The refinance may only occur once. At the marketed CPR of 20%, the WAL of the refinanced Class A3 Notes (Class A3-R Notes) is 3.8 years (assuming the refinance occurs on the Class A3 Refinancing Date).

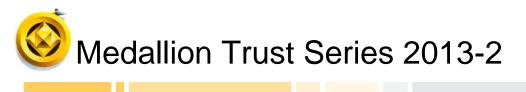
This document relates solely to the issue of Notes from Medallion Trust Series 2013-2, and does not relate to and is not relevant for any other purpose. For complete details of the transaction, investors should refer to the Medallion Trust Series 2013-2 Information Memorandum to be dated on or around 30 August, 2013.

## No Guarantee by Commonwealth Bank of Australia, Macquarie Bank or Citigroup

The Notes do not represent deposits or other liabilities of Commonwealth Bank of Australia ("Commonwealth Bank of Australia", "Seller", "Servicer" and "Manager"), Citigroup Global Markets Australia Pty Limited (ABN 64 003 114 832) ("Citigroup") or Macquarie Bank Limited (ABN 46 008 583 542) ("Macquarie" or "Co-Manager") or any other member of the Commonwealth Bank of Australia, Citigroup or Macquarie groups. Neither Commonwealth Bank of Australia, Citigroup or Macquarie groups guarantee the payment or repayment or the return of any principal invested in, or any particular rate of return on, the Notes or the performance of the Assets of the Series Trust. In addition, none of the obligations of the Manager, the Seller or the Servicer are guaranteed in any way by Commonwealth Bank of Australia, Citigroup, Macquarie or any other member of the Commonwealth Bank of Australia, Citigroup, Macquarie or the Seller or the Servicer are guaranteed in any way by Commonwealth Bank of Australia, Citigroup, Macquarie or any other member of the Commonwealth Bank of Australia, Citigroup, Macquarie or any other member of the Commonwealth Bank of Australia, Citigroup, Macquarie or the Seller or the Servicer are guaranteed in any way by Commonwealth Bank of Australia, Citigroup, Macquarie or any other member of the Commonwealth Bank of Australia, Citigroup, Macquarie or any other member of the Commonwealth Bank of Australia, Citigroup, Macquarie or any other member of the Commonwealth Bank of Australia, Citigroup, Macquarie or any other member of the Commonwealth Bank of Australia, Citigroup, Macquarie or any other member of the Commonwealth Bank of Australia, Citigroup, Macquarie or any other member of the Commonwealth Bank of Australia, Citigroup, Macquarie or any other member of the Commonwealth Bank of Australia, Citigroup, Macquarie groups.

Cormonwealth Bank





# **Transaction Parties**

Medallion Trust Series 2013-2	
Perpetual Trustee Company Limited (ABN 42 000 001 007) in its capacity as trustee of the Issue Trust	
P.T. Limited (ABN 67 004 454 666)	
Securitisation Advisory Services Pty Limited (ABN 88 064 133 946)	
Commonwealth Bank of Australia	
Commonwealth Bank of Australia	
Commonwealth Bank of Australia, Citigroup Global Markets Australia Pty Limited	
Macquarie Bank Limited	
Standard & Poor's (Australia) Pty Ltd (ABN 62 007 324 852) ("S&P"); and Fitch Australia Pty Ltd (ABN 93 081 339 184) ("Fitch")	
Genworth Financial Mortgage Insurance Pty Limited (ABN 60 106 974 305) ("Genworth") )(AA-/Negative (S&P); NR (Fitch)) 15.11% of the preliminary pool 84.89% of the preliminary pool does not have Lenders Mortgage Insurance	





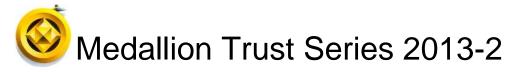


# **Transaction Structure**

Class A Notes Credit Support	Class A Notes are the: Class A1 Notes, Class A2 Notes, Class A3 Notes and Class A3-R Notes (post the Class A3 Refinancing Date).	
	Subordination to the Class A Notes is sized in excess of that required to achieve AAA(sf)/AAAsf ratings.	
	Fitch sized the LMI independent AAAsf preliminary pool credit support at 4.1%	
	S&P sized the LMI independent AAA(sf) preliminary pool credit support at 4.81%	
	Credit support provided is 8.25%	
Class A3 Notes	Class A3 Notes (the "Fixed Rate Notes") are structured as fixed rate, soft bullet Notes eligible for inclusion in the UBSA Composite Bond Index.	
	No principal is repaid to the Class A3 Notes prior to the Class A3 Refinancing Date.	
Class A3 Refinancing Date	The Payment Date in August 2018	
	The Manager has the right to refinance the Class A3 Notes (or Class A3-R Notes post the Class A3 Refinancing Date) on:	
	<ul><li>a) the Class A3 Refinancing Date; and</li><li>b) each Distribution Date following the Class A3 Refinancing Date.</li></ul>	
	The refinance may only occur once. Prior to the Class A3 Refinancing Date, the Manager will seek to market a floating rate, amortising security (the Class A3-R Note) with a WAL of 3.8 years (assuming the Issue prepays at a constant 20% CPR from the Closing Date and the refinance occurs on the Class A3 Refinancing Date). The face value of the Class A3-R Note is the original face value of the Class A3 Notes minus the Class A3 GIC Repayment (if any), or, in the case of refinance post the Class A3 Refinancing Date, the then current balance of the Class A3-R Notes.	
	1. If the Manager is successful in placing the Class A3-R Note at a margin less than the Class A3 Stepped-Up Margin, existing Class A3/A3-R Note investors will be fully repaid at the time of refinancing via proceeds from the new Class A3-R Note issuance and, if refinance occurs on the Class A3 Refinancing Date, the Class A3 GIC Repayment (if any).	
	2. If the Manager is unsuccessful in placing the Class A3-R Note, at a margin less than the Class A3 Stepped-Up Margin, on and from the Class A3 Refinancing Date, the Class A3 Notes will convert to a Class A3-R Note with a margin of the Class A3 Stepped-Up Margin until refinanced under point 1 above (if at all).	
Class A3 Stepped-Up Margin	The Class A3 Stepped-Up Margin is the Class A3 Swap Margin plus 0.50% per annum.	
Class B Notes	Subordination to the Class B Notes is sized to support the AA-(sf)/AA-sf (S&P/Fitch) ratings.	
Class C Notes	The Class C Notes are unrated by the Rating Agencies.	

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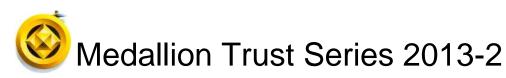


Guaranteed Investment Contract	The Guaranteed Investment Contract Account ("GIC Account") is a deposit account established to provide a guaranteed return of 1 month BBSW on deposits made into the GIC Account in accordance with the Class A Principal Allocation Waterfall.
	The only withdrawal date under the GIC Account corresponds to the Class A3 Refinancing Date. At this date, all amounts standing to the credit of the GIC Account (if any) plus GIC Authorised Investments, is paid to reduce the face value of the Class A3 Notes ("Class A3 GIC Repayment").
	If, as a result of the withdrawal or downgrade of the GIC Account Provider's credit rating by any of the Rating Agencies, the GIC Account Provider does not have a short term credit rating of at least A-1 by S&P and F1 by Fitch Ratings (or suitable standby guarantee), then the Manager, the GIC Account Provider, the Security Trustee and the Trustee will make arrangements as soon as practicable to novate the GIC Account or otherwise procure the transfer of the GIC Account to another financial institution provided that a rating notification has been provided in respect of such novation or transfer.
	If the Manager forms the opinion that the then current GIC Account balance will result in the reduction, qualification or withdrawal of the ratings then assigned by that Rating Agency to the Class A3 Notes, the Manager may direct the Trustee to withdraw an amount from the GIC Account and invest that amount in authorised investments ("GIC Authorised Investments") which have a maturity prior to the Class A3 Refinancing Date provided that the GIC Authorised Investments will not cause a reduction, qualification or withdrawal of the ratings then assigned to the Class A3 Notes.
Income Reserve	An Income Reserve, sized at 0.50% of the total initial Invested Amount of the Notes will be funded by the Originator at the Closing Date. The Income Reserve will be utilised for the purpose of offsetting the yield shortfall generated by the difference between the Class A3 Swap Margin and proceeds deposited to the GIC Account (if any). Any amounts standing to the credit of the Income Reserve at the Class A3 Refinancing Date will be returned to the Originator.

# The Notes

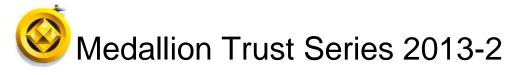
Form and Denomination of the Notes	Registered form and in denominations of AUD100,000		
Floating Rate Notes	Class A1 Notes, Class A2 Notes, Class A3-R Notes (post Class A3 Refinancing Date), Class B Notes and Class C Notes		
Fixed Rate Notes	Class A3 Notes		
Pricing Date	16 August 2013		
Closing Date	30 August 2013		
First Distribution Date	Floating Rate Notes	Fixed Rate Notes	
(excluding Class A3-R Notes)	11 October 2013	11 February 2014	
Note Distribution Date	Floating Rate Notes	Fixed Rate Notes	





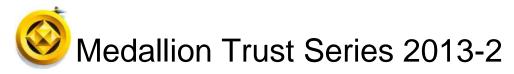
	11 <sup>th</sup> of each calendar month from the First Floating Rate Note Distribution Date subject to modified following business day convention.	11 <sup>th</sup> of each February and August from the First Fixed Rate Notes Distribution Date to the Class A3 Refinancing Date subject to modified following business day convention	
	(Interpolation between 1-month BBSW and 2-month BBSW applies to the first long interest period)	(short first coupon for the initial interest period will be \$8,070,652.17)	
Ex-Interest Date	Two Business Days prior to each Distribution Date		
Legal Final Maturity	The Distribution Date occurring in Octob	per 2045	
Class A1 Note Issue Margin	1 month BBSW + 0.80%		
Class A2 Note Issue Margin	1 month BBSW + 0.90%		
Class A3 Coupon	4.50% Fixed		
Class A3 Swap Margin	1.15% (Semi-monthly coupon matched	asset swap basis)	
Class B Note Issue Margin	Undisclosed		
Class C Note Issue Margin	Undisclosed		
Step-up Margin	If the Call Option is not exercised, the Margin on Class A1 Notes and Class A2 Notes will step up by 0.25% per annum.		
Floating Rate Notes Re-Offer Price	100.000%		
Fixed Rate Notes Re-Offer	Note	Class A3	
Price and Re-Offer Yield	Re-Offer Price	99.189%	
	Re-Offer Yield	4.685%	
Floating Rate Note Interest Interest on each Floating Rate Note will be payable monthly in a Distribution Date.		l be payable monthly in arrears on each	
Fixed Rate Notes Interest	Coupon interest is payable at the semi-annual Fixed Rate Note Distribution Dates at half the annual amount in arrears up to and including the Class A3 Refinancing Date. The first fixed coupon (payable 11 February 2014) will be based on an accrual method from the Closing Date.		
Day Count Basis	Floating Rate Notes	Fixed Rate Notes	
	Actual/365 (fixed)	RBA Bond Basis	
Class A3 Note Refinancing Date, Fixed Rate Note Conversion		d at the Class A3 Refinancing Date, the pay, amortising, floating rate Notes with A3 Stepped-Up Margin	
to Monthly Floating Rate Note and Fixed Rate Note Non			





Refinance Step-Up Margin		
Call Option	means the later of:	
	<ul> <li>a) the first Distribution Date on which the aggregate Mortgage Loan Principal in relation to Mortgage Loans which are then part of the Assets of the Series Trust is less than 10% of the aggregate Mortgag Loan Principal in relation to Mortgage Loans that were part of the Assets of the Series Trust as at the Closing Date; and</li> </ul>	
	b) the Class A3 Refinancing Date.	
Minimum Parcel Size	Minimum amount payable, by each investor on acceptance of the offer or application (as the case may be) of at least AUD500,000 (calculated in accordance with both section 708(9) of the Corporations Act and regulation 7.1.18 of the Corporations Regulations 2001) or does not otherwise require disclosure to investors under Part 6D.2 of the Corporations Act and is not made to a Retail Client.	
Interest Withholding Tax	The Manager intends to offer the Class A Notes, Class B Notes and Class C Notes in a manner that satisfies the public offer test under existing Australian taxation law.	
Principal Draws	To cover possible liquidity shortfalls in the payments of interest on the Notes (other than the Class C Notes) and the other senior expenses of the Series Trust, the Manager will direct the Trustee to allocate available principal collections towards meeting the shortfall.	
Liquidity Facility	The Liquidity Facility will equal \$96,000,000 (3.0% of the issue size) and will amortise subject to a floor of \$9,600,000. The Liquidity Facility will amortise annually in line with the rateable reduction of the outstanding pool balance.	
	The Liquidity Facility will not amortise prior to the Class A3 Refinancing Date if:	
	<ul> <li>unreimbursed charge-offs are outstanding;</li> <li>the Liquidity Facility has been drawn in the prior period;</li> <li>Principal Draws are outstanding.</li> </ul>	
Business Days	Sydney	
RBA Repo Status	Application is intended to be made by the Manager to the Reserve Bank of Australia ("RBA") for the Class A Notes to be added to the list of eligible securities for repurchase agreements conducted by the RBA.	
Governing Law	New South Wales	
Clearing	Austraclear Euroclear	
CRD2 Compliance	The Capital Requirements Directive of the European Parliament (whic comprises Directive 2006/48/EC and Directive 2006/49/EC) was amended to Directive 2009/111/EC to introduce new rules regarding investment and oth forms of participation in securitisation transactions by European Union regulated credit institutions on and after 1 January 2011 (the "CRD2 Rules").	
	Commonwealth Bank of Australia (as the originator of the mortgage loans to be securitised and included in the Series Trust) will undertake to the Trustee to	





	<ul> <li>hold, in accordance with Article 122a of the CRD2 Rules, a net economic interest in this securitisation transaction. Such interest will be comprised of an interest in randomly selected exposures equivalent to no less than 5% of the aggregate principal balance of the securitised exposures in accordance with Article 122a paragraph (1) sub-paragraph (c). The Manager will include information in any reports provided to Noteholders: <ul> <li>(a) confirming Commonwealth Bank of Australia's continued retention of the interest described above; and</li> <li>(b) any change to the manner in which the interest will be comprised if there are exceptional circumstances which cause the manner in which the interest is held to change.</li> </ul> </li> <li>Each prospective investor that is required to comply with Article 122a of the CRD2 Rules (as implemented in each Member State of the European Economic Area) is required to independently assess and determine the sufficiency of the information described above and in the Information Memorandum generally for the purposes of complying with Article 122a and none of the Trustee, Commonwealth Bank of Australia and each other party to a Transaction Document makes any representation that the information described above or in the Information Memorandum is sufficient in all circumstances for such purposes. Prospective investors who are uncertain as to the requirements under Article 122a which apply to them in respect of their relevant will be required to demonstrate compliance to national regulators. Investors who are uncertain as to the requirements that will need to be compliance with Article 122a and y implementing rules in a relevant jurisdiction should seek guidance from their regulator. Similar requirements to those set out in Article 122a may be implemented for other EU regulated investors (such as certain types of investment fund managers, insurance and reinsurance undertakings) in the future. Article 122a of the CRD2 Rules and any other changes to the regulation or regulat</li></ul>
US Selling Restrictions	The Notes have not been and will not be registered under the United States Securities Act of 1933, as amended ("Securities Act") and the Trustee has not been and will not be registered as an investment company under the United States Investment Company Act of 1940, as amended ("Investment Company Act"). An interest in the Notes may not be offered or sold within the United States or to, or for the account or benefit of, a "U.S. person" (as defined in Regulation S under the Securities Act ("Regulation S")) at any time except in accordance with Regulation S or pursuant to an exemption from the registration requirements of the Securities Act.





# **Investor Reporting**

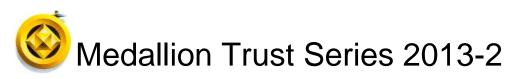
Transaction Reporting	Investor reporting will be provided as for all Medallion transactions (trustee reports and reporting on Commonwealth Bank's website <a href="http://www.commbank.com.au/securitisation">http://www.commbank.com.au/securitisation</a> )
Bloomberg	A request will be made to Bloomberg to list the transaction on their information system with the same functionality as all Medallion securitisation transactions (ticker: MEDL< <mtge>&gt;)</mtge>

## **Trust Cash Flows**

On all flam Matanfall	1. Senior Expenses	
Cash flow Waterfall Summary (pre Event of	Pari-passu and rateably:	
Default) - Income	a. Redraw Note Interest (if any);	
	b. Class A1 Note Interest;	
	c. Class A2 Note Interest;	
	d. Class A3 Note Interest (on Fixed Rate Note Distribution	
	Dates, on and prior to the Class A3 Refinancing Date); e. Class A3-R Note Interest (post the Class A3 Refinancing	
	Date)	
	3. Class B Note Interest;	
	4. Repayment of Principal Draws (if any);	
	<ol> <li>Reinstatement of Class A Notes and Redraw Note Charge-Offs (if any);</li> </ol>	
	<ol><li>Reinstatement of Class B Note Charge-Offs (if any);</li></ol>	
	<ol><li>Reinstatement of Class C Note Charge-Offs (if any);</li></ol>	
	<ol> <li>Reinstatement of draws on the Extraordinary Expense Reserve (if any);</li> </ol>	
	9. Subordinated amounts owing (if any) to the Liquidity Facility Provider;	
	10. Subordinated swap termination payments (if any) to the Interest Rate Swap Provider;	
	11. Class C Note interest;	
	12. The Manager's establishment fee reimbursement;	
	3. Excess Available Income.	
Note Class Principal		
Allocations	Definitions	
	A1 The aggregate Invested Amount of the Class A1 Notes on the immediately preceding Determination Date;	
	A2 The aggregate Invested Amount of the Class A2 Notes on the immediately preceding Determination Date;	
	A3 The aggregate Invested Amount of the Class A3 Notes (less the balance of the GIC Account and GIC Authorised Investments) on the immediately preceding Determination Date;	
	A3R The aggregate Invested Amount of the Class A3-R Notes on the immediately preceding Determination Date;	
	A The aggregate Invested Amount of the Class A1, Class A2, Class A3 (less the balance of the GIC Account and GIC Authorised Investments) and Class A3-R Notes on the immediately preceding Determination Date (A1+A2+A3+A3R)	

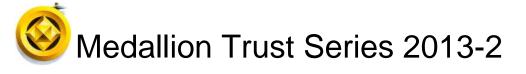






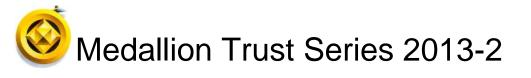
	B The aggregate Invested Amount of the Class B Notes on the immediately preceding Determination Date
	C The aggregate Invested Amount of the Class C Notes on the immediately preceding Determination Date
	Z The aggregate Invested Amount of the Class A1 Notes, the Class A2 Notes, the Class A3 Notes (less the balance of the GIC Account and GIC Authorised Investments), the Class A3-R Notes, the Class B Notes and the Class C Notes on the immediately preceding Determination Date
	P The available principal less distribution to Redraw Notes (if any)
	Class A Principal Allocation
	= Minimum [ (P - Class B Principal Allocation) , A ]
	Class A1 and A3 Principal Allocation:
	$= \frac{A1+A3+A3R}{A} \times \text{Class A Principal Allocation}$
	Class A2 Principal Allocation:
	$= \frac{A2}{A} \times \text{Class A Principal Allocation}$
	Class B Principal Allocation
	= Zero, where Step-Down Conditions <u>are not</u> satisfied
	= Minimum $\left[\frac{B+C}{Z} \times P, B\right]$ where Step-Down Conditions <u>are</u> satisfied
	Class C Notes receive no principal until all other Notes are fully repaid
Class A Principal Allocation Waterfall	All Class A Notes benefit from the same level of credit enhancement and rank equally with respect to Charge-Offs.
	Class A1 Notes and Class A3/A3-R Notes pay principal sequentially amongst themselves and are paid pari-passu with the Class A2 Notes, as outlined below.
	On each Distribution Date, pari-passu and rateably, distribute the Class A Principal Allocation as follows:
	1. The Class A1 and A3 Principal Allocation to:
	a. first, the Class A1 Notes until fully repaid, and;
	b. second:
	<ul> <li>i. on or prior to the Class A3 Refinancing Date, to the GIC Account until the balance of the GIC Account (plus GIC Authorised Investments) is equal to the aggregate Invested Amount of the Class A3 Notes; and</li> </ul>
	ii. after the Class A3 Refinancing Date, to the Class A3-R Notes until fully repaid; and
	2. The Class A2 Principal Allocation to the Class A2 Notes until fully repaid





Cash flow Waterfall	1. Fund Seller Advances (if any)	
Summary (pre Event of Default) - Principal	2. Repay Redraw Notes (if any)	
<i>,</i> ,	3. Pari-passu and rateably, distribute the:	
	a. Class A Principal Allocation to the Class A Notes in accordance with the Class A Principal Allocation Waterfall;	
	b. Class B Principal Allocation to the Class B Notes;	
	4. Distribute to the Class B Notes until fully repaid;	
	5. Distribute to the Class C Notes until fully repaid;	
	6. Any surplus (if any) to the Residual Capital Unitholder.	
	Refer to the Medallion Trust Series 2013-2 Information Memorandum for further detail regarding allocation of principal and interest payments pre and post event of default.	
Step-Down Conditions	the Determination Date is at least two years after the Closing Date;	
	<ul> <li>the aggregate Invested Amount of all Notes as at that Determination Date expressed as a percentage of the aggregate Invested Amount of all Notes on the Closing Date is greater than 10%;</li> </ul>	
	<ul> <li>Credit support provided to the Class A Notes (in the form of Class B and Class C Notes) is at least two times that provided at the Closing Date;</li> </ul>	
	<ul> <li>Credit support provided to the Class B Notes (in the form of Class C Notes) is at least two times that provided at the Closing Date;</li> </ul>	
	• 60+ day arrears at the most recent Determination Date is less than 4%;	
	there are no Charge-Offs which remain unreimbursed on any Note;	
	<ul> <li>there are no unreimbursed Principal Draws as at that Determination Date; and</li> </ul>	
	there are no outstanding draws under the Liquidity Facility.	





## Assets

Collateral	Portfolio of loans secured by first ranking mortgages over residential property
	in Australia originated by Commonwealth Bank of Australia.





Medallion Trust Series 2013-2

## **Important Notice**

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