

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Commonwealth Bank of Australia ("CBA")

ABN

48 123 123 124

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|-----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | +Class of +securities issued or to be issued | Fully paid ordinary shares ("Shares") |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 71,161,207 Shares pursuant to a fully underwritten pro-rata accelerated renounceable entitlement offer as detailed in the announcement dated 12 August 2015 ("Entitlement Offer").
This total comprises 28,897,186 Shares issued under the institutional component of the Entitlement Offer and 42,264,021 Shares issued under the retail component of the Entitlement Offer.
This Appendix 3B updates the approximate number of ordinary shares to be issued under the Entitlement Offer as detailed in the Appendix 3B issued on 12 August 2015. |

<p>3 Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)</p>	<p>Fully paid ordinary shares</p>
<p>4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>From the issue date, the Shares rank equally in all respects with the existing fully paid ordinary shares in CBA, except that the Shares will not be entitled to the 2015 final dividend because the Shares were issued after the record date for the dividend</p>
<p>5 Issue price or consideration</p>	<p>\$71.50 per Share</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>The net proceeds of the Entitlement Offer will be used in the ongoing funding of CBA's business</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>N/A</p>

+ See chapter 19 for defined terms.

6b	The date the security holder resolution under rule 7.1A was passed	N/A
6c	Number of +securities issued without security holder approval under rule 7.1	N/A
6d	Number of +securities issued with security holder approval under rule 7.1A	N/A
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	N/A
6f	Number of +securities issued under an exception in rule 7.2	N/A
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	N/A
7	<p>+Issue dates</p> <p>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</p> <p>Cross reference: item 33 of Appendix 3B.</p>	<p>The issue date under the institutional component of the Entitlement Offer was Wednesday, 26 August 2015</p> <p>The issue date under the retail component of the Entitlement Offer was Friday, 18 September 2015</p>

Number	+Class
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8	Number and ⁺ class of all ⁺ securities quoted on ASX (including the ⁺ securities in section 2 if applicable)	1,698,753,920	Fully Paid Ordinary Shares
		20,000,000	Perpetual, exchangeable, resaleable, listed, subordinated, unsecured notes ("PERLS VI") being unsecured subordinated notes issued by CBA
		30,000,000	CommBank PERLS VII Capital Notes ("PERLS VII") being subordinated, unsecured notes issued by the CBA's New Zealand branch
		5,700,000	CommBank Retail Bonds Series 1 Tranche A due 24 December 2015
		U.S.\$2,000,000,000	2.25% 5 year Fixed Rate Covered Bonds due 16 March 2017 issued under the US\$30,000,000,000 CBA Covered Bond Programme (Series 13)
		U.S. \$2,000,000,000	0.750% 3-year Fixed Rate Covered Bonds due 15 January 2016 (soft bullet) issued under the US\$30,000,000,000 CBA Covered Bond Programme (Series 24)

⁺ See chapter 19 for defined terms.

U.S.\$1,250,000,000	2.000% 5 year Fixed Rate Covered Bonds due 18 June 2019 (soft bullet) issued under the US\$30,000,000,000 CBA Covered Bond Programme (Series 36)
U.S.\$37,500,000	USD Dated Floating Rate Notes due 27 July 2016 represented by a Permanent Global Note
CNY1,000,000,000	5.15% Subordinated Notes due 11 March 2025 issued under CBA's U.S.\$70,000,000,000 Euro Medium Term Note Programme
EUR1,250,000,000	2.00% Subordinated Notes due 22 April 2027 issued under CBA's U.S.\$70,000,000,000 Euro Medium Term Note Programme

	Number	+Class
9	550,000	2003 Unsecured, subordinated convertible notes
	700,000	2006 Series 1 preference shares
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	
	No change. The Shares will not participate in the 2015 final dividend	

Part 2 - Pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Renounceable
13	Ratio in which the +securities will be offered	1 new ordinary share for every 23 ordinary shares held at the record date
14	+Class of +securities to which the offer relates	Fully paid ordinary shares
15	+Record date to determine entitlements	7.00pm (Sydney time) on 17 August 2015
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	No
17	Policy for deciding entitlements in relation to fractions	Any fractions arising in the calculation of entitlements were rounded up the nearest whole number of Shares
18	Names of countries in which the entity has security holders who will not be sent new offer documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	For the retail offer, all countries other than Australia and New Zealand For the institutional offer, refer to the investor presentation
19	Closing date for receipt of acceptances or renunciations	The institutional component of the Entitlement Offer closed on Thursday, 13 August 2015 The retail component of the Entitlement Offer closed at 5.00pm (Sydney time) on Tuesday, 8 September 2015
20	Names of any underwriters	UBS AG (Australia Branch) Morgan Stanley Australia Securities Limited

+ See chapter 19 for defined terms.

21	Amount of any underwriting fee or commission	CBA has agreed to pay, or procure the payment to, Morgan Stanley Australia Securities Limited and UBS AG (Australia Branch) (as underwriters, joint lead managers and bookrunners) and CBA Equities Limited and Goldman Sachs Australia Pty Ltd (as joint lead managers and book runners) the following fees: (A) in relation to the proceeds raised from the institutional component of the Entitlement Offer, a total underwriting fee of 1.0% (excluding GST) and a total management and arranging fee of 0.25% (excluding GST), and a total incentive fee of 0.10% (excluding GST) (payable at CBA's discretion); and (B) in relation to the proceeds raised from the retail component of the Entitlement Offer, a total underwriting fee of 1.0% (excluding GST) and a total management and arranging fee of 0.25% (excluding GST), and a total incentive fee of 0.10% (excluding GST) (payable at CBA's discretion)
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	No prospectus was prepared. A Retail Offer Booklet and Entitlement and Acceptance Form was sent to eligible retail shareholders and provided to the ASX on 17 August 2015. An investor presentation was provided to the ASX on 12 August 2015
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A

28	Date rights trading will begin (if applicable)	No longer applicable – the Entitlement Offer has closed
29	Date rights trading will end (if applicable)	No longer applicable – the Entitlement Offer has closed
30	How do security holders sell their entitlements <i>in full</i> through a broker?	No longer applicable – the Entitlement Offer has closed
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	No longer applicable – the Entitlement Offer has closed
32	How do security holders dispose of their entitlements (except by sale through a broker)?	No longer applicable – the Entitlement Offer has closed
33	+Issue date	The issue date under the institutional component of the Entitlement Offer was Wednesday, 26 August 2015 The issue date under the retail component of the Entitlement Offer was Friday, 18 September 2015

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of +securities
(tick one)

(a) +Securities described in Part 1

(b) All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

+ See chapter 19 for defined terms.

Tick to indicate you are providing the information or documents

- 35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over
- 37 A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b)

38 Number of +securities for which +quotation is sought

N/A

39 +Class of +securities for which quotation is sought

N/A

40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

If the additional +securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

N/A

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another +security, clearly identify that other +security)

N/A

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	N/A	N/A

+ See chapter 19 for defined terms.

Quotation agreement

- 1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those +securities should not be granted +quotation.
 - An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.
Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
 - If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.



Sign here:

Date: 18 September 2015

Company secretary

Print name: Carla Collingwood

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+ See chapter 19 for defined terms.