

AUSTRALIA & NEW ZEALAND BANKING GROUP LTD  
Form 424B3  
July 23, 2008

July 18, 2008

SECURITIES & EXCHANGE COMMISSION  
450 Fifth Street, NW  
Washington, DC 20549

Attn.: Document Control

RE: American Depositary Shares evidenced  
by the American Depositary Receipts  
each representing Five (5) Ordinary  
Shares of Australia and New Zealand  
Banking Group Ltd.  
(Form F-6 File No. 333-9386)

Ladies and Gentlemen:

Pursuant to Rule 424(b)(3) under the Securities  
Act of 1933, as amended, on behalf of The Bank  
of New York, as Depositary for securities  
against which American Depositary Receipts are  
to be issued, we attach a copy of the new  
prospectus (Prospectus) reflecting in number of  
ordinary shares represented by one American  
Depositary Share (the Ratio).

As required by Rule 424(e), the upper right hand  
corner of the Prospectus cover page has a  
reference to Rule 424(b)(3) and to the file  
number of the registration statement to which  
the Prospectus relates.

Pursuant to Section III B of the General  
Instructions to the Form F-6 Registration  
Statement, the Prospectus consists of the ADR  
certificate with revised ratio for Australia and  
New Zealand Banking Group Ltd.

The Prospectus has been revised to reflect  
the new ratio, and has been overstampeted  
with:

Effective July 23, 2008 the Companys  
American Depositary Share (ADS) Ratio  
Changed from 1:5 (One ADS  
Representing Five Ordinary Shares) to  
1:1 (One ADS Representing One  
Ordinary Share).

Please contact me with any questions or  
comments at 212 815-2276

Violet Pagan

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Vice President  
The Bank of New York Mellon - ADR Division  
Encl.  
CC: Paul Dudek, Esq. (Office of International  
Corporate Finance)

Depository Receipts  
101 Barclay Street 22nd Floor West, New York, NY 10286