GUARANTEE ELIGIBILITY CERTIFICATE

Certificate Number: 0003E

Date: 6 August 2009

Her Majesty the Queen in right of New Zealand (*Crown*) hereby certifies that the payment obligations of ANZ National Bank Limited in respect of principal and interest (excluding any penalty interest or other amount only payable following a default) under the debt securities, which are expressed to have the benefit of a guarantee from the Crown and details of which are specified in the schedule to this Certificate, are upon their issue, and provided they have been issued on or after the date of this certificate and on or before 6 September 2009 and have a tenor of 5 years or less, Guaranteed Liabilities for the purposes of the Crown Wholesale Funding Guarantee (*Guarantee*) dated 23 December 2008 and executed by the Crown.

The obligations of the Crown under the Guarantee in respect of such Guaranteed Liabilities are subject to any Special Conditions specified below.

Special Conditions: None

Her Majesty the Queen in right of New Zealand acting by and through Brian McCulloch, Director, Economic Performance Group, under delegation from John Whitehead, **Secretary to the Treasury** for and on behalf of the Minister of Finance in the presence of:	)	Brian McCulloch Director Economic Performance Group

Witness' name: Melanie Janine Ng

Witness' occupation: Solicitor

Witness' address: Wellington

1330905

SCHEDULE
(Details of Debt Securities)

Type:	Fixed Rate Series B Notes fully fungible with notes for USD 1 billion issued on 2 April 2009 ("Notes") issued under the Programme described below
Issuer:	ANZ National (Int'l) Limited acting through its London Branch
Guarantor(s):	(i) ANZ National Bank Limited (*ANZ National*) (in respect of ANZNIL's obligations as issuer); and (ii) Her Majesty the Queen in right of New Zealand (in respect of ANZ National's obligations as guarantor)
Programme:	The U.S. $10,000,000,000 US Medium Term Note Programme established by ANZ National (as Issuer and Guarantor of Notes issued by ANZNIL) and ANZNIL (as Issuer) in respect of which an Offering Memorandum dated 28 July 2009 was issued.
Priority Ranking:	Senior, unsecured
Principal amount:	USD 500 million
Currency/ies:	USD only
Single Issue/ Multiple Issue:	Single Issue. Tap of 3 year fixed rate notes issued on 2 April 2009 under ISIN 144A – US00182UAA16; Reg S – US00182VAA98
Tenor:	Maturity Date will be 2 April 2012
Payment Dates:	Semi-annual on 2 April and 2 October, beginning on 2 October 2009, subject to the agreed Business Day convention
Trustee:	Not applicable
Paying Agent:	The Bank of New York Mellon 101 Barclay Street Floor 21 West New York, New York 10286 United States

ABA#021-000-018
Swift: IRVTUS3N
Account: GLA/111565
Sub Account: TAS/383838

Issue Date:	6 August 2009
ISIN:	144A – US00182UAA16; Reg S – US00182VAA98
CUSIP:	144A – 00182UAA1; Reg S – 00182VAA9