

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