

WESTPAC BANKING CORP  
Form CB  
May 21, 2004

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**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**Form CB**

**TENDER OFFER/RIGHTS OFFERING**  
**NOTIFICATION FORM**

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to file this Form:

Securities Act Rule 801 (Rights Offering)   
Securities Act Rule 802 (Exchange Offer)   
Exchange Act Rule 13e-4(h)(8) (Issuer Tender Offer)   
Exchange Act Rule 14d-1(c) (Third Party Tender Offer)   
Exchange Act Rule 14e-2(d) (Subject Company Response)   
Filed or submitted in paper if permitted by Regulation S-T Rule 101(b)(8)

**Westpac Banking Corporation**  
(Name of Subject Company)

**Australia**  
(Jurisdiction of Subject Company's Incorporation or Organization)

**Westpac Banking Corporation**  
(Name of Person(s) Furnishing Form)

**Ordinary Shares**  
**American Depositary Shares**  
(Title of Class of Subject Securities)

**961214 30 1 (Ordinary Shares)**  
**961214 30 1 (American Depositary Receipts)**  
(CUSIP Number of Class of Securities)

**Paddy Rennie, Head of Legal, Treasury Services**  
**Westpac Banking Corporation**  
**60 Martin Place**  
**Sydney, NSW 2000**  
**AUSTRALIA**  
**Telephone: +61 2 9226-3123**  
(Name, Address (including zip code) and Telephone Number (including area code)  
of Person(s) Authorized to Receive Notices and Communications  
on Behalf of Subject Company)

with a copy to

**Waldo D. Jones Jr.**  
**Sullivan & Cromwell**  
**Level 34, The Chiefly Tower**  
**2 Chiefly Square**  
**Sydney, NSW 2000, Australia**

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**May 31, 2004**

(Date Tender Offer/Rights Offering Commenced)

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**Part I Information sent to Security Holders**

Attachments:

- (A) Westpac Buy-Back Tender Booklet
- (B) Explanatory letter to holders of American Depositary Shares
- (C) Tender Form Issuer Sponsored Holders
- (D) Tender Form CHESSE Holders
- (E) Tender Form ADS Holders
- (F) Withdrawal/Amendment Form ADS Holders

**Part II Information not required to be sent to Security Holders**

Exhibits:

- (1) Australian Stock Exchange Announcement dated May 6, 2004
- (2) Westpac Profit Announcement for the half year ended March 31, 2004 prepared for distribution in Australia, filed with the U.S. Securities and Exchange Commission on Form 6-K on May 7, 2004
- (3) Westpac Half-Year Profit Announcement for the half year ended March 31, 2004 prepared for distribution in the United States, filed with the U.S. Securities and Exchange Commission on Form 6-K on May 10, 2004
- (4) Westpac Interim Financial Report March 31, 2004

**Part III Consent to Service of Process**

Westpac Banking Corporation is furnishing, concurrently with the furnishing of this Form CB, an irrevocable consent and power of attorney on Form F-X in connection with the furnishing of this Form CB.

**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Signed and Sealed on behalf of **Westpac Banking Corporation**

By: /s/ Paddy Rennie

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Name: Paddy Rennie  
Title: Head of Legal, Treasury Services

**Exhibit Index**

<b>Exhibit No.</b>	<b>Document</b>
A	Westpac Buy-Back Tender Booklet
B	Explanatory letter to holders of American Depositary Shares
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E	Tender Form ADS Holders
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