

WESTPAC BANKING CORP  
 Form 424B2  
 June 05, 2012

**CALCULATION OF REGISTRATION FEE**

Title of Each Class of Securities Offered	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee(1)(2)
2.00% Fixed Rate Notes due June 2017	\$933,000.00	\$108.32

(1) Calculated in accordance with Rule 457(r) of the Securities Act of 1933, as amended.

(2) Paid herewith.

**Filed under Rule 424(b)(2), Registration Statement No. 333-172579**

Pricing Supplement No. 33 - Dated Monday, June 4, 2012 (To: Prospectus Dated May 10, 2012)

CUSIP Number	Principal Amount	Gross Selling Price	Gross Concession	Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Day Count Basis	Maturity Date	1st Coupon Date	1st Coupon Amount	Surplus
96121BBK2	\$933,000.00	100.000%	1.250%	\$921,337.50	Fixed	2.000%	Monthly	30/360	06/15/2017	07/15/2012	\$2.11	

**Redemption Information: Non-Callable**

Trade Date: Monday, June 4, 2012 @ 12:00 PM ET  
 Westpac Banking Corporation

Settle Date: Thursday, June 7, 2012  
 Prospectus dated May 10, 2012

Minimum Denomination/Increments: \$1,000.00/\$1,000.00

Initial trades settle flat and clear SDFS: DTC  
 Book Entry only

Westpac Banking Corporation

**Joint Lead Managers and Lead Agents:** BofA Merrill Lynch, Incapital  
**LLC Agents:** Citigroup, Deutsche Bank Securities,

Goldman, Sachs & Co., HSBC, J.P. Morgan, Morgan Stanley, UBS  
 Investment Bank, Wells Fargo Advisors

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