

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the "EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"); (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended or superseded), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the EU Prospectus Regulation (as defined below). Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

**PROHIBITION OF SALES TO UK RETAIL INVESTORS** – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (the "UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (the "EUWA"); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000, as amended (the "FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a "qualified" investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA (the "UK Prospectus Regulation"). Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**MIFID II PRODUCT GOVERNANCE/PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES ONLY TARGET MARKET** – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "MiFID II"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

25 July 2024

**Commonwealth Bank of Australia**  
**ABN 48 123 123 124**

**Issuer Legal Entity Identifier (LEI): MSFSBD3QN1GSN7Q6C537**

**Issue of USD 200,000,000 Floating Rate Notes due July 2025**  
**under the U.S.\$70,000,000,000**  
**Euro Medium Term Note Programme**

The Notes will only be admitted to trading on London Stock Exchange's main market, which is an UK regulated market/a specific segment of the London Stock Exchange's main market, to which only qualified investors (as defined in the UK Prospectus Regulation) can have access and shall not be offered or sold to non-qualified investors.

**Part A– Contractual Terms**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Programme Circular dated 1 July 2024 which constitutes a base prospectus for the purposes of the UK Prospectus Regulation (the “Programme Circular”). This document constitutes the Final Terms of the Notes described herein for the purposes of the UK Prospectus Regulation and must be read in conjunction with the Programme Circular in order to obtain all the relevant information. The Programme Circular has been published on the Issuer's website at: <http://www.commbank.com.au/about-us/investors/emtn-programme.html>.

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| 1. Issuer:   | Commonwealth Bank of Australia   |
| 2. (i) Series of which Notes are to be treated as forming part:  | 6612   |
| (ii) Tranche Number:   | 1  |
| 3. Specified Currency or Currencies:   | United States Dollar (“USD”)   |
| 4. Aggregate Nominal Amount:   |  |
| (i) Series:  | USD 200,000,000  |
| (ii) Tranche:  | USD 200,000,000  |
| 5. Issue Price:  | 100 per cent. of the Aggregate Nominal Amount  |
| 6. (i) Specified Denominations:  | USD 1,000,000  |
| (ii) Calculation Amount (in relation to calculation of interest on Notes in global form see Conditions): | Specified Denomination   |
| 7. (i) Issue Date:   | 29 July 2024   |
| (ii) Interest Commencement Date:   | Issue Date   |
| 8. Maturity Date:  | Interest Payment Date falling in or nearest to July 2025   |
| 9. Interest Basis:   | Compounded Daily SOFR +0.33 per cent. Floating Rate<br>(see paragraph 14 below)  |
| 10. Redemption/Payment Basis:  | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount |
| 11. Change of Interest Basis or Redemption/Payment Basis:  | Not Applicable   |
| 12. Put/Call Options:  | Not Applicable   |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

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|-----------------------------------|----------------|
| 13. Fixed Rate Note Provisions    | Not Applicable |
| 14. Floating Rate Note Provisions | Applicable     |

(i) Specified Period(s)/Specified Interest Payment Date(s):	Quarterly on 29 January, 29 April, 29 July and 29 October, commencing on 29 October 2024 up to and including the Maturity Date and subject to the Business Day Convention specified below
(ii) Business Day Convention:	Modified Following Business Day Convention
(iii) Additional Business Centre(s):	London, New York and Sydney
(iv) Manner in which the Rate of Interest and Interest Amount are to be determined:	Screen Rate Determination
(v) Calculation to be on a Calculation Amount Basis:	Applicable
(vi) Party responsible for determining the Rate of Interest and/or calculating the Interest Amount (if not the Principal Paying Agent):	Not Applicable
(vii) Manner in which the Rate of Interest and Interest Amount are to be determined:	Applicable
– Reference Rate:	Compounded Daily SOFR
– Interest Determination Dates:	The day falling the number of U.S. Government Securities Business Days included in the below SOFR Observation Shift Period prior to the Interest Payment Date for the relevant Floating Interest Period or such other date on which the relevant payment of interest fall due (but which by its definition or the operation of the relevant provisions is excluded from such Floating Interest Period)
– Relevant Screen Page:	Not Applicable
– SOFR Observation Shift Period:	Two U.S. Government Securities Business Days
– Index Determination:	Not Applicable
– Specified Time:	Not Applicable
– Interest Period End Date(s):	Not Applicable
(viii) ISDA Determination:	Not Applicable
(ix) Linear Interpolation:	Not Applicable
(x) Margin(s):	+0.33 per cent. per annum
(xi) Minimum Rate of Interest:	Not Applicable
(xii) Maximum Rate of Interest:	Not Applicable
(xiii) Day Count Fraction:	Actual/360
15. Zero Coupon Note Provisions:	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

16. Issuer Call:	Not Applicable
17. Investor Put:	Not Applicable

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|--|--------------------------------------|
| 18. Final Redemption Amount:   | USD 1,000,000 per Calculation Amount |
| 19. Early Redemption Amount payable on redemption for taxation or on event of default: | Condition 6(f) shall apply           |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

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|---|---|
| 20. Form of Notes:  | Bearer Notes:<br>Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for Definitive Notes upon an Exchange Event |
| 21. Payment Business Day Convention                               | Modified Following Business Day Convention  |
| 22. Additional Financial Centre(s):                               | New York, London, Sydney  |
| 23. Talons for future Coupons to be attached to Definitive Notes: | No  |

**PROVISIONS APPLICABLE TO RMB NOTES**

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|---|----------------|
| 24. RMB Currency Event:   | Not Applicable |
| 25. Spot Rate (if different from that set out in Condition 7(1)): | Not Applicable |
| 26. Party responsible for calculating the Spot Rate:              | Not Applicable |
| 27. Relevant Currency (if different from that in Condition 7(1)): | Not Applicable |
| 28. RMB Settlement Centre(s):                                     | Not Applicable |

**DISTRIBUTION**

- |                                      |                |
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| 29. Additional selling restrictions: | Not Applicable |
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Signed on behalf of **Commonwealth Bank of Australia:**

By:.....

Title:.....

*Duly authorized*

## Part B – Other Information

### 1. LISTING AND ADMISSION TO TRADING

- (i) Listing and admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's main market and, to be listed on the Official List of the Financial Conduct Authority with effect from Issue Date.
- (ii) Estimate of total expenses related to admission to trading: GBP 5850

### 2. RATINGS:

- Ratings: The Notes to be issued have been rated:  
Moody's Investor Service Pty Ltd.: Aa2  
Standard & Poor's (Australia) Pty. Ltd.: AA-

### 3. REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS

- (i) Reasons for the offer: See "Use of Proceeds" in the Programme Circular
- (ii) Estimated net proceeds: USD 200,000,000

### 4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealer and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### 5. OPERATIONAL INFORMATION

- (i) ISIN: XS2868923025
- (ii) Common Code: 286892302
- (iii) CFI Code: See the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
- (iv) FISN: See the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
- (v) CMU Instrument Number: Not Applicable
- (vi) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg: Not Applicable

and the relevant identification number(s):

(vii) CMU Lodging and Paying Agent: Not Applicable

(viii) Delivery: Delivery against payment

(ix) Names and addresses of additional Paying Agent(s) (if any): Not Applicable

(xiii) Prohibition of Sales to Belgian Consumers: Applicable

(xiii) Relevant Benchmark: SOFR is provided by the Federal Reserve Bank of New York.

As at the date hereof, the Federal Reserve Bank of New York does not appear in the register of administrators and benchmarks established and maintained by the UK Financial Conduct Authority pursuant to Article 36 of Regulation (EU) No. 2016/1011 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018.