

FINAL TERMS

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.

UK MiFIR PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ELIGIBLE COUNTERPARTIES ONLY TARGET MARKET – Solely for the purposes of [the/each] 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, as defined in the FCA Handbook Conduct of Business Sourcebook (COBS), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018; 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 the FCA Handbook Product Intervention and Product Governance Sourcebook 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.

NOTIFICATION UNDER SECTION 309B(1)(C) OF THE SECURITIES AND FUTURES ACT 2001 OF SINGAPORE – In connection with Section 309B of the Securities and Futures Act 2001 of Singapore (as amended) and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the “CMP Regulations 2018”), the Issuer has determined the classification of the Notes to be capital markets products other than prescribed capital markets products (as defined in the CMP Regulations 2018) and Specified Investment Products (as defined in the Singapore Monetary Authority (the “MAS”) Notice SFA 04-N12: Notice on the Sale of Investment Products and in the MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

19 November 2024

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

Issuer’s Legal Entity Identifier (LEI): MSFSBD3QN1GSN7Q6C537

**Issue of GBP 500,000,000 Floating Rate Notes due November 2025
under the U.S.\$70,000,000,000
Euro Medium Term Note Programme**

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 and the supplement to it dated 19 August 2024 which together 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>.

1. Issuer: Commonwealth Bank of Australia
2. (i) Series Number: 6645
(ii) Tranche Number: 1
(iii) Date on which the Notes will be consolidated and form a single Series: Not Applicable
3. Specified Currency or Currencies: Pounds Sterling (“**GBP**”)
4. Aggregate Nominal Amount:
 - (i) Series: GBP 500,000,000
 - (ii) Tranche: GBP 500,000,000
5. Issue Price: 100.00 per cent. of the Aggregate Nominal Amount
6. (i) Specified Denominations: GBP 100,000
(ii) Calculation Amount (in relation to calculation of interest for Notes in global form see Conditions): Specified Denominations
7. (i) Issue Date: 21 November 2024
(ii) Interest Commencement Date: Issue Date
8. Maturity Date: Interest Payment Date falling in or nearest to November 2025
9. Interest Basis: Compounded Daily SONIA + 0.31 per cent. Floating Rate (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 100.00 per cent. of their nominal amount

11. Change of Interest Basis: Not Applicable

12. Put/Call Options: Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13. Fixed Rate Note Provisions: Not Applicable

14. Floating Rate Note Provisions: Applicable

(i) Specified Period(s)/Specified Interest Payment Dates: 21 February 2025, 21 May 2025, 21 August 2025 and 21 November 2025 subject to adjustment in accordance with the Business Day Convention set out in (ii) below

(ii) Business Day Convention: Modified Following Business Day Convention

(iii) Additional Business Centre(s): London, New York and Sydney

(iv) Calculation to be on a Calculation Amount: Not Applicable

(v) Party responsible for determining the Rate of Interest and/or calculating the Interest Amount (if not the Principal Paying Agent): Not Applicable

(vi) Manner in which the Rate of Interest and Interest Amount are to be determined:

- Reference Rate: Compounded Daily SONIA

- Interest Determination Date(s): The day falling the number of London Banking Days included in the below SONIA Observation Look-Back Period prior to the Interest Payment Date for the relevant Floating Interest Period or such other date on which the relevant payment of interest falls due (but which by its definition or the operation of the relevant provisions is excluded from such Floating Interest Period)

- Relevant Screen Page: Reuters Screen Overnight SONIA Page

- SONIA Observation Method: Lag

- SONIA Observation Look-Back Period: Five (5) London Banking Days

- SOFR Observation Shift Period: Not Applicable
 - TONA Observation Method: Not Applicable
 - €STR Calculation Method: Not Applicable
 - €STR Observation Method: Not Applicable
 - p: Not Applicable
 - Index Determination: Not Applicable
 - Specified Time: Not Applicable
 - Interest Period End Date(s): The Interest Payment Date for the relevant Interest Period
- (vii) Linear Interpolation: Not Applicable
 - (viii) Margin(s): +0.31 per cent. per annum
 - (ix) Minimum Rate of Interest: Not Applicable
 - (x) Maximum Rate of Interest: Not Applicable
 - (xi) Day Count Fraction: Actual/365 (Fixed), Adjusted

15. Zero Coupon Note Provisions: Not Applicable

PROVISIONS RELATING TO REDEMPTION

- 16. Issuer Call:** Not Applicable
- 17. Investor Put:** Not Applicable
- 18. Final Redemption Amount:** GBP 100,000 per Calculation Amount
- 19. Early Redemption Amount payable on redemption for taxation reasons or on event of default:** Condition 6(f) shall apply

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- 20. Form of Notes:** **Bearer Notes:**
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): London, New York and Sydney

23. Talons for future Coupons to be attached to Definitive Notes: No

PROVISIONS APPLICABLE TO RMB NOTES

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 set out in Condition 7(1)): Not Applicable

28. RMB Settlement Centre(s) Not Applicable

DISTRIBUTION

29. Additional selling restrictions: Not Applicable

Signed on behalf of **Commonwealth Bank of Australia**

By:

Title:

Duly authorised

Part B —Other Information

1. LISTING AND ADMISSION TO TRADING

- (a) Listing and Admission to trading: Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's main market with effect from the Issue Date.
- (b) Estimate of total expenses related to admission to trading: GBP 5,850

2. RATINGS

Ratings: The Notes to be issued are expected to be rated:
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 Offering Circular
- (ii) Estimated net proceeds: GBP 500,000,000

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

Save for any fees payable to Commonwealth Bank of Australia (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 its 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. YIELD

Indication of Yield: Not Applicable

6. OPERATIONAL INFORMATION

- (i) ISIN: XS2942466140
- (ii) Common Code: 294246614
- (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, and the relevant identification number(s): Not Applicable
- (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
- (x) U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA D
- (xi) Prohibition of Sales to EEA Retail Investors: Not Applicable
- (xii) Prohibition of Sales to UK Retail Investors: Applicable
- (xiii) Prohibition of Sales to Belgian Consumers: Applicable
- (xiv) Relevant Benchmark As at the date hereof, SONIA appears 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.

7. THIRD PARTY INFORMATION Not Applicable