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WESTPAC BANKING CORP
 Form 424B2
 June 21, 2011

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

Preliminary Pricing Supplement No. 3 - Dated Monday, June 20, 2011 (To: Prospectus Dated March 2, 2011)

CUSIP	Principal	Gross	Net	Coupon	Coupon	Coupon	Day	Maturity	1st	1st	Survivor	FDIC	
Number	Amount	Selling Price	Concession	Proceeds	Type	Rate	Frequency	Basis	Date	Date	Amount	Option	Guarant
96121BAC1	\$ 100.000%	1.250%	\$	Fixed	2.600%	Monthly	30/360	06/15/2016	07/15/2011	\$1.08	Yes	No	

Redemption Information: Non-Callable

Westpac Banking Corporation Trade Date: Monday, June 27, 2011 @ 12:00 PM ET

Settle Date: Thursday, June 30, 2011

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

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

Joint Lead Managers and Lead Agents: BofA Merrill Lynch, Incapital LLC **Agents:** Citi, Deutsche Bank Securities, Goldman, Sachs &

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

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