

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 | Sur |
|--------------|------------------|---------------------|------------------|--------------|-------------|-------------|------------------|-----------------|---------------|-----------------|-------------------|-----|
| 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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