

AUSTRALIA & NEW ZEALAND BANKING GROUP LTD
Form 6-K
May 20, 2004

FORM 6-K
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Private Issuer

**Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934**

Australia and New Zealand Banking Group Limited

(Translation of registrant's name into English)

Level 6, 100 Queen Street Melbourne Victoria Australia

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Australia and New Zealand
Banking Group Limited
(Registrant)

By: /s/ John Priestley
Company Secretary
(Signature)*

Date 14 May 2004

* Print the name and title of the signing officer under his signature.

Media Release

Corporate Affairs

Level 22, 100 Queen Street
Melbourne Vic 3000
Facsimile 03 9273 4899
www.anz.com

For Release: 22 April 2004

ANZ organises for growth with personal customers

ANZ today announced Mr Brian Hartzler will become Group Managing Director Personal Banking, to head a new division, which clusters all of ANZ's specialised businesses primarily serving personal customers in Australia.

Mr Elmer Funke Kupper will become Group Managing Director Asia-Pacific and will oversee our diverse geographic activities across the Asia-Pacific region.

The divisional clusters are designed to accelerate organic growth and build market share. This is based on harnessing synergies between specialist businesses to broaden and deepen the offering to customers, while maintaining the integrity and vitality of ANZ's specialisation model.

The move completes a program of clustering specialist businesses around customer segments. ANZ's Institutional, Corporate and New Zealand businesses have already adopted this approach.

Personal. Businesses that primarily serve retail customers in Australia. It comprises Personal and Wealth Distribution, Mortgages, Credit Cards, Merchant Services, Banking Products and Rural Banking. Mr Brian Hartzler, formerly Managing Director Consumer Finance, will head the division. Mr Greg Camm, formerly Managing Director ANZ New Zealand, will become Managing Director Personal and Wealth Distribution, reporting to Mr Hartzler. He replaces Mr Satyendra Chelvendra (Chelvi), who is joining Group Development to focus on new retail growth

initiatives, reporting to Mr Peter Hawkins.

Institutional. Businesses that primarily serve major corporate and institutional customers. It comprises Institutional Banking, Trade and Transaction Services, Foreign Exchange, Capital Markets, and Corporate and Structured Finance. Institutional has responsibility for these segments worldwide, with direct responsibility for ANZ's activities in Europe and North America, and with matrix responsibility for businesses in New Zealand and Asia-Pacific. Mr Steve Targett has been appointed Group Managing Director Institutional and is in the process of joining ANZ from Lloyds TSB plc where he is an executive director.

Corporate. Businesses that serve corporate and small business customers in Australia. It comprises Corporate Banking and Business Banking, which now includes small to medium enterprises previously part of Personal Banking. Mr Graham Hodges becomes Group Managing Director Corporate, with this enhancement of his current responsibilities.

New Zealand. Businesses in New Zealand under Sir John Anderson, Managing Director of ANZ New Zealand, and Chief Executive of The National Bank of New Zealand.

Asia-Pacific. A new division that brings group level focus to ANZ's diverse and geographically spread businesses and customers across the region, headed by Mr Funke Kupper, who was previously Managing Director Personal Banking and Wealth Management Australia.

Australia and New Zealand Banking Group Limited ABN 11 005 357 522

These divisional executives will report to the Chief Executive Officer and the Chief Operating Officer, along with Esanda, ING Australia and Private Banking, a new high growth specialist business headed by Mr Michael Saadie, Managing Director Private Banking.

ANZ Chief Executive Officer Mr John McFarlane said: Our unique specialisation approach and culture have provided focus and vitality. ANZ is now a very different bank.

Retail banking has never been a traditional strength for ANZ, but we are beginning to show real progress and the retail businesses are performing well.

In recent years we have developed successful specialist consumer businesses in mortgages and cards. In retail banking, we have improved customer and staff satisfaction and advocacy. We now have some of the leading transaction and deposit products in the sector. Our approach to distribution has been innovative, and we have substantially invested in people, training, branch premises and telling systems.

However, we remain substantially under-represented in this segment, and now need to take it to the next level and advance our position across the personal segment as a whole, while leveraging the success we have had in selected segments such as Consumer Finance. We have already seen the clustering model work very successfully in our Institutional and Corporate divisions and in The National Bank of New Zealand.

We now have the foundation for the next step in our corporate evolution. Our new structure takes the strong foundation and energy of our specialist businesses and puts our customers first, Mr McFarlane said.

The changes are effective 1 May 2004.

For media enquiries contact:

Paul Edwards
Head of Media Relations
Tel: 03-9273 6955 or 0409-655 550
Email: paul.edwards@anz.com

For analyst enquiries contact:

Simon Fraser
Head of Investor Relations
Tel: 03-9273 4185 or 0412-823 721
Email: simon.fraser@anz.com

ANZ Business Divisions 2004

ANZ Specialist Business Structure 2004

**Matrix*

ANZ Group Management Structure 2004

Company Secretary's Office
Level 6, 100 Queen Street
Melbourne, VIC 3000
Phone 03 9273 6141
Fax 03 9273 6142

30 April 2004

The Manager

Company Announcements

Australian Stock Exchange

Level 10, 20 Bond Street

SYDNEY NSW 2000

ANZ Interim Dividend 2004

Australia and New Zealand Banking Group Limited advises that the following dates will apply for its interim dividend payment in 2004.

Ex dividend date	14 May 2004
Record date	20 May 2004
Interim dividend payment date	1 July 2004

John Priestley

Company Secretary

Appendix 3B

**New issue announcement,
application for quotation of additional securities
and agreement**

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002.

Name of entity

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED

ABN

11 005 357 522

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1	+Class of +securities issued or to be issued	Ordinary Shares
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	306,433
3	Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid	306,433 Fully Paid Shares

+securities, the amount outstanding and due dates for payment; if
+convertible securities, the conversion price and dates for
conversion)

- 4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities? Yes, pari passu with existing ordinary shares

If the additional securities do not rank equally, please state:

the date from which they do

the extent to which they participate for the
next dividend, (in the case of a trust, distribution) or
interest payment

the extent to which they do not rank equally,
other than in relation to the next dividend, distribution
or interest payment

+ See chapter 19 for defined terms.

5	Issue price or consideration	90 shares	at Nil consideration
		3,500 shares	at \$10.48 each
		5,000 shares	at \$11.09 each
		75,069 shares	at \$12.98 each
		57,750 shares	at \$13.91 each
		97,450 shares	at \$14.20 each
		6,250 shares	at \$14.61 each
		25,525 shares	at \$16.33 each
		949 shares	at \$17.34 each
		102 shares	at \$17.55 each
		1,039 shares	at \$17.60 each
		29,084 shares	at \$18.03 each
4,625 shares	at \$18.55 each		
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	306,433 shares issued on exercise of options.	
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	2,625 shares	01 April 2004
		19,873 shares	05 April 2004
		6,407 shares	06 April 2004
		3,750 shares	07 April 2004
		750 shares	08 April 2004
		3,468 shares	13 April 2004
		13,328 shares	14 April 2004
		3,086 shares	16 April 2004
		1,465 shares	19 April 2004
		969 shares	20 April 2004
		10,625 shares	21 April 2004
		22,884 shares	22 April 2004
		9,300 shares	23 April 2004
		5,125 shares	26 April 2004
3,375 shares	27 April 2004		
66,174 shares	28 April 2004		
31,104 shares	29 April 2004		
102,125 shares	30 April 2004		
8	Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	Number	+Class
		1,808,554,540	Ordinary fully paid
		10,000,000	2003 ANZ Stapled Exchangeable Preferred Securities
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	Number	+Class
		37,325,537	Options on issue

	350,000	2003 Redeemable Preference Shares.
	750,000	2003 Redeemable Preference Shares (Series 2).
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Same as existing fully paid ordinary shares.

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	
12	Is the issue renounceable or non-renounceable?	
13	Ratio in which the +securities will be offered	
14	+Class of +securities to which the offer relates	
15	+Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	
19	Closing date for receipt of acceptances or renunciations	
20	Names of any underwriters	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	
25	If the issue is contingent on +security holders approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	

+ See chapter 19 for defined terms.

27 If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders

28 Date rights trading will begin (if applicable)

29 Date rights trading will end (if applicable)

30 How do *security holders sell their entitlements *in full* through a broker?

31 How do *security holders sell *part* of their entitlements through a broker and accept for the balance?

32 How do *security holders dispose of their entitlements (except by sale through a broker)?

33 +Despatch date

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(tick one)

(a) Securities described in Part 1

(b) All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

(If the additional securities do not form a new class, go to 43)

to indicate you are providing the [ILLEGIBLE] or documents

35 o If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 o If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories

1 - 1,000

1,001 - 5,000

5,001 - 10,000

10,001 - 100,000

100,001 and over

37 o A copy of any trust deed for the additional +securities

(now go to 43)

Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

39 Class of +securities for which quotation is sought

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

the date from which they do

the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment

the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

		Number	+ Class
42	Number and +class of all +securities quoted on ASX (including the securities in clause 38) (now go to 43) All entities Fees		

43 Payment method (tick one)

Cheque attached

Electronic payment made

Note: Payment may be made electronically if Appendix 3B is given to ASX electronically at the same time.

ý Periodic payment as agreed with the home branch has been arranged

Note: Arrangements can be made for employee incentive schemes that involve frequent issues of securities.

Quotation agreement

+ See chapter 19 for defined terms.

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.

There is no reason why those +securities should not be granted +quotation.

An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.

We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided at the time that we request that the +securities be quoted.

If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that

ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

Secretary

Date: 04 May 2004

Print name:

John Priestley

Australia and New Zealand Banking Group Limited
Level 6, 100 Queen Street
Melbourne, VIC 3000
Phone 61 3 9273 4310
Fax 61 3 9273 0552
www.anz.com

7 May 2004

Company Announcements

Australian Stock Exchange

Level 10, 20 Bond Street

SYDNEY NSW 2000

Appendix 3Y Increase in shareholding: John McFarlane

The attached Appendix 3Y notice discloses Mr McFarlane's total holdings of ANZ shares has increased by 82,388 shares from 1,499,965 to 1,582,353 shares.

The increase in Mr McFarlane's shareholding follows the purchase of 82,388 shares on 4 May 2004 through the ANZ Director's Share Plan at an average price of approximately \$18.6357.

Yours faithfully

John Priestley

Company Secretary

Appendix 3Y

Change of Director s Interest Notice

Name of entity Australia and New Zealand Banking Group Limited
ABN 11 005 357 522

Australia and New Zealand Banking Group Limited gives ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director Mr John McFarlane
Date of last Notice 17 February 2004

Part 1 Change of director s relevant interest in securities

Ordinary Shares:

Direct interest		685,362
Indirect interest		814,603
Nature of indirect interest	Number & Class of Securities	
Bank of New York (as nominee for Self Invested Personal Pension Scheme)	ordinary shares	279,445
ANZEST Pty Ltd		
ANZ Employee Share Acquisition Plan (ESAP)	ordinary shares	87,190
ANZ Directors Share Plan (DSP)	ordinary shares	447,968
	Total	814,603
No of securities held prior to change		1,499,965
Date of change	04 May 2004	
Class	Ordinary shares	
Number acquired (Indirect)		
ANZEST Pty Ltd		
ANZ Directors Share Plan (DSP)	ordinary shares	82,388
Number disposed of (Direct)	N/a	
Nature of Change	On market trades	
Value/Consideration	\$1,535,355.51	

Number of securities held after change

Direct Interest	Unchanged	
Indirect Interest	Increased (by 82,388)	82,388
Total of Interest		1,582,353

Options over unissued ordinary shares:

Direct Interest		3,750,000
Indirect Interest		N/a
No of securities held prior to change		N/a
Date of change		N/a
Class		N/a
Number acquired	Direct Interest	N/a
Number disposed of		N/a

Nature of Change	N/a
Value/Consideration	N/a
Number of securities held after change	N/a
Direct Interest Unchanged	
Indirect Interest Unchanged	
Total of Interest	3,750,000

Part 2 Change of director's interests in contracts - Nil

John Priestley
Company Secretary
Australia and New Zealand Banking Group Limited

07 May 2004

Media Release

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Melbourne Vic 3000
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