

WESTPAC BANKING CORP
 Form 424B3
 October 03, 2012

This pricing supplement has been filed to replace the pricing supplement No. 51 filed with the SEC on October 2, 2012. This pricing supplement amends both the principal amount and net proceeds. Other than amendments consequent upon these two amendments, no other amendments to the originally filed pricing supplement are reflected in this filing.

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities Offered | Proposed Maximum Aggregate Offering Price | Amount of Registration Fee(1)(2) |
|---|---|----------------------------------|
| 1.400% Fixed Rate Notes due October 2017 | \$5,929,000.00 | \$808.72 |

(1) Calculated in accordance with Rule 457(r) of the Securities Act of 1933, as amended.

(2) Paid herewith.

Filed under Rule 424(b)(3), Registration Statement No. 333-172579

Pricing Supplement No. 51-A - Dated Tuesday, October 2, 2012 (To: Prospectus Dated May 10, 2012)

| CUSIP Number | Principal Amount | Selling Price | Gross Proceeds | Net Proceeds | Coupon Type | Coupon Rate | Coupon Frequency | Day Count Basis | Maturity Date | 1st Coupon Date | 1st Coupon Amount | Survivor s Option | FDIC Guaranteed |
|--------------|------------------|---------------|----------------|----------------|-------------|-------------|------------------|-----------------|---------------|-----------------|-------------------|-------------------|-----------------|
| 96121BCD7 | \$5,929,000.00 | 100.000% | 1.256% | \$5,854,887.50 | Fixed | 1.400% | Monthly | 30/360 | 10/15/2017 | 11/15/2012 | \$1.59 | Yes | No |

Redemption Information: Non-Callable

Trade Date: Monday, October 1, 2012 @ 12:00 PM ET

Settle Date: Thursday, October 4, 2012

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

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

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Westpac Banking Corporation

Joint Lead Managers and Lead Agents: BofA Merrill Lynch, Incapital LLC **Agents:** Citigroup, Deutsche Securities,

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

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