## Attachment B Table 2: Main Features of Capital Instruments - Share Capital

1	Issuer	Members Equity Bank Limited
	Unique identifier	
	Governing law(s) of the instrument	Corporations Act 2001 (Cth)
	Regulatory treatment	
4	Transitional Basel III rules	Common Equity Tier 1
5	Post-transitional Basel III rules	Common Equity Tier 1
6	Eligible for solo/group/group & solo	Solo and Group
	Instrument type	Ordinary shares
	Amount recognised in Regulatory Capital	\$807.9 million
9	Par value of instrument	
-	Accounting classification	Shareholders' equity
	Original date of issuance	Various dates
	Perpetual or dated	Perpetual
13	Original maturity date	No maturity
	Issuer call subject to prior supervisory approval	No
	Optional call date, contingent call dates and redemption	
15	amount	
16	Subsequent call dates	
	Coupons/dividends	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Fully discretionary
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Noncumulative
23	Convertible or non-convertible	Non-convertible
24	If convertible, conversion trigger(s)	
25	If convertible, fully or partially	
26	If convertible, conversion rate	
27	If convertible, mandatory or optional conversion	
28	If convertible, specify instrument type convertible into	
29	If convertible, specify issuer of instrument it converts into	
30	Write-down feature	No
31	If write-down, write-down trigger(s)	
32	If write-down, full or partial	
33	If write-down, permanent or temporary	
34	If temporary write-down, description of write-up mechanism	
35	Position in subordination hierarchy in liquidation	Fully subordinated
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	

## Attachment B Table 2: Main Features of Capital Instruments - Subordinated Debt

4	laavar	Manshara Equity Dank Limited
1	Issuer	Members Equity Bank Limited
2	Unique identifier	AU3FN0024410
3	Governing law(s) of the instrument	State of Victoria
_	Regulatory treatment	
4	Transitional Basel III rules	Tier 2
5	Post-transitional Basel III rules	Tier 2
6	Eligible for solo/group/group & solo	Solo and Group
7	Instrument type	Unsecured and Subordinated Floating Rate Notes
	Amount recognised in Regulatory Capital	\$300 million
	Par value of instrument	\$300 million
	Accounting classification	Liability - amortised cost
	Original date of issuance	19 August 2014
_	Perpetual or dated	Dated
13	Original maturity date	19 August 2024
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	Subject to obtaining prior written approval from APRA, the Subordinated Notes may be redeemed at par plus accrued interest (if any) at the option of the Issuer prior to the Maturity Date under certain circumstances. The Issuer may elect to redeem all or some of the Subordinated Notes at any time on the Interest Payment Date falling on or next following the 29 August 2019.
16	Subsequent call dates	Subject to obtaining prior written approval from APRA, the Subordinated Notes may be redeemed at par plus accrued interest (if any) at the option of the Issuer prior to the Maturity Date under certain circumstances. The Issuer may elect to redeem all or some of the Subordinated Notes at any time on the Interest Payment Date falling on or next following the 29 August 2019.
	Coupons/dividends	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	3 month BBSW + 270 bps
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Cumulative
23	Convertible or non-convertible	Convertible
24	If convertible, conversion trigger(s)	A Non-Viability Trigger Event occurs when APRA provides a written determination to the Issuer that the conversion of or write-off of Relevant Capital Instruments in accordance with their terms or by operation of law is necessary because: 1. Without the conversion or write-off, APRA considers that the issuer would be non-viable, or 2. without a public sector injection of capital into, or equivalent capital support with respect to, the Issuer, APRA considers that the Issuer would become non-viable.

25	If convertible, fully or partially	May convert fully or partially
26	If convertible, conversion rate	Conversion Number for each Subordinated Note = Face Value of the Subordinated Note / Book Value subject to the conversion number being no greater than the 'Maximum Conversion Number' Where: Book Value means the book value of each Ordinary Share most recently calculated by the Issuer prior to that date, provided that where the book value is zero or less than zero the Conversion Number for each relevant Subordinated Note will be the Maximum Conversion Number for that Subordinated Note 'Maximum Conversion Number' for each Subordinated Note = Face Value / 0.20 x Issue Date Book Value Where: Issue Date Book Value means the book value of each Ordinary Share most recently calculated by the Issuer prior to the issue date for the Subordinated Note.
27	If convertible, mandatory or optional conversion	Mandatory
28	If convertible, specify instrument type convertible into	Common Equity Tier 1
29	If convertible, specify issuer of instrument it converts into	Members Equity Bank Limited
30	Write-down feature	Yes
31	If write-down, write-down trigger(s)	<ul> <li>A Non-Viability Trigger Event occurs when APRA provides a written determination to the Issuer that the conversion of or write-off of Relevant Capital Instruments in accordance with their terms or by operation of law is necessary because:</li> <li>1. Without the conversion or write-off, APRA considers that the issuer would be non-viable, or</li> <li>2. without a public sector injection of capital into, or equivalent capital support with respect to, the Issuer, APRA considers that the Issuer would become non-viable.</li> </ul>
32	If write-down, full or partial	May be written down in full or partial
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	
35	Position in subordination hierarchy in liquidation	Senior notes
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	

## Attachment B Table 2: Main Features of Capital Instruments - Additional Tier 1 (28 November 2017)

1	Issuer	Members Equity Bank Limited
	Unique identifier	AU3FN0039459
3	Governing law(s) of the instrument	Victoria, Australia
	Regulatory treatment	
4	Transitional Basel III rules	Additional Tier 1
5	Post-transitional Basel III rules	Additional Tier 1
6	Eligible for solo/group/group & solo	Solo and Group
7	Instrument type	Subordinated notes
	Amount recognised in Regulatory Capital	AUD \$198.4 million
	Par value of instrument	AUD \$200 million
	Accounting classification	Shareholders' equity
	Original date of issuance	28 November 2017
	Perpetual or dated	Perpetual
13	Original maturity date	No maturity
	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption	Members Equity Bank has the right (but not an
	amount	obligation) to Redeem the Capital Notes. Unless a
		Tax Event or a Regulatory Event occurs, Members
		Equity Bank will only have a right to Redeem the
		Capital Notes on or after the fifth anniversary of
		the date of issue of the Capital Notes.
		Members Equity Bank may also elect to Redeem all
		or some Capital Notes following the occurrence of a
		Tax Event or a Regulatory Event. The Capital Notes
		may not be Redeemed on the occurrence of a Non-
		Viability Trigger Event.
		,
		Members Equity Bank may only Redeem the Capital
		Notes if it has received APRA's prior written
		approval (which may or may not be given). APRA
		must be satisfied that, before or concurrently with
		Redemption:
		a) the Capital Notes will be replaced with a capital
		instrument which is of the same or better quality (for
		the purposes of the Prudential Standards) than the
		Capital Notes, and the replacement must be done
		under conditions that are sustainable for Members
		Equity Bank's income capacity; or
		b) boying regard to the conital nection of March and
		b) having regard to the capital position of Members
		Equity Bank and the ME Group, Members Equity
40	Subacquart call datas	Bank does not have to replace the Capital Notes.
16	Subsequent call dates	Fifth anniversary of the issue date, or any
1		subsequent distribution payment date. (Distribution
	Course une (divide unde	payment dates occur quarterly).
47	Coupons/dividends	Floating
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	3 month BBSW mid + 525 bps, quarterly in arrears
19	Existence of a dividend stopper	Yes
20	Fully discretionary, partially discretionary or mandatory	Fully discretionary
21	Existence of step up or other incentive to redeem	No
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Non-convertible

25       If convertible, fully or partially         26       If convertible, conversion rate         27       If convertible, specify instrument type convertible into         28       If convertible, specify instrument type convertible into         29       If convertible, specify instrument type convertible into         29       If convertible, specify instrument it converts into         31       If write-down feature       Yes         31       If write-down, write-down trigger(s)       Capital Notes must be Written-off if a Non-Viability Trigger Event occurs. A Non-Viability Trigger Event occurs. A Non-Viability Trigger Event occurs and the analytic of a notice in writing by APRA to Members Equity Bank that the conversion or write-off of Relevant Securities is necessary because, write-off and nour securities is necessary because, write-off of Relevant Securities is necessary because, write-off or a notice in writing by APRA to Members Equity Bank would become non-viable; or         b) a determination by APRA notified to Members Equity Bank would become non-viable.         If a Non-Viability Trigger Event occurs, Members Equity Bank would become non-viable.         If a Non-Viability Trigger Event.         32         If write-down, full or partial         33       If write-down, negraption of write-up mechanism         34       If write-down, description of write-up mechanism         35       Position in subordination hierarchy in liquidation         36 <th>24</th> <th>If convertible, conversion trigger(s)</th> <th></th>	24	If convertible, conversion trigger(s)	
26       If convertible, conversion rate         27       If convertible, specify instrument type convertible into         29       If convertible, specify instrument type convertible into         30       Write-down feature       Yes         31       If write-down, write-down trigger(s)       Capital Notes must be Written-off if a Non-Viability Trigger Event cours. Members Equity Bank that the conversion or write-off of Relevant Securities is necessary because, without it, APRA considers that Members Equity Bank would become non-viable; or         b) a determination by APRA notified to Members Equity Bank would become non-viable.       If a Non-Viability Trigger Event cours. Members Equity Bank would become non-viable.         31       If write-down, full or partial       Members Equity Bank must convert or write-off some or all Relevant Securities (and in the case of Capital Notes, wust write-off some or all Capital Notes).         32       If write-down, permanent or temporary       Permanent         33       If write-down, negraphic or write-up mechanism       Permanent         34       If temporary write-down, description of write-up mechanism       Permanent     <			
27       If convertible, specify instrument type convertible into         28       If convertible, specify instrument type convertible into         30       Write-down feature       Yes         31       If write-down, write-down trigger(s)       Capital Notes must be Written-off if a Non-Viability Trigger Event means the earlier of: <ul> <li>a) the issuance of a notice in writing by APRA to Members Equity Bank that the conversion or write-off of Relevant Securities is necessary because, without it, APRA considers that Members Equity Bank would become non-viable; or</li> <li>b) a determination by APRA notified to Members Equity Bank would become non-viable.</li> <li>if a Non-Viability Trigger Event occurs, Members Equity Bank would become non-viable.</li> <li>if a Non-Viability Trigger Event occurs, Members Equity Bank would become non-viable.</li> <li>if a Non-Viability Trigger Event occurs, Members Equity Bank would become non-viable.</li> <li>if a Non-Viability Trigger Event occurs, Members Equity Bank must convert or write-off some or all Relevant Securities (and in the case of Capital Notes, must write-off some or all Capital Notes), Where the Capital Notes are Written-off, all rights of Holders will be terminated with fifect on and from the date of the Non-Viability Trigger Event.</li> </ul> 32     If write-down, full or partial     May be written down in full or partial.           33         If write-down, permanent or temporary.         Permanent.           34         If temporary write-down, description of write-up mechanism.         a) ahead of common equity;           b) equally without any pr			
28       If convertible, specify instrument type convertible into         29       If convertible, specify issuer of instrument it converts into         31       If write-down feature       Yes         31       If write-down, write-down trigger(s)       Capital Notes must be Written-off if a Non-Viability Trigger Event means the earlier of:         31       If write-down, write-down trigger(s)       Capital Notes must be Written-off of a notice in writing by APRA to Members Equity Bank that the conversion or write-off of Relevant Securities is necessary because, without it, APRA considers that Members Equity Bank would become non-viable; or         b) a determination by APRA notified to Members Equity Bank would become non-viable; or       b) a determination by APRA notified to Members Equity Bank would become non-viable;         if a Non-Viability Trigger Event cocurs, Members Equity Bank would become non-viable.       If a Non-Viability Trigger Event cocurs, Members Equity Bank must convert or write-off some or all Relevant Securities (and in the case of Capital Notes, with-off some or all Capital Notes).         32       If write-down, full or partial       May be written down in full or partial         33       If write-down, full or partial       May be written down in full or partial         34       If write-down, full or partial       a) ahead of common equity;         35       Position in subordination hierarchy in liquidation       a) ahead of common equity;         36       Non-compliant transitioned features       <	_	,	
29       If convertible, specify issuer of instrument it converts into       Yes         30       Write-down feature       Yes         31       If write-down, write-down trigger(s)       Capital Notes must be Written-off if a Non-Viability Trigger Event cocurs. A Non-Viability Trigger Event means the earlier of: <ul> <li>a) the issuance of a notice in writing by APRA to Members Equity Bank that the conversion or write-off of Relevant Securities is necessary because, without it, uPRA considers that Members Equity Bank would become non-viable; or</li> <li>b) a determination by APRA notified to Members Equity Bank would become non-viable.</li> <li>If a Non-Viability Trigger Event occurs, Members Equity Bank would become non-viable.</li> <li>If a Non-Viability Trigger Event occurs, Members Equity Bank would become non-viable.</li> <li>If a Non-Viability Trigger Event occurs, Members Equity Bank would become non-viable.</li> <li>If a Non-Viability Trigger Event occurs, Members Equity Bank would become non-viable.</li> <li>If write-down, full or partial</li> <li>Relevant Securities (and in the case of Capital Notes), Where the Capital Notes are Written-off, all rights of Holders will be terminated with effect on and from the date of the Non-Viability Trigger Event.</li> <li>If write-down, full or partial</li> <li>If therefore, permanent or temporary</li> <li>Permanent</li> <li>If therefore, permanent or temporary</li> <li>Permanent</li> <li>A If temporary write-down, description of write-up mechanism</li> <li>a) ahead of common equity;</li> <li>b) equally without any preference among themselves for each series and with the holders of Equal Ranking Instruments; and c) behind the claims o</li></ul>	28		
30       Write-down feature       Yes         31       If write-down, write-down trigger(s)       Capital Notes must be Written-off if a Non-Viability Trigger Event occurs. A Non-Viability Trigger Event means the earlier of: <ul> <li>a) the issuance of a notice in writing by APRA to Members Equity Bank that the conversion or write-off of Relevant Securities is necessary because, without it, APRA considers that Members Equity Bank would become non-viable; or</li> <li>b) a determination by APRA notified to Members Equity Bank that without a public sector injection of capital (or equivalent capital support), Members Equity Bank would become non-viable.</li> <li>If a Non-Viability Trigger Event occurs, Members Equity Bank must convert or write-off some or all Relevant Securities (and in the case of Capital Notes).</li> <li>Where the Capital Notes are Written-off. all rights of Holders will be terminated with effect on and from the date of the Non-Viability Trigger Event.</li> </ul> 32     If write-down, full or partial     May be written down in full or partial           33         If write-down, full or partial         May be written down in full or partial           34         If write-down, description of write-up mechanism         a) ahead of common equity;           35         Position in subordination hierarchy in liquidation         a) ahead of common equity;           35         Position in subordination hierarchy in liquidation         a) ahead of common equity;           36         Non-compliant transitioned features         No			
32       If write-down, full or partial         33       If write-down, full or partial         34       If write-down, full or partial         35       Position in subordination hierarchy in liquidation         36       Non-compliant transitioned features         36       Non-compliant transitioned features	30		Yes
Members Equity Bank that the conversion or write- off of Relevant Securities is necessary because, without it, APRA considers that Members Equity Bank would become non-viable; orb) a determination by APRA notified to Members Equity Bank that without a public sector injection of capital (or equivalent capital support), Members Equity Bank would become non-viable.If a Non-Viability Trigger Event occurs, Members Equity Bank must convert or write-off some or all Relevant Securities (and in the case of Capital Notes, must write-off some or all Capital Notes). Where the Capital Notes are Written-off, all rights of Holders will be terminated with effect on and from the date of the Non-Viability Trigger Event.32If write-down, full or partial 33May be written down in full or partial 933If write-down, description of write-up mechanism 40Permanent34If temporary write-down, description of write-up mechanism a) equally without any preference among themselves for each series and with the holders of Equal Ranking Instruments; and c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members of Equal Ranking Instruments; and c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members of Equal Ranking Instruments; and c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members of Equal Ranking Instruments; and c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members Equity Bank.	31	If write-down, write-down trigger(s)	Trigger Event occurs. A Non-Viability Trigger Event
Equity Bank that without a public sector injection of capital (or equivalent capital support), Members Equity Bank would become non-viable.If a Non-Viability Trigger Event occurs, Members Equity Bank must convert or write-off some or all Relevant Securities (and in the case of Capital Notes, must write-off some or all Capital Notes). Where the Capital Notes are Written-off, all rights of Holders will be terminated with effect on and from the date of the Non-Viability Trigger Event.32If write-down, full or partialMay be written down in full or partial33If write-down, permanent or temporaryPermanent34If temporary write-down, description of write-up mechanisma) ahead of common equity; b) equally without any preference among themselves for each series and with the holders of Equal Ranking Instruments; and c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members Equity Bank.36Non-compliant transitioned featuresNo			Members Equity Bank that the conversion or write- off of Relevant Securities is necessary because, without it, APRA considers that Members Equity Bank would become non-viable; or
Holders will be terminated with effect on and from the date of the Non-Viability Trigger Event.32If write-down, full or partialMay be written down in full or partial33If write-down, permanent or temporaryPermanent34If temporary write-down, description of write-up mechanisma) ahead of common equity; b) equally without any preference among themselves for each series and with the holders of Equal Ranking Instruments; and c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members Equity Bank.36Non-compliant transitioned featuresNo			Equity Bank that without a public sector injection of capital (or equivalent capital support), Members Equity Bank would become non-viable. If a Non-Viability Trigger Event occurs, Members Equity Bank must convert or write-off some or all Relevant Securities (and in the case of Capital
33       If write-down, permanent or temporary       Permanent         34       If temporary write-down, description of write-up mechanism       a) ahead of common equity;         35       Position in subordination hierarchy in liquidation       a) ahead of common equity;         b) equally without any preference among themselves for each series and with the holders of Equal Ranking Instruments; and       c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members Equity Bank.         36       Non-compliant transitioned features       No			Holders will be terminated with effect on and from
34       If temporary write-down, description of write-up mechanism         35       Position in subordination hierarchy in liquidation       a) ahead of common equity;         b) equally without any preference among themselves for each series and with the holders of Equal Ranking Instruments; and       c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members Equity Bank.         36       Non-compliant transitioned features       No	32	If write-down, full or partial	May be written down in full or partial
<ul> <li>35 Position in subordination hierarchy in liquidation</li> <li>a) ahead of common equity;</li> <li>b) equally without any preference among themselves for each series and with the holders of Equal Ranking Instruments; and</li> <li>c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members Equity Bank.</li> <li>36 Non-compliant transitioned features</li> </ul>	33	If write-down, permanent or temporary	
b) equally without any preference among themselves for each series and with the holders of Equal Ranking Instruments; and c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members Equity Bank. 36 Non-compliant transitioned features No			
	35	Position in subordination hierarchy in liquidation	<ul> <li>b) equally without any preference among themselves for each series and with the holders of Equal Ranking Instruments; and</li> <li>c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members Equity</li> </ul>
37 If yes, specify non-compliant features	36	Non-compliant transitioned features	No
	37	If yes, specify non-compliant features	

## Attachment B Table 2: Main Features of Capital Instruments - Additional Tier 1 (5th December 2018)

Notes if it has received APRA's prior written approval (which may or may not be given). APRA must be satisfied that, before or concurrently with Redemption:         a) the Capital Notes will be replaced with a capital instrument which is of the same or better quality (for the purposes of the Prudential Standards) than the Capital Notes, and the replacement must be done under conditions that are sustainable for Members Equity Bank's income capacity; or         b) having regard to the capital position of Members Equity Bank does not have to replace the Capital Notes.         16       Subsequent call dates <i>Coupons/dividends</i> 17       Fixed or floating dividend/coupon         18       Coupons and any related index         19       Existence of a dividend stopper         20       Fully discretionary, partially discretionary or mandatory         21       Existence of step up or other incentive to redeem         22       Non-cumulative         23       Convertible, conversion trigger(s)			
3         Governing law(s) of the instrument         Victoria, Australia           4         Transitional Basel III rules         Additional Tier 1           5         Post-transitional Basel III rules         Additional Tier 1           6         Eligible for sold/group/group & solo         Solo and Group           7         Instrument type         Subordinated notes           8         Amount recognised in Regulatory Capital         AUD \$100 million           9         Parvalue of instrument         AUD \$100 million           10         Accounting classification         Shareholders' equity           11         Original date of issuance         5 December 2018           12         Perpetual         No maturity           14         Issuer call subject to prior supervisory approval         Yes           15         Optional call date, contingent call dates and redemption amount         Members Equity Bank will only have a right to Redeem the Capital Notes. Unless a Tax Event or a Regulatory Event occurs, Members Equity Bank will only have a right to Redeem the Capital Notes.           16         Optional call date, contingent call dates and redemption and over a Regulatory Event.           17         Inset on a Regulatory Event.         Members Equity Bank may also elect to Redeem the Capital Notes.           16         Subsequent dall dates         Subset on the occurrence of			
Regulatory treatment         Additional Tier 1           4         Transitional Basel III rules         Additional Tier 1           6         Eligible for solo/group/group & solo         Solo and Group           7         Instrument type         Subordinated notes           8         Amount recognised in Regulatory Capital         AUD \$100 million           9         Par value of grissed in Regulatory Capital         AUD \$100 million           10         Accounting classification         Shareholders' equity           11         Original date of issuance         5 December 2018           12         Perpetual or dated         Nembers Equity Bank has the right (but not an obligation) to Redeem the Capital Notes. Unless a mount           13         Original date, contingent call dates and redemption amount         Wembers Equity Bank may not be Capital Notes. Unless a Tax Event or a Regulatory Event occurs, Members Equity Bank may also elect to Redeem the Capital Notes or after the fifth anniversary of the date of issue of the Capital Notes.           14         Issuer call subject to reduce the capital Notes.         Members Equity Bank may also elect to Redeem the Capital Notes.           14         The section of the Capital Notes.         Members Equity Bank may only Redeem the Capital Notes.           14         The section of the capital Notes.         Members Equity Bank may only Redeem the Capital Notes if has received APRA's prior written aproroval (which			
4       Transitional Basel III rules       Additional Tier 1         5       Post-transitional Basel III rules       Additional Tier 1         6       Eligible for sold/group/group & solo       Solo and Group         7       Instrument type       Subordinated notes         8       Amount recognised in Regulatory Capital       AUD \$100 million         9       Par value of instrument       AUD \$100 million         10       Accounting classification       Shareholders equity         11       Original date of issuance       5       December 2018         12       Perpetual or dated       Perpetual       No maturity         14       Issuer call subject to prior supervisory approval       Yes         15       Optional call date, contingent call dates and redemption amount       Members Equity Bank will only have a right to Redem the capital Notes. Unless a Tax Event or a Regulatory Event. Net Redem the capital Notes.         14       Issuer call subject to prior supervisory approval       Yes         15       Optional call date, contingent call dates and redemption amount       Members Equity Bank ill only have a right to Redem the capital Notes.         16       Subsequent call dates       and redemption:       at a subject to redemet the capital Notes.         17       Freed values       at tha seceed APRA's prior writen approval (which	3		Victoria, Australia
5       Post-transitional Basel III rules       Additional Tier 1         6       Eligible for solo/group/group & solo       Solo and Group         7       Instrument type       Subordinated notes         8       Amount recognised in Regulatory Capital       AUD \$100 million         9       Par value of instrument       AUD \$100 million         10       Accounting classification       Shareholders' equity         11       Original read text of subance       5 December 2018         12       Perpetual of dated       Perpetual         13       Original maturity date       No maturity         14       Issuer call subject to prior supervisory approval       Yes         15       Optional call date, contingent call dates and redemption amount       Perpetual         14       Noriginal call date, contingent call dates and redemption amount       Yes         15       Optional call date, contingent call dates and redemption amount       Nembers Equity Bank may also elect to Redeem the Capital Notes.         15       Original Regulatory Event.       Nembers Equity Bank may any to be given.         16       Ligber Arguity Bank may any not be given.       Arguity Bank may any not be given.         17       Fixed that, before or concurrently with Redeemption:       a) the Capital Notes.         16	4		Additional Tior 1
6       Eligible for sold/group/group & solo       Solo and Group         7       Instrument type       Subordinated notes         8       Amount recognised in Regulatory Capital       AUD \$100 million         9       Par value of instrument       AUD \$100 million         10       Accounting classification       Shareholders' equity         11       Original date of issuance       5 December 2018         12       Perpetual or dated       Perpetual         13       Original maturity date       No maturity         14       Issuer call subject to prior supervisory approval       Yes         15       Optional call date, contingent call dates and redemption amount       Members Equity Bank has the right (but not an obligation) to Redeem the Capital Notes. Unless a Tax Event or a Regulatory Event. The Capital Notes.         14       Insure call Notes following the occurrence of a Non Viability Trigger Event.         15       Optional call date, contingent call dates and redemption any ot be Redeemed on the occurrence of a Non Viability Trigger Event.         16       Buse call Notes following the occurrence of a Non Viability Trigger Event.         17       Instrument which is of the same or better quality (b the purposes of the Purplemial Standards) than the Capital Notes will be replacement must be done under conditions that are sustainable for Members Equity Bank notes to replace the Capital Notes.         16			
7       Instrument type       Subordinated notes         8       Amount recognised in Regulatory Capital       AUD \$100 million         10       Par value of instrument       AUD \$100 million         10       Accounting classification       Shareholders' equity         11       Original date of issuance       5 December 2018         12       Perpetual or dated       Perpetual         13       Original maturity date       No maturity         14       Issuer call subject to prior supervisory approval       Yes         15       Optional call date, contingent call dates and redemption amount       Nembers Equity Bank hail only have a right to Redeem the Capital Notes. Unless a Tax Event or a Regulatory Event Cours, Members Equity Bank may also elect to Redeem the Capital Notes of the Capital Notes of the Capital Notes.         16       Optional call date, contingent call dates and redemption any not be Redeemed on the occurrence of a rax Event or a Regulatory Event. The Capital Notes.         17       Trace vent or a Regulatory Event. The Capital Notes.         17       Fired date of issue of the Prodemited in the capital Notes.         18       Members Equity Bank may also elect to Redeem the Capital Notes will be replace the Capital Note with the asset or the run or Regulatory.         17       Fired or the firth anniversary of the issue of the Prodential Standards) than the Capital Notes.         19       Destati			
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Equity Bank and the ME Group, Members Equity Bank does not have to replace the Capital Notes.         16       Subsequent call dates         16       Subsequent call dates         17       Fifth anniversary of the issue date, or any subsequent distribution payment date. (Distribution payment dates occur quarterly).         17       Fixed or floating dividend/coupon         18       Coupon rate and any related index         19       Existence of a dividend stopper         20       Fully discretionary, partially discretionary or mandatory         21       Existence of step up or other incentive to redeem         22       Noncumulative or cumulative         23       Convertible or non-convertible         24       If convertible, conversion trigger(s)			b) having regard to the capital position of Members
Bank does not have to replace the Capital Notes.         16       Subsequent call dates         17       Fixed or floating dividend/coupon         17       Fixed or floating dividend/coupon         18       Coupon rate and any related index         19       Existence of a dividend stopper         20       Fully discretionary, partially discretionary or mandatory         21       Existence of step up or other incentive to redeem         22       Noncumulative or cumulative         23       Convertible or non-convertible         24       If convertible, conversion trigger(s)			
16       Subsequent call dates       Fifth anniversary of the issue date, or any subsequent distribution payment date. (Distribution payment dates occur quarterly).         Coupons/dividends       Floating         17       Fixed or floating dividend/coupon       Floating         18       Coupon rate and any related index       3 month BBSW mid + 500 bps, quarterly in arrears         19       Existence of a dividend stopper       Yes         20       Fully discretionary, partially discretionary or mandatory       Fully discretionary         21       Existence of step up or other incentive to redeem       No         22       Noncumulative or cumulative       Non-cumulative         23       Convertible or non-convertible       Non-convertible         24       If convertible, conversion trigger(s)       If convertible, conversion trigger(s)			
subsequent distribution payment date. (Distribution payment date. (Distribution payment dates occur quarterly).         Coupons/dividends         17       Fixed or floating dividend/coupon         18       Coupon rate and any related index         19       Existence of a dividend stopper         20       Fully discretionary, partially discretionary or mandatory         21       Existence of step up or other incentive to redeem         22       Noncumulative or cumulative         23       Convertible or non-convertible         24       If convertible, conversion trigger(s)	16	Subsequent call dates	
coupons/dividends       payment dates occur quarterly).         17       Fixed or floating dividend/coupon       Floating         18       Coupon rate and any related index       3 month BBSW mid + 500 bps, quarterly in arrears         19       Existence of a dividend stopper       Yes         20       Fully discretionary, partially discretionary or mandatory       Fully discretionary         21       Existence of step up or other incentive to redeem       No         22       Noncumulative or cumulative       Non-cumulative         23       Convertible or non-convertible       Non-convertible         24       If convertible, conversion trigger(s)       If convertible, conversion trigger(s)			
Coupons/dividends       Floating         17       Fixed or floating dividend/coupon       Floating         18       Coupon rate and any related index       3 month BBSW mid + 500 bps, quarterly in arrears         19       Existence of a dividend stopper       Yes         20       Fully discretionary, partially discretionary or mandatory       Fully discretionary         21       Existence of step up or other incentive to redeem       No         22       Noncumulative or cumulative       Non-cumulative         23       Convertible or non-convertible       Non-convertible         24       If convertible, conversion trigger(s)       If convertible, conversion trigger(s)			
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20       Fully discretionary, partially discretionary or mandatory       Fully discretionary         21       Existence of step up or other incentive to redeem       No         22       Noncumulative or cumulative       Non-cumulative         23       Convertible or non-convertible       Non-convertible         24       If convertible, conversion trigger(s)       If convertible			
21       Existence of step up or other incentive to redeem       No         22       Noncumulative or cumulative       Non-cumulative         23       Convertible or non-convertible       Non-convertible         24       If convertible, conversion trigger(s)       If convertible	20		Fully discretionary
23     Convertible or non-convertible     Non-convertible       24     If convertible, conversion trigger(s)     Non-convertible	21		
24 If convertible, conversion trigger(s)	22	Noncumulative or cumulative	Non-cumulative
			Non-convertible
25 If convertible fully or partially			
	25	If convertible, fully or partially	
26 If convertible, conversion rate	26	If convertible, conversion rate	

27	If convertible, mandatory or optional conversion	
28	If convertible, specify instrument type convertible into	
29	If convertible, specify issuer of instrument it converts into	
	Write-down feature	Yes
31	If write-down, write-down trigger(s)	Capital Notes must be Written-off if a Non-Viability Trigger Event occurs. A Non-Viability Trigger Event means the earlier of:
		a) the issuance of a notice in writing by APRA to Members Equity Bank that the conversion or write- off of Relevant Securities is necessary because, without it, APRA considers that Members Equity Bank would become non-viable; or
		b) a determination by APRA notified to Members Equity Bank that without a public sector injection of capital (or equivalent capital support), Members Equity Bank would become non-viable.
		If a Non-Viability Trigger Event occurs, Members Equity Bank must convert or write-off some or all Relevant Securities (and in the case of Capital Notes, must write-off some or all Capital Notes). Where the Capital Notes are Written-off, all rights of Holders will be terminated with effect on and from the date of the Non-Viability Trigger Event.
32	If write-down, full or partial	May be written down in full or partial
33	If write-down, permanent or temporary	Permanent
34	If temporary write-down, description of write-up mechanism	
35	Position in subordination hierarchy in liquidation	<ul> <li>a) ahead of common equity;</li> <li>b) equally without any preference among themselves for each series and with the holders of Equal Ranking Instruments; and</li> <li>c) behind the claims of subordinated Tier 2 instruments and Senior Creditors of Members Equity Bank.</li> </ul>
36	Non-compliant transitioned features	No
	If yes, specify non-compliant features	