

WESTPAC BANKING CORP
 Form 424B2
 September 20, 2011

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities Offered | Proposed Maximum Aggregate Offering Price | Amount of Registration Fee(1)(2) |
|--|---|----------------------------------|
| 2.250% Fixed Rate Notes due September 2016 | \$2,177,000.00 | \$252.75 |

(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. 13 - Dated Monday, September 19, 2011 (To: Prospectus Dated March 2, 2011)

| CUSIP Number | Principal Amount | Gross Selling Price | Net Proceeds | Coupon Type | Coupon Rate | Coupon Frequency | Day Count Basis | Maturity Date | 1st Coupon Date | Survival Amount | FDC Guaranteed | Product Ranking |
|--------------|------------------|---------------------|--------------|-------------|-------------|------------------|-----------------|---------------|-----------------|-----------------|----------------|-----------------|
|--------------|------------------|---------------------|--------------|-------------|-------------|------------------|-----------------|---------------|-----------------|-----------------|----------------|-----------------|

| | | | | | | | | | | | | | | |
|-----------|----------------|----------|--------|----------------|-------|--------|---------|--------|-----------|-----------|--------|-----|----|------------------------|
| 96121BAN7 | \$2,177,000.00 | 100.000% | 1.250% | \$2,149,787.50 | Fixed | 2.250% | Monthly | 30/360 | 9/15/2011 | 9/15/2011 | \$1144 | Yes | No | Senior Unsecured Notes |
|-----------|----------------|----------|--------|----------------|-------|--------|---------|--------|-----------|-----------|--------|-----|----|------------------------|

Redemption Information: Non-Callable

Trade Date: Monday, September 19, 2011
 @ 12:00 PM ET

Westpac
 Banking
 Corporation

Settle Date: Thursday,
 September 22, 2011

Prospectus
 dated March 2,
 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:** Citigroup Global Markets Inc.,

Deutsche Bank Securities Inc., HSBC Securities (USA) Inc., J.P.
 Morgan Securities LLC, Merrill Lynch, Pierce, Fenner
 & Smith Incorporated, Morgan Stanley & Co. LLC, UBS Securities
 LLC, Wells Fargo Advisors, LLC

InterNotes® is a registered trademark of Incapital Holdings LLC.
 All Rights Reserved.

Westpac Banking Corporation
