

SOUTH AUSTRALIAN GOVERNMENT FINANCING AUTHORITY (“SAFA”)

**A\$ 1.50% 22 September 2022 Select Line SAFA Bonds
 (“Bonds”)**

Series: Tranche: Two

FINAL Term Sheet

This Term Sheet is subject to and must be read in conjunction with the Information Memorandum dated 14 August 2015 (“**Information Memorandum**”) which sets out the terms and conditions of the Bonds, the Bond Deed Poll dated 14 August 2015 and the final pricing supplement (“**Pricing Supplement**”) to be entered into in connection with the Bonds. The Pricing Supplement prevails to the extent of any inconsistency with this Term Sheet. Terms used but not otherwise defined in this Term Sheet have the meaning given to them in the Information Memorandum.

Issuer:	South Australian Government Financing Authority (“ SAFA ”)
Guarantor:	The Treasurer on behalf of the Government of South Australia
Rating:	Standard & Poor’s Rating Services: AA (positive outlook)* Moody’s Investor Services, Limited: Aa1 (stable)
Joint Lead Managers:	Australia and New Zealand Banking Group Limited Commonwealth Bank of Australia National Australia Bank Ltd, Westpac Banking Corporation.
Status:	Unsecured and unsubordinated obligations of the Issuer
Governing Law:	The laws of the State of South Australia
Issue Amount:	A\$500,000,000
Trade Date:	06 September 2017
Details of Series (fungibility with other Tranches)	The Bonds are to be consolidated and form a single series with the Issuer’s existing A\$1.5% 22 September 2022 Fixed Rate Inscribed Stock (Tranche 1) issued on 22 August 2016
Maturity Date:	22 September 2022
Coupon:	1.50% per annum to be paid semi-annually on the face value of the bonds (full first coupon) without adjustment
Interest Payment Dates:	22 March and 22 September in each year with the first Interest Payment Date being 22 September 2017, and the last Interest Payment Date being the Maturity Date as adjusted in accordance with the Modified Following Business Day Convention

Denominations:	A\$1,000 Minimum consideration payable on issue will be A\$500,000
Day Count Fraction:	RBA Bond Basis
Business Days:	Sydney, Adelaide
Business Day Convention:	Modified Following Business Day Convention
Issue Date:	11 September 2017
Issue Price:	Clean Price 95.164% Accrued: 0.705% Issue Price: 95.869% EFP 55bps vs Sept 3yr futures
Issue Yield:	2.530%
ISIN:	AU3SG0001589
Registrar, Issuing and Paying Agent and Calculation Agent:	Link Market Services Limited (ABN 54 083 214 537)
Record Date:	As specified in the Information Memorandum dated 14 August 2015 (" Information Memorandum ").
Form:	Inscribed stock of the Issuer issued in registered form by entry in a register maintained by the Registrar.
Settlement:	The Bonds will be held within and traded in the Austraclear System.
Section 128F exemption:	The Tranche of Bonds is intended to be issued in a manner which will satisfy the requirements for exemption from interest withholding tax under section 128F of the Income Tax Assessment Act 1936 of Australia.
Selling Restrictions:	As set out in the Information Memorandum.
Listing:	Unlisted
Supplementary information to Information Memorandum:	*S&P revised SA and SAFA's rating to outlook positive on 22 September 2016

Important notice

This Term Sheet has been prepared by SAFA for distribution, in conjunction with the Information Memorandum, to prospective professional investors whose ordinary business includes the buying or selling of securities. It should not be distributed to, and is not intended for, any other person. The Pricing Supplement to be issued in connection with the Bonds prevails to the extent of any inconsistency with this Term Sheet.

This Term Sheet is not an offer to sell, or solicitation of an offer to buy the Bonds.

Persons contemplating the purchase of Bonds must make their own decision as to the sufficiency and relevance for their purpose of the information contained herein and in the Information Memorandum, and undertake their own independent investigation of the appropriateness of the Bonds for them taking into account their financial and taxation circumstances investment objectives and particular needs and take all appropriate advice from qualified professional persons as they deem necessary.

DISCLAIMERS



ANZ Disclaimer

This term sheet ("Term Sheet") is distributed in Australia by Australia and New Zealand Banking Group Limited (ABN 11 005 357 522) ("ANZ") in its capacity as a Lead Manager. ANZ holds Australian Financial Services licence no. 234527.

This Term Sheet is for distribution only to wholesale or professional investors whose ordinary business includes the buying or selling of securities such as the notes described in this Term Sheet ("Notes") in circumstances where disclosure is not required under Chapters 6D or 7 of the Corporations Act 2001 (Cwth) and in such other circumstances as may be permitted by applicable law. This Term Sheet should not be distributed to, and is not intended for, any other person.

This Term Sheet is not intended for and must not be distributed to private clients in the United Kingdom. This Term Sheet is not for distribution in the United States of America or to US Persons. This Term Sheet does not constitute an offer of securities in any jurisdiction. In particular, the Notes have not been registered under the U.S. Securities Act of 1933 and may not be offered, sold or resold in the United States or to a U.S. person.

This Term Sheet was prepared solely by ANZ using the information directly extracted from the information memorandum, offering circular or other disclosure document for the Notes provided by the Notes' issuer (together the "Offering Material") and is not intended to be a complete statement or summary of the Notes, particularly with respect to the risk and special considerations associated with an investment in the Notes. This Term Sheet is subject to and must be read in conjunction with the terms and conditions of the Notes and the Offering Material (including any pricing supplement relating to this issue). ANZ does not undertake to update this Term Sheet.

This Term Sheet is provided solely for informational purposes and is not to be construed as a solicitation, recommendation or an offer to buy or sell any medium term notes, transferable deposits or other securities or related financial instruments or derivatives and should not be treated as giving investment advice.

This Term Sheet has no regard to the specific investment objectives, financial situation or particular needs of any specific recipient. Prior to acquiring the Notes recipients should consult with their own legal, regulatory, tax, business, investment, financial and accounting advisers to the extent that they deem necessary, and make their own investment, hedging and trading decisions (including decisions regarding the suitability of this investment) based upon their own judgement and upon advice from such advisers as they deem necessary and not upon any view expressed by ANZ. ANZ, its related companies and their respective directors and employees are not acting as advisers to recipients and do not assume any duty of care in this respect.

ANZ, its related bodies corporate and/or their directors, officers and employees or clients may, from time to time, as principal or agent, have long or short positions in, or may buy and sell, any Notes or related financial instruments or derivatives. Furthermore, ANZ and its related bodies corporate may perform for or solicit investment or other banking services from, any company mentioned in the Term Sheet. ANZ, its related bodies corporate and/or their directors and employees may also act as placement agent, adviser or lender to the Notes' issuer.

Except where contrary to legislation, ANZ and its officers, employees and agents accept no liability (including for negligence) for loss or damage arising in connection with the information in this Term Sheet.

European Economic Area (“EEA”): United Kingdom. ANZ is authorised in the United Kingdom by the Prudential Regulation Authority (“PRA”) and is subject to regulation by the Financial Conduct Authority (“FCA”) and limited regulation by the PRA. Details of ANZ’s regulation by the PRA will be available on request. This Term Sheet is distributed in the United Kingdom by ANZ solely for the information of persons who would come within the FCA definition of “eligible counterparty” or “professional client”. It is not intended for and must not be distributed to any person who would come within the FCA definition of “retail client”. Nothing here excludes or restricts any duty or liability to a customer which ANZ may have under the UK Financial Services and Markets Act 2000 or under the regulatory system as defined in the Rules of the PRA and the FCA. Germany. This Term Sheet is distributed in Germany by the Frankfurt Branch of ANZ solely for the information of its clients. Other EEA countries. This Term Sheet is distributed in the EEA by ANZ which is authorised and regulated by the Australian Prudential Regulation Authority, to persons who would come within the MiFID definition of “eligible counterparty” or “professional client” in other countries in the EEA. This Term Sheet is distributed in those countries solely for the information of such persons upon their request. It is not intended for, and must not be distributed to, any person in those countries who would come within the FCA definition of “retail client”.

Hong Kong. This Term Sheet is distributed in Hong Kong by the Hong Kong branch of ANZ, which is registered by the Hong Kong Monetary Authority to conduct Type 1 (dealing in securities), Type 4 (advising on securities) and Type 6 (advising on corporate finance) regulated activities. In Hong Kong this Term Sheet is only for “professional investors” as defined in the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) and any rules made under that Ordinance. The contents of this Term Sheet have not been reviewed by any regulatory authority in Hong Kong.

New Zealand. This Term Sheet is distributed by [ANZ/ANZ Bank New Zealand Limited]* in New Zealand and is intended only for “wholesale” clients as defined in the Financial Advisers Act 2008.

Singapore. This Term Sheet is distributed in Singapore by the Singapore branch of ANZ solely for the information of “accredited investors”, “expert investors” or “institutional investors” (each term as defined in the Securities and Futures Act Cap. 289 of Singapore). ANZ is licensed in Singapore under the Banking Act Cap. 19 of Singapore and is exempted from holding a financial adviser’s licence under Section 23(1)(a) of the Financial Advisers Act Cap. 100 of Singapore.

*If the termsheet is being distributed to NZ investors by the ANZ NZ desk in NZ, then this paragraph should refer to ANZ Bank New Zealand Limited. Otherwise ANZ.

**CBA Disclaimer**

This information has been prepared and issued by Commonwealth Bank of Australia (“Commonwealth Bank”) and is intended only for use by authorised recipients. Whilst Commonwealth Bank believe the contents of this term sheet are correct, Commonwealth Bank make no representation or warranty, express or implied as to, and assume no responsibility or liability for, the accuracy or completeness of, or any errors or omissions in, any information contained herein or in any accompanying previous or subsequent material. The information given is indicative and is subject to change. The Program documentation prevails where there is any inconsistency.

This terms sheet is not intended to be and does not constitute an invitation by Commonwealth Bank for applications to purchase the Notes and is provided as information only. Accordingly persons contemplating purchasing the Notes should make their own decision as to the sufficiency and relevance for their purpose of the information contained herein, undertake their own independent investigation of the appropriateness of Notes for them taking into account their financial and taxation circumstances, investment objectives and particular needs and take all appropriate advice from qualified professional persons as they deem necessary. Any investment decision should rely on that investigation and appraisal and not on this terms sheet.

If it appears to the Commonwealth Bank that you may be a proscribed person or entity under the Charter of United Nations Act 1945 (Cth), or you may be in breach of the law of any jurisdiction relating to money laundering or counter-terrorism, or you appear in a list of persons with whom dealings are proscribed by the government or a regulatory authority of any jurisdiction, or act on behalf of or for the benefit of any such persons, then we may refuse/suspend/terminate any transaction and/or facility of yours; or exercise any other rights we may have. The Commonwealth Bank will be under no liability to you if it does any or all of these things.



NAB Disclaimer

This summary document was prepared by National Australia Bank. It is a brief summary only. It is not binding. The actual terms and conditions of the issue are as set out in the pricing supplement and other programme documents. This summary document does not necessarily set out all terms and conditions that are material. If this document is inconsistent with the actual terms and conditions of the issue, it is those actual terms and conditions that prevail. You should read the actual terms and conditions.

In providing this document, we are assuming that your organisation is capable of evaluating the merits and risks of the instruments, their suitability for your organisation's purposes and their legal, taxation, accounting and financial implications and that in making this evaluation you are not relying on any recommendation or statement by us. You should ensure that you have independently assessed and fully understand these things. This document is not advice and we are not acting as your adviser or assuming any duty of care in this respect.

To the extent permitted by applicable law, none of the Lead Manager, the Co-Managers, the Issuer accepts any liability whatsoever for any direct or consequential loss arising from any use of this document, including for negligence.

This document is strictly confidential and may only be disclosed to those of your directors, officers, employees or professional advisers to whom such disclosure is reasonably necessary for the purpose for which this document has been provided to you.

This document is not an offer, invitation or solicitation to buy the Notes.

This document is only intended for professional investors whose ordinary business includes the buying or selling of securities such as the Notes. In particular:

- (a) this summary document is only intended to be distributed in circumstances where disclosure is not required under Chapter 6D.2 of the Corporations Act of Australia; and
- (b) the Notes may not be offered, sold or delivered (directly or indirectly) in the United States or to, or for, the account or benefit of, United States persons and the summary document may not be distributed in the United States or to United States persons (unless an exception from registration under the US Securities Act of 1933 is available).



Westpac disclaimer:

This term sheet is for distribution only to professional investors whose ordinary business includes the buying or selling of securities such as the securities described above (the "Notes")

in circumstances where disclosure is not required under Chapter 6D.2 of the Corporations Act, 2001 and in such other circumstances as may be permitted by applicable law. This term sheet should not be distributed to, and is not intended for, any other person. This term sheet is distributed solely for informational purposes and is not to be construed as a solicitation, recommendation or an offer to buy or sell any Notes and should not be treated as giving investment advice. This term sheet is subject to and must be read in conjunction with the terms and conditions of the Notes, the Information Memorandum for the Notes and the pricing supplement relating to this issue.