

St.George Bank Limited
ABN 92 055 513 070

Group Secretariat
Level 15
182 George Street
Sydney NSW 2000

Postal Address:
PO Box R221
Royal Exchange NSW 1225

Telephone: 612 9236 1469
Facsimile: 612 9236 1899
Email: bowanm@stgeorge.com.au

31 July 2002

Securities and Exchange Commission
Division of Corporation Finance
Office of International Corporation Finance
450 Fifth Street, N.W.
Washington, D.C. 20549

Attention: Mr. Michael Coco



SUPPL

Dear Sir

St.George Bank Limited: 12g3-2(b) Information - File No.82-3809

We are furnishing herewith pursuant to Rule 12g3-2(b)(1)(i) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") the following additional documents that St.George Bank Limited (the "Company") has made public, distributed or filed with the Australian Stock Exchange Limited (the "ASX") or the Australian Securities and Investments Commission (the "ASIC") since May 16, 2002, the date of the Company's application for reinstatement of the exemption from Rule 12g3-2(b) of the Exchange Act:

- Change to Board of Directors
- Final Director's Interest Notice
- New Issue Announcement

PROCESSED

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AUG 21 2002

The attached documents are being furnished with the understanding that they will not be deemed "filed" with the Securities and Exchange Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents shall constitute an admission for any purpose that the Company is subject to the Exchange Act.

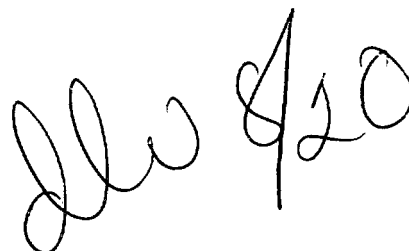
THOMSON
FINANCIAL

If you have any questions or comments please call the undersigned at 612 9236 1278.

Yours sincerely



Michael Bowan
Secretary



n e w s*r e l e a s e*

29 July 2002

RE030702

ST.GEORGE ANNOUNCES CHANGES TO BOARD

St.George Bank today announced the retirement of Ms Geri Ettinger after 15 years on the St.George Board.

The Chairman of St.George Bank, Mr Frank Conroy, said that Ms Ettinger had been a valuable member of the Board over a long period in which St.George had undergone enormous change.

“The past 15 years have seen St.George progress from a building society to Australia’s fifth largest bank. Over this time, the Board has dealt with many complex matters and made decisions fundamental to the direction of St.George, paving the way for strong future growth,” said Mr Conroy.

“I should like to take this opportunity to thank sincerely Ms Ettinger for her excellent contribution to the development of the organisation.”

Mr Conroy said that the Directors have invited Mrs Linda Nicholls to join the Board. Mrs Nicholls is currently Chairman of Australia Post, Deputy Chairman of listed private hospital group Healthscope and a director of Sigma Pharmaceutical Group, Perpetual Trustees and Insurance Manufacturers of Australia. She is an international advisor to Goldman Sachs.

Mrs Nicholls is also a Member of Council of the Walter and Eliza Hall Institute of Biomedical Research and Ormond College at Melbourne University, a Governor of The Smith Family, and a Member of the Board of Trustees of The Conference Board in New York. She runs her own corporate advisory practice specialising in business strategy in financial services and healthcare. Mrs Nicholls has an MBA from Harvard University and more than 25 years experience as a senior executive and company director in banking, insurance and funds management in Australia, New Zealand and the United States. In 1996 she was a member of the ‘Wallis Inquiry’ into the financial services industry.

Ends....

Media contact: St.George Public and Corporate Affairs Ph (02) 9952 1249

Appendix 3Z

Final Director's Interest Notice

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 30/9/2001.

Name of entity	ST.GEORGE BANK LIMITED
ABN	92 055 513 070

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	Ms Geri Ettinger
Date of last notice	02 July 2002
Date that director ceased to be director	29 July 2002

Part 1 – Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
28,564 shares (fully paid ordinary)
53 PRYMES

Appendix 3Z

Final Director's Interest Notice

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest	Number & class of securities
Note: Provide details of the circumstances giving rise to the relevant interest	

Part 3 – Director's interests in contracts

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

+ See chapter 19 for defined terms.

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

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

ST.GEORGE BANK LIMITED

ABN

92 055 513 070

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 | 42,275 ordinary shares |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | N/A |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- 4 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

Yes, with existing fully paid ordinary shares.

- 5 Issue price or consideration

Nil

- 6 Purpose of the issue
 (If issued as consideration for the acquisition of assets, clearly identify those assets)

Shares issued under the St.George Bank Executive Performance Share Plan.

- 7 Dates of entering +securities into uncertificated holdings or despatch of certificates

31 July 2002

- 8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)

Number	+Class
497,544,721	Ordinary shares
3,000,000	PRYMES
174,965	8.5% unsecured capital notes
217,134	8.25% unsecured capital notes

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

9	Number and ⁺ class of all ⁺ securities not quoted on ASX (including the securities in clause 2 if applicable)	Number	⁺ Class
		10,547	Redeemable preference
		359,095	borrower share
			Redeemable preference
			depositor share

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	To be treated in the same manner as other quoted ordinary shares.	
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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 | |

⁺ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- | | | |
|----|---|--|
| 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 | |
| 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 <i>in full</i> through a broker? | |
| 31 | How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance? | |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- 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)

Tick to indicate you are providing the information or documents

- 35 ☐ 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 ☐ 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 ☐ A copy of any trust deed for the additional +securities

(now go to 43)

Appendix 3B
New issue announcement

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)

--

- 42 Number and +class of all +securities
 quoted on ASX (including the
 securities in clause 38)

Number	+Class

(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.

☐

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

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.

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

- 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:31/07/02.....

Print name:

Michael Bowan

=====



st.george

St.George Bank Limited
ABN 92 055 513 070

31 July 2002

Please reply to:
Michael Bowan
Group Secretariat
Level 15, 182 George Street
Sydney NSW 2001
Telephone: (02) 9236 1278
Facsimile: (02) 9236 1899
Email: bowanm@stgeorge.com.au

Australian Securities and Investments Commission
Fundraising Section
Level 18
No 1, Martin Place
Sydney NSW 2000

Dear Sirs

NOTICE OF INTENDED RELIANCE ON ASIC CLASS ORDER [O2/0272]

St.George Bank Limited wishes to apply for relief from the above Class Order under Category 4 in relation to:

Date securities issued:	31 July 2002
Person to whom the securities were issued:	Des Harvey Colin Cain Graham Morgan
The shares were issued under the St.George Bank Executive Performance Share Plan. The issue of the securities completes St.George's obligations with respect to the securities on the date of issue.	

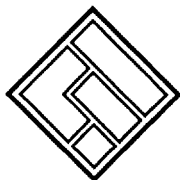
St.George Bank undertakes to provide ASIC with any other information in relation to the above issue within 5 business days of receipt of such written request by ASIC.

Yours sincerely

Michael Bowan
General Counsel and Secretary

lodging party or agent name St. George Bank Limited
 office, level, building name or PO Box no. _____
 street number & name _____
 suburb/city _____ state/territory _____ postcode _____
 telephone () _____
 facsimile () _____
 DX number _____ suburb/city _____

FILE NO. 82-3809

 ASS. ☐ REQ-A ☐
 CASH. ☐ REQ-P ☐
 PROC. ☐


Australian Securities & Investments Commission

form 207

Notification of
share issueCorporations Act 2001
254X(1)

company name St. George Bank Limited
 A.C.N. 92 055 513 070

Details of the issue

date of issue (d/m/y) 31 / 07 / 2002 or period of issue (d/m/y) from / / to / /

Class of shares - show only details of shares which have been issued.

If you are listing any of the common classes of shares shown below, show only the class code.

If you are listing a different class of share, at 'class code' show a letter code of no more than 4 letters and then show the full title.

class code	full title
ORD	ORDINARY FULLY PAID SHARES

code	full title	code	full title
A	A	PRF	preference
B	B ...etc	CUMP	cumulative preference
EMP	employee's	NCP	non-cumulative preference
FOU	founders	REDP	redeemable preference
LG	life governor's	NRP	non-redeemable preference
MAN	management	CRP	cumulative redeemable preference
ORD	ordinary	NCRP	non-cumulative redeemable preference
RED	redeemable	PARP	participative preference
SPE	special		

Details of shares issued

class of share	number issued	amount (if any) paid, or agreed to be considered as paid, per share	amount unpaid (if any), per share
ORD	42,275	NIL	

1. Have all shares been issued for cash only? Yes ☐ No ☒
 If Yes, lodge this form. No other forms are required. If No, see item 2

2. Were some or all of the shares issued under a written contract? Yes ☐ No ☒
 If Yes, Proprietary companies must also lodge a Form 207Z certifying that all stamp duties have been paid.
 Public companies must also lodge a Form 207Z and either a Form 208 or a copy of the contract.
 If No, Public companies must also lodge a Form 208.

Signature

I certify that the information in this form is true and complete.

print name MICHAEL BOWAN

capacity SECRETARY

Small Business (less than 20 employees),
 please provide an estimate of the time taken
 to complete this form

Include

The time actually spent reading the
 instructions, working on the question
 and obtaining the information
 The time spent by all employees in
 collecting and providing this
 information

hrs

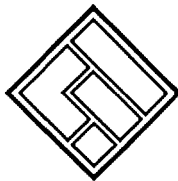
mins

lodging party or agent name St. George Bank Limited
 office, level, building name or PO Box no. _____
 street number & name _____
 suburb/city _____ state/territory _____ postcode _____
 telephone () _____
 facsimile () _____
 DX number _____ suburb/city _____

FILE NO. 82-3809

DOCUMENT

ASS.	☐	REQ-A	☐
CASH.	☐	REQ-P	☐
PROC.	☐		



Australian Securities & Investments Commission

Notification of

details of shares issued other than for cashform **208**

Corporations Act 2001

117(2), 163(3), 254X(1), 601BC(2)

company name St. George Bank LimitedA.C.N. 92 055 513 070**Details of the shares issued**

class code	total number of shares issued	date of issue (d/m/y)
ORD	42,275	31/07/2002

Details of the issue

(Tick the boxes which apply and fill in the details required.)

☐ The issue was made under a contract not reduced to writing.

date of the contract (d/m/y) / /

parties to the contract _____

nature of the contract _____

☐ The issue was made under written contract.

date of the contract (d/m/y) / /

parties to the contract _____

nature of the contract _____

☐ The issue was made under a provision in the company's constitution / replaceable rules.

relevant clauses in constitution _____

and/or replaceable rules _____

☐ The issue was made in satisfaction of a dividend declared in favour of, but not payable in cash to the shareholders.

or ☐ The issue was made by using an account or reserve to pay up, or partly pay up, unissued shares to which the shareholders have become entitled.

date of relevant resolution or authority (d/m/y) / /

summary of the provisions of
the relevant resolution or
other authority

☐ The issue was made in satisfaction or part satisfaction of the purchase price of property.

details of the property:

amount paid in cash	\$
amount deemed as paid in shares issued	\$
amount of debt released or liabilities assumed (including mortgages on the property)	\$
TOTAL purchase price	\$

☒ The issue was made in consideration of services rendered or any other consideration not mentioned above.

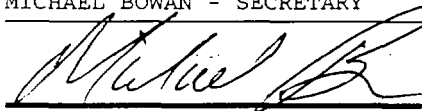
details: The Shares were issued to St.George Bank staff under the terms of the Executive Performance Share Plan approved by shareholders at the St.George Bank AGM on 3 February 1998.

Signature

I certify that the information in this form is true and complete.

print name MICHAEL BOWAN - SECRETARY 31/07/02 capacity

sign here



Small Business (less than 20 employees), please provide an estimate of the time taken to complete this form

Include

The time actually spent reading the instructions, working on the question and obtaining the information
The time spent by all employees in collecting and providing this information

hrs

mins