

5 October 2004

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OFFICE OF INTERNATIONAL
CORPORATE FINANCE

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

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"):

- New Issue Announcement
- St.George Bank October 2004 Roadshow Presentation

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.

If you have any questions or comments please call the undersigned at 612 9236 1205.

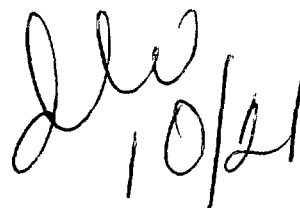
Yours sincerely

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OCT 22 2004 E

THOMSON
FINANCIAL

Michael Bowan
General Counsel and Secretary



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Rule 2.7, 3.10.3, 3.10.4, 3.10.5

OFFICE OF INTERNATIONAL
CORPORATE FINANCE

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, 1/1/2003.

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 | 8,060 |
| 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.

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	27 September 2004														
8 Number and ⁺class of all ⁺securities quoted on ASX (including the securities in clause 2 if applicable)	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; padding: 5px;">Number</th> <th style="text-align: left; padding: 5px;">⁺Class</th> </tr> </thead> <tbody> <tr> <td style="padding: 5px;">513,788,050</td> <td style="padding: 5px;">Ordinary shares</td> </tr> <tr> <td style="padding: 5px;">3,000,000</td> <td style="padding: 5px;">PRYMES</td> </tr> <tr> <td style="padding: 5px;">3,500,000</td> <td style="padding: 5px;">SAINTS</td> </tr> <tr> <td style="padding: 5px;">10,547</td> <td style="padding: 5px;">Redeemable preference borrower share</td> </tr> <tr> <td style="padding: 5px;">359,095</td> <td style="padding: 5px;">Redeemable preference depositor share</td> </tr> <tr> <td style="padding: 5px;">2</td> <td style="padding: 5px;">Perpetual Notes</td> </tr> </tbody> </table>	Number	⁺ Class	513,788,050	Ordinary shares	3,000,000	PRYMES	3,500,000	SAINTS	10,547	Redeemable preference borrower share	359,095	Redeemable preference depositor share	2	Perpetual Notes
Number	⁺ Class														
513,788,050	Ordinary shares														
3,000,000	PRYMES														
3,500,000	SAINTS														
10,547	Redeemable preference borrower share														
359,095	Redeemable preference depositor share														
2	Perpetual Notes														

⁺ See chapter 19 for defined terms.

	Number	+Class
9 Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)		
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.	

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.

- 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

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

⁺ See chapter 19 for defined terms.

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

+ See chapter 19 for defined terms.

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.

- 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:

Date: 27/9/2004

Secretary

Print name: Rhonda Lee Quan

== == == == ==

St. George Bank

JP Morgan Conferences
New York and Edinburgh
October 2004

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OFFICE OF INTERNATIONAL
CORPORATE FINANCE

Gail Kelly
Managing Director

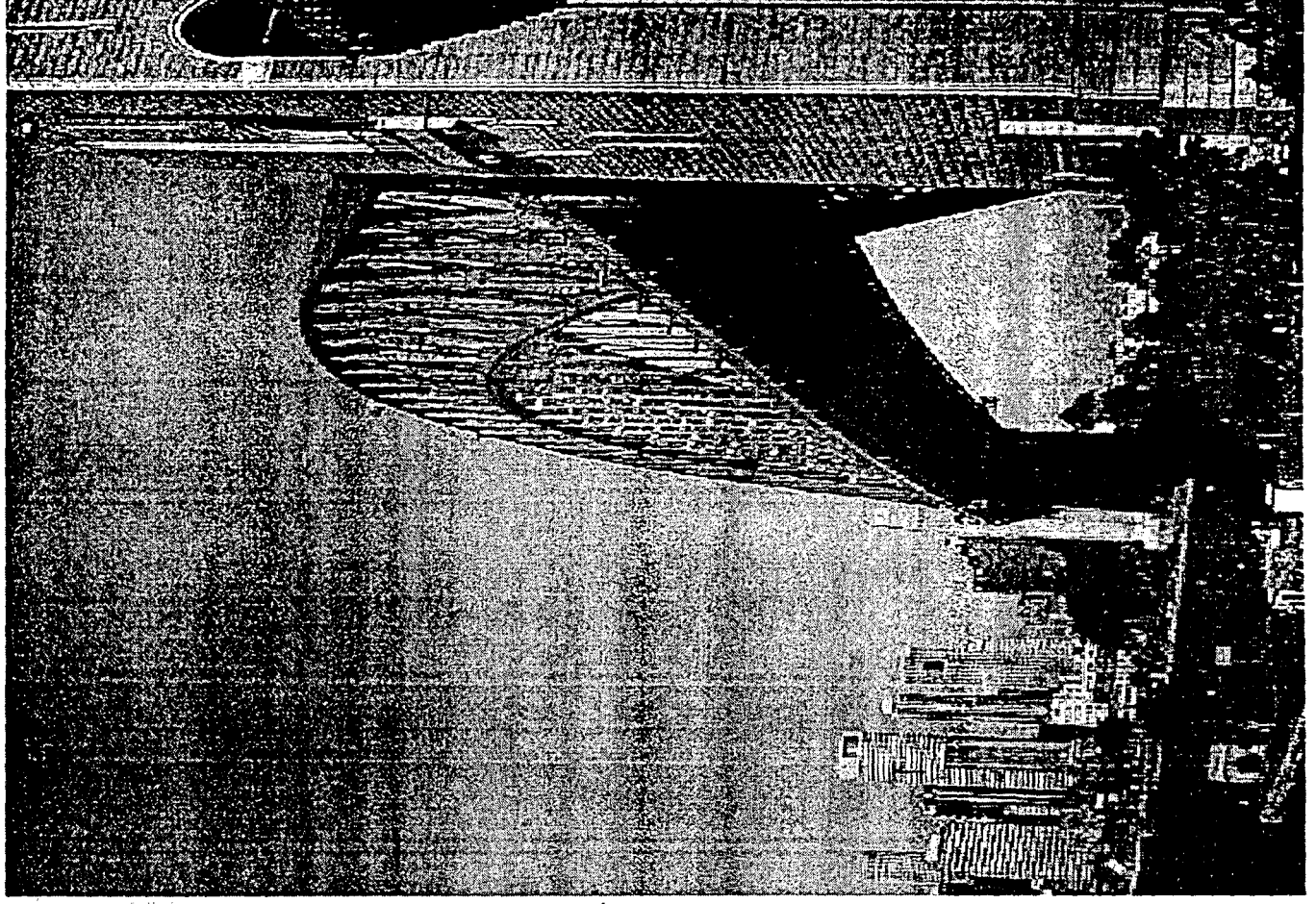


About St. George

Financial dimensions

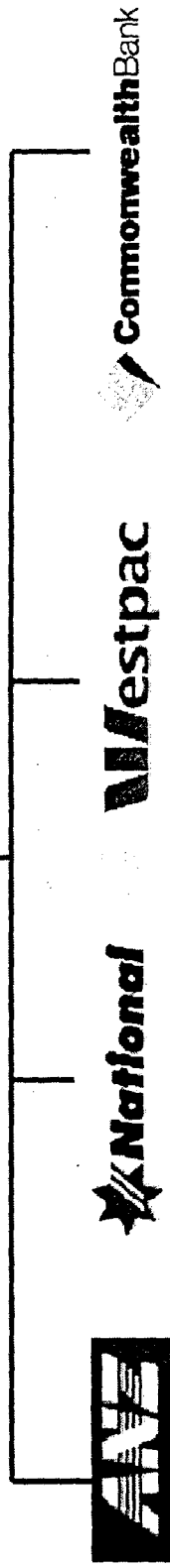
Strategy

Going forward



St. George Bank – uniquely positioned

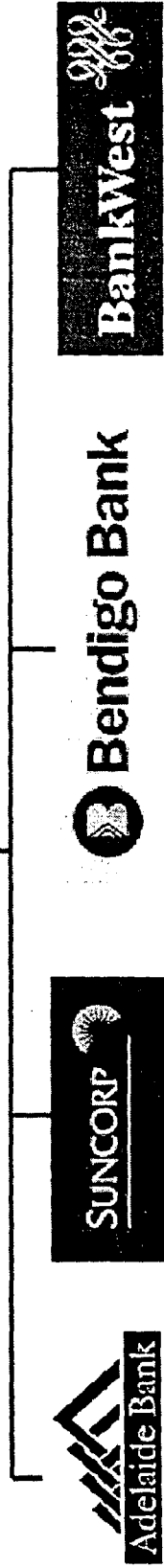
Assets of >A\$240 Billion



Assets of A\$66 Billion

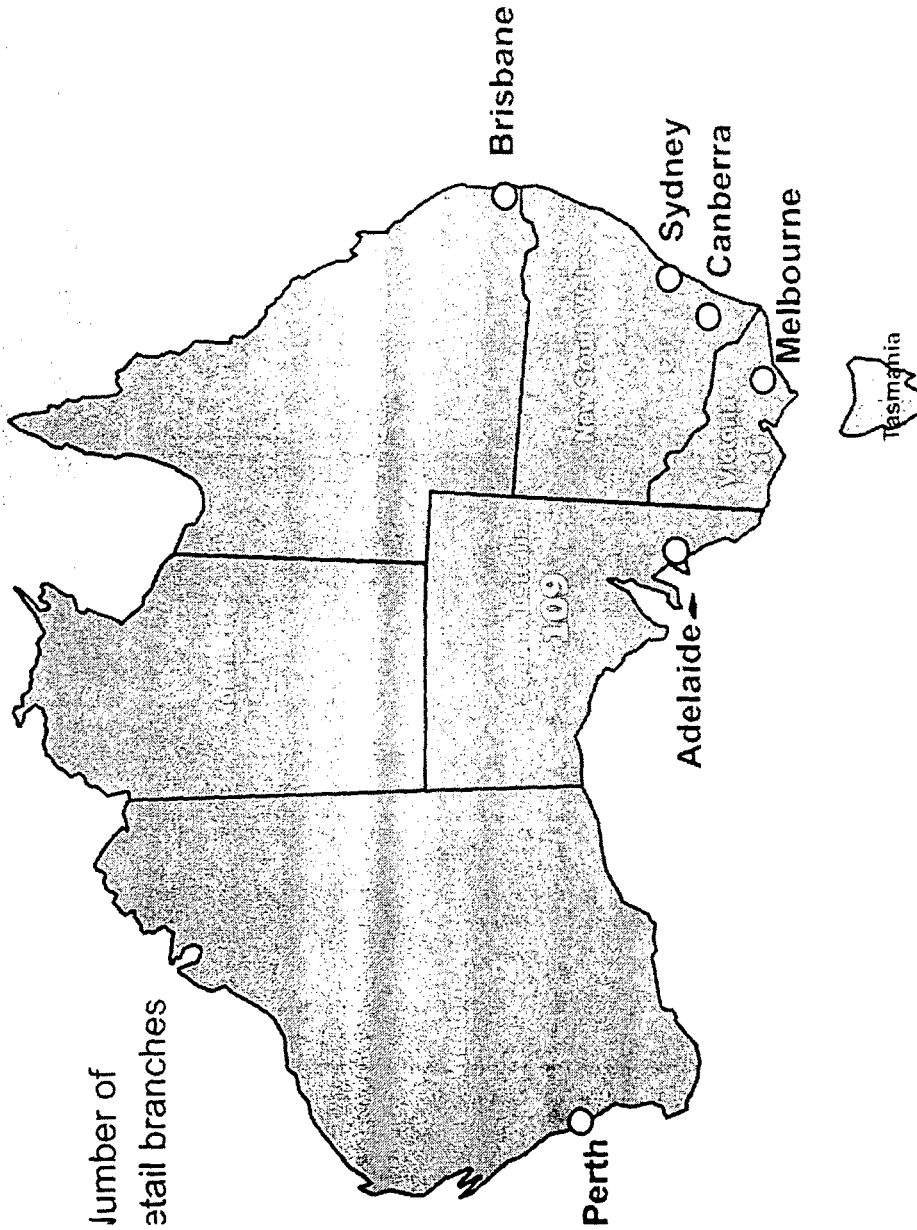


Assets of <A\$40 Billion



Corporate profile

Number of
etail branches



	Market Share %
Residential Lending ^{**}	9.3
Retail Deposits [*]	10.9
Middle Market ^{^^}	5.8

- 5th largest bank nationally
- 3rd largest bank in NSW and ACT^{**}
- Largest bank in SA
- c.2.7m customers
- c.8000 employees
- 390 retail branches
- 16 business centres

*APRA derived June 2004. ^Includes securitised loans. ^^As at 31 March 20



Business mix - Segments

Contribution to earnings*

	Contribution to profit %
Retail Banking	49
Institutional and Business Banking	30
BankSA	13
Wealth Management	8
TOTAL	100

- Retail Banking includes products and distribution
- Institutional and Business Banking includes business banking and treasury
- BankSA is St. George's South Australian subsidiary and is a full service bank
- Wealth Management is responsible for funds under administration, management and advice



|In a nutshell – who are we?

- Not one of the majors
- Big enough, yet small enough
- Passionate about people and about customer service
- Energetic, practical and focused on delivery
- Have the long term in mind

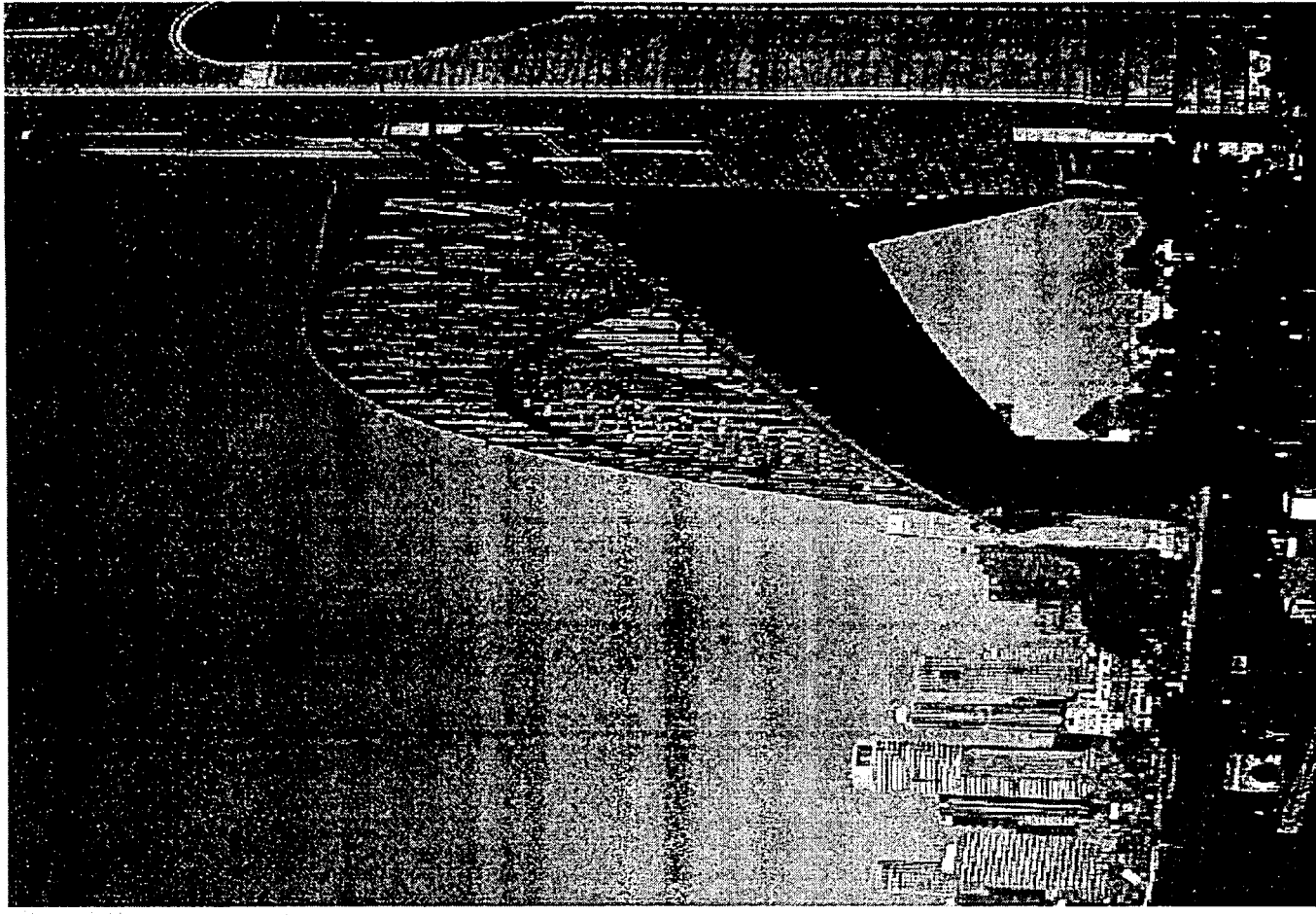


About St. George

Financial dimensions

Strategy

Going forward



Profit result

	1H 2004	FY 2003	FY 2002	FY 2001
	Mar	Sept	Sept	Sept
Profit before significant items	\$354m	\$606m	\$505m	\$376m
Earnings per share*	160.0¢	142.2¢	124.7¢	101.6¢
Return on equity*	21.6%	20.3%	19.5%	16.6%
Expense to income*	48.1%	49.6%	52.4%	53.6%
Dividend	60¢	95¢	80¢	65¢



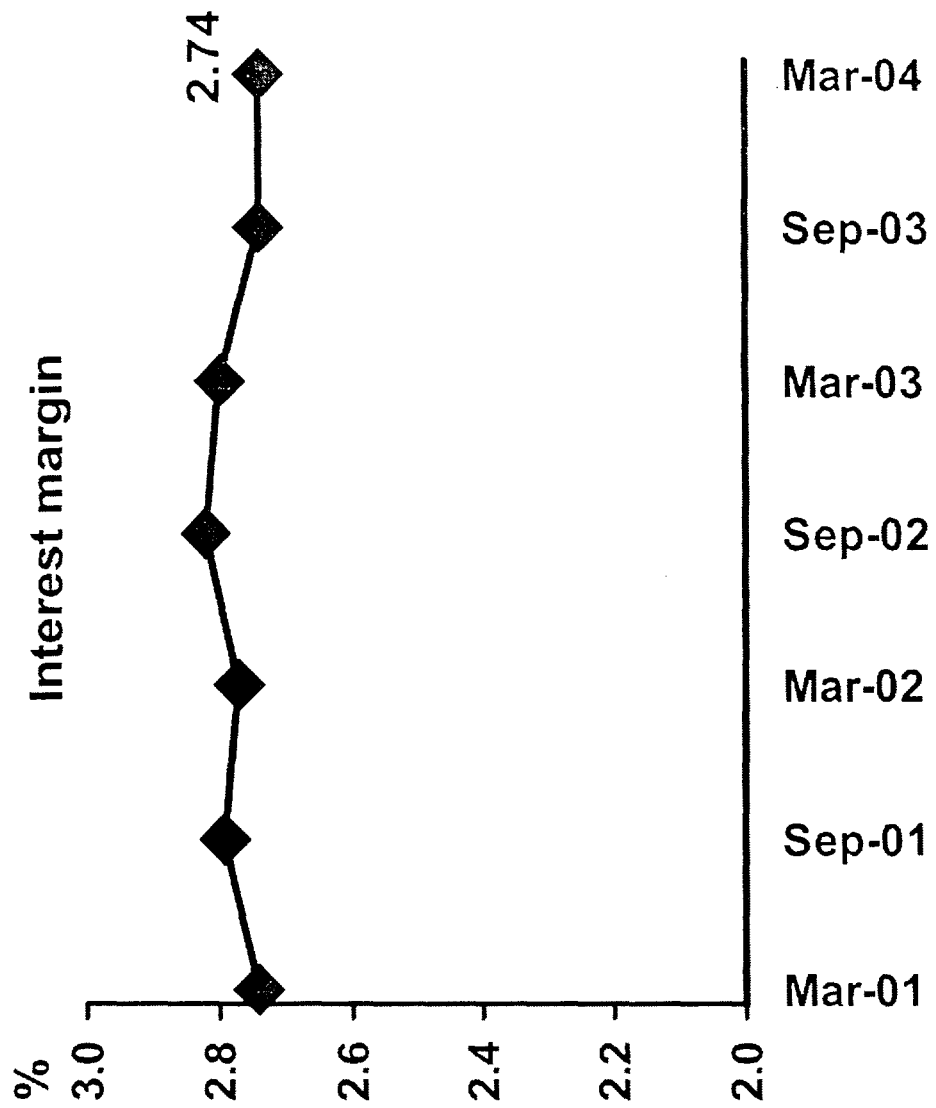
Robust business volumes growth

	Mar 2004	Mar 2003	Change	Market growth
	\$bn	\$bn	%	%
Total lending**	64.4	53.9	19.4	15.2 [^]
Retail deposits	34.9	31.8	9.5	8.0 [^]
Managed Funds	22.6	17.7	27.9	9.6 [*]

[^]Source RBA Bulletin
^{*}Source ASSIRT – Total retail managed fund

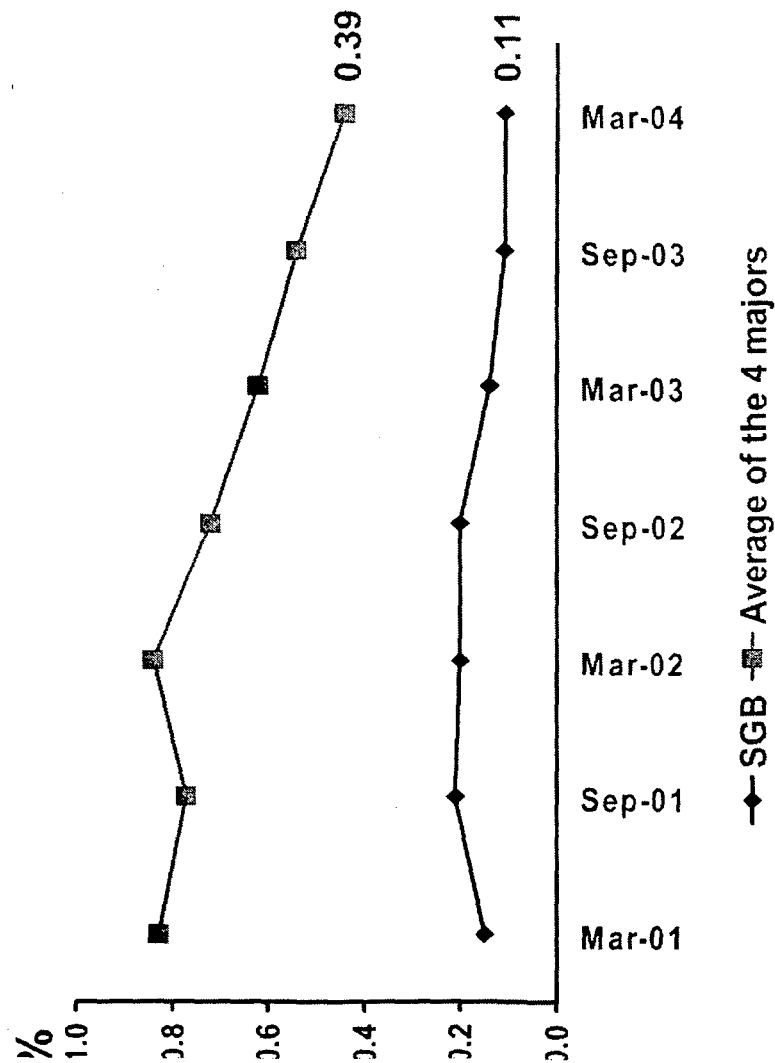


Margin management remains a strength



Excellent credit quality

Non-accruals/Total receivables

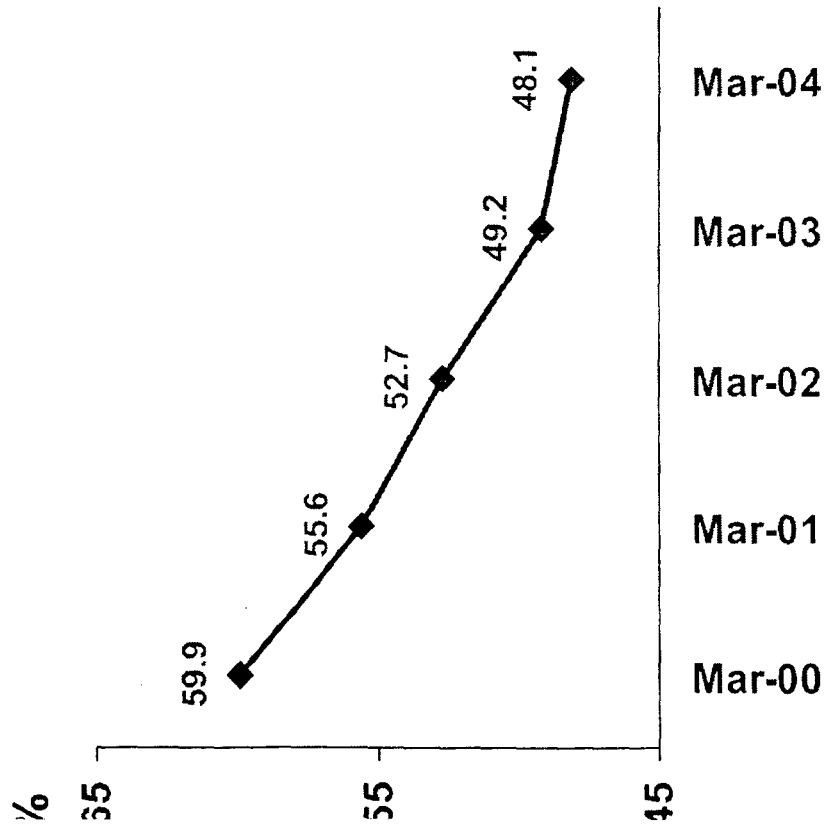


- Asset quality across Group continues to be excellent

- Bad debts/average total receivables stable at 0.20%*

Effective cost management

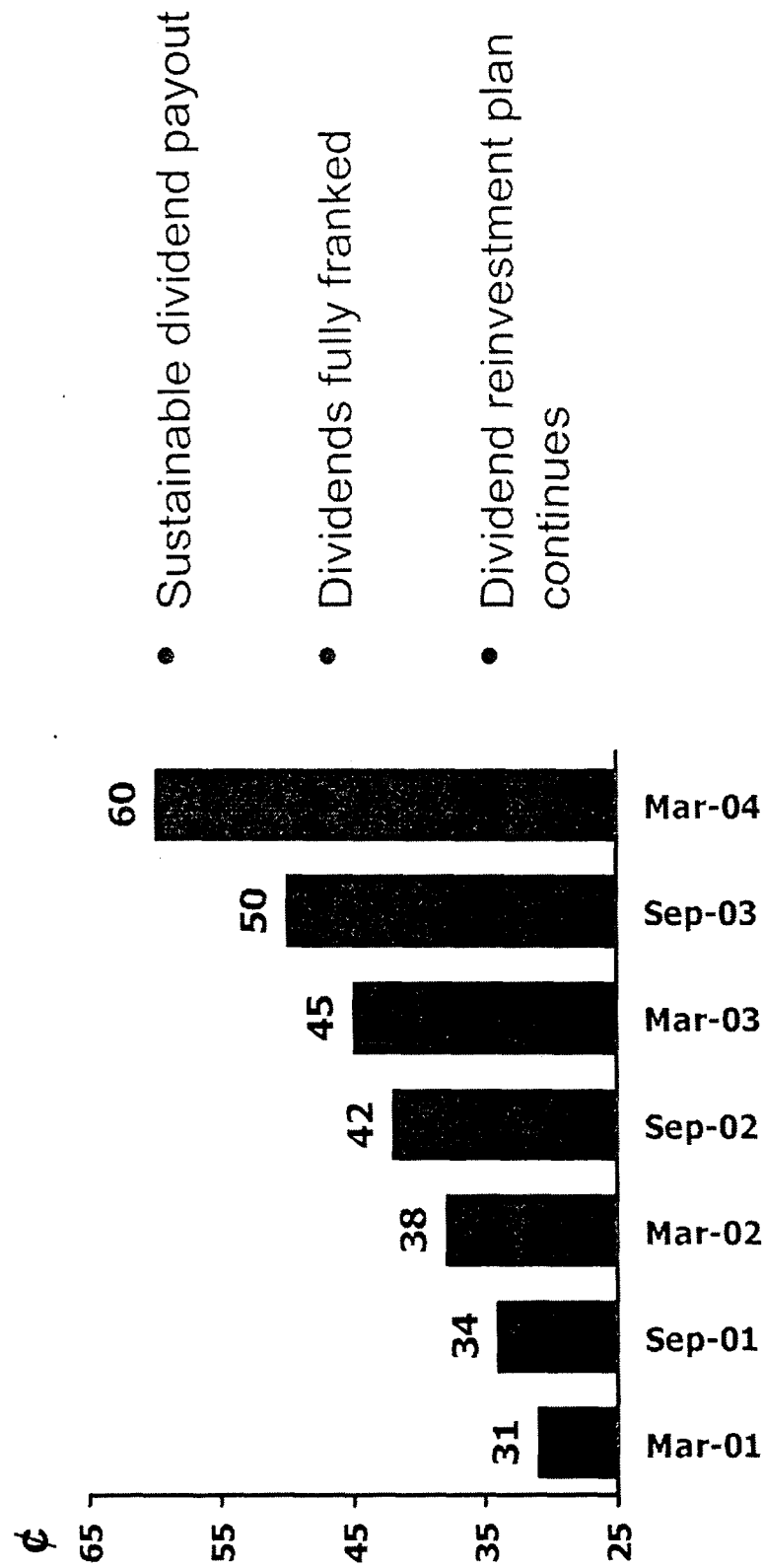
St. George group expense to
income ratio^



- Pattern of high single digit revenue growth and low single digit cost growth
- Rolling program of efficiency initiatives

Step-change to dividend payout

Dividend per share

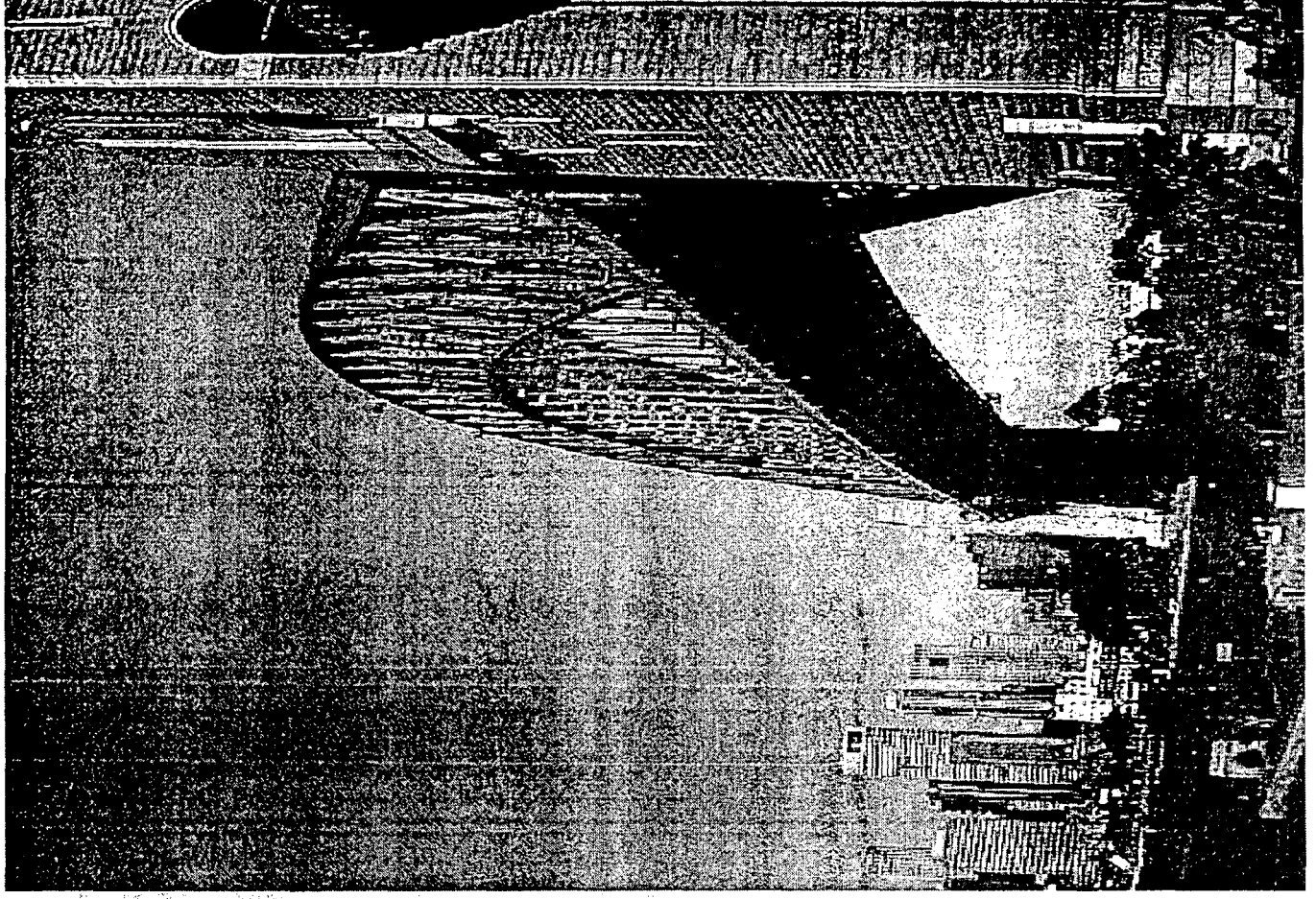


About St. George

Financial dimensions

Strategy

Going forward



Strategic framework

- Low risk
- Organic growth
- Focused on doing more with existing customers
- Using strengths to drive new growth
- Building sales and service capabilities
- Optimising cost structure
- People are the key

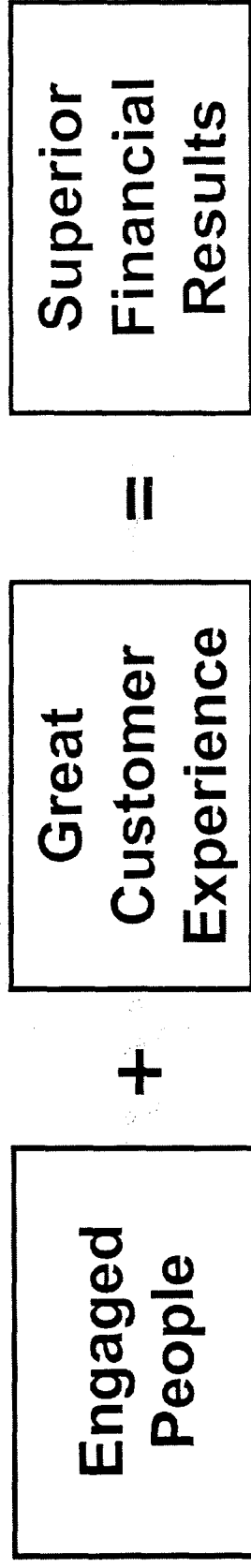


Delivering on our priorities

- Customer service – Integrated program of work underway
- Home loans – Improved business outcomes
- Middle market – Continued high quality growth
- Wealth management – Delivering superior performance
- Productivity management – Disciplines embedded
- Team – Stable, high quality and aligned
- Victoria – Targeted growth strategy underway



Customer service – Our framework



Compelling place to work

- An inspiring vision
- Right people, right roles
- Empowered workplace
- People who are passionate about the Group's brands
- Clear consistent communication

Compelling place to bank

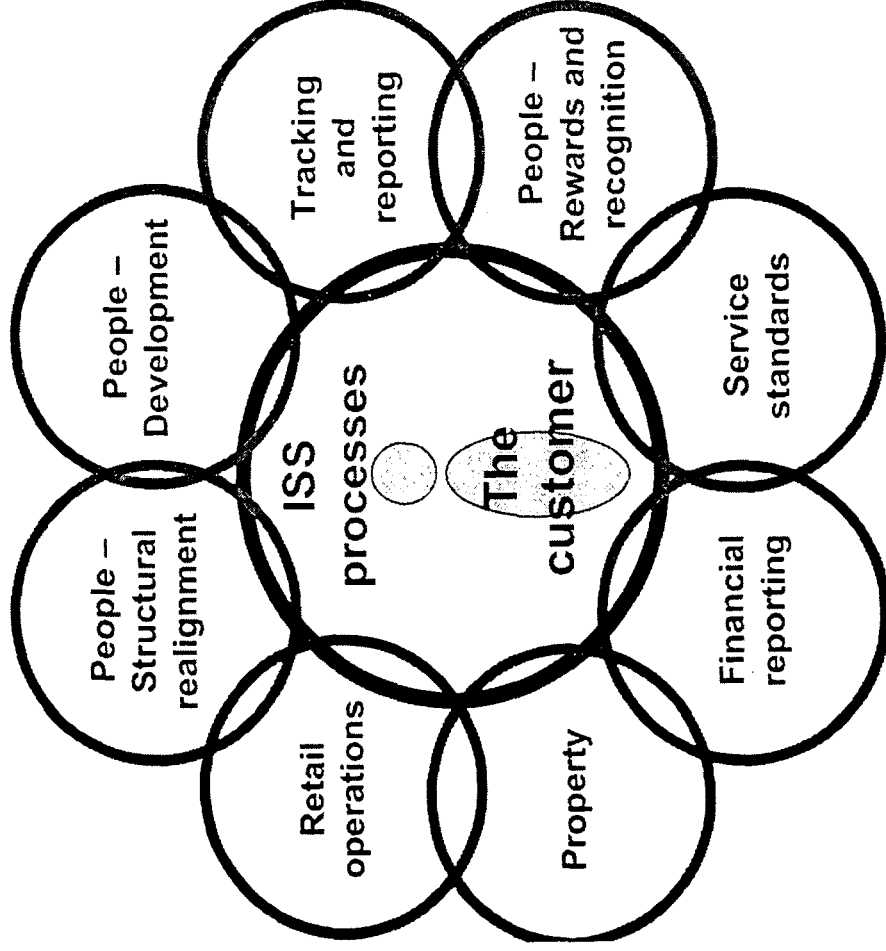
- Targeted approach
- Compelling propositions
- Customers who stay and do more
- Customers who advocate St. George
- Differentiated positioning

Compelling place to invest

- Superior financial results over time
- Consistent, superior growth profile
- Self sustaining platform

Customer service

Integrated Sales and Service program



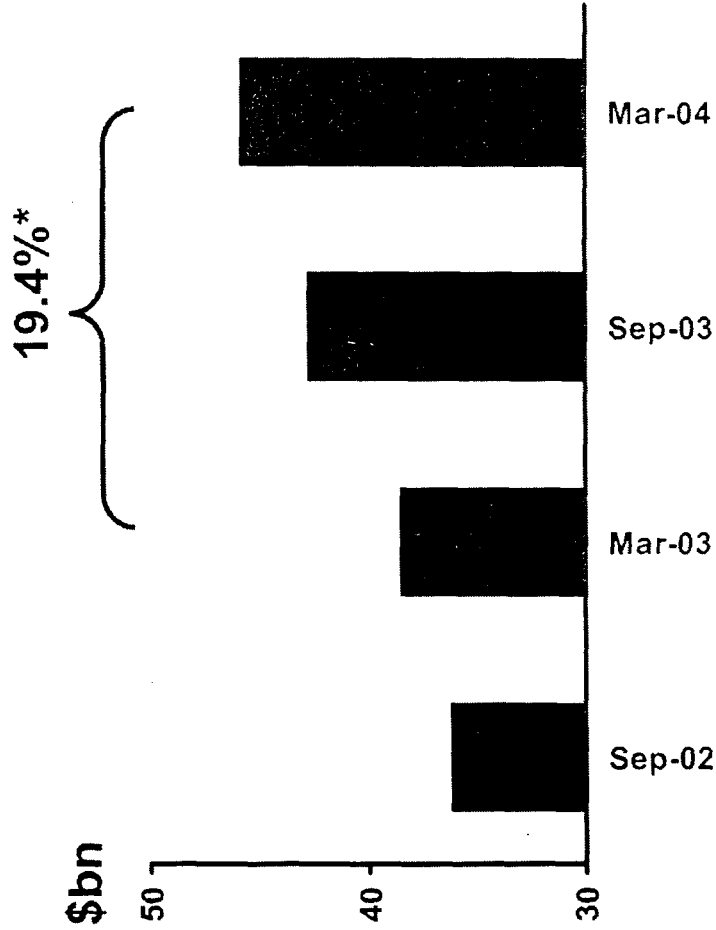
- Rolled out across the Group
- Simple and consistent framework
- Encompassing targets, outcomes, measurements and rewards
- Supported by training and coaching
- Putting the customer at the centre
- Empowering our people



Home loans: Driving profitable growth

Residential receivables

- Run-off rate continues to slow – 19.6% 1H04 compared to 21.9% FYC
- Proportion of broker sourced loans to FY04 expected at c.43%
- Increased focus on non-core domestic geographies
- Active product mix management
- On track to at least meet system growth in 2H04

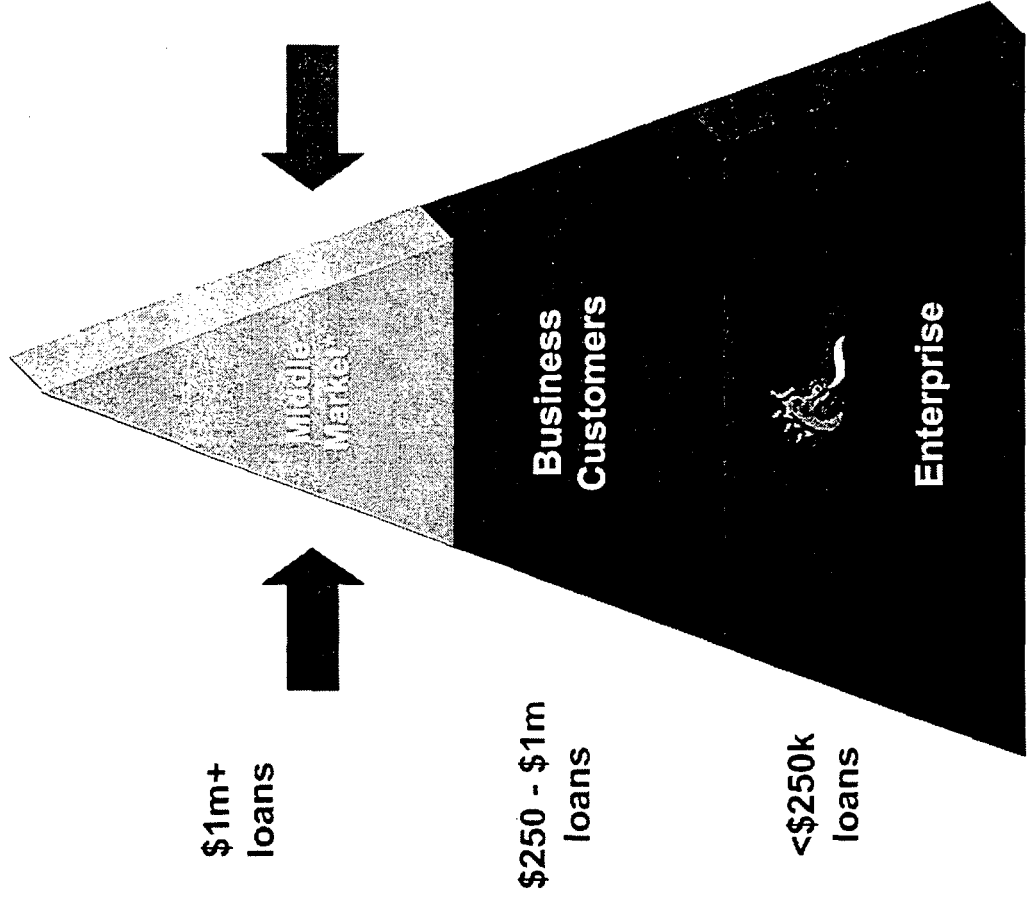


Home loans: Managing the risks

Market Risk	Our Response
Softening Housing Market	Increase focus on retention New approach to sales management
Margin Pressure	Continued management focus Product innovation and mix
Credit Quality	Track record Prudent policies
Increasing levels of competition	Broker relationship management St. George brand Focus on service delivery



Middle Market – A prioritised segment

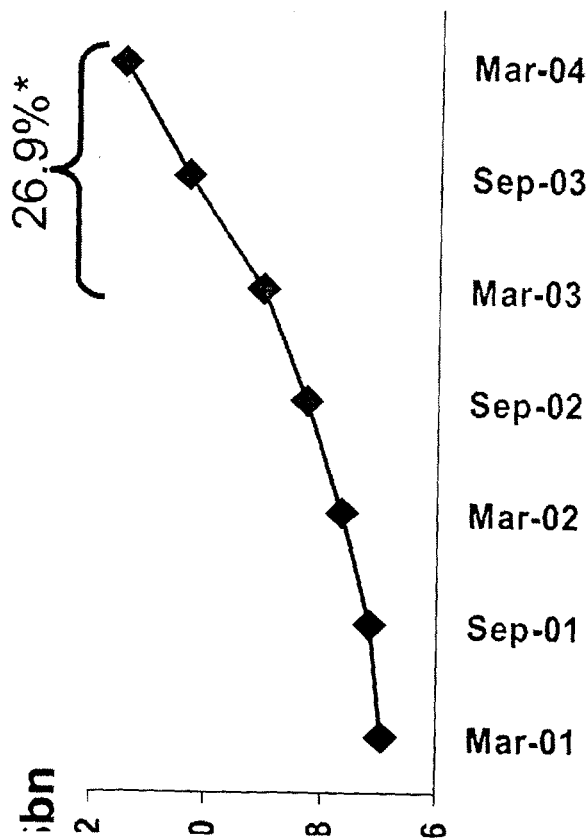


- Market leading service model
- Complete product and service offering
- High level of customer loyalty and retention
- Focused around 6 key industries
- Increasing brand awareness

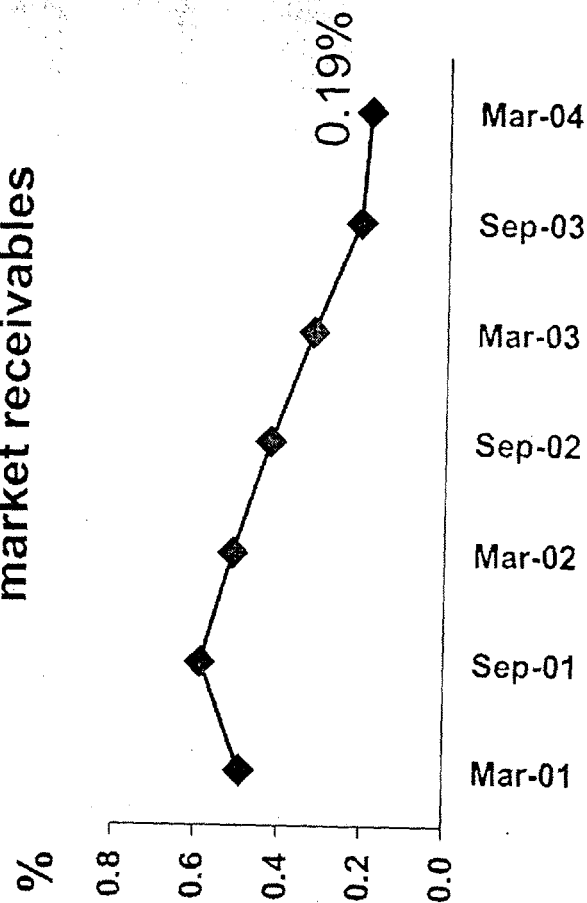


Middle market: High quality growth

Total middle market receivables



Impaired assets/ total middle market receivables



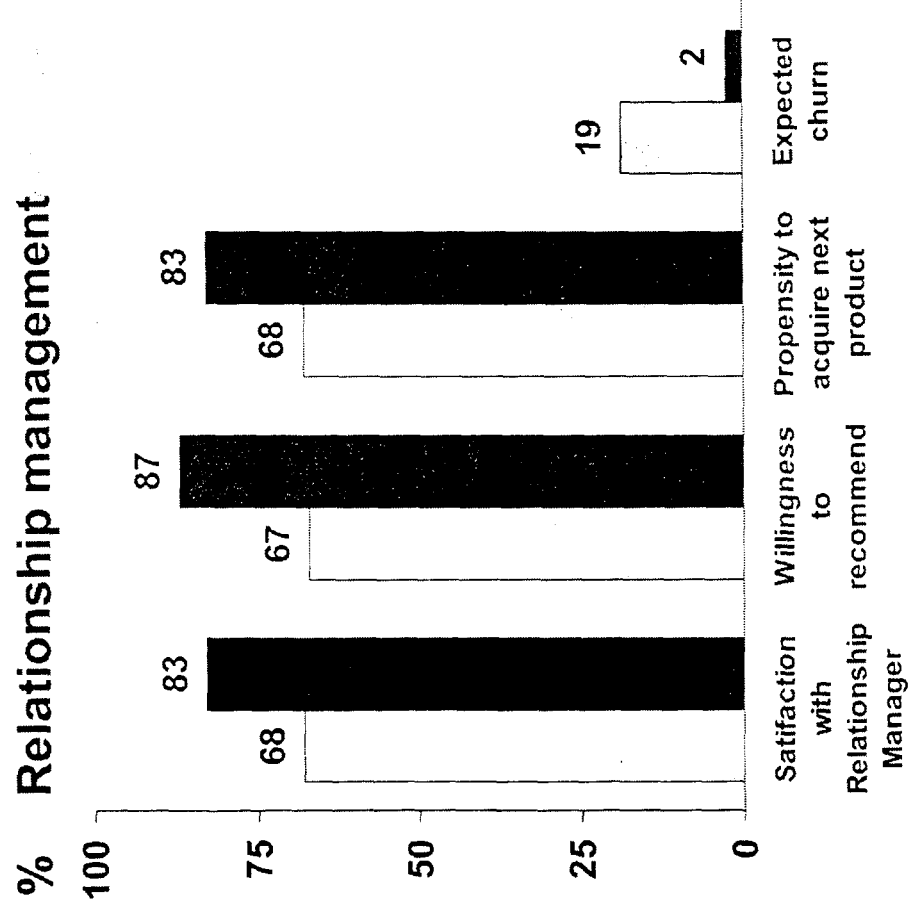
- 69% of new business sourced from existing customers
- 87% of new business sourced from 6 target industries
- Growth and margins maintained despite increased competition



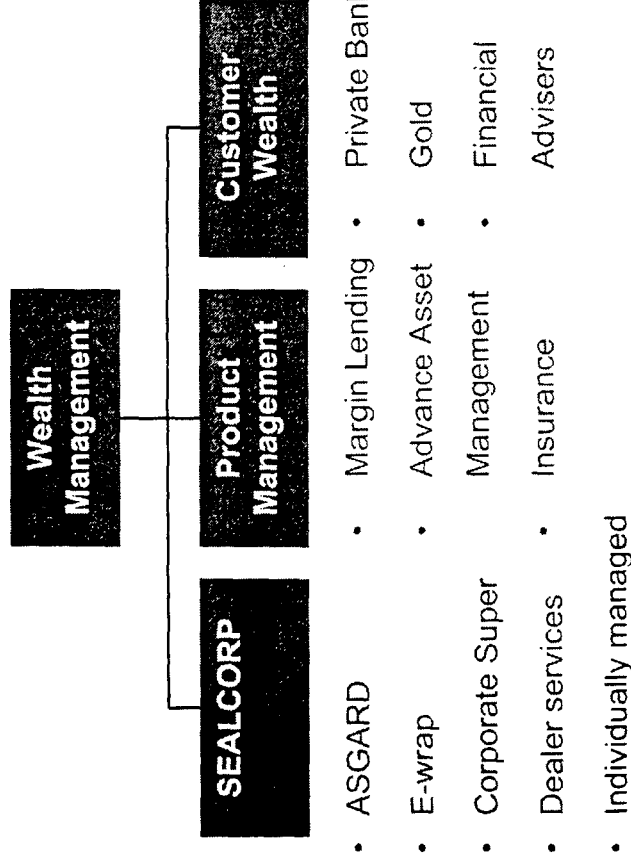
Middle Market

Strengthening customer relationships

- Relationship Management – ‘our success is built on our customer’s success’
- Deep understanding of success drivers within our customers’ businesses
- Significant investment in our staff
- Development of mutual goals and business plans with top 500 customers



Wealth Management

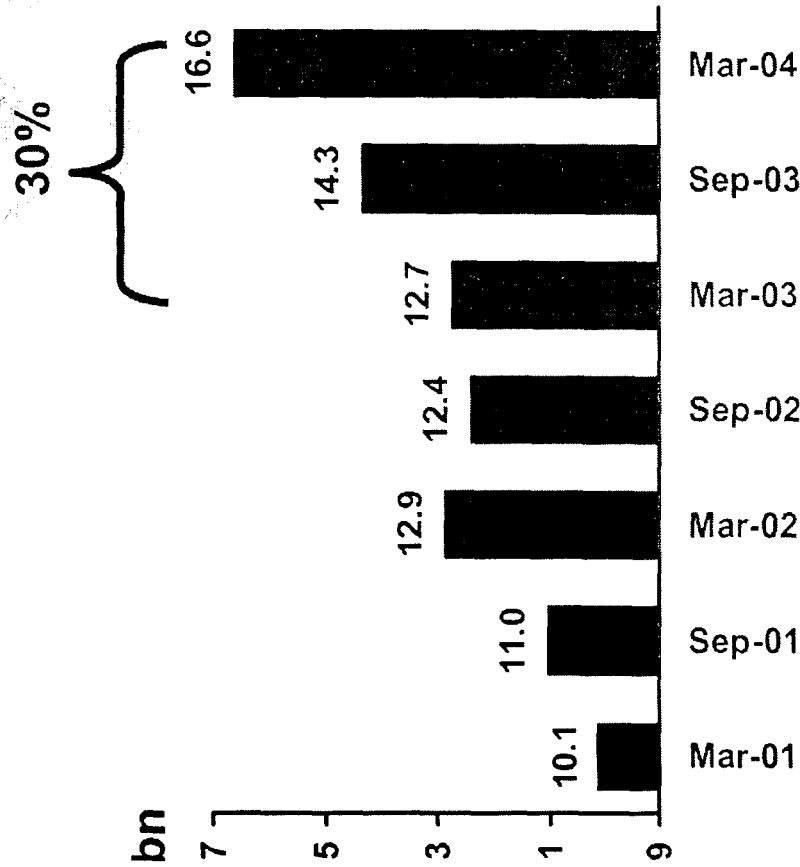


- A clean and focused value creating portfolio
- Solid earnings and strong operating achievements
- Broadening distribution organically
- Well positioned in the value chain to grow
- Ongoing investment in product and service propositions
- Strong risk management and compliance culture



Wealth Management: A growth business

Funds under administration



- Mastertrust experiencing steady growth and stable margins
- Wrap funds under administration \$2bn*
- ASGARD Wrap account awarded Wrap account of the year^
- ASGARD ranked in the top three for funds flows**



*To 31 August 2001
^Personal Investor and Asset Magazine Awards

Continuous productivity management

Group

- Rigorous financial analysis
- Cross-divisional investment review
- Disciplined planning process and forecasting regime

Front office

- Process simplification increasing capacity by equivalent of 150 staff
- Call centre redesign delivering increased productivity and service

Back office

- Mortgage services project delivering service and cost benefits

Infrastructure and corporate service

- Eliminating duplicative systems
- Achieving procurement and property efficiencies
- Driving internal charging disciplines



Executive Team

Aligned, stable and strong on execution

St.George Bank Ltd
Gail Kelly
Managing Director

Personal
Customers
Andrew Thorburn

Wealth
Management
Paul Fegan

Institutional and
Business Bank
Greg Bartlett

BankSA
Rob Chapman

Strategy
Peter Clare

Information
Technology
John Loebenstein

Customer
Service
Luke Bunbury

Human
Resources
Brett Wright

Finance and Ris
Steve
McKerihan

