



**Government of
South Australia**



**South Australian
Government Financing
Authority**
State Administration Centre
200 Victoria Square
Adelaide SA 5000

www.safa.sa.gov.au

ABN 75 277 967 856

SOUTH AUSTRALIAN GOVERNMENT FINANCING AUTHORITY (“SAFA”)

Domestic Wholesale A\$ Bond Programme

Guaranteed by the Treasurer of South Australia

Pricing Supplement for

Series: 5.00% 20 May 2021 Select Line SAFA Bonds

Series Tranche Two

Dated: 7 November 2012

This document constitutes a Pricing Supplement for the purposes of the issue of the Tranche of Bonds specified herein under SAFA’s Domestic Wholesale A\$ Bond Programme as described in the Information Memorandum dated 24 March 2009 (**Information Memorandum**). Unless the context otherwise requires, defined terms used in this Pricing Supplement will have the meaning given them under the Terms and Conditions set forth in the Information Memorandum.

This Pricing Supplement must be read in conjunction with the Information Memorandum.

Issuer:	South Australian Government Financing Authority (“SAFA”)
Guarantor:	The Treasurer of South Australia
Rating:	Standard & Poor’s Rating Services: AAA Moody’s Investor Services, Limited: Aaa
Status:	Bonds rank equally amongst themselves and with all other unsecured and unsubordinated indebtedness of SAFA except that preferred by mandatory law
Governing Law:	The laws of the State of South Australia
Series	5.00% 20 May 2021 Select Line SAFA Bonds
Tranche No:	Two

Method of distribution	Distributed through Dealers to SAFA's Domestic Wholesale A\$ Bond Programme
Aggregate nominal amount of Tranche:	AUD 750,000,000
Issue Date:	7 November 2012 (settlement 12 November 2012)
Redemption Amount on Maturity Date of each Bond:	AUD 1,000
Maturity Date:	20 May 2021
Type of Bond:	Fixed Rate Bond
Interest basis:	Fixed rate 5.00% per annum paid semi-annually in arrears on each Interest Payment Date on the Redemption Amount of the Bond (full first coupon) without adjustment of the amount of interest for any reason AUD 25.00 interest amount payable on each Interest Payment Date for a Fixed Rate Bond having a Redemption Amount of AUD 1,000
Interest Payment Dates:	20 May and 20 November in each year with the next Interest Payment Date being 20 November 2012 and the last Interest Payment Date being 20 May 2021 as adjusted in accordance with Business Day Convention
Denomination of each Bond:	AUD 1,000
Day Count Fraction:	RBA Bond Basis: One divided by the number of Interest Payment Dates in a year
Business Days and Business Day Convention:	Business Days: Sydney, Adelaide Business Day Convention: Following Business Day Convention
Issue Price:	105.607
Issue Yield:	4.21
ISIN:	AU3SG0000326
Issuing and Paying Agent and Registrar:	Link Market Services Incorporated
Form:	Inscribed stock of SAFA 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
Listing:	Unlisted

Section 128F Exemption:	<p>The Tranche of Bonds is intended to be issued in a manner satisfying the requirements for exemption from interest withholding tax under Section 128F of the Income Tax Assessment Act (Clth) 1936.</p> <p>Dealers to SAFA's Domestic Wholesale A\$ Bond Programme will:</p> <ul style="list-style-type: none"> • consult SAFA prior to issue of the Tranche on the manner in which the 'public offer test' under Section 128F will be satisfied; • use reasonable endeavours to assist SAFA in ensuring the Tranche will be offered in a manner satisfying the 'public offer test'; and • provide SAFA with such confirmations and information as is reasonable for purposes of assisting SAFA in confirming satisfaction of the 'public offer test'.
Documentation:	<p>This Pricing Supplement is a supplement to, is subject to and must be read in conjunction with the Information Memorandum. To the extent of any inconsistency between this Pricing Supplement and the Information Memorandum then the Pricing Supplement will prevail but only as regards this particular Tranche of Bonds.</p>
Purpose:	<p>This Pricing Supplement confirms the particular commercial terms for the issue of the Tranche of Bonds specified herein under SAFA's Domestic Wholesale A\$ Bond Programme.</p>

Signed on behalf of South Australia Government Financing Authority (as Issuer):

By:

Name:

Title of Authorised Officer:

Date:

Confirmed by each Dealer to SAFA's Domestic Wholesale A\$ Bond Programme participating in the issue of the Tranche of Bonds specified above:

By:

Name of Dealer:

Title of Authorised Officer:

Date:

Important notice:

This Pricing Supplement has been prepared by SAFA on a confidential basis and it is intended only for use by Dealers to SAFA's Domestic Wholesale A\$ Bond Programme 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.**

This Pricing Supplement is not an offer to sell, or solicitation of an offer to buy the Bonds.

It is a supplement to, and must be read with, the Information Memorandum.

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 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.