Dear Sir

Annual General Meeting on 17 December 2010
Australia and New Zealand Banking Group Limited

The outcome of the poll conducted on the Items of Business set out in the Notice of 2010 Annual General Meeting held on 17 December 2010 is:

<table>
<thead>
<tr>
<th>Item</th>
<th>Resolution</th>
<th>Result of the poll</th>
</tr>
</thead>
<tbody>
<tr>
<td>Item 2</td>
<td>Modification of the Constitution</td>
<td>Passed as a special resolution</td>
</tr>
<tr>
<td>Item 3</td>
<td>Adoption of the Remuneration Report</td>
<td>Passed as an ordinary resolution (advisory only)</td>
</tr>
<tr>
<td>Item 4</td>
<td>Grant of Performance Rights to Mr Michael Smith</td>
<td>Passed as an ordinary resolution</td>
</tr>
</tbody>
</table>
| Item 5 | Election of Directors | The following candidates were re-elected as Directors:  
Dr G. J. Clark  
Mr D. E. Meiklejohn  
Mr I. J. Macfarlane |

As required by section 251AA of the Corporations Act and ASX Listing Rule 3.13.2, the following details are provided in respect of each motion on the agenda.

**Item 2 – Modification of the Constitution**

The total number of votes exercisable by all validly appointed proxies was:

- Votes where the proxy was directed to vote ‘for’ the motion **1,200,628,628**
- Votes where the proxy was directed to vote ‘against’ the motion **4,875,528**
- Votes where the proxy may exercise a discretion how to vote **32,016,077**
In addition, the number of votes where the proxy was directed to abstain from voting on the motion was \(6,201,971\)

The result of voting on the motion is as follows:

The motion was carried as a special resolution on a poll the details of which are:

- The number of votes cast ‘for’ the motion was \(1,234,786,637\)
- The number of votes cast ‘against’ the motion was \(4,875,654\)

In addition, the number of votes which abstained from voting was \(6,240,364\)

Item 3 – Adoption of the Remuneration Report

The total number of votes exercisable by all validly appointed proxies was:

- Votes where the proxy was directed to vote ‘for’ the motion \(1,169,150,570\)
- Votes where the proxy was directed to vote ‘against’ the motion \(34,571,725\)
- Votes where the proxy may exercise a discretion how to vote \(30,338,233\)

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was \(9,657,706\)

The result of voting on the motion is as follows:

The motion was carried as an ordinary resolution (advisory only) on a poll the details of which are:

- The number of votes cast ‘for’ the motion was \(1,192,543,577\)
- The number of votes cast ‘against’ the motion was \(43,467,366\)

In addition, the number of votes which abstained from voting was \(9,795,900\)

Item 4 – Grant of Performance Rights to Mr Michael Smith

The total number of votes exercisable by all validly appointed proxies was:

- Votes where the proxy was directed to vote ‘for’ the motion \(1,149,652,299\)
- Votes where the proxy was directed to vote ‘against’ the motion \(55,688,667\)
- Votes where the proxy may exercise a discretion how to vote \(19,290,369\)

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was \(8,917,690\)

The result of voting on the motion is as follows:

The motion was carried as an ordinary resolution on a poll the details of which are:

- The number of votes cast ‘for’ the motion was \(1,161,425,510\)
- The number of votes cast ‘against’ the motion was \(64,573,378\)

In addition, the number of votes which abstained from voting was \(9,030,082\)
**Item 5 – Election of Directors**

**To re-elect Dr G. J. Clark**

The total number of votes exercisable by all validly appointed proxies was:

- Votes where the proxy was directed to vote ‘for’ the motion 1,197,065,181
- Votes where the proxy was directed to vote ‘against’ the motion 10,443,243
- Votes where the proxy may exercise a discretion how to vote 31,629,045

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 4,601,131

Dr Clark was re-elected as a Director.

The details of the poll in relation to the re-election of Dr Clark are:

- The number of votes cast ‘for’ the motion was 1,230,531,077
- The number of votes cast ‘against’ the motion was 10,475,688

In addition, the number of votes which abstained from voting was 4,603,905

**To re-elect Mr D. E. Meiklejohn**

The total number of votes exercisable by all validly appointed proxies was:

- Votes where the proxy was directed to vote ‘for’ the motion 1,195,266,769
- Votes where the proxy was directed to vote ‘against’ the motion 12,203,447
- Votes where the proxy may exercise a discretion how to vote 31,590,435

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 4,668,468

Mr Meiklejohn was re-elected as a Director.

The details of the poll in relation to the re-election of Mr Meiklejohn are:

- The number of votes cast ‘for’ the motion was 1,228,629,758
- The number of votes cast ‘against’ the motion was 12,267,381

In addition, the number of votes which abstained from voting was 4,667,930

**To elect Mr R. J. Reeves**

The total number of votes exercisable by all validly appointed proxies was:

- Votes where the proxy was directed to vote ‘for’ the motion 70,952,304
- Votes where the proxy was directed to vote ‘against’ the motion 1,134,744,959
- Votes where the proxy may exercise a discretion how to vote 32,120,642
In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 5,855,613

Mr Reeves was not elected as a Director.

The details of the poll in relation to the election of Mr Reeves are:

- The number of votes cast ‘for’ the motion was 71,012,596
- The number of votes cast ‘against’ the motion was 1,168,558,359

In addition, the number of votes which abstained from voting was 5,961,183

To re-elect Mr I. J. Macfarlane

The total number of votes exercisable by all validly appointed proxies was:

- Votes where the proxy was directed to vote ‘for’ the motion 1,202,769,546
- Votes where the proxy was directed to vote ‘against’ the motion 4,898,561
- Votes where the proxy may exercise a discretion how to vote 31,553,627

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 4,515,132

Mr Macfarlane was re-elected as a Director.

The details of the poll in relation to the re-election of Mr Macfarlane are:

- The number of votes cast ‘for’ the motion was 1,236,180,728
- The number of votes cast ‘against’ the motion was 4,914,238

In addition, the number of votes which abstained from voting was 4,514,464

Dated this 17th day of December 2010.

John Priestley
Company Secretary