Dear Sir

Annual General Meeting on 16 December 2011
Australia and New Zealand Banking Group Limited

The outcome of the poll conducted on the Items of Business set out in the Notice of 2011 Annual General Meeting held on 16 December 2011 is:

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| Item 6 | Election of Directors                                                       | The following candidates were re-elected as Directors:  
Mr P. A. F. Hay  
Ms A. M. Watkins |

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 – 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 **1,173,150,709**
- Votes where the proxy was directed to vote ‘against’ the motion **79,159,735**
- Votes where the proxy may exercise a discretion how to vote **12,512,498**
In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **10,797,447**

The result of voting on the motion is as follows:

- The number of votes cast ‘for’ the motion was **1,177,593,138**
- The number of votes cast ‘against’ the motion was **87,747,003**

In addition, the number of votes which abstained from voting was **10,850,995**

**Item 3 – 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 **1,207,679,175**
- Votes where the proxy was directed to vote ‘against’ the motion **46,594,126**
- Votes where the proxy may exercise a discretion how to vote **12,628,564**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was: **8,722,535**

The result of voting on the motion is as follows:

- The number of votes cast ‘for’ the motion was **1,212,739,469**
- The number of votes cast ‘against’ the motion was **55,259,814**

In addition, the number of votes which abstained from voting was **8,778,027**

**Item 4 – Approval of Buy-Back Schemes relating to the Preference Shares which form part of the UK Stapled Securities**

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

- Votes where the proxy was directed to vote ‘for’ the motion **1,247,934,759**
- Votes where the proxy was directed to vote ‘against’ the motion **6,018,788**
- Votes where the proxy may exercise a discretion how to vote **25,895,570**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **10,795,250**

The result of voting on the motion is as follows:

- The number of votes cast ‘for’ the motion was **1,275,923,173**
- The number of votes cast ‘against’ the motion was **6,055,807**

In addition, the number of votes which abstained from voting was **10,828,070**
**Item 5 – Approval of Securities Issued**

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

- Votes where the proxy was directed to vote ‘for’ the motion 1,206,726,658
- Votes where the proxy was directed to vote ‘against’ the motion 44,632,940
- Votes where the proxy may exercise a discretion how to vote 24,354,969

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 9,696,179

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 1,233,116,353
  - The number of votes cast ‘against’ the motion was 44,667,287

  In addition, the number of votes which abstained from voting was 9,721,095

**Item 6 – Election of Directors**

**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 46,020,963
- Votes where the proxy was directed to vote ‘against’ the motion 1,207,275,899
- Votes where the proxy may exercise a discretion how to vote 24,679,338

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 8,706,556

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 46,061,418
- The number of votes cast ‘against’ the motion was 1,234,010,883

In addition, the number of votes which abstained from voting was 8,727,760

**To re-elect Mr P. A. F. Hay**

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

- Votes where the proxy was directed to vote ‘for’ the motion 1,244,215,163
- Votes where the proxy was directed to vote ‘against’ the motion 11,116,139
Votes where the proxy may exercise a discretion how to vote \textbf{25,109,399}

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was \textbf{6,463,869}

Mr Hay was re-elected as a Director.

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

- The number of votes cast ‘for’ the motion was \textbf{1,271,405,162}
- The number of votes cast ‘against’ the motion was \textbf{11,135,249}

In addition, the number of votes which abstained from voting was \textbf{6,477,534}

\textbf{To re-elect Ms A. M. Watkins}

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

- Votes where the proxy was directed to vote ‘for’ the motion \textbf{1,234,043,318}
- Votes where the proxy was directed to vote ‘against’ the motion \textbf{22,095,445}
- Votes where the proxy may exercise a discretion how to vote \textbf{25,188,532}

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was \textbf{5,576,765}

Ms Watkins was re-elected as a Director.

The details of the poll in relation to the re-election of Ms Watkins are:

- The number of votes cast ‘for’ the motion was \textbf{1,252,419,468}
- The number of votes cast ‘against’ the motion was \textbf{30,967,690}

In addition, the number of votes which abstained from voting was \textbf{5,614,235}

Dated this 16\textsuperscript{th} day of December 2011.

\textbf{John Priestley}
Company Secretary