Dear Sir

Annual General Meeting on 19 December 2012
Australia and New Zealand Banking Group Limited

The outcome of the poll conducted on the Items of Business set out in the Notice of 2012 Annual General Meeting held on 19 December 2012 is:

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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 Item of Business in the Notice of 2012 Annual General Meeting.

**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 1,269,176,495
- Votes where the proxy was directed to vote ‘against’ the motion 55,701,759
- Votes where the proxy may exercise a discretion how to vote 12,099,463
In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **11,623,926**

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 **1,273,434,773**
- The number of votes cast ‘against’ the motion was **64,347,837**

In addition, the number of votes which abstained from voting was **11,642,025**

**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 **1,271,104,102**
- Votes where the proxy was directed to vote ‘against’ the motion **56,405,014**
- Votes where the proxy may exercise a discretion how to vote **11,937,509**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was: **9,131,345**

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 **1,275,383,288**
- The number of votes cast ‘against’ the motion was **64,886,025**

In addition, the number of votes which abstained from voting was **9,276,390**

**Item 4 – Increase in Non-Executive Directors’ Fee Cap**

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

- Votes where the proxy was directed to vote ‘for’ the motion **1,295,985,157**
- Votes where the proxy was directed to vote ‘against’ the motion **36,157,054**
- Votes where the proxy may exercise a discretion how to vote **12,027,734**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **4,437,262**

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 **1,308,680,721**
- The number of votes cast ‘against’ the motion was **36,414,529**

In addition, the number of votes which abstained from voting was **4,473,371**
Item 5 – Election of Board-Endorsed Candidates

To elect Ms P. J. Dwyer

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

- Votes where the proxy was directed to vote ‘for’ the motion 1,319,865,407
- Votes where the proxy was directed to vote ‘against’ the motion 11,225,967
- Votes where the proxy may exercise a discretion how to vote 23,680,642

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 4,154,166

Ms Dwyer was elected as a Director.

The details of the poll in relation to the election of Ms Dwyer are:

- The number of votes cast ‘for’ the motion was 1,345,723,310
- The number of votes cast ‘against’ the motion was 11,263,153

In addition, the number of votes which abstained from voting was 4,153,597

To re-elect Mr J. P. Morschel

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

- Votes where the proxy was directed to vote ‘for’ the motion 1,324,873,480
- Votes where the proxy was directed to vote ‘against’ the motion 6,375,066
- Votes where the proxy may exercise a discretion how to vote 23,633,458

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 4,048,820

Mr Morschel was re-elected as a Director.

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

- The number of votes cast ‘for’ the motion was 1,350,629,608
- The number of votes cast ‘against’ the motion was 6,458,205

In addition, the number of votes which abstained from voting was 4,053,037

To re-elect Mr Lee Hsien Yang

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

- Votes where the proxy was directed to vote ‘for’ the motion 1,318,019,352
- Votes where the proxy was directed to vote ‘against’ the motion 10,856,629
- Votes where the proxy may exercise a discretion how to vote 23,625,251
In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **6,429,584**

Mr Lee was re-elected as a Director.

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

- The number of votes cast ‘for’ the motion was **1,343,762,301**
- The number of votes cast ‘against’ the motion was **10,917,468**

In addition, the number of votes which abstained from voting was **6,433,761**

**Item 6 – Election of Non-Board-Endorsed Candidate – 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 **31,570,309**
- Votes where the proxy was directed to vote ‘against’ the motion **1,296,111,820**
- Votes where the proxy may exercise a discretion how to vote **24,119,483**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **6,736,755**

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 **31,543,531**
- The number of votes cast ‘against’ the motion was **1,322,392,252**

In addition, the number of votes which abstained from voting was **6,786,271**

Dated this 19th day of December 2012.

**John Priestley**  
Company Secretary