

Company Secretary's Office

Level 6, 100 Queen Street

Melbourne VIC 3000

Phone 03 9273 6141

Fax 03 9273 6142

www.anz.com

17 December 2004

Company Announcements Office
Australian Stock Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir

**Annual General Meeting on 17 December 2004
AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED**

As required by section 251AA(2) of the Corporations Act the following statistics are provided in respect of each motion on the agenda.

To re-elect a director - Mr J K Ellis

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

- Votes where the proxy was directed to vote 'for' the motion 814,309,937
- Votes where the proxy was directed to vote 'against' the motion 9,574,705
- Votes where the proxy may exercise a discretion how to vote 67,869,221

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 3,108,000

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 892,741,706
- The number of votes cast 'against' the motion was 9,677,301

In addition the number of votes which abstained from voting was 3,108,000

To re-elect a director - Ms M A Jackson AC

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

- Votes where the proxy was directed to vote 'for' the motion 819,347,018
- Votes where the proxy was directed to vote 'against' the motion 4,445,120
- Votes where the proxy may exercise a discretion how to vote 67,988,329

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 2,999,908

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 897,916,845
- The number of votes cast 'against' the motion was 4,528,766

In addition the number of votes which abstained from voting was 2,999,908

To elect a director - 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 822,093,621
- Votes where the proxy was directed to vote 'against' the motion 3,044,474
- Votes where the proxy may exercise a discretion how to vote 67,926,709

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 1,716,681

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 900,665,730
- The number of votes cast 'against' the motion was 3,064,218

In addition the number of votes which abstained from voting was 1,716,681

To elect a director - 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 816,356,374
- Votes where the proxy was directed to vote 'against' the motion 4,072,227
- Votes where the proxy may exercise a discretion how to vote 67,843,216

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 1,573,729

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 891,871,120
- The number of votes cast 'against' the motion was 7,064,164

In addition the number of votes which abstained from voting was 1,573,729

To elect a director - 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 820,759,132
- Votes where the proxy was directed to vote 'against' the motion 4,182,848
- Votes where the proxy may exercise a discretion how to vote 67,891,820

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 1,905,105

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 899,282,673
- The number of votes cast 'against' the motion was 4,215,097

In addition the number of votes which abstained from voting was 1,905,105

Grant of Performance Shares to Mr McFarlane

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

- Votes where the proxy was directed to vote 'for' the motion 560,442,339
- Votes where the proxy was directed to vote 'against' the motion 185,944,574
- Votes where the proxy may exercise a discretion how to vote 59,188,453

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 80,241,170

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 626,661,927
- The number of votes cast 'against' the motion was 188,671,030

In addition the number of votes which abstained from voting was 80,241,170

Dated this 17th day of December 2004

John Priestley
Company Secretary