



19 December 2012

Company Announcements Office
Australian Securities Exchange
Exchange Centre
Level 4
20 Bridge Street
SYDNEY NSW 2000

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:

Item	Resolution	Result of the poll
Item 2	Adoption of the Remuneration Report	Passed as an ordinary resolution
Item 3	Grant of Performance Rights to Mr Michael Smith	Passed as an ordinary resolution
Item 4	Increase in Non-Executive Directors' Fee Cap	Passed as an ordinary resolution
Item 5	Election of Board-Endorsed Candidates	• Ms Dwyer was elected as a Director • Mr Morschel was re-elected as a Director • Mr Lee was re-elected as a Director
Item 6	Election of Non-Board-Endorsed Candidate – Mr R J Reeves	Mr Reeves was not elected as a Director

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**

Company Secretary's Office

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Australia and New Zealand Banking Group Limited ABN 11 005 357 522

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