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## ANZ Annual General Meeting Proxy Summary

ANZ today provided details of direct and proxy votes received for each resolution in advance of today's Annual General Meeting (AGM).

Item 4, the resolution seeking shareholder approval of the proposed grant of restricted rights and performance rights to the Chief Executive Officer, Shayne Elliott, has been withdrawn from the meeting.

ANZ Chairman Paul O'Sullivan said: "We received majority support from shareholders to grant our CEO his long-term variable remuneration, however a substantial proportion of shareholders voted against the resolution.

"In recognition of shareholder views, to limit the impact on the Bank and to allow it to move forward, Shayne has decided to forfeit this year's long-term variable remuneration," Mr O'Sullivan said.

The proxy summary is included in Attachment One.

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*Approved for distribution by ANZ's Continuous Disclosure Committee*

## Attachment One

### Total number of votes exercisable by validly appointed proxies:

Resolution	FOR <sup>1</sup>	AGAINST <sup>2</sup>	OPEN - USABLE <sup>3</sup>		ABSTAIN <sup>5</sup>
			Total Usable	Board <sup>4</sup>	
2. (a) To elect Mr S A St John	1,560,540,654 98.78%	4,211,962 0.27%	15,051,919 0.95%	10,114,537 0.64%	2,861,809 N/A
2. (b) To elect Mr R B M Gibb	1,545,947,204 97.90%	18,069,078 1.15%	15,112,224 0.95%	10,162,210 0.64%	3,536,837 N/A
2. (c) To re-elect Ms C E O'Reilly	1,411,411,691 89.57%	149,252,421 9.47%	15,158,286 0.96%	10,223,698 0.65%	6,840,330 N/A
3. Adoption of the Remuneration Report	961,861,291 61.02%	603,463,373 38.28%	11,018,498 0.70%	6,103,952 0.39%	6,297,378 N/A
4. Grant of restricted rights and performance rights to Mr S C Elliott	790,006,560 50.08%	776,723,006 49.23%	10,917,562 0.69%	6,032,761 0.38%	5,009,831 N/A
5. Resolution requisitioned by members – Amendment to the Constitution	108,394,818 7.09%	1,404,495,527 91.93%	14,972,173 0.98%	10,105,989 0.66%	54,796,548 N/A
6. Resolution requisitioned by members – Transition Plan Assessments (conditional item)	420,012,794 27.22%	1,108,369,644 71.81%	15,017,304 0.97%	10,156,420 0.66%	39,265,011 N/A

1. Votes where proxy directed to vote "FOR" the motion
2. Votes where proxy directed to vote "AGAINST" the motion
3. Votes where proxy may exercise a discretion how to vote
4. Votes where the Chairman as proxy may exercise a discretion how to vote
5. Votes where proxy directed to 'ABSTAIN'

