



17 December 2015

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

Dear Sir

Annual General Meeting on 17 December 2015
Australia and New Zealand Banking Group Limited

The outcome of the poll conducted on the Items of Business set out in the Notice of 2015 Annual General Meeting held on 17 December 2015 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 Shayne Elliott	Passed as an ordinary resolution
Item 4(a)	Approval of CPS2 First Buy-Back Scheme	Passed as a special resolution
Item 4(b)	Approval of CPS2 Second Buy-Back Scheme	Passed as a special resolution
Items 5(a) and 5(b)	Re-election of Board Endorsed Candidates (a) To re-elect Ms P. J. Dwyer (b) To re-elect Mr Lee Hsien Yang	<ul style="list-style-type: none">Ms Dwyer was re-elected as a DirectorMr Lee was re-elected as a Director
Item 6(a)	Special resolution - Amendment to Constitution	Not passed as a special resolution
Item 6(b)	Ordinary resolution – Climate change issues	As Item 6(a) was not passed, item 6(b) was not put to the Meeting

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 2015 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 **1,110,922,740**

- Votes where the proxy was directed to vote 'against' the motion **208,097,699**
- Votes where the proxy may exercise a discretion how to vote **26,490,517**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **52,694,586**

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 **1,137,549,157**
- The number of votes cast 'against' the motion was **208,295,418**

In addition, the number of votes which abstained from voting was **52,792,323**

Item 3 – Grant of Performance Rights to Mr Shayne Elliott

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

- Votes where the proxy was directed to vote 'for' the motion **1,322,117,469**
- Votes where the proxy was directed to vote 'against' the motion **36,594,817**
- Votes where the proxy may exercise a discretion how to vote **26,209,957**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **13,300,157**

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 **1,348,584,201**
- The number of votes cast 'against' the motion was **36,814,953**

In addition, the number of votes which abstained from voting was **13,428,717**

Item 4(a) – Approval of CPS2 First Buy-Back Scheme

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

- Votes where the proxy was directed to vote 'for' the motion **1,351,579,997**
- Votes where the proxy was directed to vote 'against' the motion **5,409,654**
- Votes where the proxy may exercise a discretion how to vote **26,852,352**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **14,143,137**

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 **1,372,205,116**

- The number of votes cast 'against' the motion was **5,425,989**

In addition, the number of votes which abstained from voting was **15,822,455**

Item 4(b) – Approval of CPS2 Second Buy-Back Scheme

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

- Votes where the proxy was directed to vote 'for' the motion **1,352,247,075**
- Votes where the proxy was directed to vote 'against' the motion **5,359,894**
- Votes where the proxy may exercise a discretion how to vote **26,772,838**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **14,162,699**

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 **1,372,098,290**
- The number of votes cast 'against' the motion was **5,425,994**

In addition, the number of votes which abstained from voting was **15,747,161**

Items 5(a) and 5(b) – Re-election of Board Endorsed Candidates

To re-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 **1,331,220,175**
- Votes where the proxy was directed to vote 'against' the motion **9,783,535**
- Votes where the proxy may exercise a discretion how to vote **27,225,236**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **29,998,309**

Ms Dwyer was re-elected as a Director.

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

- The number of votes cast 'for' the motion was **1,359,853,651**
- The number of votes cast 'against' the motion was **9,828,545**

In addition, the number of votes which abstained from voting was **30,029,502**

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 **1,347,782,141**

- Votes where the proxy was directed to vote 'against' the motion **10,626,624**
- Votes where the proxy may exercise a discretion how to vote **27,263,471**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **12,563,024**

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 **1,376,475,628**
- The number of votes cast 'against' the motion was **10,655,176**

In addition, the number of votes which abstained from voting was **12,597,115**

Item 6(a) – Special resolution – Amendment to Constitution

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

- Votes where the proxy was directed to vote 'for' the motion **143,106,486**
- Votes where the proxy was directed to vote 'against' the motion **1,189,068,748**
- Votes where the proxy may exercise a discretion how to vote **27,656,446**

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was **38,391,570**

This item was not passed as a special resolution.

The details of the poll in relation to the Amendment to the Constitution are:

- The number of votes cast 'for' the motion was **143,226,445**
- The number of votes cast 'against' the motion was **1,218,018,186**

In addition, the number of votes which abstained from voting was **38,414,433**

Item 6(b) – Ordinary resolution – Climate change issues

As Item 6(a) was not passed, item 6(b) was not put to the Meeting.

Yours faithfully

John Priestley
Company Secretary

Company Secretary's Office

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