



18 December 2009

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

Dear Sir

**Annual General Meeting on 18 December 2009
Australia and New Zealand Banking Group Limited**

The outcome of the poll conducted on the Items of Business set out in the Notice of 2009 Annual General Meeting held on 18 December 2009 is:

Item	Resolution	Result of the poll
Item 2	Approval of Securities Issues	Passed as an ordinary resolution
Item 3	Adoption of the Remuneration Report	Passed as an ordinary resolution
Item 4	Election of Directors	The following candidates were elected as Directors: <ul style="list-style-type: none">• Mr J. P. Morschel• Mr Lee Hsien Yang

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 motion on the agenda.

Item 2 – Approval of Securities Issues

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

- Votes where the proxy was directed to vote 'for' the motion 424,299,351
- Votes where the proxy was directed to vote 'against' the motion 14,656,089
- Votes where the proxy may exercise a discretion how to vote 28,480,690

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 492,938,981

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

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 454,893,639
- The number of votes cast 'against' the motion was 14,768,831

In addition, the number of votes which abstained from voting was 492,999,668

The Notice of Meeting in relation to Item 2 made it clear that the Company would disregard any votes cast on this Item by any person who participated in the issue of the relevant equity securities or their associates (unless the conditions of a waiver granted by the ASX were met). It is for this reason that the Company believes a significant number of affected shareholders appointed proxies with either no instruction on this Item or an instruction to abstain from voting on this Item.

Item 3 – 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 1,060,624,532
- Votes where the proxy was directed to vote 'against' the motion 49,099,515
- Votes where the proxy may exercise a discretion how to vote 32,002,403

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 26,208,664

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 1,085,019,438
- The number of votes cast 'against' the motion was 58,849,387

In addition, the number of votes which abstained from voting was 26,244,208

Item 4 – Election of Directors

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 920,062,146
- Votes where the proxy was directed to vote 'against' the motion 8,206,492
- Votes where the proxy may exercise a discretion how to vote 30,524,815

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 20,947,075

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 952,480,074
- The number of votes cast 'against' the motion was 8,331,280

In addition, the number of votes which abstained from voting was 20,966,642

To elect 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 20,588,406
- Votes where the proxy was directed to vote 'against' the motion 1,032,132,558
- Votes where the proxy may exercise a discretion how to vote 30,524,815

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 28,234,073

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 20,779,975
- The number of votes cast 'against' the motion was 1,064,217,228

In addition, the number of votes which abstained from voting was 28,373,164

To 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 912,138,270
- Votes where the proxy was directed to vote 'against' the motion 11,796,424
- Votes where the proxy may exercise a discretion how to vote 30,524,815

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 25,276,036

Mr Lee Hsien Yang was elected as a Director.

The details of the poll in relation to the election of Mr Lee Hsien Yang are:

- The number of votes cast 'for' the motion was 944,424,136
- The number of votes cast 'against' the motion was 12,015,831

In addition, the number of votes which abstained from voting was 25,318,910

Dated this 18th day of December 2009.

John Priestley
Company Secretary