



19 December 2018

Market Announcements Office  
ASX Limited  
Exchange Centre  
Level 4  
20 Bridge Street  
SYDNEY NSW 2000

**Annual General Meeting on 19 December 2018**  
**Australia and New Zealand Banking Group Limited**

The outcome of the poll conducted on the Items of Business set out in the Notice of 2018 Annual General Meeting held on 19 December 2018 is:

<b>Item</b>	<b>Resolution</b>	<b>Result of the poll</b>
Item 2	Adoption of the Remuneration Report	Passed as an ordinary resolution as over 50% of votes were cast in favour. However, as more than 25% of the votes were cast against the resolution, this constitutes a first strike for the purposes of the Corporations Act 2001 (Cth).
Item 3	Grant of Performance Rights to Mr Shayne Elliott	Passed as an ordinary resolution
Items 4(a) and 4(b)	Election and Re-election of Board Endorsed Candidates (a) To elect the Rt Hon Sir JP Key GNZM AC (b) To re-elect Ms PJ Dwyer	<ul style="list-style-type: none"><li>• Sir JP Key was elected as a Director</li><li>• Ms PJ Dwyer was re-elected as a Director</li></ul>
Item 5	Approval of modification of the Constitution	Passed as a special resolution

As required by section 251AA of the *Corporations Act* and ASX Listing Rule 3.13.2, the attached details are provided in respect of each Item of Business in the Notice of 2018 Annual General Meeting.

Yours faithfully

**Simon Pordage**  
Company Secretary

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**Australia and New Zealand Banking Group Limited**  
**Annual General Meeting**  
**Wednesday, 19 December 2018**  
**Voting Results**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth)

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
Item 2 Adoption of the Remuneration Report	Ordinary	938,683,397 64.86%	488,585,690 33.76%	19,982,282 1.38%	32,652,257	959,214,512 66.24%	488,905,567 33.76%	32,669,213	Carried
Item 3 Grant of Performance Rights to Mr Shayne Elliott	Ordinary	1,369,715,392 93.60%	73,588,812 5.03%	20,157,492 1.37%	16,488,727	1,390,580,716 94.95%	73,915,146 5.05%	16,515,166	Carried
Item 4a To elect the Rt Hon Sir John P Key, GNZM AC	Ordinary	1,334,160,670 97.51%	12,810,674 0.94%	21,173,040 1.55%	111,820,397	1,356,201,672 99.06%	12,868,366 0.94%	111,852,131	Carried
Item 4b To re-elect Ms Paula Dwyer	Ordinary	1,003,834,392 71.95%	370,725,485 26.56%	20,848,859 1.49%	84,556,925	1,018,171,074 72.92%	378,154,794 27.08%	84,586,931	Carried
Item 5 Modification of the Constitution	Special	1,440,397,829 98.07%	7,295,311 0.50%	20,972,771 1.43%	11,285,535	1,462,138,235 99.49%	7,515,557 0.51%	11,344,675	Carried

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.