



**Company Secretary's Office**  
Australia and New Zealand Banking Group Limited  
Level 6, 100 Queen Street  
Melbourne VIC 3000  
www.anz.com

18 December 2007

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

Dear Sir

**Annual General Meeting on 18 December 2007  
Australia and New Zealand Banking Group Limited**

The outcome of the poll conducted on the Items of Business set out in the Notice of 2007 Annual General Meeting held on 18 December 2007 is:

Item	Resolution	Result of the poll
Item 2(a)	Approval for ANZ StEPS selective buy back agreement	Passed as a special resolution
Item 2(b)	Approval for ANZ StEPS selective reduction of capital	Passed as a special resolution
Item 3	Modification of the Constitution	Passed as a special resolution
Item 4	Grant of Deferred Shares to Mr Michael Smith	Passed as an ordinary resolution
Item 5	Grant of Performance Rights to Mr Michael Smith	Passed as an ordinary resolution
Item 6	Adoption of the Remuneration Report	Passed as an ordinary resolution
Item 7	Election of Directors	The following candidates were elected as Directors: <ul style="list-style-type: none"><li>• Mr D E Meiklejohn</li><li>• Mr J P Morschel</li><li>• Mr I J Macfarlane, AC</li><li>• Dr G J Clark</li></ul>

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(a) –Approval for ANZ StEPS selective buy back agreement***

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

- Votes where the proxy was directed to vote 'for' the motion 211,132,245
- Votes where the proxy was directed to vote 'against' the motion 2,060,340
- Votes where the proxy may exercise a discretion how to vote 29,263,479

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 37,599,336

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 248,669,910
- The number of votes cast 'against' the motion was 2,186,831

In addition, the number of votes which abstained from voting was 37,692,924

***Item 2(b) –Approval for ANZ StEPS selective reduction of capital***

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

- Votes where the proxy was directed to vote 'for' the motion 116,245,963
- Votes where the proxy was directed to vote 'against' the motion 2,179,002
- Votes where the proxy may exercise a discretion how to vote 29,561,648

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 37,921,371

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 154,079,790
- The number of votes cast 'against' the motion was 2,304,829

In addition, the number of votes which abstained from voting was 38,012,974

***Item 3 –Modification of the Constitution***

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

- Votes where the proxy was directed to vote 'for' the motion 735,741,159
- Votes where the proxy was directed to vote 'against' the motion 2,361,813
- Votes where the proxy may exercise a discretion how to vote 30,641,131

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 4,320,107

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:

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- The number of votes cast 'for' the motion was 775,186,302
- The number of votes cast 'against' the motion was 2,415,746

In addition, the number of votes which abstained from voting was 4,344,823

***Item 4 – Grant of Deferred Shares 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 718,386,181
- Votes where the proxy was directed to vote 'against' the motion 18,513,235
- Votes where the proxy may exercise a discretion how to vote 17,098,673

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 6,580,292

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 737,269,484
- The number of votes cast 'against' the motion was 19,083,304

In addition, the number of votes which abstained from voting was 6,620,396

***Item 5 – 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 717,107,578
- Votes where the proxy was directed to vote 'against' the motion 19,681,577
- Votes where the proxy may exercise a discretion how to vote 17,124,583

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 6,652,615

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 735,876,883
- The number of votes cast 'against' the motion was 20,373,069

In addition, the number of votes which abstained from voting was 6,687,973

***Item 6 – 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 711,468,138
- Votes where the proxy was directed to vote 'against' the motion 26,184,386

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- Votes where the proxy may exercise a discretion how to vote 30,444,811

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 4,973,330

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 750,230,586
- The number of votes cast 'against' the motion was 26,678,391

In addition, the number of votes which abstained from voting was 5,016,281

### ***Item 7 – Election of Directors***

#### ***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 29,738,453
- Votes where the proxy was directed to vote 'against' the motion 510,265,046
- Votes where the proxy may exercise a discretion how to vote 29,744,812

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 171,001,330

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 30,110,181
- The number of votes cast 'against' the motion was 548,054,398

In addition, the number of votes which abstained from voting was 171,205,743

#### ***To re-elect Mr D E Meiklejohn***

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

- Votes where the proxy was directed to vote 'for' the motion 701,083,058
- Votes where the proxy was directed to vote 'against' the motion 29,670,092
- Votes where the proxy may exercise a discretion how to vote 29,744,812

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 7,794,738

Mr Meiklejohn was re-elected as a Director.

The details of the poll in relation to the re-election of Mr Meiklejohn are:

- The number of votes cast 'for' the motion was 739,084,791

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- The number of votes cast 'against' the motion was 29,902,763
- In addition, the number of votes which abstained from voting was 7,806,100

***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 730,103,011
- Votes where the proxy was directed to vote 'against' the motion 2,155,628
- Votes where the proxy may exercise a discretion how to vote 29,744,812

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 6,282,336

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 768,398,609
- The number of votes cast 'against' the motion was 2,233,860

In addition, the number of votes which abstained from voting was 6,310,054

***To elect Mr I J Macfarlane, AC***

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

- Votes where the proxy was directed to vote 'for' the motion 732,144,613
- Votes where the proxy was directed to vote 'against' the motion 1,090,881
- Votes where the proxy may exercise a discretion how to vote 29,744,812

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 5,313,117

Mr Macfarlane was elected as a Director.

The details of the poll in relation to the election of Mr Macfarlane are:

- The number of votes cast 'for' the motion was 770,341,368
- The number of votes cast 'against' the motion was 1,144,652

In addition, the number of votes which abstained from voting was 5,328,093

***To re-elect Dr G J Clark***

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

- Votes where the proxy was directed to vote 'for' the motion 726,681,146
- Votes where the proxy was directed to vote 'against' the motion 2,528,604
- Votes where the proxy may exercise a discretion how to vote 29,744,812

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In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 8,699,683

Dr Clark was re-elected as a Director.

The details of the poll in relation to the election of Dr Clark are:

- The number of votes cast 'for' the motion was 764,777,052
- The number of votes cast 'against' the motion was 2,614,241

In addition, the number of votes which abstained from voting was 8,872,562

Dated this 18<sup>th</sup> day of December 2007

**John Priestley**  
Company Secretary

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