

10 December 2019

ASX Limited
Market Announcements Office

Annual General Meeting 2019 Resolutions

The Bank's Annual General Meeting of members was held today, 10 December 2019.

The following resolutions were considered at the meeting and passed by the requisite majorities:

Resolutions decided on poll

A summary of proxy votes is attached.

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|----------------|---|
| Resolution 2a: | Re-Election of Director – Mr John Lorimer
Passed as an ordinary resolution |
| Resolution 2b: | Re-Election of Director – Mr Warwick Negus
Passed as an ordinary resolution |
| Resolution 2c: | Re-Election of Director – Ms Karen Penrose
Passed as an ordinary resolution |
| Resolution 2d: | Re-Election of Director – Mr Patrick Allaway
Passed as an ordinary resolution |
| Resolution 2e | Re-Election of Director – Ms Kathleen Bailey Lord
Passed as an ordinary resolution |
| Resolution 3: | Grant of Performance Award Rights to the Managing Director & Chief
Executive Officer
Passed as an ordinary resolution |
| Resolution 4: | Adopt Remuneration Report for the year ended 30 June 2019
Passed as an advisory resolution |

A summary of proxy votes and the number of votes cast on each poll is attached, in accordance with Listing Rule 3.13.2 and as required by Section 251AA(2) of the *Corporations Act 2001 (Cth)*.

Vicki Clarkson
GM Corporate Governance & Head of Secretariat

ANNUAL GENERAL MEETING
Tuesday, 10 December, 2019

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):			Manner in which votes were cast in person or by proxy on a poll (where applicable)			Resolution Result		
	Votes For	Votes Against	Discretionary Chairman of Meeting Other Nominated Person/s	Total Votes Discretionary	Votes Abstain	For		Against	Abstain **
2A RE-ELECTION OF DIRECTOR JOHN LORIMER	111,643,300	2,172,295	2,911,184 1,418,740	4,329,924	1,344,596	115,150,052 96.94%	3,633,187 3.06%	1,353,138	Carried
2B RE-ELECTION OF DIRECTOR WARWICK NEGUS	109,336,473	4,496,299	2,893,734 1,422,745	4,316,479	1,340,864	114,226,301 96.16%	4,561,570 3.84%	1,348,506	Carried
2C RE-ELECTION OF DIRECTOR KAREN PENROSE	110,386,649	3,289,225	3,043,221 1,422,745	4,465,966	1,348,275	114,051,250 96.02%	4,729,210 3.98%	1,355,917	Carried
2D ELECTION OF DIRECTOR PATRICK ALLAWAY	112,064,045	1,568,402	2,995,170 1,422,745	4,417,915	1,439,603	116,961,071 98.64%	1,607,911 1.36%	1,447,245	Carried
2E ELECTION OF DIRECTOR KATHLEEN BAILEY-LORD	111,546,052	1,971,409	3,132,826 1,422,745	4,555,571	1,417,083	116,666,835 98.28%	2,044,417 1.72%	1,425,125	Carried
3 GRANT OF PERFORMANCE AWARD RIGHTS TO THE MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER	105,500,221	8,698,004	3,043,739 1,287,289	4,331,028	937,025	110,271,805 92.60%	8,817,666 7.40%	971,609	Carried
4 REMUNERATION REPORT	105,763,742	7,495,238	3,109,511 1,266,582	4,376,093	1,799,360	110,473,798 93.54%	7,629,445 6.46%	1,819,007	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item