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Michelle Thomsen, Company Secretary

26 November 2015

ASX Limited
Markets Announcements Office

Annual General Meeting 2015 – Resolutions

The Bank's Annual General Meeting of members was held today, 26 November 2015.

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

Resolutions decided on poll

- | | |
|--------------|---|
| Resolution 2 | Resolved to re-elect Richard Haire as a Director. |
| Resolution 3 | Resolved:
That for the purposes of ASX Listing Rule 10.14, approval be given for the grant to, or for the benefit of, Mr Jon Sutton, Managing Director and Chief Executive Officer of BOQ, of 45,637 Performance Award Rights under the BOQ Award Rights Plan in accordance with the terms described in Item 3 in the Explanatory Statement. |
| Resolution 4 | Resolved:
That for the purposes of ASX Listing Rule 10.14, approval be given for the grant to, or for the benefit of, Mr Jon Sutton, Managing Director and Chief Executive Officer of BOQ, of 97,774 Performance Award Rights under the BOQ Award Rights Plan in accordance with the terms described in Item 4 in the Explanatory Statement. |
| Resolution 5 | Resolved:
That for the purposes of ASX Listing Rule 7.4, the issue of 15,000 Capital Notes on 26 May 2015, is approved. |
| Resolution 6 | Resolved:
That the Remuneration Report, contained in BOQ's 2014 Annual Report, be adopted. |

A summary of proxy votes is attached.

Michelle Thomsen
General Counsel & Company Secretary



ANNUAL GENERAL MEETING
Thursday, 26 November, 2015

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)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
2 RE-ELECTION OF RICHARD HAIRE AS A DIRECTOR	155,517,121	11,077,354	4,167,303	343,096	160,190,254	11,084,084	349,116
3 APPROVAL OF PERFORMANCE AWARD RIGHTS UNDER THE MANAGING DIRECTORS LONG TERM INCENTIVE PACKAGE 2014 TOP UP	162,536,922	4,115,109	3,861,519	545,961	166,681,321	4,157,480	557,648
4 APPROVAL OF PERFORMANCE AWARD RIGHTS UNDER THE MANAGING DIRECTORS LONG TERM INCENTIVE PACKAGE 2015 PACKAGE	162,549,738	4,142,273	3,845,063	536,441	166,669,049	4,192,676	548,728
5 RATIFICATION OF ISSUE OF CAPITAL NOTES	116,818,229	1,375,752	4,257,603	48,656,831	121,544,847	1,394,952	48,687,196
6 REMUNERATION REPORT NON-BINDING RESOLUTION	162,573,297	2,875,700	4,661,170	963,348	167,496,625	2,915,905	997,923

** - 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