

**Notice given in accordance with Corporations Act Subsection 259C(2) Exemption**

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

1. Name of Company      Australia and New Zealand Banking Group Limited ABN 11 005 357 522 ("ANZ") gives notice of the aggregated percentage of voting shares in ANZ, in respect of which its associated entities have (1) the power to control voting or disposal and voting shares underlying derivatives and (2) a net economic exposure, in accordance with the terms of an exemption granted by the Australian Securities and Investments Commission pursuant to subsection 259C(2) of the Corporations Act.

Date of present notice:      8 January 2016

The previous notice was given to the ASX on:      30 December 2015

The previous notice was dated:      30 December 2015

2. Issued Share Capital      2,917,560,098 fully paid Ordinary Shares in the capital of ANZ have been issued as at 7 January 2016.

3(a). Previous and present aggregated % of Voting Shares      The aggregated number and percentage of shares in each class of voting shares in ANZ in respect of which its controlled entities have power to control voting or disposal and voting shares underlying derivatives, when last required, and when now required, to give a notice to the ASX are:

Class of Shares	Previous Notice		Present Notice	
	Total Number	% of Total Shares	Total Number	% of Total Shares
Ordinary Fully Paid	17,570,774	0.60%	17,591,553	0.60%

3(b). Previous and present net economic exposure % of Voting Shares      The aggregated number and percentage of shares in each class of voting shares in ANZ in respect of which its controlled entities have a net economic exposure, when last required, and when now required, to give a notice to the ASX are:

Class of Shares	Previous Notice		Present Notice	
	Total Number	% of Total Shares	Total Number	% of Total Shares
Ordinary Fully Paid	17,570,774	0.60%	17,591,553	0.60%

4. Details of Controlled Entity Holdings      The following controlled entities are the holders in the Voting Shares referred to in paragraph 3 above.

Registered Holder	Controlled Entity entitled to be registered	Number of Shares	% of Total Shares
ANZEST Pty Ltd as Trustee for ANZ Employee Share Acquisition Plan	ANZEST Pty Ltd as Trustee for ANZ Employee Share Acquisition Plan	208,013	0.01%
JP Morgan	ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios	172,326	0.01%

Registered Holder	Controlled Entity entitled to be registered	Number of Shares	% of Total Shares
ANZ NZ Investments Nominees / Reserve Bank of NZ	ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios	31,639	0.00%
Citi Group / Reserve Bank of NZ	ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios	565,086	0.02%
Citi Group / BNP Paribas	ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios	1,293,741	0.04%
Reserve Bank of NZ	ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios	96,180	0.00%
Private Nominees Limited	Private Nominees Limited as trustee for various private clients	690,232	0.02%
JP Morgan Chase Bank	OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust	21,502	0.00%
ANZ Nominees Limited	OnePath Funds Management Ltd as responsible entity for ANZ Australian Industrial Equities Fund	791,556	0.03%
JP Morgan Chase Bank	OnePath Funds Management Ltd as responsible entity for OnePath Sustainable Investments - Wholesale Australian Share Trust	66,397	0.00%
JP Morgan Chase Bank	OnePath Funds Management Ltd as responsible entity for Blue Chip Pool	1,113,556	0.04%
JP Morgan Chase Bank	OnePath Funds Management Ltd as responsible entity for OnePath Australian Shares Index Pool	2,390,776	0.08%
JP Morgan Chase Bank	OnePath Funds Management Ltd as responsible entity OnePath Australian Shares - Imputation Index Pool	5,681,339	0.20%
JP Morgan Chase Bank	OnePath Funds Management Ltd as responsible entity for OPTIMIX WHOLESALE AUSTRALIAN SHARES TRUST ARNHEM 130/30	1,226,062	0.04%
JP Morgan Chase Bank	OnePath Funds Management Ltd as responsible entity for OPTIMIX WHOLESALE AUSTRALIAN SHARES TRUST - VINVA	899,774	0.03%
JP Morgan Chase Bank	OnePath Funds Management Ltd as responsible entity for Optimix Wholesale Australian Share Trust	1,011,056	0.04%
HSBC Custody Nominees ACF OASIS	Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd	690,100	0.02%

Registered Holder	Controlled Entity entitled to be registered	Number of Shares	% of Total Shares
OnePath Custodian Pty Ltd	OnePath Custodian Pty Ltd as responsible entity for Portfolio One	642,218	0.02%
<b>Aggregation</b>		17,591,553	0.60%

<b>5. Changes in Voting Shares</b>	Particulars of change in voting shares in ANZ in respect of which its controlled entities are or were entitled since ANZ was last required to give a notice to the ASX are:
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Date of Change	Controlled Entity entitled whose shareholding changed	Nature of Change	Consideration given in relation to change	Class of Share	Number of Shares
30/12/2015	ANZEST Pty Ltd as Trustee for ANZ Employee Share Acquisition Plan (the "plan")	The change in holding occurred as a result of shares under the Plan being forfeited due to cessation of an individual's employment or vesting conditions not being met and/or shares being allocated under the Plan	Not applicable	Ordinary fully paid	33
30/12/2015	Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd	On-market sale	12,945.60	Ordinary fully paid	-480
31/12/2015	OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust	On-market purchase	20,702.96	Ordinary fully paid	741
4/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	4,850.30	Ordinary fully paid	185
4/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	1,441.98	Ordinary fully paid	55

4/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	5,505.75	Ordinary fully paid	210
4/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	3,644.28	Ordinary fully paid	139
4/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	9,071.38	Ordinary fully paid	346
4/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	5,400.88	Ordinary fully paid	206
4/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	3,198.58	Ordinary fully paid	122
4/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	10,277.40	Ordinary fully paid	392
4/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	6,475.81	Ordinary fully paid	247
4/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	2,936.40	Ordinary fully paid	112
4/01/2016	ANZEST Pty Ltd as Trustee for ANZ Employee Share Acquisition Plan (the "plan")	The change in holding occurred as a result of shares under the Plan being forfeited due to cessation of an individual's employment or vesting conditions not being met and/or shares being allocated under the Plan	Not applicable	Ordinary fully paid	207

4/01/2016	Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd	Off-market transfer	117,227.24	Ordinary fully paid	4,628
5/01/2016	ANZEST Pty Ltd as Trustee for ANZ Employee Share Acquisition Plan (the "plan")	The change in holding occurred as a result of shares under the Plan being forfeited due to cessation of an individual's employment or vesting conditions not being met and/or shares being allocated under the Plan	Not applicable	Ordinary fully paid	12,583
5/01/2016	OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust	On-market sale	14,369.43	Ordinary fully paid	-531
6/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	9,290.68	Ordinary fully paid	327
6/01/2016	Private Nominees Limited as trustee for various private clients	Off-market transfer	6,733.61	Ordinary fully paid	237
6/01/2016	OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust	On-market sale	14,632.25	Ordinary fully paid	-548
6/01/2016	Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd	On-market sale	19,989.96	Ordinary fully paid	-717
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	12,835.66	Ordinary fully paid	441

7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	3,812.86	Ordinary fully paid	131
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	4,686.03	Ordinary fully paid	161
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	2,677.73	Ordinary fully paid	92
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	1,688.14	Ordinary fully paid	58
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	5,442.78	Ordinary fully paid	187
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	2,677.73	Ordinary fully paid	92
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	6,141.32	Ordinary fully paid	211
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	3,929.28	Ordinary fully paid	135
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	6,286.85	Ordinary fully paid	216
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	2,241.15	Ordinary fully paid	77
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	4,016.60	Ordinary fully paid	138

7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	6,723.44	Ordinary fully paid	231
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	3,492.70	Ordinary fully paid	120
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	1,542.61	Ordinary fully paid	53
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	3,987.49	Ordinary fully paid	137
7/01/2016	Private Nominees Limited as trustee for various private clients	On-market purchase	8,004.09	Ordinary fully paid	275
7/01/2016	OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust	On-market sale	11,141.99	Ordinary fully paid	-431
7/01/2016	OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust	On-market sale	1,002.36	Ordinary fully paid	-39

<b>Addresses</b>	The addresses of entities named in this form are as follows:
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<b>Name</b>	<b>Address</b>
ANZ	Level 9A, ANZ Centre Melbourne, 833 Collins Street, Docklands Vic 3008
ANZ Nominees Limited	Level 9A, ANZ Centre Melbourne, 833 Collins Street, Docklands Vic 3008
ANZEST Pty Ltd	Level 9A, ANZ Centre Melbourne, 833 Collins Street, Docklands Vic 3008

OnePath Australia Limited	Level 13, 347 Kent Street, Sydney NSW 2000
OnePath Funds Management Ltd	Level 13, 347 Kent Street, Sydney NSW 2000
OnePath Life Limited	Level 13, 347 Kent Street, Sydney NSW 2000
OnePath Custodian Pty Ltd	Level 13, 347 Kent Street, Sydney NSW 2000
OnePath Investment Management Ltd	Level 21, 83 Clarence Street Sydney NSW 2000
Oasis Fund Management Ltd	Level 14, 347 Kent Street, Sydney NSW 2000
FSP Portfolio Administration Ltd	Level 34 Australia Square 264-278 George Street, Sydney NSW 2000
FSP Funds Management Ltd	Level 39 Australia Square 264-278 George Street, Sydney NSW 2000
FSP Equities Management Ltd	Level 39 Australia Square 264-278 George Street, Sydney NSW 2000
JP Morgan	Level 35, 259 George Street, Sydney NSW 2000
Private Nominees Limited	Level 14, ANZ Tower, 215-229 Lambton Quay, Wellington, New Zealand
ANZ NZ Investments Nominees Limited	ANZ Centre, 23-29 Albert Street, Auckland, New Zealand
ANZ NZ Investments Limited	ANZ Centre, 23-29 Albert Street, Auckland, New Zealand
BNP Paribas	60 Castlereagh Street, Sydney NSW 2001
UBS Nominees Pty Limited	Level 16 Chifley Tower 2 Chifley Sq Sydney
Reserve Bank of New Zealand	2 The Terrace, PO Box 2498, Wellington 6011, New Zealand
Trustees Executors Limited	Level 5, 10 Customhouse Quay, PO Box 10-519, Wellington, New Zealand
Citi Group	Level 16, 120 Collins Street, Melbourne Vic 3000
Reserve Bank of NZ	2 The Terrace, PO Box 2498 Wellington 6011, New Zealand

print name John Priestley

Capacity Company Secretary

Sign here \_\_\_\_\_

Date 8 January 2016