

All enquiries to:

-  **By Mail** Bendigo and Adelaide Bank Limited  
PO Box 480  
Bendigo VIC 3552 Australia
-  **By Fax** +61 2 9290 9655
-  **Online** [www.bendigoadelaide.com.au](http://www.bendigoadelaide.com.au)
-  **By Phone** (within Australia) 1800 646 042  
(outside Australia) +61 3 5485 6393

## Voting Form

This is your Voting Form for the 2016 Annual General Meeting of Bendigo and Adelaide Bank Limited.

**For your vote to be effective this Voting Form must be received by 11.00am (AEDT) on Sunday 23 October 2016**

**Voting instructions:** For instructions on how to complete this Voting Form please see the Notice of Annual General Meeting – “Voting Information”


You can provide your Voting Form by any of the following means:

**By mail** Use the reply paid envelope addressed to Boardroom Pty Limited or send in your envelope to: Share Registry, Level 4, The Bendigo Centre, Bendigo, Victoria, 3550

**In person** The Bank’s Share Registry, Level 4, The Bendigo Centre, Bendigo, Victoria

**By facsimile** *Within Australia:* 02 9290 9655  
*Outside Australia:* 61 2 9290 9655

OR

-  **To Vote online**
  - Step 1 VISIT [www.votingonline.com.au/bendigogoagm2016](http://www.votingonline.com.au/bendigogoagm2016)
  - Step 2 Enter your Postcode (if within Australia) OR Country of Residence (if outside Australia)
  - Step 3 Enter your Voting Access Code (VAC)

 **By Smartphone**



Scan QR Code using smartphone QR Reader App

**Important note:** *For security reasons it is important that you keep your SRN/HIN confidential*

You can also

- Access the Annual Report online
- Access the Notice of Annual General Meeting online

**If you attend the meeting, please bring this form with you to assist with registration**

**Your Address**

This is your address as it appears on the company's share register. If this is incorrect, please mark the box with an "X" and make the correction in the space to the left. Securityholders sponsored by a broker should advise their broker of any changes. **Please note, you cannot change ownership of your securities using this form.**

**VOTING FORM**

**OPTION A: DIRECT VOTING**

Box A: I/We being a Securityholder/s of **Bendigo and Adelaide Bank Limited** (Company) and entitled to attend and vote hereby elect to vote directly at the Annual General Meeting of the Company to be held at the **Ulumbarra Theatre, Gaol Road, Bendigo, Victoria on Tuesday 25 October 2016 at 11:00am (AEDT)** and at any adjournment of that Meeting.

**OPTION B: APPOINTMENT OF PROXY**

Box B: I/We being a Securityholder/s of **Bendigo and Adelaide Bank Limited** (Company) and entitled to attend and vote hereby appoint:

the **Chairman of the Meeting (mark box)**

OR if you are **NOT** appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate (excluding the registered Securityholder ) you are appointing as your proxy below

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting as my/our proxy at the Annual General Meeting of the Company to be held at the **Ulumbarra Theatre, Gaol Road, Bendigo, Victoria on Tuesday 25 October 2016 at 11:00am (AEDT)** and at any adjournment of that Meeting, to act on my/our behalf and to vote in accordance with the following directions or if no directions have been given, as the proxy sees fit.

**Chair of the Meeting authorised to exercise undirected proxies on Items 7 or 8.** If I/we have appointed the Chair of the Meeting as my/our proxy or the Chair of the Meeting becomes my/our proxy by default and I/we have not directed my/our proxy how to vote in respect of Items 7 or 8, I/we expressly authorise the Chair of the Meeting to exercise my/our proxy in respect of these Items even though Items 7 and 8 are connected with the remuneration of a member of the key management personnel for the Company (Item 7) and the issue of securities to a director (Item 8).

**The Chair of the Meeting will vote all undirected proxies in favour of all Items of business (including Items 7 and 8).** If you wish to appoint the Chair of the Meeting as your proxy with a direction to vote against, or to abstain from voting on an Item, you must provide a direction by marking the 'Against' or 'Abstain' box opposite that resolution.

**VOTING DIRECTIONS**

		For	Against	Abstain*
Item 2	Election of Ms Jan Harris as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3	Re-election of Mr Rob Hubbard as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4	Re-election of Mr Jim Hazel as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5	Re-election of Mr David Matthews as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 6	Re-election of Mr Robert Johanson as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 7	To Adopt the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 8	Approval of the Managing Director's participation in the Employee Salary Sacrifice, Deferred Share and Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\* If you mark the Abstain box for a particular resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your vote will not be counted in calculating the required majority if a poll is called.

**SIGN THE FORM**  
This form must be signed to enable your directions to be implemented.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

Director

Securityholder 3

Director / Company Secretary

Contact Name.....

Contact Daytime Telephone.....

Date / / 2016