

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

To
Market Announcements Office
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: 29 September 2016

The previous notice was given to the ASX on: 16 September 2016

The previous notice was dated: 16 September 2016

2. Issued Share Capital 2,927,476,660 fully paid Ordinary Shares in the capital of ANZ have been issued as at 28 September 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 | 23,392,401 | 0.80% | 23,496,913 | 0.80% |

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 | 23,392,401 | 0.80% | 23,496,913 | 0.80% |

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 | 36,756 | 0.00% |
| Reserve Bank of NZ | ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios | 36,180 | 0.00% |

| Registered Holder | Controlled Entity entitled to be registered | Number of Shares | % of Total Shares |
|--|---|------------------|-------------------|
| ANZ NZ Investments Nominees / Reserve Bank of NZ / Citicorp Nominees | ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios | 3,411 | 0.00% |
| JP Morgan Chase Bank | ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios | 1,431,550 | 0.05% |
| JP Morgan Chase Bank / Reserve Bank of NZ | ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios | 69,363 | 0.00% |
| ANZ Custodial Services New Zealand Limited | ANZ Custodial Services New Zealand Limited as trustee for various private clients | 884,185 | 0.03% |
| JP Morgan Chase Bank | OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust | 24,255 | 0.00% |
| ANZ Nominees Limited | OnePath Funds Management Ltd as responsible entity for ANZ Australian Industrial Equities Fund | 1,598,023 | 0.06% |
| ANZ Nominees Limited | OnePath Funds Management Ltd as responsible entity for ANZ Select Leaders Pool | 968,291 | 0.03% |
| JP Morgan Chase Bank | OnePath Funds Management Ltd as responsible entity for Tax Effective Income Trust | 562,255 | 0.02% |
| JP Morgan Chase Bank | OnePath Funds Management Ltd as responsible entity for OnePath Sustainable Investments - Wholesale Australian Share Trust | 69,334 | 0.00% |
| JP Morgan Chase Bank | OnePath Funds Management Ltd as responsible entity for Blue Chip Pool | 1,498,529 | 0.05% |
| JP Morgan Chase Bank | OnePath Funds Management Ltd as responsible entity for OPTIMIX WHOLESALE AUSTRALIAN SHARES TRUST ARNHEM 130/30 | 1,107,443 | 0.04% |
| JP Morgan Chase Bank | OnePath Funds Management Ltd as responsible entity for OPTIMIX WHOLESALE AUSTRALIAN SHARES TRUST - VINVA | 791,248 | 0.03% |
| JP Morgan Chase Bank | OnePath Funds Management Ltd as responsible entity for Optimix Wholesale Australian Share Trust | 1,391,318 | 0.05% |
| JP Morgan Chase Bank | OnePath Funds Management Ltd as responsible entity for OnePath Australian Shares Index Pool | 6,058,893 | 0.21% |
| JP Morgan Chase Bank | OnePath Funds Management Ltd as responsible entity OnePath Australian Shares - Imputation Index Pool | 5,631,176 | 0.19% |

| Registered Holder | Controlled Entity entitled to be registered | Number of Shares | % of Total Shares |
|---------------------------------|--|------------------|-------------------|
| HSBC Custody Nominees ACF OASIS | Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd | 681,505 | 0.02% |
| OnePath Custodians Pty Ltd | OnePath Custodians Pty Ltd as responsible entity for Portfolio One | 651,841 | 0.02% |
| OnePath Custodians Pty Ltd | OnePath Custodians Pty Ltd as responsible entity for Grow Wrap ADG | 1,357 | 0.00% |
| Aggregation | | 23,496,913 | 0.80% |

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| 5. Changes in Voting Shares | 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 |
|----------------|--|--------------------|---|---------------------|------------------|
| 16/09/2016 | OnePath Funds Management Ltd as responsible entity for OnePath Australian Shares Index Pool | On-market purchase | 549,402.82 | Ordinary fully paid | 20,840 |
| 16/09/2016 | OnePath Funds Management Ltd as responsible entity for OnePath Australian Shares - Imputation Index Pool | On-market purchase | 1,855,710.87 | Ordinary fully paid | 70,391 |
| 16/09/2016 | Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd | On-market sale | 912.80 | Ordinary fully paid | -35 |
| 16/09/2016 | Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd | On-market sale | 781.50 | Ordinary fully paid | -30 |

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| 19/09/2016 | Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd | On-market sale | 2,416.49 | Ordinary fully paid | -93 |
| 19/09/2016 | Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd | On-market sale | 3,269.70 | Ordinary fully paid | -126 |
| 20/09/2016 | 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 | 44 |
| 20/09/2016 | OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust | On-market purchase | 17,601.41 | Ordinary fully paid | 660 |
| 20/09/2016 | OnePath Funds Management Ltd as responsible entity for OPTIMIX Wholesale Australian Shares Trust - VINVA | On-market purchase | 73,897.23 | Ordinary fully paid | 2,768 |
| 20/09/2016 | Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd | On-market sale | 26,370.00 | Ordinary fully paid | -1,000 |

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| 21/09/2016 | 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 | 16,119 |
| 21/09/2016 | OnePath Funds Management Ltd as responsible entity for OnePath Sustainable Investments - Wholesale Australian Share Trust | On-market sale | 137,325.31 | Ordinary fully paid | -5,038 |
| 21/09/2016 | Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd | On-market sale | 3,752.06 | Ordinary fully paid | -142 |
| 21/09/2016 | OnePath Custodians Pty Ltd as responsible entity for Portfolio One | Off-market transfer | Nil | Ordinary fully paid | -1,829 |
| 21/09/2016 | OnePath Custodians Pty Ltd as responsible entity for Portfolio One | Off-market transfer | 30,042.42 | Ordinary fully paid | 1,829 |
| 21/09/2016 | OnePath Custodians Pty Ltd as responsible entity for Portfolio One | Off-market transfer | 17,065.23 | Ordinary fully paid | -637 |
| 22/09/2016 | 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 | 1,537 |

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| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 56.54 | Ordinary fully paid | -2 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 425.57 | Ordinary fully paid | -15 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 310.99 | Ordinary fully paid | -11 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 2,326.44 | Ordinary fully paid | -82 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 56.74 | Ordinary fully paid | -2 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market purchase | 5,532.38 | Ordinary fully paid | 195 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 876.43 | Ordinary fully paid | -31 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 2,496.67 | Ordinary fully paid | -88 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 4,284.05 | Ordinary fully paid | -151 |

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| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 537.17 | Ordinary fully paid | -19 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 3,404.55 | Ordinary fully paid | -120 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 794.39 | Ordinary fully paid | -28 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market purchase | 3,886.85 | Ordinary fully paid | 137 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 1,102.60 | Ordinary fully paid | -39 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 8,624.84 | Ordinary fully paid | -304 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market purchase | 5,872.84 | Ordinary fully paid | 207 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market purchase | 8,482.99 | Ordinary fully paid | 299 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market purchase | 2,695.26 | Ordinary fully paid | 95 |

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| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 367.53 | Ordinary fully paid | -13 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 2,723.63 | Ordinary fully paid | -96 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 197.90 | Ordinary fully paid | -7 |
| 22/09/2016 | ANZ Custodial Services New Zealand Limited as trustee for various private clients | On-market sale | 1,333.45 | Ordinary fully paid | -47 |
| 22/09/2016 | OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust | On-market purchase | 13,592.26 | Ordinary fully paid | 499 |
| 22/09/2016 | OnePath Custodians Pty Ltd as responsible entity for Grow Wrap ADG | On-market purchase | 34,237.11 | Ordinary fully paid | 1,357 |
| 23/09/2016 | OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust | On-market purchase | 8,031.34 | Ordinary fully paid | 291 |
| 23/09/2016 | Oasis Fund Management Limited as responsible entity for Oasis Asset Management Ltd | On-market sale | 1,762.90 | Ordinary fully paid | -65 |

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| 26/09/2016 | ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios | On-market sale | 22,700.18 | Ordinary fully paid | -827 |
| 26/09/2016 | ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios | On-market sale | 3,405.75 | Ordinary fully paid | -124 |
| 26/09/2016 | OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust | On-market purchase | 14,135.86 | Ordinary fully paid | 512 |
| 27/09/2016 | ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios | On-market sale | 22,700.18 | Ordinary fully paid | -827 |
| 27/09/2016 | ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios | On-market sale | 3,405.75 | Ordinary fully paid | -124 |
| 28/09/2016 | ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios | On-market sale | 22,700.18 | Ordinary fully paid | -827 |
| 28/09/2016 | ANZ New Zealand Investments Limited on behalf of various investment funds and client portfolios | On-market sale | 3,405.75 | Ordinary fully paid | -124 |

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| 28/09/2016 | OnePath Funds Management Ltd as responsible entity for OnePath Wholesale Protected Aus 50 Trust | On-market sale | 10,081.62 | Ordinary fully paid | -365 |
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| Addresses | The addresses of entities named in this form are as follows: |
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| Name | Address |
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| 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 |
| ANZ New Zealand Investments Limited | ANZ Centre, 23-29 Albert Street, Auckland, New Zealand |
| HSBC Custody Nominees | PO Box 8522, Perth WA 6849 |
| Citicorp Nominees Pty Limited | Level 15, 120 Collins Street, Melbourne VIC 3000 |
| OnePath Funds Management Ltd | Level 23, 242 Pitt Street, Sydney NSW 2000 |
| OnePath Custodians Pty Ltd | Level 23, 242 Pitt Street, Sydney NSW 2000 |
| Oasis Asset Management Ltd | Level 23, 242 Pitt Street, Sydney NSW 2000 |
| Oasis Fund Management Ltd | Level 23, 242 Pitt Street, Sydney NSW 2000 |
| JP Morgan Chase Bank | 85 Castlereagh Street, Sydney NSW 2000 |
| ANZ NZ Investments Nominees Limited | ANZ Centre, 23-29 Albert Street, Auckland, New Zealand |
| Reserve Bank of NZ | 2 The Terrace, PO Box 2498 Wellington 6011, New Zealand |
| ANZ Custodial Services New Zealand Limited | Ground Floor, ANZ Centre, 23-29 Albert Street, Auckland, 1010 New Zealand |

print name Simon Pordage

Capacity Company Secretary

Sign here _____

Date 29 September 2016