

7 October 2016

The Manager
Market Announcements Office
ASX Limited
Level 4
North Tower, Rialto
525 Collins Street
Melbourne VIC 3000

Share Purchase Plan – Notice under ASIC Class Order (CO 09/425)

Bendigo and Adelaide Bank Limited (**BEN**) gives notice under paragraph 7(f)(ii) of ASIC Class Order (CO 09/425) that:

- (a) BEN will make offers to issue shares under a Share Purchase Plan without disclosure to investors under Part 6D.2 of the Corporations Act 2001 (**Act**);
- (b) this notice is given in accordance with ASIC Class Order (CO 09/425);
- (c) as at the date of this notice, BEN has complied with the provisions of Chapter 2M of the Act as they apply to BEN and section 674 of the Act; and
- (d) as at the date of this notice, there is no excluded information (in accordance with the requirements of subsections 708A(7) and (8) of the Act as if this notice were a notice under paragraph 708A(5)(e) of the Act).

Yours faithfully

A handwritten signature in black ink, appearing to read "Will Conlan".

Will Conlan
Company Secretary
Bendigo and Adelaide Bank Limited