

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Australia and New Zealand Banking Group Limited
ABN	11 005 357 522

We Australia and New Zealand Banking Group Limited give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Mr Ian John Macfarlane
Date of last notice	29 September 2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct - Nil Indirect - 18,183 Ordinary Shares Indirect - 1,000 CPS3 Indirect - 1,500 ANZ Capital Notes 1 Indirect - 1,000 ANZ Capital Notes 4								
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>									
<ul style="list-style-type: none"> • Salignac Pty Ltd <BH Macfarlane Super Fund A/C> • Salignac Pty Ltd <BH Macfarlane Super Fund A/C> • Salignac Pty Ltd <BH Macfarlane Super Fund A/C> • Salignac Pty Ltd <BH Macfarlane Super Fund A/C> 	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">Ordinary Shares</td> <td style="text-align: right; vertical-align: bottom;"><u>18,183</u></td> </tr> <tr> <td>CPS3</td> <td style="text-align: right; vertical-align: bottom;"><u>1,000</u></td> </tr> <tr> <td>ANZ Capital Notes 1</td> <td style="text-align: right; vertical-align: bottom;"><u>1,500</u></td> </tr> <tr> <td>ANZ Capital Notes 4</td> <td style="text-align: right; vertical-align: bottom;"><u>1,000</u></td> </tr> </table>	Ordinary Shares	<u>18,183</u>	CPS3	<u>1,000</u>	ANZ Capital Notes 1	<u>1,500</u>	ANZ Capital Notes 4	<u>1,000</u>
Ordinary Shares	<u>18,183</u>								
CPS3	<u>1,000</u>								
ANZ Capital Notes 1	<u>1,500</u>								
ANZ Capital Notes 4	<u>1,000</u>								
Date of change	29 November 2016								

+ See chapter 19 for defined terms.

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No. of securities held prior to change	18,183 Ordinary Shares 1,000 CPS3 1,500 ANZ Capital Notes 1 1,000 ANZ Capital Notes 4
Class	ANZ Capital Notes 4
Number acquired (indirect) <ul style="list-style-type: none"> • Salignac Pty Ltd <BH Macfarlane Super Fund A/C> 	ANZ Capital Notes 4 500
Number disposed (indirect)	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	500 ANZ Capital Notes 4 acquired at an issue price of \$102.85 per ANZ Capital Notes 4
No. of securities held after change	
<u>Ordinary Shares</u>	
Direct – Unchanged	Ordinary Shares Nil
Indirect – Unchanged	Ordinary Shares 18,183
Total of interest	<u>18,183</u>
<u>CPS3</u>	
Direct – Unchanged	CPS3 Nil
Indirect – Unchanged	CPS3 1,000
Total of interest	<u>1,000</u>
<u>ANZ Capital Notes 1</u>	
Direct – Unchanged	ANZ Capital Notes 1 Nil
Indirect – Unchanged	ANZ Capital Notes 1 1,500
Total of interest	<u>1,500</u>
<u>ANZ Capital Notes 4</u>	
Direct – Unchanged	ANZ Capital Notes 4 Nil
Indirect – Increased (by 500)	ANZ Capital Notes 4 1,500
Total of interest	<u>1,500</u>
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	On market trade

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Part 2 – Change of director's interests in contracts – Nil

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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Simon Pordage
Company Secretary
Australia and New Zealand Banking Group Limited
5 December 2016

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