

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 (the entity) 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	Shayne Cary Elliott
Date of last notice	21 December 2018

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.

Ordinary Shares:

Direct or indirect interest	Direct – 2,830 Indirect – 258,257						
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.							
<ul style="list-style-type: none"> • ANZEST Pty Ltd <ul style="list-style-type: none"> - ANZ Employee Share Acquisition Plan • Elliott Pty Ltd as trustee for Elliott Family Trust • Elliott No 3 Pty Ltd <S & N Elliott S/F A/C> 	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Ordinary Shares</td> <td style="text-align: right;">126,578</td> </tr> <tr> <td>Ordinary Shares</td> <td style="text-align: right;">97,285</td> </tr> <tr> <td>Ordinary Shares</td> <td style="text-align: right;">34,394</td> </tr> </table>	Ordinary Shares	126,578	Ordinary Shares	97,285	Ordinary Shares	34,394
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Ordinary Shares	97,285						
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Date of change	3 May 2019						
No. of securities held prior to change	<u>261,087</u>						

+ See chapter 19 for defined terms.

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Class	Ordinary Shares
Number acquired (direct)	N/A
Number disposed (direct)	i) 2,830
Number acquired (indirect) Elliott Pty Ltd as trustee for Elliott Family Trust	55,450
Number disposed (indirect) <ul style="list-style-type: none"> • ANZEST Pty Ltd - ANZ Employee Share Acquisition Plan 	ii) 52,620
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	i) & ii) No consideration was paid in relation to this change.
No. of securities held after change	
Direct – Decreased (by 2,830)	0
Indirect – Increased (overall by 2,830)	
• ANZEST Pty Ltd	73,958
• ANZ Employee Share Acquisition Plan (decreased by 52,620)	
• Elliott Pty Ltd as trustee for Elliott Family Trust (increased by 55,450)	152,735
• Elliott No 3 Pty Ltd <S & N Elliott S/F A/C>	34,394
Total of interest	<u>261,087</u>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	<p>i) 2,830 Ordinary Shares held directly have been transferred to Elliott Pty Ltd as trustee for Elliott Family Trust.</p> <p>ii) 52,620 Ordinary Shares held within ANZ's employee share plan trust which were deferred incentives and had previously vested (as well as DRP shares allocated in connection with Mr Elliott's employee share plan trust shares) have been transferred out of the employee share plan trust and to Elliott Pty Ltd as trustee for Elliott Family Trust.</p>

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Options over unissued ordinary shares:

Direct or indirect interest	Direct – 438,874 Indirect – Nil
Date of change	N/A
No. of options held prior to change	438,874
Class	Options over unissued Ordinary Shares
Number of options acquired (direct)	N/A
Number of options disposed (direct)	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of options held after change	
Direct – unchanged	438,874
Indirect – unchanged	Nil
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	N/A

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
9 May 2019

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