

Appendix 3Y

Change of Director's Interest Notice

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

Australia and New Zealand Banking Group Limited gives 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 John McFarlane
Date of last Notice	30 October 2002

Part 1 – Change of director's relevant interest in securities

Direct interest	457,000
Indirect interest	648,747
Name of holder & nature of interest	Number & Class of Securities
• HSBC Custody Nominees (Australia) Limited (as nominee for – Self Invested personal Pension Scheme) • ANZEST Pty Ltd - ANZ Employee Share Acquisition Plan - ANZ Directors' Share Plan	ordinary shares 245,000 ordinary shares 87,190 ordinary shares <u>316,557</u> Total <u>648,747</u>
No of securities held prior to change	1,105,747

Date of change	1 November 2002
Class	ordinary shares
Number acquired – Indirect Interest	26,623
Number disposed of	Nil
Nature of change	On-market trade
Value	\$499,983.44

Number of securities held after change	
Direct Interest - Unchanged	457,000
Indirect Interest - Increased	648,747 + 26,623 = <u>675,370</u>
Total of Interest	<u>1,132,370</u>

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

.....
Peter R Marriott
Company Secretary
Australia and New Zealand Banking Group Limited
4 November 2002