

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	24 November 2017

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 – 0 Indirect – 185,585	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. • ANZEST Pty Ltd • 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>	Ordinary Shares	53,906
	Ordinary Shares	97,285
	Ordinary Shares	34,394
Date of change	1 December 2017	
No. of securities held prior to change	<u>185,585</u>	

+ See chapter 19 for defined terms.

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Class	Ordinary Shares
Number acquired (indirect)	34,118
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	No amount is payable by Mr Elliott in relation to these ordinary shares.
No. of securities held after change	
Direct – Unchanged	0
Indirect – Increased (34,118)	
• ANZEST Pty Ltd	88,024
• ANZ Employee Share Acquisition Plan	
• Elliot Pty Ltd as trustee for Elliott Family Trust	97,285
• Elliott No 3 Pty Ltd <S & N Elliott S/F A/C>	34,394
Total of interest	<u>219,703</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	Shares purchased on-market on 1 December 2017. Shares allocated in accordance with the ANZ Employee Share Acquisition Plan as part of Annual Variable Remuneration arrangements for 2016/2017. Shares are to be restricted and held in trust pursuant to the rules of the Plan, with 8,531 shares to be restricted to 22 November 2018, 8,529 shares to be restricted to 22 November 2019, 8,529 shares to be restricted to 22 November 2020 and 8,529 shares to be restricted to 22 November 2021.

Options over unissued ordinary shares:

Direct or indirect interest	Direct – 310,055 Indirect – Nil
Date of change	N/A
No. of options held prior to change	310,055
Class	Options over unissued Ordinary Shares
Number of options acquired	N/A

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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	310,055
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
7 December 2017

⁺ See chapter 19 for defined terms.