

16 November 2017

Clarification in relation to SUNPC Pro Rata Dividend

In the Suncorp Capital Notes 2 replacement prospectus dated 31 October 2017 (**Prospectus**), Suncorp advised its intention to pay a Pro Rata Dividend in the amount of \$0.8185 per Reinvestment CPS2 to Eligible CPS2 Holders who successfully apply under the Reinvestment Offer.

The Pro Rata Dividend will be paid on the Reinvestment CPS2 Repayment Date, which is 24 November 2017. The Pro Rata Dividend will be fully franked.

Holders of CPS2 that were not reinvested in Capital Notes 2 under the Reinvestment Offer will not receive the Pro Rata Dividend. However, as announced on 18 September 2017, holders of CPS2 on 11 December 2017 will be entitled to receive a dividend of \$1.1117 per CPS2 on 18 December 2017.

Attached to this announcement is an Appendix 3A.1 Notification of Dividend / Distribution providing details of the Pro Rata Dividend.

Ends

For more information contact:

Securityholders	Suncorp Capital Notes 2 Offer Information Line	1300 882 012 (within Australia) or +61 1300 882 012 (outside Australia) Monday to Friday, 8:00am to 7:30pm (Sydney time) Website: www.suncorpgroup.com.au/sunpg
Media	Brett Zarb	+61 417 256 563
Analysts/Investors	Andrew Dempster	+61 497 799 960

Definitions

Unless otherwise defined, capitalised words used in this announcement have the meanings given to them in the Prospectus.

Disclaimer

This announcement does not constitute an offer of any securities (including the Capital Notes 2) for sale or issue. No action has been taken to register or qualify Capital Notes 2 or the Offer or to otherwise permit a public offering of Capital Notes 2 outside Australia. In particular, this announcement does not constitute an offer of securities for sale in the United States. Neither the Capital Notes 2 nor the Ordinary Shares have been or will be registered under the U.S. Securities Act or the securities laws of any state of the United States, and they may not be offered or sold in the United States. The Capital Notes 2 are being offered and sold in the Offer solely outside the United States pursuant to Regulation S under the U.S. Securities Act.

+Rule 3.20.4, 15.3, Appendix 6A paragraph 1

Appendix 3A.1

Notification of dividend / distribution

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.

Please note that two or more corporate actions on the same *security may not run with different record dates if the timetables result in overlapping (but not identical) ex-periods. It is permissible to run different corporate actions with the same record date except in the case of reorganisations – consolidations/splits which cannot run at the same time as any other corporate action for that entity.

*Denotes minimum information required for first lodgement of this form.

**Denotes information that must be provided on or before *business day 0 of the relevant Appendix 6A or Appendix 7A timetable.

The balance of the information, where applicable, must be provided as soon as reasonably practicable by the entity.

Where a dividend/distribution is announced at the same time as Appendix 4D, 4E or 4F the online form relating to the dividend/distribution should be submitted after the Appendix 4D, 4E or 4F and before other material such as media releases or analyst presentations. Refer to [Guidance Note 14 ASX Market Announcements Platform](#).

Part 1 – Entity and announcement details

Question no	Question	Answer
1.1	*Name of entity	Suncorp Group Limited (the “ Company ”)
1.2	*Registration type and number <i>One of ABN/ARSN/ARBN/ACN or other registration type and number (if “other” please specify what type of registration number has been provided).</i>	66 145 290 124
1.3	*ASX issuer code	SUN
1.4	*The announcement is <i>Tick whichever is applicable.</i>	☒ New announcement ☐ Update/amendment to previous announcement ☐ Cancellation of previous announcement
1.4a	*Reason for update <i>Mandatory only if “Update” ticked in Q1.4 above. A reason must be provided for an update.</i>	N/A
1.4b	*Date of previous announcement to this update <i>Mandatory only if “Update” ticked in Q1.4 above.</i>	N/A
1.4c	*Reason for cancellation <i>Mandatory only if “Cancellation” ticked in Q1.4 above. If information has previously been provided in Part 3D of the form “Preference *security distribution rate details” please also confirm whether the rate changes remain in place for the *security or are also cancelled.</i>	N/A

1.4d	*Date of previous announcement to this cancellation <i>Mandatory only if "Cancellation" ticked in Q1.4 above.</i>	N/A
1.5	*Date of this announcement <i>The date of lodgement of the form by the entity via ASX Online.</i>	Thursday, 16 November 2017
1.6	*Applicable ASX *security code and description for dividend / distribution <i>Please select the *security to which the notification applies. Only one *security can be selected for each form.</i>	ASX *security code: SUNPC *Security description: CNV PREF 3-BBSW+4.65% PERP NON-CUM RED T-12-17

Part 2 – All dividends / distributions

Part 2A – Basic details

Question No.	Question	Answer
2A.1	*Type of dividend/distribution <i>Each form can only relate to one ⁺record date and payment date but may have multiple types of payment for example an ordinary and special dividend. Please note that dividends/distributions for units, ETFs and preference ⁺securities are classified as "Ordinary".</i>	☐ Ordinary (must be cash) <i>Please complete Part 3A.</i> ☒ Special (must be cash) <i>Please complete Part 3B.</i> ☐ Scrip (must be scrip) <i>Please complete Part 3C.</i>
2A.2	*The dividend/distribution: <i>Tick one only to indicate length of period to which the dividend/distribution applies. ASX's system classifies interim/final dividends/distributions as six monthly if both are paid. If a final only is paid it is classified as relating to a period of twelve months. Where a scrip or special dividend/distribution is paid at the same time as an ordinary dividend/distribution it has the same period classification as the ordinary.</i> <i>If the dividend/distribution is special and/or scrip only then "does not relate to a specific period within the financial year in which it was paid" may be applicable.</i>	☐ relates to a period of one month. ☐ relates to a period of one quarter. ☐ relates to a period of six months. ☐ relates to a period of twelve months. ☒ does not relate to a specific period within the financial year in which it was paid.
2A.3	*The dividend/distribution relates to the financial reporting or payment period ended/ending (date) <i>The period ended date must match the end date of the reporting period of any Appendix 4D, 4E or 4F lodged by the entity at the same time as this form and which includes the details of the dividend/distribution announced in this form. For preference ⁺securities or units of trusts or ETFs the period ended/ending date may correspond to the payment date and may be a future date. If a special or scrip dividend/distribution is notified at the same time as another dividend/distribution which relates to a period of one month, one quarter, six months or twelve months then the special or scrip dividend/distribution will be characterised with the same period type and will have the same period ended as that dividend/distribution. If the dividend/distribution is special and/or scrip only and "does not relate to a specific period within the financial year in which it was paid" has been ticked in Q2A.2, then a period ended date may not be applicable.</i>	N/A
2A.4	**Record date <i>The ⁺record date must be at least four ⁺business days from current date (refer Appendix 6A paragraph 1). Please note that the ⁺record date and ex date cannot be changed (even to postpone it or cancel it) any later than 12 noon Sydney time on the day before the previous ex date advised.</i>	23 November 2017

2A.5	*Ex date <i>The ex date is one *business day before *record date (i.e. *business day 3 if the *record date is *business day 4). Refer to Appendix 6A paragraph 1. *Securities will trade "ex" dividend/distribution from the ex date. Please note that the *record date and ex date cannot be changed (even to postpone it or cancel it) any later than 12 noon Sydney time on the day before the previous ex date advised.</i>	22 November 2017
2A.6	*Payment date <i>The payment date must be after the *record date. Refer to Appendix 6A paragraph 1. For a scrip dividend/distribution this date will be the same as the *issue date referred to in Q3C.4 of this form. Please note that the payment date cannot be changed (even to postpone it or cancel it) any later than 12 noon Sydney time on the day of the previous payment date advised.</i>	24 November 2017
2A.7	*Are any of the below approvals required for the dividend/distribution before business day 0 of the timetable? • *Security holder approval • Court approval • Lodgement of court order with *ASIC • ACCC approval • FIRB approval • Another approval/condition external to the entity required to be given/met before business day 0 of the timetable for the dividend/distribution. <i>If any of the above approvals apply to the dividend/distribution before business day 0 of the timetable, please answer 'yes' and provide details at Q2A.7a. If "no" go to Q2A.8.</i> <i>The purpose of the question is to confirm that relevant approvals are received prior to ASX establishing an ex market in the *securities. If the entity wishes to disclose approvals or conditions which are to be resolved at a later date it should use Part 5 "Further information".</i>	No
2A.7a	Approvals <i>Select appropriate approval from drop down box as applicable. More than one approval can be selected. This question refers only to events which take place before business day 0 of the timetable. The purpose of the question is to confirm that relevant approvals are received prior to ASX establishing an ex market in the *securities. The "Date for determination" is the date that you expect to know if the approval is given for example the date of the *security holder meeting in the case of *security holder approval or the date of the court hearing in the case of court approval. If the entity wishes to disclose approvals or conditions which are to be resolved at a later date it should use Part 5 "Further information".</i>	

*Approval/condition	*Date for determination	*Is the date estimated or actual?	**Approval received/ condition met? <i>Only answer this question when you know the outcome of the approval – please advise on or before *business day 0 of the relevant Appendix 6A or Appendix 7A timetable.</i>	Comments
+Security holder approval		☐ Estimated OR ☐ Actual	☐ Yes ☐ No	
Court approval		☐ Estimated OR ☐ Actual	☐ Yes ☐ No	
Lodgement of court order with +ASIC		☐ Estimated OR ☐ Actual	☐ Yes ☐ No	
ACCC approval		☐ Estimated OR ☐ Actual	☐ Yes ☐ No	
FIRB approval		☐ Estimated OR ☐ Actual	☐ Yes ☐ No	
Other (please specify in comment section)		☐ Estimated OR ☐ Actual	☐ Yes ☐ No	
2A.8	*Currency in which the dividend/distribution is made (“primary currency”) <i>Primary currency will be the currency in which all other questions relating to the dividend/distribution will appear excepting those relating to payment in a different currency. For dividends/distributions paid in a currency other than AUD please answer 2A.9a-2A.9c. If the primary currency is NZD please also complete Part 3F.</i>		AUD – Australian Dollar	

2A.9	*Total dividend/distribution payment amount per *security (in primary currency) for all dividends/distributions notified in this form <i>This amount should be the total of any Ordinary, Scrip, Special and Supplementary dividend/distribution announced using this form. An estimate is only permitted in the case of units of trusts, units of ETFs and preference +securities.</i>	\$0.8185 per Reinvestment CPS2 (as defined in the replacement prospectus dated 31 October 2017) Actual
2A.9a	AUD equivalent to total dividend/distribution amount per *security <i>If primary currency is non-AUD.</i> <i>If more than one dividend/distribution type is included in this announcement (e.g. ordinary and special), this total should be the total of those types.</i> <i>ASX publishes an AUD equivalent amount for non-AUD +dividends/distributions. If this amount is not provided by the entity it is calculated and published using the RBA rate of exchange on the day before the ex date. The entity should only populate this question if an actual amount is known. If amount not known please answer 2A.9b. If known go to 2A.9c.</i>	N/A
2A.9b	If AUD equivalent not known, date for information to be released <i>If primary currency is non-AUD.</i>	N/A
2A.9c	FX rate (in format AUD rate / primary currency rate): <i>If primary currency is non-AUD.</i>	N/A
2A.10	*Does the entity have arrangements relating to the currency in which the dividend/distribution is paid to *security holders that it wishes to disclose to the market? <i>If "yes", please complete Part 2B.</i> <i>It is not mandatory to disclose currency arrangements to the market. In particular, it does not refer to arrangements made between individual *security holders and the share registry or entity on an ad hoc or one-off basis and it does not refer to arrangements offered by the registry independently of the entity.</i> <i>If the entity intends to disclose currency arrangements to the market it must do so through this form although it may supplement the information in the form with further PDF announcements.</i>	No

2A.11	*Does the entity have a securities plan for dividends/distributions on this security? <i>This information is required by Appendix 6A paragraph 1. More than one option may be selected. If the entity has a DRP please answer Q2A.11a, if the entity has a BSP please answer Q2A.11b, if the entity has another *security plan please answer Q2A.11c.</i> <i>If the entity has a plan but it does not apply to the security which is the subject of this form the entity should answer "We do not have a securities plan for dividends/distributions on this security".</i>	☐ We have a Dividend/Distribution Reinvestment Plan (DRP) ☐ We have a Bonus *Security Plan or equivalent (BSP) ☐ We have another *security plan (Plan) ☒ We do not have a securities plan for dividends/distributions on this security
2A.11a	*If the entity has a DRP, is the DRP applicable to this dividend/distribution <i>This information is required by Appendix 6A paragraph 1. If "yes", please answer Q2A.11a(i). If "no", ASX will assume the DRP is suspended for this dividend/distribution.</i>	N/A
2A.11a(i)	*DRP Status in respect of this dividend/distribution <i>Please select one and complete Part 4A. Note that "Full DRP" includes plans which may have limited exceptions for example exclusion of US or other foreign holders. The term is designed primarily to distinguish those plans which apply only to specific subgroups of *security holders such as "retail" holders.</i>	☐ DRP for retail *security holders only <i>The entity has a DRP which applies to this dividend/distribution only for retail *security holders.</i> ☐ Full DRP offered <i>The entity has a DRP which applies to this dividend/distribution only for all *security holders.</i> ☐ DRP subject to *security holder approval <i>The entity has a DRP which is active for this dividend/distribution subject to *security holder approval.</i>
2A.11b	*If the entity has a BSP, is the BSP applicable to this *dividend/distribution? <i>This information is required by Appendix 6A paragraph 1. If "yes", please answer Q2A.11b(i). If "no", ASX will assume the BSP is suspended for this dividend/distribution.</i>	N/A
2A.11b(i)	*BSP status in respect of this dividend/distribution <i>Please select one and complete Part 4B. If the entity has a BSP subject to *security holder approval please choose the appropriate box above and make a note of the approval requirement in "Part 5 Further information" at the end of this form.</i>	☐ BSP for retail *security holders only <i>The entity has a BSP which applies to this dividend/distribution only for retail *security holders.</i> ☐ Full BSP offered <i>The entity has a BSP which applies to this dividend/distribution only for all *security holders.</i>
2A.11c	*If the entity has another *security plan, is that *security plan applicable to this *dividend/distribution? <i>If "yes" please complete Part 4C.</i>	N/A

2A.12	*Does the entity have tax component information apart from franking? <i>This refers to the information ordinarily provided under Subdivision 12-H of Schedule 1 to the Tax Administration Act 1953. If "yes" please complete Part 3E.</i>	No
2A.13	Withholding tax rate applicable to the dividend/distribution <i>For non-Australian entities.</i> <i>ASX only captures the dividend/distribution withholding tax rate in respect of dividends/distributions paid by foreign resident listed entities to Australian resident *security holders. If a dividend/distribution is payable to an Australian resident *security holder, please advise the applicable dividend/distribution withholding tax rate (assuming no exemptions are sought by and granted to the holder). Should you wish to provide further information please use Part 5 - Further information at the end of this form.</i>	N/A

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Part 2B – Currency information

Part 2B to be completed if you answered "yes" to Q2A.10.

Question No.	Question	Answer
2B.1	*Does the entity default to payment in certain currencies dependent upon certain attributes such as the banking instruction or registered address of the *security holder? (For example NZD to residents of New Zealand and/or USD to residents of the U.S.A.) <i>Referred to as "default arrangements". This does not exclude other criteria – banking instruction and registered address are merely provided as examples. This question should be answered on the basis of the entity's policy applicable to all *security holders. It does not refer to arrangements made between individual *security holders and the share registry or entity on an ad hoc or one-off basis and it does not refer to arrangements offered by the registry independently of the entity.</i> <i>If "yes" please fill out the balance of the questions in Part 2B. If "no" fill out question 2B.2 only.</i>	Y / N

2B.2	*Please provide a description of your currency arrangements <i>If you have default arrangements please provide an overview of how the arrangement operates and answer specific questions below about currencies in which you pay, whether there is a choice to receive a currency other than the default, election dates, where forms can be obtained etc.</i> <i>If you do not have default arrangements you should include here a complete description of your currency arrangements including when and where any currency election should be submitted. Listed entities in this category are not required to disclose the currencies in which they pay or publish the foreign currency dividend amounts ("payment currency equivalent amount per security") or foreign exchange rates. You do not need to fill out any further questions in Part 2B.</i>	
2B.2a	Other currency/currencies in which the dividend/distribution will be paid <i>If there is more than one payment currency other than the primary currency it is mandatory to advise the additional currencies but not mandatory to advise the payment currency equivalent amount. If the entity wishes it may advise this amount by way of update when known. Note: if more than one dividend/distribution type is included in this announcement (e.g. ordinary and special), the payment currency equivalent amount should be the total of those types and the equivalent of the total amount in Q2A.9.</i>	*Non primary payment currency: Payment currency equivalent amount per *security:
2B.2b	Please provide the exchange rates used for non-primary currency payments	
2B.2c	If payment currency equivalent and exchange rates not known, date for information to be released	Estimated or actual
2B.3	*Can the *security holder choose to receive a currency different to the currency they would receive under the default arrangements?	Y / N
2B.3a	Please describe what choices are available to a *security holder to receive a currency different to the currency they would receive under the default arrangements <i>For example if the *security holder would receive AUD under the default policy based upon an Australian bank account being provided, can they change this to NZD by providing a banking instruction relating to a New Zealand bank account?</i>	

2B.3b	*Date and time by which any document or communication relating to the above arrangements must be received in order to be effective for this dividend/distribution <i>Please enter the time in Sydney time (i.e. AEST or, when daylight savings is in operation, AEDST) using 24 hour convention e.g. 6.00pm should be entered as 18:00.</i>	
2B.3c	Please provide a link to, or indicate where relevant forms can be obtained and state how and where they must be lodged.	

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Part 3 – Dividend/distribution amounts per type and other details

Please state amounts in the dividend/distribution primary currency stated at Q2A.9.

Part 3A – Ordinary dividend/distribution

Part 3A to be completed if "Ordinary" selected in Q2A.1.

Question No.	Question	Answer
3A.1	*Is the ordinary dividend/distribution estimated at this time <i>If "yes" Q3A.1a + 3A.1a(i) must be completed if "no" Q3A.1b must be completed upon the first announcement of a</i> <i>*dividend/distribution. An estimate is only permitted in the case of units of trusts, units of ETFs and preference</i> <i>*securities.</i>	Y / N
3A.1a	*Ordinary dividend/distribution estimated amount per <i>*security</i> <i>Only permitted in the case of units of trusts, units of ETFs and preference</i> <i>*securities.</i>	
3A.1a(i)	*Date that actual ordinary amount will be announced	Estimated or Actual
3A.1b	*Ordinary dividend/distribution amount per <i>*security</i> <i>Please provide the amount in the primary currency.</i>	
3A.2	*Is the ordinary dividend/distribution franked? <i>If "yes", please answer Q3A.2a. If "no" go straight to Q3A.3. This question is not mandatory in relation to units of trusts, units of ETFs and preference</i> <i>*securities.</i>	Y / N
3A.2a	*Is the ordinary dividend/distribution fully franked? <i>This question is not mandatory in relation to units of trusts, units of ETFs and preference</i> <i>*securities.</i>	Y / N
3A.3	*Percentage of ordinary dividend/distribution that is franked <i>Please provide the percentage to which the dividend/distribution is franked. (if 100% franked, then 100%, if 100% unfranked then 0%). This question is not mandatory in relation to units of trusts, units of ETFs and preference</i> <i>*securities.</i>	%

3A.3a	*Applicable corporate tax rate for franking credit (%) <i>Do not answer for 100% unfranked dividends/distributions.</i> <i>Please provide the applicable corporate tax rate. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	%
3A.4	*Ordinary dividend/distribution franked amount per *security <i>Amount of dividend/distribution that is franked. Please provide the amount in the primary currency. In the case of dividends announced in conjunction with Appendix 4D and 4E the franked amount per *security must be provided. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities. If the dividend/distribution is 100% unfranked please answer "\$0.00". 3A.4 franked amount + 3A.6 unfranked amount + 3A.7 conduit foreign income amount should equal 3A.1b dividend/distribution amount per security.</i>	
3A.5	*Percentage of ordinary dividend/distribution that is unfranked <i>Please provide the percentage to which the dividend/distribution is unfranked (if 100% unfranked, then 100%. If 100% franked then 0%). This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	%
3A.6	*Ordinary dividend/distribution unfranked amount per *security excluding conduit foreign income amount <i>Amount of dividend/distribution that is unfranked excluding any conduit foreign income. Please provide the amount in the primary currency. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities. If the dividend/distribution is fully franked please answer "\$0.00". 3A.4 franked amount + 3A.6 unfranked amount + 3A.7 conduit foreign income amount should equal 3A.1b dividend/distribution amount per security.</i>	
3A.7	*Ordinary dividend/distribution conduit foreign income amount per *security <i>For Australian entities only.</i> <i>Please provide the amount in the primary currency. This information is required by Appendix 6A paragraph 1 in respect of dividends. This question is not mandatory in relation to units of</i>	

	trusts, units of ETFs and preference *securities. 3A.4 franked amount + 3A.6 unfranked amount + 3A.7 conduit foreign income amount should equal 3A.1b dividend/distribution amount per security.	
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Part 3B – Special dividend/distribution

Part 3B to be completed if “Special” selected in Q2A.1.

Question No.	Question	Answer
3B.1	*Is the special dividend/distribution estimated at this time <i>If “yes” Q3B.1a + 3B.1a(i) must be completed if “no” Q3B.1b must be completed upon the first announcement of a *dividend/distribution. An estimate is only permitted in the case of units of trusts, units of ETFs and preference *securities.</i>	No
3B.1a	*Special dividend/distribution estimated amount per *security <i>Only permitted in the case of units of trusts, units of ETFs and preference *securities. Please answer Q3F.2a(i).</i>	N/A
3B.1a(i)	*Date that actual special amount per *security will be announced	N/A
3B.1b	*Special dividend/distribution amount per *security <i>Please provide the amount in the primary currency.</i>	\$0.8185 per Reinvestment CPS2 (as defined in the replacement prospectus dated 31 October 2017)
3B.2	*Is special dividend/distribution franked? <i>If “yes” please answer Q3B.2a. If “no” go straight to Q3B.3. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	Yes
3B.2a	*Is the special dividend/distribution fully franked? <i>This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	Yes
3B.3	*Percentage of special dividend/distribution that is franked <i>Please provide the percentage to which the dividend/distribution is franked. (if 100% franked, then 100%, if 100% unfranked then 0%). This</i>	100%

	<i>question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	
3B.3a	*Applicable corporate tax rate for franking credit (%) <i>Do not answer for 100% unfranked dividends/distributions.</i> <i>Please provide the applicable corporate tax rate. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	30%
3B.4	*Special dividend/distribution franked amount per *security <i>Amount of dividend/distribution that is franked. Please provide the amount in the primary currency. In the case of dividends announced in conjunction with Appendix 4D and 4E the franked amount per *security must be provided. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities. If the dividend/distribution is 100% unfranked please answer "\$0.00". 3B.4 franked amount + 3B.6 unfranked amount + 3B.7 conduit foreign income amount should equal 3B.1b special dividend/distribution amount per security.</i>	\$0.8185 per Reinvestment CPS2 (as defined in the replacement prospectus dated 31 October 2017)
3B.5	*Percentage of special dividend/distribution that is unfranked <i>Please provide the percentage to which the dividend/distribution is unfranked (if 100% unfranked, then 100%. If 100% franked then 0%). This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities</i>	0%
3B.6	*Special dividend/distribution unfranked amount per +security excluding conduit foreign income amount <i>Amount of dividend/distribution that is unfranked. Please provide the amount in the primary currency. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities. If the dividend/distribution is 100% franked please answer "\$0.00". 3B.4 franked amount + 3B.6 unfranked amount + 3B.7 conduit foreign income amount should equal 3B.1b special dividend/distribution amount per security.</i>	\$0.00
3B.7	*Special dividend/distribution conduit foreign income amount per *security <i>For Australian entities only.</i> <i>Please provide the amount in the primary currency. This information is</i>	\$0.00

	required by Appendix 6A paragraph 1 in respect of dividends. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities. 3B.4 franked amount + 3B.6 unfranked amount + 3B.7 conduit foreign income amount should equal 3B.1b special dividend/distribution amount per security.	
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Part 3C – Scrip dividend/distribution

Part 3C to be completed if “Scrip” selected in Q2A.1.

Question No.	Question	Answer
3C.1	*Is the scrip dividend/distribution estimated at this time <i>If “yes” Q3C.1a + 3C.1a(i) must be completed if “no” Q3C.1b must be completed upon the first announcement of a *dividend/distribution. An estimate is only permitted in the case of units of trusts, units of ETFs and preference *securities.</i>	Y / N
3C.1a	*Scrip dividend/distribution estimated amount per *security <i>Only permitted in the case of units of trusts, units of ETFs and preference *securities.</i>	
3C.1a(i)	*Date that actual scrip amount will be announced	
3C.1b	*Scrip dividend/distribution amount per *security <i>Please provide the amount in the primary currency in dollar denomination (or foreign currency equivalent for foreign currency dividends/distributions).</i>	
3C.2	*Scrip ratio <i>For example where you pay one *security for each five *securities held, the answer is every 01.00 scrip dividend/distribution *security will be paid for each 05.00 *securities held.</i>	the scrip dividend/distribution will be on the basis that _____ *security (/ies) will be paid for every _____ *security (/ies) held
3C.3	*Scrip fraction rounding <i>Please select the appropriate description of how fractions will be handled. If you do not have a rounding policy please choose “Fractions rounded down to the nearest whole number or fractions disregarded”.</i>	☐ Fractions rounded up to the next whole number ☐ Fractions rounded down to the nearest whole number or fractions disregarded ☐ Fractions sold and proceeds distributed ☐ Fractions of 0.5 and over rounded up ☐ Fractions over 0.5 rounded up

3C.4	Scrip dividend/distribution *securities *issue date <i>This is the date on which the scrip dividend *securities are entered into the holdings of holders entitled to the dividend/distribution. This is usually the same as the payment date – Q2.A6.</i>	
3C.5	*Will the scrip dividend/distribution *securities be a new issue <i>If “yes” please answer Q3C.5a. If “no” go straight to Q3C.6.</i>	Y / N
3C.5a	*Do the scrip dividend/distribution *securities rank pari passu from *issue date? <i>Pari passu means “on an equal footing” for example if the *securities will not receive an upcoming payment that existing *securities in the same class will receive, they do not rank pari passu. If “yes” please answer Q3C.5b. If “no” go straight to Q3C.6.</i>	Y / N
3C.5b	*Non-ranking period end date <i>The date at the end of the dividend/distribution period (i.e. the period specified in item 2A.3 or another period as the case may be) after which the issued *securities rank equal (i.e. pari passu) for the next announced dividend/distribution. For example, if the new *securities are not entitled to participate in a dividend announced for the period ending 30 June 2013, but are entitled to any dividend announced thereafter, then the answer to this question is 30 June 2013.</i>	
3C.6	*Is scrip dividend/distribution franked <i>If “yes” please answer Q3C.6a. If “no” go straight to Q3C.7. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	Y / N
3C.6a	*Is the scrip dividend/distribution fully franked <i>This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	Y / N
3C.7	*Percentage of scrip dividend/distribution that is franked <i>Please provide the percentage to which the dividend/distribution is franked. (if 100% franked, then 100%, if 100% unfranked then 0%). This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	%

3C.7a	*Applicable corporate tax rate for franking credit (%) <i>Do not answer for 100% unfranked dividends/distributions.</i> <i>Please provide the applicable corporate tax rate. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	%
3C.8	*Scrip dividend/distribution franked amount per *security <i>Amount of dividend/distribution that is franked. Please provide the amount in the primary currency. In the case of dividends announced in conjunction with Appendix 4D and 4E the franked amount per *security must be provided. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities. If the dividend/distribution is 100% unfranked please answer "\$0.00". 3C.8 franked amount + 3C.10 unfranked amount + 3C.11 conduit foreign income amount should equal 3C.1b scrip dividend/distribution amount per security.</i>	
3C.9	*Percentage of scrip dividend/distribution that is unfranked <i>Please provide the percentage to which the dividend/distribution is unfranked (if 100% unfranked, then 100%. If 100% franked then 0%). This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities.</i>	%
3C.10	*Scrip dividend/distribution unfranked amount per *security excluding conduit foreign income amount <i>Amount of dividend/distribution that is unfranked. Please provide the amount in the primary currency. This question is not mandatory in relation to units of trusts, units of ETFs and preference *securities. If the dividend/distribution is fully franked please answer "\$0.00". 3C.8 franked amount + 3C.10 unfranked amount + 3C.11 conduit foreign income amount should equal 3C.1b scrip dividend/distribution amount per security.</i>	
3C.11	*Scrip dividend/distribution conduit foreign income amount per *security <i>For Australian entities only.</i> <i>Please provide the amount in the primary currency. This information is required by Appendix 6A paragraph 1 in respect of dividends. This question is not mandatory in relation to units of trusts, units of ETFs and preference</i>	

	<i>*securities. Not applicable for non-Australian entities. 3C.8 franked amount + 3C.10 unfranked amount + 3C.11 conduit foreign income amount should equal 3C.1b scrip dividend/distribution amount per security.</i>	
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Part 3D – Preference ⁺security distribution rate details*Part 3D to be completed if the dividend/distribution is for a preference ⁺security.*

Question No.	Question	Answer
3D.1	Start date of payment period <i>The day specified should be the first day included in the interest period.</i>	18 September 2017
3D.2	End date of payment period <i>The day specified should be the last day included in the interest period.</i>	23 November 2017
3D.3	Date dividend/distribution rate is set	18 September 2017
3D.4	Describe how the date that dividend/distribution rate is set is determined <i>Please describe how the date for setting the dividend/distribution date is determined, for example the first day of each quarter of the calendar year.</i>	As per the CPS2 Terms
3D.5	Number of days in the dividend/distribution period	67
3D.6	Dividend/distribution base rate	1.7200%
3D.7	Comments on how dividend/distribution base rate is set <i>You may provide information on how the base rate is set.</i>	This is the 90 Day Bank Bill Rate on the first day of the period
3D.8	Dividend/distribution margin	4.6500%
3D.9	Comments on how dividend/distribution margin is set <i>You may provide information on how the margin is set.</i>	As per the CPS2 Terms
3D.10	Any other rate used in calculating dividend/distribution rate <i>Any other rate used in calculating the dividend/distribution rate, other than the base rate and margin, for the ⁺securities – expressed as a percentage. This may be a positive or negative number. Together the base rate, margin and other rate should add up to the total dividend/distribution</i>	-1.9110 %

	<i>rate for the period.</i>	
3D.11	Comments on how other rate used in calculating dividend/distribution rate is set	Other rate = A - B where: A = (Bank Bill Rate + Margin) x (1 - tax rate of 30%) B = (Bank Bill Rate + Margin)
3D.12	Total dividend/distribution rate for the period (pa) <i>Please provide the total dividend/distribution payment rate (per annum). The rate should be the addition of base rate, margin and any other rate applied in calculating total dividend/distribution rate.</i>	4.4590%
3D.13	Comment on how total distribution rate is set	Total distribution rate = (dividend/distribution base rate + Dividend/Distribution Margin) x (1 - tax rate of 30%)

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Part 3E – Other – distribution components / tax

Part 3E to be completed if you answered “yes” to Q2A.12.

Question No.	Question	Answer
3E.1	Please indicate where and when information about tax components can be obtained (you may enter a url) <i>If the entity is required to provide information regarding taxation, for example the notice for the purpose of Subdivision 12-H of Schedule 1 of the Taxation Administration Act 1953 (Cth), please indicate here where it may be found and/or when the entity expects to announce this information.</i>	

Part 3F – NZD dividend/distribution – supplementary dividend/distribution

Part 3F to be completed for dividends/distributions whose primary currency is NZD.

Question No.	Question	Answer
3F.1	Is a supplementary dividend/distribution payable? <i>If “yes” please answer 3F.2, if “no”, Q3F.2 – 3F.7 are not applicable.</i>	Y / N
3F.2	Is the supplementary dividend/distribution estimated at this time? <i>If “yes” please answer Q3F.2a(i) and Q3F.2a(ii). If “no” go to Q3F.2b. Please answer either Q3f.2a + 3F.2a(i) or Q3F.2b. An estimate is only permitted in the case of units of trusts, units of ETFs and preference securities.</i>	Y / N

3F.2a	Supplementary dividend/distribution estimated amount per *security <i>Please provide the amount in NZD. Please answer Q3F.2a(i). An estimate is only permitted in the case of units of trusts, units of ETFs and preference *securities.</i>	
3F.2a(i)	Date that actual supplementary dividend/distribution amount per *security will be announced	Estimated or actual
3F.2b	Supplementary dividend/distribution amount per *security <i>Please provide the amount in NZD. Please answer either 3Qf.2a + 3F.2a(i) or Q3F.2b.</i>	
3F.3	Is the supplementary dividend/distribution franked?	Y / N
3F.3a	Is the supplementary dividend/distribution fully franked?	Y / N
3F.4	Percentage of supplementary dividend/distribution that is franked <i>Please provide the percentage to which the dividend/distribution is franked. (if 100% franked, then 100%, if 100% unfranked then 0%).</i>	%
3F.4a	Applicable corporate tax rate for franking credit (%) <i>Do not answer for 100% unfranked dividends/distributions.</i> <i>Please provide the applicable corporate tax rate.</i>	%
3F.5	Supplementary dividend/distribution franked amount per *security <i>Amount of dividend/distribution that is franked. Please provide the amount in the primary currency. In the case of dividends announced in conjunction with Appendix 4D and 4E the franked amount per *security must be provided. If the dividend/distribution is 100% unfranked please answer "\$0.00". 3F.5 franked amount + 3F.7 unfranked amount should equal 3F.2b supplementary dividend/distribution amount per security.</i>	

3F.6	Percentage of supplementary dividend/distribution that is unfranked <i>Please provide the percentage to which the dividend/distribution is unfranked (if 100% unfranked, then 100%).</i>	%
3F.7	Supplementary dividend/distribution unfranked amount per ⁺security <i>Amount of dividend/distribution that is franked. Please provide the amount in the primary currency. In the case of dividends announced in conjunction with Appendix 4D and 4E the franked amount per ⁺security must be provided. If the dividend/distribution is 100% unfranked please answer "\$0.00". 3F.5 franked amount + 3F.7 unfranked amount should equal 3F.2b supplementary dividend/distribution amount per security.</i>	

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Part 4 – Dividend/distribution Reinvestment Plan (DRP) / Bonus +Security Plan (BSP) / Other Plan

Currencies used in this part are primary currency as advised at Q2A.8.

Part 4A – Dividend/distribution Reinvestment Plan (DRP)

Part 4A to be completed if “DRP” selected at Q2A.11 and you answered “yes” to Q2A.11a – “the DRP applies to this dividend/distribution”.

Question No.	Question	Answer
4A.1	*What is the default option if +security holders do not indicate whether they want to participate in the DRP?	☐ Participation in DRP (i.e. +securities issued) ☐ Do not participate in DRP(i.e. cash payment)
4A.2	*Last date and time for lodgement of election notices to share registry under DRP <i>This information is required by Appendix 6A paragraph 1. Appendix 6A mandates a last election date of at least 1 +business day after the +record date. Please enter the time in Sydney time (i.e. AEST or, when daylight savings is in operation, AEDST); using 24 hour convention e.g. 6.00pm should be entered as 18:00.</i>	
4A.3	*DRP discount rate <i>This information is required by Appendix 6A paragraph 1. If there is no discount please answer “0%”. One of either Q4A.3 or Q4A.4 must be answered.</i>	%
4A.4	*Period of calculation of reinvestment price <i>This information is required by Appendix 6A paragraph 1. One of either Q4A.3 or Q4A.4 must be answered. If you do not know the dates for calculating the reinvestment price but can describe the methodology please answer question Q4A.5.</i>	Start date: End date:
4A.5	*DRP price calculation methodology <i>Please describe the methodology for determining the DRP period of calculation of reinvestment price or for calculating the DRP price where another methodology is used.</i>	
4A.6	DRP price (including any discount) <i>Please provide the amount in the primary currency.</i>	

4A.7	DRP +securities +issue date <i>This date is the date on which the DRP +securities are entered into the holdings of DRP participants. This is usually the same as the payment date –Q2A.6.</i>	
4A.8	*Will DRP +securities be a new issue? <i>If “yes” please answer Q4A.8a, if “no” go to Q4A.9.</i>	Y / N
4A.8a	*Do DRP +securities rank pari passu from +issue date <i>Pari passu means “on an equal footing” for example if the +securities will not receive an upcoming payment that existing +securities in the same class will receive, they do not rank pari passu. If “no” please answer Q4A.8b, if “yes” go to Q4A.9.</i>	Y / N
4A.8b	*Non-ranking period end date <i>The date at the end of the dividend/distribution period (i.e. the period specified in item 2A.3 or another period as the case may be) after which the issued +securities rank equal (i.e. pari passu) for the next announced dividend/distribution. For example, if the new +securities are not entitled to participate in a dividend announced for the period ending 30 June 2013, but are entitled to any dividend announced thereafter, then the answer to this question is 30 June 2013.</i>	
4A.9	Is there a minimum dollar amount or number of +securities required for DRP participation? <i>If “yes”, please answer Q4A.9a-4A.9b, if “no” go to 4A.10.</i>	Y / N
4A.9a	Minimum number of +securities required for DRP participation	
4A.9b	Minimum amount for DRP participation <i>Please provide the amount in the primary currency.</i>	
4A.10	Is there a maximum dollar amount or number of +securities required for DRP participation? <i>If “yes”, please answer Q4A.10a - Q4A.10d, if “no” go to 4A.11.</i>	Y / N
4A.10a	Maximum number of +securities required for DRP participation	

4A.10b	Maximum amount for DRP participation <i>Please provide the amount in the primary currency.</i>	
4A.10c	Maximum amount/or number for DRP participation will be applied at beneficial level <i>For example if a trustee holds for more than one beneficial owner can the trustee apply for each beneficial owner to have the maximum applied to their beneficial entitlement instead of the maximum being applied to the registered holding of the trustee?</i>	Y / N
4A.10d	Instructions regarding application of limits at beneficial level <i>Please provide instructions for trustees to notify beneficial holdings for the purpose of applying DRP limits.</i>	
4A.11	Are there any other conditions applying to DRP participation? <i>If "yes", please answer Q4A.11a, if "no" go to 4A.12.</i>	Y / N
4A.11a	Conditions for DRP participation <i>Please describe any other conditions for participation in the DRP for example residence in a certain country.</i>	
4A.12	Link to a copy of the DRP rules <i>Please provide a url link to the DRP rules.</i>	
4A.13	Further information about the DRP	

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Part 4B – Bonus ⁺Security Plan or equivalent (BSP)

Part 4B to be completed if "BSP" selected at Q2A.11 and you answered "yes" to Q2A.11b – "the BSP applies to this dividend/distribution".

Question No.	Question	Answer
4B.1	*What is the default option if ⁺ security holders do not indicate whether they want to participate in the BSP?	☐ Participation in BSP (i.e. ⁺ securities issued) ☐ Do not participate in BSP (i.e. cash payment)
4B.2	*Last date and time for lodgement of election notices to share registry under BSP <i>This information is required by</i>	

	Appendix 6A paragraph 1. Appendix 6A mandates a last election date of at least 1 *business day after the *record date. Please enter the time in Sydney time (i.e. AEST or, when daylight savings is in operation, AEDST); using 24 hour convention e.g. 6.00pm should be entered as 18:00.	
4B.3	*BSP discount rate <i>This information is required by Appendix 6A paragraph 1. If there is no discount please answer "0%". One of either Q4B.3 or Q4B.4 must be answered.</i>	%
4B.4	*Period of calculation of BSP price <i>This information is required by Appendix 6A paragraph 1. One of either Q4B.3 or Q4B.4 must be answered. If you do not know the dates for calculating the BSP price but can describe the methodology please answer question Q4B.5.</i>	Start date: End date:
4B.5	*BSP price calculation methodology <i>Please describe the methodology for determining the period of calculation of BSP price or for calculating the BSP price where another methodology is used.</i>	
4B.6	BSP price (including any discount) <i>Please provide the amount in the primary currency.</i>	
4B.7	BSP *securities *issue date <i>This date is the date on which the BSP *securities are entered into the holdings of BSP participants. This is usually the same as the payment date – Q2A.6.</i>	
4B.8	*Will BSP *securities be a new issue <i>If "yes" please answer Q4B.8a, if "no" go to Q4B.9.</i>	Y / N
4B.8a	*Do BSP *securities rank pari passu from *issue date? <i>Pari passu means "on an equal footing" for example if the *securities will not receive an upcoming payment that existing *securities in the same class will receive, they do not rank pari passu. If "no" please answer Q4B.8b, if "yes" go to Q4B.9.</i>	Y / N
4B.8b	*Non-ranking period end date <i>The date at the end of the dividend/distribution period (i.e. the period specified in item 2A.3 or another rperiod as the case may be) after which the issued *securities rank equal (i.e. pari passu) for the next</i>	

	announced dividend/distribution. For example, if the new +securities are not entitled to participate in a dividend announced for the period ending 30 June 2013, but are entitled to any dividend announced thereafter, then the answer to this question is 30 June 2013.	
4B.9	Is there a minimum dollar amount or number of +securities required for BSP participation <i>If "yes", answer Q4B.9a – 4B.9b, if "no" go to 4B.10.</i>	Y / N
4B.9a	Minimum number of +securities required for BSP participation	
4B.9b	Minimum amount for BSP participation <i>Please provide the amount in the primary currency.</i>	
4B.10	Is there a maximum dollar amount or number of +securities required for BSP participation? <i>If "yes", please answer Q4B.10a - 4B.10d, if "no" go to 4B.11.</i>	Y / N
4B.10a	Maximum number of +securities required for BSP participation	
4B.10b	Maximum amount for BSP participation <i>Please provide the amount in the primary currency.</i>	
4B.10c	Maximum amount/or number for BSP participation will be applied at beneficial level <i>For example if a trustee holds for more than one beneficial owner can the trustee apply for each beneficial owner to have the maximum applied to their beneficial entitlement instead of the maximum being applied to the registered holding of the trustee?</i>	Y / N
4B.10d	Instructions regarding application of limits at beneficial level <i>Please provide instructions for trustees to notify beneficial holdings for the purpose of applying BSP limits.</i>	
4B.11	Are there any other conditions applying to BSP participation <i>If "yes", please answer Q4B.11a, if "no" go to 4B.12.</i>	Y / N

4B.11a	Conditions for BSP participation <i>Please describe any other conditions for participation in the BSP for example residence in a certain country.</i>	
4B.12	Link to a copy of the BSP rules <i>Please provide a url link to the BSP rules.</i>	
4B.13	Further information about the BSP	

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Part 4C – Other Plan

Part 4C to be completed if “another plan” selected at Q2A.11 and you answered “yes” to Q2A.11c – “the Plan applies to this dividend/distribution”.

Question No.	Question	Answer
4C.1	*Name of the Plan	
4C.2	*What is the default option if *security holders do not indicate whether they want to participate in the Plan?	☐ Participation in Plan (i.e. *securities issued) ☐ Do not participate in Plan (i.e. cash payment)
4C.3	*Last date and time for lodgement of election notices to share registry under Plan <i>This information is required by Appendix 6A paragraph 1. Appendix 6A mandates a last election date of at least 1 *business day after the *record date. Please enter the time in Sydney time (i.e. AEST or, when daylight savings is in operation, AEDST); using 24 hour convention e.g. 6.00pm should be entered as 18:00.</i>	
4C.4	*Plan discount rate <i>If there is no discount please answer “0%”. One of either Q4C.4 or Q4C.5 must be answered.</i>	%
4C.5	*Period of calculation of Plan price <i>One of either Q4C.4 or Q4C.5 must be answered. If you do not know the dates for calculating the Plan price but can describe the methodology please answer question Q4C.5.</i>	Start date: End date:
4C.6	*Plan price calculation methodology <i>Please describe the methodology for determining the period of calculation of Plan price or for calculating the Plan price where another methodology is used.</i>	

4C.7	Plan price (including any discount) <i>Please provide the amount in the primary currency.</i>	
4C.8	Plan +securities +issue date <i>This date is the date on which the Plan +securities are entered into the holdings of Plan participants. This is usually the same as the payment date – Q2A.6.</i>	
4C.9	*Will Plan +securities be a new issue <i>If “yes” please answer Q4C.9a, if “no” go to 4C.10.</i>	Y / N
4C.9a	*Do Plan +securities rank pari passu from +issue date? <i>Pari passu means “on an equal footing” for example if the +securities will not receive an upcoming payment that existing +securities in the same class will receive, they do not rank pari passu. If “no” please answer Q4C.9b, if “yes” go to Q4C.10.</i>	Y / N
4C.9b	*Non-ranking period end date <i>The date at the end of the dividend/distribution period (i.e. the period specified in item 2A.3 or another period as the case may be) after which the issued +securities rank equal (i.e. pari passu) for the next announced dividend/distribution. For example, if the new +securities are not entitled to participate in a dividend announced for the period ending 30 June 2013, but are entitled to any dividend announced thereafter, then the answer to this question is 30 June 2013.</i>	
4C.10	Is there a minimum dollar amount or number of +securities required for Plan participation? <i>If “yes”, please answer Q4C.10a – 4C.10b, if “no” go to 4C.11.</i>	Y / N
4C.10a	Minimum number of +securities required for Plan participation	
4C.10b	Minimum amount for Plan participation <i>Please provide the amount in the primary currency.</i>	
4C.11	Is there a maximum dollar amount or number of +securities required for Plan participation? <i>If “yes”, please answer Q4C.11a - 4C.11d, if “no” go to 4C.12.</i>	Y / N

4C.11a	Maximum number of +securities required for Plan participation	
4C.11b	Maximum amount for Plan participation <i>Please provide the amount in the primary currency.</i>	
4C.11c	Maximum amount/or number for Plan participation will be applied at beneficial level <i>For example if a trustee holds for more than one beneficial owner can the trustee apply for each beneficial owner to have the maximum applied to their beneficial entitlement instead of the maximum being applied to the registered holding of the trustee?</i>	Y / N
4C.11d	Instructions regarding application of limits at beneficial level <i>Please provide instructions for trustees to notify beneficial holdings for the purpose of applying Plan limits.</i>	
4C.12	Are there any other conditions applying to Plan participation? <i>If "yes", please answer Q4C.12a, if "no" go to 4C.13.</i>	Y / N
4C.12a	Conditions for Plan participation <i>Please describe any other conditions for participation in the Plan for example residence in a certain country.</i>	
4C.13	Link to a copy of the Plan rules <i>Please provide a url link to the Plan rules.</i>	
4C.14	Further information about the Plan	

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Part 5 – Further Information

Question No.	Question	Answer
5.1	Please provide any further information applicable to this dividend/distribution	The Pro Rata Dividend is a payment in respect of Reinvestment CPS2 (as defined in the replacement prospectus dated 31 October 2017).

Introduced 22/09/14