

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	Peter Algernon Franc Hay
Date of last notice	31 October 2012

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 - 295 Indirect - 18,459								
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"> • Mr John Blanch & Mr John Emerson & Mr Peter Hay as co-trustees for a deceased estate in which Mr Hay has no beneficial interest • Auxesis Investments Pty Ltd <Auxesis Super Fund A/C> • ANZEST Pty Ltd - Directors' Share Plan 	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Ordinary Shares</td> <td style="text-align: right;">4,255</td> </tr> <tr> <td>Ordinary Shares</td> <td style="text-align: right;">10,995</td> </tr> <tr> <td>Ordinary Shares</td> <td style="text-align: right;"><u>3,209</u></td> </tr> <tr> <td>Total</td> <td style="text-align: right;">18,459</td> </tr> </table>	Ordinary Shares	4,255	Ordinary Shares	10,995	Ordinary Shares	<u>3,209</u>	Total	18,459
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Ordinary Shares	<u>3,209</u>								
Total	18,459								
Date of change	19 December 2012								
No. of securities held prior to change	18,754								
Class	Ordinary Shares								

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Number acquired (direct)	Ordinary Shares	9
Number acquired (indirect)	Ordinary Shares	368
<ul style="list-style-type: none"> Auxesis Investments Pty Ltd <Auxesis Super Fund A/C> ANZEST Pty Ltd - Directors' Share Plan 	Ordinary Shares	107
Number disposed	N/A	
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	484 Ordinary Shares issued pursuant to the ANZ Dividend Reinvestment Plan ("DRP") at an issue price of \$23.64 per Share	
No. of securities held after change		
Direct – Increased (by 9)		304
Indirect - Increased (by 475)		18,934
Total of interest		<u>19,238</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 issued pursuant to DRP	

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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John Priestley
Company Secretary
Australia and New Zealand Banking Group Limited
19 December 2012

+ See chapter 19 for defined terms.