Rule 3.19A.2

# 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	Dr Gregory John Clark
Date of last notice	03 June 2010

#### 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		D	irect - 0
		Indirect -	- 15,479
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.			
P & G Clark Super Pty Ltd <p &="" clark<br="" g="">Super Fund A/C&gt;</p>	Ordinary Shares	10,000	
ANZEST Pty Ltd - Directors' Share Plan	Ordinary Shares	<u>5,479</u>	
	Total	<u>15,479</u>	
Date of change	27 December 2012		
No. of securities held prior to change			15,479
Class	Ordinary Shares		

<sup>+</sup> See chapter 19 for defined terms.

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Number acquired (indirect)  • P & G Clark Super Pty Ltd <p &="" a="" c="" clark="" fund="" g="" super=""></p>	Ordinary Shares 2,000	
Number disposed	N/A	
Value/Consideration  Note: If consideration is non-cash, provide details and estimated valuation	2,000 Ordinary Shares acquired at \$24.90 per Ordinary Share	
No. of securities held after change		
Direct – Unchanged	0	
Indirect – Increased (by 2,000)	17,479	
Total of interest	<u>17,479</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	On market trade	

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

### Part 3 – +Closed period

Were the interests in the securities or contracts detailed	No
above traded during a +closed period where prior written	
clearance was required?	
If so, was prior written clearance provided to allow the trade	N/A
to proceed during this period?	
If prior written clearance was provided, on what date was this	N/A
provided?	

John Priestley Company Secretary Australia and New Zealand Banking Group Limited 02 January 2013

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<sup>+</sup> See chapter 19 for defined terms.