

## Appendix 3Y

### Change of Director's Interest Notice

|                       |   |
|-----------------------|---|
| <b>Name of entity</b> | Australia and New Zealand Banking Group Limited |
| <b>ABN</b>            | 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.

|                            |                       |
|----------------------------|-----------------------|
| <b>Name of Director</b>    | Dr Gregory John Clark |
| <b>Date of last Notice</b> | 24 December 2009      |

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

|  |   |                 |       |                 |              |              |                      |
|--|---|-----------------|-------|-----------------|--------------|--------------|----------------------|
| <b>Direct</b>  | 0   |                 |       |                 |              |              |                      |
| <b>Indirect interest</b>   | 13,520  |                 |       |                 |              |              |                      |
| <b>Nature of indirect interest</b>   |   |                 |       |                 |              |              |                      |
| <ul style="list-style-type: none"> <li>• P &amp; G Clark Super Pty Ltd &lt;P &amp; G Clark Super Fund A/C&gt;</li> <li>• ANZEST Pty Ltd - Directors' Share Plan</li> </ul> | <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">Ordinary Shares</td> <td style="width: 50%; text-align: right;">8,041</td> </tr> <tr> <td>Ordinary Shares</td> <td style="text-align: right;"><u>5,479</u></td> </tr> <tr> <td><b>Total</b></td> <td style="text-align: right;"><u><b>13,520</b></u></td> </tr> </table> | Ordinary Shares | 8,041 | Ordinary Shares | <u>5,479</u> | <b>Total</b> | <u><b>13,520</b></u> |
| Ordinary Shares  | 8,041   |                 |       |                 |              |              |                      |
| Ordinary Shares  | <u>5,479</u>  |                 |       |                 |              |              |                      |
| <b>Total</b>   | <u><b>13,520</b></u>  |                 |       |                 |              |              |                      |
| <b>Date of change</b>  | 2 June 2010   |                 |       |                 |              |              |                      |
| <b>No of securities held prior to change</b>   | <b>13,520</b>   |                 |       |                 |              |              |                      |
| <b>Class</b>   | Ordinary Shares   |                 |       |                 |              |              |                      |
| <b>Number acquired (Indirect)</b>  |   |                 |       |                 |              |              |                      |
| <ul style="list-style-type: none"> <li>• P &amp; G Clark Super Pty Ltd &lt;P &amp; G Clark Super Fund A/C&gt;</li> </ul>   | Ordinary Shares      1,959  |                 |       |                 |              |              |                      |
| <b>Number disposed of</b>  | Nil   |                 |       |                 |              |              |                      |
| <b>Nature of changes</b>   | On market trades  |                 |       |                 |              |              |                      |
| <b>Value/Consideration</b>   | 1,939 Ordinary Shares acquired at \$22.09 per Ordinary Share and 20 Ordinary Shares acquired at \$21.11 per Ordinary Share  |                 |       |                 |              |              |                      |
| <b>Number of securities held after change</b>  |   |                 |       |                 |              |              |                      |
| Direct – Unchanged   | 0   |                 |       |                 |              |              |                      |
| Indirect – Increased (by 1,959)  | 15,479  |                 |       |                 |              |              |                      |
| <b>Total of interest</b>   | <u><b>15,479</b></u>  |                 |       |                 |              |              |                      |

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

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 John Priestley  
 Company Secretary  
 Australia and New Zealand Banking Group Limited  
 3 June 2010