



# *Notice of Annual General Meeting*

Notice of Meeting and  
Information for Shareholders

Notice is given that the thirty second  
Annual General Meeting of  
Australia and New Zealand Banking Group Limited  
will be held at the Melbourne Concert Hall,  
100 St Kilda Road, Melbourne on  
Friday, 15 December 2000 at 10:00 am.

# Notice of Meeting

## Ordinary Business

### 1. Annual Reports

To consider the Annual Report, Financial Statements and the Reports of the Directors and of the Auditor for the year ended 30 September 2000.

### 2. Re-election of Directors

To re-elect two Directors.

In accordance with the Company's Constitution, the following Directors retire by rotation, and being eligible, offer themselves for re-election.

- **Mr C B Goode;** and
- **Mr J C Dahlsen.**

### Section 1109N Determination

For the purposes of the Corporations Law, the Company has determined that all securities of the Company that are quoted securities at 10 pm Australian Eastern Standard Time on 13 December 2000 will be taken, for the purposes of the Meeting, to be held by the persons who held them at that time.

## Voting by Proxy

- A member who is entitled to attend and cast a vote at the Meeting may appoint a proxy.
- A proxy need not be a member.
- A member who is entitled to cast 2 or more votes may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise.
- The following address and facsimile number are specified for the purposes of receipt of proxy appointments:

Address: ANZ Share Registry,  
Level 12,  
565 Bourke Street,  
Melbourne Vic 3000  
Australia

Facsimile: (61 3) 9473 2456

- To be effective, the instrument by which a proxy is appointed must be received by the Company at least 48 hours before the meeting.
- If a proxy form is signed by a member's attorney, a certified copy of the Power of Attorney must be provided to the Company at least 48 hours before the meeting.
- Members may submit their proxy instructions electronically with the ANZ Share Registry by visiting [www.anz.com](http://www.anz.com) and following the prompts and instructions.
- Members may submit their proxy instructions by telephone by following the instructions on the reverse side of the proxy form.
- For more information concerning the appointment of proxies and the addresses to which proxy forms may be sent, please refer to the reverse side of the proxy form.

By Order of the Board: **Jane L Slatter**  
Secretary  
Melbourne  
13 November 2000

## Explanatory Notes

### Item 2 – Candidates for re-election as directors



#### Mr C B Goode

B Com (Hons)(Melb), MBA (Columbia), Hon LLD (Melb)

Chairman

Company Director.

Director since July 1991. Appointed Chairman August 1995.

Chairman of Woodside Petroleum Ltd.

Director of CSR Limited, Singapore Airlines Limited, Air New Zealand Limited and other companies.

Lives in Melbourne. Age 62.



#### Mr J C Dahlsen

LLB, MBA (Melb)

Solicitor and Company Director.

Director since May 1985. Former Consultant and Partner of the legal firm Corrs Chambers Westgarth.

Chairman of Woolworths Ltd.

Director of Southern Cross Broadcasting (Australia) Ltd, Mining Project Investors Pty Ltd, The Smith Family and J.C. Dahlsen Pty Ltd Group.

Former Chairman of The Herald and Weekly Times Ltd, Melbourne Business School Ltd and Deputy Chairman Myer Emporium Ltd.

Lives in Melbourne. Age 65.

