



National Australia Bank Limited
ABN 12 004 044 937

How to lodge your proxy form:



Online:
www.investorvote.com.au



By Mail:
National Australia Bank Limited
Reply Paid 2333
Melbourne Victoria 3001
Australia



By hand delivery:
Computershare Investor Services Pty Limited
452 Johnston Street
Abbotsford Victoria 3067



By fax:
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For all enquiries call:

(within Australia) 1300 367 647
(outside Australia) +61 3 9415 4299

Proxy Form

Your secure online access information:

Control Number: and SRN/HIN:



**To be effective your proxy form
must be received by 9.30am
(AEDT) on 17 December 2018**



Online

- Go to www.investorvote.com.au
- Follow the instructions on the secure website to lodge your proxy form



Mobile

- Scan the QR code on the right with your mobile device
- Follow the instructions on the secure website to lodge your proxy form



For Intermediary Online subscribers only (custodians) www.intermediaryonline.com

How to Direct Your Proxy to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appoint a proxy to vote all of your securities: You can direct your proxy how to vote on an Item of Business by marking one of the boxes opposite that Item of Business. If you do not mark a box for an item, your proxy may vote as they choose on that item. If you mark more than one box for an item your vote will be invalid on that item.

Appoint a proxy to vote a portion of your securities: Insert the number or percentage of your securities you wish to have voted on an Item of Business in the For, Against or Abstain box or boxes. The sum of the votes cast on an Item of Business must not exceed the number of securities you hold or 100%.

Appointing two proxies: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage or number of your securities each proxy can vote, otherwise each proxy may vote half of your securities. When appointing a second proxy write both names and the percentage or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of NAB.

How to sign this form

Individual: Where the holding is in your name only, you must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders must sign.

Power of Attorney: If you are signing this proxy form under Power of Attorney and have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a sole director who is also the sole company secretary, this form must be signed by that person. If the company does not have a company secretary, a sole director can also sign alone. Otherwise this form must be signed by a director together with either another director or a company secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting, you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

GO ONLINE TO LODGE YOUR PROXY FORM OR COMPLETE THE REVERSE SIDE OF THIS FORM


Proxy Form

Please mark  to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of National Australia Bank Limited (NAB) hereby appoint

☐ the Chairman of the Meeting OR

 **PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).


or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of NAB to be held at **9.30am (AEDT) on Wednesday, 19 December 2018 in Melbourne Room 2, Melbourne Convention & Exhibition Centre, 1 Convention Centre Place, South Wharf, Victoria Australia** and at any adjournment or postponement of that Meeting.

Important Note: If you appoint the Chairman of the Meeting as your proxy (or the Chairman becomes your proxy by default) and you do not provide directions on how to vote on Items 2 and 3, you expressly authorise the Chairman to exercise your proxy on Items 2 and 3, even though they are connected directly or indirectly with the remuneration of NAB's key management personnel.

If the Chairman of the Meeting is (or becomes) your proxy, you can direct the Chairman to vote for or against or abstain from voting on any of the Items of Business by marking the appropriate box in step 2 below.

Please refer to the Notice of Meeting for information on voting entitlements and restrictions.

STEP 2 Items of Business

 **PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority.

The Chairman of the Meeting intends to vote undirected proxies in favour of each Item of Business.

		For	Against	Abstain
Item 2.	Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3.	Variable Reward Deferred Shares – Group Chief Executive Officer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4.	Re-election of Director – Ms Anne Loveridge	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5.	Selective capital reduction of Convertible Preference Shares (CPS)			
	Item 5 (a) Selective capital reduction under the CPS Terms	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Item 5 (b) Selective capital reduction outside the CPS Terms	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole director and sole company secretary

Securityholder 2

Director

Securityholder 3

Director/company secretary

Name _____ Telephone _____ Date ____/____/____

N A B

2 3 7 5 0 6 A

 **Computershare** +

237506_02451H



National Australia Bank Limited
ABN 12 004 044 937

How to lodge your proxy form:



Online:
www.investorvote.com.au



By Mail:
National Australia Bank Limited
Reply Paid 2333
Melbourne Victoria 3001
Australia



By hand delivery:
Computershare Investor Services Pty Limited
452 Johnston Street
Abbotsford Victoria 3067



By fax:
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For all enquiries call:

(within Australia) 1300 367 647
(outside Australia) +61 3 9415 4299

Proxy Form

Your secure online access information:

Control Number: and SRN/HIN:



**To be effective your proxy form
must be received by 9.30am
(AEDT) on 17 December 2018**



Online

- Go to www.investorvote.com.au
- Follow the instructions on the secure website to lodge your proxy form



Mobile

- Scan the QR code on the right with your mobile device
- Follow the instructions on the secure website to lodge your proxy form



For Intermediary Online subscribers only (custodians) www.intermediaryonline.com

How to Direct Your Proxy to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appoint a proxy to vote all of your securities: You can direct your proxy how to vote on an Item of Business by marking one of the boxes opposite that Item of Business. If you do not mark a box for an item, your proxy may vote as they choose on that item. If you mark more than one box for an item your vote will be invalid on that item.

Appoint a proxy to vote a portion of your securities: Insert the number or percentage of your securities you wish to have voted on an Item of Business in the For, Against or Abstain box or boxes. The sum of the votes cast on an Item of Business must not exceed the number of securities you hold or 100%.

Appointing two proxies: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage or number of your securities each proxy can vote, otherwise each proxy may vote half of your securities. When appointing a second proxy write both names and the percentage or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of NAB.

How to sign this form

Individual: Where the holding is in your name only, you must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders must sign.

Power of Attorney: If you are signing this proxy form under Power of Attorney and have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a sole director who is also the sole company secretary, this form must be signed by that person. If the company does not have a company secretary, a sole director can also sign alone. Otherwise this form must be signed by a director together with either another director or a company secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting, you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

GO ONLINE TO LODGE YOUR PROXY FORM OR COMPLETE THE REVERSE SIDE OF THIS FORM

Proxy Form

Please mark ☒ to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of National Australia Bank Limited (NAB) hereby appoint

☐ the Chairman of the Meeting OR



PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of NAB to be held at **9.30am (AEDT) on Wednesday, 19 December 2018 in Melbourne Room 2, Melbourne Convention & Exhibition Centre, 1 Convention Centre Place, South Wharf, Victoria Australia** and at any adjournment or postponement of that Meeting.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy, you can direct the Chairman to vote against or abstain from voting on the Item of Business by marking the appropriate box in step 2 below.

Please refer to the Notice of Meeting for information on voting entitlements and restrictions.

STEP 2 Item of Business



PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority.

Item 5.	Selective capital reduction of Convertible Preference Shares (CPS)	Against	Abstain
Item 5 (b)	Selective capital reduction outside the CPS Terms	<input type="checkbox"/>	<input type="checkbox"/>

SIGN

Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole director and sole company secretary

Securityholder 2

Director

Securityholder 3

Director/company secretary

Name _____ Telephone _____ Date ____/____/____



National Australia Bank Limited
ABN 12 004 044 937

How to lodge your proxy form:



Online:
www.investorvote.com.au



By Mail:
National Australia Bank Limited
Reply Paid 2333
Melbourne Victoria 3001
Australia



By hand delivery:
Computershare Investor Services Pty Limited
452 Johnston Street
Abbotsford Victoria 3067



By fax:
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For all enquiries call:

(within Australia) 1300 367 647
(outside Australia) +61 3 9415 4299

Proxy Form

Your secure online access information:

Control Number: and SRN/HIN:



**To be effective your proxy form
must be received by 9.30am
(AEDT) on 17 December 2018**



Online

- Go to www.investorvote.com.au
- Follow the instructions on the secure website to lodge your proxy form



Mobile

- Scan the QR code on the right with your mobile device
- Follow the instructions on the secure website to lodge your proxy form



For Intermediary Online subscribers only (custodians) www.intermediaryonline.com

How to Direct Your Proxy to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appoint a proxy to vote all of your securities: You can direct your proxy how to vote on an Item of Business by marking one of the boxes opposite that Item of Business. If you do not mark a box for an item, your proxy may vote as they choose on that item. If you mark more than one box for an item your vote will be invalid on that item.

Appoint a proxy to vote a portion of your securities: Insert the number or percentage of your securities you wish to have voted on an Item of Business in the For, Against or Abstain box or boxes. The sum of the votes cast on an Item of Business must not exceed the number of securities you hold or 100%.

Appointing two proxies: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage or number of your securities each proxy can vote, otherwise each proxy may vote half of your securities. When appointing a second proxy write both names and the percentage or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of NAB.

How to sign this form

Individual: Where the holding is in your name only, you must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders must sign.

Power of Attorney: If you are signing this proxy form under Power of Attorney and have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a sole director who is also the sole company secretary, this form must be signed by that person. If the company does not have a company secretary, a sole director can also sign alone. Otherwise this form must be signed by a director together with either another director or a company secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting, you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

GO ONLINE TO LODGE YOUR PROXY FORM OR COMPLETE THE REVERSE SIDE OF THIS FORM


Proxy Form

Please mark ☒ to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of National Australia Bank Limited (NAB) hereby appoint

☐ the Chairman of the Meeting OR

 **PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).


or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of NAB to be held at **9.30am (AEDT) on Wednesday, 19 December 2018 in Melbourne Room 2, Melbourne Convention & Exhibition Centre, 1 Convention Centre Place, South Wharf, Victoria Australia** and at any adjournment or postponement of that Meeting.

Important Note: If you appoint the Chairman of the Meeting as your proxy (or the Chairman becomes your proxy by default) and you do not provide directions on how to vote on Items 2 and 3, you expressly authorise the Chairman to exercise your proxy on Items 2 and 3, even though they are connected directly or indirectly with the remuneration of NAB's key management personnel.

If the Chairman of the Meeting is (or becomes) your proxy, you can direct the Chairman to vote for or against or abstain from voting on any of the Items of Business by marking the appropriate box in step 2 below.

Please refer to the Notice of Meeting for information on voting entitlements and restrictions.

STEP 2 Items of Business

 **PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority.

The Chairman of the Meeting intends to vote undirected proxies in favour of each Item of Business.

		For	Against	Abstain
Item 2.	Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3.	Variable Reward Deferred Shares – Group Chief Executive Officer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4.	Re-election of Director – Ms Anne Loveridge	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5.	Selective capital reduction of Convertible Preference Shares (CPS)		Against	Abstain
	Item 5 (a) Selective capital reduction under the CPS Terms		<input type="checkbox"/>	<input type="checkbox"/>
	Item 5 (b) Selective capital reduction outside the CPS Terms		<input type="checkbox"/>	<input type="checkbox"/>

SIGN

Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole director and sole company secretary

Securityholder 2

Director

Securityholder 3

Director/company secretary

Name _____ Telephone _____ Date ____/____/____

N A B

2 3 7 5 0 6 E

 **Computershare** +

237506_02466HJ



National Australia Bank Limited
ABN 12 004 044 937

How to lodge your proxy form:



Online:
www.investorvote.com.au



By Mail:
National Australia Bank Limited
Reply Paid 2333
Melbourne Victoria 3001
Australia



By hand delivery:
Computershare Investor Services Pty Limited
452 Johnston Street
Abbotsford Victoria 3067



By fax:
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For all enquiries call:

(within Australia) 1300 367 647
(outside Australia) +61 3 9415 4299

Proxy Form

Your secure online access information:

Control Number: and SRN/HIN:



**To be effective your proxy form
must be received by 9.30am
(AEDT) on 17 December 2018**



Online

- Go to www.investorvote.com.au
- Follow the instructions on the secure website to lodge your proxy form



Mobile

- Scan the QR code on the right with your mobile device
- Follow the instructions on the secure website to lodge your proxy form



For Intermediary Online subscribers only (custodians) www.intermediaryonline.com

How to Direct Your Proxy to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appoint a proxy to vote all of your securities: You can direct your proxy how to vote on an Item of Business by marking one of the boxes opposite that Item of Business. If you do not mark a box for an item, your proxy may vote as they choose on that item. If you mark more than one box for an item your vote will be invalid on that item.

Appoint a proxy to vote a portion of your securities: Insert the number or percentage of your securities you wish to have voted on an Item of Business in the For, Against or Abstain box or boxes. The sum of the votes cast on an Item of Business must not exceed the number of securities you hold or 100%.

Appointing two proxies: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage or number of your securities each proxy can vote, otherwise each proxy may vote half of your securities. When appointing a second proxy write both names and the percentage or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of NAB.

How to sign this form

Individual: Where the holding is in your name only, you must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders must sign.

Power of Attorney: If you are signing this proxy form under Power of Attorney and have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a sole director who is also the sole company secretary, this form must be signed by that person. If the company does not have a company secretary, a sole director can also sign alone. Otherwise this form must be signed by a director together with either another director or a company secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting, you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

GO ONLINE TO LODGE YOUR PROXY FORM OR COMPLETE THE REVERSE SIDE OF THIS FORM


Proxy Form

Please mark ☒ to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of National Australia Bank Limited (NAB) hereby appoint

☐ the Chairman of the Meeting OR


 **PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of NAB to be held at **9.30am (AEDT) on Wednesday, 19 December 2018 in Melbourne Room 2, Melbourne Convention & Exhibition Centre, 1 Convention Centre Place, South Wharf, Victoria Australia** and at any adjournment or postponement of that Meeting.

Important Note: If the Chairman of the Meeting is (or becomes) your proxy, you can direct the Chairman to vote for or against or abstain from voting on any of the Items of Business by marking the appropriate box in step 2 below.

Please refer to the Notice of Meeting for information on voting entitlements and restrictions.

STEP 2 Items of Business

 **PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority.

The Chairman of the Meeting intends to vote undirected proxies in favour of each Item of Business.

Item 5. Selective capital reduction of Convertible Preference Shares (CPS)		For	Against	Abstain
Item 5 (a)	Selective capital reduction under the CPS Terms	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5 (b)	Selective capital reduction outside the CPS Terms	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole director and sole company secretary

Securityholder 2

Director

Securityholder 3

Director/company secretary

Name _____ Telephone _____ Date ____/____/____

N A B

2 3 7 5 0 6 G

 **Computershare** +

237506_0246AH



National Australia Bank Limited
ABN 12 004 044 937

How to lodge your proxy form:



Online:
www.investorvote.com.au



By Mail:
National Australia Bank Limited
Reply Paid 2333
Melbourne Victoria 3001
Australia



By hand delivery:
Computershare Investor Services Pty Limited
452 Johnston Street
Abbotsford Victoria 3067



By fax:
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For all enquiries call:

(within Australia) 1300 367 647
(outside Australia) +61 3 9415 4299

Proxy Form

Your secure online access information:

Control Number: and SRN/HIN:



**To be effective your proxy form
must be received by 9.30am
(AEDT) on 17 December 2018**



Online

- Go to www.investorvote.com.au
- Follow the instructions on the secure website to lodge your proxy form



Mobile

- Scan the QR code on the right with your mobile device
- Follow the instructions on the secure website to lodge your proxy form



For Intermediary Online subscribers only (custodians) www.intermediaryonline.com

How to Direct Your Proxy to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appoint a proxy to vote all of your securities: You can direct your proxy how to vote on an Item of Business by marking one of the boxes opposite that Item of Business. If you do not mark a box for an item, your proxy may vote as they choose on that item. If you mark more than one box for an item your vote will be invalid on that item.

Appoint a proxy to vote a portion of your securities: Insert the number or percentage of your securities you wish to have voted on an Item of Business in the For, Against or Abstain box or boxes. The sum of the votes cast on an Item of Business must not exceed the number of securities you hold or 100%.

Appointing two proxies: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage or number of your securities each proxy can vote, otherwise each proxy may vote half of your securities. When appointing a second proxy write both names and the percentage or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of NAB.

How to sign this form

Individual: Where the holding is in your name only, you must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders must sign.

Power of Attorney: If you are signing this proxy form under Power of Attorney and have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a sole director who is also the sole company secretary, this form must be signed by that person. If the company does not have a company secretary, a sole director can also sign alone. Otherwise this form must be signed by a director together with either another director or a company secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting, you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.investorcentre.com under the help tab, "Printable Forms".

GO ONLINE TO LODGE YOUR PROXY FORM OR COMPLETE THE REVERSE SIDE OF THIS FORM


Proxy Form

Please mark ☒ to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of National Australia Bank Limited (NAB) hereby appoint

☐ the Chairman of the Meeting OR

 **PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).


or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit) at the Annual General Meeting of NAB to be held at **9.30am (AEDT) on Wednesday, 19 December 2018 in Melbourne Room 2, Melbourne Convention & Exhibition Centre, 1 Convention Centre Place, South Wharf, Victoria Australia** and at any adjournment or postponement of that Meeting.

Important Note: If you appoint the Chairman of the Meeting as your proxy (or the Chairman becomes your proxy by default) and you do not provide directions on how to vote on Items 2 and 3, you expressly authorise the Chairman to exercise your proxy on Items 2 and 3, even though they are connected directly or indirectly with the remuneration of NAB's key management personnel.

If the Chairman of the Meeting is (or becomes) your proxy, you can direct the Chairman to vote for or against or abstain from voting on any of the Items of Business by marking the appropriate box in step 2 below.

Please refer to the Notice of Meeting for information on voting entitlements and restrictions.

STEP 2 Items of Business

 **PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority.

The Chairman of the Meeting intends to vote undirected proxies in favour of each Item of Business.

		For	Against	Abstain
Item 2.	Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3.	Variable Reward Deferred Shares – Group Chief Executive Officer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4.	Re-election of Director – Ms Anne Loveridge	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5.	Selective capital reduction of Convertible Preference Shares (CPS)			
	Item 5 (a) Selective capital reduction under the CPS Terms	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Item 5 (b) Selective capital reduction outside the CPS Terms	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole director and sole company secretary

Securityholder 2

Director

Securityholder 3

Director/company secretary

Name _____ Telephone _____ Date ____/____/____

N A B

2 3 7 5 0 6 F

 **Computershare** +

237506_0246BHJ