



Thursday, 10 October 2019

ASX Announcement

Shareholder resolutions for consideration at the 2019 AGM

As required by ASX Listing Rule 3.17A, National Australia Bank today advises that it has received the two resolutions shown below under section 249N of the *Corporations Act 2001* (Cth) for consideration at our Annual General Meeting (AGM) to be held on 18 December 2019.

National Australia Bank expects to circulate its 2019 Notice of AGM on 15 November 2019, which will contain the proposed resolutions, together with accompanying statements provided by the requisitioning shareholders, and the Board's recommendations in relation to these resolutions.

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Resolutions promoted by Market Forces and requisitioned by a group of shareholders

Resolution 1 – Amendment to the Constitution

Insert into the Constitution in clause 8 'General meetings' the following new sub-clause 8.3A 'Advisory resolutions': "The Company in general meetings may by ordinary resolution express an opinion or request information about the way in which a power of the Company partially or exclusively vested in the Directors has been or should be exercised. Such a resolution must relate to a material risk identified by the Directors or the Company and cannot advocate action that would violate any law or relate to any personal claim or grievance. Such a resolution is advisory only and does not bind the Directors or the Company."

Resolution 2 – Transition Planning Disclosure

Shareholders request the company disclose in annual reporting from 2020 strategies and targets to reduce exposure to fossil fuel (oil, gas, coal) assets in line with the climate goals of the Paris Agreement, including the elimination of exposure to thermal coal in OECD countries by no later than 2030.