

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 30/9/2001.

Name of entity:	BENDIGO AND ADELAIDE BANK LIMITED
ABN:	11 068 049 178

We (the entity) 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	Michael John HIRST
Date of last notice	4 April 2014

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	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	
Date of change	16 June 2014
No. of securities held prior to change	26,531 Ordinary Shares 50,000 Ordinary Shares (Employee Share Plan) 607,452 Ordinary Shares (Performance Share Plan) 5,651 Ordinary Shares (Deferred Share Plan) 218,396 Rights to Performance Shares
Class	(a) Ordinary Shares (b) Ordinary Shares (Performance Share Plan)
Number acquired	(a) 692 Ordinary Shares
Number disposed	Nil.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(a) \$10.85
No. of securities held after change	27,223 Ordinary Shares 50,000 Ordinary Shares (Employee Share Plan) 607,452 Ordinary Shares (Performance Share Plan) 5,651 Ordinary Shares (Deferred Share Plan) 218,396 Rights to Performance Shares

+ See chapter 19 for defined terms.

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Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue of securities in accordance with the terms and conditions of the Share Purchase Plan mailed to shareholders on 16 May 2014.
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – Closed period

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

+ See chapter 19 for defined terms.