



National Australia Bank Limited  
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Docklands Victoria 3008  
AUSTRALIA  
[www.nabgroup.com](http://www.nabgroup.com)

18 December 2014

Company Announcements Office  
Australian Securities Exchange Limited  
Level 4, Stock Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam

### **National Australia Bank Limited – 2014 Annual General Meeting**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary.

#### **Motion 2 – Re-election and Election of Directors**

##### **(2a) Re-election of Dr Ken Henry**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

Votes where the proxy was directed to vote 'for' the motion	1,034,801,515
Votes where the proxy was directed to vote 'against' the motion	8,342,840
Votes where the proxy could exercise discretion to vote on the motion	29,546,076
Votes where the proxy was directed to abstain from voting on the motion	43,379,720

The motion was carried as an ordinary resolution on a poll. The results are:

The number of votes cast 'for' the motion	1,065,325,774
The number of votes cast 'against' the motion	8,383,863
The number of votes which abstained from voting	43,382,048

##### **(2b) Election of Mr David Armstrong**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

Votes where the proxy was directed to vote 'for' the motion	1,035,995,071
Votes where the proxy was directed to vote 'against' the motion	6,609,041
Votes where the proxy could exercise discretion to vote on the motion	29,664,661
Votes where the proxy was directed to abstain from voting on the motion	43,799,612

The motion was carried as an ordinary resolution on a poll. The results are:

The number of votes cast 'for' the motion	1,066,628,135
The number of votes cast 'against' the motion	6,654,839
The number of votes which abstained from voting	43,806,945

## **(2c) Election of Mr Peeyush Gupta**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

Votes where the proxy was directed to vote 'for' the motion	1,036,321,369
Votes where the proxy was directed to vote 'against' the motion	6,168,112
Votes where the proxy could exercise discretion to vote on the motion	29,644,993
Votes where the proxy was directed to abstain from voting on the motion	43,935,677

The motion was carried as an ordinary resolution on a poll. The results are:

The number of votes cast 'for' the motion	1,066,938,329
The number of votes cast 'against' the motion	6,217,655
The number of votes which abstained from voting	43,935,701

## **(2d) Election of Ms Geraldine McBride**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

Votes where the proxy was directed to vote 'for' the motion	1,019,257,132
Votes where the proxy was directed to vote 'against' the motion	8,444,195
Votes where the proxy could exercise discretion to vote on the motion	29,781,001
Votes where the proxy was directed to abstain from voting on the motion	58,565,434

The motion was not carried as an ordinary resolution on a poll. The results are:

The number of votes cast 'for' the motion	1,050,000,070
The number of votes cast 'against' the motion	8,497,460
The number of votes which abstained from voting	58,566,521

## **Motion 3 – Remuneration Report**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

Votes where the proxy was directed to vote 'for' the motion	946,414,725
Votes where the proxy was directed to vote 'against' the motion	90,766,796
Votes where the proxy could exercise discretion to vote on the motion	29,384,993
Votes where the proxy was directed to abstain from voting on the motion	49,479,741

The motion was carried as an advisory ordinary resolution on a poll. The results are:

The number of votes cast 'for' the motion	976,297,907
The number of votes cast 'against' the motion	90,972,898
The number of votes which abstained from voting	49,492,103

#### **Motion 4 – Performance Rights – Group Chief Executive Officer and Managing Director**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

Votes where the proxy was directed to vote 'for' the motion	932,169,255
Votes where the proxy was directed to vote 'against' the motion	108,615,953
Votes where the proxy could exercise discretion to vote on the motion	28,774,528
Votes where the proxy was directed to abstain from voting on the motion	46,487,086

The motion was carried as an ordinary resolution on a poll. The results are:

The number of votes cast 'for' the motion	961,583,649
The number of votes cast 'against' the motion	108,690,689
The number of votes which abstained from voting	46,556,100

Yours sincerely

A handwritten signature in blue ink, appearing to read 'Louise Thomson', with a stylized flourish at the end.

Louise Thomson  
Company Secretary