

ASX ANNOUNCEMENT*Monday, 23 March 2015***NATIONAL AUSTRALIA BANK CLOSES THE NAB CAPITAL NOTES OFFER**

NAB today announced that the offer of NAB Capital Notes had been successfully completed and that NAB will today issue 13,428,444 NAB Capital Notes at \$100 each raising approximately \$1.34 billion.

Allocation Policy

All valid applications under the Securityholder Offer have been accepted in full. Applicants under the Securityholder Offer can obtain information about their allocation of NAB Capital Notes by calling the NAB Information Line on 1300 367 647, between 8.00am and 7.30pm (AEDT) Monday to Friday until 30 March 2015.

Allocations to Syndicate Brokers under the Broker Firm Offer were determined pursuant to the Bookbuild which completed on 24 February 2015, with a scale back applied. Applicants under the Broker Firm Offer should confirm their allocation of NAB Capital Notes with their Syndicate Broker. Successful Institutional Investors were allocated NAB Capital Notes under the Broker Firm Offer.

Applications for which sufficient funds were not received have not received an allocation.

Deferred settlement trading on the Australian Securities Exchange (ASX)

NAB Capital Notes are expected to commence trading on the ASX on a deferred settlement basis today at approximately 12pm (AEDT), under the code 'NABPC'.

All Applicants are responsible for confirming the number of NAB Capital Notes allocated to them prior to selling any NAB Capital Notes. Applicants who sell NAB Capital Notes before receiving their Holding Statement or CHESS confirmation do so at their own risk.

Trading of NAB Capital Notes on a normal T+3 settlement basis is expected to commence on Friday, 27 March 2015.

Holding Statements and refunds

Holding Statements which set out the number of NAB Capital Notes issued to each successful Applicant are expected to be despatched by Thursday, 26 March 2015. Any refunds are also expected to be despatched by this date.

Issue Date VWAP

For the purposes of the Conversion calculations, as outlined in the NAB Capital Notes Prospectus, the Issue Date VWAP is \$38.03.

Newspaper notices

NAB has today published an advertisement in The Australian Financial Review and The Australian regarding the close and the basis of allocation of the Securityholder Offer for NAB Capital Notes. A copy of this advertisement is attached to this announcement.

Top 20 holders

An indicative statement of the 20 largest holders of NAB Capital Notes and a distribution schedule for the NAB Capital Notes are attached to this announcement.

For information about your allocation of NAB Capital Notes or about the Offer

Applicants under the Securityholder Offer may call the NAB Information Line on 1300 367 647 (within Australia) or on +61 3 9415 4299 (International) between 8:00am and 7:30pm (AEDT) Monday to Friday until 30 March 2015 to confirm their allocation of NAB Capital Notes.

For further information:

Media

Meaghan Telford

M: +61 (0) 457 551 211

Bill Kyriakopoulos

M: +61 (0) 429 270 523

Capitalised terms which are undefined in this ASX announcement have the meaning given to them in the NAB Capital Notes Prospectus dated 25 February 2015.

The information provided in this ASX announcement is not investment advice and has been prepared without taking into account individual investment objectives, financial situation or particular needs (including financial and taxation issues). Investors should consider the NAB Capital Notes Prospectus and obtain advice from a financial adviser or other professional adviser in deciding whether to purchase NAB Capital Notes.

The statement does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer. In particular, the NAB Capital Notes have not been, and will not be, registered under the U.S. Securities Act of 1933 ("Securities Act"), or the securities laws of any state or other jurisdiction of the United States and may not be offered, sold or resold in the United States or to, or for the account or benefit of, any "U.S. Person" (as defined in Regulation S under the Securities Act) absent registration or an applicable exemption from the registration requirements.

Important notice to all applicants under the NAB Capital Notes offer

National Australia Bank Limited ABN 12 004 044 937 (NAB) is pleased to announce that the offer of NAB Capital Notes (Offer) has successfully closed, raising approximately \$1.34 billion. Through the Offer, 13,428,444 NAB Capital Notes have been issued at \$100 each.

NAB Capital Notes Allocation Policy

The NAB Capital Notes allocation policy is described below.

- All valid applications under the Securityholder Offer have been accepted in full
- A scale back was applied to Applicants under the Broker Firm Offer

Applications for which sufficient funds were not received have not received an allocation.

Applicants under the Securityholder Offer can obtain information about their allocation of NAB Capital Notes by calling the NAB Information Line on the numbers listed under the 'Further Information' section of this advertisement.

Applicants under the Broker Firm Offer should confirm their allocation of NAB Capital Notes with their Syndicate Broker. Successful Institutional Investors were allocated NAB Capital Notes under the Broker Firm Offer.

Deferred Settlement Trading

NAB Capital Notes are expected to commence trading on the Australian Securities Exchange (ASX) on a deferred settlement basis today at approximately 12pm (AEDT) under the code 'NABPC'. Trading of NAB Capital Notes on a normal settlement basis is expected to commence on Friday 27 March 2015.

All Applicants are responsible for confirming the number of NAB Capital Notes allocated to them prior to selling any NAB Capital Notes. Applicants who sell NAB Capital Notes before receiving their Holding Statement or CHESS confirmation do so at their own risk.

Holding Statements and Refund Cheques

Holding Statements which set out the number of NAB Capital Notes issued to each successful Applicant are expected to be despatched by Thursday 26 March 2015. Any refunds are also expected to be despatched by this date.

Further Information

Applicants under the Securityholder Offer may call the NAB Information Line on 1300 367 647 (within Australia) or on +61 3 9415 4299 (International) between 8:00am and 7:30pm (AEDT) Monday to Friday until 30 March 2015 to confirm their allocation of NAB Capital Notes.

For more information
please call **1300 367 647** or
visit **nab.com.au/ncnoffer**

Unless otherwise defined capitalised terms in this advertisement have the same meaning given to them in the Prospectus dated 25 February 2015. The information in this advertisement is not investment advice and has been prepared without taking into account your investment objectives, financial situation or particular needs (including financial and taxation issues). You should seek advice from your financial adviser or other professional adviser.

NAB Capital Notes are not deposit liabilities of NAB, are not protected accounts or any other accounts with NAB and are not insured or guaranteed by any government, government agency or compensation scheme of the Commonwealth of Australia or any other jurisdiction, by any member of the Group or by any other party.

NAB Capital Notes have not been, and will not be, registered under the US Securities Act of 1933, as amended ("Securities Act") or the securities laws of any state or other jurisdiction of the United States and may not be offered, sold or resold in the United States or to, or for the account or benefit of, any "US Person" (as defined in Regulation S under the Securities Act) except pursuant to an effective registration statement or an exemption from the registration requirements of the Securities Act. Neither the Prospectus nor any Application Form or other materials relating to the Offer may be distributed in the United States.

NATIONAL AUSTRALIA BANK LIMITED
CAPITAL NOTES As of 23 Mar 2015
Top Holders Snapshot - Ungrouped
Composition : PC

Rank	Name	Address	Units	% of Units
1.	UBS WEALTH MANAGEMENT AUSTRALIA NOMINEES PTY LTD		1,559,080	11.61
2.	NAVIGATOR AUSTRALIA LTD <MLC INVESTMENT SETT A/C>		307,947	2.29
3.	J P MORGAN NOMINEES AUSTRALIA LIMITED		189,155	1.41
4.	LEDA HOLDINGS PTY LTD		180,500	1.34
5.	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED		171,293	1.28
6.	VCA CASH MANAGEMENT FUND LIMITED		150,000	1.12
7.	NATIONAL NOMINEES LIMITED		149,170	1.11
8.	NULIS NOMINEES (AUSTRALIA) LIMITED <NAVIGATOR MAST PLAN SETT A/C>		139,038	1.04
9.	JDB SERVICES PTY LTD <RAC & JD BRICE INVEST A/C>		100,000	0.74
10.	MPD BONDS PTY LTD <MPD BONDS A/C>		100,000	0.74
11.	TRANSFIELD FINANCE PTY LTD		100,000	0.74
12.	AVANTEOS INVESTMENTS LIMITED <ENCIRCLE IMA A/C>		93,276	0.69
13.	NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>		92,431	0.69
14.	LONGHURST MANAGEMENT SERVICES PTY LTD		90,000	0.67

Rank	Name	Address	Units	% of Units
15.	CITICORP NOMINEES PTY LIMITED		83,130	0.62
16.	MR GIOVANNI ANGELUCCI + MRS WANDA ANGELUCCI		61,000	0.45
17.	UCA CASH MANAGEMENT FUND LIMITED		52,247	0.39
18.	AVANTEOS INVESTMENTS LIMITED <ENCIRCLE SUPER A/C>		51,034	0.38
19.	BASAPA PY LTD <KEHOE FAMILY A/C>		50,300	0.37
20.	DIMBULU PTY LTD		50,000	0.37
Totals: Top 20 holders of CAPITAL NOTES			3,769,601	28.07
Total Remaining Holders Balance			9,658,843	71.93

NATIONAL AUSTRALIA BANK LIMITED
CAPITAL NOTES As of 23 Mar 2015
Range of Units Snapshot
Composition : PC

Range	Total holders	Units	% of Issued Capital
1 - 1,000	9,936	3,704,933	27.59
1,001 - 5,000	1,266	3,056,547	22.76
5,001 - 10,000	130	1,123,527	8.37
10,001 - 100,000	89	2,697,254	20.09
100,001 - 9,999,999,999	8	2,846,183	21.20
Rounding			-0.01
Total	11,429	13,428,444	100.00

Unmarketable Parcels

Minimum Parcel Size	Holders	Units
Minimum \$ 500.00 parcel at \$ 0.0000 per unit	0	0