

## ASX Announcement

*Friday, 24 July 2009*

### NAB Share Purchase Plan – Update

As announced on 22 July 2009, National Australia Bank Limited (NAB) is conducting a non-underwritten Share Purchase Plan (SPP). The SPP follows the \$2.0 billion institutional share placement conducted at \$21.50 per share.

The SPP will provide eligible ordinary shareholders on the register at 7.00pm (AEST) on 27 July 2009 with the opportunity, without incurring brokerage or other transaction costs, to subscribe for up to \$15,000\* of NAB ordinary shares (subject to the NAB obtaining relevant waivers from the ASX). The amount an eligible shareholder can subscribe for will be restricted to a cumulative total of \$15,000\* (including any shares subscribed for in NAB's December 2008 SPP). The SPP will be capped at \$750 million and NAB will scale back applications if they exceed \$750 million in aggregate.

The offer price for each NAB share under the SPP will be the lower of:

- A\$21.50, being the price at which NAB shares will be issued to institutional investors under the institutional placement; and
- the volume-weighted average price of NAB shares traded in the ordinary course on the ASX during the 5 trading days up to, and including, the day on which the SPP offer is scheduled to close (Friday, 21 August 2009), rounded down to the nearest cent.

The key dates for the SPP are as follows:

| Event                                                | Date                        |
|------------------------------------------------------|-----------------------------|
| Record Date (7:00pm AEST)                            | Monday, 27 July 2009        |
| Offer opens                                          | Monday, 3 August 2009       |
| Offer closes (5:00pm AEST)                           | Friday, 21 August 2009      |
| Allotment date                                       | Monday, 31 August 2009      |
| Dispatch of holding statements / confirmation advice | Wednesday, 2 September 2009 |
| NAB reserves the right to vary these dates.          |                             |

The offer will be open to “eligible shareholders”, that is, shareholders who were registered holders of NAB shares at 7.00 pm (AEST) on Monday, 27 July 2009 (the Record Date) with a registered address in Australia or New Zealand and who are not acting for the account or benefit of U.S. persons. Due to legislative requirements it is not possible for holders of NAB shares with registered addresses in other jurisdictions to participate in the SPP. Certain custodians and nominees may be able to participate on behalf of each eligible person's interest for whom they hold NAB shares at the Record Date without a requirement for the person's interest to be expressly noted on NAB's share register. Further details will be set out in the terms and conditions of the offer documentation.

\*The \$15,000 limit is set in order to comply with ASIC requirements.

In considering whether or not to participate in the SPP, shareholders should be aware that the price at which NAB shares are trading on ASX may rise or fall during the offer period. Eligible shareholders should consider seeking independent financial and taxation advice before making a decision as to whether or not to accept the offer, particularly given the current volatility in financial markets.

Further information on the terms and conditions of the offer will be mailed to shareholders.

**For further information:**

Shareholders seeking further information are advised to:

- check the NAB website at [www.nabgroup.com](http://www.nabgroup.com);
- contact the Shareholder Information Line on 1800 133 562 (within Australia); or +61 3 9415 4603 (outside Australia); or
- contact a professional adviser.

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