

Louise Thomson
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Market Announcements Office
ASX Limited
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2023 Annual General Meeting Results

In accordance with ASX Listing Rule 3.13.2, and section 251AA(2) of the *Corporations Act 2001* (Cth), the results of the 2023 Annual General Meeting of National Australia Bank (NAB) are attached.

All resolutions put to the AGM were decided by way of poll. The outcomes are as follows:

Item	Resolution	Result
1(a)	Re-election of Director – Mr Simon McKeon AO	Passed as ordinary resolution
1(b)	Re-election of Director – Ms Ann Sherry AO	Passed as ordinary resolution
1(c)	Election of Director – Ms Christine Fellowes	Passed as ordinary resolution
1(d)	Election of Director – Ms Carolyn Kay	Passed as ordinary resolution
1(e)	Election of Director – Ms Alison Kitchen	Passed as ordinary resolution
1(f)	Election of Director – Mr Stephen Mayne	Not passed as an ordinary resolution
2	Remuneration Report	Passed as advisory resolution
3(a)	Grant of Deferred Rights - Group Chief Executive Officer	Passed as ordinary resolution
3(b)	Grant of Performance Rights - Group Chief Executive Officer	Passed as ordinary resolution
5(a)	Requisitioned Resolutions by a group of shareholders - Amendment to the Constitution	Not passed as a special resolution
5(b)	Requisitioned Resolutions by a group of shareholders – Transition Plan Assessments	Not put to the meeting as Item 5(a) was not passed.

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The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)					Direct votes (as at close of direct voting)			Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Chair's Open Proxies	Other Open Proxies	Abstain	For	Against	Abstain	For	Against	Abstain*	Carried / Not Carried
1(a) Re-election of director - Mr Simon McKeon AO	Ordinary	1,576,501,103	21,676,522	4,535,287	4,926,960	2,338,409	42,674,024	3,752,506	1,345,910	1,629,482,788 98.46%	25,540,139 1.54%	3,720,114	Carried
1(b) Re-election of director - Ms Ann Sherry AO	Ordinary	1,594,873,258	3,286,074	4,574,155	4,926,960	2,317,834	42,566,460	3,995,229	1,179,279	1,647,741,643 99.55%	7,416,570 0.45%	3,551,888	Carried
1(c) Election of director - Ms Christine Fellowes	Ordinary	1,596,819,176	1,175,647	4,629,302	4,931,643	2,422,513	42,103,569	4,297,553	1,341,650	1,649,365,118 99.66%	5,548,877 0.34%	3,798,909	Carried
1(d) Election of director - Ms Carolyn Kay	Ordinary	1,596,882,767	1,194,288	4,616,535	4,931,643	2,353,048	42,265,521	4,104,642	1,372,609	1,649,590,743 99.68%	5,366,663 0.32%	3,752,437	Carried
1(e) Election of director - Ms Alison Kitchen	Ordinary	1,596,657,718	1,387,421	4,650,432	4,931,210	2,351,500	42,210,033	4,079,627	1,453,112	1,649,332,227 99.67%	5,532,194 0.33%	3,848,103	Carried
1(f) Election of Mr Stephen Mayne as a director who offers himself for election	Ordinary	14,043,970	1,583,743,627	4,612,565	4,838,654	2,739,916	6,504,738	39,758,325	1,488,361	20,749,883 1.25%	1,633,618,262 98.75%	4,351,563	Not Carried
2 Remuneration Report	Ordinary	1,578,237,750	17,338,531	4,660,668	4,784,901	4,937,129	36,462,744	10,177,283	1,018,204	1,624,479,258 98.32%	27,836,153 1.68%	6,100,485	Carried
3(a) Grant of Deferred Rights - Group Chief Executive Officer	Ordinary	1,590,589,307	6,675,155	4,511,933	4,722,224	3,463,405	34,633,690	11,990,805	1,139,634	1,634,886,283 98.86%	18,925,108 1.14%	4,818,254	Carried
3(b) Grant of Performance Rights - Group Chief Executive Officer	Ordinary	1,575,999,405	20,243,141	4,575,411	4,723,820	4,427,542	34,845,485	11,821,451	1,083,285	1,620,578,327 98.04%	32,318,663 1.96%	5,726,042	Carried
5(a) Amendment to the Constitution	Special	79,277,793	1,451,660,757	4,562,076	4,854,674	69,623,432	4,134,711	41,883,320	1,788,022	83,590,532 5.27%	1,503,606,840 94.73%	71,544,374	Not Carried
5(b) Transition Plan Assessments	Ordinary	465,673,316	1,130,641,771	4,582,209	4,863,945	4,217,400	3,979,709	41,898,800	1,885,311	Resolution was not put to the meeting			

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

Resolution(s) proposed but not put to the meeting

Resolution	Reason for not putting the resolution to the meeting
Item 5(b) Transition Plan Assessments (Conditional item)	Resolution was not put to the meeting as Resolution 5(a) was not carried