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Appendix 3Y

Change of Director's Interest Notice

| Name of entity | Australia and New Zealand Banking Group Limited | |
|----------------|---|--|
| ABN | 11 005 357 522 | |

We Australia and New Zealand Banking Group Limited 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 | Ms Margaret Anne Jackson |
|---------------------|--------------------------|
| Date of last Notice | 4 July 2002 |

Part 1 - Change of director's relevant interest in securities

| Direct or indirect interest: | Direct | | | |
|---|---|--|--|--|
| Nature of indirect interest | N/a | | | |
| Date of change: | 3 December 2002 | | | |
| No of securities held prior to change: | 65,808 shares | | | |
| | 7,598 shares (Superannuation Trust Account) | | | |
| | <u>73,406 shares</u> | | | |
| Class: | ordinary shares | | | |
| Number acquired: | 1,180 shares | | | |
| Number disposed: | Nil | | | |
| Value/Consideration | \$21,996.87 | | | |
| Number of securities held after change: | 65,808 shares | | | |
| | 7,598 shares (Superannuation Trust Account) | | | |
| | 1,180 shares (ANZ Share Plan Trust) | | | |
| | <u>75,766 shares</u> | | | |
| Nature of change | On-Market Trade | | | |

Part 2 - Change of director's interests in contracts - Nil

| Tim F | Paine | | | | | |
|-------|----------|---------|--------|---------|-------|---------|
| Comp | any Se | eretary | | | | |
| Austr | alia and | New Z | ealand | Banking | Group | Limited |
| no De | eember | 2002 | | _ | - | |