

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity: Bank of Queensland Limited
ABN: 32 009 656 740

We (the entity) 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	Jon Earle Sutton
Date of last notice	22 December 2016

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

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
Date of change	23 December 2016
No. of securities held prior to change	Direct: 189,923 Ordinary Shares 58,084 Performance Award Rights granted on 16 December 2014 45,637 Performance Award Rights granted on 15 December 2015 97,774 Performance Award Rights granted on 15 December 2015 4,515 Deferred Award Rights granted on 16 December 2013 23,466 Restricted Shares granted on 15 December 2015

+ See chapter 19 for defined terms.

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Class	Performance Award Rights Restricted Shares Ordinary Shares Deferred Award Rights
Number acquired	4,515 Ordinary Shares (exercise and conversion of Deferred Award Rights granted on 16 December 2013) 117,865 Performance Award Rights granted on 23 December 2016 117,865 Performance Award Rights granted on 23 December 2016
Number disposed	Deferred Award Rights (vesting and conversion to Ordinary Shares)
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of securities held after change	Direct: 194,438 Ordinary Shares 58,084 Performance Award Rights granted on 16 December 2014 45,637 Performance Award Rights granted on 15 December 2015 97,774 Performance Award Rights granted on 15 December 2015 117,865 Performance Award Rights granted on 23 December 2016 23,466 Restricted Shares granted on 15 December 2015 45,333 Restricted Shares R granted on 23 December 2016
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Performance Award Rights and Restricted Shares - Issuance of Performance Award Rights and Restricted Shares in accordance with Mr Sutton's Employment Agreement and shareholder approval obtained at the 2016 Annual General Meeting. Deferred Award Rights - exercise of Deferred Award Rights.

+ See chapter 19 for defined terms.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.