



Bank of Queensland Limited
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Michelle Thomsen, Company Secretary

30 November 2017

ASX Limited
Markets Announcements Office

Annual General Meeting 2017 – Resolutions

The Bank's Annual General Meeting of members was held today, 30 November 2017.

The following resolutions were considered at the meeting and passed by the requisite majorities:

Resolutions decided on poll

- Resolution 2(a) Resolved to re-elect Mr Roger Davis as a Director.
- Resolution 2(b) Resolved to re-elect Ms Michelle Tredenick as a Director.
- Resolution 2(c) Resolved to re-elect Ms Margaret Seale as a Director.
- Resolution 2(d) Resolved to re-elect Mr Bruce Carter as a Director.
- Resolution 3 Resolved:
That approval be given for all purposes under the Corporations Act 2001 (Cth) and the ASX Listing Rules, including ASX Listing Rule 10.14, for the grant of 99,239 Performance Award Rights to the Managing Director & Chief Executive Officer of the Company, Mr Jon Earle Sutton, in accordance with the terms of the BOQ Award Rights Plan and as described in Item 3 in the Explanatory Statement.
- Resolution 4 Resolved:
That issues of shares under the BOQ Employee Share Plan, as described in the Explanatory Statement, be approved as an exception to ASX Listing Rule 7.1 pursuant to Exception 9 in Listing Rule 7.2.
- Resolution 5 Resolved:
That issues of shares under the BOQ Restricted Share Plan, as described in the Explanatory Statement, be approved as an exception to ASX Listing Rule 7.1 pursuant to Exception 9 in ASX Listing Rule 7.2.
- Resolution 6 Resolved:
That issues of Award Rights under the BOQ Award Rights Plan, as described in the Explanatory Statement, be approved as an exception to ASX Listing Rule 7.1 pursuant to Exception 9 in ASX Listing Rule 7.2.

Resolution 7A Resolved:
That the conduct, terms and conditions of the First Selective Buy-Back Scheme in relation to the Convertible Preference Shares issued by the Company on 24 December 2012, as described in the Explanatory Statement, be approved.

Resolution 7B Resolved:
That the conduct, terms and conditions of the Second Selective Buy-Back Scheme in relation to the Convertible Preference Shares issued by the Company on 24 December 2012, as described in the Explanatory Statement, be approved.

Resolution 8 Resolved:
That the Remuneration Report for the financial year ended 31 August 2017, be adopted.

A summary of proxy votes is attached.

Michelle Thomsen
General Counsel & Company Secretary



ANNUAL GENERAL MEETING
Thursday, 30 November, 2017

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):				Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
2A RE-ELECTION OF MR ROGER DAVIS AS A DIRECTOR	176,336,634	1,110,599	4,304,996	506,959	181,315,790 99.38%	1,129,385 0.62%	513,848
2B RE-ELECTION OF MS MICHELLE TREDENICK AS A DIRECTOR	176,717,429	727,412	4,310,612	503,735	181,659,711 99.57%	784,942 0.43%	514,370
2C RE-ELECTION OF MS MARGARET SEALE AS A DIRECTOR	175,076,725	2,389,607	4,333,354	459,502	180,083,618 98.68%	2,410,130 1.32%	465,275
2D RE-ELECTION OF MR BRUCE CARTER AS A DIRECTOR	176,299,522	1,110,489	4,347,856	501,321	181,319,304 99.38%	1,128,180 0.62%	501,321
3 GRANT OF PERFORMANCE AWARD RIGHTS TO THE MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER	171,829,304	5,297,853	4,318,180	809,851	176,472,749 97.03%	5,401,821 2.97%	850,632
4 APPROVAL OF FUTURE ISSUANCES UNDER THE BOQ EMPLOYEE SHARE PLAN	172,969,420	3,986,176	4,474,714	826,496	177,830,977 97.78%	4,039,324 2.22%	856,519
5 APPROVAL OF FUTURE ISSUANCES UNDER THE BOQ RESTRICTED SHARE PLAN	172,011,808	4,576,917	4,720,966	949,497	177,105,909 97.45%	4,636,718 2.55%	986,575
6 APPROVAL OF FUTURE ISSUANCES UNDER THE BOQ AWARD RIGHTS PLAN	171,828,791	4,919,911	4,500,852	1,009,634	176,694,599 97.26%	4,975,759 2.74%	1,056,142

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item



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	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
7A THAT THE CONDUCT, TERMS AND CONDITIONS OF THE FIRST SELECTIVE BUY-BACK SCHEME IN RELATION TO THE CONVERTIBLE PREFERENCE SHARES ISSUED BY THE COMPANY ON 24 DECEMBER 2012, AS DESCRIBED IN THE EXPLANATORY STATEMENT, BE APPROVED.	131,318,736	1,005,069	4,919,641	44,583,003	136,869,409 99.24%	1,049,384 0.76%	44,606,106
7B THAT THE CONDUCT, TERMS AND CONDITIONS OF THE SECOND SELECTIVE BUY-BACK SCHEME IN RELATION TO THE CONVERTIBLE PREFERENCE SHARES ISSUED BY THE COMPANY ON 24 DECEMBER 2012, AS DESCRIBED IN THE EXPLANATORY STATEMENT, BE APPROVED.	130,963,383	1,030,233	5,368,076	44,508,960	136,972,811 99.22%	1,070,767 0.78%	44,525,524
8 REMUNERATION REPORT	172,304,073	3,668,243	5,024,373	1,262,499	177,669,054 97.94%	3,734,121 2.06%	1,336,291

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item