



Bank of Queensland Limited
ABN 32 009 656 740
259 Queen Street, Brisbane 4000
GPO Box 898, Brisbane 4001
Telephone (07) 3212 3301
Facsimile (07) 3212 3951
www.boq.com.au
Melissa Grundy, Company Secretary

ASX Limited
Market Announcements Office

13 December 2012

Annual General Meeting 2012 - Resolutions

The Bank's Annual General Meeting of members was held today, 13 December 2012.
The following resolutions were considered at the meeting and passed by the requisite majorities:

Resolutions decided on a show of hands

Resolution 2(a) Resolved to re-elect Carmel Gray as a director.

Resolution 2(b) Resolved to elect Richard Haire as a director.

Resolution 3 Resolved:
That, for the purposes of ASX Listing Rule 7.4, the issue of 24,793,388 ordinary shares on 4 April 2012 be ratified.

Resolution 4 Resolved:
That, for the purposes of section 136 of the Corporations Act 2001 (Cth) and for all other purposes, BOQ adopt the provisions of the Constitution tabled at the meeting and signed for the purposes of identification by the Chairman, as the Constitution of the company, in substitution for the present Constitution which is repealed.

Resolution 5 Resolved:
That:

- (a) for the purposes of section 254A(2) of the Corporations Act 2001 (Cth) and for all other purposes, the terms of issue of the BOQ Convertible Preference Shares tabled at the meeting and signed for the purposes of identification by the Chairman, and as summarised in Attachment B of the Explanatory Statement (Terms of Issue) are approved; and
- (b) for the purposes of section 136 of the Corporations Act 2001 (Cth) and for all other purposes, the constitution of the company be amended to incorporate the Terms of Issue.

Resolution 6 Resolved:
That, for the purposes of Listing Rule 7.1 and for all other purposes, the issue of up to 3,000,000 BOQ Convertible Preference Shares at \$100 per share to investors under a prospectus to be issued by BOQ, be approved.

Resolution 7 Resolved:
That for the purposes of section 257D of the Corporations Act 2001 (Cth) and for all other purposes, approval is given to the buy-back of up to 2,000,000 Perpetual Equity Preference Shares ASX Code: BOQPC (PEPS) from holders of PEPS on the Reinvestment Offer terms and conditions set out in the Explanatory Statement.

Resolutions decided on a poll

Resolution 8 Resolved:
That the Remuneration Report contained in BOQ's 2012 Annual Report, be adopted.

A summary of proxy votes is attached.

Melissa Grundy
Company Secretary



ANNUAL GENERAL MEETING
Thursday, 13 December, 2012

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 CARMEL GRAY AS A DIRECTOR	93,060,098	22,106,954	31,489,089	232,932	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
2B ELECTION OF RICHARD HAIRE AS A DIRECTOR	114,019,093	1,146,297	31,493,006	231,075	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
3 RATIFICATION OF ISSUE OF ORDINARY SHARES APRIL 2012 PLACEMENT	15,336,371	4,378,819	3,009,570	1,085,739	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
4 ADOPT A NEW CONSTITUTION	114,252,438	670,393	31,530,350	421,656	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
5 APPROVAL OF CPS TERMS OF ISSUE	113,774,831	1,085,640	31,520,415	501,158	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
6 APPROVE THE ISSUE OF CPS	90,254,529	1,102,688	30,508,919	24,008,930	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
7 APPROVE A SELECTIVE BUY-BACK OF PEPS	90,515,142	822,327	31,558,281	23,993,323	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
8 REMUNERATION REPORT	95,743,220	19,246,299	31,378,174	509,267	126,507,815	20,291,231	548,431

** - 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