

Bank of Queensland Limited
ABN 32 009 656 740
259 Queen Street, Brisbane 4000
GPO Box 898, Brisbane 4001
Telephone (07) 3212 3333
Facsimile (07) 3212 3409
www.boq.com.au

ASX RELEASE

24 December 2012

Completion of buy-back of Reinvested PEPS

Bank of Queensland Limited (**BOQ**) today announced the completion of the buy-back of Reinvested PEPS. Attached is an Appendix 3F (final share buy-back notice) and ASIC Form 484 (change to company details).

Ends

For more information:

BOQ Offer Information Line:	Media:	Analysts:
1800 779 639 (within Australia) +61 2 8280 7626 (outside Australia) 8:30am to 7:30pm Sydney time Monday to Friday www.boq.com.au	Andrea Sackson Head of Corporate Affairs Phone: +61 7 3212 3018 Mobile +61 400 480 866 Email: andrea.sackson@bog.com.au	Sally Wehl Investor Relations Manager Phone: +61 7 3212 3463 Mobile: +61 434 583 611 Email: sally.wehl@boq.com.au

Rule 3.8A

Appendix 3F

Final share buy-back notice (except minimum holding buy-back)

Introduced 1/9/99. Origin: Appendices 7D and 7E. Amended 30/9/2001, 11/01/10

Information and documents given to ASX become ASX's property and may be made public.

Name	of entity		ABN/ARSN
BAN	K OF QUEENSLAND LIMITED		32 009 656 740
We ((the entity) give ASX the followin	g information.	
Des	cription of buy-back		
1	Type of buy-back	Selective buy-back	
Det	ails of all shares/units bo	ught back	
2	Number of shares/units bought back	1,801,339 Perpetual Equity I	Preference Shares
3	Total consideration paid or payable for the shares/units	\$180,133,900	
4	If buy-back is an on-market buy-back - highest and lowest price paid	highest price: N/A date: N/A	
		lowest price: N/A date: N/A	

⁺ See chapter 19 for defined terms.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

- 1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
- 2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:	(Director/ Company secretary)	Date: 24 December 2012
Print name:	Melissa Grundy	
	== == == ==	

Appendix 3F Page 2 11/01/2010

⁺ See chapter 19 for defined terms.

Australian Securities & Investments Commission

 ~~~~	-

Form 484

Corporations Act 2001

# Change to company details

Sections A, B or C may be lodged independently with this signed cover page to notify ASIC of:

- Change of address
   Change of name officeholders and proprietary company members
   Change ultimate holding company
- B1 Cease company officeholder
- B2 Appoint company officeholder B3 Special purpose company
- Cancellation of shares

- Issue of shares Change to share structure Changes to the register of members for proprietary companies

rou may abote convithe relevant page(s) and submit as part of this lodgement

**************************************	Company name							
Company details	Bank of Queensland Limited							
	ACN/ABN							
	009 656 740							
Refer to guide for information about	Corporate key							
corporate key	**************************************							
,	Prince Description description of the control of th							
AMAZONARIAN MENTANTAN SAMBAN	Who should ASIC contact if there is a query at	out this form?						
Lodgement details	ASIC registered agent number (if applicable)							
An image of this form will be available								
as part of the public register.	Firm/organisation							
	Clayton Utz							
	Contact name/position description	Telephone number (du	ring business hours)					
	Tim Reid/Partner	(07) 3292 7000						
	Email address (optional)							
	treid@claytonutz.com							
	Postal address							
	GPO Box 55		,					
	Suburb/City 151 145 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	State/Territory	Postcode					
	Brisbane	QLD	4000					

#### Signature

This form must be signed by a current officeholder of the company

Name	nat the infor	illailoi I								
Melissa G	Brundy					 	 	 	 	
	ector impany sec	retary								
		び (図)	<u>Z</u>							

#### Lodgement

Send completed and signed forms to: Australian Securities and Investments Commission, PO Box 4000, Gippsland Mail Centre VIC 3841.

Or lodge the form electronically by visiting the ASIC website www.asic.gov.au

#### For more information

Web www.asic.gov.au Need help? www.asic.gov.au/question

Telephone 1300 300 630

### Section C completion guide

Standard share codes
Refer to the following table for the
share class codes for sections C1, C2,
C3 and C4

	THAT HIS SHEET	PRE	preference
	B.:.efc	CUMP	cumulative preference
MP.	employee's	NCP	non-cumulative preference
-OU.	founder's	REDP	redeemable préference
(1) L <b>G</b> (1) (1)	life governor's	NRP	non-redeemable preference
MAN	management	CRP	cumulative redeemable preference
ORD	ordinary	NCRP	non-cumulative redeemable preference.
RÉD	redeemable	PARP	participative preference
166 to 206 to 11 to 11 to	special	일부학 2세 : 상사등(1학문)	

#### Sections to complete

Use the table below to identify the sections of this form to complete (please indicate the sections that have been completed). Completion of this table is optional.

	C1 – Cancellation of shares	C2 – Issue of shares	63 – Change to share : structure table	C4 Change to members register
Issue of shares				
Proprietary company	Not required			<b>Y</b>
Public company ifin response to the Annual	Not required	<b>X</b> 1115 13		Not required
company statement if not in response to the Annual company statement	<b>计算机 医多种性 医多种性 医多种性 医多种性 医多种性 医多种性 医多种性 医多种性</b>		Y Preferred	Not réquired
Cencellation of shares				
Proprietary company.		Not required		
Public company if in response to the Annual		Not required		Not required
company statement if not in response to the Annual company statement		Not required	✓ Preferred	Not required
Transfer of shares				
Proprietary company	Not required	Not required	Not required	
- Public company if in response to the Annual	Not required	Not required	Not required	Not required
company statement if not in response to the Annual company statement	Not required	Not required	Not required	Not required
Charges to amounts paid				
Proprietary company	Not required	Not required		
─ Public company — if in response to the Annual	Not required	Not required		Not required
company statement if not in response to the Annual company statemen	t Not required	Not required.	Not required	Not required
Changes to beneficial ownership				
Proprietary company	Not required	Not required	Not required	
— Public company  If in response to the Annual	Not required	Not required	Not required	Not required
company statement if not in response to the Annual company statemen		Not required	Not required	Not required

To notify ASIC about a division or conversion of a class of shares, you must lodge a Form 211 within 28 days of the change occurring.

To notify ASIC about a conversion of shares into larger or smaller numbers, you must lodge a Form 2205B within 28 days of the change occurring.

### C1 Cancellation of shares Redeemable preference shares - S.254J Reason for cancellation Please indicate the reason that shares have been cancelled (select one or Redeemed out of profits more boxes) Redeemed out of proceeds of a fresh issue of shares Capital reduction - S.256A - S.256E Single shareholder company Multiple shareholder company. A Form 2560 must be lodged before a capital reduction takes place Share buy-back - ss.257H(3) Minimum holding buy back by listed company Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place. Forfeited shares - S.258D Shares returned to a public company - ss.258E(2) & (3) Under section 651C, 724(2), 737 or 738 Under section 1325A (court order) Other Description Give section reference List the details of shares cancelled in the following table Details of cancelled shares Amount paid (cash or otherwise) Share class code Number of shares cancelled \$180,133,900 1,801,339 BOQPC Earliest date of change Please indicate the earliest date that any of the above changes occurred 2 / D D M M

#### C2 Issue of shares List details of new share issues in the following table. Amount unpaid per share Amount paid per share Number of shares issued Share class code. \$100.00 3,000,000 BOQPD Earliest date of change Please indicate the earliest date that any of the above changes occurred 2 1 M] :: [Y If shares were issued for other than cash, were some or all of the shares issued under a written contract? if yes, proprietary companies must also lodge a Form 207Z certifying that all stamp duties have been paid. Public companies must also lodge a Form 207Z and either a Form 208 or a copy of the contract. No if no proprietary companies are not required to provide any further documents with this form. Public companies must also lodge a Form C3 Change to share structure Where a change to the share structure table has occurred (eg. as a result of the issue or cancellation of shares), please show the updated details for the share classes affected. Details of share classes not affected by the change are not required here. Total amount Total amount Share Total number of Full title if not standard paid on these. unpaid on shares (current class code these shares shares after changes) \$19,866,100 NIL 198,661 BOQ Perpetual Equity Preference Shares BOQPC \$300,000,000 NIL. BOQ Convertible Preference Shares 3,000,000 BOQPD Earliest date of change Please indicate the earliest date that any of the above changes occurred 2 /. 1

Is this document being lodged to update the Annual Company Statement that was sent to you?

DI IM MI IV YI

No.

Lodgement details

# C4 Changes to the register of members for proprietary companies

Use this section to notify changes to the register of members for your proprietary company (changes to the shareholdings of members):

- If there are 20 members or less in a share class, all changes need to be notified

  If there are more than 20 members in a share class, only changes to the top twenty need be notified (s178B)

  If shares are jointly owned, you must also provide names and addresses of all joint owners on a separate sheet (annexure), clearly indicating the share class and with whom the shares are jointly owned

The changes apply to	Family name Given names	]   
Please indicate the name and address of the member whose shareholding has changed	OR Company name	
	ACN/ARBN/ABN  Office, unit, fevel, or PO Box number	
	Street number and Street name	
His	Suburb/City State/Territory Postcode Country (if not Australia)	
Earliest date of change Please indicate the earliest date that any	Date of change	
of the following changes occurred.  The changes are  Beneficially held usually means that the	[D D] [M M] Y YI  owner of the shares is entitled to the direct benefit from the shares. For example, benefits could include the owner of the shares held by a person as trustee, nominee or on account of another person are non-beneficially	
entiflements to payments in relation to on the control of the cont	any ownertos. States tello 20	
Date of entry of member's name in register (New members only)	Date of entry    Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry   Date of entry	

# C4 Continued... Further changes to the register of members for proprietary companies

Use this section to notify changes to the register of members for your proprietary company (changes to the shareholdings of members):

If there are 20 members or less in a share class, all changes need to be notified

- If there are more than 20 members in a share class, an changes need to be notified (s178B)

  If there are more than 20 members in a share class, only changes to the top twenty need be notified (s178B)

  If shares are jointly owned, you must also provide names and addresses of all joint owners on a separate sheet (annexure), clearly indicating the share class and with whom the shares are jointly owned

The changes apply to Please indicate the name and address	Given names
of the member whose shareholding has changed	OR
	ACN/ARBN/ABN
	Office, unit, level, or PO Box number  Sfreet number and Street name
	Suburb/City State/Territory
	Postcode Country (if not Australia)
Earliest date of change Please indicate the earliest date that any of the following changes occurred.	Date of change    Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date of change   Date
	s Total number Total \$ paid Total \$ unpaid: Fully paid Beneficially: Top 20 ased by now held on these on these (y/n) held (y/n) member (y/n) shares shares
Date of entry of member's name in register (New members only)	Date of entry  Date of entry  Date of entry  Date of entry