reRule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

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.

Name of entity

participate

NATIONAL AUSTRALIA BANK LIMITED

ACN, ARBN or ARSN			
ABN 12 004 044 937			
We the (entity) give ASX the following info	ma	tion.	
Part 1 – All issues			
You must complete the relevant sections (a	<u>atta</u>	ch sheets if the	ere is not enough space).
Class of securities issued or to be	0	ordinary shares	, fully paid
issued			
2 Number of securities issued or to be			
Issued (if known) or maximum	1	1,849,286 Ordi	nary shares, fully paid to be issued
number which may be issued	<u> </u>		
Principal terms of the securities (eg, if		12,394	Shares issued pursuant to UK National Share Incentive
options, exercise price and expiry date; if			Plan
partly paid Securities, the amount			
outstanding and due dates For payment;			
if convertible securities, the conversion price and dates of conversion)			
price and dates of conversion)			
	+	21,783	Shares issued pursuant to the Staff Share Ownership Plan
		21,100	- Incentive Deferral Shares
	▙	7.000	
		7,638	Shares issued pursuant to the National Australia Bank
			Performance Rights Plan
		10,954,127	Shares issued pursuant to the Dividend Reinvestment Plan
		852,773	Shares issued pursuant to the Bonus Share Plan
		571	Shares issued pursuant to NED Retirement Benefit
			Dividend Share Plan
Total	1	11,849,286	
	<u> </u>	11,010,200	
A. De the second control is all	Τ_		about the design of the latter
4 Do the securities rank equally in all			shares will rank pari passu with existing ordinary shares,
respects from the date of allotment with an existing class of quoted	10	ılly paid.	
securities?			
Coodingo:			
If the additional securities do not rank	N	lot applicable	
equally, please state:		-11	
the date from which they do			
the extent to which the			

	for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment				
5	Issue price or consideration	6,186	\$33.45	Shares issued pursuant to UK National Share Incentive Plan.	\$206,921.70
		6,208	\$33.00	Shares issued pursuant to UK National Share Incentive Plan.	\$204,864.00
		21,783	\$33.29	Shares issued pursuant to the Staff Share Ownership Plan - Recognition (Australia)	\$725,156.07
		7,638	\$33.10		\$252,817.80
		10,954,127	\$33.34	Shares issued pursuant to the Dividend Reinvestment Plan	\$365,210,594.18
		852,773	\$33.34	Shares issued pursuant to the Bonus Share Plan	\$28,431,451.82
		571	\$33.37	Shares issued pursuant to the NED Retirement Benefit Dividend Share Plan	\$19,054.27
	TOTAL	11,849,286			\$395,050,859.84

	Purpose of the issue (if issued as consideration for the acquisition of assets, clearly identify those assets)	Ordinary shares issued are in accordance with the terms and conditions of the National Australia Bank's: • UK National Share Incentive Plan; • Staff Share Ownership Plan – Incentive Deferral • National Australia Bank Performance Rights Plan • Dividend Reinvestment Plan • Bonus Share Plan • NED Retirement Benefit Dividend Plan
--	---	--

7	Dates of entering securities into	Allotted progressively from 17 May 2014 to 9 July 2014 (inclusive).
	uncertificated holdings or despatch of	
	certificates	

8	Number and +class of all securities quoted on ASX (including the	Number	+Class
	securities in clause 2 if applicable)	2,365,765,544	Ordinary shares, fully paid
		20,000,000	National Income Securities (NABHA) (stapled debt/preference shares)
		11,725,140	NAB Subordinated Notes
		15,143,274	NAB Convertible Preference Shares (NABPA)
		17,171,930	NAB Convertible Preference Shares II
		2,500,000	2.00% Fixed Rate Covered Bonds due June 2017 – Series 5 (NABHE)
9	Number and +class of all securities	Number	+Class
	not quoted on ASX (including the	68,409	Ordinary shares, partly paid and not quoted
	securities in clause 2 if applicable)	6,391,483	Un-exercised Performance Rights
		6,000	Denominations of US\$100,000 of Capital Notes
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not Applicable	
Part	2 – Bonus issue or pro rata issueIs security holder approval required?)	Not Applicable	
12	Is the issue renounceable or non-renounceable?	Not Applicable	
13	Ratio in which the securities will be Offered	Not Applicable	
14	Class of securities to which the offer Relates	Not Applicable	
15	Record dated to determine entitlements	Not Applicable	
16	Will holdings on different registers (or Subregisters) be aggregated for Calculating entitlements?	Not Applicable	
17	Policy for deciding entitlements in relation to fractions	Not Applicable	
18	Names of countries in which the entity has security holders who will not be sent new issue documents	Not Applicable	

	Note: Security holders must be told how their entitlements are to be dealt with.	
19	Closing date for receipt of acceptances or Renunciations	Not Applicable
20	Names of any underwriters	Not Applicable
21	Amount of any underwriting fee or Commission	Not Applicable
22	Names of any brokers to the issue	Not Applicable
23	Fee or commission payable to the broker to the issue	Not Applicable
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	Not Applicable
25	If the issue is contingent on security holders' approval, the date of the meeting	Not Applicable
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	Not Applicable
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	Not Applicable
28	Date rights trading will begin (if applicable)	Not Applicable
29	Date rights trading will end (if applicable)	Not Applicable
30	How do security holders sell their Entitlements in full through a broker?	Not Applicable
31	How do security holders sell part of their Entitlements through a broker and accept for the balance?	Not Applicable
32	How do security holders dispose of their Entitlements (except by sale through a broker)?	Not Applicable
33	Dispatch date	Not Applicable

Part 3 – Quotation of securities You need only complete this section if 34 Type of securities (tick one)	ou are applying for quotation of securities
(a) Securities described in P	art 1
(b) All other securities Example: restricted secu	rities at the end of the escrowed period, partly paid securities that become fully share securities when restriction ends, securities issued on expiry or conversion of
Entities that have ticked box 34(a)	
Additional securities forming a new cla	ss of securities
Tick to indicate you are providing the ir	formation or documents
and	est holders of the additional securities, and the number +securities held by those holders
A distribution schedule of in the Categories 1 – 1,000 1,001 – 5,000 5,000 – 10,000 10,001 – 100,000 100,001 and over	the additional securities setting out the number of holders
	for the additional securities
Entities that have ticked box 34(b)	
Number of securities for which quotation is sought	Not Applicable
39 Class of securities for which quotation is sought	Not Applicable
Do the securities rank equally in respects from the date of allotme with an existing class of quoted securities?	
If the additional securities do not equally, please state: • the date from which they do the extent to which they participal for the next dividend, (in the case a trust, distribution) or interest payment the extent to which they not rank equally, other than in relation to the next dividend, distribution or interest payment	te of do
41 Reason for request for quotation Example: In the case of restricted	

securities, end of restriction period		
(if issued upon conversion of another security, clearly identify that other security)		
 Number and class of all securities quoted on ASX (including the securities in clause 38)	Number	+Class
	Not Applicable	

Quotation agreement

- 1 Quotation of our additional securities is in ASX's absolute discretion. ASX may quote the securities on any conditions it decides.
- 2 We warrant the following to ASX:
 - the issue of the securities to be quoted complies with the law and is not for an illegal purpose.
 - there is no reason why those securities should not be granted quotation.
 - an offer of the securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C of the Corporations Act.
 - Section 724 or section 1016E of the Corporations Act does not apply to any applications
 received by us in relation to any securities to be quoted and that no-one has any right to
 return any securities to be quoted under sections 737, 738, or 1016F of the
 Corporations Act at the time that we require the securities to be quoted.
 - If confirmation is required under section 1017F of the Corporations Act in relation to the securities to be quoted, it has been provided at the time that we request the securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any Information or document not available now, will give it to ASX before quotation of the securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Date: 10/07/2014

Louise Thomson
Company Secretary