



27 July 2004

Company Announcements
Australian Stock Exchange
Level 10
20 Bond Street
SYDNEY NSW 2000

Notice of change in interest of substantial holder- Programmed Maintenance Services Limited

ANZ gives this notice of change in interest of substantial holding in respect of Programmed Maintenance Services Limited.

Yours faithfully

John Priestley

Company Secretary

Form **604**
Corporations Act 2001
Section 671B

Notice of change in interests of substantial holder

To Company Name Programmed Maintenance Services Limited (the "Entity")
ACN/ABN 064 742 264

1. Details of substantial holder

Name Australia and New Zealand Banking Group Limited (ANZ)
ACN/ABN (if applicable) 11 005 357 522

There was a change in the interests of the substantial holder on 23 July 2004.
The previous notice was given to the company on 27 October 2003.
The previous notice was dated 27 October 2003.

This notice is given by ANZ on behalf of itself and each of the related bodies corporate of ANZ ("ANZ Subsidiaries") specified in the list of 8 pages annexed to this notice and marked Schedule 'A'.

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities | Previous notice | | Present notice | |
|----------------------------|-----------------|----------------|----------------|----------------|
| | Person's votes | Voting power % | Person's votes | Voting power % |
| Ordinary Fully Paid Shares | 6,257,865 | 9.15 | 5,532,371 | 8.04 |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change ⁽⁶⁾ | Consideration given in relation to change ⁽⁷⁾ | Class and number of securities affected | Person's votes affected |
|----------------|--|--|--|---|-------------------------|
| 03/12/03 | ANZ and each of the ANZ Subsidiaries | ANZ understands that ING Australia Limited ("INGA") has acquired relevant interests in the shares referred to in the adjacent columns. ANZ and each of the ANZ Subsidiaries is taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as INGA by reason of it having voting power above 20 % in INGA and consequently has acquired relevant interests in those shares. | Not applicable | 2,000 Ordinary Fully Paid Shares | 2,000 |
| 10/12/03 | | | | 15,700 Ordinary Fully Paid Shares | 15,700 |
| 17/12/03 | | | | 300,000 Ordinary Fully Paid Shares | 300,000 |
| 12/01/04 | | | | 40,000 Ordinary Fully Paid Shares | 40,000 |
| 16/01/04 | ANZ and ANZ Subsidiaries | ANZ understands that ING Australia Limited ("INGA") has ceased to have relevant interests in the shares referred to in the adjacent columns. ANZ and each of the ANZ Subsidiaries is taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as INGA by reason of it having voting power above 20 % in INGA and consequently has ceased to have relevant interests in those shares. | Not applicable | 21,380 Ordinary Fully Paid Shares | 21,380 |
| 19/01/04 | | | | 62,531 Ordinary Fully Paid Shares | 62,531 |
| 22/01/04 | | | | 37,400 Ordinary Fully Paid Shares | 37,400 |
| 23/01/04 | ANZ and each of the ANZ Subsidiaries | ANZ understands that ING Australia Limited ("INGA") has acquired relevant interests in the shares referred to in the adjacent columns. ANZ and each of the ANZ Subsidiaries is taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as INGA by reason of it having voting power above 20 % in INGA and consequently has acquired relevant interests in those shares. | Not applicable | 127,375 Ordinary Fully Paid Shares | 127,375 |
| 05/03/04 | | | | 22,800 Ordinary Fully Paid Shares | 22,800 |

| | | | | | |
|----------|--------------------------------------|--|----------------|------------------------------------|---------|
| 22/03/04 | ANZ and ANZ Subsidiaries | ANZ understands that ING Australia Limited ("INGA") has ceased to have relevant interests in the shares referred to in the adjacent columns. ANZ and each of the ANZ Subsidiaries is taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as INGA by reason of it having voting power above 20 % in INGA and consequently has ceased to have relevant interests in those shares. | Not applicable | 416,000 Ordinary Fully Paid Shares | 416,000 |
| 31/03/04 | ANZ and each of the ANZ Subsidiaries | ANZ understands that ING Australia Limited ("INGA") has acquired relevant interests in the shares referred to in the adjacent columns. ANZ and each of the ANZ Subsidiaries is taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as INGA by reason of it having voting power above 20 % in INGA and consequently has acquired relevant interests in those shares. | Not applicable | 13,200 Ordinary Fully Paid Shares | 13,200 |
| 04/05/04 | | | | 127,975 Ordinary Fully Paid Shares | 127,975 |
| 26/05/04 | | | | 10,000 Ordinary Fully Paid Shares | 10,000 |
| 07/06/04 | ANZ and ANZ Subsidiaries | ANZ understands that ING Australia Limited ("INGA") has ceased to have relevant interests in the shares referred to in the adjacent columns. ANZ and each of the ANZ Subsidiaries is taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as INGA by reason of it having voting power above 20 % in INGA and consequently has ceased to have relevant interests in those shares. | Not applicable | 19,771 Ordinary Fully Paid Shares | 19,771 |
| 26/05/04 | ANZ and each of the ANZ Subsidiaries | ANZ understands that ING Australia Limited ("INGA") has acquired relevant interests in the shares referred to in the adjacent columns. ANZ and each of the ANZ Subsidiaries is taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as INGA by reason of it having voting power above 20 % in INGA and consequently has acquired relevant interests in those shares. | Not applicable | 19,771 Ordinary Fully Paid Shares | 19,771 |

| | | | | | |
|----------|-----------------------------------|--|----------------|------------------------------------|---------|
| 07/06/04 | ANZ and ANZ Subsidiaries | ANZ understands that ING Australia Limited ("INGA") has ceased to have relevant interests in the shares referred to in the adjacent columns. ANZ and each of the ANZ Subsidiaries is taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as INGA by reason of it having voting power above 20 % in INGA and consequently has ceased to have relevant interests in those shares. | Not applicable | 19,771 Ordinary Fully Paid Shares | 19,771 |
| 08/06/04 | | | | 76,768 Ordinary Fully Paid Shares | 76,768 |
| 09/06/04 | | | | 92,711 Ordinary Fully Paid Shares | 92,711 |
| 10/06/04 | | | | 32,396 Ordinary Fully Paid Shares | 32,396 |
| 11/06/04 | | | | 16,180 Ordinary Fully Paid Shares | 16,180 |
| 15/06/04 | | | | 37,500 Ordinary Fully Paid Shares | 37,500 |
| 18/06/04 | | | | 5,000 Ordinary Fully Paid Shares | 5,000 |
| 21/06/04 | | | | 7,500 Ordinary Fully Paid Shares | 7,500 |
| 22/06/04 | | | | 32,200 Ordinary Fully Paid Shares | 32,200 |
| 23/06/04 | | | | 21,080 Ordinary Fully Paid Shares | 21,080 |
| 24/06/04 | | | | 122,405 Ordinary Fully Paid Shares | 122,405 |
| 14/07/04 | | | | 87,000 Ordinary Fully Paid Shares | 87,000 |
| 15/07/04 | | | | 6,695 Ordinary Fully Paid Shares | 6,695 |
| 16/07/04 | | | | 53,305 Ordinary Fully Paid Shares | 53,305 |
| 19/07/04 | | | | 56,400 Ordinary Fully Paid Shares | 56,400 |
| 20/07/04 | | | | 92,799 Ordinary Fully Paid Shares | 92,799 |
| 21/07/04 | | | | 2,489 Ordinary Fully Paid Shares | 2,489 |
| 23/07/04 | 85,034 Ordinary Fully Paid Shares | 85,034 | | | |

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|--------------------------------------|--|--|---|--------------------------------------|----------------|
| ANZ and each of the ANZ Subsidiaries | Believed to be Chase Manhattan Nominees Limited as custodian for Small Companies Growth Trust | Believed to be Chase Manhattan Nominees Limited as custodian for Small Companies Growth Trust | Taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as INGA by reason of the holder having voting power above 20% in INGA. | 45,372 Ordinary Fully Paid Shares | 45,372 |
| | Believed to be Chase Manhattan Nominees Limited as custodian for ING Sustainable Investments - Australian Share Fund | Believed to be Chase Manhattan Nominees Limited as custodian for ING Sustainable Investments - Australian Share Fund | | 38,041 Ordinary Fully Paid Shares | 38,041 |
| | Believed to be Chase Manhattan Nominees Limited as custodian for Small Companies Pool | Believed to be Chase Manhattan Nominees Limited as custodian for Small Companies Pool | | 5,448,958 Ordinary Fully Paid Shares | 5,448,958 |

5. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| Not Applicable | Not Applicable |

6. Addresses

The addresses of persons named in this form are as follows:

| Name | Address |
|------------------|---|
| ANZ | Level 6, 100 Queen Street, Melbourne VIC 3000 |
| ANZ Subsidiaries | As set out in the list of 8 pages annexed to this notice and marked "A" |
| INGA | Level 13, 347 Kent Street, Sydney NSW 2000 |

Signature

print name John Priestley

capacity Secretary

sign here _____

date 27 July 2004 _____

DIRECTIONS

⁽¹⁾ If there are a number of substantial holders with similar or related relevant interests (eg a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.

⁽²⁾ See the definition of "associate" in section 12 of the Corporations Act 2001.

⁽³⁾ See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.

⁽⁴⁾ The voting shares of a company constitute one class unless divided into separate classes.

⁽⁵⁾ The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

⁽⁵⁾ The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

⁽⁶⁾ Include details of:

(a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and

(b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

⁽⁷⁾ Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

⁽⁸⁾ If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write "unknown".

⁽⁹⁾ Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure "A"

**This is the Annexure of 8 pages marked "A" referred
to in the form 604 Notice of change in interest of substantial holder**

Signed by me and dated 27 July 2004

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John Priestley - Secretary

Australia and New Zealand Banking Group Limited

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED

Related Bodies Corporate

| Domicile | Australia and New Zealand Banking Group Limited | % Owned | Reg Office | Date Registered |
|-----------------|---|--------------------|-----------------------|----------------------------|
| Australia | AFT Investors Services Pty Ltd | | 1 | 3/5/54 |
| Australia | Alliance Holdings Limited | | 1 | 9/8/56 |
| American Samoa | Amerika Samoa Bank Inc. | | 22 | 26/5/78 |
| Australia | ANZcover Insurance Pty Ltd | | 1 | 24/4/98 |
| Australia | ANZEST Pty Ltd | | 1 | 17/10/97 |
| Australia | ANZ Adelaide Group Pty Ltd | | 1 | 21/12/28 |
| Australia | Penplaza Investments Pty. Limited | | 1 | 11/4/90 |
| Australia | ANZ Aircraft Finance Pty Ltd | | 1 | 7/7/94 |
| USA | ANZ BGH LLC | | 32 | 25/5/2004 |
| Australia | ANZ Capel Court Limited | | 1 | 22/4/69 |
| Australia | ANZIS Holdings Pty Ltd | 60% | 1 | 17/11/00 |
| Australia | ANZ Infrastructure Services Ltd (12.5% owned by ANZIS Holdings Pty Ltd) | | 1 | 1/12/00 |
| Australia | Capel Court International Investments Pty Ltd | | 1 | 9/1/85 |
| Australia | Capel Court Management Limited | | 1 | 1/7/59 |
| Australia | Valuta Group Pty. Limited | | 1 | 3/2/87 |
| Australia | Valuta (No. 2) Pty. Limited | | 1 | 11/6/85 |
| Australia | Valuta Properties Pty. Limited | | 1 | 5/4/89 |
| Australia | ANZ Capital Funding Pty Ltd | | 1 | 11/8/03 |
| Australia | ANZ Capital Hedging Pty Ltd | | 1 | 27/9/85 |
| Delaware, USA | ANZ Capital LLC I | | 32 | 18/11/03 |
| Delaware, USA | ANZ Capital LLC II | | 32 | 18/11/03 |
| Australia | ANZ Commodity Trading Pty Ltd | | 1 | 3/5/01 |
| Australia | ANZ Custodians Pty Ltd | | 1 | 9/5/97 |
| Delaware, USA | ANZ (Delaware) Inc. | | 3 | 17/8/83 |
| Australia | ANZ Executors & Trustee Company Limited | | 1 | 17/3/83 |
| Australia | ANZ Executors & Trustee Company (Canberra) Limited | | 1 | 19/5/60 |
| Australia | ANZ Fiduciary Services Pty Ltd | | 1 | 28/5/02 |

Annexure "A"

| Domicile | Australia and New Zealand Banking Group Limited | % Owned | Reg Office | Date Registered |
|-----------------|--|--------------------|-----------------------|----------------------------|
| Australia | ANZ Financial Products Pty Ltd | | 1 | 5/7/94 |
| Australia | ANZ Funds Pty. Ltd. | | 1 | 13/3/64 |
| Samoa | ANZ Bank (Samoa) Limited | | 7 | 1/10/90 |
| New Zealand | ANZ Holdings (New Zealand) Limited | | 6 | 30/3/88 |
| New Zealand | ANZ National Bank Limited | | 6 | 23/10/79 |
| New Zealand | ANZ (Int'l) Limited | | 34 | 8/12/86 |
| New Zealand | ANZ Investment Services (New Zealand) Limited | | 6 | 17/2/88 |
| New Zealand | Arawata Investments Limited | | 34 | 17/7/64 |
| New Zealand | Arawata Finance Limited | | 34 | 10/6/81 |
| New Zealand | Amberley Investments Limited | 50% | 34 | 10/3/03 |
| New Zealand | Burnley Investments Limited | | 34 | 27/6/02 |
| New Zealand | Whitelaw Investments | | 35 | 26/6/02 |
| New Zealand | Cortland Finance Limited | | 34 | 24/8/00 |
| Cayman Islands | Gold Liquid Investments Limited | | 10 | 17/8/00 |
| New Zealand | Culver Finance Limited | | 34 | 26/4/01 |
| United States | ThreeStarz Corporation | 71.43% | 25 | 3/8/01 |
| New Zealand | Sefton Finance Limited | | 34 | 7/2/03 |
| New Zealand | Arawata Holdings Limited | | 34 | 2/8/85 |
| New Zealand | Harcourt Corporation Limited | | 34 | 27/6/85 |
| New Zealand | Airlie Investments Limited | | 34 | 15/5/02 |
| New Zealand | Nerine Finance No 2 | 65% | 2 | 14/6/02 |
| New Zealand | Corvine Investments Limited | | 34 | 10/10/00 |
| New Zealand | Elf Productions Limited | | 34 | 17/12/97 |
| New Zealand | Goblin Productions Limited | | 34 | 27/6/01 |
| New Zealand | Harcourt Investments Limited | | 34 | 24/7/01 |
| United States | Maplestead Corporation | | 25 | 27/10/00 |
| New Zealand | Karapiro Investments Limited | | 34 | 13/10/97 |
| New Zealand | Urchin Productions Limited | | 34 | 27/2/73 |
| New Zealand | Arawata Securities Limited | | 34 | 4/5/90 |
| New Zealand | Arawata Assets Limited | | 34 | 13/9/85 |
| New Zealand | Bage Investments Limited | | 6 | 2/11/87 |
| New Zealand | Countrywide Endeavour Building Society | | 34 | 22/11/77 |
| New Zealand | Countrywide Funds Management Limited | | 34 | 11/12/87 |
| New Zealand | Countrywide Superannuation Services Limited | | 34 | 20/7/92 |
| New Zealand | Endeavour Equities Limited | | 6 | 8/12/00 |
| New Zealand | Endeavour Finance Limited | | 6 | 24/9/99 |
| New Zealand | Tui Endeavour Limited | | 6 | 10/7/92 |
| New Zealand | Endeavour Securities Limited | | 6 | 24/9/99 |
| New Zealand | National Bank of New Zealand Custodian Limited | | 34 | 24/9/48 |
| New Zealand | Alos Holdings Limited | | 34 | 12/6/87 |
| New Zealand | NBNZ Finance Limited | | 34 | 15/6/87 |
| New Zealand | Nationwide Home Loans Limited | | 34 | 29/11/95 |
| New Zealand | Nationwide Mortgage Brokers Limited | | 34 | 20/8/98 |
| New Zealand | NBNZ Investment Services Limited | | 34 | 21/4/04 |
| New Zealand | NBNZ Life Insurance Limited | | 34 | 26/5/89 |

Annexure "A"

| Domicile | Australia and New Zealand Banking Group Limited | % Owned | Reg Office | Date Registered |
|-------------------|--|---------|------------|-----------------|
| New Zealand | Philodendron Investments Limited | | 34 | 21/6/76 |
| New Zealand | Receivables Warehouse Limited | | 34 | 1/7/99 |
| New Zealand | Ronaldo Enterprises Limited | | 34 | 3/4/98 |
| New Zealand | Salient Holdings | | 34 | 17/3/99 |
| New Zealand | Salient Holdings No. 2 | | 34 | 25/6/99 |
| New Zealand | South Pacific Merchant Finance Limited | | 34 | 14/7/72 |
| New Zealand | Argitis Holdings Limited | | 34 | 20/4/88 |
| New Zealand | Moginie Holdings Limited | | 34 | 11/9/80 |
| New Zealand | Northpac Holdings Limited | 53% | 34 | 7/7/77 |
| New Zealand | Repton Group Limited | | 34 | 14/4/94 |
| New Zealand | Eventide Holdings Limited | | 34 | 14/4/94 |
| New Zealand | Ship Finance Limited | | 34 | 21/12/84 |
| New Zealand | Southpac Corporation Limited | | 34 | 14/3/72 |
| New Zealand | Control Nominees Limited | | 34 | 30/7/83 |
| New Zealand | Pukete Industrial Holdings Limited | 0.01% | 34 | 28/4/78 |
| New Zealand | Southpac Securities Limited | | 34 | 27/7/73 |
| New Zealand | Southpac Trusts Limited | | 34 | 26/7/82 |
| New Zealand | Southpac Holdings Limited | | 34 | 24/1/77 |
| New Zealand | Trillium Holdings Limited | | 34 | 17/3/99 |
| New Zealand | Tui Securities Limited | | 6 | 19/12/00 |
| New Zealand | UDC Finance Limited | | 6 | 1/4/38 |
| New Zealand | ANZ Specialised Asset Finance (New Zealand) Limited | | 6 | 6/9/02 |
| New Zealand | Loan Service Centre (New Zealand) Limited | | 6 | 13/3/00 |
| New Zealand | Truck Leasing Limited | | 6 | 14/2/90 |
| New Zealand | VPM Investments Limited | | 34 | 18/12/92 |
| New Zealand | Abbey Life Limited | | 34 | 27/6/68 |
| New Zealand | BHI Investments Limited | | 34 | 13/9/85 |
| British Virgin Is | CBC Finance Limited | | 36 | 31/8/98 |
| New Zealand | Eftpos New Zealand Limited | | 6 | 8/6/94 |
| New Zealand | Always There Limited | | 6 | 20/3/00 |
| Australia | EFT-POS Australia Pty Ltd | | 1 | 17/11/95 |
| Hong Kong | NBNZ Holdings Hong Kong Limited | | 38 | 16/12/88 |
| Australia | NBNZ Holdings (Australia) Pty Limited | 50% | 37 | 14/11/94 |
| Australia | Lloyds NZA Pty Limited | | 37 | 6/3/97 |
| Australia | South Pacific Merchant Finance (Australia) Pty Limited | | 37 | 6/3/97 |
| Australia | Southpac Corporation (Australia) Pty Limited | | 37 | 6/3/97 |
| Australia | Southpac Investment Management (Australia) Pty Limited | | 37 | 6/3/97 |
| New Zealand | Samson Funding Limited | | 6 | 4/11/03 |
| Pakistan | ANZ Capital Pakistan (Pvt) Limited (5% owned by ANZ) | | 28 | 1/11/01 |
| India | ANZ Capital Pvt. Limited | 97.96% | 29 | 7/11/01 |
| Hong Kong | ANZ International (Hong Kong) Limited | | 17 | 10/10/72 |
| Hong Kong | ANZ Asia Limited | | 17 | 16/12/80 |

Annexure "A"

| Domicile | Australia and New Zealand Banking Group Limited | % Owned | Reg Office | Date Registered |
|-----------------|---|--------------------|-----------------------|----------------------------|
| Vanuatu | ANZ Bank (Vanuatu) Limited | | 8 | 3/9/85 |
| Vanuatu | La Serigne Limited | 99% | 8 | 13/12/91 |
| Vanuatu | Bay Developments Limited (50% owned by La Serigne Limited) | | 8 | 30/10/01 |
| Vanuatu | Whitehall Investments Limited (50% owned by La Serigne Limited) | | 8 | 30/10/01 |
| Singapore | ANZ International Private Limited | | 15 | 10/2/87 |
| Singapore | ANZCOVER Pte. Ltd. | | 16 | 9/5/87 |
| Singapore | ANZ Singapore Limited | | 15 | 26/12/86 |
| Singapore | ANZ IPB Nominees Pte Ltd | | 15 | 27/7/00 |
| Singapore | Torrison Pte Ltd | | 15 | 5/8/97 |
| India | ANZ Information Technology Pvt Limited | | 9 | 7/6/88 |
| Cook Islands | ANZ/V-Trac International Leasing Company | 95% | 20 | 16/9/98 |
| Kiribati | Bank of Kiribati Ltd | 75% | 24 | 30/8/84 |
| Australia | Binnstone Traders Pty Limited | | 1 | 29/4/69 |
| Australia | Deori Pty Ltd | | 1 | 13/4/99 |
| Australia | LFD Limited (25.06% owned by ANZ) | | 1 | 29/10/52 |
| Australia | GNPL Pty Ltd | | 1 | 10/12/30 |
| Australia | RFDL Pty Ltd | | 1 | 1/4/37 |
| England | Minerva Holdings Limited | | 14 | 5/4/83 |
| England | ANZEF Limited | | 14 | 1/1/34 |
| England | ANZEF Leasing No. 1 Limited | | 14 | 17/8/89 |
| England | ANZEF Leasing No. 2 Limited | 99% | 14 | 18/1/90 |
| Netherlands | ANZEF Investments (UK) B.V. | | 23 | 24/12/98 |
| England | ANZ Emerging Markets Holdings Limited | | 14 | 20/10/59 |
| England | ANZ Bank (Europe) Limited | | 14 | 22/4/87 |
| Netherlands | ANZ Eurofinance B.V. | | 4 | 3/11/88 |
| England | ANZ Global Nominees Limited | | 14 | 13/12/85 |
| England | ANZIM Limited | | 14 | 1/10/99 |
| England | ANZ Leasing Limited | | 14 | 11/4/83 |
| England | ANZ Leasing (No. 2) Ltd | | 14 | 19/6/73 |
| England | ANZMB Limited (50% owned by Brandts Nominees Limited) | | 14 | 3/3/52 |
| New York, USA | ANZ Securities Inc. | | 13 | 7/4/94 |
| England | Brandts Nominees Limited | 90% | 14 | 22/2/34 |
| Netherlands | Grindlays Eurofinance B.V. | | 4 | 18/12/80 |
| Guernsey | Minerva Fund Management (Guernsey) Limited (.01% owned by Brandts Nominees Limited) | | 27 | 21/7/00 |
| England | Minerva Nominees Limited (33.33% owned by Brandts Nominees Limited) | | 14 | 20/5/38 |
| England | Minerva Nominees (No.2) Limited (1% owned by Brandts Nominees Limited) | | 14 | 18/7/67 |
| Cayman Islands | Nichelle Limited | | 10 | 26/3/04 |
| New Zealand | Norway Funds Limited | | 6 | 24/11/03 |
| Australia | Town & Country Land Holdings Pty Ltd | | 1 | 30/9/91 |

Annexure "A"

| Domicile | Australia and New Zealand Banking Group Limited | % Owned | Reg Office | Date Registered |
|-----------------|--|--------------------|-----------------------|----------------------------|
| Australia | Votaint No. 1103 Pty Limited | | 1 | 8/5/98 |
| Australia | ANZ General Partner Pty Ltd | | 1 | 21/9/01 |
| Australia | ANZ Holdings Pty Ltd | | 1 | 14/7/77 |
| Australia | ANZ Infrastructure Investments Limited | | 18 | 5/12/95 |
| Australia | ANZ Investment Holdings Pty Ltd | | 1 | 20/6/85 |
| Australia | 530 Collins Street Property Trust | | 1 | ? |
| Australia | ANZ Investments Pty Ltd | | 1 | 14/7/77 |
| Australia | ANZ Leasing Pty. Ltd. | | 1 | 11/4/83 |
| Australia | ANZ Leasing (ACT) Pty. Ltd. | | 1 | 28/1/66 |
| Australia | ANZ Leasing (NSW) Pty. Ltd. | | 1 | 27/11/81 |
| Australia | ANZ Leasing (NT) Pty. Ltd. | | 1 | 6/2/85 |
| Australia | ANZ Leasing (Vic) Pty. Ltd. | | 1 | 17/12/84 |
| Australia | ANZ Lenders Mortgage Insurance Pty. Limited | | 1 | 3/2/59 |
| New York, USA | ANZ Limited Partnership (10.9% owned by ANZ Realty Holdings (USA) Inc) | | 13 | 21/3/91 |
| Australia | ANZ Margin Services Pty Limited | | 1 | 17/12/81 |
| New York, USA | ANZ MPH LLC | | 13 | 15/12/03 |
| Australia | ANZ Nominees Limited | | 1 | 14/7/77 |
| Australia | ANZ Orchard Investments Pty Ltd | | 1 | 27/9/01 |
| Brazil | ANZ Participacoes E Servicos Ltda | | 12 | 18/9/81 |
| England | ANZ Pensions (UK) Limited | | 14 | 25/7/77 |
| Australia | ANZ Properties (Australia) Pty Ltd | | 1 | 14/3/68 |
| Australia | Weelya Pty. Ltd. | | 1 | 20/5/85 |
| New York, USA | ANZ Realty Holdings (USA) Inc | | 13 | 23/7/91 |
| Australia | ANZ Rewards Pty Ltd | | 1 | 21/5/98 |
| Australia | ANZ Rewards No. 2 Pty Ltd | | 1 | 21/5/98 |
| Australia | ANZ Rural Products Pty Ltd | | 1 | 8/6/01 |
| Australia | ANZ Securities (Holdings) Limited | | 1 | 6/5/70 |
| Australia | ANZ Futures Limited | | 1 | 15/8/84 |
| Australia | ANZIB Specialist Asset Management Limited | | 1 | 21/11/01 |
| New Zealand | ANZ Securities (New Zealand) Limited | | 6 | 19/3/87 |
| New Zealand | ANZMAC Securities (New Zealand) Nominees | | 6 | 19/9/90 |
| New York, USA | ANZ Securities (USA) Inc | | 13 | 16/9/87 |
| Australia | ANZ Securities Limited | | 1 | 20/6/73 |
| Australia | ANZ Securities (Entrepot) Pty Ltd | | 1 | 8/1/87 |
| Australia | ANZ Securities (Nominee) Pty Ltd | | 1 | 9/1/80 |
| Australia | ANZ Underwriting Limited | | 1 | 28/6/71 |
| Australia | ANZ Staff Superannuation (Australia) Pty. Limited | | 1 | 18/12/86 |
| Australia | ANZ Technical Services Pty Ltd | | 1 | 19/12/97 |
| Australia | ANZ Tradecentrix Pty Limited | | 1 | 7/2/01 |

Annexure "A"

| Domicile | Australia and New Zealand Banking Group Limited | % Owned | Reg Office | Date Registered |
|-----------------|---|--------------------|-----------------------|----------------------------|
| Australia | Tradecentrix Pty Limited | | 1 | 18/1/01 |
| Australia | Artesian Investment Management Limited | | 1 | 14/7/03 |
| PNG | Australia and New Zealand Banking Group (PNG) Limited | | 19 | 28/5/76 |
| PNG | ANZ Investments (PNG) Limited | | 19 | 27/12/01 |
| PNG | 8 & 9 Chester Street Ltd | | 19 | 5/4/88 |
| Australia | Azuria Australia Pty Ltd | 99.99% | 1 | 17/9/03 |
| Jersey | ANZ Jersey Limited (50% owned by Brandts Nominees Limited) | | 11 | 4/3/98 |
| Australia | Bellinz Pty Ltd | | 1 | 29/4/97 |
| Australia | Biasca Pty Ltd | 16.67% | 1 | 29/4/97 |
| Cayman Islands | Coastal Horsham Pipeline 1 Ltd | | 30 | 24/7/96 |
| Delaware, USA | Coastal Gas Pipelines Victoria LLC | | 25 | 20/6/97 |
| Australia | Coastal Gas Pipelines Victoria Pty Ltd | | 1 | 20/6/97 |
| Australia | Ecomel Pty. Limited | | 1 | 3/2/87 |
| Australia | Elgeba Pty. Limited | | 1 | 3/2/87 |
| Australia | E S & A Holdings Pty Ltd | | 1 | 14/7/77 |
| Australia | E S & A Properties (Australia) Pty Ltd | | 1 | 28/8/61 |
| Australia | Esanda Finance Corporation Limited | | 1 | 21/10/55 |
| Australia | ANZ Rental Solutions Pty Ltd | | 1 | 29/6/59 |
| Australia | ANZ Specialised Asset Finance Pty Ltd | | 1 | 15/9/83 |
| Australia | Asset Rentals Pty Ltd | | 1 | 29/4/03 |
| Australia | Eauto Pty Ltd | | 1 | 25/11/86 |
| Australia | Fleet Partners Pty Limited | | 1 | 16/2/87 |
| Australia | Claric 246 Pty Ltd | | 1 | 13/6/90 |
| Australia | P L Lease Management Pty Ltd | | 1 | 3/5/91 |
| Australia | Loan Service Centre Pty Limited | | 1 | 18/6/90 |
| Australia | Mercantile Credits Pty Ltd | | 1 | 11/7/35 |
| Australia | ANZCAP Leasing Services Pty Ltd | | 1 | 5/7/74 |
| Australia | ANZCAP Leasing (Vic.) Pty. Ltd. | | 1 | 15/9/83 |
| Australia | Renishaw Pty Ltd | 50% | 1 | 23/2/88 |
| Australia | Tovepool Pty Ltd | 50% | 1 | 28/8/89 |
| Australia | FCA Finance Pty. Limited | | 1 | 29/4/58 |
| Australia | Analed Pty. Ltd. | | 1 | 26/6/73 |
| Australia | Crebb No 1 Pty Ltd | | 1 | 15/6/01 |
| Australia | Crebb No 2 Pty Ltd | | 1 | 15/6/01 |
| Australia | Crebb No 3 Pty Ltd | | 1 | 15/6/01 |
| Australia | Crebb No 4 Pty Ltd | | 1 | 15/6/01 |
| Australia | Crebb No 5 Pty Ltd | | 1 | 15/6/01 |
| Australia | Crebb No 6 Pty Ltd (50% owned by ANZ Banking Group (New Zealand) Limited) | | 1 | 15/6/01 |
| Australia | Crebb No 7 Pty Ltd | | 1 | 15/6/01 |
| Australia | Crebb No 9 Pty Ltd | | 1 | 15/6/01 |
| Australia | Crebb No 10 Pty Ltd | | 1 | 15/6/01 |

Annexure "A"

| Domicile | Australia and New Zealand Banking Group Limited | % Owned | Reg Office | Date Registered |
|-------------|---|---------|------------|-----------------|
| Australia | Crebb No 13 Pty Ltd | | 1 | 15/6/01 |
| Australia | Crebb No 14 Pty Ltd | | 1 | 15/6/01 |
| Australia | G-BNWF Aircraft Pty Ltd | | 1 | 18/5/00 |
| Australia | G-BNWG Aircraft Pty Ltd | | 1 | 18/5/00 |
| Australia | G-BNWK Aircraft Pty Ltd | | 1 | 18/5/00 |
| Australia | G-BNWP Aircraft Pty Ltd | | 1 | 18/5/00 |
| Australia | Japan Australia Venture Capital Fund (MIC) Pty Ltd | | 1 | 2/8/88 |
| Australia | JIKK Pty Ltd | | 1 | 8/5/98 |
| New Zealand | NBNZ Holdings Limited | | 33 | 7/3/89 |
| Australia | NMRB Finance Limited (<i>In Liquidation</i>) | | - | 23/8/74 |
| Australia | NMRB Pty Ltd | | 1 | 14/2/86 |
| Australia | NMRSB Pty Ltd | | 1 | 21/4/90 |
| England | Norway Finance (UK) Limited | | 14 | 28/11/03 |
| Indonesia | PT ANZ Panin Bank | 85% | 21 | 5/9/90 |
| Fiji | Quest Limited (50% owned by ANZ Funds Pty Ltd) | | 31 | 9/1/01 |
| England | The Bank of Australasia (<i>In Liquidation</i>) | | - | 24/5/51 |
| England | The London Bank of Australia (<i>In Liquidation</i>) | | - | 1/1/1893 |
| England | The Union Bank of Australia Limited (<i>In Liquidation</i>) | | - | ? |
| England | Upspring Limited | | 14 | 29/10/03 |
| Australia | Zosterops Australia Pty Ltd | 99.99% | 1 | 17/9/03 |

NOTES: All companies are 100% owned within the Group unless otherwise indicated.

Registered Offices

- 1 Level 6, 100 Queen Street, Melbourne, Australia 3000
- 2 C/- Minter Ellison Rudd Watts, Level 17, 125 The Terrace, Wellington, New Zealand
- 3 C/O United States Corporation Company, 1013 Centre Road, Wilmington Delaware USA 19805
- 4 Burgemeester Rijnderslaan 10, 1185 Mc Amstelveen, The Netherlands
- 5 Sydney Vale House, Rue du Commerce, St Peter Port, Guernsey, Channel Islands
6. Level 15, ANZ Tower, 215-229 Lambton Quay, Wellington, New Zealand
7. Beach Road, Apia, Samoa
8. C/O Hawkes Law, KPMG House, Rue Pasteur, Port Villa, Vanuatu
9. Embassy Golf Links BusinessPark, Off Intermediate Ring Road, Bangalore, India 560052
10. Uglan House, South Church Street, Grand Cayman, Cayman Islands
11. 15 Castle Street, St. Helier JE4 8ZH, Jersey, Channel Islands
12. Av - Rio Branco (Head Office) 01 Grupo 810 Rio de Janeiro RJ Brazil
13. 6th Floor, 1177 Avenue of the Americas, New York, New York, USA 10036
14. Minerva House, Montague Close, London, SE1 9DH England
15. 20 Raffles Place, #09-01 Ocean Towers, Singapore 048620
16. 10 Collyer Quay, #17-01/07 Ocean Building Singapore 049315
17. Suite 3101-3105, One Exchange Square, 8 Connaught Place, Central Hong Kong

Annexure "A"

18. Blake Dawson Waldron, Level 11, 12 Moore Street, Canberra ACT 2601
19. 1st Floor, Defens Haus, Cnr Champion Parade & Hunter Street, Port Moresby, Papua New Guinea
20. C/ Trust Net (Cook Islands) Limited, CIDB Building, Avarua Raratonga, Cook Islands
21. Ground & 1st Floor, Panin Bank Centre, Jl Jend Sudirman (Senayan) Jakarta, Indonesia, 10270
22. Amerika Samoa Bank Building, Fagatogo, Maoputasi County, American Samoa
23. Groeselaan 18, 3521 CB Utrecht, Netherlands
24. Bairiki, Tarawa, Republic of Kiribati
25. C/O The Corporation Trust Co, 1209 Orange Street, Wilmington, Delaware, USA
26. 347 Kent Street, Sydney, Australia 2000
27. Trafalgar Court, Admiral Park, St Peter Port, Guernsey, Channel Islands
28. Progressive Plaza, Room No. 601-603 Beaumont Road Karachi, Pakistan
29. 701-705 Dalamai House, Nariman Point, Mumbai, India 400 021
30. C/- Walkers, P O Box 265GT, Walker House, George Town, Grand Cayman
31. C/o KMPG, Level 5, ANZ House, Victoria Parade, Suva, FIJI
32. C/-Corporation Service Company, 2711 Centreville Road, Suite 400, Wilmington, Delaware, USA, 19711
33. Level 12, National Bank House, 170 - 186 Featherston Street, Wellington, New Zealand
34. Level 10, NBNZ House, 1 - 9 Victoria Street, Wellington, New Zealand
35. C/- Chapman Tripp, 1-13 Grey Street, Wellington, New Zealand
36. Sea Meadow House, Blackburne Highway PO Box 116, Road Town, Tortola, British Virgin Islands
37. Level 26, AMP Centre, 50 Bridge Street, Sydney, NSW, 2000, Australia
38. Suite 3901 - 3904, 39/F, Two Exchange Square, 8 Connaught Place, Central, Hong Kong