



**Bank of Queensland Limited**  
 ABN 32 009 656 740  
 New ideas in banking

Mark this box with an 'X' if you have made any changes to your address details (see reverse)



# Proxy Form

**All correspondence to:**  
 Computershare Investor Services Pty Limited  
 GPO Box 523 Brisbane  
 Queensland 4001 Australia  
 Enquiries (within Australia) 1800 779 639  
 (outside Australia) 61 3 9615 5970  
 Facsimile 61 7 3229 9860  
 www.computershare.com



New ideas in banking

If unclaimed, return to:  
 GPO Box 523, Brisbane QLD 4001

POSTAGE  
 PAID  
 AUSTRALIA

MR JOHN SMITH  
 FLAT 123  
 123 SAMPLE STREET  
 SAMPLEVILLE VIC 3030

Securityholder Reference Number (SRN)



I 1234567890 I ND

MR JOHN SMITH  
 FLAT 123  
 123 SAMPLE STREET  
 SAMPLEVILLE VIC 3030

## Appointment of Proxy

I/We being a member/s of Bank Of Queensland Limited and entitled to attend and vote hereby appoint

the Chairman of the Meeting (mark with an 'X') OR

Write here the name of the person you are appointing if this person is **someone other than** the Chairman of the Meeting.

or failing the person named, or if no person is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of Bank Of Queensland Limited to be held at the Ballroom North, Sheraton Hotel, 249 Turbot Street, Brisbane on Thursday 11 December 2003 at 10:00am and at any adjournment of that meeting.

### IMPORTANT: FOR ITEMS 3, 4, 5 and 6 BELOW

If the Chairman of the Meeting is to be your proxy and you do not wish to direct your proxy how to vote on Items 3, 4, 5 and 6 below, please place a mark in this box. By marking this box you acknowledge that the Chairman of the Meeting may exercise your proxy even if he has an interest in the outcome of that Item and that votes cast by him, other than as proxyholder, would be disregarded because of that interest. The Chairman intends to vote undirected proxies in favour of Items 3, 4, 5 and 6. If you do not mark this box or direct your proxy on how to vote on Items 3, 4, 5 or 6, the Chairman will only cast a vote on those Items in respect of your proxy if the Chairman does not have an interest in the outcome of the Item.

## Voting directions to your proxy - please mark to indicate your directions

	For	Against	Abstain*			For	Against	Abstain*
2 (a)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4	Ratification of Issue of Ordinary Shares under the Dividend Reinvestment Plan Underwriting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 (b)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	5	Ratification of Issue of Ordinary Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 (c)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	6	Ratification of Issue of Series 1 Reset Preference Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		Aggregate maximum amount of Non-executive Directors' Fees			

\* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

## Appointing a second Proxy

I/We wish to appoint a second proxy

Mark with an 'X' if you wish to appoint a second proxy. AND  % OR  State the percentage of your voting rights or the number of securities for this Proxy Form.

**PLEASE SIGN HERE** This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1  Individual/Sole Director and Sole Company Secretary

Securityholder 2  Director

Securityholder 3  Director/Company Secretary

Contact Name \_\_\_\_\_ Contact Daytime Telephone \_\_\_\_\_ Date \_\_\_\_/\_\_\_\_/\_\_\_\_

BOQ PRX +



**NOTICE OF ANNUAL GENERAL MEETING AND PROXY FORM**

## Chairman's Letter to Shareholders

Dear Shareholder

The 129th Annual General Meeting of Bank of Queensland Limited is to be held on Thursday, 11 December 2003. On behalf of your directors, I invite you to attend the meeting. If you are unable to be present, we encourage you to participate in the meeting by completing and lodging the Proxy Form included with the Notice of Meeting.

The meeting will be held at the Ballroom North, Sheraton Hotel, 249 Turbot Street, Brisbane. The meeting starts at 10.00am with registrations starting at 9.15am.

At the meeting we will present to you the Bank's results for the financial year ended 31 August 2003 and invite your questions, comments and discussion on those results. We will also outline for you the Board's plans for the Bank in the current year.

The business of the meeting includes proposals for the election of 3 directors, Bruce Phillips, Neil Summerson and John Reynolds. Mr Phillips and Mr Summerson retire by rotation in the normal course and offer themselves for re-election. Mr Reynolds was appointed to a casual vacancy on the Board in April 2003 and under the Bank's Constitution must submit himself for election at this meeting.

The other items of business include proposals relating to the ratification of a number of share issues related to the Bank's capital management program. The first is the April 2003 issue of ordinary shares under the underwriting arrangements for the Dividend Reinvestment Plan. The other two issues are the issue of ordinary shares under a placement on 15 August 2003 and the issue of Series 1 Reset Preference Shares on 7 October 2003, both related to the funding of the Bank's strategic acquisition of UFJ Finance Australia Limited, announced in August 2003.

Your directors strongly urge you to support these proposals.

Your directors also propose an increase in the aggregate level of directors' fees. The reasons for this proposal are set out in the explanatory statement.

I encourage you to read the attached Notice of Meeting and Explanatory Statement in full.

**If you attend the meeting personally, please bring the Notice of Meeting with you as it contains a barcode that will assist in the registration and voting process.**

If you cannot attend the meeting and you wish to appoint a proxy, the completed Proxy Form can be returned in the reply paid envelope provided or by facsimile to (07) 3229 9860. Your proxy must be received no later than 10.00am on Tuesday, 9 December 2003 to be valid.

I hope that you can join us on Thursday, 11 December 2003 at our annual meeting.

Yours sincerely

Neil Roberts  
Chairman

MR JOHN SMITH  
FLAT 123  
123 SAMPLE STREET  
SAMPLEVILLE VIC 3030

Securityholder Reference Number (SRN)



I 1234567890 IND

## How to complete the Proxy Form

### 1 Your Address

This is your address as it appears on the company's share register. If this information is incorrect, please mark the box and make the correction on the form. Securityholders sponsored by a broker (in which case your reference number overleaf will commence with an 'x') should advise your broker of any changes. Please note, you cannot change ownership of your securities using this form.

### 2 Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a securityholder of the company.

### 3 Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### 4 Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form.

To appoint a second proxy you must:

- indicate that you wish to appoint a second proxy by marking the box.
- on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- return both forms together in the same envelope.

### 5 Signing Instructions

You must sign this form as follows in the spaces provided:

Individual:	where the holding is in one name, the holder must sign.
Joint Holding:	where the holding is in more than one name, all of the securityholders should sign.
Power of Attorney:	to sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.
Companies:	where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of the corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the company's share registry.

### Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below no later than 48 hours before the commencement of the meeting at 10:00am on Thursday 11 December 2003. Any Proxy Form received after that time will not be valid for the scheduled meeting.

**Documents may be lodged using the reply paid envelope or :**

- by posting, delivery or facsimile to Bank Of Queensland Limited share registry at the address opposite,

Bank Of Queensland Limited share registry  
C/ Computershare Investor Services Pty Limited  
Level 27, Central Plaza One, 345 Queen Street  
Brisbane Queensland 4000  
Australia  
Facsimile 61 7 3229 9860