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ABERDEEN AUSTRALIA EQUITY FUND INC

Form N-PX

August 14, 2008

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-04438

EXACT NAME OF REGISTRANT AS  
SPECIFIED IN CHARTER: Aberdeen Australia Equity Fund, Inc.

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 800 Scudders Mill Road  
Plainsboro, NJ 08536

NAME AND ADDRESS OF AGENT FOR SERVICE: Mr. Vincent Esposito  
Aberdeen Asset Management  
Inc.  
1735 Market Street, 37th  
Floor  
Philadelphia, PA 19103

REGISTRANT'S TELEPHONE NUMBER  
INCLUDING AREA CODE: 866-839-5205

DATE OF FISCAL YEAR END: 10/31

DATE OF REPORTING PERIOD: 07/01/2007 - 06/30/2008

Aberdeen Australia Equity Fund, Inc.

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AGL ENERGY LTD

Agent

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Security: Q01630104  
Meeting Type: Annual General Meeting  
Meeting Date: 08-Nov-2007  
Ticker:  
ISIN: AU000000AGK9  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial report of the Company and the consolidated entity and the reports of the Directors' and the Auditor for the FYE 30 JUN 2007	Non-Voting	
2.	Adopt the remuneration report for the FYE 30	Mgmt	For

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JUN 2007 as specified

3.A	Re-elect Mr. M R G Johnson as a Director, who retires by rotation in accordance with clause 58 of the Company's Constitution	Mgmt	For
3.B	Re-elect Mr. M G Ould as a Director, who retires by rotation in accordance with clause 58 of the Company's Constitution	Mgmt	For
3.C	Re-elect Mr. B Phillips as a Director, who retires in rotation in accordance with clause 56.2 of the Company's Constitution	Mgmt	For
4.	Approve for the purpose of Listing Rule 7.4 of the Listing Rules of ASX Limited, to issue of 56,550,000 fully-paid ordinary shares in the Company on 27 FEB 2007 made by way of placement	Mgmt	For
S.5	Approve for the purposes of section 260B[2] of the Corporations Act 2001 [Cth], for the financial assistance to be provided, from time to time, by the following subsidiaries of the Company: [a] AGL Sales (Queensland) Pty Limited ACN 121 177 740 in connection with the Sun Gas Acquisition; (b) Each of AGL Energy Services (Queensland) Pty Limited ACN 104 759 471, AGL Sales (Queensland Electricity) Pty Limited ACN 078 875 902, Australian Energy Ltd ACN 083 183 028 and Powerdirect Pty Limited ACN 067 609 803 in connection with the Powerdirect Acquisition; (c) Each of AGL SA Generation Pty Limited ACN 081 074 204, AGL Torrens Island Pty Limited ACN 081 074 197 and AGL Torrens Island Holdings Pty Limited ACN 071 611 017 in connection with the TIPS Acquisition; and(d) Any other subsidiary of any of the Targets as specified	Mgmt	For

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APN NEWS & MEDIA LTD

Agen

Security: Q1076J107  
 Meeting Type: Annual General Meeting  
 Meeting Date: 03-Jul-2007  
 Ticker: APN AU  
 ISIN: AU000000APN4

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Prop.#	Proposal	Proposal Type	Proposal Vote
	Receive the financial report, the Directors' report and the independent audit report for the YE 31 DEC 2006	Non-Voting	
1.	Re-elect Mr. Peter M. Cosgrove as a Director, who retires by rotation in accordance with the Company's Constitution	Mgmt	For

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2.	Re-elect Mr. Albert E. Harris as a Director, who retires by rotation in accordance with the Company's Constitution	Mgmt	For
3.	Re-elect Mr. Liam P. Healy as a Director, who retires by rotation in accordance with the Company's Constitution	Mgmt	For
4.	Re-elect Mr. Kevin J. Luscombe as a Director, who retires by rotation in accordance with the Company's Constitution	Mgmt	For
5.	Adopt the Company's remuneration report for the YE 31 DEC 2006	Mgmt	For
	Other business	Non-Voting	

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ASX LIMITED

Agen-----

Security: Q0604U105  
Meeting Type: Annual General Meeting  
Meeting Date: 30-Oct-2007  
Ticker: ASX AU  
ISIN: AU000000ASX7  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial report, Directors' report and Auditor's report for ASX and its controlled entities for the YE 30 JUN 2007	Non-Voting	No vote
2.	Receive the financial report and the Auditor's report for the National Guarantee Fund for the YE 30 JUN 2007	Non-Voting	No vote
3.	Adopt the remuneration report	Mgmt	For
4.	Elect Mr. Shane Finemore as a Director of ASX	Mgmt	For
5.	Elect Mr. David Gonski AC as a Director of ASX	Mgmt	For
6.	Approve to increase the total amount of fees that may be paid to ASX's Non-Executive Directors as a whole by AUD 500,000 from AUD 2 million to a maximum of AUD 2.5 million	Mgmt	For
7.	Approve, for all purposes including for the purpose of Listing Rule 10.14, the grant of performance rights to acquire shares in ASX, and the issue or transfer of shares in ASX, to Mr. Robert Elstone under the ASX Long Term Incentive Plan as specified	Mgmt	For

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 AUSTRALIA & NEW ZEALAND BANKING GROUP LTD, MELBOURNE VIC  
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Agen

Security: Q09504137  
 Meeting Type: Annual General Meeting  
 Meeting Date: 18-Dec-2007  
 Ticker: ANZ AU  
 ISIN: AU000000ANZ3  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the annual report, financial report and the reports of the Directors and of the Auditor for the YE 30 SEP 2007	Non-Voting	
s.2.a	Approve the terms and conditions of the selective buy back agreement relating to the buy back of the preferences shares which form part of the ANZ Stapled Exchangeable Preferred Securities [ANZ StEPS] as specified	Mgmt	For
s.2.b	Approved the terms and conditions of the selective reduction of capital relating to the preference shares which form part of ANZ StEPS as specified	Mgmt	For
S.3	Adopt the Constitution as specified	Mgmt	For
4.	Approve, in accordance with ASX Listing Rule 10.14, the allocation of AUD 9 million worth of deferred shares for the benefit of Mr. Michael Smith, the Managing Director and Chief Executive Officer of the Company on the terms and conditions as specified	Mgmt	For
5.	Approve, in accordance with ASX Listing Rule 10.14, to grant 3 tranches of performance rights equivalent in value to AUD 9 million to Mr. Michael Smith, the Managing Director and Chief Executive Officer of the Company on the terms and conditions as specified	Mgmt	For
6.	Adopt the remuneration report for the YE 30 SEP 2007	Mgmt	For
	PLEASE NOTE THAT ALTHOUGH THERE ARE 5 CANDIDATES TO BE ELECTED AS DIRECTORS, THERE ARE ONLY 4 VACANCIES AVAILABLE TO BE FILLED AT THE MEETING. THE STANDING INSTRUCTIONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO VOTE FOR ONLY 4 OF THE 5 DIRECTORS. THANK YOU.	Non-Voting	
7.a	Elect Mr. R.J. Reeves as a Director	Mgmt	No vote
7.b	Re-elect Mr. D.E. Meiklejohn as a Director who retires in accordance with the Company's Constitution	Mgmt	For
7.c	Re-elect Mr. J.P Morschel as a Director who retires in accordance with the Company's Constitution	Mgmt	For

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|-----|--|------|-----|
| 7.d | Elect Mr. I. J. Macfarlane as a Director who retires in accordance with the Company's Constitution | Mgmt | For |
| 7.e | Re-elect Dr. G. J. Clark as a Director who retires in accordance with the Company's Constitution   | Mgmt | For |

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 AXA ASIA PACIFIC HOLDINGS LTD

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 Agen

Security: Q12354108  
 Meeting Type: Annual General Meeting  
 Meeting Date: 16-Apr-2008  
 Ticker:  
 ISIN: AU000000AXA5  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	To consider the financial report, Director's report and the Auditor's report for the YE 31 DEC 2007	Non-Voting	
2.A	Re-elect Mr. Rick Allert as a Director, who retires by rotation	Mgmt	For
2.B	Re-elect Mr. Michael Butler as a Director, who retires by rotation	Mgmt	For
2.C	Elect Mr. John Dacey as a Director, who retires by rotation	Mgmt	For
2.D	Elect Mr. Paul Sampson as a Director, who retires by rotation	Mgmt	For
3.	Approve and adopt the remuneration report for the YE 31 DEC 2007	Mgmt	For
4.	Approve the grant to Mr. Andrew Penn [Group Chief Executive] of up to 575,000 allocation rights and of up to 70,000 performance rights, such participation to be in accordance with the terms of the AXA APH Executive Performance Plan [Executive Performance Plan]	Mgmt	For

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 BENDIGO AND ADELAIDE BANK LTD, BENDIGO VIC

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 Agen

Security: Q1456C110  
 Meeting Type: Annual General Meeting  
 Meeting Date: 29-Oct-2007  
 Ticker: BEN AU  
 ISIN: AU000000BEN6  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the Company's financial report, the Directors' report and the report by the Auditor for the YE 30 JUN 2007	Non-Voting	
2.	Adopt the remuneration report of the Company for the YE 30 JUN 2007	Mgmt	For
3.	Re-elect Mr. R. Johanson as a Director of the Company, who retires under Rule 67 of the Company's Constitution	Mgmt	For
4.	Re-elect Mr. T. O'Dwyer as a Director of the Company, who retires under Rule 67 of the Company's Constitution	Mgmt	For
5.	Re-elect Mr. N. Axelby as a Director of the Company, who retires under Rule 67 of the Company's Constitution	Mgmt	For
S.6	Amend the Company's Constitution by replacing Rule 53 as specified	Mgmt	For

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 BENDIGO AND ADELAIDE BANK LTD, BENDIGO VIC

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 Agen

Security: Q1456C110  
 Meeting Type: Extraordinary General Meeting  
 Meeting Date: 29-Jan-2008  
 Ticker: BEN AU  
 ISIN: AU000000BEN6  
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Prop.#	Proposal	Proposal Type	Proposal Vote
S.1	Approve to change the name of the Company from Bendigo Bank Limited to Bendigo and Adelaide Bank Limited with effect on and from 31 MAR 2008	Mgmt	For
S.2	Approve and adopt the Constitution contained in the document submitted to the meeting and signed by the Chairman for the purpose of identification as the Constitution of the Company in substitution for and to the exclusion of the existing Constitution of the Company	Mgmt	For
3.	Approve, for all purposes, including ASX Listing Rule 10.14, the issue of performance rights to the Executive Director, Mr. J. McPhee under the Executive Incentive Plan as specified, and any issues of ordinary shares upon the vesting of those performance rights	Mgmt	For
4.	Approve to increase the maximum annual aggregate amount payable to Non-Executive Directors by	Mgmt	For

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the way of Directors' fees AUD 500,000 per annum to AUD 1,700,000 per annum

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 BHP BILLITON LTD

Agen

Security: Q1498M100  
 Meeting Type: Annual General Meeting  
 Meeting Date: 28-Nov-2007  
 Ticker: BHP AU  
 ISIN: AU000000BHP4  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial statements for BHP Billiton Plc for the YE 30 JUN 2007, together with the Directors' report and the Auditor's report as specified	Mgmt	For
2.	Receive the financial statements for BHP Billiton Limited for the YE 30 JUN 2007, together with the Directors' report and the Auditor's report as specified	Mgmt	For
3.	Re-elect Mr. David A. Crawford as a Director of BHP Billiton Plc	Mgmt	For
4.	Re-elect Mr. David A. Crawford as a Director of BHP Billiton Limited	Mgmt	For
5.	Re-elect Mr. Don R. Argus as a Director of BHP Billiton Plc	Mgmt	For
6.	Re-elect Mr. Don R. Argus as a Director of BHP Billiton Limited	Mgmt	For
7.	Re-elect Mr. Carlos A. S. Cordeiro as a Director of BHP Billiton Plc, who retires by rotation	Mgmt	For
8.	Re-elect Mr. Carlos A. S. Cordeiro as a Director of BHP Billiton Limited, who retires by rotation	Mgmt	For
9.	Re-elect The Hon E. Gail de Planque as a Director of BHP Billiton Plc, who retires by rotation	Mgmt	For
10.	Re-elect The Hon E. Gail de Planque as a Director of BHP Billiton Limited, who retires by rotation	Mgmt	For
11.	Re-elect Dr. David A. L. Jenkins as a Director of BHP Billiton Plc, who retires by rotation	Mgmt	For
12.	Re-elect Dr. David A. L. Jenkins as a Director of BHP Billiton Limited, who retires by rotation	Mgmt	For
13.	Re-appoint KPMG Audit Plc as the Auditor of BHP Billiton Plc and authorize the Directors to agree their remuneration	Mgmt	For

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|-------|--|------|-----|
| 14.   | Approve that the authority and power to allot relevant securities conferred on the Directors by Article 9 of BHP Billiton Plc's Articles of Association be renewed for the period ending on the later of the AGM of BHP Billiton Plc and the AGM of BHP Billiton Limited in 2008, and for such period the Section 80 amount [under the United Kingdom Companies Act 1985] shall be USD 278,081,499   | Mgmt | For |
| S.15  | Approve that the authority and power to allot equity securities for cash conferred on the Directors by Article 9 of BHP Billiton Plc's Articles of Association be renewed for the period ending on the later of the AGM of BHP Billiton Plc and the AGM of BHP Billiton Limited in 2008, and for such period the Section 89 amount [under the United Kingdom Companies Act 1985] shall be USD 58,200,632   | Mgmt | For |
| S.16  | Authorize BHP Billiton Plc, in accordance with Article 6 of its Articles of Association and Section 166 of the United Kingdom Companies Act 1985, to make market purchases [Section 163 of that Act] of ordinary shares of USD 0.50 nominal value each in the capital of BHP Billiton Plc ["shares"] provided that: a) the maximum aggregate number of shares to be purchased be 232,802,528, representing 10% of BHP Billiton Plc's issued share capital; b) the minimum price that may be paid for each share is USD 0.50, being the nominal value of such a share; c) the maximum price that may be paid for any share is not more than 5% above the average of the middle market quotations for a share taken from the London Stock Exchange Daily Official List for the 5 business days immediately preceding the date of purchase of the shares; [Authority expires on the earlier of 25 APR 2009 and the later of the AGM of BHP Billiton Plc and the AGM of BHP Billiton Limited in 2008]; BHP Billiton Plc may enter into a contract for the purchase of shares before the expiry of this authority, which would or might be completed wholly or partly after such expiry | Mgmt | For |
| S17.1 | Approve to reduce the share capital of BHP Billiton Plc by the cancellation of all the issued paid up shares of USD 0.50 nominal value each held by BHP Billiton Limited on 31 DEC 2007  | Mgmt | For |
| S17.2 | Approve to reduce the share capital of BHP Billiton Plc by the cancellation of all the issued paid up shares of USD 0.50 nominal value each held by BHP Billiton Limited on 15 FEB 2008  | Mgmt | For |
| S17.3 | Approve to reduce the share capital of BHP Billiton Plc by the cancellation of all the issued paid up shares of USD 0.50 nominal value each held by BHP Billiton Limited on 30 APR 2008  | Mgmt | For |



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S17.4	Approve to reduce the share capital of BHP Billiton Plc by the cancellation of all the issued paid up shares of USD 0.50 nominal value each held by BHP Billiton Limited on 31 MAY 2008	Mgmt	For
S17.5	Approve to reduce the share capital of BHP Billiton Plc by the cancellation of all the issued paid up shares of USD 0.50 nominal value each held by BHP Billiton Limited on 15 JUN 2008	Mgmt	For
S17.6	Approve to reduce the share capital of BHP Billiton Plc by the cancellation of all the issued paid up shares of USD 0.50 nominal value each held by BHP Billiton Limited on 31 JUL 2008	Mgmt	For
S17.7	Approve to reduce the share capital of BHP Billiton Plc by the cancellation of all the issued paid up shares of USD 0.50 nominal value each held by BHP Billiton Limited on 15 SEP 2008	Mgmt	For
S17.8	Approve to reduce the share capital of BHP Billiton Plc by the cancellation of all the issued paid up shares of USD 0.50 nominal value each held by BHP Billiton Limited on 30 NOV 2008	Mgmt	For
18.	Approve the remuneration report for the YE 30 JUN 2007	Mgmt	For
19.	Approve the grant of Deferred Shares and Options under the BHP Billiton Limited Group Incentive Scheme [GIS] and the grant of Performance Shares under the BHP Billiton Limited Long Term Incentive Plan [LTIP] to the Executive Director Mr. M. J. Kloppers, in the specified manner	Mgmt	For
20.	Approve the grant of Deferred Shares and Options under the BHP Billiton Limited Group Incentive Scheme [GIS] to Mr. C. W. Goodyear, in the specified manner	Mgmt	For
S.21	Amend the Articles of Association of BHP Billiton Plc by deleting Article 82	Mgmt	For
S.22	Amend the Constitution of BHP Billiton Limited by deleting Rule 82	Mgmt	For

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 BILLABONG INTERNATIONAL LTD

Agem

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 Security: Q1502G107  
 Meeting Type: Annual General Meeting  
 Meeting Date: 26-Oct-2007  
 Ticker: BBG AU  
 ISIN: AU000000BBG6  
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Prop.#	Proposal	Proposal Type	Proposal Vote
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1.	Receive the financial report, including the Directors' declaration for the YE 30 JUN 2007 and the related Directors' report and the audit report	Non-Voting	
2.	Re-elect Mr. Ted Kunkel as a Director, who retires by rotation in accordance with the Article 6.3 of the Company's Constitution	Mgmt	For
3.	Re-elect Mr. Allan McDonald as a Director, who retires by rotation in accordance with the Article 6.3 of the Company's Constitution	Mgmt	For
4.	Adopt the remuneration report for the YE 30 JUN 2007	Mgmt	For
5.	Approve, for the purpose of ASX Listing Rule 10.14, to award up to 56,363 fully paid ordinary shares, for no consideration, to Mr. Derek O'Neill pursuant to the Billabong International Limited Executive Performance Share Plan for the FYE 30 JUN 2008	Mgmt	For
6.	Approve, for the purpose of ASX Listing Rule 10.14, to award up to 48,745 fully paid ordinary shares, for no consideration, to Mr. Paul Naude pursuant to the Billabong International Limited Executive Performance Share Plan for the FYE 30 JUN 2008	Mgmt	For

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BRADKEN LTD

Agen

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 Security: Q17369101  
 Meeting Type: Annual General Meeting  
 Meeting Date: 31-Oct-2007  
 Ticker:  
 ISIN: AU000000BKN3  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial reports of the Company and the consolidated entity and the report of Directors and the Auditor thereon for the FYE 30 JUN 2007	Non-Voting	
2.	Adopt the remuneration report of the Company for the FYE 30 JUN 2007	Mgmt	For
3.	Re-elect Mr. Phillip Arnall as a Director, who retires by rotation in accordance with Article 9.3 of the Company's Constitution	Mgmt	For
4.	Approve, for all purposes under the Corporations Act 2001 [Cth] and the Listing Rules of ASX Limited: a) participation in the Performance Rights Plan by Mr. Brian Hodges, Managing Director	Mgmt	For

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as to 60,668 performance rights; and b) acquisition accordingly by Mr. Hodges of those performance rights and, in consequence of exercise of those performance rights, of ordinary shares in the Company, all in accordance with the Performance Rights Plan Rules as amended from time to time as specified

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|----|--|------|-----|
| 5. | Approve, for the purposes of ASX Listing Rule 10.17 and Article 9.9(a) of the Company's Constitution, to increase the maximum aggregate remuneration payable to the Non-executive Directors of the Company in a FY by AUD 200,000 to AUD 800,000 per annum | Mgmt | For |
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COMMONWEALTH BANK OF AUSTRALIA, SYDNEY NSW

Agen

Security: Q26915100  
 Meeting Type: Annual General Meeting  
 Meeting Date: 07-Nov-2007  
 Ticker: CBA AU  
 ISIN: AU000000CBA7

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial report, the Directors' report and the Auditor's report for the FYE 30 JUN 2007	Non-Voting	
2.	Appoint PricewaterhouseCoopers as the Auditors of Commonwealth Bank of Australia and authorize the Directors to fix the remuneration of the Auditors	Mgmt	For
3.A	Re-elect Mr. Reg J. Clairs as a Director, in accordance with Articles 11.1 and 11.2 of the Constitution of Commonwealth Bank of Australia	Mgmt	For
3.B	Re-elect Mr. Harrison H.Young as a Director, in accordance with Articles 11.4(b) and 11.2 of the Constitution of Commonwealth Bank of Australia	Mgmt	For
3.C	Re-elect Sir John A Anderson as a Director, in accordance with Articles 11.4(b) and 11.2 of the Constitution of Commonwealth Bank of Australia	Mgmt	For
4.	Approve the remuneration report for the YE 30 JUN 2007	Mgmt	For
5.	Approve, in accordance with ASX Listing Rules 10.14 and 10.15 for the participation of Mr. Ralph J. Norris in the Group Leadership Share Plan of Commonwelath Bank of Australia [GLSP]; and to grant AUD 11.56 Million worth of Shares	Mgmt	For

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to Mr. Ralph Norris, Chief Executive Officer,  
under the Group Leadership Share Plan

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COMPUTERSHARE LIMITED CPU

Agen

Security: Q2721E105  
Meeting Type: Annual General Meeting  
Meeting Date: 14-Nov-2007  
Ticker:  
ISIN: AU000000CPU5  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Chairman's address and the presentation by the Chief Executive Officer	Non-Voting	
2.	Receive the annual financial report, the Directors' report and the Auditor's report for the YE 30 JUN 2007	Non-Voting	
3.	Adopt the remuneration report for the YE 30 JUN 2007	Mgmt	For
4.	Re-elect Mr. Christopher John Morris as a Director of the Company, who retires under Clause 66 of the Company's Constitution	Mgmt	For
5.	Re-elect Mr. Philip Daniel DeFeo as a Director of the Company, who retires under Clause 66 of the Company's Constitution	Mgmt	For
6.	Re-elect Dr. Markus Kerber as a Director of the Company, who retires under Clause 66 of the Company's Constitution	Mgmt	For
7.	Re-elect Mr. Arthur Leslie Owen as a Director of the Company, who retires under Clause 65 of the Company's Constitution	Mgmt	For
8.	Approve to increase the maximum annual remuneration to all the Non-Executive Directors by AUD 500,000, from AUD 1,000,000 per annum to AUD 1,500,000 per annum	Mgmt	For
S.9	Approve the inclusion of Clause 55A and amend Clause 73.10 of the Company's Constitution, as specified	Mgmt	For

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FAIRFAX MEDIA LTD, SYDNEY

Agen

Security: Q37116102  
Meeting Type: Annual General Meeting

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Meeting Date: 30-Nov-2007  
 Ticker:  
 ISIN: AU000000FXJ5

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial reports of the Company, the Directors Report, the Auditors Report and the Statement by the Directors for the FYE 01 JUL 2007	Non-Voting	
2.A	Elect Mr. John B. Fairfax AM as a Director of the Company, who retires in accordance with the Constitution	Mgmt	For
2.B	Elect Mr. Nicholas Fairfax as a Director of the Company, who retires in accordance with the Constitution	Mgmt	For
2.C	Elect Mr. Robert Savage as a Director of the Company, who retires in accordance with the Constitution	Mgmt	For
2.D	Re-elect Mrs. Julia King as a Director of the Company, who retires in accordance with the Constitution	Mgmt	For
2.E	Re-elect Mr. David Evans as a Director of the Company, who retires in accordance with the Constitution	Mgmt	For
3.	Approve the Remuneration Report for the YE 01 JUL 2007	Mgmt	For
4.	Approve to increase the maximum aggregate amount payable to the Non-Executive Directors by way of the Directors' fees from AUD 1,500,000 to AUD 2,000,000 per annum	Mgmt	For

GOODMAN FIELDER LTD, TAMWORTH

Agen

Security: Q4223N112  
 Meeting Type: Annual General Meeting  
 Meeting Date: 22-Nov-2007  
 Ticker:  
 ISIN: AU000000GFF8

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial report and the reports of the Directors and the Auditor for the FYE 30 JUN 2007	Non-Voting	
2.	Elect Mr. Gavin Walker as a Director of the	Mgmt	For

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Company

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| 3.  | Elect Mr. Clive Hooke as a Director of the Company  | Mgmt | For |
| 4.  | Re-elect Mr. Graeme Hart as a Director of the Company who retires by rotation   | Mgmt | For |
| 5.  | Adopt the Company's remuneration report for the FYE 30 JUN 2007   | Mgmt | For |
| S.6 | Approve to renew the proportional takeover provisions in Rule 6 of the Constitution of Goodman Fielder Limited for a period of 3 years from the date of the meeting convened by the notice of meeting   | Mgmt | For |
| S.7 | Amend the Constitution of the Company by replacing the number '35' wherever it appears in Rules 8.1[1][3] and [4] by the number '45'  | Mgmt | For |
| 8.  | Approve the establishment and operation of a plan entitled the 'Goodman Fielder General Employee Share Plan' [GESP] for the provision of ordinary shares in Goodman Fielder Limited to employees of the Company and its subsidiaries; and the acquisition of ordinary shares in Goodman Fielder Limited by employees and the provision of benefits to those employees under the GESP, in accordance with the rules of the GESP, as specified  | Mgmt | For |
| 9.  | Approve the establishment and operation of a plan entitled the 'Goodman Fielder Performance Share Plan' (PSP) for the provision of equity incentives to senior executives of the Company and its subsidiaries whom the Board determines to be eligible to participate in the PSP; and the acquisition of ordinary shares in Goodman Fielder Limited by those senior executives and the provision of benefits to those executives under the PSP, in accordance with the rules of the PSP, as specified | Mgmt | For |

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 INCITEC PIVOT LTD

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 Agen

Security: Q4887E101  
 Meeting Type: Annual General Meeting  
 Meeting Date: 20-Dec-2007  
 Ticker:  
 ISIN: AU000000IPL1  
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Prop.#	Proposal	Proposal Type	Proposal Vote
	Receive the financial report of the Company, the Directors' report and the Auditor's report for the YE 30 SEP 2007	Non-Voting	

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1.	Re-elect Mr. John Marlay as a Director of the Company, who retires in accordance with the Company's Constitution	Mgmt	For
2.	Re-elect Mr. James Fazzino as a Director of the Company, who retires in accordance with the Company's Constitution	Mgmt	For
3.	Re-elect Mr. Allan McCallum as a Director of the Company, who retires in accordance with the Company's Constitution	Mgmt	For
4.	Approve, in accordance with Rule 6.5(a) of the Company's Constitution, to increase the maximum total amount of fees from which the Company may pay the Non-executive Directors of the Company for their services as Directors, including their service on a Committee of Directors, by AUD 400,000 to a maximum of AUD 1.4 million per annum	Mgmt	For
5.	Adopt the remuneration report for the Company [included in the Directors' report] for the YE 30 SEP 2007	Mgmt	For

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 LEIGHTON HOLDINGS LTD

Agen

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 Security: Q55190104  
 Meeting Type: Annual General Meeting  
 Meeting Date: 08-Nov-2007  
 Ticker: LEI AU  
 ISIN: AU000000LEI5  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial report and reports of the Directors and the Auditor for the YE 30 JUN 2007	Mgmt	For
2.	Adopt the remuneration report for the YE 30 JUN 2007	Mgmt	For
3.1	Re-elect Mr. R.D. Humphris as a Director	Mgmt	For
3.2	Re-elect Dr. H.P. Keitel as a Director	Mgmt	For
3.3	Re-elect Dr. P.M. Noe as a Director	Mgmt	For
3.4	Re-elect Mr. D.P. Robinson as a Director	Mgmt	For
3.5	Re-elect Dr. H.H. Lutkestratkotter as a Director	Mgmt	For
3.6	Elect Mr. I.J. Macfarlane as a Director	Mgmt	For
4.	Approve to increase the maximum annual remuneration of the Non Executive Directors	Mgmt	For

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LION NATHAN LTD  
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Agen

Security: Q5585K109  
Meeting Type: Annual General Meeting  
Meeting Date: 14-Feb-2008  
Ticker: LNN AU  
ISIN: AU000000LNN6  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial report, the Directors' report and the Auditors report in the respect of the Company and its controlled entities for the FYE 30 SEP 2007	Non-Voting	
2.	Adopt the remuneration report of the Company and its controlled entities for the FYE 30 SEP 2007	Mgmt	For
3.a	Re-elect Mr. Glenn Lawrence Lord Barnes as a Non-Executive Director of the Company, who retires by rotation in accordance with Article 10.3 of the Constitution	Mgmt	For
3.b	Re-elect Mr. Peter Hallam Bush as a Non-Executive Director of the Company, who retires by rotation in accordance with Article 10.3 of the Constitution	Mgmt	For
3.c	Elect Mr. Fumio Miki as a Non-Executive Director of the Company	Mgmt	For
3.d	Elect Dr. Koichi Matsuzawa as a Director	Mgmt	For
3.e	Elect Mr. Hirotake Kobayashi as a Director	Mgmt	For
4.	Approve to increase in the maximum amount of remuneration payable in aggregate to Non-Executive Directors [inclusive of superannuation] by AUD 250,000, to a maximum amount of AUD 1,250,000 per annum, commencing with effect from 14 FEB 2008, for all purposes including ASX Listing Rule 10.17	Mgmt	For
5.	Approve, for all purposes including ASX Listing Rule 10.114 for: a) participation in the Company's Achievement Rights Plan by Mr. Robert Andrew Murray, Executive Director and Chief Executive Officer of the Company; b) the acquisition accordingly by Mr. Murray of Achievements Rights and, in consequence of the exercise of those Achievements Rights, of ordinary shares in the Company; and c) the provision of benefits to Mr. Murray under the Achievement Rights Plan in accordance with the Plans Rules and as specified	Mgmt	For



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 METCASH LTD

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 Agen

Security: Q6014C106  
 Meeting Type: Annual General Meeting  
 Meeting Date: 30-Aug-2007  
 Ticker:  
 ISIN: AU000000MTS0  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive and consider the financial report of the Company and the reports of the Directors and the Auditors for the YE 30 APR 2007	Non-Voting	
2.A	Re-elect Mr. Carlos S dos Santos as a Director of the Company who retires by rotation under Rule 8.1(d) of the Company's Constitution	Mgmt	For
2.B	Re-elect Mr. Andrew Reitzer as a Director of the Company who retires by rotation under Rule 8.1(d) of the Company's Constitution	Mgmt	For
2.C	Re-elect Mr. Edwin Jankelowitz as a Director of the Company who retires by rotation under Rule 8.1(d) of the Company's Constitution	Mgmt	For
2.D	Re-elect Mr. Michael Butler as a Director of the Company who was appointed by the Directors on 08 FEB 2007 and who retires under Rule 8.1(d) of the Company's Constitution	Mgmt	For
3.	Adopt the remuneration report that forms part of the Directors report of the Company for the FYE 30 APR 2007	Mgmt	For

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 ORICA LIMITED

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 Agen

Security: Q7160T109  
 Meeting Type: Annual General Meeting  
 Meeting Date: 21-Dec-2007  
 Ticker:  
 ISIN: AU000000ORI1  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive and approve the financial report, Directors' report and the Auditor's report for the YE 30 SEP 2007	Mgmt	For

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2.1	Re-elect Mr. Donald Mercer as a Director, who retires by rotation in accordance with Rule 58.1 of the Company's Constitution	Mgmt	For
2.2	Re-elect Mr. Peter Duncan as a Director, who retires by rotation in accordance with Rule 58.1 of the Company's Constitution	Mgmt	For
2.3	Re-elect Mr. Garry Hounsell as a Director, who retires by rotation in accordance with Rule 58.1 of the Company's Constitution	Mgmt	For
2.4	Re-elect Mr. Russell Caplan as a Director, who retires in accordance with Rule 47 of the Company's Constitution	Mgmt	For
S.3	Approve, subject to a special resolution being passed by the 5% Preference Shareholders in similar terms to this resolution by the requisite majority, to reduce the Company's share capital by way of a selective capital reduction in accordance with Section 256B of the Corporations Act by: cancelling all 5% Preference Shares in the Company with effect on and from the Record Date being 14 JAN 2008; and paying to each 5% Preference shareholder on a date no later than 31 JAN 2008, the sum of AUD 4.75 for each 5% Preference Share in the Company held by the 5% Preference Shareholder on the Record Date	Mgmt	For
S.4	Approve to insert the Proportional Takeover Provision as specified	Mgmt	For
S.5	Amend the Constitution of the Company as specified	Mgmt	For
6.	Adopt the remuneration report for the YE 30 SEP 2007	Mgmt	For

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 QBE INSURANCE GROUP LTD

Agen

Security: Q78063114  
 Meeting Type: Annual General Meeting  
 Meeting Date: 04-Apr-2008  
 Ticker: QBE AU  
 ISIN: AU000000QBE9

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial reports and the reports of the Directors and the Auditors of the Company for the YE 31 DEC 2007	Non-Voting	
2.	Adopt the remuneration report of the Company for the FYE 31 DEC 2007	Mgmt	For

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- |    |  |      |     |
|----|--|------|-----|
| 3. | Approve, for the purposes of ASX Listing Rule 10.14 and for all other purposes to grant to the Chief Executive Officer, Mr. FM O'Halloran of conditional rights over a maximum of 37,250 ordinary shares in the Company and options to subscribe for a maximum of 74,500 unissued ordinary shares of the Company and either the allotment or transfer of ordinary shares in the Company on satisfaction of and subject to the conditions attached to the conditional rights and on valid exercise of the options under the Company's 2007 Deferred Compensation Plan | Mgmt | For |
| 4. | Re-elect Mr. C.L.A. Irby as a Director, who retires by rotation in accordance with Clause 76 of the Company's Constitution   | Mgmt | For |

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RAMSAY HEALTH CARE LTD RHC

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Agen

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Security: Q7982Y104  
Meeting Type: Annual General Meeting  
Meeting Date: 20-Nov-2007  
Ticker:  
ISIN: AU000000RHC8  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial report of the Company and its controlled entities and the reports of the Directors and the Auditors for the FYE 30 JUN 2007	Non-Voting	
2.	Adopt the remuneration report, which forms part of the Directors' report for the YE 30 JUN 2007	Mgmt	For
3.1	Re-elect Mr. Anthony James Clark as a Non-executive Director of the Company, who retries in accordance with Clause 44 of the Constitution	Mgmt	For
3.2	Re-elect Mr. Peter John Evans as a Non-executive Director of the Company, who retries in accordance with Clause 44 of the Constitution	Mgmt	For
3.3	Re-elect Mr. Bruce Roger Soden as an Executive Directors of the Company, who retires in accordance with Clause 44 of the Constitution	Mgmt	For
4.	Approve to increase the maximum aggregate amount available for the remuneration of the Non-executive Directors for their services as Directors from AUD 900,000 to AUD 1,400,000 per annum excluding the superannuation guarantee contributions payable by the Company to the Non-executive Directors [consistent with Clause 49.1 of the	Mgmt	For

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Constitution and Rule 10.17 of the Listing  
Rules of Australian Securities Exchange Limited]

S.5 Amend the Constitution as specified Mgmt For

RIO TINTO LTD Agen

Security: Q81437107  
Meeting Type: Extraordinary General Meeting  
Meeting Date: 28-Sep-2007  
Ticker: RIO AU  
ISIN: AU000000RIO1

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	<p>Approve the Acquisition, on the terms and subject to the conditions specified in the Support Agreement and the Offer Document; and authorize the Directors [or a duly authorized committee of the Directors] to waive, amend, vary or extend any of the terms and conditions of the Acquisition and to do all things as they may consider to be necessary or desirable to complete, implement and give effect to, or otherwise in connection with, the Acquisition and any matters incidental to the Acquisition; and approve the borrowings, pursuant to the Facility Agreement [as specified] or any refinancing thereof and sanction be given to the aggregate amount for the time being remaining undischarged of all moneys borrowed [including pursuant to such Facility Agreement or any refinancing thereof] by (1) the Company and any of its subsidiaries and (2) RTL and any of its Corporations Act Subsidiaries [exclusive of moneys borrowed by any Company in the Rio Tinto Group from and for the time being owing to any other Company in the Rio Tinto Group or any Company in the RTL Group or by any Company in the RTL Group from and for the time being owing to any other Company in the RTL Group or any Company in the Rio Tinto Group [each term used in this resolution having the meaning ascribed to it in the Company's Articles of Association]] exceeding the limit set out in Article 109 of the Company's Articles of Association provided that such aggregate amount shall not exceed the sum of USD 60 billion</p>	Mgmt	For

RIO TINTO LTD Agen

Security: Q81437107

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Meeting Type: Annual General Meeting  
 Meeting Date: 24-Apr-2008  
 Ticker: RIO AU  
 ISIN: AU000000RIO1

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the Company's financial report and the reports of the Directors and Auditors for the YE 31 DEC 2007	Mgmt	For
2.	Approve the remuneration report for the YE 31 DEC 2007 as set out in the 2007	Mgmt	For
3.	Elect Mr. Richard Evans as a Director	Mgmt	For
4.	Elect Mr. Yves Fortier as a Director	Mgmt	For
5.	Elect Mr. Paul Tellier as a Director	Mgmt	For
6.	Elect Mr. Tom Albanese as a Director	Mgmt	For
7.	Elect Mr. Vivienne Cox as a Director	Mgmt	For
8.	Re-elect Mr. Richard Goodmanson as a Director	Mgmt	For
9.	Re-elect Mr. Paul Skinner as a Director	Mgmt	For
10.	Re-appoint PricewaterhouseCoopers LLP as Auditors of Rio Tinto PLC to hold office until the conclusion of the next AGM at which accounts are laid before Rio Tinco PLC and authorize the audit Committee to determine the Auditors remuneration	Mgmt	For
11.	Approve to buy-backs by Rio Tinto Limited of fully paid ordinary shares in Rio Tinto Limited [ordinary shares] in accordance with the listing rules of the Australian Securities Exchange in the period as specified this approval until the [and including] the date of the Rio Tinto Limited 2009 AGM or 23 APR 2009 [whichever is later], but only to the extent that the number of ordinary shares bought back pursuant to this authority does not in that period exceed 28.57 million ordinary shares	Mgmt	For
S.12	Approve to buy-backs by Rio Tinto Limited of fully paid ordinary shares from Tinto holdings Australia Pty (THA) in the period specified this approval until [and including] the date of the Rio Tinto Limited 2009 AGM or 23 APR 2009 [whichever is later], upon terms and subject to conditions set out in the draft Buy-Back Agreement between Rio Tinto Limited and THA [entitled 2008 RTL-THA Agreement] as specified	Mgmt	For
S.13	Amend, subject to the consent in writing of the holder of the special voting shares, by deleting in their entirety rule 5A(a)(ii)(E) and rule 5A(b); and by deleting in its entirety	Mgmt	For

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Article 8A(b)(v) and the words for the purpose of this Article, the prescribed percentage shall be 100% or such lower percentage as the Board resolves at the date of the issue of the DLC dividend share as specified

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 SP AUSNET

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 Agen

Security: Q8604X102  
 Meeting Type: Annual General Meeting  
 Meeting Date: 17-Jul-2007  
 Ticker:  
 ISIN: AU000000SPN6  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial statements of SP AusNet for the YE 31 MAR 2007 and the reports of the Directors and the Auditors thereon	Non-Voting	
2.A	Re-elect Dr. George Allister Lefroy, who retires by rotation in accordance with Article 11.1[d] of the Companies' Constitutions, as a Director	Mgmt	For
2.B	Re-elect Mr. Martyn Kenneth Myer, who retires by rotation in accordance with Article 11.1[d] of the Companies' Constitutions, as a Director	Mgmt	For
2.C	Re-elect Mr. Ng Kee Choe, who retires by rotation in accordance with Article 11.1[d] of the Companies' Constitutions, as a Director	Mgmt	Against
3.	Adopt the remuneration report for the period ended 31 MAR 2007	Mgmt	For
4.	Approve to increase the aggregate maximum sum available for remuneration to Non-Executive Directors of SP AusNet as remuneration for their services by AUD 500,000 to AUD 1,500,000 per year	Mgmt	For
5.	Authorize the SP AusNet and the Directors of the Companies and SP Australia Networks [RE] Ltd as responsible entity for the Trust, to issue new securities on the terms and conditions as specified	Mgmt	For
	PLEASE NOTE THAT CARE VOTING INSTRUCTIONS APPLY ON RESOLUTIONS. THANK YOU.	Non-Voting	

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 SP AUSNET

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 Agen

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Security: Q8604X102  
 Meeting Type: Ordinary General Meeting  
 Meeting Date: 11-Dec-2007  
 Ticker:  
 ISIN: AU000000SPN6

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	<p>Authorize the Group: for the purpose of Section 208 of the Corporations Act, ASX Listing Rule 10.1 and for all other purposes, to give financial benefits to, and acquiring substantial assets from SPI, pursuant to the terms of the SSPA; for the purpose of Section 208 of the Corporations Act and for all other purposes, to give any financial benefits to SPIMS which may arise pursuant to the increase in fees payable under the Management Services Agreement and to any amendments to the Management Service Agreement as specified; and for the purpose of ASX Listing Rule 10.11 and for all other purposes, to give for SP AusNet to issue to SPI up to such number of securities equal to 51% of the Institutional Placement</p>	Mgmt	Against
2.	<p>Authorize SP AusNet; and the Directors of the SP Australia Networks (Distribution) Ltd, SP Australia Networks (Transmission) Ltd and SP Australia Networks (RE) Ltd [as responsible entity for SP Australia Networks (Finance) Trust] [the Directors], for the purposes of Singapore Law and all other purposes, to issue new securities pursuant to: the Entitlement Offer; the Institutional Placement; and the Hybrid Offer, on such terms and conditions, including without limitation, the offer price of such securities, as may be determined by the Directors in their absolute discretion in accordance with law and provided that the number of securities issued under the Institutional Placement will not exceed 15% of the number of securities that will be on issue immediately after the issue and allotment of all new securities under the Entitlement Offer</p>	Mgmt	Against
3.	<p>Authorize SPI [and its associates], for the purposes of Section 611 Item 7 of the Corporations Act, to acquire relevant interests in issued securities of SP AusNet, provided that such acquisition: does not result in SPI or any of its associates increasing its voting power in SP AusNet to above 60%; and occurs as a result of SPI's participation in, or otherwise in connection with, the Entitlement Offer, the Institutional Placement or any other issue of securities conducted to fund the transaction</p>	Mgmt	Against
S.4	<p>Authorize any Company that is or will be subsidiary of SP Australia Networks (Finance) Trust, SP</p>	Mgmt	Against

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Transmission or SP AusNet Distribution, for the purposes of section 260B(2) of the Corporations Act, providing financial assistance by, or which results from, or arises in connection with: entry into and performance under the following documents: the bridge financing facility of AUD 3,700 million; and the syndicated loan facility of AUD 2,500 million, [together the [Debt Facilities], under which the subsidiary will assume rights and obligations as a guarantor or obligor, including but not limited to the payment and satisfaction of any guaranteed liabilities [howsoever described] and the satisfaction of any other obligations therein; any guarantees by SPIAA and any subsidiaries of SPIAA in respect of any existing or future financial indebtedness of SPI Electricity and Gas Australia Holdings Pty Ltd; the entry into any documents including, without limitation, any guarantee, indemnity or credit support document or mechanism for, or in connection with, any refinancing, replacement, renewal or variation of all or any part of the Debt Facilities from time to time [whether by debt, equity, hybrid instrument or otherwise] [including any subsequent refinancings, replacements, renewals or variations thereafter]; the advancing, borrowing, making, paying or repaying shareholder loans or loans, distributions, dividends or capital payments between members of the SP AusNet Group or to repay funds, discharge obligations, or incur financial indebtedness as part of or in connection with the completion of the transaction or in respect of any matter arising out of or in relation to the above; and entry into document in any way connected with, or related to, any of the Debt facilities or transactions referred to above

S.5	Amend, the constitution of the SP Australia Networks (Finance) Trust in accordance with the provisions of the supplemental deed poll included as specified; and authorize the SP Australia Networks (RE) Ltd. to execute the supplemental deed poll and lodge it with the Australian Securities and Investments Commission to give effect to the constitution of the SP Australia Networks (Finance) Trust	Mgmt	Against
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 SUNCORP METWAY LIMITED, SPRING HILL QLD

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 Agen

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 Security: Q8802S103  
 Meeting Type: Annual General Meeting  
 Meeting Date: 31-Oct-2007  
 Ticker: SUN AU  
 ISIN: AU000000SUN6  
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Prop.# Proposal	Proposal	Proposal Vote
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	Type	
1. Receive the financial report and the reports of the Directors' and the Auditor for the YE 30 JUN 2007	Non-Voting	
2. Adopt the remuneration report for the YE 30 JUN 2007	Mgmt	For
3.A Re-elect Dr. C. Hirst as a Director, in accordance with Article 14(5) of the Company's Constitution, who retires by rotation	Mgmt	For
3.B Re-elect Mr. M.D. Kriewaldt as a Director, in accordance with Article 14(5) of the Company's Constitution, who retires by rotation	Mgmt	For
3.C Re-elect Mr. J.D. Story as a Director, in accordance with Article 14(5) of the Company's Constitution, who retires by rotation	Mgmt	For

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 TABCORP HLDGS LTD

Agen

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 Security: Q8815D101  
 Meeting Type: Annual General Meeting  
 Meeting Date: 26-Nov-2007  
 Ticker: TAH AU  
 ISIN: AU000000TAH8  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial statements and the reports of the Directors and of the Auditor in respect of the YE 30 JUN 2007	Non-Voting	
2.a	Re-elect Mr. John Story as a Director of the Company, who retires in accordance with the Constitution of the Company	Mgmt	For
2.b	Elect Mr. John O'Neill as a Director of the Company	Mgmt	For
3.	Adopt the remuneration report [which forms part of the Directors' report] in respect of the YE 30 JUN 2007	Mgmt	For
4.	Approve to grant 100,000 share rights to the Managing Director and Chief Executive Officer of the Company, Mr. Elmer Funke Kupper, under the Tabcorp Long Term Performance Plan as specified	Mgmt	For

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 TATTERSALL'S LTD

Agen

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 Security: Q8852J102  
 Meeting Type: Annual General Meeting  
 Meeting Date: 30-Nov-2007  
 Ticker:  
 ISIN: AU000000TTS5  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Acknowledge the Chairman and the Chief Executive's presentations	Non-Voting	
2.	Receive and consider the financial report for the Company and its controlled entities for the period ended 30 JUN 2007 together with the Directors' report and the Auditor's Report as specified in the Annual Report.	Non-Voting	
3.a	Re-elect Mr. Harry Boon as a Director of the Company, who retires in accordance with the Constitution	Mgmt	For
3.b	Re-elect Ms. Lyndsey Cattermole as a Director of the Company, who retires in accordance with the Constitution	Mgmt	For
3.c	Re-elect Mr. Brian Jamieson as a Director of the Company, who retires in accordance with the Constitution	Mgmt	For
4.	Adopt the remuneration report forming part of the Directors' report for the period ended 30 JUN 2007	Mgmt	For
S.5	Approve, to renew the proportional takeover approval provisions contained in Article 4.5(e) of, and Schedule 5 to, the Constitution, for a further 3 years from the date of the meeting	Mgmt	For
S.6	Amend, pursuant to Section 136 of the Corporations Act, the Constitution of the Company, with effect from the date of the meeting, as specified	Mgmt	For
S.7	Approve, subject to the approval of the Australian Securities and Investments Commission, to change the name of the Company from 'Tattersall's Limited' to 'Tatts Group Limited'	Mgmt	For

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 TELECOM CORPORATION OF NEW ZEALAND LTD  
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Agen

Security: Q89499109  
 Meeting Type: Special General Meeting  
 Meeting Date: 17-Aug-2007  
 Ticker: TEL AU  
 ISIN: NZTELE0001S4  
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Prop.#	Proposal	Proposal Type	Proposal Vote
	Chairman's introduction	Non-Voting	
	Address to shareholders	Non-Voting	
	Shareholders discussion	Non-Voting	
S.1	Approve the arrangement for the return of capital to ordinary shareholders [Arrangement] under which: 1 share of every 9 ordinary Telecom shares registered in the name of each Telecom ordinary shareholders on the relevant record date be cancelled, where the number of shares held by an ordinary shareholders is not divisible by 9 then fractions of a share shall be rounded up or down to the nearest whole share; and Telecom shall pay to each holder Telecom ordinary shares NZD 4,88 for each ordinary share registered in the name of that shareholder which has been cancelled, subject to the Arrangement being sanctioned by the High Court of New Zealand pursuant to part XV of the Companies ACT 1993, further information about the Arrangement as specified	Mgmt	For
	PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF CONSERVATIVE RECORD DATE. PLEASE NOTE THAT THE NEW CUT-OFF IS 09 AUG 2007. IF YOU HAVE ALREADY SENT IN YOUR VOTES, PLEASE DO NOT RETURN THIS PROXY FORM UNLESS YOU DECIDE TO AMEND YOUR ORIGINAL INSTRUCTIONS. THANK YOU.	Non-Voting	

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 TELECOM CORPORATION OF NEW ZEALAND LTD

Agent

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 Security: Q89499109  
 Meeting Type: Annual General Meeting  
 Meeting Date: 04-Oct-2007  
 Ticker: TEL AU  
 ISIN: NZTELE0001S4  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Authorize the Directors to fix the Auditors remuneration	Mgmt	For
2.	Re-elect Mr. W. Boyd as a Director	Mgmt	For
3.	Re-elect Mr. M. Tyler as a Director	Mgmt	For
4.	Re-elect Mr. R. Spithill as a Director	Mgmt	For
5.	Re-elect Mr. M. Horn as a Director	Mgmt	For

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- |    |   |      |     |
|----|---|------|-----|
| 6. | Amend the constitution of the Company by inserting Clause below for the period until 01 JUL 2010:<br>a Managing Director of the Company who is resident in New Zealand and not a New Zealand citizen shall not be counted for the purposes of the calculations in Clause 67 | Mgmt | For |
| 7. | Elect Mr. P. Reynolds as a Director   | Mgmt | For |
| 8. | Approve to issue Mr. P. Reynolds upto 7,50,000 ordinary shares during period to 03 OCT 2010 under Performance Incentive Scheme  | Mgmt | For |
| 9. | Approve to issue Mr. P. Reynolds upto 17,50,000 rights under Performance Incentive Scheme   | Mgmt | For |

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TELSTRA CORP LTD

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Agen

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Security: Q8975N105  
Meeting Type: Annual General Meeting  
Meeting Date: 07-Nov-2007  
Ticker: TLS AU  
ISIN: AU000000TLS2  
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- | Prop.# | Proposal   | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1.     | Chairman and CEO presentations   | Non-Voting    |               |
| 2.     | Adopt the remuneration report for the FYE 30 JUN 2007  | Mgmt          | Against       |
| 3.     | Receive the Company's financial statements and reports for the YE 30 JUN 2007  | Non-Voting    |               |
| 4.     | Appoint Ernst & Young as the Auditor of the Company  | Mgmt          | For           |
| 5.     | Approve, in accordance with Rule 24.1 of the Company's Constitution, to increase the maximum aggregate remuneration payable from the Company to Non-Executive Directors of the Company for their services as Directors including their service on a Committee of the Directors, by AUD 1,000,000 to a maximum sum of AUD 3,000,000 per annum | Mgmt          | For           |
| 6.     | Acknowledge the retirement of Ms. Belinda Hutchinson, who is not seeking re-election   | Non-Voting    |               |

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WESFARMERS LTD, PERTH WA

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Agen

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Security: Q95870103  
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Meeting Type: Annual General Meeting  
 Meeting Date: 15-Nov-2007  
 Ticker: WES AU  
 ISIN: AU000000WES1

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial statements and the reports of the Directors and of the Auditors for the YE 30 JUN 2007	Non-Voting	
2.A.1	Re-elect Mr. Colin Carter as a Director, who retires by rotation in accordance with the Company's Constitution	Mgmt	For
2.A.2	Re-elect Mr. James Graham as a Director, who retires by rotation in accordance with the Company's Constitution	Mgmt	For
2.A.3	Re-elect Mr. David White as a Director, who retires by rotation in accordance with the Company's Constitution	Mgmt	For
2.A.4	Elect Mr. Anthony [Tony] Howarth as a Director, who retires in accordance with the Company's Constitution and the ASX Listing Rules	Mgmt	For
2.B	Adopt the remuneration report for the YE 30 JUN 2007	Mgmt	For
2.C	Approve to increase, with effect from 01 JAN 2008, the total amount that may be provided to the Non-Executive Directors by way of remuneration for their services as Directors of the Company by the amount of AUD 750,000 to AUD 3,000,000 [inclusive of statutory entitlements] per FY	Mgmt	For
S.3A	Approve Coles Group Limited [ABN 11 004 089 936] and its wholly-owned subsidiaries financially assisting the acquisition of the shares in Coles Group Limited by Wesfarmers Retail Holdings Pty Ltd, by acceding as guarantors to a Guarantee Deed Poll granted by the Company and certain of its wholly-owned subsidiaries as guarantors	Mgmt	For
S.3B	Amend the Constitution, with effect from the close of the meeting, to allow for direct voting by making the amendments as specified	Mgmt	For

WESTFIELD GROUP, SYDNEY NSW

Agen

Security: Q97062105  
 Meeting Type: Annual General Meeting  
 Meeting Date: 23-May-2008  
 Ticker: WDC AU  
 ISIN: AU000000WDC7

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Approve to discuss the Company's financial statements and reports for the YE 31 DEC 2007	Non-Voting	
2.	Approve the Company's remuneration report for the YE 31 DEC 2007	Mgmt	For
3.	Re-elect Mr. Frank P. Lowy AC, as a Director of the Company, who retires by rotation in accordance with the Company's Constitution	Mgmt	For
4.	Re-elect Mr. David H. Lowy AM, as a Director of the Company, who retires by rotation in accordance with the Company's Constitution	Mgmt	For
5.	Re-elect Mr. David M. Gonski AC, as a Director of the Company, who retires by rotation in accordance with the Company's Constitution	Mgmt	For
6.	Appoint Prof. Judith Sloan, as a Director, who was appointed by the Directors during the year as a Director expires at the conclusion of the AGM of the Company	Mgmt	For
7.	Appoint Mr. John McFarlane, as a Director, who was appointed by the Directors during the year as a Director expires at the conclusion of the AGM of the Company	Mgmt	For
8.	Approve, for the purposes of Listing Rule 10.17 and Article 10.9[a] of the Constitution of the Company, the maximum aggregate fees payable to Directors be increased by AUD 700,000 from AUD 1.8 million to AUD 2.5 million per annum	Mgmt	For

WESTPAC BANKING CORP, SYDNEY NSW

Agen

Security: Q97417101  
Meeting Type: Annual General Meeting  
Meeting Date: 13-Dec-2007  
Ticker: WBC AU  
ISIN: AU000000WBC1

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the annual financial report, the Directors' report and the Auditors' report of Westpac for the YE 30 SEP 2007	Non-Voting	
2.a	Re-elect Mr. Edward [Tad] Alfred Evans as a Director of Westpac Banking Corporation, who retires in accordance with Articles 9.2 and	Mgmt	For

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### 9.3 of the Constitution

2.b	Re-elect Mr. Gordon McKellar Cairns as a Director of Westpac Banking Corporation, who retires in accordance with Articles 9.2 and 9.3 of the Constitution	Mgmt	For
3.	Approve, for the purpose of ASX Listing Rule 10.14, to grant the restricted shares under the Chief Executive Officer Restricted Share Plan and grant of performance share rights and performance options under the Chief Executive Officer Performance Plan to the future Managing Director and the Chief Executive Officer, Mr. Gail Kelly, as specified	Mgmt	For
S.4	Amend the Westpac Constitution as specified	Mgmt	For
5.	Adopt the annual remuneration report for the YE 30 SEP 2007	Mgmt	For

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WOODSIDE PETE LTD

Agen

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Security: 980228100  
Meeting Type: Annual General Meeting  
Meeting Date: 01-May-2008  
Ticker: WPL AU  
ISIN: AU000000WPL2  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive the financial report of the Company and the reports of the Directors and Auditors for the YE 31 DEC 2007	Non-Voting	
2.a	Re-elect Dr. Andrew Jamieson as a Director	Mgmt	For
2.b	Elect Mr. Tan Sri Dato' Megat Zaharuddin bin Megat Mohd Nor [Din Megat] as a Director	Mgmt	For
3.	Adopt the remuneration report for the YE 31 DEC 2007	Mgmt	For
4.	Ratify the establishment and operation of the following Employee Share Plans: a) Woodside Share Purchase Plan [introduced AUG 2007], as specified in the remuneration report for the YE 31 DEC 2007; b) Equity-based Retention Plan for the Senior Executives [introduced MAR 2007], as specified in the remuneration report for the YE 31 DEC 2007 and c) Woodside Employee Share Award Plan [introduced MAY 2007], as specified in point 4.1(c) of the explanatory Memorandum	Mgmt	For
S.5	Approve and adopt the Constitution tabled at	Mgmt	For

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the AGM and signed by the Chairman of the Meeting for the purpose of identification as Constitution of the Company, in place of the current Constitution

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|----|--|------|-----|
| 6. | Approve, for the purpose of Listing Rule 10.1 and for all other purposes, the Proposed Transaction involving: a) the acquisition by Woodside Energy Ltd. [WEL] from Shell Development [Australia] Proprietary Ltd [SDA] of the NWS Oil Interests in consideration of the payment of USD 388.5 million [as adjusted in accordance with the Sale and Purchase Agreement] and otherwise on the terms as specified; b) the acquisition by WEL from SDA of the future NWS Oil Interests in consideration of the payment of USD 10 million and otherwise on the terms as specified and c) the grant of rights by WEL to Shell Exploration Company B.V. [SEC] on the terms as specified | Mgmt | For |
|----|--|------|-----|

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WOOLWORTHS LTD, BAULKHAM HILLS NSW

Agen

Security: Q98418108  
Meeting Type: Annual General Meeting  
Meeting Date: 16-Nov-2007  
Ticker: WOW AU  
ISIN: AU000000WOW2

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	Receive and consider the financial report of the Company and the reports of the Directors and the Auditor for the FYE 24 JUN 2007	Non-Voting	
2.	Adopt the remuneration report [which forms part of the Directors' report] for the FYE 24 JUN 2007	Mgmt	For
3.a	Re-elect Ms. Diane Jennifer Grady as a Director, who retires by rotation in accordance with Article 10.3 of the Company's Constitution	Mgmt	For
3.b	Elect Mr. Ian John Macfarlane as a Director, in accordance with Article 10.7 of the Company's Constitution	Mgmt	For
3.c	Elect Ms. Alison Mary Watkins as a Director, in accordance with Article 10.7 of the Company's Constitution	Mgmt	For
4.	Approve the Woolworths Long Term Incentive Plan [Plan] as specified, for all purposes [including the issue of securities under the Plan for the purposes of Australian Securities Exchange Listing Rule 7.2, Exception 9]	Mgmt	For
5.	Approve, in accordance with Australian Securities	Mgmt	For



