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ABERDEEN AUSTRALIA EQUITY FUND INC

Form N-PX

August 18, 2009

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

NAME OF REGISTRANT: 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. Christian Pittard
Aberdeen Asset Management
Inc.
1735 Market Street, 37th
Floor
Philadelphia, PA 19103

REGISTRANT'S TELEPHONE NUMBER: 866-839-5205

DATE OF FISCAL YEAR END: 10/31

DATE OF REPORTING PERIOD: 07/01/2008 - 06/30/2009

Aberdeen Australia Equity Fund

AGL ENERGY LTD

Agen

Security: Q01630104
Meeting Type: AGM
Meeting Date: 15-Oct-2008
Ticker:
ISIN: AU000000AGK9

| 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 2008 | Mgmt | For |
| 2. | Adopt the remuneration report for the FYE 30 JUN 2008 as specified | Mgmt | For |

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|-----|--|------|-----|
| 3.A | Re-elect Mr. J.C.R. Maycock as a Director of the Company, who retires by rotation at the close of the meeting in accordance with clause 58 of the Company's Constitution | Mgmt | For |
| 3.B | Re-elect Ms. S.V. McPhee as a Director of the Company, who retires by rotation at the close of the meeting in accordance with clause 58 of the Company's Constitution | Mgmt | For |
| S.4 | Amend the constitution of AGL Energy Limited, with effect from the day after the close of the meeting, as specified | Mgmt | For |
| 5. | Approve to increase, with effect from 01 JAN 2009, the aggregate maximum sum available for the remuneration of the Non-Executive Directors by AUD 250,000 per year to AUD 1,750,000 per year | Mgmt | For |
| 6. | Approve, in accordance with the ASX Listing Rule 10.14, to grant the share performance rights under the LTIP to Mr. Michael Fraser, the Managing Director and the Chief Executive Officer of the Company, in respect of the FYE 30 JUN 2009, 30 JUN 2010, 30 JUN 2011, on the terms as specified | Mgmt | For |

ASX LIMITED

Agen

Security: Q0604U105
Meeting Type: AGM
Meeting Date: 24-Sep-2008
Ticker:
ISIN: AU000000ASX7

| 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 2008 | Non-Voting | No vote |
| 2. | Receive the financial report and the Auditor's report for the National Guarantee Fund for the YE 30 JUN 2008 | Non-Voting | No vote |
| 3. | Adopt the remuneration report for the YE 30 JUN 2008 | Mgmt | For |
| | PLEASE NOTE THAT ALTHOUGH THERE ARE 3 CANDIDATES TO BE ELECTED AS DIRECTORS, THERE ARE ONLY 2 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 2 OF THE 3 DIRECTORS. | Non-Voting | No vote |

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THANK YOU.

| | | | |
|-----|--|------|---------|
| 4.a | Elect Mr. Stephen Mayne as a Director of ASX | Shr | No vote |
| 4.b | Re-elect Mr. Russell Aboud as a Director of ASX, who retires by rotation | Mgmt | For |
| 4.c | Re-elect Mr. Trevor Rowe as a Director of ASX, who retires by rotation | Mgmt | For |
| 5. | Appoint PricewaterhouseCoopers as the Auditor of ASX to take effect from time at which the resignation of KPMG as the Auditor takes effect | Mgmt | For |

 AUSTRALIA & NEW ZEALAND BANKING GROUP LTD, MELBOURNE VIC

Agem

Security: Q09504137
 Meeting Type: AGM
 Meeting Date: 18-Dec-2008
 Ticker:
 ISIN: AU000000ANZ3

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| | PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 519240 DUE TO CHANGE IN VOTING STATUS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU. | Non-Voting | No vote |
| 1. | Receive the annual report, financial report and the reports of the Directors and the Auditor for the YE 30 SEP 2008 | Non-Voting | No vote |
| 2. | Approve, purposes of ASX Listing Rules 7.1 and 7.4, the issue or intended issue of the securities by the Company, as specified | Mgmt | For |
| 3. | Adopt the remuneration report for the YE 30 SEP 2008 | Mgmt | For |
| 4. | Grant 700,000 options to Mr. Michael Smith, the Managing Director and the Chief Executive Officer of the Company, on the terms as specified | Mgmt | For |
| 5. | Approve to increase the maximum annual aggregate amount of the remuneration [within the meaning of the Company's Constitution] that Non-Executive Directors are entitled to be paid for their services as Directors out of the funds of the Company under rule 10.2(a) of the Constitution by AUD 500,000 and fixed at AUD 3,500,000 | Mgmt | For |
| | PLEASE NOTE THAT ALTHOUGH THERE ARE 04 CANDIDATES TO BE ELECTED AS DIRECTORS, THERE ARE ONLY 03 VACANCIES AVAILABLE TO BE FILLED AT THE | Non-Voting | No vote |

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MEETING. THE STANDING INSTRUCTIONS FOR THIS MEETING WILL BE DISABLED AND, IF YOU CHOOSE, YOU ARE REQUIRED TO VOTE FOR ONLY 03 OF THE 04 DIRECTORS. THANK YOU.

| | | | |
|-----|--|------------|---------|
| 6.a | Elect Mr. R.J. Reeves as a Director | Shr | No vote |
| 6.b | Elect Mr. P.A.F. Hay as a Director, who retires in accordance with the Company's Constitution | Mgmt | For |
| 6.c | Re-elect Mr. C.B. Goode as a Director, who retires in accordance with the Company's Constitution | Mgmt | For |
| 6.d | Elect Ms. A.M. Watkins as a Director, who retires in accordance with the Company's Constitution | Mgmt | For |
| | Please note in reference to the ANZ Notice of Meeting (Resolution number 2 - Approval of Securities Issue), any vote election on Item 2, is confirmation that the beneficial shareholder has not or will not participate in the relevant issue of equity, to gain waiver from ASX Listing Rule 14.11.1 | Non-Voting | No vote |

AXA ASIA PACIFIC HOLDINGS LTD

Agen

Security: Q12354108
Meeting Type: AGM
Meeting Date: 06-May-2009
Ticker:
ISIN: AU000000AXA5

| 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 2008 | Non-Voting | No vote |
| 2.A | Re-elect Mr. Paul Cooper as a Director, who retires by rotation in accordance with AXA APH's Constitution | Mgmt | For |
| 2.B | Re-elect Mr. Patrica Akopiantz as a Director, who retires by rotation in accordance with AXA APH's Constitution | Mgmt | For |
| 2.C | Elect Mr. Anthony Froggatt as a Director, who retires by rotation in accordance with AXA APH's Constitution | Mgmt | For |
| 2.D | Elect Mr. Peter Sullivan as a Director, who retires by rotation in accordance with AXA APH's Constitution | Mgmt | For |
| 3. | Adopt the remuneration report for the YE 31 DEC 2008 | Mgmt | For |

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|----|---|------------|---------|
| | PLEASE NOTE THAT AXA APH WILL DISGARD ANY VOTE CAST ON THIS RESOLUTION BY MR. ANDREW PENN OR ANY OF HIS ASSOCIATES. THANK YOU. | Non-Voting | No vote |
| 4. | Approve the grant to Mr. Andrew Penn [Group Chief Executive] of up to 1,350,000 allocation rights such participation to be in accordance with the terms of the AXA APH Executive Performance Plan [Executive Performance Plan] | Mgmt | For |
| | PLEASE NOTE THAT AXA APH WILL DISGARD ANY VOTE CAST ON THIS RESOLUTION BY ANY OF THE DIRECTORS AND THEIR ASSOCIATES. THANK YOU. | Non-Voting | No vote |
| 5. | Approve, for the purposes of Article 12.13 of the Constitution of AXA APH and Listing Rule 10.17, the maximum aggregate amount that may be paid to Non-Executive Directors as remuneration for their services in any FY to increase by USD 600,000 to 2,200,000 | Mgmt | For |
| | PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL COMMENT. 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 | No vote |
| | PLEASE NOTE THAT ANY INDIVIDUAL OR RELATED PARTY TO ANY SPECIFIC VOTE EXCLUSION WHICH HAS OBTAINED BENEFIT OR DOES EXPECT TO OBTAIN FUTURE BENEFIT SHOULD NOT VOTE [OR VOTE 'ABSTAIN'] FOR THE RELEVANT PROPOSAL ITEMS. THANK YOU. | Non-Voting | No vote |

BENDIGO AND ADELAIDE BANK LTD, BENDIGO VIC

Agen

Security: Q1456C110
Meeting Type: AGM
Meeting Date: 27-Oct-2008
Ticker:
ISIN: AU000000BEN6

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | To receive and consider the Company's financial report, Directors' report and report by the Auditor for the YE 30 JUN 2008 | Non-Voting | No vote |
| 2. | Re-elect Mr. Kevin Osborn as a Director of the Company, who retires from office under Rule 56 of the Company's Constitution | Mgmt | For |
| 3. | Re-elect Mr. Kevin Abrahamson as a Director of the Company, who retires from office under Rule 56 of the Company's Constitution | Mgmt | For |

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| 4. | Re-elect Mr. Jamie McPhee as a Director of the Company, who retires from office under Rule 56 of the Company's Constitution | Mgmt | For |
| 5. | Adopt the remuneration report for the Company as set out in the annual report for the YE 30 JUN 2008 | Mgmt | For |
| 6. | Approve, for all purposes, including ASX Listing Rule 7.2 Exception 9, the issue of ordinary shares under the Employee Share Grant Scheme, the terms and conditions as specified | Mgmt | For |
| 7. | Approve, for all purposes, including ASX Listing Rule 7.2 Exception 9, the issue of ordinary shares under the Employee Salary Sacrifice and Deferred Share Plan, the terms and conditions as specified | Mgmt | For |
| 8. | Approve, for all purposes, including ASX listing Rule 7.2 Exception 9 and ASX Listing Rule 10.14, the Non-Executive Director Fee Sacrifice Plan as specified, and the issue of securities of the Company to Non-Executive Directors under the Non-Executive Director Fee Sacrifice Plan | Mgmt | For |
| 9. | Approve, for all purposes, including ASX Listing Rule 10.14, the issue of performance rights and options to Executive Director, Mr. Jamie McPhee, under the Executive Incentive Plan as specified and any issues of ordinary shares upon the vesting of those performance rights or exercise of those options | Mgmt | For |
| S.10 | Approve to renew the current Rule 104, of Partial Takeover Bids, forming part of the Company's Constitution, for a period of 3 years | Mgmt | For |

 BHP BILLITON LTD

Agen

Security: Q1498M100
 Meeting Type: AGM
 Meeting Date: 27-Nov-2008
 Ticker:
 ISIN: AU000000BHP4

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| | PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 508523 DUE TO CHANGE IN VOTING STATUS. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU. | Non-Voting | No vote |
| 1. | Receive the financial statements for BHP Billiton Plc for the YE 30 JUN 2008, together with the | Mgmt | For |

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|-----|--|------|---------|
| | Directors' report and the Auditor's report as specified in the annual report | | |
| 2. | Receive the financial statements for BHP Billiton Limited for the YE 30 JUN 2008, together with the Directors' Report and the Auditor's Report as specified in the annual report | Mgmt | For |
| 3. | Re-elect Mr. Paul M. Anderson as a Director of BHP Billiton Plc, who retires by rotation | Mgmt | For |
| 4. | Re-elect Mr. Paul M. Anderson as a Director of BHP Billiton Limited, who retires by rotation | Mgmt | For |
| 5. | Re-elect Mr. Don R. Argus as a Director of BHP Billiton Plc, in accordance with the Board's policy | Mgmt | For |
| 6. | Re-elect Mr. Don R. Argus as a Director of BHP Billiton Limited, in accordance with the Board's policy | Mgmt | For |
| 7. | Re-elect Dr. John G. S. Buchanan as a Director of BHP Billiton Plc, who retires by rotation | Mgmt | For |
| 8. | Re-elect Dr. John G. S. Buchanan as a Director of BHP Billiton Limited, who retires by rotation | Mgmt | For |
| 9. | Re-elect Mr. David A. Crawford as a Director of BHP Billiton Plc, in accordance with the Board's policy | Mgmt | For |
| 10. | Re-elect Mr. David A. Crawford as a Director of BHP Billiton Limited, in accordance with the Board's policy | Mgmt | For |
| 11. | Re-elect Mr. Jacques Nasser as a Director of BHP Billiton Plc, who retires by rotation | Mgmt | For |
| 12. | Re-elect Mr. Jacques Nasser as a Director of BHP Billiton Limited, who retires by rotation | Mgmt | For |
| 13. | Re-elect Dr. John M. Schubert as a Director of BHP Billiton Plc, who retires by rotation | Mgmt | For |
| 14. | Re-elect Dr. John M. Schubert as a Director of BHP Billiton Limited, who retires by rotation | Mgmt | For |
| 15. | Elect Mr. Alan L. Boeckmann as a Director of BHP Billiton Plc | Mgmt | For |
| 16. | Elect Mr. Alan L. Boeckmann as a Director of BHP Billiton Limited | Mgmt | For |
| 17. | PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: Elect Mr. Stephen Mayne as a Director of BHP Billiton Plc | Shr | Against |
| 18. | PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: Elect Mr. Stephen Mayne as a Director of BHP Billiton Limited | Shr | Against |

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| 19. | Elect Dr. David R. Morgan as a Director of BHP Billiton Plc | Mgmt | For |
| 20. | Elect Dr. David R. Morgan as a Director of BHP Billiton Limited | Mgmt | For |
| 21. | Elect Mr. Keith C. Rumble as a Director of BHP Billiton Plc | Mgmt | For |
| 22. | Elect Mr. Keith C. Rumble as a Director of BHP Billiton Limited | Mgmt | For |
| 23. | Re-appoint KPMG Audit Plc as the Auditor of BHP Billiton Plc and authorize the Directors to agree their remuneration | Mgmt | For |
| 24. | Approve to renew the authority and to allot relevant securities [Section 80 of the United Kingdom Companies Act 1985] conferred by the Directors by Article 9 of BHP Billiton Plc's Articles of Association for the period ending on the later of the AGM of BHP Billiton Plc and the AGM of BHP Billiton Limited in 2009 [provided that this authority shall allow BHP Billiton Plc before the expiry of this authority to make offers or agreements which would or might require relevant securities to be allotted after such expiry and, notwithstanding such expiry, the Directors may allot relevant securities in pursuance of such offers or agreements], and for such period the Section 80 amount [under the United Kingdom Companies Act 1985] shall be USD 277,983,328 | Mgmt | For |
| S.25 | Approve to renew the authority and to allot equity securities [Section 94 of the United Kingdom Companies Act 1985] for cash conferred by the Directors by Article 9 of BHP Billiton Plc's Articles of Association for the period ending on the later of the AGM of BHP Billiton Plc and the AGM of BHP Billiton Limited in 2009 [provided that this authority shall allow BHP Billiton Plc before the expiry of this authority to make offers or agreements which would or might require equity securities to be allotted after such expiry and, notwithstanding such expiry, the Directors may allot equity securities in pursuance of such offers or agreements], and for such period the Section 95 amount [under the United Kingdom Companies Act 1985] shall be USD 55,778,030 | Mgmt | For |
| S.26 | 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 authorized to be purchased will be 223,112,120, representing 10% of BHP Billiton Plc's issued share capital; | Mgmt | For |

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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% 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 the earlier of 22 APR 2010 and the later of the AGM of BHP Billiton Plc and the AGM of BHP Billiton Limited in 2009 [provided that BHP Billiton Plc may enter into a contract or contracts for the purchase of shares before the expiry of this authority which would or might be completed wholly or partly after such expiry and may make a purchase of shares in pursuance of any such contract or contracts]

| | | | |
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| S27.1 | 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 30 APR 2009 | Mgmt | For |
| S27.2 | 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 29 MAY 2009 | Mgmt | For |
| S27.3 | 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 15 JUN 2009 | Mgmt | For |
| S27.4 | 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 JUL 2009 | Mgmt | For |
| S27.5 | 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 SEP 2009 | Mgmt | For |
| S27.6 | 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 30 NOV 2009 | Mgmt | For |
| 28. | Approve the remuneration report for the YE 30 JUN 2008 | Mgmt | For |
| 29. | Approve, for all purposes, the BHP Billiton Plc Group Incentive Scheme, as amended; and the BHP Billiton Limited Group Incentive Scheme, as amended | Mgmt | For |
| 30. | Approve to grant Deferred Shares and Options under the BHP Billiton Limited Group Incentive Scheme and Performance Shares under the BHP Billiton Limited Long Term Incentive Plan to the Executive Director, Mr. M. J. Kloppers | Mgmt | For |

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as specified

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| 31. | Approve, for all purposes, including for the purposes of Article 76 of the Articles of Association of BHP Billiton Plc, that the maximum aggregate remuneration which may be paid by BHP Billiton Plc to all the Non-Executive Directors in any year together with the remuneration paid to those Non-Executive Directors by BHP Billiton Limited be increased from USD 3,000,000 to USD 3,800,000 | Mgmt | For |
| 32. | Approve, for all purposes, including for the purposes of Rule 76 of the Constitution of BHP Billiton Limited and ASX Listing Rule 10.17, that the maximum aggregate remuneration which may be paid by BHP Billiton Limited to all the Non-Executive Directors in any year together with the remuneration paid to those Non-Executive Directors by BHP Billiton Plc be increased from USD 3,000,000 to USD 3,800,000 | Mgmt | For |
| S.33 | Amend the Articles of Association of BHP Billiton Plc, with effect from the close of this meeting, in the manner outlined in the Appendix to this Notice of Meeting and as set out in the amended Articles of Association tabled by the Chair of the meeting and signed for the purposes of identification | Mgmt | For |
| S.34 | Amend the Constitution of BHP Billiton Limited, with effect from the close of this meeting, in the manner outlined in the Appendix to this Notice of Meeting and as set out in the Constitution tabled by the Chair of the meeting and signed for the purposes of identification | Mgmt | For |

 BILLABONG INTERNATIONAL LTD

Agent

 Security: Q1502G107
 Meeting Type: AGM
 Meeting Date: 28-Oct-2008
 Ticker:
 ISIN: AU000000BEG6

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| | Receive the financial report, including the Directors' declaration for the YE 30 JUN 2008 and the related Directors' report and the audit report | Non-Voting | No vote |
| 1. | Re-elect Mrs. Margaret Jackson, who retires by rotation in accordance with the Article 6.3[b] of the Company's Constitution | Mgmt | For |

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|----|--|------|-----|
| 2. | Re-elect Mr. Anthony Froggatt as a Non-Executive Director, who retires in accordance with Article 6.3[i] of the Company's Constitution | Mgmt | For |
| 3. | Adopt the remuneration report for the YE 30 JUN 2008 | Mgmt | For |
| 4. | Approve and adopt the Executive Performance and Retention plan, the terms and conditions as specified, and the issue of equity securities under the Executive Performance and Retention Plan for all purposes, including ASX Listing Rule 7.2, Exception 9 | Mgmt | For |
| 5. | Approve the grant of up to 629,007 options to Mr. Derek O'Neill pursuant to the Billabong International Limited Executive Performance and Retention Plan and the issue of shares on the exercise of those options for the purposes of ASX Listing Rule 10.14 | Mgmt | For |
| 6. | Approve the grant of up to 524,170 options to Mr. Paul Naude pursuant to the Billabong International Limited Executive Performance and Retention Plan and the issue of shares on the exercise of those options for the purposes of ASX Listing Rule 10.14 | Mgmt | For |
| 7. | Approve, for the purposes of ASX Listing Rule 10.14 to award up to 71,704 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 2009 | Mgmt | For |
| 8. | Approve, for the purposes of ASX Listing Rule 10.14 to award up to 62,020 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 2009 | Mgmt | For |

 BRADKEN LTD

Agen

 Security: Q17369101
 Meeting Type: AGM
 Meeting Date: 30-Oct-2008
 Ticker:
 ISIN: AU000000BKN3

- | 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 2008 | Non-Voting | No vote |

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|-----|--|------|-----|
| 2. | Adopt the remuneration report of the Company for the FYE 30 JUN 2008 | Mgmt | For |
| 3.a | Re-elect Mr. Nicholas Greiner as a Director, who retires by rotation in accordance with Article 9.3 of the Company's Constitution | Mgmt | For |
| 3.b | Re-elect Mr. Gregory Laurie 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 Corporation Act 2001 [Cth] and the Listing Rules of ASX Limited; a) the participation in the Performance Right Plan by Mr. Brian Hodges, Managing Director as to 63,627 performance right; and b) the acquisition accordingly by Mr. Hodges of those performance right 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 and on the basis as specified | Mgmt | For |
| 5. | Approve, for all purposes under the ASX Listing Rule, including Listing Rule 7.4, the issue by the Company on or about 06 AUG 2008, of 13,664,569 fully paid ordinary shares at AUD 8.05 each under an institutional placement to part fund the acquisition of the AmeriCast Technologies, Inc. group | Mgmt | For |
| 6. | Approve, for all purposes under the ASX Listing Rules, including Listing Rule 7.4, the issue by the Company on or about 21 AUG 2008 of 149,222 fully paid ordinary shares at an issue price of AUD 8.05 per share to 7 senior Managers in the AmeriCast Technologies, Inc. group | Mgmt | For |
| 7. | Approve, for the purposes of ASX Listing Rules 7.1 and 10.11 and for all other purposes, the issue of 50,000 fully paid of AUD 8.05 per share to Mr. Phillip Arnall for cash, which shares are to rank equally in all respects with the existing issued ordinary shares of the Company | Mgmt | For |

COMMONWEALTH BANK OF AUSTRALIA, SYDNEY NSW

Agent

Security: Q26915100
Meeting Type: AGM
Meeting Date: 13-Nov-2008
Ticker:
ISIN: AU000000CBA7

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|--------|----------|---------------|---------------|
| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|

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|-----|--|------------|---------|
| 1. | Receive the financial report, the Directors' report and the Auditor's report for the YE 30 JUN 2008 | Non-Voting | No vote |
| 2.A | Re-elect Mr. John M. Schubert as a Director in accordance with Articles 11.1 and 11.2 of the Constitution of Commonwealth Bank of Australia | Mgmt | For |
| 2.B | Re-elect Mr. Colin R. Galbraith as a Director in accordance with Articles 11.1 and 11.2 of the Constitution of Commonwealth Bank of Australia | Mgmt | For |
| 2.C | Re-elect Mrs. Jane S. Hemstritch as a Director in accordance with Articles 11.1 and 11.2 of the Constitution of Commonwealth Bank of Australia | Mgmt | For |
| 2.D | Re-elect Mr. Andrew M. Mohl as a Director in accordance with Articles 11.4[b] and 11.2 of the Constitution of Commonwealth Bank of Australia | Mgmt | For |
| 3. | Adopt the remuneration report for the YE 30 JUN 2008 | Mgmt | For |
| 4. | Approve, in accordance with ASX Listing Rules 10.14 and 10.15 for the participation of Mr. R.J. Norris in the Group Leadership Share Plan of Commonwealth Bank of Australia [GLSP], and for the grant of rights to shares to Mr. R.J. Norris within 1 year of this AGM pursuant to the GLSP as specified | Mgmt | For |
| 5. | Approve to increase the maximum aggregate sum payable for fees to Non-Executive Directors to AUD 4,000,000 in any FY, to be divided among the Directors in such proportions and manner as they agree | Mgmt | For |
| S.6 | Approve to modify the Constitution of Commonwealth Bank of Australia as specified | Mgmt | For |

 COMPUTERSHARE LTD

Agem

 Security: Q2721E105
 Meeting Type: AGM
 Meeting Date: 11-Nov-2008
 Ticker:
 ISIN: AU000000CPU5

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | Receive the financial report, the Directors' report and the Auditor's report for the YE 30 JUN 2008 | Non-Voting | No vote |
| 2. | Adopt the remuneration report for the YE 30 | Mgmt | For |

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JUN 2008

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|----|--|------|-----|
| 3. | Re-elect Mr. A. N. Wales as a Director, who retires from the office under Clause 66 of the Company's Constitution | Mgmt | For |
| 4. | Re-elect Mr. S. D. Jones as a Director, who retires from the office under Clause 66 of the Company's Constitution | Mgmt | For |
| 5. | Elect Mrs. N. P. Withnall as a Director, who retires from the office under Clause 65 of the Company's Constitution | Mgmt | For |

FAIRFAX MEDIA LTD, SYDNEY

Agen

Security: Q37116102
 Meeting Type: AGM
 Meeting Date: 13-Nov-2008
 Ticker:
 ISIN: AU000000FXJ5

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | Receive the accounts of the Company and its controlled entities, the Directors' report, the Auditor's report and the statement by Directors for the FYE 29 JUN 2008 | Non-Voting | No vote |
| 2. | Re-elect Mr. Peter Young as a Director of the Company, a Non-Executive Director retiring in accordance with the Constitution | Mgmt | For |
| 3. | Approve the Company's remuneration report for the FYE 29 JUN 2008 | Mgmt | For |

GOODMAN FIELDER LTD

Agen

Security: Q4223N112
 Meeting Type: AGM
 Meeting Date: 20-Nov-2008
 Ticker:
 ISIN: AU000000GFF8

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | To receive and consider the financial report and the reports of the Directors and the Auditor for the FYE 30 JUN 2008 | Non-Voting | No vote |

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| | | | |
|-----|--|------|-----|
| 2. | Elect Mr. Ian Johnston as a Director of the Company | Mgmt | For |
| 3. | Re-elect Mr. Max Ould as a Director of the Company, who retires by rotation | Mgmt | For |
| 4. | Re-elect Mr. Hugh Perret as a Director of the Company, who retires by rotation | Mgmt | For |
| 5. | Adopt the Company's remuneration report for the FYE 30 JUN 2008 | Mgmt | For |
| S.6 | Amend the Constitution of the Company as specified | Mgmt | For |

 INCITEC PIVOT LTD

Agen

Security: Q4887E101
 Meeting Type: EGM
 Meeting Date: 05-Sep-2008
 Ticker:
 ISIN: AU000000IPL1

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| S.1 | <p>Approve the giving by each Acquired Subsidiary of Financial Assistance by: a) executing an accession letter under which it will: i) assume all the rights and obligations of a guarantor under the Bridge Facility Agreement, including but not limited to: the provision of a guarantee and indemnity; the making of representations and warranties; and the provision of undertakings and assumption of any other rights and obligations in support of any of the obligors' obligations under the Bridge Facility Agreement and associated documents [Transaction Documents]; and ii) be taken to be a guarantor under the Transaction Documents, in respect of financial accommodation provided to the borrowers in relation to the acquisition by Incitec Pivot US Holdings Pty Limited of all of the issued share capital in Dyno Nobel Limited under the Scheme Implementation Agreement between the Company and Dyno Nobel Limited dated 11 MAR 2008 [as amended on 02 APR 2008] and other purposes; and b) executing any documents [including without limitation, any separate guarantee and indemnity deed poll or equivalent document] in connection with: i) any financing, refinancing, replacement, renewal of variation [including any subsequent refinancing, replacement, renewal or variation] of all or any part of the facilities referred to in the Bridge Facility Agreement; or ii) any working capital or similar facility [whether or not in connection with the Bridge Facility Agreement]; or iii) any sale and leaseback</p> | Mgmt | For |

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or economically equivalent or similar arrangement;
 or iv) any accession to the guarantees to be provided by the Company in respect of the Sale and Leaseback, which each Acquired Subsidiary propose to enter into or enters as a guarantor or obligor or otherwise [and whether with the same or any other financiers], in accordance with Section 260B(2) of the Corporations Act 2001 [Cwlth]

- | | | | |
|----|---|------|-----|
| 2. | Approve, in accordance with Section 254H of the Corporations Act 2001 [Cwlth], the conversion of all the Company's fully paid ordinary shares in the issued capital of the Company into a larger number on the basis that every 1 fully paid ordinary share be divided into 20 fully paid ordinary shares with effect from 7.00 pm on 23 SEP 2008 | Mgmt | For |
|----|---|------|-----|

 INCITEC PIVOT LTD

 Agen

Security: Q4887E101
 Meeting Type: AGM
 Meeting Date: 19-Dec-2008
 Ticker:
 ISIN: AU000000IPL1

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| | To table for discussion the financial report of the Company, the Directors' report and the Auditor's report for the YE 30 SEP 2008 | Non-Voting | No vote |
| 1. | Re-elect Mr. John Watson as a Director of the Company, who retires in accordance with the Company's Constitution | Mgmt | For |
| 2. | Approve to increase, in accordance with Rule 6.5[a] of the Company's Constitution, 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 600,000 to a maximum of AUD 2 million per annum | Mgmt | For |
| 3. | Approve to grant of 597,190 performance rights under the Incitec pivot performance Rights Plan to the Managing Director & Chief Executive Officer, Mr. Julian Segal as specified | Mgmt | For |
| 4. | Approve to grant 222,482 Performance rights under the Incitec Pivot performance Rights Plan to the Finance Director & Chief Financial Officer, Mr. James Fazzino as specified | Mgmt | For |

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|----|---|------------|---------|
| 5. | Adopt the remuneration report for the Company [including the Directors' report] for the YE 30 SEP 2008 | Mgmt | For |
| | PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF AMOUNT IN RESOLUTIONS 3 AND 4. 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 | No vote |

 INCITEC PIVOT LTD

 Agen

Security: Q4887E135
 Meeting Type: AGM
 Meeting Date: 19-Dec-2008
 Ticker:
 ISIN: AU0000IPLXX3

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| | To table for discussion the financial report of the Company, the Director's report and the Auditor's report for the YE 30 SEP 2008 | Non-Voting | No vote |
| 1. | Re-elect Mr. John Watson as a Director of the Company, who retires in accordance with the Company's Constitution | Mgmt | For |
| 2. | Approve to increase, in accordance with Rule 6.5[a] of the Company's Constitution, 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 600,000 to a maximum of AUD 2 million per annum | Mgmt | For |
| 3. | Approve to grant of 597,190 the performance rights to Mr. Julian Segal, the Managing Director & Chief Executive Officer, under the Incitec pivot performance Rights Plan, as specified | Mgmt | For |
| 4. | Approve to grant of 222,482 the performance rights to Mr. James Fazzino, the finance Director & Chief Financial Officer, under the Incitec pivot performance Rights Plan, as specified | Mgmt | For |
| 5. | Adopt the remuneration report for the Company [included in the Director's report] for the YE 30 SEP 2008 | Mgmt | For |

 LEIGHTON HOLDINGS LTD

 Agen

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 Security: Q55190104
 Meeting Type: AGM
 Meeting Date: 06-Nov-2008
 Ticker:
 ISIN: AU000000LEI5

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | Receive the financial report and reports of the Directors and the Auditor for the YE 30 JUN 2008 | Mgmt | For |
| 2. | Adopt the remuneration report for the YE 30 JUN 2008 | Mgmt | Against |
| 3.1 | Re-elect Mr. D.S. Adams as a Director, who retires by rotation in accordance with Clause 18 of the Company's Constitution | Mgmt | For |
| 3.2 | Elect Dr. B. Lohr as a Director, in accordance with Clause 17.2 of the Company's Constitution, to hold office until the conclusion of this meeting | Mgmt | For |

 LION NATHAN LTD

Agen

 Security: Q5585K109
 Meeting Type: AGM
 Meeting Date: 26-Feb-2009
 Ticker:
 ISIN: AU000000LNN6

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | To receive and consider the financial report, the Directors' report and the Auditor's report [for the Company and its controlled entities] for the FYE 30 SEP 2008 | Non-Voting | No vote |
| 2. | Adopt the remuneration report [for the Company and its controlled entities] for the FYE 30 SEP 2008 | Mgmt | For |
| 3.A | Re-elect Mr. Andrew Maxwell Reeves as an 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. Gavin Ronald Walker 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 | Re-elect Ms. Barbara Kay Ward as a Non-Executive Director of the Company, who retires by rotation | Mgmt | Against |

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in accordance with Article 10.3 of the Constitution

 METCASH LTD

Agen

Security: Q6014C106
 Meeting Type: AGM
 Meeting Date: 04-Sep-2008
 Ticker:
 ISIN: AU000000MTS0

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | Receive the financial report of the Company and the reports of the Directors and the Auditors for the YE 30 APR 2008 | Non-Voting | No vote |
| 2.A | Re-elect Mr. Peter L. Barnes 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. Michael R. Jablonski 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. V. Dudley Rubin 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. Neil D. Hamilton as a Director of the Company 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 2008 | Mgmt | For |

 ORICA LTD

Agen

Security: Q7160T109
 Meeting Type: AGM
 Meeting Date: 30-Jan-2009
 Ticker:
 ISIN: AU000000ORI1

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | Receive the financial report, Directors' report and Auditor's report for the YE 30 SEP 2008 | Non-Voting | No vote |
| 2.1 | Re-elect Mr. Michael Beckett as a Director, | Mgmt | For |

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who retires by rotation in accordance with Rule 58.1 of the Company's Constitution

| | | | |
|-----|--|------|-----|
| 2.2 | Re-elect Mr. Peter Kirby 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. Noel Meehan as a Director, who retires by rotation in accordance with Rule 58.1 of the Company's Constitution | Mgmt | For |
| 3. | Adopt the remuneration report for the YE 30 SEP 2008 | Mgmt | For |

 QBE INSURANCE GROUP LTD

Agen

Security: Q78063114
 Meeting Type: AGM
 Meeting Date: 08-Apr-2009
 Ticker:
 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 2008 | Non-Voting | No vote |
| 2. | Adopt the remuneration report of the Company for the FYE 31 DEC 2008 | Mgmt | For |
| 3. | Ratify the Company, for the purposes of ASX Listing Rule 7.4 and for all other purposes, the Company ratify the allotment and issue of 97,560,976 shares [at an issue price of AUD 20.50 per share] on 04 DEC 2008 to institutional investors | Mgmt | For |
| S.4 | Approve to renews proportional takeover approval provisions in the form as specefied in Clauses 117 to 119 of the Company's constitution, for the purposes of Section 648G of the Corporations Act | Mgmt | For |
| 5.A | Re-elect Mr. E.J. Cloney as a Director of the Company, who retires by rotation in accordance with Clause 76 of the Company's constitution | Mgmt | For |
| 5.B | Re-elect Ms. I.F. Hudson as a Director of the Company, who retires by rotation in accordance with Clause 76 of the Company's constitution | Mgmt | For |
| 5.C | Re-elect Ms. B.J. Hutchinson as a Director of the Company, who retires by rotation in accordance with Clause 76 of the Company's constitution | Mgmt | For |

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|-----|--|------|-----|
| 5.D | Re-elect Ms. I.Y.L. Lee as a Director of the Company, who retires by rotation in accordance with Clause 76 of the Company's constitution | Mgmt | For |
|-----|--|------|-----|

RAMSAY HEALTH CARE LTD RHC

Agen

Security: Q7982Y104
 Meeting Type: AGM
 Meeting Date: 25-Nov-2008
 Ticker:
 ISIN: AU000000RHC8

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | Receive and consider the financial report of the Company and its controlled entities and the reports of the Directors and the Auditors for the FYE 30 JUN 2008 | Non-Voting | No vote |
| 2. | Adopt the remuneration report, which forms part of the Directors' report for the YE 30 JUN 2008 | Mgmt | Against |
| 3.1 | Re-elect Mr. Roderick Hamilton McGeoch as a Non-Executive Director of the Company, who retires in accordance with Clause 44 of the Constitution | Mgmt | For |
| 3.2 | Re-elect Mr. Kerry Chisholm Dart Roxburgh as a Non-Executive Director of the Company, who retires in accordance with Clause 44 of the Constitution | Mgmt | For |
| 3.3 | Elect Mr. Ian Patrick Stewart Grier as a Non-Executive Director of the Company, who retires in accordance with Clause 43.2 of the Constitution | Mgmt | For |
| 3.4 | Elect Mr. Christopher Paul Rex as an Executive Director of the Company, who retires in accordance with Clause 43.2 of the Constitution | Mgmt | For |

RIO TINTO LTD

Agen

Security: Q81437107
 Meeting Type: AGM
 Meeting Date: 20-Apr-2009
 Ticker:
 ISIN: AU000000RIO1

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|----------|---------------|---------------|
|--------|----------|---------------|---------------|

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|-------|--|------|---------|
| 1. | Receive the Company's financial reports and the reports of the Directors and Auditors for the YE 31 DEC 2008 | Mgmt | For |
| 2. | Approve the remuneration report for the YE 31 DEC 2008 as specified | Mgmt | For |
| 3. | Elect Mr. Jan Du Plessis as a Director | Mgmt | For |
| 4. | Re-elect Sir David Clementi as a Director | Mgmt | For |
| 5. | Re-elect Sir Rod Eddington as a Director | Mgmt | Against |
| 6. | Re-elect Mr. Andrew Gould as a Director | Mgmt | For |
| 7. | Re-elect Mr. David Mayhew as a Director | Mgmt | For |
| 8. | Re-appoint PricewaterhouseCoopers LLP as the Auditors of Rio Tinto Plc to hold office until the conclusion of the next AGM at which accounts are laid before Rio Tinto Plc and authorize the Audit Committee to determine the Auditors' remuneration | Mgmt | For |
| S.9 | Amend the Rules 89 to 91 [inclusive] of the Constitution of Rio Tinto Limited as specified; and the Articles 75 to 78 of the Articles of Association of Rio Tinto Plc as specified | Mgmt | For |
| S.10 | Approve the buybacks by Rio Tinto Limited of ordinary shares from Tinto Holdings Australia Pty Limited ['THA'] in the period following this approval until [and including] the date of the Rio Tinto Limited 2010 AGM or 19 APR 2010 [whichever is later] upon the terms and subject to the conditions as specified in the draft buyback agreement between Rio Tinto Limited and THA [entitled '2009 RTL-THA Agreement'], as specified | Mgmt | For |
| S.11. | Amend, subject to the consent in writing of the holder of the special voting share; that with effect from the close of the AGM of Rio Tinto Limited held in 2009; the constitution of Rio Tinto Limited as specified; the Articles of the Association of Rio Tinto Plc as specified, be adopted as the Articles of Association of Rio Tinto Plc in substitution for, and to the exclusion of, the existing Articles of Association; and that with effect from 00.01 am GMT on 01 OCT 2009; the constitution of Rio Tinto Limited as specified; the Articles of Association of Rio Tinto Plc by deleting all of the provisions of Rio Tinto Plc's Memorandum of Association which, by virtue of Section 28 of the UK Companies Act 2006, are to treated as part of Rio Tinto plc's Articles of Association; the Articles of Association of Rio Tinto Plc by deleting all provisions referred to in Paragraph 42 of Schedule 2 of the UK Companies Act 2006 [Commencement No 8, Transitional Provision | Mgmt | For |

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and Savings] Order 2008 [Statutory Instrument 2008 No 2860]; and the Articles of Association of Rio Tinto Plc as specified

ANY INDIVIDUAL OR RELATED PARTY TO ANY SPECIFIC VOTE EXCLUSION WHICH HAS OBTAINED BENEFIT OR DOES EXPECT TO OBTAIN FUTURE BENEFIT SHOULD NOT VOTE (OR VOTE "ABSTAIN") FOR THE RELEVANT PROPOSAL ITEMS.

Non-Voting No vote

SINGAPORE TELECOMMUNICATIONS LTD

Agen

Security: Y79985142
Meeting Type: AGM
Meeting Date: 25-Jul-2008
Ticker:
ISIN: AU000000SGT2

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | Receive and adopt the financial statements for the FYE 31 MAR 2008, the Directors' report and Auditors' report thereon | Mgmt | For |
| 2. | Declare a final dividend of 6.9 cents per share in respect of the FYE 31 MAR 2008 | Mgmt | For |
| 3. | Re-elect Mr. Graham John Bradley [Independent Member of the Audit Committee] as the Director who retires by rotation in accordance with Article 97 of the Company's Article of Association | Mgmt | For |
| 4. | Re-elect Mr. Chumpol NaLamlieng as the Director who retires by rotation in accordance with Article 97 of the Company's Article of Association | Mgmt | For |
| 5. | Re-elect Mr. Nicky Tan Ng Kuang [Independent Member of the Audit Committee] as the Director who retires by rotation in accordance with Article 97 of the Company's Articles of Association | Mgmt | For |
| 6. | Re-elect Mr. Dominic Chiu Fai Ho [Independent Member of the Audit Committee] as a Director who ceases to hold the office in accordance with Article 103 of the Company's Articles of Association | Mgmt | For |
| 7. | Approve the payment of Directors' fees by the Company of up to SGD 2,250,000 for the FYE 31 MAR 2009 [2008: up to SGD 2,250,000] | Mgmt | For |
| 8. | Re-appoint the Auditors and authorize the Directors to fix their remuneration | Mgmt | For |
| | Transact any other business | Non-Voting | No vote |

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9. Authorize the Directors to issue shares in the capital of the Company [shares] whether by way of rights, bonus or otherwise and/or 2) make or grant offers, agreements or potions [collectively, Instruments] that might or would require shares to be issued including but not limited to the creation and issue of [as well as adjustments to] warrants, debentures or other instruments convertible into shares at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and (ii) issue shares in pursuance of any instrument made or granted by the Directors while this resolution was in force; provided that the agreement number of shares to be issued pursuant to this resolution [including shares to be issued in pursuance of instruments made or granted pursuant to this resolution] does not exceed 50% of the issued shares in the capital of the Company [as calculated in accordance with this resolution] of which the aggregate number of shares to be issued other than on a pro rata basis to shareholders of the Company [including shares to be issued in pursuance of instrument made or granted pursuant to this resolution] does not exceed 10% of the total number issued shares in the capital of the Company; (ii) [subject to such manner of calculation as ,may be prescribed by the Singapore Exchange Securities Trading Limited (SGX-ST)] to determine the aggregate number of shares that may be issued under this resolution the percentage of issued shares shall be on that total number of issued shares in the capital of the Company at the time the resolution is passed after adjusting for: (a) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this resolution is passed and (b) any subsequent consolidation or sub division of shares (iii) in exercising the authority conferred by the resolution the Company shall comply with the provisions of the Listing manual of the SGX-ST and the rules of any other stock exchange on which the shares of the Company may for time being be listed or quoted for the time being in force and the Articles of Association for the time being of the Company and; [Authority shall continue in force until the conclusion of the next Annual general meeting of the Company or the date by which the next AGM of the Company is required by law to be held]
- Mgmt For
10. Authorize the Directors to allot and issue from time to time such number of shares in the capital of the Company as may be required to be issued pursuant to exercise the options under the Singapore Telecom Share Option Scheme 1999 [1999 scheme] provided always that the aggregate
- Mgmt For

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number of shares to be issued pursuant to be 1999 Scheme shall not exceed 5% of the total number of issued share[excluding treasury shares] in the capital of the Company from time to time as calculated in accordance the rules of the 1999 Scheme

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|-----|--|------|-----|
| 11. | <p>Authorize the Directors to grant awards in accordance with the provisions of the Sing Tel Performance Share Plan [Share plan] and to allot and issue from time to time such number of fully paid up shares in the capital of the Company as may be required to be issued pursuant to the vesting of awards under the Share Plan, provided always that the aggregate number of shares to be issue pursuant to the 1999 Scheme and the Share Plan shall not exceed 10% of the total number of issued shares in the capital of the Company from time to time</p> | Mgmt | For |
|-----|--|------|-----|

SINGAPORE TELECOMMUNICATIONS LTD

Agen

Security: Y79985142
Meeting Type: EGM
Meeting Date: 25-Jul-2008
Ticker:
ISIN: AU000000SGT2

- | Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | <p>Authorize the Directors, for the purposes of Sections 76C and 76E of the Companies Act, to purchase or otherwise acquire issued ordinary shares in the capital of the Company [Shares], not exceeding in aggregate 10 % of the issued Shares of the Company at the date of this resolution, by way of market purchases on the Singapore Exchange Securities Trading Limited [SGX-ST], and/or off-market purchases effected otherwise than on the SGX-ST in accordance with any equal access scheme(s), at a price of up to 105% above the average closing market prices over the previous 5 market days in case of market purchase and 110% in case of off-market purchase, and authorize the Directors of the Company and/or any of them to do all such acts and things deemed necessary to give effect to this Resolution; [Authority expires the earlier of the date of the next AGM of the Company or the date of the AGM as required by law to be held]</p> | Mgmt | For |
| 2. | <p>Approve, for the purpose of Rule 10.14 of the ASX Listing rules, the participation by the Relevant Person in the Relevant Period specified in paragraph 3.2 of the Circular to the shareholders</p> | Mgmt | For |

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and the CUF5 holders dated 26 JUN 2008 ["the Circular"] in the SingTel Performance Share Plan, on the specified terms

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|-----|--|------|-----|
| S.3 | Amend Articles 93, 97, 98 and 103 of the Articles of the Association of the Company as specified | Mgmt | For |
|-----|--|------|-----|

 SP AUSNET

Agen

 Security: Q8604X102
 Meeting Type: AGM
 Meeting Date: 17-Jul-2008
 Ticker:
 ISIN: AU000000SPN6

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| | PLEASE NOTE THAT THE BELOW RESOLUTION IS FOR COMPANIES AND TRUST. THANK YOU. | Non-Voting | No vote |
| 1. | Receive the SP AusNet's financial statements and the reports of the Directors and the Auditors for the YE 31 MAR 2008 | Non-Voting | No vote |
| | PLEASE NOTE THAT THE BELOW RESOLUTIONS ARE FOR COMPANIES ONLY. THANK YOU. | Non-Voting | No vote |
| 2.A | Re-elect Professor Jeremy Davis, who retires by rotation | Mgmt | For |
| 2.B | Re-elect Mr. Ian Renard, who retires by rotation | Mgmt | For |
| 3. | Adopt the remuneration report for the YE 31 MAR 2008 | Mgmt | For |
| 4. | Amend, for the purposes of Section 208 of the Corporation Act and for all other purposes, the Management Services Agreement between the Companies and SPI Management Services Pty Limited ['SPIMS'] as specified, and approve to give any financial benefits to SPIMS which may arise in accordance with such amendments | Mgmt | For |
| | PLEASE NOTE THAT THE BELOW RESOLUTIONS ARE FOR COMPANIES AND TRUST. THANK YOU. | Non-Voting | No vote |
| S.5 | Approve, for the purposes of ASX Listing Rule 7.1, ASIC Class Order 05/26 and for all other purposes, SP AusNet and the Directors of the Companies and SP Australia Networks [RE] Limited, as responsible entity of the Trust, be given authority to issue Stapled Securities to an underwriter or persons procured by an underwriter within a period of 24 months from the date of the meetings in connection under a distribution reinvestment plan | Mgmt | For |

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|-----|--|------------|---------|
| 6. | Approve, for the purposes of Singapore Law, SP AusNet and the Directors of the Companies and SP Australia Networks [RE] Limited, as responsible entity of the Trust, be given authority to issue new Stapled Securities in the circumstances and on the terms and conditions as specified | Mgmt | For |
| | PLEASE NOTE THAT THE BELOW RESOLUTION IS FOR TRUST ONLY. THANK YOU. | Non-Voting | No vote |
| S.7 | Amend the Trust Constitution in accordance with the provisions of the supplemental deed poil annexed as annexure A, tabled at the meetings and initialled by the Chairman for the purposes of identification; and authorize the SP Australia Networks [RE] Limited, as responsible entity of the Trust to execute the supplemental deed poil and lodge it with ASIC to give effect to the amendments to the Trust Constitution | Mgmt | For |

TABCORP HLDGS LTD

Agem

Security: Q8815D101
Meeting Type: AGM
Meeting Date: 23-Oct-2008
Ticker:
ISIN: AU000000TAH8

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | To receive and consider the financial statements and the reports of the Directors and the Auditor in respect of the YE 30 JUN 2008 | Non-Voting | No vote |
| 2.A | Re-elect Ms. Paula Dwyer as a Director of the Company, retires in accordance with the constitution of the Company | Mgmt | For |
| 2.B | Elect Mr. John O'Neill as a Director of the Company, retires in accordance with the constitution of the Company | Mgmt | For |
| 2.C | Elect Mrs. Jane Hemstritch as a Director of the Company, retires in accordance with the constitution of the Company | Mgmt | For |
| 2.D | Elect Mr. Brett Paton as a Director of the Company, retires in accordance with the constitution of the Company | Mgmt | For |
| 3. | Adopt the remuneration report [which forms part of the Directors' report] in respect of the YE 30 JUN 2008 | Mgmt | For |
| 4. | Approve to grant the number of Performance Rights | Mgmt | For |

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determined based on the formula 1,500,000 divided by the Fair Market Value of a performance right to the Managing Director and Chief Executive Officer of the Company, Mr. Elmer Funke Kupper, under the Tabcorp Long Term Performance Plan as specified

TATTS GROUP LTD

Agen

Security: Q8852J102
Meeting Type: AGM
Meeting Date: 19-Nov-2008
Ticker:
ISIN: AU000000TTS5

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | Chairman and the Chief Executive presentations | Non-Voting | No vote |
| 2. | Receive and consider the financial report for the Company and its controlled entities for the period ended 30 JUN 2008 together with the Directors' report and the Auditor's Report as specified in the annual report | Non-Voting | No vote |
| 3.a | Re-elect Mr. Julien Playoust as a Director of the Company, who retires in accordance with the Constitution | Mgmt | For |
| 3.b | Re-elect Mr. Kevin Seymour 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 2008 | Mgmt | For |

TELECOM CORPORATION OF NEW ZEALAND LTD

Agen

Security: Q89499109
Meeting Type: AGM
Meeting Date: 02-Oct-2008
Ticker:
ISIN: NZTELE0001S4

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|-----------------------------|---------------|---------------|
| | The Chairman's introduction | Non-Voting | No vote |
| | Addresses to shareholders | Non-Voting | No vote |

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| | | | |
|----|---|------------|---------|
| | Shareholder discussion | Non-Voting | No vote |
| 1. | Authorize the Directors to fix the remuneration of the Auditors | Mgmt | For |
| 2. | Re-elect Mr. Rod McGeoch as a Director of Telecom | Mgmt | For |
| 3. | Re-elect Mr. Kevin Roberts as a Director of Telecom | Mgmt | For |
| 4. | PLEASE NOTE THAT THIS IS A SHAREHOLDER PROPOSAL: Elect Mr. Mark Cross as a Director of Telecom | Shr | Against |
| 5. | PLEASE NOTE THAT THIS IS A SHAREHOLDER PROPOSAL: Elect Mr. Mark Tume as a Director of Telecom | Shr | Against |
| | PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF CONSERVATIVE CUT-OFF DATE. 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 | No vote |

TOLL HOLDINGS LTD, MELBOURNE VIC

Agen

Security: Q9104H100
Meeting Type: AGM
Meeting Date: 30-Oct-2008
Ticker:
ISIN: AU000000TOL1

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | Receive and consider the financial statements of the Company and its controlled entities for the YE 30 JUN 2008 and the related Directors' report, Directors' declaration and Auditors' report | Non-Voting | No vote |
| 2. | Adopt the remuneration report | Mgmt | Against |
| 3. | Re-elect Mr. Ray Horsburgh as a Director of the Company, who retires in accordance with the Company's constitution | Mgmt | For |
| 4. | Elect Mr. Frank Ford as a Director of the Company, who retires in accordance with the Company's constitution | Mgmt | For |

WESFARMERS LTD, PERTH WA

Agen

Security: Q95870103

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Meeting Type: AGM
 Meeting Date: 13-Nov-2008
 Ticker:
 ISIN: AU000000WES1

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1. | Receive the financial statements and the reports of the Directors and the Auditors for the YE 30 JUN 2008 | Non-Voting | No vote |
| 2.A | Re-elect Dr. Robert [Bob] Lindsay Every as a Director, who retire by rotation in accordance with the Company's Constitution | Mgmt | For |
| 2.B | Re-elect Mr. Gene Thomas Tilbrook as a Director, who retire by rotation in accordance with the Company's Constitution | Mgmt | For |
| 3. | Approve and adopt, the new Constitution tabled at the AGM and as specified, the Constitution of the Company, in place of the current Constitution, with effect from the close of the meeting | Mgmt | For |
| 4. | Adopt the remuneration report for the YE 30 JUN 2008 | Mgmt | Against |

WESTFIELD GROUP, SYDNEY NSW

Agen

Security: Q97062105
 Meeting Type: AGM
 Meeting Date: 06-May-2009
 Ticker:
 ISIN: AU000000WDC7

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| | PLEASE NOTE THAT THIS IS AN AMENDMENT TO MEETING ID 548351 DUE TO DELETION OF RESOLUTION. ALL VOTES RECEIVED ON THE PREVIOUS MEETING WILL BE DISREGARDED AND YOU WILL NEED TO REINSTRUCT ON THIS MEETING NOTICE. THANK YOU. | Non-Voting | No vote |
| | PLEASE NOTE THAT BELOW RESOLUTIONS ARE FOR WESTFIELD HOLDINGS LIMITED. THANK YOU. | Non-Voting | No vote |
| 1. | To discuss the Company's financial statements and reports for the YE 31 DEC 2008 | Non-Voting | No vote |
| 2. | Approve the Company's remuneration report for the FYE 31 DEC 2008 | Mgmt | For |
| 3. | Re-elect Mr. Roy L. Furman, as a Director of the Company, who retires by rotation in accordance | Mgmt | For |

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with the Company's Constitution

| | | | |
|-----|--|------------|---------|
| 4. | Re-elect Mr. Stephen P. Johns as a Director of the Company, who retires by rotation in accordance with the Company's Constitution | Mgmt | Against |
| 5. | Re-elect Mr. Steven M. Lowy as a Director of the Company, who retires by rotation in accordance with the Company's Constitution | Mgmt | For |
| 6. | Elect Mr. Lord [Peter] H. Goldsmith QC PC as a Director of the Company | Mgmt | For |
| 7. | Elect Mr. Brian M. Schwartz AM as a Director of the Company | Mgmt | For |
| | PLEASE NOTE THAT BELOW RESOLUTION IS FOR WESTFIELD TRUST AND WESTFIELD AMERICA TRUST [TRUSTS]. THANK YOU. | Non-Voting | No vote |
| S.8 | Approve, the issue of 276,190,500 stapled securities each comprising a share in Westfield Holdings Limited, a unit in Westfield Trust and a unit in Westfield America Trust [Stapled Security], to certain institutional and sophisticated investor at AUD 10.50 per stapled security issued on 12 FEB 2009 as specified | Mgmt | For |
| | PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF ADDITIONAL COMMENT. 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 | No vote |
| | PLEASE NOTE THAT ANY INDIVIDUAL OR RELATED PARTY TO ANY SPECIFIC VOTE EXCLUSION WHICH HAS OBTAINED BENEFIT OR DOES EXPECT TO OBTAIN FUTURE BENEFIT SHOULD NOT VOTE [OR VOTE 'ABSTAIN'] FOR THE RELEVANT PROPOSAL ITEMS. THANK YOU. | Non-Voting | No vote |

WESTPAC BANKING CORP, SYDNEY NSW

Agen

Security: Q97417101
 Meeting Type: AGM
 Meeting Date: 11-Dec-2008
 Ticker:
 ISIN: AU000000WBC1

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | Receive the financial report, the Director's report and the Auditor's report for the YE 30 SEP 2008 | Non-Voting | No vote |
| 2. | Adopt the remuneration report for the YE 30 SEP 2008 | Mgmt | For |

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| | | | |
|-----|--|------|---------|
| 3.a | Re-elect Ms. Elizabeth Blomfield Bryan as a Director of Westpac | Mgmt | For |
| 3.b | Re-elect Ms. Carolyn Judith Hewson as a Director of Westpac | Mgmt | For |
| 3.c | Re-elect Mr. Lindsay Philip Maxsted as a Director of Westpac | Mgmt | For |
| 3.d | Elect Mr. John Simon Curtis as a Director of Westpac | Mgmt | For |
| 3.e | Elect Mr. Peter John Oswin Hawkins as a Director of Westpac | Mgmt | For |
| 3.f | Elect Mr. Graham John Reaney as a Director of Westpac | Mgmt | For |
| 4. | Approve to increase the maximum aggregate amount of annual remuneration that may be paid to the Non-Executive Directors by AUD 1.5 million, from AUD 3 million to AUD 4.5 million, with effect from the merger implementation date | Mgmt | Against |

WOODSIDE PETROLEUM LTD

Agen

Security: 980228100
Meeting Type: AGM
Meeting Date: 01-May-2009
Ticker:
ISIN: AU000000WPL2

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | To receive and consider the financial report of the Company and the reports of the Directors and Auditor for the YE 31 DEC 2008 | Non-Voting | No vote |
| 2.a | Re-elect Mr. Michael Alfred Chaney as a Director | Mgmt | For |
| 2.b | Re-elect Mr. Erich Fraunschiel as a Director | Mgmt | For |
| 2.c | Re-elect Dr. Pierre Jean-Marie Henri Jungels as a Director | Mgmt | For |
| 2.d | Re-elect Mr. David Ian McEvoy as a Director | Mgmt | For |
| 2.e | Re-elect Ms. Melinda Ann Cilento as a Director | Mgmt | For |
| 2.f | Re-elect Mr. Ian Robertson as a Director | Mgmt | For |
| 3. | Adopt the remuneration report for the YE 31 DEC 2008 | Mgmt | For |
| | PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT | Non-Voting | No vote |

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OF ADDITIONAL COMMENT. 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.

PLEASE NOTE THAT ANY INDIVIDUAL OR RELATED PARTY TO ANY SPECIFIC VOTE EXCLUSION WHICH HAS OBTAINED BENEFIT OR DOES EXPECT TO OBTAIN FUTURE BENEFIT SHOULD NOT VOTE [OR VOTE 'ABSTAIN'] FOR THE RELEVANT PROPOSAL ITEMS. THANK YOU.

Non-Voting No vote

 WOOLWORTHS LTD

Agen

Security: Q98418108
 Meeting Type: AGM
 Meeting Date: 27-Nov-2008
 Ticker:
 ISIN: AU000000WOW2

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| 1. | To receive and consider the financial report of the Company and the reports of the Directors and the Auditor for the financial period ended 29 JUN 2008 | Non-Voting | No vote |
| 2. | Adopt, the remuneration report [which form part of the Directors' report] for the FYE 29 JUN 2008 | Mgmt | For |
| 3.A | Re-elect Dr. Roderick Sheldon Deane as a Director, who retires by rotation in accordance with Article 10.3 of the Company's Constitution | Mgmt | For |
| 3.B | Re-elect Mr. Leon Michael L'Huillier as a Director, who retires by rotation in accordance with Article 10.3 of the Company's Constitution | Mgmt | For |
| 4.A | Approve to grant the options or performance rights or combination of both to the Group Managing Director and Chief Executive Officer of the Company, Mr. Michael Gerard Luscombe, under the Woolworths Long Terms Incentive Plan [Plan], as specified, for all purposes including for the purpose of ASX Listing Rule 10.14 | Mgmt | For |
| 4.B | Approve to grant the options or performance rights or combination of both to the Finance Director, Mr. Thomas William Pockett, under the Plan, as specified, for all purposes including for the purpose of ASX Listing Rule 10.14 | Mgmt | For |

* Management position unknown

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

| | |
|----------------|--------------------------------------|
| (Registrant) | Aberdeen Australia Equity Fund, Inc. |
| By (Signature) | /s/ Christian Pittard |
| Name | Christian Pittard |
| Title | President |
| Date | 08/18/2009 |