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ABERDEEN AUSTRALIA EQUITY FUND INC
Form N-PX
August 12, 2013

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: 1735 Market Street
32nd Floor
Philadelphia, PA 19103

NAME AND ADDRESS OF AGENT FOR SERVICE: Mr. Christian Pittard
Aberdeen Asset Management
Inc.
1735 Market Street, 32nd
Floor
Philadelphia, PA 19103

REGISTRANT'S TELEPHONE NUMBER: 866-839-5205

DATE OF FISCAL YEAR END: 10/31

DATE OF REPORTING PERIOD: 07/01/2012 - 06/30/2013

Aberdeen Australia Equity Fund

AGL ENERGY LTD

Agen

Security: Q01630104
Meeting Type: AGM
Meeting Date: 23-Oct-2012
Ticker:
ISIN: AU000000AGK9

| Prop. # | Proposal | Proposal Type | Proposal Vote |
|---------|--|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 2 AND 4 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN | Non-Voting | |

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FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (2 AND 4), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION.

| | | | |
|------|---|------------|-----|
| CMMT | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' FOR ALL RESOLUTIONS. THANK YOU. | Non-Voting | |
| 2 | To adopt the Remuneration Report | Mgmt | For |
| 3(a) | Re-election of Mr Leslie Hosking | Mgmt | For |
| 3(b) | Re-election of Mr John Stanhope | Mgmt | For |
| 3(c) | Re-election of Mr Graeme Hunt | Mgmt | For |
| 4 | Increasing the maximum aggregate remuneration of Non-Executive Directors | Mgmt | For |

AMP LIMITED

Agent

Security: Q0344G101
Meeting Type: AGM
Meeting Date: 09-May-2013
Ticker:
ISIN: AU000000AMP6

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 3, 4 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (3 AND 4), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2(A) | To re-elect Peter Mason as a director | Mgmt | For |

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| | | | |
|------|--|------------|-----|
| 2(B) | To elect Simon McKeon as a director | Mgmt | For |
| 3 | Adoption of remuneration report | Mgmt | For |
| 4 | Approval of managing directors long-term incentive for 2013 | Mgmt | For |
| CMMT | PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION IN RES 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 | |

ASX LIMITED

Agent

Security: Q0604U105
Meeting Type: AGM
Meeting Date: 05-Oct-2012
Ticker:
ISIN: AU000000ASX7

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 4(a), 4(b), 5 AND 6 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (4(a), 4(b), 5 AND 6), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 3(a) | Re-election of director, Roderic (Rick) Holliday-Smith | Mgmt | For |
| 3(b) | Re-election of director, Peter Marriott | Mgmt | For |
| 3(c) | Re-election of director, Jillian Segal | Mgmt | For |
| 3(d) | Re-election of director, Peter Warne | Mgmt | For |
| 3(e) | Election of director, Heather Ridout | Mgmt | For |
| 4(a) | Approve grant of 2011 performance rights to MD and CEO under LTI plan | Mgmt | For |

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| | | | |
|------|---|------|---------|
| 4(b) | Approve grant of 2012 performance rights to MD and CEO under LTI plan | Mgmt | For |
| 5 | Remuneration report | Mgmt | Against |
| 6 | Increase cap on non-executive directors' remuneration | Mgmt | For |
| 7 | Update to ASX constitution: a. Repealing the existing version of article 12.1 and inserting the following: "The number of Directors will be not less than seven or more than fifteen subject to any change made by resolution of a general meeting of the Company to the minimum or to the maximum, which maximum must not be less than the number of the Directors in office at that time." b. In article 12.6, replacing the words "then most recently fixed in accordance with" with the words "permitted under" | Mgmt | For |

 AUSTRALIA & NEW ZEALAND BANKING GROUP LTD, MELBOUR

 Agen

Security: Q09504137
 Meeting Type: AGM
 Meeting Date: 19-Dec-2012
 Ticker:
 ISIN: AU000000ANZ3

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 2,3 AND 4 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (2,3 AND 4), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2 | Adoption of the Remuneration Report | Mgmt | For |
| 3 | Grant of Performance Rights to Mr Michael Smith | Mgmt | For |

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| | | | |
|------|--|------------|---------|
| 4 | Increase in Non-Executive Directors' Fee Cap | Mgmt | For |
| 5.a | To elect Ms P. J. Dwyer as a Board - Endorsed Candidate | Mgmt | For |
| 5.b | To re-elect Mr J. P. Morschel as a Board - Endorsed Candidate | Mgmt | For |
| 5.c | To re-elect Mr Lee Hsien Yang as a Board - Endorsed Candidate | Mgmt | For |
| 6 | PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: Election of Non-Board-Endorsed Candidate - Mr R. J. Reeves | Shr | Against |
| CMMT | PLEASE NOTE THAT THIS IS A REVISION DUE TO MODIFICATION IN RESOLUTION NUMBER 5.C. 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 | |

BHP BILLITON PLC, LONDON

Agen

Security: G10877101
Meeting Type: AGM
Meeting Date: 25-Oct-2012
Ticker:
ISIN: GB0000566504

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1 | Financial statements and reports | Mgmt | For |
| 2 | To elect Pat Davies as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 3 | To re-elect Malcolm Broomhead as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 4 | To re-elect Sir John Buchanan as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 5 | To re-elect Carlos Cordeiro as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 6 | To re-elect David Crawford as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |

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|----|--|------|-----|
| 7 | To re-elect Carolyn Hewson as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 8 | To re-elect Marius Kloppers as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 9 | To re-elect Lindsay Maxsted as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 10 | To re-elect Wayne Murdy as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 11 | To re-elect Keith Rumble as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 12 | To re-elect John Schubert as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 13 | To re-elect Shriti Vadera as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 14 | To re-elect Jac Nasser as a Director of each of BHP Billiton Plc and BHP Billiton Limited | Mgmt | For |
| 15 | That KPMG Audit Plc be reappointed as the auditor of BHP Billiton Plc and that the Directors be authorised to agree their remuneration | Mgmt | For |
| 16 | General authority to issue shares in BHP Billiton Plc | Mgmt | For |
| 17 | Issuing shares in BHP Billiton Plc for cash | Mgmt | For |
| 18 | Repurchase of shares in BHP Billiton Plc (and cancellation of shares in BHP Billiton Plc purchased by BHP Billiton Limited) | Mgmt | For |
| 19 | Remuneration Report | Mgmt | For |
| 20 | Approval of grant of Long-Term Incentive Performance Shares to Executive Director - Marius Kloppers | Mgmt | For |

COCA-COLA AMATIL LTD

Agen

Security: Q2594P146
Meeting Type: AGM
Meeting Date: 07-May-2013
Ticker:

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ISIN: AU000000CCL2

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSAL 2 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSAL (2), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2 | Adoption of Remuneration Report | Mgmt | For |
| 3.a | Re-election of Ms Ilana Atlas as a Director | Mgmt | For |
| 3.b | Re-election of Ms Catherine Brenner as a Director | Mgmt | For |
| 3.c | Re-election of Mr Anthony Froggatt as a Director | Mgmt | For |

COCHLEAR LIMITED

Agen

Security: Q25953102
 Meeting Type: AGM
 Meeting Date: 16-Oct-2012
 Ticker:
 ISIN: AU000000COH5

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 2.1 AND 4.1 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON | Non-Voting | |

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PROPOSALS (2.1 AND 4.1), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION.

| | | | |
|-----|--|------|-----|
| 1.1 | To receive the Financial Report, Directors' Report and Auditor's Report in respect of the year ended 30 June 2012 | Mgmt | For |
| 2.1 | That the Remuneration Report be adopted | Mgmt | For |
| 3.1 | To re-elect Prof Edward Byrne, AO as a director of the Company | Mgmt | For |
| 3.2 | To re-elect Mr Andrew Denver as a director of the Company | Mgmt | For |
| 4.1 | Approval of issue, allocation or transfer of securities to the CEO/President under the Cochlear Executive Long Term Incentive Plan | Mgmt | For |
| 5.1 | That the Company renew the Proportional Takeover Provisions | Mgmt | For |

COMMONWEALTH BANK OF AUSTRALIA, SYDNEY NSW

Agen

Security: Q26915100
Meeting Type: AGM
Meeting Date: 30-Oct-2012
Ticker:
ISIN: AU000000CBA7

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 3, 4 AND 5 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (3, 4 AND 5), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| CMMT | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' ONLY FOR | Non-Voting | |

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ALL RESOLUTIONS. THANK YOU.

| | | | |
|-----|--|------|-----|
| 2.a | Re-election of Director, Mr David Turner | Mgmt | For |
| 2.b | Re-election of Director, Ms Carolyn Kay | Mgmt | For |
| 2.c | Re-election of Director, Mr Harrison Young | Mgmt | For |
| 3 | Remuneration Report (non-binding resolution) | Mgmt | For |
| 4 | Grant of Securities to Ian Mark Narev under the Group Leadership Reward Plan | Mgmt | For |
| 5 | Approval of Selective Buy-Back Agreement for PERLS IV | Mgmt | For |

 COMPUTERSHARE LIMITED

Agen

 Security: Q2721E105
 Meeting Type: AGM
 Meeting Date: 14-Nov-2012
 Ticker:
 ISIN: AU000000CPU5

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSAL 4 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSAL (4), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2 | Re-election of Mr C J Morris as a Director | Mgmt | For |
| 3 | Re-election of Mrs P J Maclagan as a Director | Mgmt | For |
| 4 | Remuneration Report | Mgmt | For |
| 5 | Adoption of new constitution | Mgmt | For |

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 CSL LTD, PARKVILLE VIC

Agen

 Security: Q3018U109
 Meeting Type: AGM
 Meeting Date: 17-Oct-2012
 Ticker:
 ISIN: AU000000CSL8

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 2A AND 3 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (2A AND 3), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2.a | To re-elect Mr Maurice Renshaw as a Director | Mgmt | For |
| 2.b | To re-elect Mr David Anstice as a Director | Mgmt | For |
| 3 | Adoption of the Remuneration Report | Mgmt | For |
| 4 | Adoption of New Constitution | Mgmt | For |
| 5.a | Insertion of Proportional Takeover Approval Provisions in New Constitution (if item 4 is passed) | Mgmt | For |
| 5.b | Insertion of Proportional Takeover Approval Provisions in existing Constitution (if item 4 is not passed) | Mgmt | For |

 DAVID JONES LTD, SYDNEY NSW

Agen

 Security: Q31227103
 Meeting Type: AGM
 Meeting Date: 23-Nov-2012
 Ticker:
 ISIN: AU000000DJS0

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| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 3 AND 4 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSALS WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSALS. BY VOTING (FOR OR AGAINST) ON PROPOSALS (3 AND 4), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSALS AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2.(a) | To re-elect Peter Mason as a Director | Mgmt | For |
| 2.(b) | To elect Steven Vamos as a Director | Mgmt | For |
| 2.(c) | To elect Jane Harvey as a Director | Mgmt | For |
| 3 | To adopt the Remuneration Report | Mgmt | For |
| 4 | Allocation of Performance Rights under the Long Term Incentive Plan to Paul Zahra | Mgmt | For |

 INCITEC PIVOT LTD

Agent

Security: Q4887E101
 Meeting Type: AGM
 Meeting Date: 18-Dec-2012
 Ticker:
 ISIN: AU000000IPL1

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 3, 4 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (3 AND 4), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER | Non-Voting | |

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EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION.

| | | | |
|---|--|------|-----|
| 1 | Re-election of Mr Paul Brasher as a Director | Mgmt | For |
| 2 | Re-election of Mr Graham Smorgon as a Director | Mgmt | For |
| 3 | Approval of issue to Managing Director under the Incitec Pivot Performance Rights Plan | Mgmt | For |
| 4 | Adoption of Remuneration Report (advisory only) | Mgmt | For |

NEWCREST MINING LTD, MELBOURNE VIC

Agen

Security: Q6651B114
Meeting Type: AGM
Meeting Date: 25-Oct-2012
Ticker:
ISIN: AU000000NCM7

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSAL 3 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSAL (3), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2.a | Election of Mr Gerard Michael Bond as a Director | Mgmt | For |
| 2.b | Re-election of Mr Vince Gauci as a Director | Mgmt | For |
| 3 | Adoption of Remuneration Report (advisory only) | Mgmt | For |

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ORICA LTD

Agen

Security: Q7160T109
 Meeting Type: AGM
 Meeting Date: 31-Jan-2013
 Ticker:
 ISIN: AU000000ORI1

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 3, 4 AND 5 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (3, 4 AND 5), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2.1 | Re-election of Michael Tilley as a Director | Mgmt | For |
| 2.2 | Re-election of Nora Scheinkestel as a Director | Mgmt | For |
| 3 | Adoption of the Remuneration Report | Mgmt | For |
| 4 | Grant of shares to Managing Director under the Long Term Equity Incentive Plan | Mgmt | For |
| 5 | Grant of shares to Finance Director under the Long Term Equity Incentive Plan | Mgmt | For |

QBE INSURANCE GROUP LTD

Agen

Security: Q78063114
 Meeting Type: AGM
 Meeting Date: 27-Mar-2013
 Ticker:
 ISIN: AU000000QBE9

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 2, 3, 4, 5, 6 AND 7 AND VOTES | Non-Voting | |

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CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSALS WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSALS. BY VOTING (FOR OR AGAINST) ON PROPOSALS (2, 3, 4, 5, 6 AND 7), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSALS AND YOU COMPLY WITH THE VOTING EXCLUSION

| | | | |
|------|--|------------|---------|
| 2 | To adopt the remuneration report | Mgmt | For |
| 3 | To approve the grant of conditional rights over the Company's ordinary shares under the 2011 and 2012 QBE Long Term Incentive plans to the former Group Chief Executive Officer | Mgmt | Against |
| 4 | To pay the former Group Chief Executive Officer a retirement allowance | Mgmt | Against |
| 5 | To approve the grant of conditional rights over the Company's ordinary shares as an Appointment Performance Incentive to the Group Chief Executive Officer | Mgmt | For |
| 6 | To approve the grant of conditional rights over the Company's ordinary shares under the 2012 QBE Long Term Incentive plan to the Group Chief Executive Officer | Mgmt | For |
| 7 | To increase the maximum aggregate fees payable to non-executive directors | Mgmt | For |
| 8 | To elect Mr J A Graf as a director of the Company | Mgmt | For |
| 9a | To re-elect Mr D M Boyle as a director of the Company | Mgmt | For |
| 9b | To re-elect Mr J M Green as a director of the Company | Mgmt | For |
| CMMT | PLEASE NOTE THAT THIS IS A REVISION DUE TO RECEIPT OF RECORD DATE OF 25 MAR 2013. 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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 Security: G75754104
 Meeting Type: AGM
 Meeting Date: 18-Apr-2013
 Ticker:
 ISIN: GB0007188757

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1 | Receipt of the 2012 Annual report | Mgmt | For |
| 2 | Approval of the Remuneration report | Mgmt | For |
| 3 | To re-elect Robert Brown as a director | Mgmt | For |
| 4 | To re-elect Vivienne Cox as a director | Mgmt | For |
| 5 | To re-elect Jan du Plessis as a director | Mgmt | For |
| 6 | To re-elect Guy Elliott as a director | Mgmt | For |
| 7 | To re-elect Michael Fitzpatrick as a director | Mgmt | For |
| 8 | To re-elect Ann Godbehere as a director | Mgmt | For |
| 9 | To re-elect Richard Goodmanson as a director | Mgmt | For |
| 10 | To re-elect Lord Kerr as a director | Mgmt | For |
| 11 | To re-elect Chris Lynch as a director | Mgmt | For |
| 12 | To re-elect Paul Tellier as a director | Mgmt | For |
| 13 | To re-elect John Varley as a director | Mgmt | For |
| 14 | To re-elect Sam Walsh as a director | Mgmt | For |
| 15 | Re-appointment of auditors: To re-appoint PricewaterhouseCoopers LLP as auditors of the Company to hold office until the conclusion of the next annual general meeting at which accounts are laid before the Company | Mgmt | For |
| 16 | Remuneration of auditors | Mgmt | For |
| 17 | Approval of the Performance Share Plan 2013 | Mgmt | For |
| 18 | General authority to allot shares | Mgmt | For |
| 19 | Disapplication of pre-emption rights | Mgmt | For |
| 20 | Authority to purchase Rio Tinto plc shares | Mgmt | For |
| 21 | Notice period for general meetings other than annual general meetings | Mgmt | For |

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SINGAPORE TELECOMMUNICATIONS LTD, SINGAPORE

Agen

Security: Y79985142
 Meeting Type: AGM
 Meeting Date: 27-Jul-2012
 Ticker:
 ISIN: AU000000SGT2

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSAL 8 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSAL (8), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| CMMT | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' ONLY FOR ALL RESOLUTIONS. THANK YOU. | Non-Voting | |
| 1 | To receive and adopt the Financial Statements, Directors' Report and Auditors' Report | Mgmt | For |
| 2 | To declare a final dividend of 9.0 cents per share | Mgmt | For |
| 3 | To re-elect Ms Chua Sock Koong as Director | Mgmt | For |
| 4 | To re-elect Mrs Fang Ai Lian as Director | Mgmt | For |
| 5 | To re-elect Mr Kaikhushru Shiavax Nargolwala as Director | Mgmt | For |
| 6 | To re-elect Mr Ong Peng Tsin as Director | Mgmt | For |
| 7 | To re-elect Mr Bobby Chin Yoke Choong as Director | Mgmt | For |
| 8 | To approve payment of Directors' fees by the Company for the financial year ending 31 March 2013 | Mgmt | For |
| 9 | To re-appoint Auditors and authorise the Directors to fix their remuneration | Mgmt | For |

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| | | | |
|----|--|------|-----|
| 10 | To approve the proposed share issue mandate | Mgmt | For |
| 11 | To authorise the Directors to grant awards and allot/issue shares pursuant to the SingTel Performance Share Plan | Mgmt | For |

SINGAPORE TELECOMMUNICATIONS LTD, SINGAPORE

Agen

Security: Y79985142
Meeting Type: EGM
Meeting Date: 27-Jul-2012
Ticker:
ISIN: AU000000SGT2

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| CMMT | PLEASE NOTE THAT SHAREHOLDERS ARE ALLOWED TO VOTE 'IN FAVOR' OR 'AGAINST' ONLY FOR ALL RESOLUTIONS. THANK YOU. | Non-Voting | |
| 1 | To approve the proposed renewal of the Share Purchase Mandate | Mgmt | For |
| 2 | To approve the proposed adoption of the SingTel Performance Share Plan 2012 | Mgmt | For |
| 3 | To approve the proposed participation by the Relevant Person specified in paragraph 4.2 of the Circular to Shareholders and CUFH Holders dated 26 June 2012 in the SingTel Performance Share Plan 2012 | Mgmt | For |

SP AUSNET

Agen

Security: Q8604X102
Meeting Type: AGM
Meeting Date: 19-Jul-2012
Ticker:
ISIN: AU000000SPN6

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 3, 4 AND 5 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE | Non-Voting | |

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"ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (3, 4 AND 5), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION.

| | | | |
|-----|--|------|-----|
| 2.a | Re-election of Mr Eric Gwee - Companies only | Mgmt | For |
| 2.b | Re-election of Mr Tony Iannello - Companies only | Mgmt | For |
| 2.c | Re-election of Mr Ho Tian Yee - Companies only | Mgmt | For |
| 3 | Remuneration Report - Companies only | Mgmt | For |
| 4 | Amendment of Constitutions - Companies only | Mgmt | For |
| 5 | Increase in Maximum Aggregate Remuneration of Non-Executive Directors - Companies only | Mgmt | For |
| 6 | Issue of Stapled Securities for Singapore law purposes - Companies and Trust | Mgmt | For |

TATTS GROUP LTD

Agen

Security: Q8852J102
Meeting Type: AGM
Meeting Date: 24-Oct-2012
Ticker:
ISIN: AU000000TTS5

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSAL 3 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSAL (3), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE | Non-Voting | |

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VOTING EXCLUSION.

| | | | |
|------|--|------|-----|
| 3 | Adoption of the Remuneration Report | Mgmt | For |
| 4(a) | Re-election as Director of the Company-Mr Robert Bentley | Mgmt | For |
| 4(b) | Re-election as Director of the Company-Mr Harry Boon | Mgmt | For |

 WESTFIELD GROUP, SYDNEY NSW

Agen

 Security: Q97062105
 Meeting Type: AGM
 Meeting Date: 29-May-2013
 Ticker:
 ISIN: AU000000WDC7

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS "2" AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL. BY VOTING (FOR OR AGAINST) ON PROPOSAL ("2"), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2 | That the Company's Remuneration Report for the year ended 31 December 2012 be approved | Mgmt | For |
| 3 | That Mr Frank Lowy AC is re-elected as a Director of the Company | Mgmt | For |
| 4 | That Mr Brian Schwartz AM is re-elected as a Director of the Company | Mgmt | For |
| 5 | That Mr Roy Furman is re-elected as a Director of the Company | Mgmt | For |
| 6 | That Mr Peter Allen is re-elected as a Director of the Company | Mgmt | For |
| 7 | That Mr Mark G. Johnson is elected as a Director of the Company | Mgmt | For |

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8 That an extension to the on-market buy-back be approved Mgmt For

 WESTPAC BANKING CORP, SYDNEY NSW

Agen

 Security: Q97417101
 Meeting Type: AGM
 Meeting Date: 13-Dec-2012
 Ticker:
 ISIN: AU000000WBC1

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSAL 2 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSAL (2), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2 | Remuneration Report | Mgmt | For |
| 3(a) | Re-election of Gordon Cairns | Mgmt | For |
| 3(b) | Election of Robert Elstone | Mgmt | For |
| 4(a) | Changes to the Westpac Constitution relating to preference shares | Mgmt | For |
| 4(b) | Other Changes to the Westpac Constitution | Mgmt | For |

 WOODSIDE PETROLEUM LTD, PERTH WA

Agen

 Security: 980228100
 Meeting Type: AGM
 Meeting Date: 24-Apr-2013
 Ticker:
 ISIN: AU000000WPL2

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

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| | | Type | |
|------|---|------------|-----|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSAL 3 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSAL (3), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2.a | Election of Mr Frank Cooper | Mgmt | For |
| 2.b | Re-election of Dr Andrew Jamieson | Mgmt | For |
| 2.c | Election of Dr Sarah Ryan | Mgmt | For |
| 3 | Remuneration Report | Mgmt | For |
| CMMT | PLEASE NOTE THAT THIS IS A REVISION DUE TO APPLICATION OF RECORD 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 | |

 WOOLWORTHS LTD, BAULKHAM HILLS NSW

Agen

 Security: Q98418108
 Meeting Type: AGM
 Meeting Date: 22-Nov-2012
 Ticker:
 ISIN: AU000000WOW2

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 3.A, 3.B AND 5 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT | Non-Voting | |

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PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (3.A, 3.B AND 5), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION.

| | | | |
|-----|---|------|-----|
| 2.a | To re-elect as a Director Mr. John Frederick Astbury | Mgmt | For |
| 2.b | To re-elect as a Director Mr. Thomas William Pockett | Mgmt | For |
| 2.c | To elect as a Director Ms. Christine Cross | Mgmt | For |
| 2.d | To elect as a Director Mr. Allan Douglas (David) Mackay | Mgmt | For |
| 2.e | To elect as a Director Mr. Michael James Ullmer | Mgmt | For |
| 3.a | Long Term Incentive Plan Issues - Mr. Grant O'Brien | Mgmt | For |
| 3.b | Long Term Incentive Plan Issues - Mr. Tom Pockett | Mgmt | For |
| 4 | That, pursuant to sections 136(2) and 648G of the Corporations Act 2001 (Cth), the proportional takeover approval provisions in Articles 6.9 to 6.14 of the Constitution of the Company are renewed for a period of three years from the date of this meeting | Mgmt | For |
| 5 | Adoption of Remuneration Report | Mgmt | For |
| 6 | Capital Reduction | Mgmt | For |

 WOOLWORTHS LTD, BAULKHAM HILLS NSW

Agen

 Security: Q98418108
 Meeting Type: EGM
 Meeting Date: 22-Nov-2012
 Ticker:
 ISIN: AU000000WOW2

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|--|---------------|---------------|
| 1 | PLEASE NOTE THAT THIS RESOLUTION IS A SHAREHOLDER PROPOSAL: That the Company's Constitution be altered by inserting the new clause 1A as outlined in the Notice of Meeting | Shr | Against |

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 WORLEYPARSONS LTD

Agen

 Security: Q9857K102
 Meeting Type: AGM
 Meeting Date: 23-Oct-2012
 Ticker:
 ISIN: AU000000WOR2

| Prop.# | Proposal | Proposal Type | Proposal Vote |
|--------|---|---------------|---------------|
| CMMT | VOTING EXCLUSIONS APPLY TO THIS MEETING FOR PROPOSALS 3, 4 AND 5 AND VOTES CAST BY ANY INDIVIDUAL OR RELATED PARTY WHO BENEFIT FROM THE PASSING OF THE PROPOSAL/S WILL BE DISREGARDED BY THE COMPANY. HENCE, IF YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN FUTURE BENEFIT YOU SHOULD NOT VOTE (OR VOTE "ABSTAIN") ON THE RELEVANT PROPOSAL ITEMS. BY DOING SO, YOU ACKNOWLEDGE THAT YOU HAVE OBTAINED BENEFIT OR EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S. BY VOTING (FOR OR AGAINST) ON PROPOSALS (3, 4 AND 5), YOU ACKNOWLEDGE THAT YOU HAVE NOT OBTAINED BENEFIT NEITHER EXPECT TO OBTAIN BENEFIT BY THE PASSING OF THE RELEVANT PROPOSAL/S AND YOU COMPLY WITH THE VOTING EXCLUSION. | Non-Voting | |
| 2.a | To re-elect Mr Erich Fraunschiel as a director | Mgmt | For |
| 2.b | To elect Ms Wang Xiao Bin as a director | Mgmt | For |
| 2.c | To elect Dr Christopher Haynes, OBE as a director | Mgmt | For |
| 3 | To adopt the Remuneration Report | Mgmt | For |
| 4 | To approve the grant of performance rights to Mr Andrew Wood | Mgmt | For |
| 5 | To approve the increase in the aggregate fee pool for non-executive directors | 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.

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| | |
|----------------|--------------------------------------|
| (Registrant) | Aberdeen Australia Equity Fund, Inc. |
| By (Signature) | /s/ Christian Pittard |
| Name | Christian Pittard |
| Title | President |
| Date | 08/12/2013 |