

ASX Release

Level 18, 275 Kent Street
Sydney, NSW, 2000

1 November 2021

Westpac 2021 AGM Proxy Forms

Westpac Banking Corporation (“Westpac”) today provides the attached Westpac 2021 AGM Proxy Forms.

For further information:

David Lording
Group Head of Media Relations
0419 683 411

Andrew Bowden
Head of Investor Relations
0438 284 863

This document has been authorised for release by Tim Hartin, General Manager & Company Secretary.

NAME SURNAME
ADDRESS LINE 1
ADDRESS LINE 2
ADDRESS LINE 3
ADDRESS LINE 4
ADDRESS LINE 5
ADDRESS LINE 6

LODGE YOUR VOTE/PROXY

 ONLINE vote.linkmarketservices.com/WBC
 BY MOBILE Use the QR code below
 BY EMAIL Email form to: vote@linkmarketservices.com.au
 BY MAIL Westpac Banking Corporation C/- Link Market Services Limited Locked Bag A6015 Sydney South NSW 1235 Australia
 BY FAX +61 2 9287 0309
 ENQUIRIES Telephone: +61 1800 804 255 (free call within Australia)

VOTING/PROXY FORM LODGEMENT

This Voting/Proxy Form (and any power of attorney or other authority under which it is signed) must be received at an address given above by **10:00am (Sydney time) on Monday, 13 December 2021**, being no later than 48 hours before the commencement of Westpac Banking Corporation's (Westpac's) 2021 Annual General Meeting (AGM). Any Voting/Proxy Form received after that time will not be valid for the AGM. The AGM will be a virtual meeting in the manner described in the Notice of Meeting.

Voting/Proxy Forms may be lodged using one of the methods given above or:

 ONLINE vote.linkmarketservices.com/WBC Log in to the Link Market Services Limited's (Link) website using your holding details. Select 'Voting' and follow the prompts to lodge your vote. You will need your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) and the postcode for your shareholding.	 BY QR CODE Lodge your vote by scanning the QR code adjacent with the appropriate device. You will need your HIN or SRN and postcode for your shareholding. To scan the code you may need a QR code reader which can be downloaded for free on your device.	QR Code 
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HOW TO COMPLETE THIS VOTING/PROXY FORM

DIRECT VOTING (BOX A)

If you mark Box A, you are indicating that you wish to vote directly. Please only mark either 'For' or 'Against' for each item. If you mark the 'Abstain' box, your vote will not be counted.

If no direction is given on an item, or if you complete both Box A and Box B, your vote will be passed to the Chairman as your proxy.

Your direct vote will be cast for all of your shares unless you indicate only a portion of your shares are to be voted on any item by inserting the percentage or number of shares beside the relevant item of business.

If you lodge a direct vote and then participate in the meeting, your participation may cancel your direct vote in circumstances where you elect to be issued a new voting card.

Further guidelines about direct voting are in Westpac's Direct Voting Rules, available on Westpac's website westpac.com.au/AGM.

APPOINTING A PROXY (BOX B)

If you wish to appoint the Chairman as your proxy, mark Box B in Step 1. If you wish to appoint someone else as your proxy, please write the name of the person, or body corporate. A proxy need not be a shareholder of Westpac.

DEFAULT TO CHAIRMAN OF THE MEETING

If you leave Box B blank, or your named proxy does not participate in the meeting, the Chairman will be your proxy. If your named proxy participates in the virtual meeting but does not vote on a poll on a resolution in accordance with your directions, the Chairman will become your proxy in respect of that resolution. On a poll, the Chairman will vote proxies as directed.

VOTES ON ITEMS OF BUSINESS – PROXY APPOINTMENT

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote beside the relevant item of business. If you do not mark any of the boxes on the items of business, your proxy may vote as they choose, subject to any voting exclusions that apply to your proxy. If you mark more than one box on an item, your vote on that item will be invalid.

PROXY VOTING BY KEY MANAGEMENT PERSONNEL (KMP)

If you wish to appoint a Director (other than the Chairman) or other member of Westpac's KMP, or their closely related parties, as your proxy, you must specify how they should vote on Items 2 and 3 by marking the appropriate box. If you do not, your proxy will not be able to exercise your vote for these Items.

If the Chairman is or becomes your proxy but you do not direct him how to vote on an item (you do not complete any of the boxes 'For', 'Against' or 'Abstain' for that item), you will be expressly authorising the Chairman to vote as they see fit on that item.

APPOINTMENT OF A SECOND PROXY

Shareholders entitled to cast two or more votes can appoint up to two persons as proxies to participate in the meeting and vote. If you wish to appoint a second proxy, an additional Voting/Proxy Form may be obtained by contacting Link, or copying this form.

To appoint a second proxy you must:

- on each Voting/Proxy Form state the percentage of your voting rights or number of shares applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
- return both forms together.

SIGNING INSTRUCTIONS

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

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, any shareholder may sign.

Power of attorney: To be effective, a hard copy of the power of attorney, originally certified as a true copy by statutory declaration, must be received by Link by 10:00 am (Sydney time) on Monday, 13 December 2021 at the postal address above.

Companies: Where the company has a sole director who is also the sole company secretary, this form must be signed by that person. If the company (pursuant to section 204A of the *Corporations Act 2001* (Cth)) does not have a company secretary, a sole director can also sign alone. Otherwise this form must be signed by a director jointly with either another director or a company secretary. Please indicate the office held by signing in the appropriate place.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to participate in the meeting the appropriate 'Certificate of Appointment of Corporate Representative' should be received by Link before the commencement of the meeting in accordance with the Notice of Meeting. A form of the certificate may be obtained from Link or online at linkmarketservices.com.au.

NAME SURNAME
 ADDRESS LINE 1
 ADDRESS LINE 2
 ADDRESS LINE 3
 ADDRESS LINE 4
 ADDRESS LINE 5
 ADDRESS LINE 6



X99999999999

VOTING/PROXY FORM

Voting can be completed in one of three ways:

1. Online to vote directly or appoint a proxy;
2. Use this form to vote directly or appoint a proxy; or
3. Participate in the AGM online via westpac.com.au/AGM, where shareholders can access the online webcast and click through to vote (refer to the Online AGM Guide available at westpac.com.au/AGM).

To vote directly or appoint a proxy follow the three steps below, using the instructions overleaf. Forms will only be valid and accepted if they are signed and received no later than 48 hours before the AGM.

As a shareholder of Westpac entitled to participate and vote at Westpac's AGM to be held **on Wednesday, 15 December 2021**, and at any adjournment or postponement of the meeting, I/we hereby:

STEP 1 Please mark either A or B

A VOTE DIRECTLY

elect to lodge my vote directly (mark box)

If voting directly, only mark either 'For' or 'Against' for each item. If you mark the 'Abstain' box, your vote for that item will not be counted.

OR B APPOINT A PROXY

appoint the Chairman of the AGM (mark box)

OR - if you are NOT appointing the Chairman of the AGM as your proxy, please write the name and email of the person or body corporate you are appointing (excluding the registered shareholder) as your proxy.

Name

Email

If no name is provided, or if the person does not participate in the meeting, the Chairman will act as your proxy. In each case, your proxy will act generally and vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit), on your behalf at the AGM and at any adjournment or postponement of the AGM.

The meeting will be a virtual meeting and you can participate by logging in via westpac.com.au/AGM. Please refer to details in the Online AGM Guide and the Notice of Meeting. You can view and download those at westpac.com.au/AGM.

Exercise of proxies by the Chairman for Item 2 (Remuneration Report) and Item 3 (Grant of Equity to Managing Director and Chief Executive Officer). If the Chairman is your proxy (or becomes your proxy by default), you expressly authorise the Chairman to vote on Items 2 and 3, even though Items 2 and 3 are connected directly or indirectly with the remuneration of a member of the KMP of Westpac.

(Note: You may direct the Chairman how to vote on Items 2 and 3, by marking the appropriate box below.)

VOTING/PROXY DIRECTIONS

The Chairman of the AGM intends to vote all available proxies in FAVOUR of Items 2, 3, 4a, 4b, 4c, 4d and 5.

The Chairman of the AGM intends to vote all available proxies AGAINST Items 6a and 6b.

Please read the voting instructions overleaf before marking any boxes with an

Items of Business

- 2 Remuneration Report
- 3 Grant of Equity to Managing Director and Chief Executive Officer
- 4a To re-elect Nerida Caesar as a Director
- 4b To re-elect Margaret Seale as a Director
- 4c To elect Dr Nora Scheinkestel as a Director
- 4d To elect Audette Exel AO as a Director
- 5 To approve and adopt amendments to the Westpac Constitution

Board Recommendation	For	Against	Abstain*
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

RESOLUTIONS REQUISITIONED BY SHAREHOLDERS

Note: Item 6b will only be put to the meeting if the condition described in the Notice of Meeting is satisfied.

- 6a Amendment to the Constitution
- 6b Transition Planning Disclosure

AGAINST
 AGAINST

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf and your votes will not be counted.

STEP 2

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, any shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously lodged with the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with its Constitution and the *Corporations Act 2001* (Cth).

STEP 3



LODGE YOUR VOTE/PROXY**ONLINE**
vote.linkmarketservices.com/WBC**BY MOBILE**
Use the QR code below**BY EMAIL**
Scan and email to: meetings@linkmarketservices.com**BY MAIL**
Westpac Banking Corporation
C/- Link Market Services Limited
PO Box 91976
Victoria Street West, Auckland 1142**ENQUIRIES**
Telephone: 0800 002 727 (free call within New Zealand)NAME SURNAME
ADDRESS LINE 1
ADDRESS LINE 2
ADDRESS LINE 3
ADDRESS LINE 4
ADDRESS LINE 5
ADDRESS LINE 6**VOTING/PROXY FORM LODGEMENT**

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Voting/Proxy Forms may be lodged using one of the methods given above or:

**ONLINE**
vote.linkmarketservices.com/WBC

Log in to the Link Market Services Limited's (Link) website using your holding details. Select 'Voting' and follow the prompts to lodge your vote. You will need your Common Shareholder Number (CSN) or Holder Number and your Faster Identification Number (FIN) for your shareholding.

**BY QR CODE**

Lodge your vote by scanning the QR code adjacent with the appropriate device. You will need your CSN or Holder Number, and your FIN for your shareholding.

To scan the code you may need a QR code reader which can be downloaded for free on your device.

QR Code

**HOW TO COMPLETE THIS VOTING/PROXY FORM****DIRECT VOTING (BOX A)**

If you mark Box A, you are indicating that you wish to vote directly. Please only mark either 'For' or 'Against' for each item. If you mark the 'Abstain' box, your vote will not be counted.

If no direction is given on an item, or if you complete both Box A and Box B, your vote will be passed to the Chairman as your proxy.

Your direct vote will be cast for all of your shares unless you indicate only a portion of your shares are to be voted on any item by inserting the percentage or number of shares beside the relevant item of business.

If you lodge a direct vote and then participate in the meeting, your participation may cancel your direct vote in circumstances where you elect to be issued a new voting card.

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APPOINTING A PROXY (BOX B)

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DEFAULT TO CHAIRMAN OF THE MEETING

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appoint the Chairman of the AGM (mark box)

OR - if you are NOT appointing the Chairman of the AGM as your proxy, please write the name and email of the person or body corporate you are appointing (excluding the registered shareholder) as your proxy.

Name

Email

If no name is provided, or if the person does not participate in the meeting, the Chairman will act as your proxy. In each case, your proxy will act generally and vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit), on your behalf at the AGM and at any adjournment or postponement of the AGM.

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(Note: You may direct the Chairman how to vote on Items 2 and 3, by marking the appropriate box below.)

STEP 2

VOTING/PROXY DIRECTIONS

The Chairman of the AGM intends to vote all available proxies in FAVOUR of Items 2, 3, 4a, 4b, 4c, 4d and 5.

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- 4c To elect Dr Nora Scheinkestel as a Director
- 4d To elect Audette Exel AO as a Director
- 5 To approve and adopt amendments to the Westpac Constitution

Board Recommendation	For	Against	Abstain*
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
FOR	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

RESOLUTIONS REQUISITIONED BY SHAREHOLDERS

Note: Item 6b will only be put to the meeting if the condition described in the Notice of Meeting is satisfied.

- 6a Amendment to the Constitution
- 6b Transition Planning Disclosure

AGAINST
 AGAINST

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



* If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf and your votes will not be counted.

STEP 3

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)

Joint Shareholder 2 (Individual)

Joint Shareholder 3 (Individual)

Sole Director and Sole Company Secretary

Director/Company Secretary (Delete one)

Director

This form should be signed by the shareholder. If a joint holding, any shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously lodged with the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with its Constitution and the *Companies Act 1993 (NZ)*.

