AMPOL LIMITED ACN 004 201 307

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ASX/NZX Release

2023 Annual General Meeting Addresses and Presentation

Friday 12 May 2023 (Sydney)

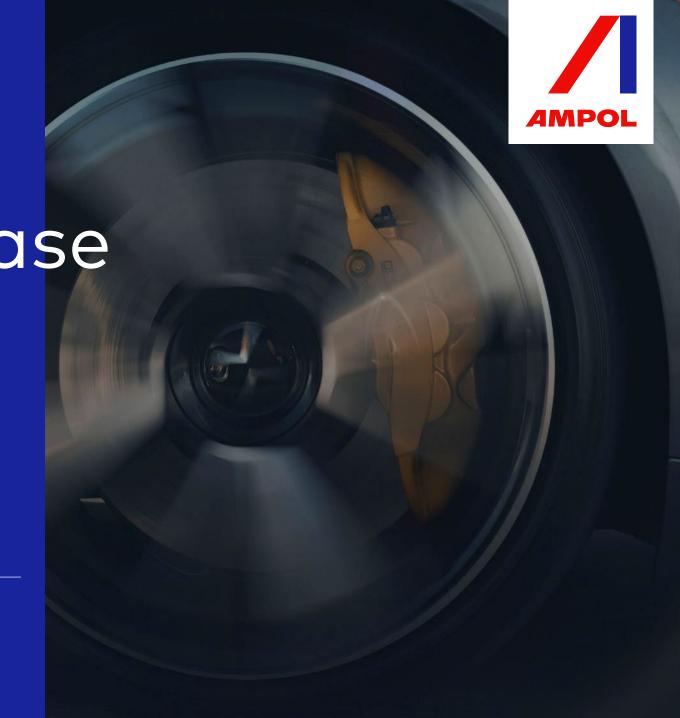
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AMPOL LIMITED ANNUAL GENERAL MEETING 2023

Good morning and welcome to the 2023 Annual General Meeting of Ampol Limited.

My name is Steven Gregg and it's an honour to be your Chairman. As a result of the proxies I hold as Chairman, we have a quorum present, so I declare this meeting open.

In 2021, Ampol was proud to launch its second Innovate Reconciliation Action Plan. In keeping with the commitments we have made, I am delighted to welcome Craig Madden to join us this year for a Welcome to Country.

Thank you, Craig.

I will now outline the technology and procedural matters for the meeting. Today's meeting is being held both in person at The Mint in Sydney and online via the Link online platform. The Link online platform allows Shareholders, Proxyholders and Guests to attend the meeting virtually. In addition to receiving votes and taking questions from the room here in Sydney, shareholders and proxyholders joining through Link also have the ability to ask questions and submit votes. There is also a teleconference number for shareholders and proxyholders to dial, listen, and ask questions here today. Our Virtual Meeting online guide for today's meeting is available on the Ampol Investor Centre on the Ampol website.

For attendees who have joined via telephone, if you would like to verbally ask a question, press *1 on your keypad to ask a question and you will be placed in a queue. Your line will be unmuted when it is time to ask your question. You may "lower your hand" by pressing *2 on your keypad.

Only shareholders and proxyholders can submit questions via the Link online platform at any time. To ask a written question, click on the "Ask a Question" button either at the top or bottom of the webpage. Select "General Business" or a specific resolution for your question. Click in the "Question" section and type your question and click on "Submit".

For questions online, Jeff Etherington, our Deputy CFO, is here with me today and will read out the name of the shareholder and their question. We will undertake best efforts to honour and address all questions, however in the interest of the limited time we have, we may choose to merge some online questions together where there is duplication in subject matter. If we do run out of time, we will look to provide direct responses to outstanding questions and post these responses on our website for all shareholders.

Voting today will be conducted by way of a poll on all items of business. In order to provide you with enough time to vote, I will shortly open voting for all resolutions.



For those shareholders participating in the meeting via the online platform, you can cast your direct vote using the electronic voting card that you received when you validated the registration.

If you have any questions about casting your vote online, please refer to the Virtual Online platform guide or call us on the number set out in the guide or on the screen in front of you.

You do have the ability to change your vote, up until the time I declare voting closed.

If we experience any technical issues today, a short recess or an adjournment may be required depending on the number of shareholders being affected. If this occurs, I shall advise you accordingly.

If you are attending the meeting in person, you would have been given an attendance card when you registered on arrival.

- If you have a **YELLOW** voting card, you are a voting shareholder, proxy holder or corporate representative and will vote by filling out a paper voting card. You are also entitled to speak at this meeting.
- If you have a **BLUE** card, you are a non-voting shareholder. While you are entitled to ask questions and make comments, you are not entitled to vote at this meeting.
- If you have a **RED** card, you are a visitor and are not entitled to speak or vote at this meeting.

At the conclusion of the meeting, please return the completed paper voting card to a Link share registry team member.

If anyone with a **YELLOW** or **BLUE** card wishes to speak, please put your hand up for the microphone at the appropriate time and identify yourself to me before asking me your question.

For those who are participating via our online platform you will be able to submit questions by registering as a shareholder or proxyholder and selecting the "Ask a Question" tab.

I will consider the questions submitted online and via telephone after I have taken questions from the floor.

I now declare voting open on all items of business. For online attendees, please submit your votes at any time. I will give you a warning before I move to close voting.

Let me start the meeting today with some introductions.

With me on stage is our Managing Director & Chief Executive Officer, Matt Halliday. Also joining me in the room today are Non-Executive Directors Penelope Winn, Melinda Conrad, Mark Chellew, Gary Smith, Simon Allen, Mike Ihlein and Elizabeth Donaghey.

Today, Melinda Conrad is seeking re-election, and Simon Allen is seeking election, as Non-Executive Directors of Ampol.



We also have our Company Secretary, Faith Taylor, here with us.

Members of the Ampol Leadership Team are in the room today.

Representatives of our external auditor, KPMG, are also in attendance.

Before we get to items of business, I will provide a review of 2022 performance, and then hand over to our Managing Director & CEO Matt Halliday. Matt will provide an update on key strategic initiatives from 2022 and trading performance over the first quarter of 2023.

I will now provide an overview of 2022 performance.

2022 was a year of record operational and financial performance for Ampol. Despite the lingering effects of COVID-19, the impact of weather events on local supply chains and volatility in global energy markets, in 2022 we delivered record earnings, record total fuel sales and record dividends for shareholders.

We made further progress delivering on our growth strategies in Fuels and Infrastructure and Convenience Retail. This included completing the acquisition of Z Energy in New Zealand in May 2022, achieving strong growth in our International fuels business, and continued strong performance in Convenience Retail, growing earnings across both fuel and shop.

We also completed the rebrand to Ampol and continued to take important early steps in evolving the business through our Future Energy and Decarbonisation strategies.

Our replacement cost operating profit RCOP EBITDA in 2022 was a record \$1.76 billion, and RCOP EBIT a record \$1.32 billion, up 124 per cent on 2021.

Total fuel sales across the year, including an eight-month contribution from Z Energy, were just over 24 billion litres, a 10 per cent increase. These outcomes were supported by strong performance right across Ampol's integrated value chain in volatile market conditions.

Refining played an important role, as there was a substantial increase in refined product margins, which rose to unprecedented levels in the second quarter and remained above historical averages throughout the year. In 2022 international energy market volatility increased substantially given geopolitical tensions resulting from Russia's invasion of Ukraine, increasing global prices and creating ongoing uncertainty in markets and supply chains. Ampol has not purchased Russian crude oil or products since the conflict commenced.

Over the last few years Ampol has continued to expand its capabilities in global markets while investing domestically, including in our Lytton refinery, to ensure our integrated supply chain remains resilient. This investment and the breadth of our expertise and infrastructure across our domestic and international operations set us apart from our competitors and positions us well to



continue to navigate volatility and deliver supply security, while at the same time delivering strong returns for shareholders.

It was pleasing to see that in the last four years Ampol has delivered over \$1.75 billion of tax effective shareholder returns, including fully franked dividends and off-market buy backs. The company declared \$655 million in fully franked dividends in 2022, while maintaining an investment grade balance sheet and significant ongoing liquidity and funding.

Ampol is also a major provider of tax revenue to governments in Australia and New Zealand. In 2022 across Ampol we contributed over \$7.5 billion in taxes, making our company a significant contributor to public revenues in both countries.

In this regard, Ampol is very mindful of our position in the Australian community and economy, and the role we play in the provision of safe and reliable energy to Australians. Ampol treats its role in providing energy security seriously, and we welcome our partnerships with both state and federal governments to ensure this is maintained.

Performance in safety and environment continues to be a major part of our drive for operational excellence. It was pleasing to again deliver an improved performance across key safety and environment metrics in Convenience Retail, and Z Energy, which joined the Ampol Group in May, also delivered a year of record performance. These improvements in our safety performance in retail have been achieved through the continued strengthening of our safety culture and a strong focus on driving the right safety leadership and behaviours.

In December 2022 we also completed our Ampol rebrand, with the final sites in our national branded network transitioning. In just under two years, over 1800 retail locations have been rebranded despite the vast challenges created by COVID-19. This is an outstanding outcome and testament to the skill, dedication and hard work of our project team and supporting partners. The project is also an outcome which has been very well received by our customers and stakeholders.

In May 2022 we also completed a significant strategic milestone, as we welcomed Z Energy, New Zealand's leading fuel and convenience business, to the Ampol family. The transaction positions Ampol as a trans-Tasman leader in our sector, with significant additional scale and the opportunity to share learnings and capabilities to deliver ongoing strong operational performance across both businesses.

The acquisition of Z further builds on Ampol's international growth strategy, through which we have continued to build our presence and scale across the region. This acquisition further strengthens Ampol's platform to continue our growth across the region and good progress has already been made integrating Z into Ampol's business.



Importantly, the acquisition of Z Energy complements our existing operations in Singapore and the Philippines and provides Ampol with a significant competitive advantage in the South-East Asia and Pacific markets. This focused international presence and expertise will create growth opportunities and we continue to work to leverage synergies from this important strategic milestone.

As we execute our strategy, the Board remains focused on continuing to balance four priorities – investing to ensure strong and safe performance from our core businesses, utilising our capabilities and strong market position to strategically grow the business, delivering ongoing strong shareholder returns, and investing prudently in future energy to maximise the future value of Ampol's customer base and infrastructure strength.

Our efforts to extend our customer value proposition to include alternative fuel options will continue to be executed with discipline to ensure we are delivering strong and sustainable returns for shareholders over the long-term, while in parallel evolving our business over time. This will be a long journey and is one to which we are committed, recognising the importance of taking some early steps and progressing partnerships to ensure the most efficient solutions are being delivered. We will continue to adjust the pace and focus of delivery as technology and policy evolves and to align with the take-up of new fuels technologies.

Ampol has proven its capabilities and resilience over the last 3–4 years, with our integrated operating model delivering ongoing strong performance and growth. The company is in a very strong position to deliver in 2023, with a well-structured balance sheet and a portfolio of outstanding businesses. While there remains uncertainty in the global and domestic economies, with the impact of inflation, rising interest rates and ongoing volatility in global energy markets, Ampol has demonstrated its resilience across different market conditions.

On behalf of the Board, I would like to congratulate Managing Director & CEO, Matt Halliday, his executive team and all Ampol employees for achieving outstanding results in 2022, all delivered against the backdrop of an extremely challenging international environment and ongoing issues in the domestic economy.

I would also like to thank all our customers and stakeholders, including our suppliers and joint venture partners, who remain vital to our continuing success. Lastly, I would like to thank you, Ampol's shareholders, for your continued support of the company and for coming on the exciting journey that we are creating.

I will now hand over to our Managing Director & Chief Executive Officer Matt Halliday to address the meeting.



Thank you Chairman and good morning everyone.

It remains an honour to lead this great Australian company. I am proud that in 2022 strong ongoing operational performance has allowed us to deliver exceptional outcomes for shareholders, customers, and communities as we continued to successfully execute our strategy. The core business delivered a record financial result, which supported record shareholder returns.

These outcomes wouldn't have been possible without the dedication of the entire Ampol team, who have responded well to the significant challenges of global energy markets' volatility, extreme weather events and COVID-19 outbreaks to continue to deliver safely, reliably and efficiently for our customers.

In 2022 there was strong performance across our integrated value chain. Record earnings at Lytton, where the Refiner Margin for the year averaged US\$17.86/bbl, was complemented by higher earnings in our International business, which continues to develop as a platform for further growth, and allowed us to deliver a significantly improved RCOP EBIT result in Fuels & Infrastructure.

Convenience Retail also delivered very strong financial performance through improved earnings in both fuel and shop, despite the impact of high fuel prices during the year. Record total fuel sales across the year were achieved as we continued to build on our strong track record of safe, reliable and efficient supply.

Ampol has an important role to play in underpinning energy security in Australia and New Zealand, and the region more broadly, leveraging the skills of our people, our market leading infrastructure and integrated supply chain. We know this is essential for our customers, and these capabilities came to the fore in 2022 as challenges emerged in fuel supply chains globally.

Strong progress was also made against our operational and strategic priorities.

The rebrand to Ampol is now complete, with the milestone reached in just under two years. Our customers, stakeholders and employees have responded very positively to the return of Ampol as an iconic brand Australians know and love.

We also achieved our non-fuel RCOP EBIT uplift target in our Convenience Retail business ahead of schedule. The performance of retail fuels has also improved significantly over the same period, and together with strong performance in our shop, have combined to deliver much stronger profitability. When coupled with the strong improvement in safety performance, these results highlight a business that has developed strong capability and is well positioned to continue to pursue disciplined growth in the coming years.



We also completed the acquisition of Z Energy in New Zealand, as Steven already mentioned.

Like Australia, in 2022 the New Zealand market was negatively impacted by high fuel prices and COVID-19 in the initial months following acquisition, but Z delivered strong performance in the second half of 2022. In 2023 we continue to deliver on the synergies from the transaction, including increasing supply to the Z business through our established trading and shipping team. This will drive improved value outcomes for Ampol and strengthen fuel security in New Zealand.

We remain disciplined with our allocation of capital, prioritising shareholder returns as we strive to get the balance right between core business optimisation, ongoing international growth, and targeted investment in the energy transition to meet the evolving needs of our customers.

In 2022 there were also several important milestones in sustainability, including in the ongoing delivery of our Future Energy and Decarbonisation strategies and our broader work in community and diversity and inclusion.

Highlights include the development of in-house modelling capabilities to model the impact of various climate change scenarios on the transport sector, along with delivering a physical climate risk assessment to understand the potential impacts of changing weather conditions on our assets and infrastructure.

From a reporting, strategy and governance perspective, we integrated our Sustainability Report into our Annual Reporting suite in 2022, a move which underlines our commitment to transparency and to ongoing improvement across our key sustainability measures. This work will be augmented later this year by the release of our first Climate Report, detailing progress with the delivery of our Future Energy and Decarbonisation Strategies.

I was also pleased to recently launch our refreshed sustainability strategy, which outlines our key areas of focus and details our plans to meet our 2025 sustainability targets. We have identified five areas aligned to the United Nations Sustainable Development Goals where we feel we can have the biggest impact. These are wellbeing and inclusive workplaces, Indigenous partnerships, supporting communities and nature, circular economy and decarbonisation.

Ampol continued to invest in the energy transition in 2022 consistent with our plans communicated at the start of the year. Our efforts to extend our customer value proposition will continue to be tested with discipline to ensure we are delivering strong and sustainable returns for shareholders over the long-term, while in parallel evolving our business over time alongside our customers.

The Future Energy team achieved several significant milestones over the last year, including launching AmpCharge, our electric vehicle charging solution, and the installation of the first five pilot sites as part of a co-funding agreement with the Australian Renewable Energy Agency. We



also finalised an agreement with the NSW Government to deliver 19 fast charging sites and over 110 charging bays in key areas of NSW, including over 50 bays at eight 'at-destination' sites outside our retail network.

In total, our initial commitment is to deliver more than 100 fast-charging sites and over 300 charging bays in Australia as we work collaboratively with governments on co-funding solutions to leverage our infrastructure network strength to deliver e-mobility solutions.

In 2022 we also made strong progress putting community at the heart of our strategy. Overall community contributions in Australia increased by 29 per cent to \$4.1 million, which included raising over \$1 million for our Ampol Foundation charity partners through our retail network and the generous support of customers. This was complemented by strong employee participation in our workplace giving program, Fuelling Change, with funds raised reaching almost \$300,000.

In New Zealand, Z Energy also continued to contribute to a wide range of community organisations and initiatives through its 'Good in the Hood' program.

We also continued to progress our objectives in diversity and inclusion and maintained our strong employee culture as demonstrated in our third consecutive annual culture survey. This included the launch of our second Innovate Reconciliation Action Plan as we continue our journey to support better opportunities for Aboriginal and Torres Strait Islander peoples across employment, procurement, cultural awareness and community engagement.

Ampol is also committed to developing its people and leaders. I was pleased that all three changes to our Ampol leadership team in 2022 recognised the talent that exists within the company. Kate Thomson was promoted to the role of Executive General Manager, Retail Australia, Faith Taylor was promoted to Executive General Manager, Group General Counsel, Regulation and Company Secretary, and Lindis Jones was appointed Executive General Manager, Z Energy.

With these leadership changes, female representation on the ALT is very close to 40%.

Finally, over the last year we have continued our work to respond to the overflow of our wastewater treatment plant at our Kurnell terminal following a 1-in-100-year rain event in April 2022.

Ampol accepted responsibility for the event, which resulted in the release of water containing hydrocarbons into the local community, and apologised to the residents of Kurnell. Ampol completed a investigation, undertook clean-up works and presented key findings to the community.



Actions have also been taken to improve operations to prevent reoccurrence and further work is underway to deliver additional improvements in wastewater management at the facility. We have also implemented a range of initiatives to strengthen our community engagement and communication, and we remain committed to driving positive outcomes for the residents of Kurnell.

In 2023 we are continuing to focus on strong operational and commercial performance to deliver for shareholders.

Late last month we updated the market on trading conditions and operational performance for the first quarter of 2023. The unaudited Group RCOP EBIT for the first quarter was \$345.4 million, up 82 per cent on the prior corresponding period, representing Ampol's second strongest quarterly result in its history and reflecting continued strong performance across all areas of the business.

Refined product markets remained strong, with the Refiner Margin for the first quarter of 2023 reaching US\$14.90 per barrel. Refinery production for the quarter was 1,490 ML with only marginal impact from the temporary outage of the Fluidised Catalytic Cracking Unit, which will largely impact second quarter results, with our repairs are on schedule and the unit is now back operating.

In the broader Fuels and Infrastructure business, fuel sales volume grew by 14 per cent compared to the prior corresponding period with growth across petrol, diesel and jet due to increased mobility post COVID lockdowns, the return of net migration and the ongoing recovery in the aviation sector.

International sales volume for the quarter were strong, increasing by 56 per cent due to the benefit of the timing of third-party spot sales.

Convenience Retail also had a successful quarter as customers continued to respond positively to the Ampol brand. Headline retail fuel sales volume increased by 2.8 per cent or 5.4 per cent on a like for like basis, and average retail fuel margins improved. Shop also continued to perform well with shop sales up 0.8 per cent on a like for like basis and further improvement in shop gross margin reflecting the ongoing benefits from execution of the retail shop strategy.

2023 will be the first full year of contribution from Z Energy. During the first quarter, New Zealand was impacted by extreme weather events with heavy flooding in Auckland during January followed by the impacts of Cyclone Gabrielle on the east coast of the North Island. Z Energy saw improved trading in the month of March as operating conditions stabilised. Fuel sales volume for the quarter was up 20 per cent on the prior corresponding period, as COVID recovery flowed through and reflecting Z's growth in market share to 46 per cent.

In closing, I would like to again thank our employees for their ongoing commitment to the delivery of our strategy and I look forward to building on the strong momentum we have over the coming months and into the second half of the year.







How to ask questions by phone

Join the queue

Call 1800 957 038 (within Australia) or +61 2 8016 6129 (outside Australia).

To obtain your unique PIN, please contact Link Market Services on +61 1800 990 363.

2 ②

Ask your question

Press *1 on your keypad for the item of business that your questions or comments relate to.

3 🐌

Lower your hand

If at any time you no longer wish to ask a question or make a comment, you can lower your hand by pressing *2 on your keypad.



Call 'Questions Line' on 1800 957 038

The moderator will request your *** unique PIN





On your keypad to ask a question

A teleconference moderator will introduce you at the right time





When your line is unmuted ask your question or make a comment





How to ask questions via Link online platform

Only shareholders and Proxyholders are able to ask questions

Click on "Ask a Question"

Select "General Business" or a specific resolution

Type in your question and click "Submit"

Comments on resolutions can also be submitted through "Ask a Question" **?** Ask a Question

Ask a Question

We welcome any questions that you may have and will endeavour to answer all questions during the AGM. To submit a question, please select what the question pertains to and type your question in the provided area. If you have multiple questions please submit each individually.

Question

Type your question here...

Characters left: 532

Characters: 0

Submit Question



AMPOL

Voting online

Lodging your votes

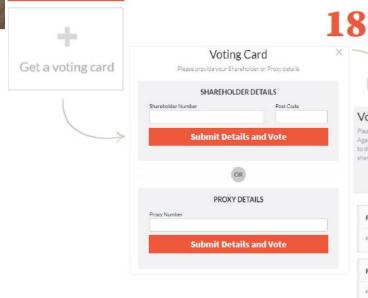
Click "Get a Voting Card" (top and bottom of platform)

Enter your SRN/HIN or Proxy Number and Postcode

Click "Submit Details and Vote"

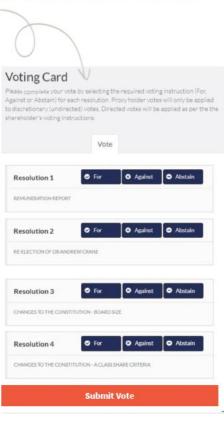
Fill out your voting card for each item of business

Click "Submit Vote"



HELP NUMBER

1800 990 363



Get Voting Card

Admission Cards

YELLOW Admission Card

If you have a **YELLOW** voting card, you are a voting shareholder, proxy holder or corporate representative and will vote by filling out a paper voting card.

You are also entitled to speak at this meeting.

BLUE Admission Card

If you have a **BLUE** card, you are a non-voting shareholder.

While you are entitled to ask questions and make comments, you are not entitled to vote at this meeting.

RED Admission Card

If you have a **RED** card, you are a visitor and are not entitled to speak or vote at this meeting.

Ask Questions

If anyone with a **YELLOW** or **BLUE** card wishes to speak, please put your hand up for the microphone at the appropriate time and identify yourself before asking your question.







Board of Directors and Company Secretary



Steven Gregg Chairman



Matthew Halliday
Managing Director and CEO



Mark Chellew Non-executive Director



Melinda Conrad Non-executive Director



Faith Taylor Company Secretary



Elizabeth (Betsy) Donaghey
Non-executive Director



Michael Ihlein Non-executive Director



Gary Smith
Non-executive Director



Penny Winn Non-executive Director



Simon Allen Non-executive Director



Ampol Leadership Team



Matthew Halliday
Managing Director and CEO



Faith Taylor
Executive General Manager, Group General
Counsel, Regulation and Company Secretary



Greg BarnesGroup Chief Financial Officer



Lindis JonesExecutive General Manager, Z Energy



Meaghan DavisExecutive General Manager, People and Culture



Brent MerrickExecutive General Manager, International and New Business



Andrew Brewer
Executive General Manager, Fuel Supply
Chain



Kate Thomson Executive General Manager, Retail Australia





Record operational and financial performance



^{1.} Group result for FY2022, includes contribution from Gull to July 2022 and from Z Energy from May 2022. Excludes significant items.

^{2.} A review of RCOP methodologies was undertaken on the acquisition of Z Energy and externalities foreign exchange (gain)/loss previously reported within RCOP has been reclassified to inventory (gain)/loss (incl. externalities FX) in the 2021 comparator period.









We remain focused on balancing four priorities









Momentum on operational and strategic priorities

- Ampol rebrand complete delivered in just under two years with a positive response from customers
- Non-fuel RCOP EBIT uplift target delivered ahead of schedule well positioned to pursue disciplined growth going forward
- **Z Energy acquisition** continued focus on strong operational performance and delivering transaction synergies
- Disciplined capital allocation prioritising shareholder returns

Milestones in sustainability

Total community contributions in Australia

\$4.1_m \$29%

Including over \$1 million raised for community partners through our retail network

22

AmpCharge EV charging solution launched

Initial commitment to deliver more than 100 fastcharging sites and over 300 charging bays in Australia

Third consecutive annual culture survey

Demonstrated strong ongoing employee culture

Second Innovate Reconciliation Action Plan launched











Items of business

1. Annual Reports

2. Adoption of Remuneration Report

3. (a) Re-election of Melinda Conrad as a Director

3. (b) Election of Simon Allen as a Director

4. Grant of 2023 Performance Rights to the

Managing Director and Chief Executive Officer



2.

Adoption of Remuneration Report





Adoption of Remuneration Report

Proxy votes

For	171,402,449	97.92%
Against	3,265,935	1.87%
Open	367,212	0.21%
Abstain	257,872	





3a.

Re-election of Melinda Conrad





Re-election of Melinda Conrad

Proxy votes

For	166,449,962	94.95%
Against	8,486,492	4.84%
Open	364,101	0.21%
Abstain	16,398	





3b.

Election of Simon Allen





Election of Simon Allen

Proxy votes

For	172,556,346	98.44%
Against	2,379,618	1.36%
Open	363,424	0.21%
Abstain	17,839	





Grant of 2023 Performance

Rights to the Managing

Director and Chief

Executive Officer





Grant of 2023 Performance Rights to the Managing Director and Chief Executive Officer

Proxy votes

For	172,140,397	98.35%
Against	2,532,444	1.45%
Open	357,743	0.20%
Abstain	230,549	





