

5 October 2020

Shareholder resolutions for consideration at ANZ's 2020 AGM

As required by ASX Listing Rule 3.17A, ANZ advises that it has received the two resolutions shown below under section 249N 'Members Resolutions' of the Corporations Act 2001 for consideration at its AGM which is scheduled to be held on 16 December 2020.

The accompanying statements questioning the resolutions will be distributed with the Notice of Annual General Meeting in accordance with section 249P of the Corporations Act 2001 along with the ANZ Board's recommendation on each resolution.

The resolutions are proposed by shareholders represented by the group Market Forces and are in the same form as the resolutions proposed by shareholders represented by Market Forces at ANZ's 2019 Annual General Meeting which were not approved by shareholders.

At its ESG Market Briefing on 7 September 2020, ANZ flagged a suite of forthcoming policy changes would be disclosed at the time of the Full Year Results on 29 October 2020. These policy changes will be relevant to the resolutions.

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Authorised for distribution by ANZ's Continuous Disclosure Committee

Resolution 1 – Amendment to the Constitution (special resolution)

Insert into the Constitution in clause 13 'Meetings of members' the following new sub-clause 13.5A 'Advisory resolutions': "The Company in general meeting may by ordinary resolution express an opinion or request information about the way in which a power of the Company partially or exclusively vested in the Directors has been or should be exercised. Such a resolution must relate to a material risk identified by the Directors or the Company and cannot advocate action that would violate any law or relate to any personal claim or grievance. Such a resolution is advisory only and does not bind the Directors or the Company.

Resolution 2 – Transition Planning Disclosure (ordinary resolution)

Shareholders request the Company disclose, in subsequent annual reporting, strategies and targets to reduce exposure to fossil fuel (oil, gas, coal) assets in line with the climate goals of the Paris Agreement, including the elimination of exposure to thermal coal in OECD countries by no later than 2030.