

8 October 2021

Shareholder resolutions for consideration at ANZ's 2021 AGM

As required by ASX Listing Rule 3.17A, ANZ advises that it has received the two resolutions shown on the following page under section 249N "Members' resolutions" of the Corporations Act 2001 for consideration at its AGM which is scheduled to be held on 16 December 2021.

The accompanying statements requisitioning 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. Shareholders represented by Market Forces also proposed resolutions at ANZ's 2019 and 2020 Annual General Meetings, which were not approved by shareholders.

At its ESG Market Briefing on 16 September 2021, ANZ disclosed information relevant to the resolutions, including its progress against climate-related targets and flagging that it expects to release an updated climate statement and targets prior to its Annual General Meeting.

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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 note the Company's stated support for the goal of achieving net-zero emissions globally by 2050,¹ along with the publication of the International Energy Agency's Net Zero by 2050 scenario.² Shareholders therefore request the Company disclose, in subsequent annual reporting, information demonstrating how the Company will manage its Fossil Fuel³ exposure in accordance with a scenario in which global emissions reach net-zero by 2050. This information should include:

- A commitment to no longer provide Banking and Financing⁴ where proceeds would be used for new Fossil Fuel projects; and
- Targets to reduce Fossil Fuel exposure consistent with net-zero by 2050.

¹ 2020 Annual Report, Australia and New Zealand Banking Group, p.34

² 'Net Zero by 2050', International Energy Agency, May 2021

³ Upstream, midstream and downstream oil and gas; coal mining and transport (including haulage and ports); coal, oil and gas power generation

⁴ Advisory services, project financing, loan syndications, leveraged and acquisition financing, structured asset finance, structured export finance, and sustainable finance, as listed by ANZ: <https://www.anz.com/corporate/solutions/corporate-finance/>