

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Australia and New Zealand Banking Group Limited
ABN	11 005 357 522

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Shayne Cary Elliott
Date of last notice	17 December 2021

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Ordinary Shares:

Direct or indirect interest	Direct – 4,881 Indirect – 394,620				
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> <ul style="list-style-type: none"> • ANZEST Pty Ltd <ul style="list-style-type: none"> • ANZ Employee Share Acquisition Plan • Netwealth Investments Limited <ul style="list-style-type: none"> • Elliott Pty Ltd as trustee for Elliott Family Trust (229,165 shares) • Elliott No 3 Pty Ltd <S & N Elliott S/F A/C> (58,472 shares) 	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Ordinary Shares</td> <td style="text-align: right;">106,983</td> </tr> <tr> <td>Ordinary Shares</td> <td style="text-align: right;">287,637</td> </tr> </table>	Ordinary Shares	106,983	Ordinary Shares	287,637
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Date of change	(a) 20 December 2021 (b) & (d) 21 December 2021 (c) 22 December 2021				

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No. of securities held prior to change	<u>399,501</u>
Class	Ordinary Shares
Number acquired (direct)	(a) 36,997 (b) 62,010
Number acquired (indirect) ANZEST Pty Ltd <ul style="list-style-type: none"> • ANZ Employee Share Acquisition Plan 	(d) 56,989
Number disposed (indirect) ANZEST Pty Ltd <ul style="list-style-type: none"> • ANZ Employee Share Acquisition Plan 	(a) 36,997
Number disposed (direct)	(c) 103,888
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(a), (b), (c) and (d) no consideration was paid in relation to this change.
No. of securities held after change	
Direct – (a) Increased (by 36,997)	0
(b) Increased (by 62,010)	
(c) Decreased (by 103,888)	
Indirect	
• ANZEST Pty Ltd	126,975
• ANZ Employee Share Acquisition Plan – (a) Decreased (by 36,997)	
(d) Increased (by 56,989)	
• Netwealth Investments Limited	333,053
• Elliott Pty Ltd as trustee for Elliott Family Trust – (c) Increased (by 103,888)	
• Elliott No 3 Pty Ltd <S & N Elliott S/F A/C> - Unchanged	58,472
Total of interest	<u>518,500</u>

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<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>(a) 36,997 Ordinary Shares held within ANZ's employee share plan trust which were deferred incentives have vested and transferred out of the trust and into Mr Elliott's own name.</p> <p>(b) 62,010 Performance Rights that vested on 19 December 2020 have been exercised and transferred into Mr Elliott's own name.</p> <p>(c) 103,888 Ordinary Shares held directly have been transferred to Netwealth Investments Limited as custodian on 22 December 2021. Elliott Pty Ltd as trustee for Elliott Family Trust remains the beneficial owner.</p> <p>(d) 56,989 Shares are subject to 1 year restriction period commencing on 19 December 2021 (for details, please see (e) below).</p>
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Options over unissued ordinary shares:

Direct or indirect interest	Direct – 626,102 Indirect – Nil
Date of change	(e) 20 December 2021 (f) & (g) 21 December 2021
No. of options held prior to change	626,102
Class	Options over unissued Ordinary Shares
Number of options acquired (direct)	N/A
Number of options disposed (direct)	(e) 56,989 (f) 53,376 (g) 62,010
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	No amount was payable by Mr Elliott
No. of options held after change	
Direct – (e) decreased (by 56,989) (f) decreased (by 53,376) (g) decreased (by 62,010)	453,727
Indirect – unchanged	Nil

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<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>(e) 56,989 Performance Rights granted on 19 December 2018 have vested. Shares acquired on exercise are subject to 1 year restriction period commencing on 19 December 2021.</p> <p>(f) 53,376 of the Performance Rights granted on 19 December 2018 lapsed.</p> <p>(g) 62,010 Performance Rights that vested on 19 December 2020 have been exercised and transferred into Mr Elliott's own name.</p>
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Part 2 – Change of director's interests in contracts - Nil

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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 Simon Pordage
 Company Secretary
 Australia and New Zealand Banking Group Limited
 22 December 2021

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