

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	4 December 2020

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 – 40,332 Indirect – 291,099	
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.		
• ANZEST Pty Ltd <ul style="list-style-type: none">• ANZ Employee Share Acquisition Plan	Ordinary Shares	79,877
• Elliott Pty Ltd as trustee for Elliott Family Trust	Ordinary Shares	0
• Elliott No 3 Pty Ltd <S & N Elliott S/F A/C>	Ordinary Shares	0
• Netwealth Investments Limited <ul style="list-style-type: none">• Elliott Pty Ltd as trustee for Elliott Family Trust (152,735 shares)• Elliott No 3 Pty Ltd <S & N Elliott S/F A/C> (58,487 shares)	Ordinary Shares	211,222

+ See chapter 19 for defined terms.

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Date of change	(a) 9 December 2020 & (b) 10 December 2020
No. of securities held prior to change	<u>331,431</u>
Class	Ordinary Shares
Number disposed (indirect)	(a) 36,098
Number acquired (direct)	(a) 36,098
Number disposed (direct)	(b) 76,430
Number acquired (indirect)	(b) 76,430
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	No amount is payable by Mr Elliott in relation to these ordinary shares.
No. of securities held after change Direct – (a) increased (by 36,098) (b) decreased (by 76,430) Indirect – increased (by 40,332) <ul style="list-style-type: none"> • ANZEST Pty Ltd <ul style="list-style-type: none"> • ANZ Employee Share Acquisition Plan (a) (decreased by 36,098) • Elliott Pty Ltd as trustee for Elliott Family Trust • Elliott No 3 Pty Ltd <S & N Elliott S/F A/C> • Netwealth Investments Limited <ul style="list-style-type: none"> • Elliott Pty Ltd as trustee for Elliott Family Trust (b) (increased by 76,430) • Elliott No 3 Pty Ltd <S & N Elliott S/F A/C> 	0 43,779 0 0 229,165 58,487 <u>331,431</u>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	(a) 36,098 Ordinary Shares held within ANZ's employee share plan trust which were deferred incentives and had previously vested were transferred on 9 December 2020 and are held directly. (b) 76,430 Ordinary Shares held directly were transferred to Netwealth Investments Limited as custodian on 10 December 2020. Elliott Pty Ltd as trustee for Elliott Family Trust becomes the beneficial owner for these shares.

+ See chapter 19 for defined terms.

Options over unissued ordinary shares:

Direct or indirect interest	Direct – 421,725 Indirect – Nil
Date of change	N/A
No. of options held prior to change	421,725
Class	Options over unissued Ordinary Shares
Number of options acquired (direct)	N/A
Number of options disposed (direct)	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of options held after change	
Direct – unchanged	421,725
Indirect – unchanged	Nil
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	N/A

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
14 December 2020

⁺ See chapter 19 for defined terms.