



16 December 2021

Market Announcements Office
ASX Limited
Level 4
20 Bridge Street
SYDNEY NSW 2000

**Australia and New Zealand Banking Group Limited (ANZ)
2021 Annual General Meeting Results**

The outcomes of the polls conducted at ANZ's Annual General Meeting held on 16 December 2021 are as follows:

| Item | Resolution | Result of the poll |
|-------------|---|---|
| 2 | Election and re-election of Board Endorsed candidates: (a) To elect Ms C E O'Reilly (b) To re-elect Rt Hon Sir John Key GNZM AC | <ul style="list-style-type: none">Ms O'Reilly was elected as a DirectorSir John Key was re-elected as a Director |
| 3 | Adoption of the Remuneration Report | Carried as an ordinary resolution |
| 4 | Grant of Performance Rights to Mr S C Elliott | Carried as an ordinary resolution |
| 5 | Resolution requisitioned by members – Amendment to the Constitution | Not carried as a special resolution |

A poll was not taken on item 6 as it was not put to the meeting.

As required by section 251AA of the Corporations Act and ASX Listing Rule 3.13.2, the attached details are provided in respect of each Item of Business in ANZ's Notice of 2021 Annual General Meeting.

Yours faithfully

Simon Pordage
Company Secretary
Australia and New Zealand Banking Group Limited

Approved for distribution by ANZ's Company Secretary.

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AUSTRALIA and NEW ZEALAND BANKING GROUP LIMITED
2021 Annual General Meeting
Thursday, 16 December 2021
Results of Meeting

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

| Resolution details | | Instructions given to validly appointed proxies (as at proxy close) | | | | Number of votes cast on the poll (where applicable) | | | Resolution Result |
|--|--------------------|--|-------------------------|-----------------------|------------|--|-------------------------|------------|--------------------------|
| Resolution | Resolution Type | For | Against | Proxy's Discretion | Abstain | For | Against | Abstain* | Carried / Not Carried |
| Item 2(a) To elect Ms C E O'Reilly | Ordinary | 1,282,544,686 98.73% | 6,325,470 0.48% | 10,312,017 0.79% | 2,016,265 | 1,417,163,003 99.55% | 6,378,195 0.45% | 2,023,575 | Carried |
| Item 2(b) To re-elect Rt Hon Sir John P Key GNZM AC | Ordinary | 1,273,651,781 98.04% | 15,227,026 1.17% | 10,227,595 0.79% | 2,092,037 | 1,402,717,149 98.54% | 20,752,305 1.46% | 2,094,760 | Carried |
| Item 3 Adoption of the Remuneration Report | Ordinary | 1,138,956,126 93.53% | 68,699,294 5.64% | 10,177,635 0.83% | 83,330,710 | 1,264,825,070 94.35% | 75,701,249 5.65% | 85,002,893 | Carried |
| Item 4 Grant of Performance Rights to Mr S C Elliott | Ordinary | 1,264,979,036 97.37% | 24,079,211 1.85% | 10,164,866 0.78% | 1,975,329 | 1,399,268,928 98.30% | 24,266,992 1.70% | 2,027,659 | Carried |
| Item 5 Amendment to the Constitution | Special | 65,979,466 5.25% | 1,178,939,565 93.94% | 10,165,354 0.81% | 46,114,058 | 79,249,548 5.81% | 1,285,749,331 94.19% | 60,531,719 | Not Carried |
| Item 6 Transition Planning Disclosure | Ordinary | 187,403,520 14.77% | 1,070,933,855 84.43% | 10,140,658 0.80% | 32,720,411 | Resolution was not put to the meeting | | | |

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

Resolution(s) proposed but not put to the meeting

| Resolution | Reason for not putting the resolution to the meeting |
|---------------------------------------|---|
| Item 6 Transition Planning Disclosure | Resolution was not put to the meeting as Resolution 5 was not carried |