

19 December 2024

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

ANZ Group Holdings Limited (ANZ) 2024 Annual General Meeting Results

The outcomes of the polls conducted at ANZ's Annual General Meeting held on 19 December 2024 are as follows:

Item	Resolution	Result of the poll
	Election and re-election of Board Endorsed candidates:	
2	(a) To elect Mr S A St John	Mr S A St John was elected as a Director
	(b) To elect Mr R B M Gibb	Mr R B M Gibb was elected as a Director
	(c) To re-elect Ms C E O'Reilly	Ms C E O'Reilly was re-elected as a Director
3	Adoption of the Remuneration Report	Carried as an ordinary resolution as over 50% of votes were cast in favour. However, as more than 25% of the votes were cast against the resolution, this constitutes a first strike for the purposes of the Corporations Act 2001 (Cth)
5	Resolution requisitioned by members – Amendment to the Constitution	Not carried as a special resolution

Item 4, the resolution seeking shareholder approval of the proposed grant of restricted rights and performance rights to the Chief Executive Officer, Mr S C Elliott, was withdrawn prior to the meeting.

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

As required by section 251AA(2) 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 2024 Annual General Meeting.

Yours faithfully

Simon Pordage Company Secretary ANZ Group Holdings Limited

Approved for distribution by ANZ's Company Secretary

ANZ Group Holdings Limited

Annual General Meeting Thursday, 19 December 2024

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
2A To clost Mr C A St John	Ordinary	1,560,540,654	4,211,962	15,051,919	2,861,809	1,576,233,002	4,244,382	2,869,976	Carried
2A To elect Mr S A St John		98.78%	0.27%	0.95%		99.73%	0.27%		
2B To elect Mr R B M Gibb	Ordinary	1,545,947,204	18,069,078	15,112,224	3,536,837	1,561,701,161	18,097,876	3,547,322	Carried
ZB TO Elect MI R B M GIDD		97.90%	1.15%	0.95%		98.85%	1.15%		
2C To to elect Ma C E O'Deilly	Ordinary	1,411,411,691	149,252,421	15,158,286	6,840,330	1,427,228,756	149,263,521	6,848,497	Carried
2C To re-elect Ms C E O'Reilly		89.57%	9.47%	0.96%		90.53%	9.47%		
2 Adoption of the Demuneration Depart	Ordinary	961,861,291	603,463,373	11,018,498	6,297,378	973,225,356	603,739,258	6,325,973	Carried
3 Adoption of the Remuneration Report		61.02%	38.28%	0.70%		61.72%	38.28%		
4 Grant of restricted rights and performance	Ordinary	790,006,560	776,723,006	10,917,562	5,009,831	Resolution withdrawn			Not Applicable
rights to Mr S C Elliott		50.08%	49.23%	0.69%					Not Applicable
5 Resolution requisitioned by members -		108,394,818	1,404,495,527	14,972,173	54,796,548	108,487,697	1,419,913,296	54,830,368	Not Carried
Amendment to the Constitution (special resolution)	Special	7.09%	91.93%	0.98%		7.10%	92.90%		
6 Resolution requisitioned by members -	Ordinary	420,012,794	1,108,369,644	15,017,304	39,265,011				
Transition Plan Assessments (conditional resolution)		27.22%	71.81%	0.97%		Not Applicable			Not Applicable

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

In relation to Resolution 3 Adoption of the Remuneration Report, as more than 25% of the votes were cast against this resolution, this constitutes a first strike for the purposes of the Corporations Act 2001 (Cth).

Resolution proposed but not put to the meeting

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Resolution	Reason for not putting the resolution to the meeting	
4 Grant of restricted rights and performance rights to Mr S C Elliott	Resolution was withdrawn prior to the meeting in accordance with the ASX announcement dated 19 December 2024.	

Contingent resolution not put to the meeting

1 (intringent resolution not put to the meeting			
7	Resolution	Reason for not putting the resolution to the meeting		
٦	Transition Plan Assessments (conditional	Not required to be put to the meeting because it was conditional on 75% or more of the votes being cast in favour of Resolution 5 "Resolution requisitioned by members - Amendment to the Constitution (special resolution)"		