

Thursday, 9 October 2025

ASX Announcement

Shareholder resolution for consideration at the 2025 AGM

As required by ASX Listing Rule 3.17A, National Australia Bank today advises that it has received the resolution, shown below, requisitioned under section 249N of the *Corporations Act 2001* (Cth) for consideration at its Annual General Meeting (AGM) to be held on 12 December 2025.

The resolution will be conditional upon shareholder approval of the special resolution to amend the Company's Constitution, as announced by National Australia Bank on 8 October 2025.

National Australia Bank expects to publish its 2025 Notice of AGM in mid-November, which will contain the proposed resolution, together with accompanying statements provided by the requisitioning shareholders and the Board's recommendations in relation to the resolution.

Resolution – Customer Transition Plan Approach and Climate Commitments

Shareholders recognise the substantial transitional and physical risks of climate change, the increasing regulatory scrutiny on public corporate climate commitments, and their potential financial impacts on our company. Shareholders acknowledge NAB's:

1. ambition to ensure that all of its business activities contribute positively to the achievement of the goals of the Paris Agreement;¹
2. long-standing commitment to align its lending portfolio with the goal of net zero emissions by 2050;² and
3. policy, effective from 1 October 2025, to require and assess the Customer Transition Plans (CTP) of fossil fuel sector customers, assign each CTP a rating under NAB's four-tier system, and decline new or renewed finance to customers without a CTP or those rated "Limited".³

Shareholders are, however, concerned by the lack of clarity in our company's current disclosures regarding its CTP approach and Paris alignment.

¹ <https://www.nab.com.au/about-us/sustainability/reporting-policies-approach/sustainability-approach>

² <https://news.nab.com.au/news/supporting-nab-customers-in-the-transition-to-a-net-zero-carboneconomy-by-2050>

³ <https://www.nab.com.au/content/dam/nab/documents/reports/corporate/2024-climate-report.pdf>, pp. 5, 28-29

Shareholders request NAB confirm that, within its four-tier CTP rating system, ratings of “Advanced”, “Well developed”, or “Progressing” indicate the bank has determined a customer is on a trajectory aligned with the climate goals of the Paris Agreement and, therefore, NAB’s provision of new or renewed finance to such customers is consistent with the bank’s climate commitments outlined in (1) and (2) above.

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The release of this announcement was authorised by the Group Company Secretary.

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