

18 December 2025

Market Announcements Office  
ASX Limited  
Exchange Place  
Level 27, 39 Martin Place  
SYDNEY NSW 2000

## ANZ Group Holdings Limited (ANZ) 2025 Annual General Meeting Results

The outcomes of the polls conducted at ANZ's Annual General Meeting held on 18 December 2025 are as follows:

| Item | Resolution   | Result of the poll  |
|------|--|---|
| 2    | Election and re-election of Board Endorsed candidates:<br>(a) To elect Ms A R Gerry<br>(b) To re-elect Mr P D O'Sullivan<br>(c) To re-elect Mr J P Smith | <ul style="list-style-type: none"> <li>Ms A R Gerry was elected as a Director</li> <li>Mr P D O'Sullivan was re-elected as a Director</li> <li>Mr J P Smith was re-elected as a Director</li> </ul>                                       |
| 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 second strike for the purposes of the Corporations Act 2001 (Cth) |
| 4    | Grant of restricted rights and performance rights to Mr N Matos  | Carried as an ordinary resolution   |
| 5    | Resolution requisitioned by members – Amend the Company's Constitution   | Not carried as a special resolution   |
| 6    | Spill Resolution   | Not carried   |

A poll was not taken on items 7, 8 and 9 as they were 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 2025 Annual General Meeting.

Yours faithfully

**Simon Pordage**  
**Company Secretary**  
ANZ Group Holdings Limited

*Approved for distribution by ANZ's Company Secretary*

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<br>(as at proxy close) |                         |                       |            | Number of votes cast on the poll<br>(where applicable) |                         |            | Resolution<br>Result     |
|--|-----------------|--|-------------------------|-----------------------|------------|--|-------------------------|------------|--------------------------|
| Resolution   | Resolution Type | For  | Against                 | Proxy's<br>Discretion | Abstain    | For  | Against                 | Abstain*   | Carried /<br>Not Carried |
| 2(a) To elect Ms A R Gerry   | Ordinary        | 1,640,259,718<br>98.88%  | 4,737,366<br>0.29%      | 13,688,363<br>0.83%   | 3,184,869  | 1,654,137,733<br>99.71%                                | 4,798,600<br>0.29%      | 3,200,303  | Carried                  |
| 2(b) To re-elect Mr P D O'Sullivan   | Ordinary        | 1,575,408,785<br>94.98%  | 69,500,003<br>4.19%     | 13,679,346<br>0.83%   | 3,281,388  | 1,584,894,816<br>95.54%                                | 73,947,131<br>4.46%     | 3,293,895  | Carried                  |
| 2(c) To re-elect Mr J P Smith  | Ordinary        | 1,562,996,009<br>94.23%  | 81,972,758<br>4.94%     | 13,707,768<br>0.83%   | 3,155,163  | 1,572,510,072<br>94.79%                                | 86,420,011<br>5.21%     | 3,167,935  | Carried                  |
| 3 Adoption of the Remuneration Report  | Ordinary        | 1,110,659,632<br>66.95%  | 536,711,196<br>32.36%   | 11,406,846<br>0.69%   | 3,054,019  | 1,122,099,721<br>67.64%                                | 536,832,810<br>32.36%   | 3,072,376  | Carried                  |
| 4 Grant of restricted rights and performance rights to Mr N A Matos            | Ordinary        | 1,613,751,744<br>97.39%  | 29,855,896<br>1.80%     | 13,519,184<br>0.81%   | 4,709,678  | 1,627,342,383<br>98.19%                                | 29,946,454<br>1.81%     | 4,731,793  | Carried                  |
| 5 Amend the Company's Constitution (special resolution)                        | Special         | 140,598,111<br>8.72%   | 1,457,894,503<br>90.44% | 13,545,030<br>0.84%   | 49,823,663 | 140,612,912<br>8.75%                                   | 1,467,232,595<br>91.25% | 54,180,307 | Not carried              |
| 6 Spill Resolution (conditional item)  | Ordinary        | 23,996,728<br>1.45%  | 1,618,771,380<br>97.73% | 13,645,104<br>0.82%   | 5,451,844  | 24,061,043<br>1.45%                                    | 1,632,488,031<br>98.55% | 5,477,369  | Not carried              |
| 7 Disclosure of financed deforestation (conditional item)                      | Ordinary        | 375,632,233<br>22.70%  | 1,266,351,964<br>76.49% | 13,414,141<br>0.81%   | 6,468,148  | Contingent resolution not put to the meeting           |                         |            | Not applicable           |
| 8 Strategy to eliminate financed deforestation (conditional item)              | Ordinary        | 186,961,422<br>11.30%  | 1,454,236,742<br>87.89% | 13,376,089<br>0.81%   | 7,296,159  | Contingent resolution not put to the meeting           |                         |            | Not applicable           |
| 9 Customer Transition Plan Approach and Climate Commitments (conditional item) | Ordinary        | 299,511,007<br>18.58%  | 1,298,020,473<br>80.58% | 13,445,117<br>0.84%   | 50,891,841 | Contingent resolution not put to the meeting           |                         |            | 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 at least 25% of the votes validly cast on this resolution were cast against, this constitutes a 'second strike' for the purposes of the Corporations Act 2001 (Cth). As a result of the 'second strike' against the Adoption of Remuneration Report resolution, resolution 6, 'Spill Resolution conditional item' was put to the meeting but was not carried.

**Contingent resolutions not put to the meeting**

| Resolution   | Reason for not putting the resolution to the meeting  |
|--|---|
| 7 Disclosure of financed deforestation (conditional item)                      | Resolution not required to be put to the meeting as the resolution was conditional on at least 75% of the validly cast votes being cast in favour of resolution 5 'Amend the Company's Constitution (special resolution)' |
| 8 Strategy to eliminate financed deforestation (conditional item)              | Resolution not required to be put to the meeting as the resolution was conditional on at least 75% of the validly cast votes being cast in favour of resolution 5 'Amend the Company's Constitution (special resolution)' |
| 9 Customer Transition Plan Approach and Climate Commitments (conditional item) | Resolution not required to be put to the meeting as the resolution was conditional on at least 75% of the validly cast votes being cast in favour of resolution 5 'Amend the Company's Constitution (special resolution)' |