



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: (a) To elect Ms A R Gerry (b) To re-elect Mr P D O'Sullivan (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 (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
2(a) To elect Ms A R Gerry	Ordinary	1,640,259,718 98.88%	4,737,366 0.29%	13,688,363 0.83%	3,184,869	1,654,137,733 99.71%	4,798,600 0.29%	3,200,303	Carried
2(b) To re-elect Mr P D O'Sullivan	Ordinary	1,575,408,785 94.98%	69,500,003 4.19%	13,679,346 0.83%	3,281,388	1,584,894,816 95.54%	73,947,131 4.46%	3,293,895	Carried
2(c) To re-elect Mr J P Smith	Ordinary	1,562,996,009 94.23%	81,972,758 4.94%	13,707,768 0.83%	3,155,163	1,572,510,072 94.79%	86,420,011 5.21%	3,167,935	Carried
3 Adoption of the Remuneration Report	Ordinary	1,110,659,632 66.95%	536,711,196 32.36%	11,406,846 0.69%	3,054,019	1,122,099,721 67.64%	536,832,810 32.36%	3,072,376	Carried
4 Grant of restricted rights and performance rights to Mr N A Matos	Ordinary	1,613,751,744 97.39%	29,855,896 1.80%	13,519,184 0.81%	4,709,678	1,627,342,383 98.19%	29,946,454 1.81%	4,731,793	Carried
5 Amend the Company's Constitution (special resolution)	Special	140,598,111 8.72%	1,457,894,503 90.44%	13,545,030 0.84%	49,823,663	140,612,912 8.75%	1,467,232,595 91.25%	54,180,307	Not carried
6 Spill Resolution (conditional item)	Ordinary	23,996,728 1.45%	1,618,771,380 97.73%	13,645,104 0.82%	5,451,844	24,061,043 1.45%	1,632,488,031 98.55%	5,477,369	Not carried
7 Disclosure of financed deforestation (conditional item)	Ordinary	375,632,233 22.70%	1,266,351,964 76.49%	13,414,141 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 11.30%	1,454,236,742 87.89%	13,376,089 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 18.58%	1,298,020,473 80.58%	13,445,117 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)'