



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
2	Election and re-election of Board Endorsed candidates: (a) To elect Mr S A St John (b) To elect Mr R B M Gibb (c) To re-elect Ms C E O'Reilly	<ul style="list-style-type: none">Mr S A St John was elected as a DirectorMr R B M Gibb was elected as a DirectorMs 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of the proposed grant of restricted rights and performance rights to the Chief Executive Officer, Mr S C Elliott, was withdrawn prior to the meeting.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

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rights to Mr S C Elliott	Ordinary	790,006,560 50.08%	776,723,006 49.23%	10,917,562 0.69%	5,009,831	Resolution withdrawn			Not Applicable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

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

Resolution	Reason for not putting the resolution to the meeting
6 Resolution requisitioned by members - Transition Plan Assessments (conditional resolution)	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)"