



7 November 2022

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

Chairman's letters to shareholders

Australia and New Zealand Banking Group Limited (ANZ) today released its Chairman's letters to shareholders in relation to the upcoming ANZ 2022 Annual General Meeting and Scheme Meeting. An email containing similar information has been dispatched to shareholders who have supplied an email address.

These letters have been approved for distribution by ANZ's Chairman.

Yours faithfully

Simon Pordage
Company Secretary
Australia and New Zealand Banking Group Limited



Paul D O'Sullivan
Chairman
07 November 2022

Dear shareholder

ANZ is holding two (2) Shareholder Meetings on 15 December 2022

ANZ will be holding two (2) separate meetings on 15 December 2022 – our 2022 AGM and a Scheme Meeting. Information on both meetings is set out below. The information mentioned in this letter is also available on ANZ's website in the Shareholder Centre at anz.com/shareholder/centre.

ANNUAL GENERAL MEETING 2022

Annual General Meeting (AGM)

- Thursday, 15 December 2022.
- Commencing at 10.00am (Adelaide Time).
- The meeting will be a hybrid format:
 - In person at The Adelaide Convention Centre, North Terrace, Adelaide; and
 - Online at <https://meetnow.global/ANZ2022>.

There will also be a telephone conference link for those without internet access.

The AGM Notice of Meeting together with the 2022 ANZ Annual Report and other related documents are available on our website at www.anz.com/shareholder/centre.

For those shareholders who have not made an election to receive hard copy documents, ANZ will not send you a hard copy of the AGM Notice of Meeting or Annual Report. Hard copy materials can be sent to you free of charge by contacting ANZ Shareholder Information Line on 1800 11 33 99 (within Australia) or +61 3 9415 4010 (outside Australia), between 8.00am and 4.30pm (Adelaide Time), Monday to Friday (excluding public holidays).

AGM Proxy Form

A proxy form is enclosed to enable you to vote by proxy at the AGM. It is important that you submit your AGM proxy form in accordance with the instructions set out in the form. To be valid, please make sure your proxy form is received by our Share Registry by 10.00 am (Adelaide Time) on 13 December 2022.

SCHEME MEETING 2022

As announced on ASX, ANZ proposes to establish a non-operating holding company as the new listed parent company of the ANZ Group and to separate ANZ's banking and certain non-banking businesses within the ANZ Group ("Restructure"). As part of that process, ANZ is required to convene a meeting of ANZ shareholders to consider and vote on a scheme of arrangement ("Scheme Meeting"), which is one of the steps required to implement the Restructure.

Scheme Meeting

- Thursday, 15 December 2022.
- Commences following a short pause at the conclusion of the AGM but not before 12.00pm (Adelaide Time).
- The meeting will be a hybrid format:
 - In person at The Adelaide Convention Centre, North Terrace, Adelaide; and
 - Online at <https://meetnow.global/ANZ2022>.

There will also be a telephone conference link for those without internet access.

Explanatory Memorandum

Important information about the Restructure and Notice of Scheme Meeting (including how to vote at the Scheme Meeting) can be found in the Explanatory Memorandum, which was announced on ASX on 27 October 2022 and is available on our website at www.anz.com/schememeeting.

For those shareholders who have not made an election to receive hard copy documents, ANZ will not be sending you a hard copy of the Explanatory Memorandum or Notice of Scheme Meeting. Hard copy materials can be sent to you free of charge by contacting the ANZ Shareholder Information Line on 1800 11 33 99 (within Australia) or +61 3 9415 4010 (outside Australia), between 8.00am and 4.30pm (Adelaide Time), Monday to Friday (excluding public holidays).

Scheme Proxy Form

A proxy form is enclosed to enable you to vote by proxy at the Scheme Meeting. It is important that you submit your Scheme proxy form in accordance with the instructions set out in the form. To be valid, please make sure your form is received by our Share Registry by 3.30pm (Adelaide Time) on 13 December 2022.

FURTHER INFORMATION

An Online Meeting Guide and FAQ document providing details of how to participate and vote at the AGM and Scheme Meeting online are also enclosed with this letter.

Thank you for your continued support of ANZ. We look forward to your attendance, whether in person or online, and the opportunity to engage with you at ANZ's 2022 AGM and Scheme Meeting.

Yours faithfully



Paul D O'Sullivan
Chairman
Australia and New Zealand Banking Group Limited

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Paul D O'Sullivan
Chairman
07 November 2022

Dear shareholder

Important information on your investment in ANZ

As you may be aware, Australia and New Zealand Banking Group Limited ("ANZ") is proposing to establish a non-operating holding company ("ANZ NOHC"), as the new listed parent company of the ANZ Group via scheme of arrangement ("Scheme") and to separate ANZ's banking and certain non-banking businesses within the ANZ Group ("Restructure").

In accordance with Australian law, the proposed Scheme, which is one of the steps required to implement the Restructure, will require the approval of ANZ shareholders and an Australian court. If the Scheme is approved and goes ahead, then your ANZ shares will be acquired in return for shares in ANZ NOHC under the terms of the Scheme.

Because your shares in ANZ are registered with an address in China/India/Papua New Guinea and due to legal restrictions on the issue of Australian securities in your country, regretfully we are unable to send to you any materials about the Scheme. If you have a postal address outside these countries, then we may be able to send materials about the Scheme to such postal address.

We thank you for your support of ANZ. Please note that information about ANZ will continue to be available on our website.

Yours faithfully

A handwritten signature in blue ink, appearing to read "Paul D O'Sullivan". The signature is stylized, with the first letters of the first and last names being prominent.

Paul D O'Sullivan
Chairman
Australia and New Zealand Banking Group Limited