

News Release

For Release: 19 December 2022

Federal Court of Australia Approves Scheme of Arrangement to Establish Non-Operating Holding Company

ANZ announces that the Federal Court of Australia (**Court**) has today made orders approving the scheme of arrangement (**Scheme**) to establish ANZ Group Holdings Limited (**ANZ NOHC**) as the new listed parent company of the ANZ group and to separate ANZ's banking and certain non-banking businesses into two groups. The Court approval follows approval of the Scheme by ANZ shareholders at the scheme meeting on 15 December 2022.

ANZ expects to lodge an office copy of the Court orders with the Australian Securities and Investments Commission tomorrow, at which time the Scheme will become legally effective. ANZ will also request that quotation of ANZ shares on the ASX and NZX be suspended from close of trading tomorrow.

Subject to the Scheme becoming legally effective, eligible ANZ shareholders will receive one ANZ NOHC share for each ANZ share they hold.

The remaining key dates of the Scheme are set out below.

Event	Date
Effective date ANZ expects to lodge the Court order approving the Scheme, at which time the Scheme will become legally effective. ANZ shares will be suspended from trading on the ASX and NZX from close of trading. ANZ regulatory capital securities quoted for trading on the ASX will be suspended from trading on the ASX under their existing codes from close of trading.	20 December 2022
ANZ NOHC listing ANZ NOHC shares commence trading on the ASX on a deferred settlement basis. ANZ NOHC shares enter into a trading halt on the NZX. ANZ regulatory capital securities quoted for trading on the ASX commence trading under their new ASX codes on a deferred settlement basis.	21 December 2022
Scheme record date The date for determining eligibility to receive ANZ NOHC shares (or, in the case of ineligible foreign shareholders, the cash proceeds of the sale of the ANZ NOHC shares).	7.00pm, 22 December 2022

Event	Date
Implementation date Eligible ANZ shareholders receive ANZ NOHC shares.	3 January 2023
Commencement of normal trading Commencement of normal trading of ANZ NOHC shares on the ASX (ASX: ANZ) and NZX (NZX: ANZ). Commencement of normal trading of ANZ regulatory capital securities quoted for trading on the ASX under their new ASX codes.	4 January 2023

The above dates are indicative only and may change. ANZ will announce any change to the ASX.

Further information can be found on ANZ's website www.anz.com/shareholder/centre/.

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Approved for distribution by ANZ's Continuous Disclosure Committee