

ANZ BANK NEW ZEALAND LIMITED

PERPETUAL PREFERENCE SHARE INVESTOR PRESENTATION

June 2022

JOINT LEAD MANAGERS



IMPORTANT NOTICE

This presentation has been prepared by ANZ Bank New Zealand Limited (**ANZ**) in relation to the offer (**Offer**) of perpetual preference shares (**PPS**). A product disclosure statement (**PDS**) has been prepared in respect of the Offer. The PDS is available on the online Disclose Register maintained by the Companies Office at www.disclose-register.companiesoffice.govt.nz/ (offer number OFR13332) or can be obtained from the Joint Lead Managers or your usual financial advice provider.

This presentation provides information in summary form only and is not intended to be complete. The information in this presentation has been obtained from sources believed to be reliable and accurate at the date of preparation, but its accuracy, correctness, reasonableness and completeness cannot be guaranteed.

The information in this presentation is general in nature and does not take account of your individual circumstances. It does not constitute financial, investment, legal, tax or other advice or a recommendation to purchase PPS. You must make your own independent assessment of the financial condition and affairs of ANZ before deciding whether or not to invest in the PPS.

You should carefully read and consider the PDS, consider the suitability of an investment in the PPS in light of your individual risk profile for investments, investment objectives and personal circumstances (including financial and taxation issues) and consult your financial, legal, tax and other professional advisers before deciding to invest in the PPS.

These PPS do not have the same rights (including voting rights) or privileges, or the same opportunity to increase in value, as ordinary shares. Scheduled distributions may be cancelled and ANZ is under no obligation to pay cancelled distributions at a later date. The PPS are perpetual and have no fixed term. You have no right to require repayment for any reason.

The PDS constitutes an Offer to retail investors and institutional investors in New Zealand only in accordance with the selling restrictions set out in the PDS. ANZ has not taken and will not take any action that would permit a public or regulated offering of the PPS, or possession or distribution of any offering material in respect of the PPS, including this presentation, in any country or jurisdiction where action for that purpose is required (other than New Zealand). The PPS may only be offered for sale or sold in compliance with all applicable laws and regulations in any jurisdiction in which they are offered, sold or delivered. The PDS and any disclosure statement, information memorandum, prospectus, circular, advertisement or other offering material in respect of the PPS may only be published, delivered or distributed in or from any country or jurisdiction in compliance with all applicable laws and regulations (including those of the country or jurisdiction in which the material is published, delivered or distributed).

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Australia and New Zealand Banking Group Limited (**ANZBGL**) does not guarantee or support ANZ Bank New Zealand Limited or the PPS being issued. The PPS do not represent deposits or other liabilities of ANZBGL. ANZ is not an authorised deposit-taking institution under the Banking Act 1959 of Australia (**Banking Act**). The depositor protection provisions in Division 2 of Part II of the Banking Act do not apply to ANZ. The Notes are not "protected accounts" or "deposit liabilities" within the meaning of the Banking Act and an investment in the Notes is not covered by the Australian Government's Financial Claims Scheme.

Capitalised terms used in this presentation have the same meaning as set out in the PDS, unless the context otherwise requires.

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ANZ BANK NEW ZEALAND LIMITED

Offer Highlights

OFFER HIGHLIGHTS

| Feature | Description |
|---|---|
| Issuer | ANZ Bank New Zealand Limited (ANZ) |
| Description | Perpetual preference shares (PPS) |
| Legal Form | Equity |
| Offer size | Up to NZ\$250 million plus unlimited oversubscriptions |
| Use of proceeds | The Offer will raise Additional Tier 1 Capital to help ANZ meet its regulatory capital requirements and manage its capital position. The proceeds of the Offer will be used for ANZ's general corporate purposes |
| Term | The PPS have no fixed maturity date and will remain on issue indefinitely if not redeemed by ANZ |
| Optional Redemption Dates | 18 July 2028 (First Optional Redemption Date) and each quarterly Scheduled Distribution Payment Date after that date. Any redemption of your PPS is at the option of ANZ, subject to conditions and may not occur |
| Distribution Rate | The Distribution Rate until the First Optional Redemption Date will be a fixed rate, after which it will change to a floating rate that resets at quarterly intervals. Distributions are expected to comprise a cash amount and imputation credits. Distributions are discretionary, subject to conditions and non-cumulative |
| Conversion, exchange or non-viability triggers | The PPS have no conversion or exchange options and no non-viability triggers |
| Issue rating | The PPS have been rated BBB by S&P Global Ratings |
| Joint Lead Managers | ANZ, Craigs Investment Partners, Forsyth Barr, Hobson Wealth and Jarden |

ANZ BANK NEW ZEALAND LIMITED

ANZ Overview

OVERVIEW OF ANZ

- New Zealand's largest full-service bank
- 29% of total assets of registered banks in New Zealand¹
- Assets of NZ\$190b and liabilities of NZ\$173b as at 31 March 2022²
- Operating in New Zealand since 1840
- Employs ~7,400 people²; 1 in every 380 employed New Zealanders work for us³
- Diversified business mix reflecting makeup of New Zealand economy
- Subject to prudential supervision by the Reserve Bank of New Zealand (RBNZ)
- ANZ represented 23.1% of the total operating income from the ANZBGL group of companies' continuing operations for the six months ended 31 March 2022⁴

| ANZ Credit Ratings (Long Term/Outlook) | |
|--|--------------|
| Standard and Poor's | AA- / Stable |
| Moody's Investor Services | A1 / Stable |
| Fitch Ratings | A+ / Stable |

1. RBNZ, March 2022. Includes assets of ANZ and its subsidiaries

2. ANZ, March 2022

3. ANZ / Statistics NZ, March 2022

4. ANZ / ANZBGL, March 2022

STRATEGY - ANZ

AT ANZ WE SHAPE A WORLD WHERE PEOPLE AND COMMUNITIES THRIVE BY IMPROVING THE FINANCIAL WELLBEING OF KIWIS



Looking to save
for, buy and own
a liveable **home**



Looking to start or
buy and sustainably
grow their **business**



Looking to move
capital and goods
around the region

WE WILL DO THIS BY DELIVERING OUR CUSTOMER VALUE PROPOSITION:

Convenient

- ✓ Right people in the right places at the right time
- ✓ Digital and self service channels
- ✓ Tools to manage money and improve financial wellbeing

Personalised

- ✓ Proactive, tailored contact at important times
- ✓ Insights that anticipate their needs and help them improve their financial outcomes

Connected

- ✓ A whole of bank approach
- ✓ Trusted specialists in ANZ's network
- ✓ External market opportunities via ANZ's wider ecosystem and agile, resilient platforms

EXAMPLES OF ESG AT ANZ

HOW ANZ IS SHAPING A WORLD WHERE PEOPLE AND COMMUNITIES THRIVE

Our strategy is driven by what we care about most - **environmental sustainability, affordable housing and financial wellbeing of our customers.**

Environment

- Engaging with key NZ businesses who are amongst 100 of ANZBGL's largest emitting business customers, encouraging them to strengthen their low carbon transition plans, and efforts to protect biodiversity
- ANZ was a leading partner in the development of the Sustainable Agriculture Finance Initiative, a voluntary framework developed by NZ finance sector under the umbrella of the Aotearoa Circle, for integrating sustainability considerations into agriculture finance decisions
- Partnered with Toitū Envirocare to offer an easy solution for small NZ businesses to measure the carbon footprint of their business operations

Social

- ANZ appointed our Te Kaitiaki Māori, Head of Te Ao Māori Strategy to develop ANZ's first Te Ao Māori Strategy and enhance and build on our relationships with tangata whenua, mana whenua, and whānau
- Trialling "Ngā Whetū E Piata Mai Ana Contact Centre Training Programme", a partnership with a private training establishment to train Maori and Pacific Island students for roles in ANZ's Contact Centre
- Signed a partnership with 'Fruition Horticulture Bay of Plenty' to deliver financial education content to over 1,000 Recognised Seasonal Employees each year

Governance

- ANZ publicly reports our gender pay gap*
 - Overall gender pay gap in 2021 was 22.4% favouring men (23.6% 2020)
 - Pay equity gap (average pay of men and women doing similar roles at ANZ) in 2021 was 3.2% favouring women (5.0% 2020)
- Representation of women at the manager, senior manager, and executive levels is 45.8%, 38.8% and 34.6% respectively; up from 44.5%, 29.7% and 32.7% in early 2020

* ANZ media release, 8 March 2022

SELECTION OF ESG 2021 HIGHLIGHTS



** Total transaction size that ANZ has participated in as a lender or facilitator



SUSTAINABILITY PARTNERSHIPS AND COMMITMENTS

SIGNATORY Climate Leaders Coalition 2019 higher ambition pledge
FOUNDING MEMBER Toitū Tahua Centre for Sustainable Finance
LEAD PARTNER New Zealand Sustainable Agriculture Finance Initiative
PARTNER NZ Green Building Council
PRINCIPAL SPONSOR Sustainable Coastlines ANZ Love your Water tour
MEMBER Ākina social procurement buyer group
MEMBER Net Zero Banking Alliance
MEMBER Taskforce on Nature-related Financial Disclosures (TNFD) forum

ANZ BANK NEW ZEALAND LIMITED

Financial Information

SUMMARY OF KEY FINANCIAL INFORMATION

| | 1H22 | FY21 | FY20 | FY19 | FY18 |
|---|---------|---------|--------|--------|--------|
| Net Profit After Tax (NZ\$m) | 1,101 | 1,939 | 1,373 | 1,819 | 1,953 |
| Cost to Income Ratio | 35.5% | 38.7% | 43.1% | 38.4% | 35.5% |
| Net Interest Margin | 2.04% | 2.04% | 2.05% | 2.17% | 2.22% |
| Return on Equity ¹ | 13.0% | 11.8% | 9.1% | 13.2% | 15.1% |
| Loan/Deposit Ratio ² | 112.9% | 112.5% | 109.8% | 121.2% | 121.5% |
| Liquid Assets (NZ\$m) ³ | 28,605 | 30,730 | 30,736 | 22,786 | 21,104 |
| Credit Impairment Charge/(Release) (NZ\$m) | (20) | (114) | 403 | 101 | 55 |
| Total Impaired Assets (NZ\$m) | 727 | 773 | 1,169 | 729 | 321 |
| Credit Impairment Charge (Release)/Gross Loans and Advances | (0.03%) | (0.08%) | 0.30% | 0.08% | 0.04% |
| INCOME (NZ\$m) | | | | | |
| Net Interest Income | 1,769 | 3,424 | 3,262 | 3,244 | 3,150 |
| Other Operating Income | 561 | 765 | 807 | 946 | 1,126 |
| Total Operating Income | 2,330 | 4,189 | 4,069 | 4,190 | 4,276 |

1. Return on Equity is Net Profit After Tax for the period over average Equity

2. Net Loans and Advances (incl. assets held for sale) divided by Customer Deposits

3. Value of funding ANZ would be able to raise from repurchase transactions with RBNZ. Includes internal mortgage backed securities

Source: ANZ Disclosure Statements

SUMMARY OF KEY FINANCIAL INFORMATION - BALANCE SHEET

| NZ\$m | 1H22 | FY21 | FY20 | FY19 | FY18 |
|------------------------------|----------------|----------------|----------------|----------------|----------------|
| Mortgages | 102,798 | 98,513 | 89,258 | 84,007 | 78,395 |
| Other Net Loans and Advances | 43,323 | 42,243 | 43,440 | 48,518 | 48,071 |
| Other Assets | 44,370 | 44,013 | 47,046 | 36,891 | 32,546 |
| Total Assets | 190,491 | 184,769 | 179,744 | 169,416 | 159,012 |
| Customer Deposits | 129,371 | 125,129 | 120,863 | 109,236 | 104,055 |
| Unsubordinated Debt | 16,562 | 18,468 | 21,998 | 23,767 | 22,696 |
| Subordinated Debt | 2,535 | 3,034 | 2,441 | 2,440 | 2,439 |
| Other Liabilities | 24,995 | 21,246 | 18,573 | 19,543 | 16,713 |
| Total Liabilities | 173,463 | 167,877 | 163,875 | 154,986 | 145,903 |
| Total Equity | 17,028 | 16,892 | 15,869 | 14,430 | 13,109 |

ANZ BANK NEW ZEALAND LIMITED

Asset Quality and Housing Loan Portfolio

NEW ZEALAND HOME LOANS

PORTFOLIO OVERVIEW¹

| | Portfolio | | | New Lending | |
|---------------------------------|-----------|----------|----------|-------------|----------|
| | 1H20 | 1H21 | 1H22 | 1H21 | 1H22 |
| Number of Home Loan Accounts | 531k | 533k | 540k | 42k | 31k |
| Total Home Loans | NZ\$88b | NZ\$95b | NZ\$103b | NZ\$15b | NZ\$14b |
| Average Loan Size | NZ\$165k | NZ\$179k | NZ\$191k | NZ\$358k | NZ\$453k |
| % Owner Occupied | 75% | 74% | 76% | 69% | 79% |
| % Investor | 25% | 26% | 24% | 31% | 21% |
| % Paying Variable Rate Loan | 14% | 11% | 11% | 13% | 21% |
| % Paying Fixed Rate Loan | 86% | 89% | 89% | 87% | 79% |
| % Paying Interest Only | 19% | 18% | 14% | 19% | 20% |
| % Paying Principal and Interest | 81% | 82% | 86% | 81% | 80% |
| % Broker Originated | 39% | 42% | 45% | 45% | 55% |

| | Portfolio | | |
|----------------------------|-----------|-------|-------|
| | 1H20 | 1H21 | 1H22 |
| Average LVR at Origination | 57% | 58% | 56% |
| Average Dynamic LVR | 40% | 37% | 35% |
| Market Share ² | 30.7% | 30.6% | 30.7% |
| % Low Doc ³ | 0.32% | 0.28% | 0.24% |
| Home Loan Loss Rates | 0.01% | 0.00% | 0.00% |
| % of NZ Geography Lending | 64% | 69% | 70% |

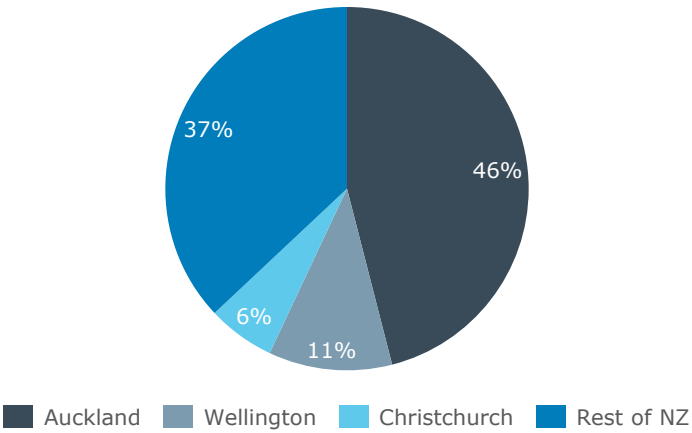
1. Data includes all NZ home loan assets, including those originated by ANZ but held by ANZBGL New Zealand Branch. As at 31 March 2022 total home loans held by ANZBGL New Zealand Branch were NZ\$276m

2. Source: RBNZ, market share at NZ Geography level

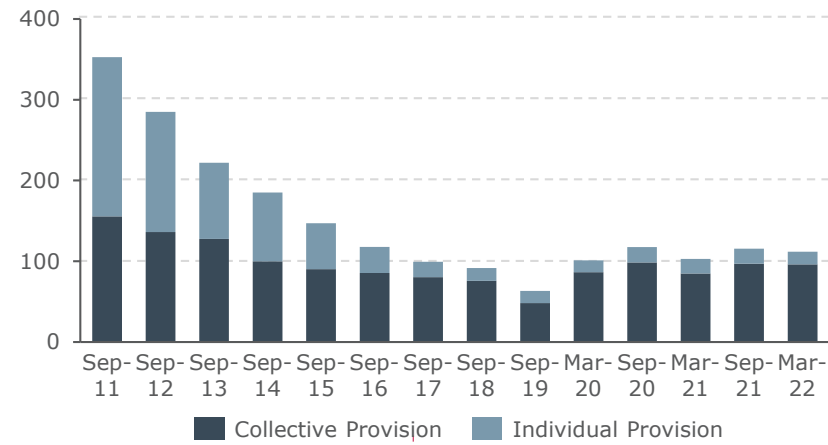
3. Low documentation (Low Doc) lending allowed customers who met certain criteria to apply for a mortgage with reduced income confirmation requirements. New Low Doc lending ceased in 2007
Source: ANZ

ANZ MORTGAGE PORTFOLIO

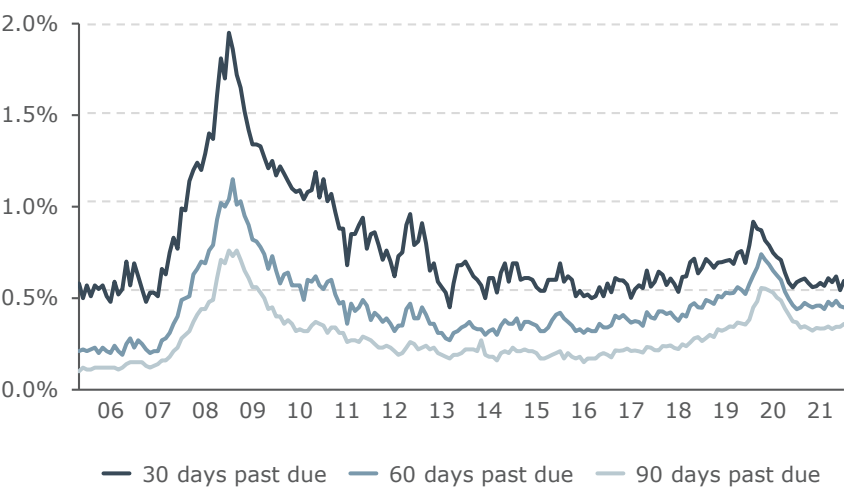
PORTFOLIO BY REGION



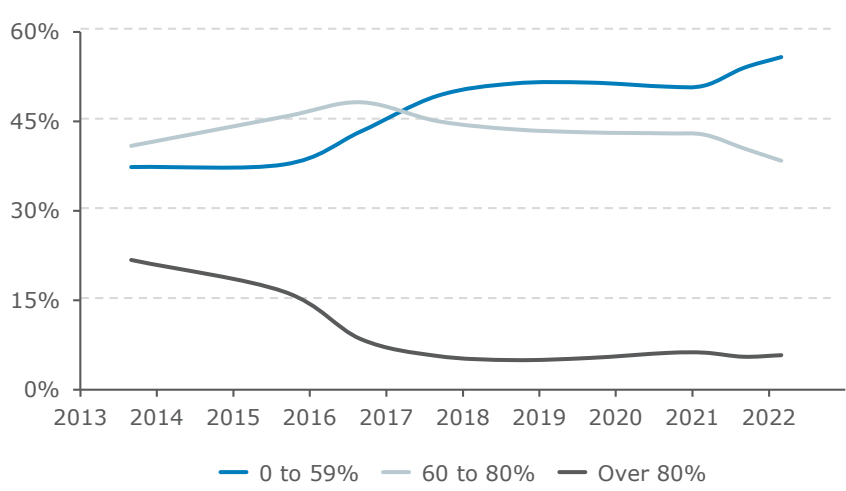
MORTGAGE PROVISION BALANCES (NZ\$m)



MORTGAGE DELINQUENCIES

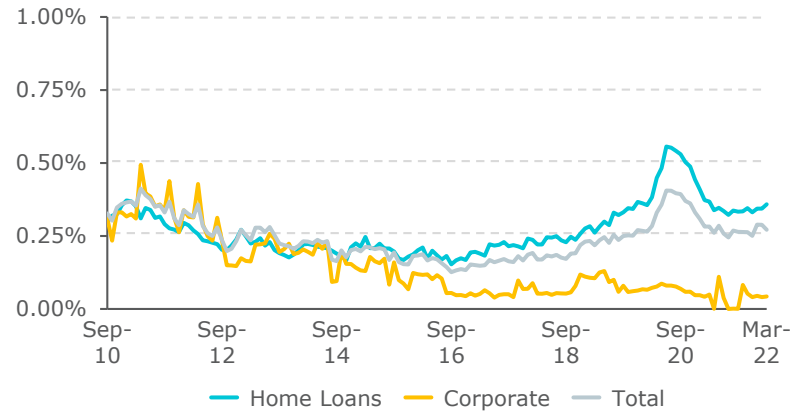


ANZ MORTGAGE PORTFOLIO LVR

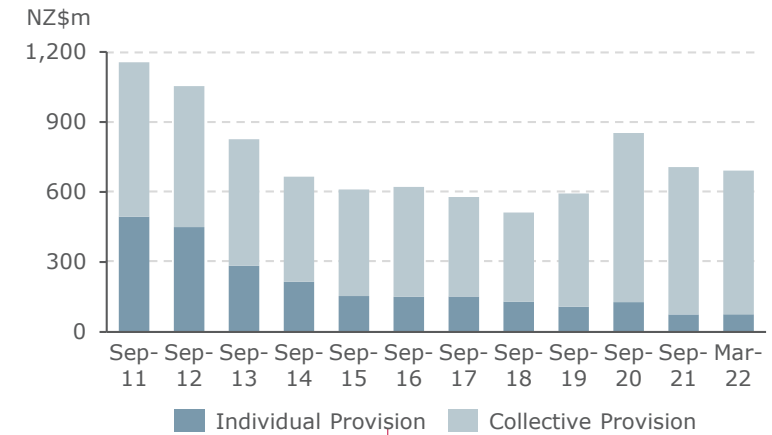


ASSET QUALITY

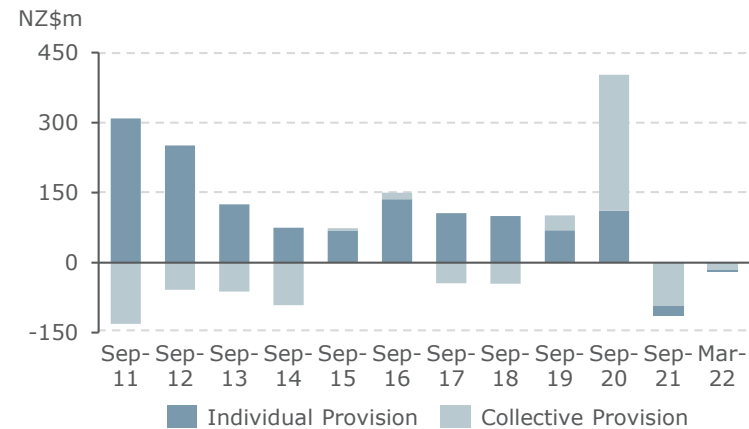
90 DAYS ARREARS¹



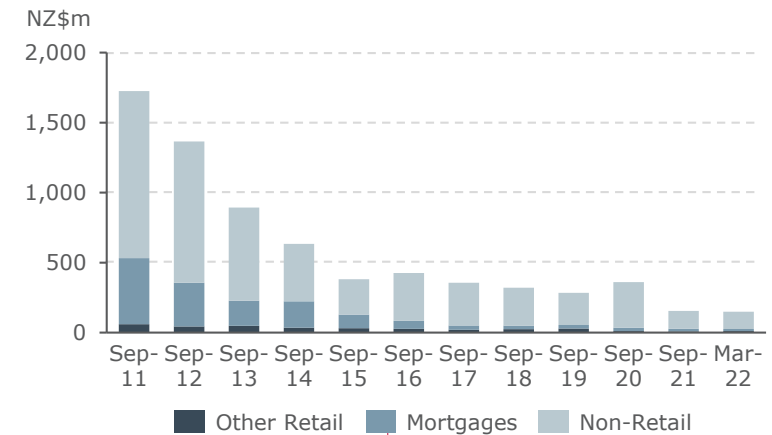
PROVISION BALANCES



TOTAL PROVISION CHARGE



IMPAIRED ASSETS



1. Corporate excludes Institutional business unit
Source: ANZ

ANZ BANK NEW ZEALAND LIMITED

Capital Management Strategy

CAPITAL MANAGEMENT

Rationale for PPS Issue

- Efficient balance sheet management
- Progressively increase capital to achieve RBNZ's July 2028 capital ratio requirements
- Transition from existing capital instruments that will progressively no longer qualify under RBNZ requirements

Capital Position

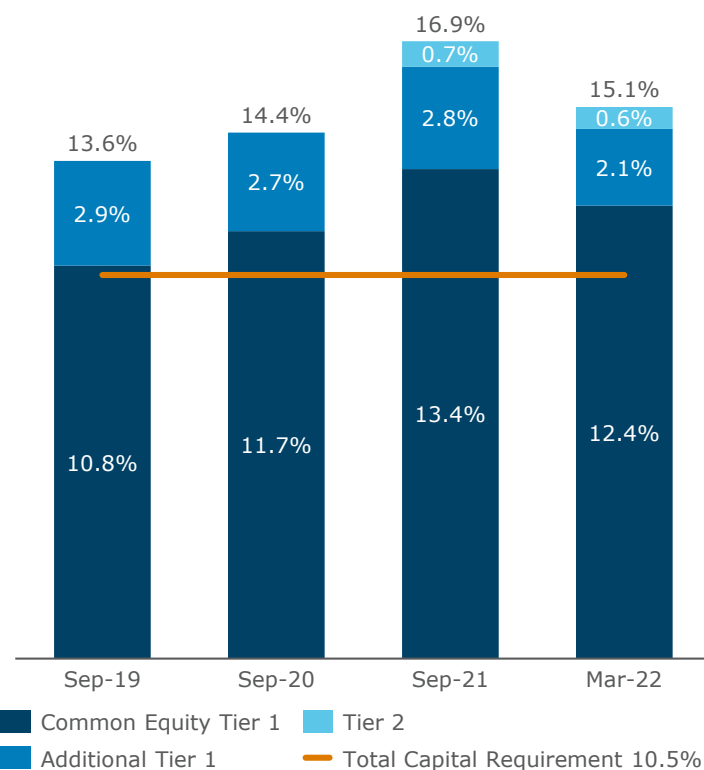
- ANZ Common Equity Tier 1 ratio (**CET1**) of 12.4% at 31 March 2022:
 - 5.4% above the RBNZ's CET1 ratio requirement¹
 - Well progressed in meeting the RBNZ's transition timetable to the higher regulatory ratio requirements of 13.5% for CET1 and 16% for Tier 1 capital by 1 July 2028

1. The RBNZ's CET1 ratio requirement will increase from 7% to 8% on 1 July 2022

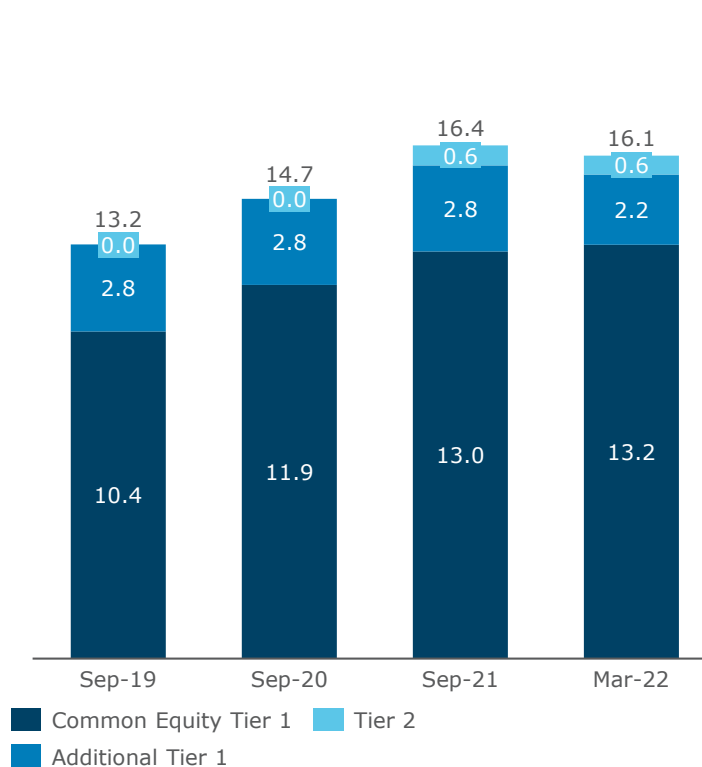
CAPITAL

RBNZ'S CAPITAL REQUIREMENTS ARE PROGRESSIVELY INCREASING FROM 1 JANUARY 2022 TO 1 JULY 2028

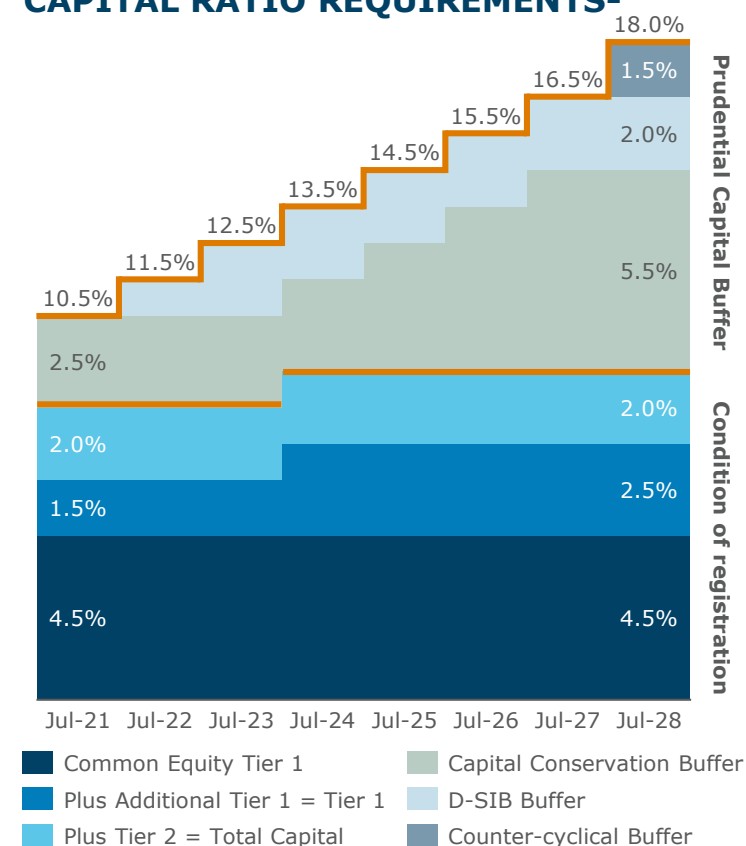
ANZ CAPITAL RATIOS (%)



ANZ CAPITAL (NZ\$b)¹



RBNZ'S TOTAL CAPITAL RATIO REQUIREMENTS²



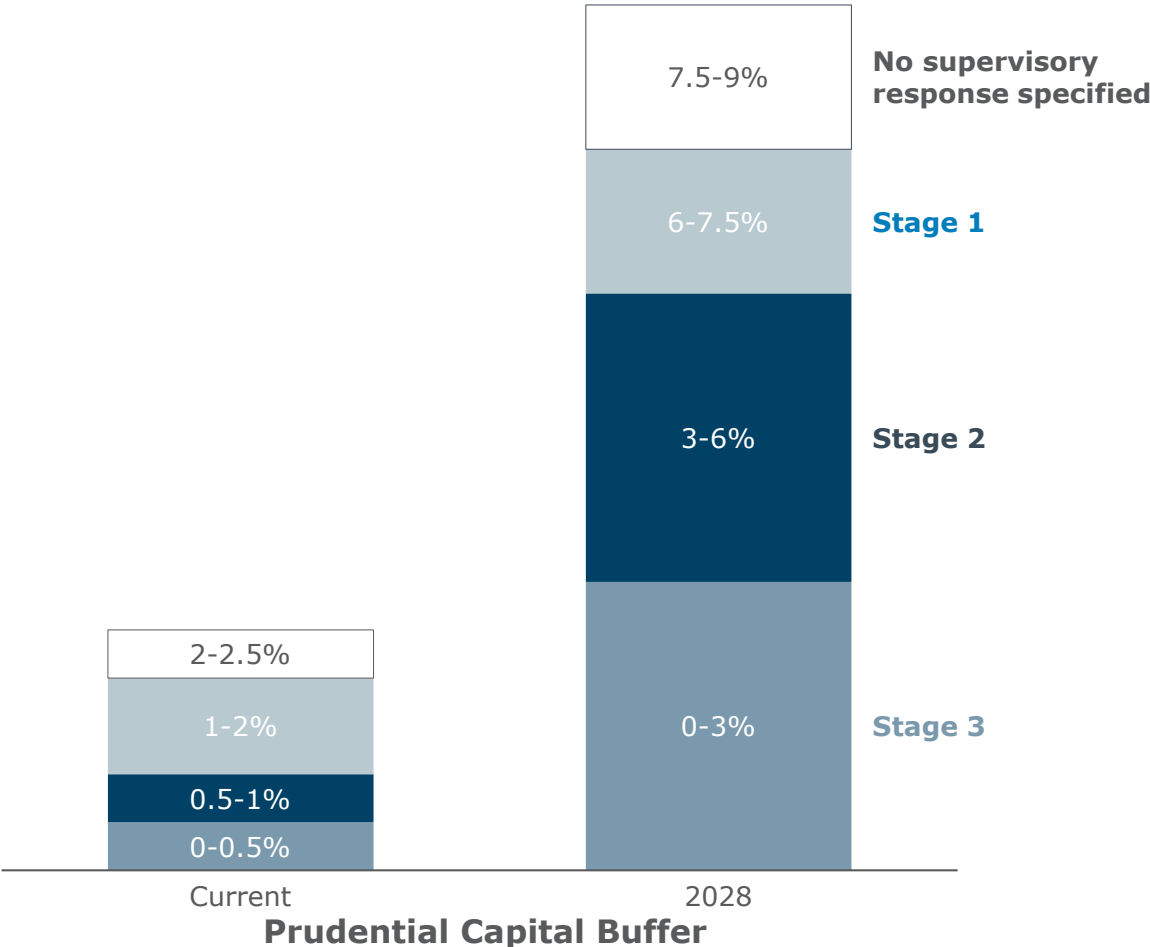
March 2022 Total Capital ratio reduction included:

- NZ\$500m Additional Tier 1 Notes redemption December 2021
- Increase in RWA floor to 85% of standardised RWA from January 2022

1. Totals may not add due to rounding
2. In addition to the increases to the regulatory ratio requirements, there are increases to the risk weightings of assets:
 - RWA floor for Internal Ratings Based (IRB) banks, including ANZ, has been set at 85% of standardised RWAs from January 2022
 - IRB Scalar to be increased from 106% to 120% from October 2022

RBNZ SUPERVISORY FRAMEWORK

Stages of RBNZ Supervisory Response



Supervisory Actions

RBNZ and the bank are to undertake progressive actions if the bank’s capital ratios fall into the Prudential Capital Buffer

Upper band: No supervisory response is specified although distributions on Common Equity Tier 1 Capital are restricted to 100% of earnings

Stage 1: The bank must provide a capital restoration plan to the RBNZ for approval to return to full capital levels in the medium term (next 12 months). Distributions on Common Equity Tier 1 Capital are restricted to 60% of earnings

Stage 2: RBNZ commences a formal review of the bank’s capital restoration plan. RBNZ may if necessary exercise powers to require external expert reports be prepared. Distributions on Common Equity Tier 1 Capital are restricted to 30% of earnings

Stage 3: RBNZ will require the bank to prepare a recapitalization plan and may convert legacy capital instruments. No distributions are allowed on Common Equity Tier 1 Capital or, from 1 July 2028, on Additional Tier 1 Capital (including the PPS)

ANZ BANK NEW ZEALAND LIMITED

Summary Terms and Key Dates

SUMMARY TERMS

| Feature | Description |
|----------------------------|---|
| Type of instrument | Perpetual preference shares |
| Regulatory treatment | Additional Tier 1 capital |
| Ranking | <p>In a liquidation of ANZ, Holders' rights to payment of an amount equal to the Issue Price will rank:</p> <ul style="list-style-type: none"> • behind the claims of all depositors and holders of other liabilities, securities, instruments and other obligations of ANZ (including Tier 2 Capital instruments), except for the claims described below; • equally with the rights of other Holders and the rights and claims of holders of other preference shares, securities or other instruments that rank equally with the PPS; and • ahead of the rights of ANZ's ordinary shareholders <p>In a liquidation of ANZ, it is unlikely that there will be surplus assets available for the liquidator to pay any amount to PPS Holders</p> |
| Redemption | <p>ANZ may at its option redeem all of the PPS:</p> <ul style="list-style-type: none"> • on an Optional Redemption Date; or • at any time following a Tax Event or Regulatory Event <p>ANZ may only exercise its redemption option if certain conditions are met, including:</p> <p>(i) the RBNZ has given its prior written approval to the redemption. Approval is at the absolute discretion of the RBNZ; and</p> <p>(ii) ANZ will remain Solvent immediately after the redemption and otherwise comply with any applicable law, directive or requirement</p> <p>Any redemption of the PPS is at the option of ANZ, subject to conditions and may not occur. Holders have no right to require that the PPS be redeemed</p> |
| Solvency Condition | <p>The payment of distributions when scheduled and any redemption of the PPS is conditional on ANZ satisfying the Solvency Condition. The Solvency Condition will be satisfied if ANZ:</p> <ul style="list-style-type: none"> • is Solvent on the Distribution Payment Date; and • remains Solvent immediately after such payment is made. <p>"Solvent" means satisfying the solvency test contained in section 4 of the Companies Act 1993</p> |
| Limited Enforcement Rights | The PPS do not include events of default or any other provisions entitling Holders to require that the PPS be redeemed |

SUMMARY TERMS (CONT.)

| Feature | Description |
|--|---|
| Distribution payments | Distributions on the PPS are scheduled to be paid quarterly in arrear on each Scheduled Distribution Payment Date and, if the PPS are redeemed, on the date on which the PPS are redeemed |
| Distributions | Distributions on the PPS are expected to comprise a cash amount and imputation credits. The cash amount and imputation credits together will be equal to the Distribution Rate |
| Distribution Rate | <div> <p>The Distribution Rate until the First Optional Redemption Date will be a fixed rate calculated as the sum of the Swap Rate plus the Issue Margin</p> <p>Announced via NZX on or about the Rate Set Date</p> </div> <div> <p>The Distribution Rate for subsequent distribution periods will be a floating rate calculated as the sum of the applicable 3 Month Bank Bill Rate plus the Issue Margin</p> <p>If the sum of the 3 Month Bank Bill Rate plus the Issue Margin is less than 0% per annum, the floating rate will be deemed to be 0% per annum</p> <p>Announced via NZX on or about the date it is reset</p> </div> |
| Issue Margin | The Issue Margin will be announced by ANZ via NZX on the Rate Set Date. The Issue Margin for the PPS will not change once set |
| Distributions are discretionary and subject to conditions | ANZ has full discretion at all times to cancel distributions on the PPS. In addition, the payment of any distribution on any Distribution Payment Date is subject to conditions |
| Distributions are non-cumulative | Distributions are non-cumulative. If a distribution is not paid when scheduled, ANZ is under no obligation to pay that distribution at a later date |
| Distribution Stopper | <p>If a distribution is not paid in full within 3 Business Days of a Distribution Payment Date, ANZ must not pay a dividend on its ordinary shares, acquire its ordinary shares or otherwise undertake a capital reduction in respect of its ordinary shares, until:</p> <ul style="list-style-type: none"> • ANZ pays a distribution in full on a subsequent Distribution Payment Date; or • there are no PPS outstanding |
| Quotation | Application to quote the PPS on the NZX Debt Market has been made. NZX ticker code ANBHC has been reserved for the PPS |
| Offer process | All PPS, including oversubscriptions, will be reserved for subscription by clients of the Joint Lead Managers, Primary Market Participants and other persons invited to join the bookbuild. There will be no public pool |
| Minimum application amount | NZ\$5,000 and in multiples of NZ\$1,000 thereafter |
| Brokerage | 0.50% on firm allocations plus 0.50% brokerage, payable by ANZ |
| Selling restrictions | The offer of PPS will only be made to New Zealand retail and institutional investors |

KEY DATES

| Key dates for the Offer | |
|-------------------------|-----------------------------|
| PDS registration | Thursday, 23 June 2022 |
| Opening Date | Monday, 4 July 2022 |
| Closing Time | Thursday, 7 July 2022, noon |
| Rate Set Date | Thursday, 7 July 2022 |
| Issue Date | Monday, 18 July 2022 |
| Expected Quotation Date | Tuesday, 19 July 2022 |

| Key dates for the PPS | |
|---------------------------------|---|
| Optional Redemption Dates | 18 July 2028 (First Optional Redemption Date) and each quarterly Scheduled Distribution Payment Date after that date. Any redemption of your PPS is at the option of ANZ, subject to conditions and may not occur |
| First Distribution Payment Date | Tuesday, 18 October 2022 |
| Distribution Payment Dates | <ul style="list-style-type: none"> • 18 January, 18 April, 18 July and 18 October from the Issue Date until (but excluding) a Redemption Date (Scheduled Distribution Payment Dates); and • on the Redemption Date <p>Distributions are discretionary and subject to conditions</p> |
| Term | The PPS have no fixed maturity date and will remain on issue indefinitely if not redeemed by ANZ |

ANZ BANK NEW ZEALAND LIMITED

Contact Information

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ANZ Investor Information

anz.co.nz/about-us/media-centre/investor-information