

Westpac Banking Corporation 2024 AGM Report

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| ASX code | WBC |
| Meeting date | Friday, 13 December 2024 |
| Type of meeting | Hybrid |
| Monitors | Michael Jackson and Carol Limmer |
| Pre AGM-meeting | Yes, with Board Chair, Steven Gregg, General Manager, Investor Relations, Justin McCarthy, and Danielle Beatty, GM Reward, Performance & Accountability |

Meeting Statistics

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| Number of holdings represented by ASA | 977 |
| Number of shares represented by ASA | 5,722,601 (equivalent to 17th largest shareholder) |
| Value of shares represented by ASA | \$184m |
| Total number attending meeting | At the physical meeting there were 265 voting shareholders, 27 non-voters and 43 visitors. Total: 335. Online: 40 voting shareholders and 832 visitors. Total: 872. Total participants: 1207 |
| Market capitalisation | \$110.6 billion |
| ASA open proxies voted | On a poll. ASA voted in favour of resolutions with the exception of Resolutions 6(a) and (b) |

This meeting was held on a hybrid basis, in Sydney this year, following meetings in Brisbane and Melbourne over the last few years. Like last year, it was another marathon in length – about 4 hours. It was well managed by the Board Chair and the CEO.

Resolutions:

1. Financial Reports
2. Appointment of auditor of Westpac Banking Corporation
3. Remuneration Report
4. Grant of Equity to incoming Managing Director and Chief Executive Officer
5. Re-election and election of Directors (a) Nerida Caesar (b) Margaret Seale and (c) Andy Maguire
6. Resolutions Requisitioned by Shareholders (Not Supported by Board) (a) Amendment to the Constitution and (b) Transition Plan Assessments.

The Chair and CEO speeches are provided on WBC's website. The speeches addressed significant progress made, including in relation to digital issues and innovation, solid financial performance, with NPAT of \$7bn (decline of 3%, mainly attributable to competition in mortgages and higher

technology costs). There was an additional \$2bn in share buy backs and payment of \$500 in special dividends in the 1st half. With dividends and share price appreciation there was a TSR of 58%. LTVR vested for the 1st time in 9 years. WBC is much simpler following the disposal of 10 businesses. APRA reduced operational capital overlay from \$1bn to \$500m. There was continuation of the UNITE program (largely related to technology simplification) and an improved risk culture. WBC received public recognition for their banking app and there was the launch of Pay with Points (customers use reward points for purchases).

WBC provided solutions to households and small businesses seeking help, additional preventative tools were introduced for scams and a commitment has been given to keeping regional branches open until 2027. WBC achieved a top quartile Organisational Health Index score. There was commentary on commitment to Sustainability, including climate change. The Chairman spoke about Board renewal, thanked outgoing Directors for their contributions, thanked the outgoing CEO, Peter King, for his contribution in steering WBC over recent challenging years, welcomed Anthony Miller as incoming CEO and mentioned that Anthony has been working with Peter King for the past few months. The CEO mentioned that cash remains an important part of Australia's financial system.

Issues raised by questioners included:

- ASA asked about a shareholder who had given her proxy to ASA and at registration desk was given a visitor card and told that she could not ask questions. In response the Board Chairman said that all shareholders should be allowed to ask questions. She was given a replacement card, allowing her to ask questions.
- ASA complimented WBC on a comprehensive and well set out Annual Report and having signing for hearing impaired people. Also, ASA commented that the recent market update given on WBC's Sustainability Strategy had been well handled, with various responsible executives giving presentations and answering questions from both attendees in the room and those viewing online. There were quite a lot of complimentary comments made by shareholders, acknowledgement of progress made by WBC; multiple attendees thanked the outgoing CEO and several welcomed the incoming CEO.
- ASA spoke about the Board Skills Matrix as it was understood that Board Members do a self-assessment but do not cross-check with peer assessment, nor is there external expert advice. The Board was asked to consider enhancing the assessment process in the future.

Item 1 – Financial Reports: In relation to the financial statements, the ASA asked about the modest contraction of Net Interest Margin (NIM) and asked how WBC plans to improve NIM, especially if Australia enters a reducing interest rate environment. ASA also asked about how WBC plans to keep customers dealing with the Bank through Australia Post loyal to WBC. Another question was in relation to WBC having had some difficulties with accountability even though culture overall had been improving. The CEO explained that WBC is conscious of this and working down tier by tier with its people to improve the situation. A vote was not required for this Item.

Item 2 – Appointment of auditor of Westpac Banking Corporation: A shareholder asked a question about the process for appointment of the new auditor. This was satisfactorily addressed. During the discussion the meeting was informed that the outgoing auditor, PwC, had been in place for around 50 years.

Item 3 – Remuneration Report

No significant issues were raised.

Item 4 – Grant of Equity to incoming Managing Director and Chief Executive Officer

No significant issues were raised.

Item 5 – Re-election and election of Directors (a) Nerida Caesar (b) Margaret Seale and (c) Andy Maguire

In relation to this item all Directors up for re- election/election spoke well as to their suitability for the Board positions.

Item 6 – Resolutions Requisitioned by Shareholders (Not Supported by Board) (a) Amendment to the Constitution and (b) Transition Plan Assessments

Kyle Robertson from Market Forces spoke for the motion on this Resolution, including covering issues relating to the bank customer, Santos. The bank consistently declined to be drawn on specific customers. Others supported his statements and added their own comments to the issue.

Other questions

Other questions from various shareholders covered matters such as: the possibility of the bank providing details of proxies held prior to taking questions on Resolutions; 'gatekeeping'/hurdles on variable awards; female representation in relation to the 2 vacancies created by departing female Board Members (WBC indicated that there would be a focus on this) and technology issues.

Resolutions 2 to 5 were passed with well over 93% **FOR**. **Resolution 6 (a)** had a 93.43% vote **AGAINST** and thus there was no need for a vote on **Resolution 6 (b)**.

Whilst a very long meeting, the AGM was well run and was civil throughout.

There was not much media following the meeting. One article included comment by Peter King (outgoing CEO) that 'more needs to be done to tackle climate change as a coalition of shareholders and activists demanded the end of financing companies expanding coal, oil and gas production'. Another article mentioned that Anthony Miller said 'If we want to compete for capital and resources, in particular specialists, we do need to stay competitive. I am not arguing for less regulation, just better, smoother, more transparent regulation.'

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