

# U.S. Investor Website Update

For release: 29 July 2022

## ANZ accelerates Australia Retail and Commercial

On 18 July 2022, ANZ announced an agreement to acquire Suncorp Bank from Suncorp Group Limited, accelerating the growth of its retail and commercial businesses while also improving the geographic balance of its business in Australia.

### Highlights:

- Acquisition of Suncorp Bank from Suncorp Group Limited for a purchase price of \$4.9 billion.<sup>1,2</sup>
- Suncorp Bank will continue to be led by CEO Clive van Horen who will report to ANZ's Chief Executive Officer and join ANZ's Executive Committee post completion.
- Suncorp Bank to initially operate under its existing Authorised Deposit-taking Institution licence with no changes to the total number of Suncorp Bank branches in Queensland for at least three years from completion.
- Acquisition includes \$47 billion of home loans with strong risk profile, \$45 billion in high-quality deposits and \$11 billion in commercial loans<sup>3</sup>.
- Allocating \$15 billion of new lending as part of ANZ's existing renewable lending commitments to support Queensland renewable projects and green Olympic Games infrastructure as well as \$10 billion of new lending for energy projects particularly those targeting bioenergy and hydrogen over the next decade.
- Acquisition to be funded by a fully-underwritten 1 for 15 pro rata accelerated renounceable entitlement offer to raise ~\$3.5 billion of ordinary equity and by existing capital.
- ANZ has also lodged a trading update for the nine months to 30 June 2022 with the Australian Securities Exchange, which has been posted to the ANZ U.S. Investor Website.

### Transaction Funding and Conditions

To help fund the acquisition, on 18 July 2022, ANZ also announced a fully underwritten pro rata accelerated renounceable entitlement offer (Entitlement Offer) to raise ~\$3.5 billion of ANZ shares.

The acquisition is subject to a minimum completion period of 12 months and to certain conditions. These include Federal Treasurer approval, Australian Competition and Consumer Commission authorisation or approval and certain amendments to the State Financial Institutions and Metway Merger Act 1996 (Qld). Completion is expected in the second half of calendar year 2023.

### Forward-Looking Statements

This U.S. Investor Website Update may contain forward-looking statements or opinions including statements regarding ANZ's intent, belief or current expectations with respect to ANZ's business operations, market conditions, results of operations and financial condition, capital adequacy, specific provisions and risk management practices.

<sup>1</sup> ANZ has agreed to purchase 100% of the shares in SBGH Limited, the immediate non-operating holding company of Suncorp Bank. The acquisition is subject to a minimum completion period of 12 months and to certain conditions, being Federal Treasurer approval, Australian Competition and Consumer Commission authorisation or approval and certain amendments to the State Financial Institutions and Metway Merger Act 1996 (Qld). Unless the parties agree otherwise, the last date for satisfaction of these conditions is 24 months after signing (after which either party may terminate the agreement). The final purchase price is subject to completion adjustments and may be more or less than \$4.9b. In addition, ANZ will also acquire Suncorp Bank's ATI capital notes at face value (\$0.6b as at June 2022)

<sup>2</sup> ANZ expects to incur transaction costs directly relating to the acquisition of approximately \$20m. The estimated transaction costs associated with the equity raise are approximately \$50m.

<sup>3</sup> Figures as at 31 December 2021 and are derived from Suncorp Group Limited's publicly available information.

When used in this U.S. Investor Website Update, the words 'forecast', 'estimate', 'project', 'intend', 'anticipate', 'believe', 'expect', 'may', 'probability', 'risk', 'will', 'seek', 'would', 'could', 'should' and similar expressions, as they relate to ANZ and its management, are intended to identify forward-looking statements or opinions.

Those statements: are usually predictive in character; or may be affected by inaccurate assumptions or unknown risks and uncertainties; or may differ materially from results ultimately achieved. In particular, there can be no assurance that the closing conditions for the acquisition of Suncorp Bank will be satisfied, that the acquisition will be completed, that ANZ will realize the benefits it is currently expecting from the acquisition of Suncorp Bank or that Suncorp Bank's business and operations will perform successfully prior to, or after, completion of the transaction. As such, forward-looking statements should not be relied upon when making investment decisions. These statements only speak as at the date of this U.S. Investor Website Update and no representation is made by ANZ and its advisors, affiliates, related bodies corporate, directors, officers, partners, employees and agents as to their correctness on or after this date. Forward-looking statements constitute "forward-looking statements" for the purposes of the United States Private Securities Litigation Reform Act of 1995.