

## Responsible Business Committee Charter

### 1. Purpose

The Responsible Business Committee (RBC) is a leadership and decision making body that exists to advance ANZ's purpose. The Committee will:

1. Establish principles and frameworks that help us choose who we bank and how we bank them.
2. Align community investments, programs, partnerships and sponsorships to the causes ANZ cares about;
3. Monitor progress on targets and commitments; and
4. Debate matters that have the potential to impact the bank's reputation as a fair, responsible and sustainable business

### 2. Powers

The Committee derives its authority by delegated discretion from the ANZ Chief Executive Officer. The Committee will have the power to deal with, and where applicable resolve, endorse and approve, all matters falling within the scope of its purpose and duties set out in this Charter.

The Committee is chaired by **the CEO with the CRO as an alternate Chair.**

### 3. Responsibilities and Duties:

- a) Agreeing and setting Risk Appetite for industry sectors to align with the Bank's purpose and values, including reviewing, monitoring and escalating applicable metrics at least to the level required by the Group Risk Appetite Statement (RAS);
- b) Overseeing products and services for customer suitability and fairness;
- c) Defining the corporate sustainability agenda, including ANZ's Corporate Sustainability Framework and approving and monitoring Group-wide targets;
- d) Ensuring appropriate management and disclosure of corporate sustainability risks and opportunities, progress and results;
- e) Drive consistency and alignment of ANZ's purpose, brand and values with our community investment, strategic partnerships and corporate sponsorships;
- f) Overseeing and monitoring current and emerging social, environmental and governance risks and opportunities. Debating and agreeing relevant material matters including breach of sensitive sector policies and exemptions requested by the business; and
- g) Representing and advocating for the issues ANZ stands for – both internally and externally.

In carrying out its responsibilities and duties, the Committee will aim to seek fair customer outcomes, financial market integrity and community and brand reputational impacts in its deliberations.

#### 4. People

<b>Position</b>	<b>Title</b>
<b>Chair</b>	Chief Executive Officer
<b>Members</b>	Chief Executive Officer Chief Risk Officer (alternate Chair) Group Executive, Talent & Culture Group General Counsel Group General Manager, Corporate Affairs General Manager Credit, Specialised Lending and Head of Social and Environmental Risk Group General Manager, Group Strategy Group Executive, Wealth Australia Managing Director, Retail & Business Banking, New Zealand General Manager, Business Banking, Australia CEO, Singapore & Head of SEA, India and ME
<b>Secretary</b>	Manager, Risk Committee Support

#### 5. Quorum

A quorum for meetings of the Committee shall be three Committee members (including the Committee Chair) or four Committee members in the absence of the Committee Chair. In all instances, at least two of the Committee members present must also be a member of ANZ's Executive Committee.

Decision-making authority is vested on the Committee Chair. Each member present at the meeting is expected to confirm whether they support or dissent from the decision in respect of each item considered at the meeting. In the absence of any express confirmation from a member present at the meeting regarding a decision; it will be assumed the member supports the decision.

Members are required to attend all scheduled Committee meetings unless exceptional circumstances prevail. and be available to attend as and when required any ad-hoc meetings that may be convened from time to time.

In the event a member is unable to attend a Committee meeting, no delegates are permitted to attend in their place. .

#### 6. Delegation

The Committee has delegated authority to the Head of Social and Environment Risk (or delegate authorised in writing) and Head of Operational Risk and Compliance IB (or delegate authorised in writing) to take the following actions in relation to any time critical Reputation Risk matters. The Delegate will be responsible for providing a summary of decisions, if necessary, to the Committee.

- Consider and approve or decline ANZ's activity in relation to the issue without reference to the Committee;

- Perform annual reviews of, and if appropriate approve existing clients participating in products governed by social and environmental risk policy and conducting business in sanctioned countries, to ensure appropriate strategies are in place to manage and mitigate associated reputational risks.
- Refer the issue to the Committee Chair (or delegate) for consideration and decision, if required (this referral must include appropriate background information);
- Summary of all time critical decisions and annual reviews to be tabled for endorsement by the Committee. The Committee can challenge/revoke the decisions as deemed fit.

## **7. Frequency**

The Committee will meet a minimum of four times per year, with additional meetings at the discretion of the Chair.

## **8. Transparency**

The Committee is built on a spirit of transparency and openness and will endeavour to communicate and publish its decisions, where appropriate, to ANZ employees. Transactional decisions will be communicated to relevant stakeholder leadership in accordance with customer confidentiality requirement.