

ANZ Digital Business and Technology Committee Charter

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1 Standing Rules for ANZ Board Committees

- 1.1 The Standing Rules for ANZ Board Committees apply to the Digital Business and Technology Committee and are incorporated into this Charter, save as expressly varied by this Charter.

2 Purpose

- 2.1 The Digital Business and Technology Committee is established by the Board of Directors. The purpose of the Digital Business and Technology Committee is to assist the Board of Directors in the effective discharge of its responsibilities in connection with the oversight of ANZ's digital transformation, data, technology, technology-related innovation and information/cyber security strategies.
- 2.2 The Digital Business and Technology Committee provides a forum for Committee members to question and explore relevant matters in more depth than they could at a Board meeting.

3 Responsibilities of the Digital Business and Technology Committee

- 3.1 The Digital Business and Technology Committee has power to deal with, and where applicable resolve, determine finally and approve, all matters falling within the scope of its purpose and responsibilities as set out in this Charter and all other matters that may be delegated by the Board to the Committee from time to time, including responsibility to:
 - 3.1.1 Monitor and provide guidance as appropriate on, matters relating to ANZ's digital transformation, technology technology-related innovation and information/cyber security strategies. This includes:
 - (a) periodic reviews of ANZ's key digital transformation, technology and information/cyber security strategies to confirm that they are being delivered at the appropriate pace and remain fit-for-purpose; and
 - (b) review significant emerging technology, digitisation, information security and cyber security issues and trends that may affect ANZ.

- 3.1.2 Monitor the delivery of the key programs that form part of ANZ's digital transformation, technology, technology-related innovation, and information/cyber security strategies. This includes reviewing:
- (c) issues arising from various phases of the programs;
 - (d) the budget, deliverables and scheduling for the programs, to ensure transparency of technology costs and discipline in resource allocation;
 - (e) the robustness of technology solutions; and
 - (f) the development of and changes to the programs.
- 3.1.3 Recommend to the Board and monitor the delivery of material digital transformation and technology investments, including those exceeding AUD100 million.
- 3.1.4 Review health and relevance of ANZ's technology suite, to ensure secure, stable and reliable services. This includes monitoring:
- (a) the delivery of technology services to ANZ, including:
 - service performance (including stability, reliability and recoverability);
 - simplification of technology architecture;
 - significant technology investments; and
 - performance of key suppliers and partners.
 - (b) the effectiveness of ANZ's data governance;
 - (c) the effectiveness of ANZ's management and control mechanisms in relation to information and cyber security risks;
 - (d) planning for lifecycle management of key technology assets; and
 - (e) referring key technology risk issues to the Risk Committee or Chief Risk Officer as appropriate.
- 3.2 The Committee Chair will be authorised to consult with other Board Committee Chairs and request management to undertake accountability and consequence reviews on any matter.

4 Meetings

- 4.1 The Digital Business and Technology Committee will meet at least three times annually and more frequently if it deems necessary.
- 4.2 Representatives of Management may be invited to attend part or all of any meeting of the Digital Business and Technology Committee. The Committee may request certain parties to withdraw from any part of a meeting.

5 External Expertise

- 5.1 The Digital Business and Technology Committee may utilise specialised external advisory expertise to assist the Committee in carrying out its responsibilities by:
- 5.1.1 recommending that external experts be appointed as advisors to the Committee;
 - 5.1.2 inviting external experts to attend and provide input at Committee meetings as non-member attendees; and or
 - 5.1.3 establishing, and appointing external experts to, an advisory panel (or a subcommittee under paragraph 6.1) to assist the Committee with respect to such matters as may be determined by the Committee from time to time.
- 5.2 Where the Committee takes steps under paragraph 5.1 to utilise external experts, Management will provide those experts with such information and assistance as necessary to enable the experts to carry out their role. This may include meeting and consulting with such experts during the periods between scheduled Committee meetings.

6 Delegation to Subcommittee

- 6.1 The Digital Business and Technology Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee of the Committee.