

# 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, information technology and technology-related innovation strategies.

### 3 Responsibilities of the Digital Business and Technology Committee

- 3.1 Subject to the requirement under paragraph 3.5 of the Board Committees Standing Rules to keep the Board informed of its activities, and to any conflicting legal or regulatory requirements, 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 progress of, approve and provide guidance as appropriate on, matters relating to ANZ's digital transformation, information technology and technology-related innovation strategies in support of ANZ's evolving business needs, including:
    - a) significant emerging technology and digitisation issues and trends that may affect ANZ, its business and strategic direction;
    - b) ANZ's digital technology development and new technology acquisition to assure ongoing business growth;
    - c) the effectiveness of ANZ's technological efforts and investments in support of business strategies; and
    - d) ANZ's information and cyber security strategy which aims to maintain the security of the assets and information of ANZ and its customers;
  - 3.1.2 recommend to the Board and monitor the delivery of technology investments exceeding AUD100 million.

#### **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. A member of the ANZ Executive Committee must be in attendance at all meetings of the Committee unless the Committee determines otherwise. 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.