

Financial Markets Conduct (Climate-related Disclosures – Australia and New Zealand Banking Group Limited) Exemption Notice 2024

Pursuant to section 556 of the Financial Markets Conduct Act 2013, the Financial Markets Authority, being satisfied of the matters set out in section 557 of that Act, gives the following notice.

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Notice

1 Title

This notice is the Financial Markets Conduct (Climate-related Disclosures – Australia and New Zealand Banking Group Limited) Exemption Notice 2024.

2 Commencement

This notice comes into force on 6 December 2024.

3 Revocation

This notice is revoked on the close of 5 December 2029.

4 Application

An exemption granted by this notice applies to the following accounting periods of ANZBGL:

- (a) the accounting period commencing 1 October 2023 and ending 30 September 2024; and
- (b) subsequent accounting periods.

5 Interpretation

- (1) In this notice, unless the context otherwise requires—

Act means the Financial Markets Conduct Act 2013

ANZBGL means Australia and New Zealand Banking Group Limited

Primary users has the meaning given in the Aotearoa New Zealand Climate Standards

Side Assets means ANZBGL's New Zealand business that does not form part of the business of ANZ Bank New Zealand Limited and its subsidiaries. As at the date of this notice, these are ANZBGL's New Zealand Branch, ANZ Nominees Pty Limited New Zealand Branch, Institutional Securitisation Services Limited New Zealand Branch and ANZ Holdings (New Zealand) Limited

- (2) Any term or expression that is defined in the Act and used, but not defined, in this notice has the same meaning as in the Act.

6 Exemption

ANZBGL is exempted from Part 7A of the Act.

7 Conditions

- (1) The exemption in clause 6 is subject to the conditions that—
- (a) ANZBGL will ensure that ANZ Bank New Zealand Limited will prepare and lodge climate statements for itself and its subsidiaries in accordance with (and to the extent required by) Part 7A of the Act and any applicable exemptions; and
 - (b) Annual climate-related disclosures consolidating ANZBGL, which are informed by relevant overseas laws, and the standards or recommendations of international sustainability boards or taskforces in relation to its global business, will be published; and
 - (c) In respect of an accounting period, ANZBGL would not be 'large' (within the meaning of section 461Q(4) of the Act) in respect of that accounting period if its New Zealand business constituted only the Side Assets; and
 - (d) Except in respect of the accounting period described in subclause 4(a) of this notice, ANZBGL must include in its annual report the information referred to in subclause (2); and
 - (e) Within 4 months after the end of an accounting period in respect of which ANZBGL relies on this exemption, ANZBGL must lodge with the Registrar a notice containing the information referred to in subclause (2); and
 - (f) ANZBGL continues to be a climate reporting entity only because it is a large registered bank under section 461O(1)(b) of the Act; and
 - (g) ANZBGL notifies the Financial Markets Authority as soon as practicable of any changes to the nature of the operations or assets of the Side Assets or its New Zealand business that would mean any entity under its control other than ANZ Bank New Zealand Limited or its subsidiaries has material external primary users in New Zealand.
- (2) For the purposes of subclauses (1)(d) and (e) the information is —
- (a) a statement to the effect that it is relying on the exemption in respect of the accounting period; and
 - (b) a brief summary of the effect of relying on this exemption; and

- (c) the address of (or a link to) the website where a copy of the climate statements and climate-related disclosures required at subclause 7(1)(a) and (b) can be accessed.

Dated at Wellington this 29th day of November 2024



Liam Mason
Executive Director – Evaluation, Oversight & General Counsel
Financial Markets Authority

Statement of Reasons

This notice comes into force on 6 December 2024 and is revoked on 5 December 2029.

Australia and New Zealand Banking Group Limited (**ANZBGL**) is an overseas bank registered by the Reserve Bank of New Zealand. ANZBGL is a climate reporting entity as it is a “large” registered bank under s 461Q(3) of the Financial Markets Conduct Act 2013 (**Act**). Without the exemption provided in this notice, ANZBGL would be required to prepare climate statements under s 461ZB(3) of the Act for the group’s New Zealand business as if the members of the group were companies formed and registered in New Zealand.

This notice exempts ANZBGL from climate reporting, assurance and record keeping duties under Part 7A of the Act.

This exemption is subject to a number of conditions, including requiring alternative reporting and disclosure.

The Financial Markets Authority (**FMA**), after satisfying itself as to the matters set out in section 557 of the Act, considers it appropriate to grant the exemption because—

- the vast majority of ANZBGL’s New Zealand business sits in ANZ Bank New Zealand Limited (**ANZ Bank**) and its subsidiaries. ANZ Bank is itself a large registered bank, and is therefore a climate reporting entity in its own right and is required to produce climate statements under section 461ZA of the Act.
- the balance of ANZBGL’s New Zealand business is limited in scope and nature, and the only potential additional “primary users” of disclosures in relation to that business would be intragroup entities, and noteholders of ANZ Holdings (New Zealand) Limited which are effectively primary users of ANZ Bank’s climate statements.
- ANZ Group Holdings Limited (**ANZGHL**) (which consolidates ANZBGL) is currently voluntarily preparing climate-related disclosures in respect of its global business, demonstrating responsibility and foresight in its consideration of climate issues, a key goal of the New Zealand climate-related disclosures regime.

- the costs of compliance with the New Zealand climate-related disclosures regime are disproportionate when considering the climate-related disclosures that ANZGHL is already making (and which ANZGHL will be required to make as part of its mandatory reporting (under the Treasury Law Amendment (Financial Market Infrastructure and Other Measures) Act 2014 (Aust)), for the year commencing 1 October 2025) and the fact that the material disclosures will form part of the ANZ Bank climate statements.

As such the FMA is satisfied that the granting of the exemption is desirable in order to promote the purposes of the Act, specifically it will avoid unnecessary compliance costs and promote flexibility in the financial markets.

The FMA is further satisfied the exemption is not broader than is reasonably necessary to address the matters that give rise to the exemption as—

- ANZ Bank is required to prepare group climate statements under section 461ZA and therefore the majority of ANZBGL's New Zealand business will be included in those statements;
- ANZBGL will be required to lodge a notice with the Registrar describing the effect of the exemption notice and include a website address or link to the global climate-related disclosures prepared in respect of the ANZ Group and ANZ Bank's climate statements and (following the initial accounting period in respect of which the exemption applies) include that information in its annual report;
- Should the nature of ANZBGL's New Zealand business or the number of material external primary users change the exemption may cease to apply.