

## Financial Markets Conduct (Climate-related Disclosures - JPMorgan Chase Bank N.A.) 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 - JPMorgan Chase Bank N.A.) Exemption Notice 2024.

#### 2 Commencement

This notice comes into force on 16 December 2024.

#### 3 Revocation

This notice is revoked on the close of 15 December 2026.

#### 4 Interpretation

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

**Act** means the Financial Markets Conduct Act 2013

**Bank** means JPMorgan Chase Bank N.A.

**disclosure statement** means the disclosure statement that the Bank is required to publish under section 81 of the Banking (Prudential Supervision) Act 1989

**parent company** means JPMorgan Chase & Co.

**primary users** means primary users (as defined in the Aotearoa New Zealand Climate Standards 1 and 3) of the Bank which are existing investors, lenders and other creditors as at the date of this Notice

(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.

## 5 Application

- (1) An exemption granted by this notice applies to the following accounting periods of the Bank:
  - (a) the period commencing 1 January 2024 and ending on 31 December 2024; and
  - (b) the period commencing 1 January 2025 and ending on 31 December 2025.
- (2) This notice shall cease to apply if:
  - (a) the Bank becomes a climate reporting entity under any paragraph in subsection 461O (1) or (2) of the Act, other than as a registered bank under paragraph 461O(1)(b) of the Act; or
  - (b) the Bank commences offering investment or deposit products to persons in New Zealand which are materially different to the Bank's deposit taking business as at the date of this Notice and which are reasonably expected to accrue new, New Zealand domiciled, primary users (as defined in the Aotearoa New Zealand Climate Standards); or
  - (c) the Bank's New Zealand branch commences a retail business in New Zealand.

**(Termination Event)**
- (3) If a Termination Event occurs, the exemption granted by clause 6 continues to apply to the accounting period in which the Termination Event occurs but does not apply to subsequent accounting periods.

## 6 Exemption

The Bank is exempted from Part 7A of the Act.

## 7 Conditions

- (1) The exemption in clause 6 is subject to the conditions that—
  - (a) The Bank will procure that its parent company will publish annual climate statements in relation to the parent company's group companies (which includes the Bank's New Zealand branch) which are informed by relevant overseas laws, and the standards or recommendations of international sustainability boards or taskforces in relation to the parent company's global business; and
  - (b) The Bank must include in its disclosure statement the information referred to in subclause (2); and
  - (c) Within 4 months after the end of an accounting period in respect of which the Bank relies on this exemption, the Bank must lodge with the Registrar a notice containing the information referred to in subclause (2); and
  - (d) The Bank will report to the Financial Markets Authority—
    - (i) every year when the report detailed in subclause (a) above, is published and provide a link to the same;
    - (ii) should the Bank's status change in relation to any of the requirements detailed in clause 5(2), such that one or more of those events is planned or reasonably likely to occur;
    - (iii) within 10 working days of any of the Termination Events having taken place.
- (2) For the purposes of subclauses (1)(b) and (c) 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 group climate statements required at subclause 7(1)(a) which can be accessed.

Dated at Wellington this 10<sup>th</sup> day of December 2024.



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Liam Mason  
General Counsel  
Financial Markets Authority

### Statement of reasons

This notice comes into force on 16 December 2024 and is revoked on 15 December 2026.

This notice exempts JPMorgan Chase Bank N.A. (**Bank**) from the requirement, to keep climate related disclosure records and produce climate statements pursuant to Part 7A of the Financial Markets Conduct Act (**Act**).

For the purposes of Part 7A of the Act, JPM is a climate reporting entity because it is a large registered bank, however its operations in New Zealand are limited, and it has a small number of New Zealand domiciled primary users as defined in the Aotearoa New Zealand Climate Standards (**Standards**).

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

- The New Zealand business of the Bank, including the New Zealand branch, is limited in scope and nature, such that only one business portfolio attracts customers which are primary users as defined in the Standards.
- The number of existing primary users of JPM's New Zealand branch is small and of those users very few are domiciled in New Zealand.
- The nature of the Bank's business in New Zealand predominantly services the local operations of overseas corporate clients who are engaging with the Bank on the basis of a global relationship/partnership, rather than because of the specific nature of the Bank's New Zealand business;
- the Bank's parent company is voluntarily preparing climate-related disclosure statements (**global statements**) in respect of its global business (which includes the Bank's New Zealand Branch), demonstrating responsibility and foresight in its consideration of climate issues, which is a key goal of the New Zealand climate-related disclosures regime (**CRD Regime**).
- The costs of compliance with the CRD Regime in New Zealand are disproportionate when considering the small number of existing New Zealand domiciled primary users and the potential benefit those few users may obtain from any New Zealand only climate statements.

- Although not directly comparable to other climate reporting entities in New Zealand, the Bank's primary users will be able to obtain certain information from the Bank's global statements in respect of the management of climate risks and governance at a group level.
- The FMA is satisfied that the extent of the exemption is not broader than is reasonably necessary to address the matters that gave rise to the exemption as:
  - the Bank will be required to include information in its disclosure statement as to the effect of the exemption notice and refer readers to its global statements;
  - the term of the exemption is limited and should the nature of the Bank's New Zealand business materially change, the exemption notice will cease to apply;
  - JP Morgan Chase & Co is required to continue publishing annual global statements that are informed by the IFRS Sustainability Disclosure Standards issued by the International Sustainability Standards Board.
- Given the current composition of the Bank business in Australia and New Zealand, the mandatory Australian climate reporting regime may, when it has commenced, cover New Zealand assets.
- The notice has been granted for a limited term to allow the FMA to monitor developments in mandatory global climate reporting requirements in Australia along with the development in reporting globally on scope 3 emissions as defined in the Standards, and to reassess the costs and benefits of New Zealand-specific reporting in the light of any legislative developments in Australia that will apply to the Bank given their Australian operations, some of which comprise New Zealand business.

The FMA is therefore satisfied that the granting of the exemption is necessary or desirable in order to promote the purposes of the Act, specifically it will avoid unnecessary compliance costs and will still provide for accurate and understandable information to be provided to persons to assist those persons to make decisions relating to the Bank.