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The press release MR No. 2018-0428 February 2018 The Financial Markets Authority (FMA) today published an updated guide to corporate governance. The handbook is being updated to eliminate any unnecessary overlap with the NHC Code, in particular to ensure that the NHH Code is the main source of requirements for listed companies. We have also updated the guide in a number of locations to bring it in line with the development of corporate governance in New York and around the world. The revised guidance is designed as a guide for a wide range of companies and businesses, including those who want to raise capital or list on N'X in the future. Simone Rogues, FMA's director of strategy and risk, said: FMA is particularly keen for businesses involved in the financial markets of New York to take into account the principles and how they can work to achieve them. Adopting the principles in the handbook will provide companies and businesses with a solid foundation for future growth, value creation, investor confidence and long-term sustainability. The handbook is deliberately based on principles, not on a checklist. A one-size-fits-all approach is not appropriate for every business, and for small companies, the principles provide guidance on areas in which they can operate for a certain period of time. FMA will continue to work with listed companies, the NHH, the Institute of Directors and other stakeholders to ensure that corporate governance standards continue to grow. Contact: Edwin Mitson Ph: 021 702 036 Edwin.mitson@fma.govt.nz Notes to Editors: Revised Directory contains updated content in areas such as non-financial reporting, environmental and social governance reporting, auditor independence guidelines and audit committees, transparency of remuneration disclosure and board composition. The handbook was first published in 2004 and has been regularly updated ever since. The Financial Markets Authority has published an updated Corporate Governance Guide to keep it up to date with corporate governance developments and trends. The handbook plays an important role in improving corporate governance in New York and assisting directors in fulfilling their functions and responsibilities. Since the last update of the handbook in 2014, the NHC Corporate Governance Code has been substantially revised. In light of this, the FMA has refocused its guidance on non-listed and public sector institutions. The FMA recommends that listed issuers invoke the NHC Code on Corporate Governance Obligations and removes references to listed issuers in the directory. We support this reorientation and general alignment of content with the NHH Code. This is to reduce fragmentation, duplication and inconsistencies in the various corporate governance reporting regimes in New York. It will also support companies that are listed in the future for the transition period public operating environment. The handbook contains 8 high-level corporate governance principles shortened from 9 in the 2014 edition (Principle 9 (stakeholder interests) was merged with Principle 8 (relationships with shareholders), why not (in accordance with the NHC Code). This provides flexibility and meaningful reporting. The handbook has been revised in light of changes in corporate governance, including non-financial reporting, remuneration of directors and managers, risk management and auditors. Many of the proposed IoD changes from our submission last year were included in the guide. IoD and Chapman Tripp are updating our Corporate Governance Codes compared to management to reflect management changes, and this will be publicly available soon. Media contact

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