

JUNE 2019

# Legal and Compliance Policy

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## Policy Statement

1. Chorus is committed to ensuring compliance with legal requirements, internal policies and contractual obligations.
2. This includes using reasonable endeavours to restrain others (including those it partners with) from failing to comply with applicable laws and regulations where necessary to meet, and appropriately balance the expectations of Chorus' stakeholders and deliver long term value to shareholders.
3. This policy applies to all Chorus people, employees and contractors.

## Background

4. Our ability to comply with our obligations and policies directly impacts how successful we are in achieving our business objectives. Failure can result in customer dissatisfaction, ineffective allocation of resources, missed business opportunities, failed business ventures, negative publicity, penalties, litigation, and the loss of customers.

## Compliance at Chorus

5. All Chorus people are responsible for ensuring they understand, and use relevant processes and tools (including training) to enable Chorus to comply with, its legal, policy and contractual obligations.
6. Executives and people leaders (supported by the Compliance Manager) are responsible for ensuring Chorus people are given appropriate information and training to enable Chorus to comply with those obligations.
7. Where employees have concerns about an obligation or policy, they should seek specialist assistance from people leaders, the intranet, Compliance Manager and General Counsel's Office.

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8. Failure to comply with our policies or obligations, or to utilise our frameworks to address relevant concerns, may result in disciplinary action.

### Compliance Framework

9. We have a compliance framework supporting this policy which includes:
  - a risk assessed register of key legislation and regulation
  - a description of legal and compliance roles and responsibilities and information on key specialists within Chorus
  - tools and systems to support business awareness, understanding and compliance
  - training
  - alignment with Chorus' principal risks and risk management programme
  - information on early reporting and escalation mechanisms for alleged breaches
  - monitoring, measurement and tracking of the compliance programme, and
  - a focus on continuous improvement.
10. This framework is owned and managed by the Compliance Manager.

### Roles and Responsibilities

11. **Board:** Approving this policy and promoting a culture of compliance.
12. **Audit and Risk Management Committee:** Providing compliance oversight and monitoring, including through regular reporting from Management.
13. **CEO:** Developing policies and guidelines including in accordance with the Delegated Authority Policy Framework.
14. **General Counsel and the Company Secretary:** Approving Chorus' compliance framework.
15. **Executive:** Ensuring training and compliance awareness is promoted throughout Chorus, monitoring and reporting on the effectiveness of Chorus' high and medium compliance risks and the outcomes of Chorus' policy breach mechanisms.
16. **People Leaders:** Familiarity with our approach to compliance and their own compliance responsibilities, implementing procedures, processes and awareness to promote compliance throughout Chorus, reporting issues via Chorus' breach mechanisms.
17. **Compliance Manager:**
  - developing and implementing the compliance framework, including guidelines and tools to encourage compliant practices

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- ensuring appropriate training is available to embed compliance
  - monitoring and measuring outcomes
  - ensuring breaches are appropriately investigated, and
  - continuous improvement.
18. **General Counsel's Office:** Providing specialist legal and compliance advice and assistance on the design of procedures and processes to manage legal risk, supporting and working with the Compliance Manager and Chorus people to inform and embed compliance within Chorus.
19. **All Chorus people:** Being informed of Chorus' compliance framework, processes and tools, adhering to this policy.

### Reporting

20. Compliance is regularly reported to the Board through the Audit and Risk Management Committee.

### Ownership and Review

<b>Reviewer:</b>	Audit and Risk Management Committee
<b>Ownership:</b>	General Counsel and Company Secretary
<b>Review:</b>	At least every two years