

Sharing non-public information with our group companies

July 1st, 2023

National Australia Bank Limited, Tokyo Branch

As from June 1, 2009, amendments to the so-called firewall regulations came into effect in Japan. The amendments allow non-public client information to be exchanged and shared among affiliated companies where the client has been reasonably granted the opportunity to decline such information sharing, this being called as the Opt-out Method. On June 22, 2022, the firewall regulations were further partially amended. National Australia Bank Limited Tokyo Branch and its affiliated companies (collectively, “NAB Group Companies” and each, a “NAB Group Company”) may, under the firewall regulations, exchange and share non-public information about you among NAB Group Companies subject to the conditions described below after we notify you in accordance with Paragraph 2, Article 153 of the Cabinet Office Ordinance regarding Financial Instruments Trading Business (“Business Ordinance”) under the Financial Instruments and Exchange Act (“FIEA”). If you have received a letter from us regarding the sharing of non-public information about you among NAB Group Companies and would like us not to exchange and share such information among NAB Group Companies, please contact us at the contact point described below. Please note that until you opt out, National Australia Bank Limited will assume that you have consented to its exchange of such non-public information with the NAB Group Companies.

1. Scope of non-public information exchanged among NAB Group Companies

The scope will include non-public Information about you that a NAB Group Company has obtained until now (such as details of past transactions, expected transactions and their timing and other information included in the definition of “non-public information” as prescribed in Paragraph 4 (xii) in Article 1 of the Business Ordinance; hereinafter “Non-Public Information”) and No-Public Information about you that a NAB Group Company will obtain in the future.

2. Scope of NAB Group Companies within which Non-Public Information is exchanged

Direct or indirect subsidiaries of National Australia Bank Limited and their affiliates, which include NAB Japan Securities Limited, the parent companies, etc. defined in Paragraph 3, Article 31-4 of the FIEA and Paragraph 1, Article 15-16 of the Order for Enforcement of the Financial Instruments and Exchange Act and the subsidiary companies, etc. defined in Paragraph 4, Article 31-4 of the FIEA and Paragraph 2, Article 15-16 of the Order for Enforcement of the Financial Instruments and Exchange Act.

3. Methods of exchanging Non-Public Information

The exchange of Non-Public Information among NAB Group Companies may be made verbally, in writing, by email, or giving access to databases or by any other means.

4. Methods by which we manages Non-Public Information

A NAB Group Company, which is the recipient of Non-Public Information about you, takes the necessary steps in the management of your Non-Public Information to ensure that your Non-Public Information is not wrongly accessed or misused, by having sufficient controls over access rights or by other means. In addition, National Australia Bank Limited's officers and employees are required to contact the compliance department, which has centralized control of the information necessary to make decisions on the exchange of Non-Public Information, in advance of the exchange of such information between the NAB Group Companies; the compliance department therefore possesses the ability to make decisions on the exchange of Non-Public Information in an integrated manner.

5. Purposes of the use of Non-Public Information

NAB Group Companies may use Non-Public Information about you with the purpose of managing relationship with you or proposing or providing financial products or services to you.

The purposes include the following:

- A) To conduct transactions on securities and other financial instruments (including, without limitation, sale and purchase transactions or acting as an intermediary, broker, or agent for such transactions; handling of public offerings or private placements; underwriting and securitization; and creating and arranging structured finance transactions), other financial instruments transaction business, providing financial-related services or soliciting those;
- B) To conduct or solicit for the businesses of a bank in NAB Group Companies including the provision of services related to the businesses that the relevant law allows the bank to conduct such as deposits taking business, money transfer business, loans business, currency exchange business, foreign exchange business, investment trust sales business, financial instruments intermediary business, trust business, bond-related business, 401K pension administration business, and businesses ancillary to those (including businesses that are to be permitted in the future);
- C) To conduct necessary actions under our KYC (Know Your Customer) policy and procedures about you or your agent in connection with our provisions of services/products;
- D) To conduct adequate risk control or management on a group-wide basis in terms of credit risk or any other relevant risks of the existing or new transactions or services of NAB Group Companies;
- E) To report to or advise clients regarding the details of transactions of or services by NAB Group Companies or account balances of the client;
- F) To provide clients with research reports on securities, economic and/or market conditions;
- G) To conduct sales/business promotion (including client development) or other marketing activities;
- H) To research, develop, propose or provide information regarding various products and services provided by NAB Group Companies;
- I) To review or make business plans and strategies, etc.;
- J) Any other purposes to facilitate the smooth and effective execution of transactions with clients or services rendered to clients; or
- K) Any purposes incidental or related to the above.

6. Methods of managing Non-Public Information when the sharing the Non-Public Information concerned among NAB Group Companies is discontinued

If you make a request to discontinue the sharing of your Non-Public Information among NAB Group Companies, we shall not exchange new Non-Public Information about you with NAB Group Companies thereafter. This shall not apply to the sharing of Non-Public Information necessary for internal control functions and system/IT information management/support. However, even after your request was made, a NAB Group Company may, subject to adequate information control management and for the purpose of solicitation or otherwise, continue to use Non-Public Information about you that it has already received.

7. Opt-out Method for companies other than listed companies

Where we would like to exchange and share Non-Public Information of customers who are companies other than listed companies (customers to whom Item 18(g)(1)-(4), Paragraph 1, Article 123 of the FIEA applies; the same applies hereinafter) among NAB Group Companies, we will send a letter or electromagnetic record (including transmission by email; the same applies hereinafter) regarding the Opt-out Method to you, if applicable, in advance. Until you expressly apply for an opt-out, we will deem you to have consented to the exchange and sharing of your Non-Public Information among NAB Group Companies. If we would like to exchange and share your Non-Public Information among NAB Group Companies in a manner more limited than those described in Paragraphs 1, 2 and 5 above, we will expressly state that in the letter. You can confirm whether a letter using the Opt-out Method has been sent to you by inquiring the contact point described in Paragraph 8 below.

8. Opt-out Method for listed companies

With regard to the exchanging and sharing of Non-Public Information among NAB Group Companies regarding customers who are listed companies, we will ensure that the matters set forth in 1 through 6 and 9 of this document are readily accessible by posting them on our website at all times, and shall deem to have provided the Opt-out Method upon the expiration of one month from the date of publication thereon. After such one month's period, we will exchange and share Non-Public Information among the NAB Group Companies without your consent until you opt out.

9. Procedures and contact details necessary for opt-out

If you do not wish that your Non-Public Information is exchanged among the NAB Group Companies, please contact our sales representatives or the unit indicated below via letters or emails. Upon receiving your request for opt-out, we will cease exchange and sharing your Non-Public Information among NAB Group Companies.

Compliance Department

National Australia Bank Limited, Tokyo Branch

Telephone number: 03-6845-0832

Email: nabjp_risk@nabasia.com

(Hours: Monday to Friday 9 a.m. - 5 p.m. except for public holidays)

Muromachi Higashi Mitsui Building

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