

30 November 2015

Damian Lawrence
Head of Regulatory Affairs
ASB Bank Limited
ASB North Wharf
12 Jellicoe Street
Auckland

Delivered by: Email: damian.lawrence@asb.co.nz


Dear Mr Lawrence

Notice under section 68 of the Financial Markets Conduct Act 2013 PDS consideration unnecessary

1. We refer to the product disclosure statements (**PDSs**) for regulated offers of interest rate swaps and foreign exchange options by ASB Bank Limited (**ASB**) to be lodged on or about 2 December 2015.
2. Pursuant to the Authorised Futures Dealers (Registered Banks Futures Contracts) Notice 2012 (**Authorisation**), ASB was authorised to carry on the business of dealing in futures contracts under section 38 of the Securities Markets Act 1988 and is subsequently treated as holding a derivatives issuer licence (**Transitional Derivatives Issuer Licence**) in accordance with clause 45 of schedule 4 to the Financial Markets Conduct Act 2013 (**FMC Act**). The Authorisation and consequently the Transitional Derivatives Issuer Licence, were subject to the condition that a disclosure document (**Disclosure Document**) containing all the applicable information set out in the Securities Act (Registered Banks Futures Contracts) Exemption Notice 2007 on the relevant product, be provided to investors.
3. The PDSs relate to interest rate swaps and foreign exchange options that have been offered to the public by ASB in accordance with the Authorisation or the Transitional Derivatives Issuer Licence. Accordingly, ASB has previously provided disclosure to investors with respect to the offers of interest rate swaps and foreign exchange options and as a result, investors who have previously been provided with a Disclosure Document will already be familiar with the products when the PDSs are lodged.
4. The FMA has also completed a pre-lodgment review of the PDSs in accordance with parameters set out in the 'Pre-registration reviews' section of the FMA's website.

5. This letter gives notice that section 65 of the FMC Act does not apply in respect of the PDSs as the FMA is satisfied that consideration as referred to in section 64 of the FMC Act is, in the circumstances mentioned above, unnecessary.
6. The FMA has notified the Registrar of this notice. The FMA has advised the Registrar that we intend to publish this notice on FMA's website.
7. Please contact me if you wish to discuss this decision further.

Yours sincerely



Simone Robbers

Director of Primary Markets and Investor Resources
Financial Markets Authority
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