



# Authority to be a NOHC of an ADI 2022 – IBOA Group Holdings Pty Ltd

## *Banking Act 1959*

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To: IBOA Group Holdings Pty Ltd ABN 35 631 278 736 (the NOHC)

I, Therese McCarthy Hockey, a delegate of APRA, under subsection 11AA(2) of the *Banking Act 1959* (the Act), GRANT the NOHC an authority to be a NOHC of an ADI.

Under subsection 11AAA(1) of the Act, I IMPOSE on this NOHC authority the conditions specified in the schedule.

This instrument commences on the day it is made.

Dated: 2 November 2022

Therese McCarthy Hockey  
Member  
APRA

### **Interpretation**

In this instrument:

**APRA** means the Australian Prudential Regulation Authority.

**ADI** has the meaning given in subsection 5(1) of the Act.

**NOHC** has the meaning given in subsection 5(1) of the Act.

**NOHC authority** has the meaning given in subsection 5(1) of the Act.

### **Notes**

APRA is required to publish this instrument in the *Gazette*, and may also publish this instrument in any other way that APRA considers appropriate.

This NOHC authority operates as an authority in relation to the NOHC and any ADIs that are subsidiaries of the NOHC from time to time.

A decision to impose conditions on a NOHC authority is a decision to which Part VI of the Act applies. You may request APRA reconsider the decision in accordance with subsection 51B(1) of the Act. The request for reconsideration must be made in writing, must state the reasons for the request, and must be given to APRA within 21 days after the day on which you first received notice of this decision, or within such further period as APRA allows. If you are dissatisfied with the outcome of APRA's reconsideration of the decision, you may, subject to the

*Administrative Appeals Tribunal Act 1975*, apply to the Administrative Appeals Tribunal for review of the reconsidered decision. The address where written notice may be given to APRA is Level 12, 1 Martin Place, Sydney NSW 2000.

## Schedule – conditions on the NOHC authority

1. The NOHC must consult with, and receive written agreement from APRA, prior to:
  - a) commencing any activities not previously agreed with APRA;
  - b) establishing or acquiring a subsidiary other than an entity whose sole purpose is to be a special purpose vehicle for providing finance to the NOHC or the ADI;
  - c) committing to a proposal to acquire (whether directly or indirectly) greater than, or equal to, 20 per cent of an equity interest in an entity;
  - d) committing to a proposed exposure to a related body corporate that is greater than, or equal to, 10 per cent of the NOHC's Tier 1 Capital; or
  - e) entering into an arrangement that relates to or may result in:
    - (i) the disposal of any shares in a specified subsidiary; or
    - (ii) a related body corporate of the NOHC providing, or ceasing to provide, services to a related regulated entity that are necessary to maintain the entity's operations.
2. Where a related body corporate of the NOHC provides services to a related regulated entity that are necessary or significant to maintain the entity's operations, the related body corporate must be a subsidiary of the NOHC.

### Interpretation

In this schedule:

**related body corporate** means a related body corporate within the meaning given in section 50 of the *Corporations Act 2001*.

**related regulated entity** means a related body corporate of the NOHC that is a body regulated by APRA within the meaning given in subsection 3(2) of the *Australian Prudential Regulation Authority Act 1998*.

**specified subsidiary** means:

- (i) a related regulated entity; or
- (ii) a related body corporate of the NOHC that provides services to a related regulated entity.

**the ADI** means International Bank of Australia Pty Limited ABN 34 631 284 396.

**the NOHC** means IBOA Group Holdings Pty Ltd ABN 35 631 278 736.

Unless the contrary intention appears, a reference in this schedule to an Act or Prudential Standard is a reference to the Act or Prudential Standard as in force from time to time.