



Exemption 5 of 2018

Section 248 of the *Anti-Money Laundering and Counter-Terrorism Financing Act 2006*

I, Jennifer Ermert, Acting National Manager, Legal Strategy and Solutions, of the Australian Transaction Reports and Analysis Centre (AUSTRAC), acting under paragraph 248(1)(a) of the *Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (AML/CTF Act)*, exempt CBA from subsections 123(1), 123(2), 123(3), and 123(11) of the AML/CTF Act during the Specified Period.

Conditions

Pursuant to paragraph 248(2)(b) of the AML/CTF Act, the exemption is subject to the following conditions:

1. This instrument only applies to communications or disclosures of Suspicious Matter Material by the CBA to an Advisor for the purpose of receiving Advisory Services during the Specified Period.
2. In respect of communications or disclosures of Suspicious Matter Material to an Advisor for the purposes of paragraph 1, the CBA must:
 - (a) maintain a list of all Advisors who are providing, or who have been engaged to provide, Advisory Services to the CBA using the confidential table in the form set out at Schedule 1;
 - (b) provide AUSTRAC with an updated copy of the confidential table by email to exemptions@austrac.gov.au within 10 business days of:
 - (i) a new Advisor commencing to provide Advisory Services to the CBA; or
 - (ii) an existing Advisor ceasing to provide Advisory Services to the CBA;
 - (c) prior to disclosing any Suspicious Matter Material to an Advisor, require the Advisor to sign a confidentiality undertaking in the form set out at Schedule 2;
 - (d) maintain a record of the Suspicious Matter Material disclosed to each Advisor; and
 - (e) take all reasonable steps to obtain from each Advisor all hard copy Suspicious Matter Material provided to the Advisor after the conclusion of the retainer of the Advisor and to request the deletion and

confirmation of such deletion by the Advisor of all electronic copies of Suspicious Matter Material.

3. That if an event occurs that may affect CBA's compliance with this exemption, including the conditions, CBA must, in writing, notify the AUSTRAC CEO or delegate:

- (a) within fourteen days of the event occurring; or
- (b) within such other period as is authorised in writing by the AUSTRAC CEO or delegate,

otherwise, this exemption ceases to apply until CBA notifies the AUSTRAC CEO or delegate of the event.

Interpretation

In this instrument:

Advisory Services means advisory services provided to CBA by either Deloitte or EY as part of, or in relation to, the FCC PoA.

Advisor means an officer, employee, consultant or independent contractor of either Deloitte or EY engaged by or on behalf of CBA to provide the Advisory Services.

CBA means the Commonwealth Bank of Australia ACN 123 123 124.

Deloitte means both or either of Deloitte Touche Tohmatsu ABN 74 490 121 060 and Deloitte Risk Advisory Pty Limited ABN 76 611 748 184.

EY means Ernst & Young ABN 75 288 172 749.

FCC PoA means an internal project to review and strengthen the key domestic and international financial crime compliance focus areas within the CBA during which Advisory Services will be provided to CBA.

Specified Period means the period commencing from the date on which this instrument is made and ending at 5pm on the 30 April 2021.

Suspicious Matter Material refers to any information the disclosure of which would, but for the existence of this Exemption, engage section 123 of the AML/CTF Act.

.....*Jennifer Ermert*..... 27 April2018

Jennifer Ermert

Acting National Manager, Legal Strategy and Solutions

AUSTRAC

Important Notice to the person named in this instrument

1. Under subsection 248(3) of the AML/CTF Act, a person granted an exemption subject to one or more conditions must comply with the conditions specified in the instrument. Failure to comply with subsection 248(3) is a civil penalty provision and may result in any or all of the following:
 - the exemption ceasing to apply to the person during any period in which the person does not comply with the relevant conditions;
 - the exemption being revoked;
 - the AUSTRAC CEO applying to the Federal Court of Australia for a civil penalty order requiring the person to pay a pecuniary penalty in respect of the breach.
2. Under sections 136 and 137 of the AML/CTF Act, it is an offence to provide false or misleading information or documents. If any of the information submitted by the applicant or its representatives is found to be false or misleading, the exemption may be revoked and action initiated against the applicant.
3. The person granted the exemption may request the AUSTRAC CEO to revoke or vary the exemption at any time.
4. Any request to vary this exemption must be submitted to the AUSTRAC CEO or approved delegate in writing no later than 14 days before the date the change is requested to commence.
5. For the avoidance of doubt, this exemption does not preclude communications or disclosures of Suspicious Matter Material that are otherwise permitted by law.

Schedule 1 – Confidential Table of Advisors engaged by CBA

| Name | Position | Company | Address | Date that Advisor commenced providing Advisory Services to CBA | Date that the Advisor ceased providing Advisory Services to CBA |
|-------------|-----------------|----------------|----------------|---|--|
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Schedule 2 – Confidentiality Undertaking

I, _____ of _____ undertake to AUSTRAC to:

1. keep the Suspicious Matter Material confidential at all times;
2. not make public or disclose the Suspicious Matter Material either directly or indirectly to any person, save as permitted by this undertaking;
3. securely store any record of any Suspicious Matter Material;
4. put in place reasonable safeguards to protect any personal information contained in the Suspicious Matter Material in a manner consistent with the requirements of the Australian Privacy Principles;
5. only disclose Suspicious Matter Material where necessary for undertaking Advisory Services in relation to the FCC PoA, and only to the following persons or entities:
 - (a) CBA;
 - (b) a lawyer engaged by or on behalf of CBA; and
 - (c) other persons who have signed an undertaking in this form;
6. return all hard copies of documents containing Suspicious Matter Material to CBA within ten (10) business days of me ceasing to provide Advisory Services to CBA; and
7. delete all electronic copies of documents containing Suspicious Matter Material within ten (10) business days of ceasing to provide Advisory Services to CBA.

For the avoidance of doubt, this undertaking does not preclude me from making communications or disclosures that are otherwise permitted by law.

Interpretation

In this undertaking:

Advisor means an accountant or consultant engaged by or on behalf of CBA to provide the Advisory Services.

Advisory Services means advisory services provided in connection with the identification, review and management of CBA's financial crime risks.

Australian Privacy Principle has the meaning given by section 6 of the *Privacy Act 1988*.

CBA means the Commonwealth Bank of Australia ACN 123 123 124.

FCC PoA means an internal project to review and strengthen the key domestic and international financial crime compliance focus areas within the CBA during which Advisory Services will be provided to CBA

Suspicious Matter Material refers to any information the disclosure of which would, but for the existence of this Exemption, engage section 123 of the *Anti-Money Laundering and Counter-Terrorism Financing Act 2006*.

Date:/...../.....

Signed:

.....

(Signature)

.....

(Print Name)