

Climate Change, Sustainability & ESG

Understanding the impact of environmental,
social and governance factors on business



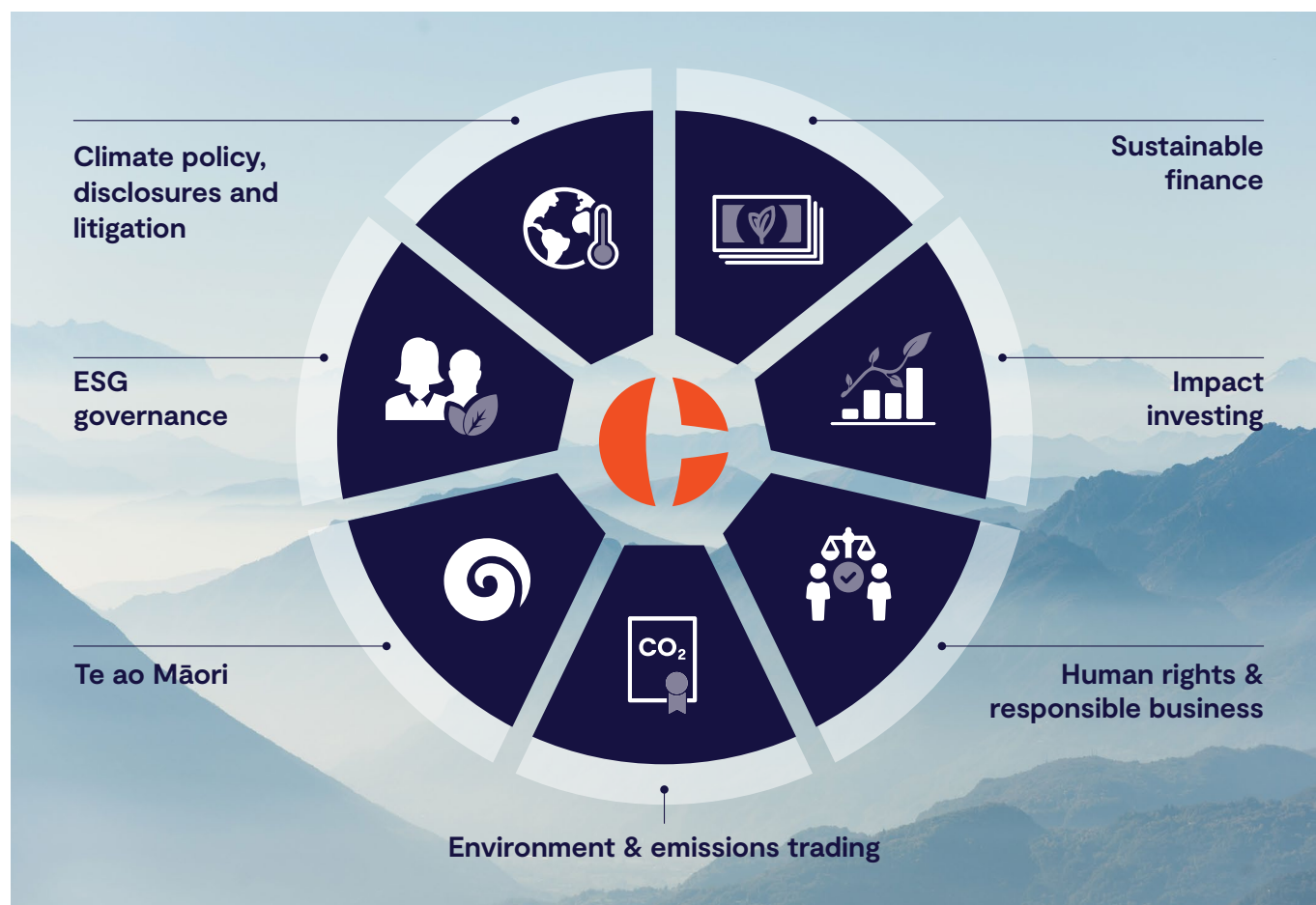
chapman tripp



New Zealand's leading climate change, sustainability & ESG law practice

Climate change and sustainability are critical legal and business issues across all sectors of the economy. Businesses face an unprecedented level of scrutiny on their management of environmental sustainability, social and governance factors (ESG) from shareholders, lenders, regulators, consumers and employees.

The legal and regulatory landscape for business is changing rapidly, in New Zealand and globally, and so too is the nature of advice required to navigate it. As recognised market leaders on climate risk, sustainable finance, ESG governance, and iwi engagement, we provide a depth of experience across all aspects of sustainability and ESG law and policy. Expanded capability through our CT Consulting arm broadens the range of practical, strategic advice we are able to offer clients in this dynamic area.



Working with our clients to focus on strategic and emerging risk is one of the most important ways we support them to succeed. Going beyond identifying what must be done to comply with the law, our CT Consulting team works with Boards, CEOs and management teams, to develop strategies across areas that are often interlinked – governance, risk management, culture and conduct, and compliance needs. We will help you to identify how to protect your business, manage all non-financial risk, and ease the regulatory and compliance burden.



01 | Climate change

Climate change is far more than just an environmental concern. We understand that for most organisations climate change presents a material commercial risk. We regularly advise boards of directors and executive teams on climate-related regulatory changes, including New Zealand's Emissions Reduction Plan, the Emissions Trading Scheme and the climate-related financial disclosures regime.

Our climate change legal experts provide advice for climate related risk and opportunities including:

- Directors' and officers' legal duties and obligations;
- Policy reform and regulatory requirements;
- Emissions trading issues, contracting and disputes;
- Mitigating reputational risks;
- Maximising climate change-related advantages, including advising on emissions and ESG financial instruments;
- Managing ESG disclosure;
- Global and domestic climate change litigation; and
- International climate change law (UNFCCC and Paris Agreement).

The [legal opinion](#) we prepared for the Aotearoa Circle – a partnership of public and private sector leaders committed to sustainable prosperity in New Zealand – catalysed a shift in the conversation on directors' duties on climate change-related financial risk and continues to be widely referenced by Government and market commentators. Chapman Tripp is the first New Zealand law firm to sign up to the Net Zero Lawyers Alliance, a global initiative mobilising law firms and lawyers to accelerate the transition to net zero.

Climate-related disclosures

Our expert team are thought leaders on this topic and have contributed to the development of New Zealand's climate-related financial disclosures regime, as well as engaging with the Financial Markets Authority and External Reporting Board teams that are developing the applicable guidance.

Recent highlights

- Advising a number of major financial institutions and listed issuers on all aspects of their climate-related reporting obligations including application of the regime, the creation of due diligence processes, reviewing published disclosures and advising boards on their obligations.
- Working with a number of fund managers on the developing reporting regime since it was announced in 2019 and now assisting in implementation of the regime.
- Advising on key steps in the preparation of climate related reporting, including reviewing drafts, advising on appropriate legal review, and commenting on scenario analysis, strategic risk identification and appropriate metrics.
- Advising listed issuers on mandatory and voluntary emission reporting obligations and annual report disclosure statements under EU and UK law.
- Advising a Crown entity on disclosure obligations regarding its climate-related investments.
- Preparing submissions for a number of clients on formal New Zealand Government Task Force on Climate-Related Financial Disclosures (TCFD) proposals (November 2019 through to May 2022).
- Providing training to a wide range of clients and legal professionals on TCFD.
- Providing a number of Chapman Tripp employees as secondees to the External Reporting Board 2021–2022 (established to develop the climate reporting standards).
- Being invited to participate in the New Zealand Government's formal consultation on TCFD (attending as panel member at multiple public consultations) and hosting various roundtables on TCFD legislative proposals.



Climate risk and litigation

Our team are recognised specialists in climate risk and climate change litigation, having acted on New Zealand's most high profile climate litigation to date.

Recent highlights

- Acting for Fonterra, Z Energy and Dairy Holdings in the first climate change litigation targeting corporate defendants for responsibility for greenhouse gas emissions (Smith v. Fonterra et al, currently before the Supreme Court).
- Advising states on climate change legislative reform (detailed design of climate change framework legislation to align with the Paris Agreement).
- Advising major global energy companies on the strategic implications of climate change law and litigation risk.
- Advising the boards of major Australasian financial institutions, New Zealand fund managers, primary industry listed entities and boards of Australasian insurers on climate risk, climate related disclosure and the implications of global climate change litigation.
- Authoring the New Zealand legal opinions on legal duties of directors, fund managers and trustees to consider climate change in decision making on the instructions of The Aotearoa Circle. See our [2019 legal opinion](#) and [2021 legal opinion](#).
- Assisting a range of clients with all rounds of the incoming climate related disclosures legislation and accompanying climate standards, including at Select Committee.
- Advising Waka Kotahi on several judicial reviews and other litigation including:
 - judicial review challenges to funding of significant roading programmes, successfully securing the early withdrawal of the claims, and
 - acting on a judicial review challenge to the National Land Transport Programme 2021. The judgment of the High Court is reserved.

Climate policy and law reform

Known as influencers of climate legislation, we've helped from inception through to the legislative proposals of the 2020 Climate Change Response (Emissions Trading Scheme Reform) Amendment Bill, the Climate Change Response (Zero Carbon) Amendment Act 2019, and the Government's current proposal to introduce climate-related financial disclosure. We have advised and prepared submissions on a range of climate and environmental policy changes.

Recent highlights

- Assisting a number of directly and indirectly affected firms with submissions on, and implications of, the Zero Carbon Bill and ETS reform including those in the primary industries, electricity generation, energy distribution, and industrial manufacturing sectors.
- Advising public and private entities on climate policy development.
- Advising clients on decarbonisation projects and investments as well as legislative and regulatory reforms necessary to support those projects and investments.
- Advising listed issuers on company and director liability arising from emissions targets, transition plans, climate-related disclosure and potential greenwashing.



02 | Sustainable finance

Sustainability has moved from niche interest to mainstream demand among an environmentally and socially conscious community, with policy and activism fueling this new challenge for borrowers and lenders.

Jurisdictions around the world are setting out sustainable finance roadmaps that realign their regulatory policies to enable the financial system to contribute to, rather than hinder, the transition to a low emissions economy. In New Zealand, the finance industry along with other key stakeholders, has a critical role to play in addressing the shift towards sustainable practices.

Our specialist finance lawyers provide market-leading advice on products in the sustainable arena including:

- Green bonds and other sustainable bonds,
- Sustainability-linked loan facilities;
- Transition finance;
- Impact and social investing;
- Credits for sustainable projects; and
- Carbon trading products and sustainability-linked derivatives.

Our finance, financial services and ESG experts closely work together to advise on:

- Governance of responsible investment legal risk;
- Development and renewal of responsible investment, sustainable investment and ESG policies;
- Advice on incoming mandatory climate-related financial risk reporting for listed issuers, banks, insurers and fund managers; and
- Compliance with FMA disclosure requirements.

We are proud to have assisted with landmark transactions including the first green bond in New Zealand, the first New Zealand sustainability bonds, the first New Zealand offers into offshore markets, and New Zealand's first sustainability-linked loan.

As a partner of Toitū Tahuā: Centre for Sustainable Finance, we have supported the development of New Zealand's first Investor Stewardship Code.

Recent highlights

- Advising Te Tai Ōhanga – The Treasury on the establishment of the Crown's green bond programme, its framework and its initial \$3 billion nominal green bond issuance.
- Advising Mercury New Zealand and Westpac New Zealand on the first offshore green bond offers by New Zealand issuers, into the Australian (AMTN) and European (EMTN) market, respectively.
- Assisting retirement village operator Oceania Healthcare Limited with a \$500m sustainability-linked loan, and the development of a sustainable finance framework.
- Assisting New Zealand Green Investment Finance (NZGIF) during its preliminary development and establishment phase, and advising on NZGIF transactions including the residential mezzanine funding, development funding, commercial project funding and schools project provided to solarZero.
- Advising Precinct Properties and Mercury New Zealand on their retail NZX-listed green bond issuances.
- Advising arrangers and lenders on market-leading sustainability-linked loans to borrowers including Landcorp New Zealand/Pāmu, Contact Energy and Synlait Milk – the first sustainability-linked loan in New Zealand.
- Advising borrowers including KMD Brands, Christchurch International Airport and Southern Pastures on sustainability-linked loans.
- Assisting a range of clients on creating and documenting sustainability-linked derivatives and carbon forward contracts.
- Assisting Christchurch City Holdings with its inaugural sustainability bond, the first to be successfully offered using an FMA exemption structure to allow it to proceed under a terms sheet.
- Advising Kāinga Ora (previously New Zealand's largest issuer of sustainability bonds) on the use of its wholesale 'wellbeing bond' programme, including structuring their inaugural inflation-indexed bonds, a \$300m 20-year issuance, and their bond tender programme.
- Providing New Zealand law advice on the world's first 'orange bond', aimed at advancing gender equality, issued by Impact Investment Exchange (IIX).



03 | Impact investing

Increasing investor interest, evolving data capability and rapid advances in markets are aligning to create the conditions for a growth surge in impact investment in New Zealand.

Charitable foundations and philanthropists are increasingly pursuing strategies that seek measurable social and environmental benefits from their investments. Impact investment is one responsible investment approach (as categorised by the Responsible Investment Association of Australasia) and can take many forms – debt products including green bonds, social bonds, or sustainability linked bonds, equity, or other investments in businesses creating impact.

Our multi-disciplinary team has a strong reputation for designing and implementing investment structures that are ‘fit for purpose’. Our specialists have backgrounds in sustainable finance, social finance, funds, charitable structuring, corporate governance, iwi and government, and are active and vocal supporters in the sustainable and impact finance space.

Read our latest publication, [Investing for Impact – Trends & Insights 2022](#).

Recent highlights

- Advising Foundation North on establishing its impact-first limited partnership investment structure and associated contractual arrangements to increase equity, social inclusion and regenerative environments for Tāmaki Makaurau and Te Taitokerau.
- Representing iwi and a prominent philanthropist on the structuring of a transformative impact investment model. This involved the design of a multi-limited partnership investment structure with central ownership that uses a tikanga lens for decision making, relationships and investments.
- Advising Nikko Asset Management NZ on the establishment of the Nikko AM Freedom Fund, where rather than generating income for the investor, 100% of the pooled returns from the Fund and all of the management fee charged by Nikko AM is donated directly to Tearfund NZ, for use in its work to combat human trafficking and modern slavery.
- Reviewing documentation for clients making investments with social impact outcomes.
- Assisting a number of community organisations to develop a constitutional framework to empower them to invest their assets in mission-aligned projects.
- Advising the trustee and cornerstone investors on a range of novel – and industry awarded – social bond issuances managed by Community Finance. This included utilising warehousing and note issuance structures, including in relationship to funding provided to The Salvation Army and the Community of Refuge Trust (CORT).



04 | Human rights & responsible business

There is increasing global recognition of the responsibility of businesses to respect human rights and appropriately manage these risks across their supply chains.

Our team of human rights, ESG, climate change, corporate governance and litigation experts work together across the intersection of these practice areas to assist on high profile responsible business issues.

We have practical experience applying the UN Guiding Principles on Business and Human Rights, the OECD Guidelines for Multinational Enterprises, international human rights treaties, the UN Global Compact, UNPRI, UNPRB, and other global standards.

We are actively monitoring the current New Zealand policy proposals for modern slavery and worker exploitation due diligence and reporting, and already advise many clients on:

- Governance of human rights issues including those arising from global supply chains;
- Development of human rights policies, business and supplier codes of conduct and internal training;
- Human rights due diligence, risk identification and assessment;
- Crisis response;
- Remediation of adverse human rights impacts caused by business;
- Modern slavery risk identification, assessment and management;
- Review of contract terms to incorporate ESG, modern slavery and human rights-related clauses; and
- Litigation risk in relation to ESG and human rights concerns.

Recent highlights

- Advising on business and human rights matters for clients in New Zealand, Australia and internationally, including:
 - Corporate responsibilities under the UN Guiding Principles on Business and Human Rights and the OECD Guidelines for Multinational Enterprises;
 - Modern slavery risk management and due diligence, including under the UK and Australian modern slavery legislation;
 - Relevance for business of the major international human rights treaties, including the International Covenant on Civil and Political Rights, the International Covenant on Economic, Social and Cultural Rights, International Labour Organisation conventions, the European Convention on Human Rights and the African Charter on Human and People's Rights; and
 - Disclosure and reporting of business and human rights risks.
- Acting for multiple New Zealand companies in an industry targeted by claims of human rights abuses in off-shore supply chains to establish and implement a review of potential risk areas.
- Advising clients in the financial, energy and agricultural sectors on ESG risk, responsible investment policies, human rights policies, codes of conduct, and business ethics.
- Briefings for boards of directors on ESG best practice and risk management.
- Advising on international sanctions.
- Acting in New Zealand litigation involving responsible business issues.
- Advising a foreign state government on public international law and business and human rights issues.



05 | Environment & emissions trading

As specialists in environment, planning and resource management and a having a proven track record of delivering results, we understand the issues that impact you.

Our team has worked across a wide range of complex and high profile matters, providing win-win solutions. Clients choose to work with us because we can deliver insights from our extensive experience with legislative and regulatory issues and approval processes. We also have expertise across all RMA sectors – including energy (transmission and generation), Emissions Trading Scheme, climate change, farming, fisheries, infrastructure, transport (airports, ports, road and rail), water and urban planning.

We act as a strategic partner to navigate the legislative and regulatory approval process to ensure projects are delivered efficiently, whilst maintaining community relationships.

Recent highlights

- Advising on Emissions Trading Scheme and climate policy impact.
- Advising on emission unit trades of both regulated market units and voluntary market units.
- Advising on Emissions Trading Scheme compliance and enforcement actions.
- Advising on emissions assessments associated with development projects.
- Advising major public and private developers on climate-related investment policies.
- Advising on the environmental, planning and compliance aspects of multiple offshore windfarms including the management of environmental hazards, risks and responsibilities as between developers, transmission asset owners and corporate owners.
- Acting in relation to consenting and designating electricity, gas and water transmission networks, in addition to roading and airport developments.
- Advising on marine consenting processes under the Exclusive Economic Zone and Continental Shelf (Environmental Effects) Act 2012 and the management of environmental effects in coastal areas.
- Developing positive partnership models with tangata whenua in consenting contexts with reference to te ao Māori and tikanga.
- Working closely with multidisciplinary teams of technical experts (domestic and international) including marine ecologists, coastal geomorphologists, geologists, marine acousticians, lighting experts, engineers, navigation experts and economists.
- Advising on consenting in the context of complex, novel and untested legal issues.



06 | Te ao Māori

Understanding and applying te ao Māori concepts is key to operating a successful business in Aotearoa and integral to understanding and then applying many aspects of New Zealand laws and regulations which recognise and provide for tangata whenua and Te Tiriti o Waitangi. Our specialist Māori practice, Te Waka Ture, provides legal and strategic advice to clients across Aotearoa.

We have worked for many years with iwi, hapū and Māori businesses, assisting them to achieve their economic, social and cultural aspirations for present and future generations. We also provide advice to the Crown and private entities on Māori legal issues and on working effectively with Māori. Where our clients are partnering with Māori, we understand the need to liaise with iwi early and genuinely, to ensure a successful outcome.

Through our strong iwi connections and from our own personal experiences, we understand the benefits and importance of working together to solve challenges using a tikanga-based framework which incorporate values such as kaitiakitanga (stewardship), whanaungatanga (relationships), manaakitanga (supporting people) and tino rangatiratanga (self-determination) into every decision, strategy and plan. Mutual respect for and understanding of key Māori concepts ensures enduring outcomes.

Te Waka Ture team members are agile, working in multi-functional teams to ensure clients' needs are met efficiently. Our team includes specialists in corporate governance and asset structuring, tax, property transactions, financing and litigation and dispute resolution. We also believe te reo Māori is at the heart of our nation's foundation. We have formally adopted a te reo Māori policy, and our people are encouraged and supported to use te reo Māori where possible and to seek guidance on te reo Māori and tikanga.

Our Te Waka Ture team members can advise on:

- The interpretation and application of laws which refer to Te Tiriti o Waitangi and the principles of the Treaty;
- Engagement strategies and plans, including how to engage appropriately in order to build positive working relationships with Māori;
- Memorandums of Understanding with key stakeholders, including iwi and hapū; and
- Structuring options for a project to provide meaningful input and participation from tangata whenua groups.

Recent highlights

- Working with Ngāti Whātua Ōrākei on a diverse range of issues, including the delivery of social and cultural objectives, such as Toi Tupu (savings scheme), Toi Ora (health insurance scheme) and Kāinga housing (housing for hapū members).
- Acting for Ngāti Whātua Ōrākei on litigation in the Supreme Court and Waitangi Tribunal, together with strategic and political advice relating to the protection of its mana whenua interests.
- Acting for Ngāti Porou Whānui Forests on a carbon-leasing transaction that involved 34 land blocks, most of which were Māori freehold land and subject to the provisions of Te Ture Whenua Māori Act 1993, requiring an appearance in the Māori Land Court.
- Advising Treaty negotiators on post-settlement arrangements for freshwater and seawater bodies, including legal personhood.
- Advising Ngāpuhi and Ngai Tahu on the proposed amendments to the Maori Fisheries Bill.
- Advising Ngāti Porou on its joint venture to acquire the Akaroa Salmon Business.
- Advising Waka Kotahi on its iwi and hapū engagement strategies for specific Auckland projects.
- Advising a broad range of clients on their submissions on the proposed Natural and Built Environments Bill and Spatial Planning Bills, the most comprehensive resource management and planning law reform in decades.
- Advising Fonterra, Genesis, Dairy Holdings, New Zealand Steel and Z Energy on the tikanga aspects of the "Smith" climate change litigation (Smith v Fonterra et al).
- Advising various energy companies on their engagement with tangata whenua, including preparing MOUs.



07 | ESG governance

Directors and boards face a range of complex issues arising from increased regulation and scrutiny from stakeholders in relation to environmental, social and governance issues. Corporate governance can play a critical role in strategic management of legal and financial risks associated with ESG factors, as well as optimising ESG-aligned opportunities and outcomes.

Well-calibrated governance structures, processes and policies are critical to effectively incorporating ESG considerations into business strategies, operations and value chains. Emerging ESG due diligence requirements in offshore markets are becoming increasingly relevant to New Zealand businesses.

Our dedicated team of senior corporate lawyers provides governance and strategic advice, on a range of issues including ESG. Our partners regularly provide media comment on topical governance issues and are contributors to governance law and policy reform initiatives of government, NZX and the FMA and the Takeovers Panel.

Our governance experts can advise on:

- Best practice corporate governance policies and procedures to achieve ESG outcomes and mitigate risk;
- Board and sub-committees composition including charters and best practice;
- Climate, sustainability and ESG policies and strategies; and
- ESG due diligence and investigations.

Our specialists are across current governance issues and provide advice on the full spectrum of corporate and commercial law.

Recent highlights

- Briefing boards of directors on ESG best practice and risk management.
- Advising on ESG policies, responsible investment policies and human rights policies for diverse clients including fund managers and major exporters.



Our commitment to sustainability

We are committed to supporting the country's target of net zero emissions by 2050. Our sustainability strategy encompasses four key work-streams: contributing to our community, giving back through pro bono work, being a responsible employer, and working sustainably.

We meet the requirements of New Zealand's certified emissions measurement and reduction scheme, Toitū's, carbonreduce certification and are working towards net carbonzero certification in 2023. We have developed a GHG emissions management plan and reduction targets which have seen us reduce our emissions from 1,129.11 tCO₂e in 2018 to 342.80 tCO₂e in 2021.

We are proud to be a member of both the Sustainable Business Network (SBN) and the Sustainable Business Council (SBC). We are committed to improving our sustainability performance, working together to empower business so people and nature prosper.

We were the first New Zealand law firm to sign up to the Net Zero Lawyers Alliance. This is a collaboration of top-tier law firms committed to accelerating the transition to net zero greenhouse gas emissions.

We are partners of The Aotearoa Circle, a voluntary initiative bringing together leaders from the public and private sectors to investigate the state of our natural resources, and to commit to priority actions that will halt and reverse their decline. We are also a partner of Toitu Tahua: Centre for Sustainable Finance, which supports progress towards a sustainable, equitable and inclusive financial system and were proud to support the development of New Zealand's first [Stewardship Code](#) for investors.

Our firm

150+

Business services staff

3

Offices



53

Partners

260+

Legal staff

Legal 500

Ranked in the inaugural
Green Guide Asia Pacific

KangaNews Awards

NZ Law Firm
of the Year 2022

New Zealand Law Awards

Large Law Firm
of the Year 2021

New Zealand Law Awards

Debt Market Deal of
the Year 2021

– Mercury NZ's \$200m seven-year
green bond offer



Our Climate Change, Sustainability & ESG team

**Kate
Wilson Butler**

Director



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Kate is our Director – Climate, Sustainability & ESG, advising clients on all aspects of these areas, drawing on her knowledge of best practice internationally and in New Zealand. Kate specialises in international climate change issues and the intersection between climate policy, law and business strategy and planning. Her most recent experience includes representing and working with some of New Zealand's largest companies on climate and sustainability policy and strategy.

**Nicola
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Partner



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Nicola is a member of our Litigation & Dispute Resolution team, our Consulting advisory team and leads the firm's International Law practice. Partnering with boards, CEOs and executive teams, Nicola helps manage non-financial risks – and is particularly recognised for her expertise in climate change and ESG risk management and disclosure. Nicola has co-authored two major legal opinions for the Aotearoa Circle on director, fund manager, and trustee responsibility to manage climate risk, as well as our Directors' Tool Kit on climate risk management.

**Alana
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Alana advises clients across electricity generation, utilities, industrial processes, mining, oil and gas, and emissions trading sectors. She specialises in resource management and environmental aspects of large-scale energy and infrastructure projects, property development, commercial contracts and due diligence investigations. She regularly assists clients with environmental and planning liabilities, including advising on climate change policy, regulatory development, contractual arrangements, compliance issues, risk management and disclosure issues.

**Penny
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Penny provides expert advice on legislation affecting financial service providers. She counsels clients on the establishment, restructuring, distribution and compliance of financial products, including KiwiSaver. Penny was part of the development committee for New Zealand's first Stewardship Code for investors.



Greer Fredricson

Special Counsel &
Community Director



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Greer is a corporate and commercial law specialist and the firm's Community Director. In this role, she is a key catalyst for driving our community strategy forward and maintaining relationships with our community partners. Greer's practice includes advising on the establishment of, or investment into, impact funds.

Luke Ford

Partner



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Luke has a particular focus on debt and financial markets transactions. He advises clients on a wide range of banking and financial regulation matters including sustainable finance frameworks, sustainability-linked loans, green and sustainable bonds and ESG derivatives.

Te Aopare Dewes

Hoa Rangapū (Partner)



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Te Aopare leads Te Waka Ture, our Māori legal group. She specialises in corporate structuring, governance, strategic and commercial advice for iwi and hapū, Māori businesses, Māori owning entities and clients looking to work with them.

Phillippa Wilkie

Special Counsel



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Phillippa has a significant for-purpose practice advising charitable and non-profit organisations, social enterprise and B Corps and makes a significant contribution to the firm's pro bono legal work. Phillippa is also a member of Te Waka Ture.

Emma Dale

Special Counsel



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Emma specialises in providing regulatory advice to financial service providers. She was part of the development committee for New Zealand's first investor Stewardship Code, and regularly advises on responsible investment product and climate-related disclosure.



Chapman Tripp is a dynamic and innovative commercial law firm at the leading edge of legal practice. With offices in Auckland, Wellington and Christchurch, the firm supports clients to succeed across industry, commerce and government. Chapman Tripp is known as the 'go to' for complex, business-critical strategic mandates across the full spectrum of corporate and commercial law. Chapman Tripp's expertise covers mergers and acquisitions, capital markets, banking and finance, restructuring and insolvency, Māori business, litigation and dispute resolution, employment, health and safety, government and public law, privacy and data protection, intellectual property, media and telecommunications, real estate and construction, energy, environmental and natural resources, and tax.

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