



OUR CEO AND BOARD

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from left to right:

Nick Grayston (CEO), Tony Balfour, Joan Withers (Chair),
Keith Smith, John Journee, Will Easton, Robbie Tindall,
Julia Raue.

OUR BOARD

Board bios available at: www.thewarehousegroup.co.nz/about-us/board-directors



Joan Withers

MBA, CFinstD

Chair & Independent
Non-Executive Director



Keith Smith

BCom, FCA

Deputy Chair & Independent
Non-Executive Director



Julia Raue

CMinstD, GAICD

Independent
Non-Executive Director



Robbie Tindall

BA, BSc

Non-Executive Director
(Alternate to Sir Stephen Tindall)

Joan has been a professional director for more than 20 years and spent over 25 years working in the media industry, previously holding CEO positions at The Radio Network and Fairfax Media. Her current governance roles are Chair of Mercury NZ Limited and The Warehouse Group Limited, and director of ANZ Bank NZ Limited. Joan has previously held Chair positions at Television New Zealand Limited and Auckland International Airport.

Joan is a Trustee of the Sweet Louise Foundation and is Chair of a steering committee working to increase the percentage of South Auckland Māori and Pacific Island students taking up roles in the health sector.

INTERNAL

- Corporate Governance and Nomination Committee (Chair)
- Audit & Risk Committee
- Disclosure Committee
- People and Remuneration Committee
- Health, Safety and Wellbeing Committee

OTHER DIRECTORSHIPS

- Mercury NZ Limited (Chair)
- ANZ Bank NZ Limited
- Sweet Louise Foundation

Keith has been involved with The Warehouse since Sir Stephen opened his first store in 1982, initially providing accounting, tax and corporate advice, and was Chair from 1995 to May 2011. He has a long-standing record of leadership as a director and advisor to companies in a diverse range of industries, including the energy sector, rural services, printing, media and exporting. Keith is Chair of listed company Goodman (NZ) Limited and is a director of Mercury NZ Limited, Healthcare Holdings Limited and several other private companies.

Keith is a past President of the Chartered Accountants Australia and New Zealand.

INTERNAL

- Audit & Risk Committee (Chair)
- Disclosure Committee (Chair)
- Corporate Governance and Nomination Committee
- People and Remuneration Committee
- Health, Safety and Wellbeing Committee

OTHER DIRECTORSHIPS

- Goodman (NZ) Limited (Chair)
- Mercury NZ Limited
- Healthcare Holdings Limited

Julia is an Independent Director for Z Energy, Television New Zealand Limited, Southern Cross Health Society and Jade Software Corporation Limited.

Julia has extensive experience in digital and information technology, business transformation and strategic planning across the airline, telecommunications and local government sectors, as well as not-for-profit in New Zealand. Previously, Julia was the Chief Information Officer of Air New Zealand (2007–2015) and she was awarded the New Zealand CIO of the Year award in 2009.

INTERNAL

- Health, Safety and Wellbeing Committee (Chair)
- Audit & Risk Committee

OTHER DIRECTORSHIPS

- Z Energy Limited
- Television New Zealand Limited
- Southern Cross Health Society
- Jade Software Corporation Limited

In October 2017 Sir Stephen Tindall decided to take a leave of absence from the business. Robbie represents him during this time. Robbie has been attending Board meetings since his appointment in 2011.

Robbie studied Arts and Science at the University of Auckland before spending eight years at The Warehouse in various merchandise and buying roles. Today he works for K One W One Limited, a family investment company, working alongside – and investing in – some of New Zealand's most exciting technology and innovation companies as they grow and seek to go global.

INTERNAL

- Disclosure Committee
- Corporate Governance and Nomination Committee
- People and Remuneration Committee
- Health, Safety and Wellbeing Committee

OTHER DIRECTORSHIPS

- K One W One Limited
- The Tindall Foundation
- Franklin Smith Limited
- Foundation Services Limited



John Journee
BCom, CMInstD, MAICD
Independent
Non-Executive Director

John has had an extensive retail career, which includes executive experience across sectors that span general merchandise, fashion apparel, FMCG, consumer electronics, telecommunications, hospitality and electricity retailing. Over his 30-year career he has spent 15 years with The Warehouse Group, starting as a joint-venture partner in 1990 and progressing through senior roles in operations, marketing, merchandise, international sourcing and business development. John has also had CEO roles with Noel Leeming and Australasian foodservice distributor Southern Hospitality.

INTERNAL

- Audit & Risk Committee
- Health, Safety and Wellbeing Committee

OTHER DIRECTORSHIPS

- Vanishing Point Limited
- Farmlands Society
- Colonial Motor Company
- Quantiful Limited (Member, Advisory Board)



Antony Balfour
BCom
Independent
Non-Executive Director

Tony has extensive global retail and eCommerce experience with a strong track record in a diverse range of industries. Most recently, he was General Manager (Markets) for Icebreaker Clothing with responsibility for the company's global business units in New Zealand, Australia, USA, Canada, Europe and Asia as well as the development of the company's rapidly growing eCommerce and retail business units.

His prior experience includes senior roles in Monster.com and Seek.com, both successful online recruitment sites.

INTERNAL

- People and Remuneration Committee (Chair)
- Corporate Governance and Nomination Committee
- Health, Safety and Wellbeing Committee

OTHER DIRECTORSHIPS

- Les Mills International Limited
- Wayfare Limited (formerly Real Journeys Limited)



Will Easton
Independent
Non-Executive Director

Will is a seasoned business leader and has an extensive track record of driving growth across emerging markets and technologies. He is currently Managing Director of Facebook for Australia and New Zealand and was previously Vice President at Facebook for Asia Pacific Emerging Markets.

Other roles in his portfolio include Regional Director at Google for Mobile and Social in the Asia Pacific region and Director of Sales at Microsoft in the Consumer Products Division. Will has a passion for the retail industry and has worked closely with retailers throughout his career. He started his career with Coca-Cola as a Retail Sales Manager and believes that "there are more opportunities than risks in retail, provided retailers focus on improving organisational designs".

INTERNAL

- Health, Safety and Wellbeing Committee

OTHER DIRECTORSHIPS

- Facebook Pty Limited



Renee Mateparae
BEng
Future Director

Renee is currently the Tribe Lead for Future Connectivity at Spark New Zealand, taking a lead role in looking for future connectivity including mobile, Internet of Things, marketplaces, 5G and the technology and 'productisation' of these. At Spark, Renee has played a key leadership role in the organisation's transition to Agile. Prior to this role, Renee worked for major organisations such as Air New Zealand and Macquarie Group. Her earlier career years included roles in strategy transformations, customer experience, product strategy, product development, engineering and business optimisation. She also has previous governance experience, including as a director with AUT Ventures Limited and as Board Observer at PropertyNZ.

Renee holds a Postgraduate Diploma in Business Administration and a Bachelor of Engineering (Automation and Control) (Hons) from Massey University.

BOARD SKILLS MATRIX

Governance plays a critical role in business. All business stakeholders deserve the highest standards of corporate governance from their boards.

Our Board skills and diversity self-assessment completed in FY19 found the following: the Board holds many strong attributes, including highly relevant capability and governance processes with a diverse mix of skills among the Directors. There is a high concentration of skills in areas that will drive the Group to achieve our strategy, through great execution, brand marketing and customer experience and by building a high-performance culture through this time of transformation and business disruption. There are some areas where we don't have the depth of skills so are reliant on those of only one or two Directors in these areas. We are mindful of these and will take them into account in future director appointments.

The assessment consisted of a list of skills and attributes identified and agreed by the Chair and key members of the management team that are relevant to drive the Group's three-to-five year strategy. The list of skills was grouped into three categories: retail industry skills, skills related to the delivery of Group strategy and general subject matter expertise. Directors then completed a self-assessment of whether or not various skills were 'primary' or 'secondary' skills in their suite of experience and expertise.

The results of the assessment are reflected in the table below:

Relevant Board Skills to execute Group Strategy	Joan Withers	Keith Smith	Will Easton	John Journee	Robbie Tindall	Julia Raue	Tony Balfour
Industry specific							
Operation experience in the retail industry							
Brand, marketing and customer experience							
Omni-channel retail experience							
Digital and technology experience							
Direct sourcing experience							
Logistics experience							
Specific to Group strategy							
Development of a high performance culture							
Senior leadership of change management at scale							
Transformation and business disruption experience							
Innovation and entrepreneurship							
Government relations							
Union relations							
Environment and Corporate Social Responsibility experience							
Subject matter expertise							
Development and execution of business strategy							
Governance experience							
Large company leadership experience							
Finance / accounting expertise							
Audit committee / risk management experience							
Regulatory knowledge and experience							
Health and safety experience							
HR / learning and development experience							
Financial markets experience							
Iwi relationships and connectivity							
Shareholder and investor relations experience							



Primary skills



Secondary skills