



This review in outline

This report is a short summary of the full version. Both are public documents

The review in narrative

- The New Zealand Super Fund (referred to here as 'the Fund' or 'NZSF' for consistency; strictly the organisation is 'the Guardians') is one of the most respected sovereign wealth funds in the world. Strong governance has been one of its differentiating features. One aspect of that governance is the legal requirement for an independent review of the Fund to take place every five years. We summarise in this report that review conducted by WTW in the first half of 2024
- The review assesses whether the Fund is a global best practice organisation - one that compares very well to peers in strong performance and enablers of good practice; and one that is able to meet its mandate with a margin of safety
- The WTW best practice assessment is both a relative standard (compared with global peers) and an absolute standard (well-equipped to meet the mandate)
- NZSF attained the WTW Global Best Practice rating
 This puts the Fund into a small group of leading asset owners globally

The review in measures

- The review was made up of a large number of component parts including
 - Over 50 Meetings
 - Comparison with 25 Peer Funds large, sophisticated asset owners
 - Over 100 Fund documents reviewed
- Our overall assessment of the Guardians is as follows:

Business model: AA Excellent rating
 Governance model: AA Excellent rating
 People model: AA Excellent rating
 Investment model: AAA Exceptional rating
 Systems model: A Very good rating

- AAA or AA is a very high rating, attained by a small number of asset owners
 globally and reflects our view that the Guardians achieve best practice in most of
 what they do. A is a very good rating, with potential to develop into a higher rating.
 The full scale of ratings in order is AAA, AA, A, BBB, BB, B, CCC,CC, C
- The review included input of areas where improvement can be achieved, with 7 recommendations and 4 suggestions

"

Waiho mā te tangata e mihi | Let someone else praise your virtues

~ James Kerr, Legacy



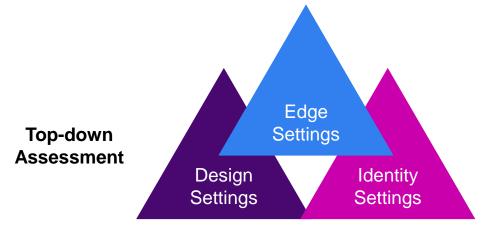
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The review process in summary

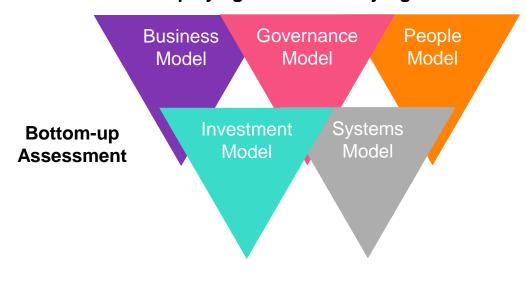
The assessment of an investment organisation resembles building a mosaic

The review in narrative

- The legal requirement for an independent review process to take place at least once every five years represents strong governance in its own right. Somewhat surprisingly we have not found other leading asset owners that have the same legal obligation. The review supports accountability and provides constructive feedback on alignment to best practice and ideas for improvement
- The central design of this review involves two 'lenses' being combined:
 - Top-down assessment of three component settings or features of the organisation – Design, Edge, Identity
 - Bottom-up assessment of five component models Business, Governance,
 People, Investment, Systems Model
- Best practice assessment involves judgment, not least because it is not a static concept and is formed by piecing together component parts
- Our work essentially involves building a 'mosaic' of the key elements of the
 organisation. We summarise this in three concepts employing the thinking on
 systems design (the value of the concept of systems thinking and systems
 design is covered in the Appendix of the full version of our report)
 - Connecting dots making sure the multiple organisational pieces (the 'mosaic') fit in place together and make sense as a whole
 - Recognising patterns understanding how the future is likely to evolve given the study of recognisable patterns that organisations should expect to occur in future
 - Socialising solutions identifying actions that follow from the work and doing so using a co-creation process engaging key stakeholders



A mix of objective and subjective assessment employing evidence and judgement



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The Guardians continues to operate at global best-practice levels

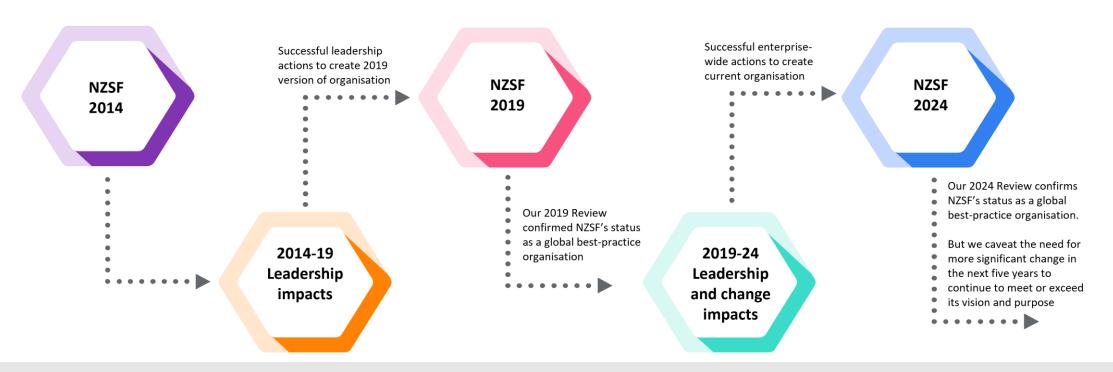
But it will need to step up to meet gathering headwinds

The review

- The Fund's results over the last 5 years have been excellent, reflecting the organisation's effectiveness in carrying out its mandate
- At the present time the Guardians is operating at global best practice in its activities
- It has achieved this state principally through the inspiration of its leaders
 past and present; its system design; and its culture

Future action

- Constant attention to improvement has been a defining characteristic of the Guardians that will be required to address gathering headwinds
- There are several large challenges ahead: embedding new leadership and better leadership continuity; responding to adverse capital market conditions; maintaining strong culture in a larger and more complex organisation; and undergoing a technology transition





The Peer Study helped with our assessment of global best practice

The 2024 Thinking Ahead Institute (TAI) Peer Study provided key data for the review

1. The TAI¹ Peer Study²

- 25 other very big asset owners like NZSF
- Median size: US\$150B; NZSF~US\$46B
- The peer funds all share increasing maturity, more complex portfolios, bigger global footprints and wider stakeholder responsibilities

4. Outsourcing

- NZSF is in lower-tier of outsourcing assets ~ 50%
- Peers' outsourcing ave. is 30% FI/60% Eqs/80% Alts
- 58% have some offshoring³ but not NZSF
- 50% think offshoring* produces better deal access
- 50% think offshoring adds to talent

7. Joined-up work & work design

- 84% of peers have issues in joined-up tech
- 73% of peers have issues in joined-up comp
- 75% have issues with ESG and fiduciary duty
- 21% have issues with joined-up management & board
- 100% have hybrid work arrangements

2. Complexity

- Complexity is the #1 issue for the peers and NZSF
- 88% of funds believe global systemic risks are likely to grow in incidence and scale
- 100% of funds believe scorecards are better measures than performance & benchmarks

5. 3D Investing

- NZSF adopts sustainable finance³ and is in the 57% with parallel financial and sustainability goals
- 65% self-declared as universal owners
- 69% have made net zero commitments
- 100% have sustainability specialists

8. Succession and heritage

- Average peers' board composition of 12; NZSF ~6
- 9% of funds have full 7-year CEO / CIO continuity
- 5-year average board tenure across peer group
- 12% of funds created in the last 25 years and have fresh start advantages (including NZSF)

3. The soft stuff is the hard stuff

- Attracting and retaining talent is the #2 peer issue
- 88% have DEI* policies and strategies
- 50% have diversity targets
- Peers' board gender diversity ~41% female; NZ higher
- 81%/44% of peers incentivise investment/support staff

6. Total Portfolio Approach (TPA)

- NZSF is in the top-tier on the TPA³ spectrum
- 1.8% pa performance edge of TPA tier over SAA³ tier over 10 years
- Funds now tiered evenly: one third SAA, hybrid, TPA
- TPA traction is set to increase in next 5 years

9. Peer Study highlights

- The considerable value of peer engagement
- Reach of sustainable finance is growing
- Stakeholders becoming wider and bigger issue
- Alternative assets increasingly front-line
- Board role has grown more critical over time



¹ TAI is the Thinking Ahead Institute which is WTW's innovation network

² The TAI Peer Study was a published study comparing 26 leading asset owners including NZSF with total AuM of US\$6Tn. It was published in the first half of 2024

³ Terms defined in the appendix



The review employed the latest research into applied system thinking For more on systems thinking refer to the TAI Peer Study

"He rangi tā Matawhāiti, he rangi tā Matawhānui"

"The person with narrow vision sees a narrow horizon, the person with wide vision sees a wide horizon"

What is the advantage?



- The systems thinking¹ applied to NZSF zoomed out on the whole of the organisation; and zoomed in on its component parts. A system is not the sum of its parts but the product of their interaction
- Looking at NZSF as a system with its elements, inter-connections and its purpose and function is



- Using four lenses to view the organisation is crucial taking bottom-up, top-down, compliance and performance perspectives Dragonfly eyes – seeing wider, nearer, further, deeper
- Each extra lens improves the triangulation in building the picture of an organisation and allowing better perspectives to emerge

the most realistic and accurate way to assess it



- · The results of our work were extensively socialised through multiple versions without compromising independence Tell me and I forget it, engage me and I get it
- Socialising is a key process to improve collaboration and plays a part in systems leadership



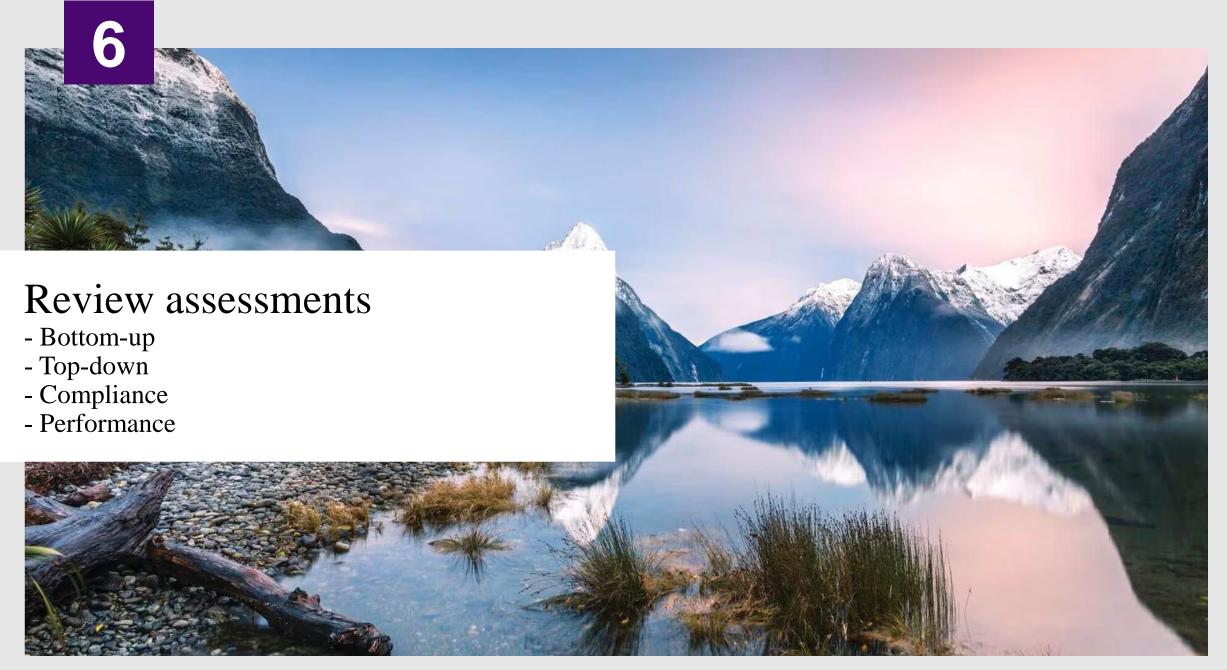
- The organisation's resilience to systemic risk was considered on top of normal risk considerations We tend to over-value efficiency, it makes us under-value resilience
- Systemic risks are different from normal market risks being uncertain, pervasive, inter-connected and non-linear. They need special attention



Systems thinking uses theory, data and evidence to support its conclusions What gets measured gets managed

 The accurate understanding of a system requires a combination of theory and data to bring shared alignment around the underlying story







The bottom-up view - NZSF organisational foundations are very strong Assessments are strong across all elements with one 'AAA', three 'AA's and one 'A' rating

Business Model features	AA	Governance Model features	AA
Purpose and vision clarity and alignment	AA	Strong governance across board & management	AAA
Rightsized sustainability ambition and commitment	A	Effective allocation of time budget	A
Strong and well-integrated technology	A	Strong investment and organisational beliefs	AA
Al/ML that is foundational to technology strategy	ввв	Real-time decisions	AA
Effective alignment with sponsor and key stakeholders	AAA	Effective compensation aligned to goals	AA
Competitive positioning and comparative advantage	AAA	Board is effective	AA

People Model features	AA
Effective organisational culture	AA
Effective team culture	AA
Strong DEI ¹ practiced	Α
Talent at all levels and in all disciplines	AA
Inclusive and empowering leadership	AA
Learning and development prioritised	AA

Investment Model features	AAA
Strong risk budgeting framework	AAA
Effective portfolio construction	AA
Comprehensive measurement & reporting	AA
Effective in long horizon investing	AAA
Effective liquidity management	AA
Strong in sustainability	Α

Deep understanding of the investment industry Deep understanding of the organisation Learning organisation, culturally and structurally Joined-up in internal teams/ providers in value chain Augument Augument, and reward Strong change capability Augument Augu		
investment industry Deep understanding of the organisation Learning organisation, culturally and structurally Joined-up in internal teams/ providers in value chain Joined-up in thinking, measurement, and reward Strong change	Systems Model features	Α
organisation Learning organisation, culturally and structurally Joined-up in internal teams/ providers in value chain Joined-up in thinking, measurement, and reward Strong change		Α
Culturally and structurally Joined-up in internal teams/ providers in value chain Joined-up in thinking, measurement, and reward Strong change	•	AA
Joined-up in thinking, measurement, and reward Strong change		AA
measurement, and reward Strong change		Α
Δ	_	Α
		Α

The rubric				
RAG analysis	Green = Best practice	Lime = Good practice	Amber = Moderate practice	Red = Poor practice
Ratings	AAA, AA	A, BBB	BB, B	CCC & below
NZSF count	20	10	-	-





The top-down view: NZSF is strong but with a gap on complexity The Fund's design has been in the main supportive to its results

Key design features	NZSF	Key edge features	NZSF
 Managing complexity. Balancing BaU tasks with BbU ("business-beyond-usual") tasks and their execution; resourcing and planning for increased complexity; resources and competencies for managing change 	ВВ	 The soft stuff is the hard stuff. Successfully managing talent, culture and governance; applying strong leadership principles including systems leadership; maintaining the EVP¹ 	AA
 Total portfolio approaches (TPA). Governance framework is goals-centred, adaptable and flexible; joined- up allocation for capital in a competition for the best ideas; teams work for the total portfolio interests 	AA	 Joined-upness. Effective combinations within and across teams and across providers, reducing siloes in the organisation; wherever possible working with shared values 	ввв
3. Insourcing system. Well-designed line-ups of skills and resources in private markets; cultural alignment/joined-up risk exposures with all mandates; co-investing models and directs model with well-integrated cost and value data	Α	3. Design and execution of the work model. Effective hybrid design (the in-office/ virtual mix and its tacit 'rules'); superteams¹ principles - strong in culture, governance, cognitive diversity	ВВВ
4. 3D investing model. Balancing risk, return and real-world impacts sustainably and systemically; allocating to listed markets holistically with respect to externalities; inclusion of systemic stewardship	Α	 Learning organisation. Learning and development platform; building organisational synergy by aligning individual and organisational motivations and actions; inspiring cultural growth 	Α

Key identity features	NZSF
 Organisational purpose, vision and values How the purpose and vision of the organisation alig with its values; how this is motivational to the organisation and helps with the alignment of behaviours and actions; having a coherent link between the org design and the whole ecosystem 	gns
2. History and heritage as influenced by leadershi How the organisation's history is respected and informs behaviours and actions in a way that motivates and helps joined-upness; how past and present leaders have contributed and are contributed to the organisation's present and future state	

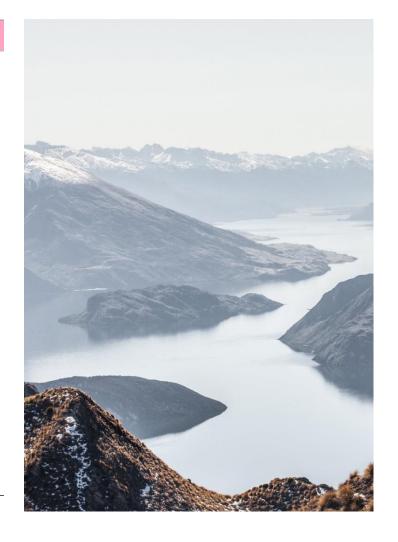
Rubric

RAG analysis	Green = Best practice	Lime = Good practice	Amber = Moderate practice	Red = Poor practice
Ratings	AAA, AA	A, BBB	вв, в	CCC & below
NZSF count	4	5	1	-



The compliance view WTW produced a positive check on and assurance around a number of specific areas

WTW opinions	WTW opinions
High level governance factors	 Detailed governance factors
As a summary we note that the following high level governance factors, first confirmed in the 2019 WTW	 Compliance with the Statement of Investment Policies, Standards & Procedures
independent review, are present in 2024 : - The roles and responsibilities of the Board, the Board Committees, Management and its ✓	 Valuation of assets The Fund has a robust valuation framework
committees are clearly documented - Evidence of separation of responsibilities	 Derivatives The use of derivatives and leverage in the Fund are soundly managed
between Board and Management, with the CEO and Management by way of delegation from Board	 Application of Risk Budget and Risk Proxies
 In line with the "no surprises policy", the Board is kept well informed of how investment 	 Investment strategies: endowments, risks and liquidity
opportunities are developing	 Ethical/Sustainable Investment Framework The Fund has made significant strides forward
 In relation to decision-making, there are clear processes in place with various levels of approval 	in sustainability since the last review
 according to circumstance The record keeping to decisions is appropriately documented. Conflicts are appropriately recorded & managed 	 The governance and management implications from the legislation allowing the Fund to take a controlling interest in an entity Aligning NZSF with other peer funds
 The Delegations Policy provides detailed delegations in relation to each policy, investment activity and operational activity 	 Appropriate use and periodic review of the internal versus external management Aligning internal and external choices



The performance view

The Fund's performance over the last five years has been exceptional

WTW commentary

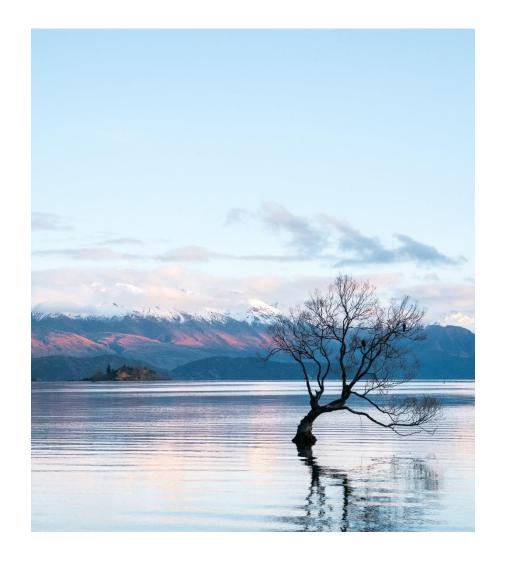
• The Fund's performance to 31 December 2023 is shown below:

As at 31 December 2023	Since inception ¹	Last 5 years
Fund return (p.a.)	9.8%	10.3%
Reference portfolio return² (p.a.)	8.3%	8.9%
Value added (p.a.)	1.5%	1.3%
Value added (\$bn)	\$9.14	\$3.20
Long term expectation ³ (p.a.)	6.1%	4.7%
Value added (p.a.)	3.8%	5.6%
Active risk (p.a.)	2.3%	2.8%
Information Ratio ⁴ (IR) (p.a.)	0.65	0.47

- September 2003
- The reference portfolio was introduced in July 2010. Comparisons prior to this date are against the Fund's SAA model.
- Treasury Bill return + a margin (2.7% till 30 June 2020 and 2.8% from 1 July 2020 onwards)
- Value add divided by active risk

Source: Data provided by NZ Super, calculations produced by WTW. Returns are after costs, before NZ tax

- NZSF has outperformed both of the performance benchmarks which it uses to measure investment success over both the last 5 years and also since inception
- The Fund's performance over the last 5 years has combined strong returns delivered by the Reference Portfolio (8.9% p.a.) as well as positive contribution from value-add (1.3% p.a.)
- The realised ratio of historical value add to active risk as measured by the Fund's information ratio (IR) - over the last 5 years is 0.47; since inception is 0.65. These are measures of the skill of NZSF in outperforming its benchmark and is also an indication of how consistent the outperformance has been. Both measures are at exceptional levels
- Both are also notably higher than the expected fund-level IR assumption of 0.25 that NZSF uses as the basis of the long-term return expectation set out in the table above



11

Summary of the five-year review of NZSF



Five-year independent review. NZSF was shaped by visionary governance at its establishment in requiring the five-year independent review which WTW carried out in the first half of 2024



Purpose of the review. The review supports accountability and provides constructive feedback on alignment to best practice and ideas for improvement

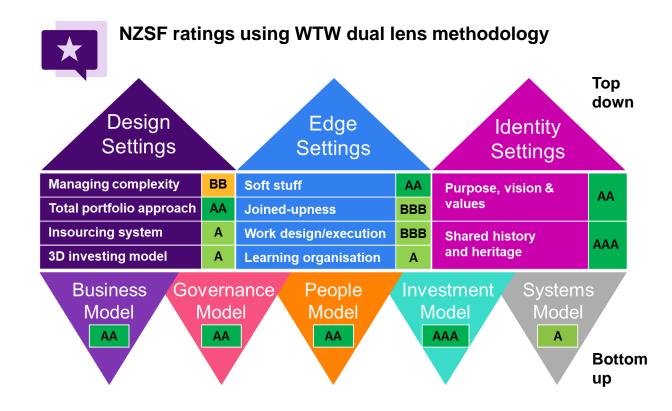


Process. The process for this review applied WTW methodology as informed by document reviews and on-site and virtual meetings which allowed us to deepen our understanding of the Guardians and the Fund and to support the ratings and other assessments made in WTW's research and analysis



Best practice assessment. The central design of this review involves two 'lenses' being combined: top-down assessment of design, edge and identity settings; bottom-up assessment of five models - business, governance, people, investment and systems

The assessment confirmed the Guardians is in a healthy state and operating at global best practice in its activities as captured in the ratings opposite



RAG analysis	Green = Best practice	Lime = Good practice	Amber = Moderate practice	Red = Poor practice
Ratings	AAA, AA	A, BBB	вв, в	CCC & below
NZSF count	8	6	1	-



The recommendations arising from this review Recommendations are areas where WTW believes the Guardians should take action

WTW recommendations						
	Develop a set of complexity principles and strategies. Address certain organisational imbalances that have developed from increasing complexity. Ensuring that the BbU (business-beyond-usual ¹) area and change function attract sufficient weight in focus and strategy	From:	Complexity is implicitly accepted in the Guardians' arrangements			
		To:	Full understanding of the state of complexity in the Guardians and agreed principles and strategies for addressing it			
	Evolve the TPA model. Develop greater integration of systemic risk into the TPA design through the use of horizon scanning. Consider models that include left-tail risk measurement and management. Ensure the Reference Portfolio is joined-up with the investment approach	From:	The Guardians is rated 4 (out of 5) on the TPA spectrum			
		To:	The Guardians moves to 5 (out of 5) on the TPA spectrum			
	Mature the insourcing of private market investment. Consideration of establishing an overseas presence (e.g. London) to improve access to talent, GP and peer relationships & deals	From:	A significant contribution from outsourced IP in private markets			
overse		To:	A more mature insourcing design that adds more insourced IP			
	Mature the sustainability proposition and model. Building out the sustainability factors by integrating the combined proposition. Maximising risk-adjusted return working within universal ownership/3D investing ¹ principles. The focus should extend more significantly into systemic stewardship. Consider additional resourcing	From:	A 3D lite model in which intentional real-world impact is small			
owners		То:	A 3D full-on model in which intentional real-world impact is managed and measured			
	Elevate the ambition of the Guardians' learning and development platforms. The accelerating speed of change in the industry calls for a much larger response to upskilling: including pro-active skills development to support the technology transition ushered in by AI; extending the program to cover system thinking	From:	L&D platform used sparingly under self-guided principles			
includi		То:	L&D platform used extensively under stronger organisational influence			
	Strengthen the technology proposition. The Guardians should consider how to increase the integration of technology users and specialists, including alternative models used by peers	From:	Technology specialists and investment staff are partly joined-up			
integra		To:	Technology specialists and investment staff are well joined-up			
	Ensure strong leadership succession practices. The Board, Management and Nominations Committee should review their practices for succession planning and succession more generally and position the organisation in a stronger place to respond to continuity challenges in top leadership roles – notably Board chair, CEO and CIO	From:	Leadership succession issues front of mind			
and po		То:	Substantial confidence in leadership succession processes and outcomes			

"The soft stuff is the hard stuff"



The suggestions arising from this review Suggestions are where NZSF context and bandwidth may or may not make these areas desirable to pursue

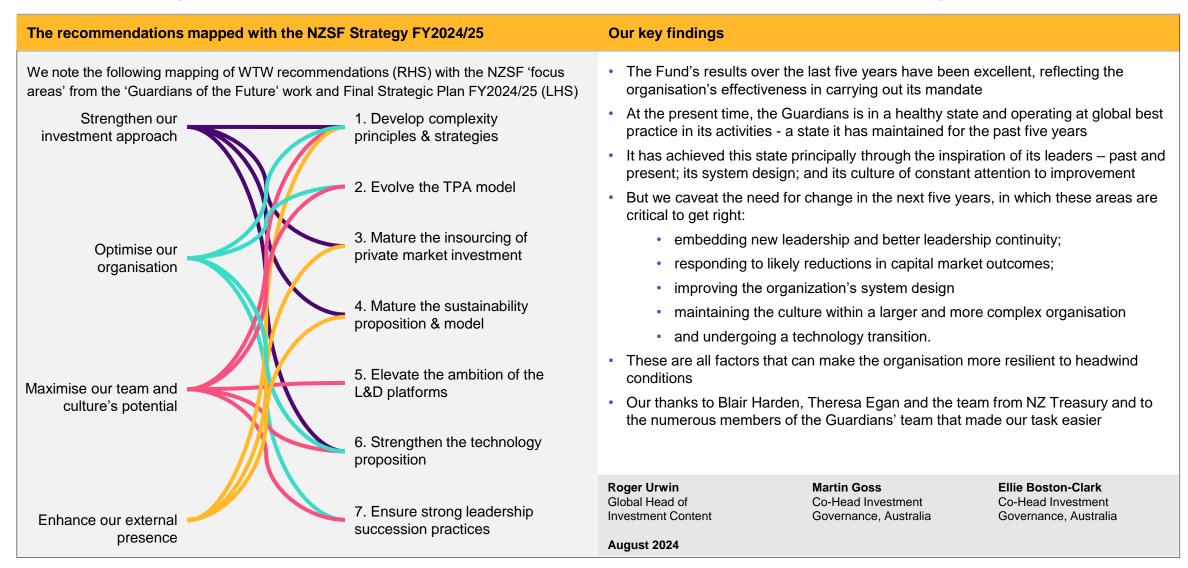
WTW suggestions					
•	Deepen the existing investment beliefs particularly on sustainability. Consider the integration of organisational beliefs and principles with the investment beliefs	From:	Specialised investment beliefs that are not joined-up with wider factors		
		To:	Investment beliefs that are part of a bigger framework of organisational beliefs		
•	Review the Reference Portfolio for better fit with universal ownership principles, notably considering the merits of forward-facing benchmarks and the opportunity to work with other asset owners on this. Develop a stronger Board and Management position on universal ownership, with continued open communication with the Guardians' principal stakeholders – the Crown, the Minister of Finance and the Treasury	From:	First generation climate risk management which largely stands on its own		
		To:	Second generation climate risk management which is integrated with universal ownership/3D investing principles		
•	Deepen Board – Management engagement . The Guardians, in common with most asset owner boards, engages at a high level on investment content. The Peer Study suggested how better engagement can be developed and would add value. WTW considers consultant intermediation and facilitation, in the form of dedicated board advisory support, to be worth considering	From:	Board engagement on investment content is relatively high level		
		To:	Board engagement that involves deeper Board oversight of the portfolio		
•	Reposition the hybrid work design to increase social capital. Use the opportunity in the office move in 2026 to align office design, hybrid design and EVP (employee value proposition) and OVP (organisational value proposition) to increase the social capital which is needed for collaboration to thrive and to support superteams principles. We are aware that Management is reviewing its options on this matter. We are urging that more attention is given to the evaluation of alternative work design arrangements (e.g. hybrid versus office) with particular regard to the social capital factor	From:	Hybrid design is relatively liberally applied with wide dispersion in practice and limited co-ordination; and the office can have a relatively flat atmosphere		
		To:	Hybrid design that is more top down guided with narrower dispersion of practice and stronger co-ordination; and the office has a magnetic pull		

"Tē tōia, tē haumatia"

"Nothing can be achieved without a plan, workforce and way of doing things"

14 Conclusions

The organisation is in a very healthy state, but it has a number of time-sensitive challenges ahead



Appendix: Terms used

DEI	Diversity, equity and inclusion – Diversity as the presence of differences, equity as respect for differences, inclusion as the leverage of differences				
EVP	Employee Value Proposition - culture and leadership, policies and actions that attract, retain and develop the people in the organisation				
OVP	Organisational Value Proposition – the value delivered to the organisation by its people				
SAA	Strategic Asset Allocation				
Offshoring	Asset owners that have additional investment offices in other countries from their domicile				
Total Portfolio Approach (TPA)	An approach to portfolio construction that is a "more joined up" process that starts with clearly specified investment goals, and applies a competition for capital among all investment opportunities, in a dynamic approach				
Universal ownership / 3D investing	Universal owners are generally very large investors that own a slice of the world economy and world portfolio. 3D investing principles align with universal ownership in managing funds to balance risks, returns and real-world impacts				
Systems thinking	Emphasising the whole over the parts, the collective over the individual, the inter- connectedness, the emergent properties of the system over time				
Superteams	Teams capable of outstanding results that conduct their work with exceptionally strong cultural alignment, governance, and cognitive diversity				
T-shaped teams	Teams with cognitive diversity, mixing subject depth (the vertical bar of the 'T') and subject breadth (the horizontal bar of the 'T')				
BbU	Business beyond usual: irregular work, tasks, and inter-actions, particularly work on initiatives and change projects				



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