

Briefing for Incoming Minister

Groceries

March 2025



***Making New Zealanders better off because
markets work well, and consumers and
businesses are confident market participants***

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Introduction

Tēnā koe e te Minita hou o te Kōmihana Tauhokohoko – Greetings from the Commissioners and staff of the Commerce Commission.

Thank you for this opportunity to introduce our organisation and our mahi.

All of our work in the grocery sector is focused on promoting a thriving and competitive market to drive innovation, choice, and value for Kiwi consumers.

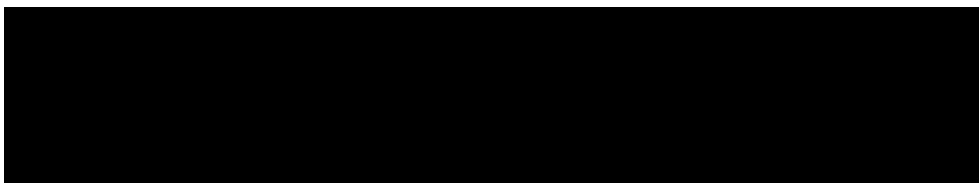
The Commerce Commission is responsible for monitoring and regulating the grocery sector under the Grocery Industry Competition Act 2023 (GICA). Our responsibilities under GICA complement our ongoing work in the grocery sector enforcing the Fair Trading Act and the Commerce Act.

This briefing note introduces you to our organisation and outlines our role within the grocery sector:

- **Section A** describes the Commission's role.
- **Section B** provides an overview of the Grocery sector and outlines the key matters the Commission is working on.
- **Section C** introduces you to key staff in the Commission.

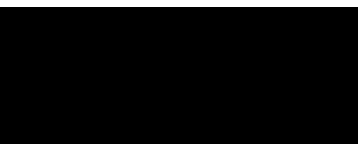
Parts of this briefing contain commercially-sensitive information or planned enforcement activity that is not suitable for public release. Please ensure that your officials liaise with us before releasing any material publicly.

We trust you find this information helpful and look forward to working with you.



Dr John Small
Chair

Pierre van Heerden
Grocery Commissioner



Adrienne Meikle
Chief Executive

Section A – The Role of the Commerce Commission

Our Role

Our vision is to make New Zealanders better off because markets work well, and consumers and businesses are confident market participants. Factors that are critical to our ability to deliver include:

- ensuring our independence and impartiality.
- maintaining an understanding and knowledge of the sectors we regulate.
- striking a balance between stakeholder engagement, education, and enforcement.
- retaining a big picture focus.

Being an independent Crown entity requires the impartial application of legislation we implement and enforce. However, in performing our role, we have regard to Government priorities and expectations where required by legislation. We aim to be as open and transparent as possible and, consistent with the principle of ‘no surprises’, we will keep you and your office informed about any significant risks or key issues as they arise.

Our key responsibilities are set out in the legislation we implement and enforce, which is outlined below. The common thread through this legislation is a focus on the long-term interests of all New Zealanders, the promotion of competition where that is feasible and efficient, and the regulation of commerce where it is not (such as monopoly sectors). This is why we maintain a focus on making New Zealanders better off.

How well markets function affects the affordability of goods and services, the incentives that businesses have to innovate and improve efficiency, and the speed with which the economy recovers from external shocks. These all have a real impact on New Zealanders as business owners and consumers.

Competition creates incentives for businesses to innovate, improve efficiency and produce products and services that are attractive to consumers. Consumers contribute to competition when they buy things and are better off when they have confidence to participate in markets. They should have access to accurate, truthful information that helps them make informed choices and feel that the system is working to protect their interests.

Businesses need to be confident that the rules of trade are clear, that competitors are playing by them, and that there is a reliable system for ensuring respect for the law. They also need to have confidence that the regulatory regimes we are responsible for are predictable, so that they can continue to invest and innovate.

We will work towards our vision by targeting four outcomes:

- Kaitiaki | Stewardship.
- Māketē whakataetae | Competitive markets.
- Tauhokohoko tōkeke | Fair trade.
- Ngā tino ratonga | Essential services.

These outcomes are described in our Statement of Intent 2023-2027, which sets out our strategic objectives and details how we intend to achieve our purpose. The [Statement of Intent](#) is complemented by our [Statement of Performance Expectations](#), which focuses on the current year work programme and sets out our annual performance measures and forecast financial statements.

Our role in Groceries

In March 2022, the final report in our market study into the retail grocery industry (Market Study) found that competition was not working well for consumers. We noted that, if competition was more effective, retailers would face stronger pressures to improve their offering on price, quality and range to satisfy different consumer preferences. We made a range of recommendations to enhance competition, including recommendations to:

- improve conditions for entry and expansion.
- improve competition for the acquisition of groceries.
- improve the ability of consumers to make informed decisions.
- establish a new grocery industry regulator and dispute resolution scheme.

We have a number of active investigations and enforcement proceedings underway:

Matter	Investigation
Reducing the power imbalance between suppliers and retailers	3 investigations into breaches of the Supply Code ■ investigations into breaches of wholesale requirements 3 investigations into anti-competitive conduct ■ preliminary assessments
Enhancing consumer protection	3 criminal proceedings (either filed or upcoming) on accurate pricing or promotional claims 3 active investigations on accurate pricing or promotional claims 3 active investigations on unit pricing

Commerce Act 1986

The Commerce Act promotes competition in markets for the long-term benefit of consumers within New Zealand. It covers all businesses in New Zealand and prohibits anti-competitive behaviour and acquisitions that substantially lessen competition. It also provides for a clearance and authorisation regime for mergers and restrictive trade practices and enables us to carry out competition studies.

Recent activity in the sector under the Commerce Act includes our grocery market study, action on restrictive and exclusive covenants, and assessing the Foodstuffs merger. The parties to the merger application filed an appeal against our decision to decline it. The appeal is scheduled to be heard by the High Court next year. We are also considering a proposed acquisition of Beak & Johnston (a food manufacturer) by Woolworths.

A law change prompted by the groceries study means that, as of 20 April 2023, section 28A of the Commerce Act renders certain grocery-related covenants prohibited and unenforceable. Foodstuffs North Island was recently penalised \$3.25 million for lodging anti-competitive land covenants with the purpose of blocking competitors.

Fair Trading Act 1986

The Fair Trading Act protects consumers from misleading and deceptive trader behaviour that is likely to mislead consumers as to the price, performance or quality of their purchase.

Consumers should be able to rely on supermarket prices and price promotions being accurate. We have prioritised investigating and enforcing illegal pricing and promotional practices of grocery retailers. We recently filed criminal charges against Pak'nSave Silverdale and Pak'nSave Mill Street for what we allege was inaccurate pricing and misleading specials that may have breached the Fair Trading Act. We will soon be filing criminal charges against Woolworths NZ for similar alleged conduct and have a number of investigations underway under the Fair Trading Act for issues relating to promotional pricing.

Grocery Industry Competition Act 2023

On 10 July 2023, the Grocery Industry Competition Act 2023 (Grocery Act) came into force, although the three Regulated Grocery Retailers (**RGRs**) (Foodstuffs North Island, Foodstuffs South Island, and Woolworths NZ) were given additional time to comply with certain provisions of the wholesale access regime. The Grocery Act complements responsibilities under the Commerce Act and the Fair Trading Act, and contains a set of measures to improve competition, including:

- Establishing a wholesale access regime that requires RGRs to set up systems to facilitate wholesale supply to other grocery retailers. This is intended to make it easier for businesses to enter the retail market and support the growth of existing retailers. The competitive pressure smaller chains and independent dairies put on the major supermarkets could increase if they can access wholesale supply to provide more products at prices that are more attractive to consumers.
- Allowing for the creation of a Grocery Supply Code (the Supply Code) that sets out the rules of engagement between suppliers and the RGRs to address the current power imbalance between suppliers and the RGRs.
- Creating the framework for a new dispute resolution body to deal with disputes between RGRs and their suppliers or wholesale customers.
- Amending the Fair Trading Act to extend protections against unfair contract terms to grocery supply contracts and to allow parties to take private enforcement action.

The Grocery Act also includes a number of monitoring and reporting functions to promote competition and efficiency, requiring us to:

- understand the current and emerging trends or issues in the grocery industry.
- promote transparency about the way the grocery industry is being regulated.
- contribute to a trading environment in which businesses compete effectively.
- ensure consumers and businesses can participate confidently.

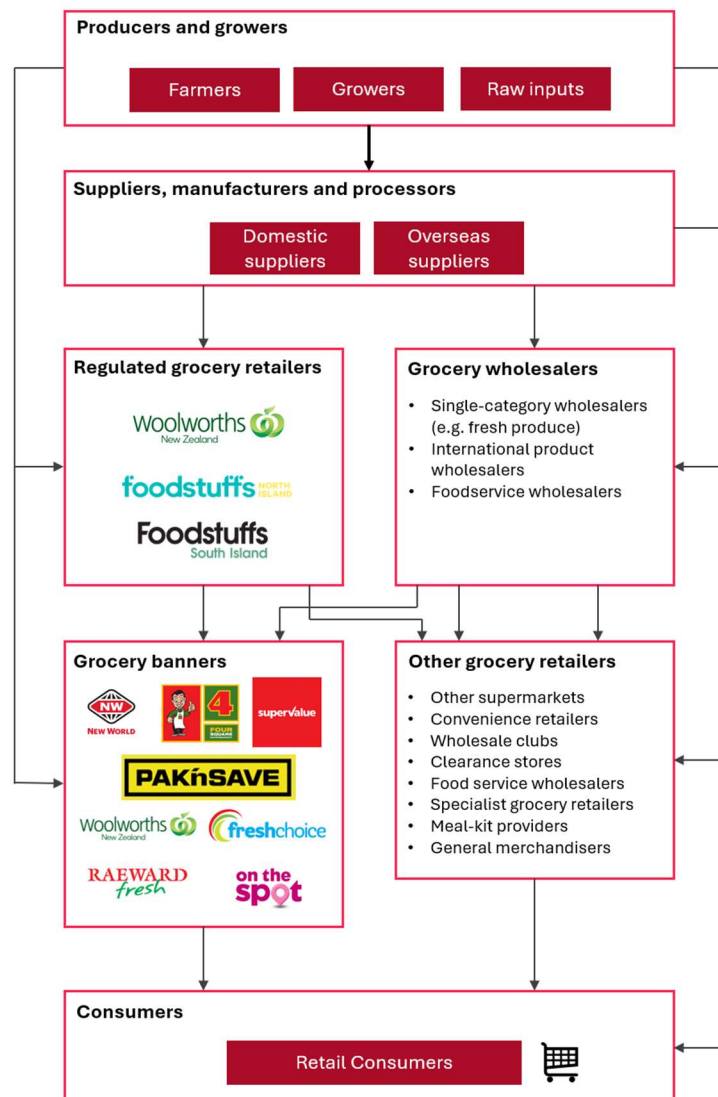
Section B – Sector Overview

Outlined below are the key groceries-related matters the Commission will be working through in the next six months and beyond. More detail will be provided in upcoming briefings and meetings. Information on any other matters can be provided at your request.

Grocery Industry Overview

Groceries are an essential purchase and a major expense for most households. Statistics New Zealand data indicates that in the year to 30 June 2023, the average New Zealand household spent \$214 per week on groceries (which equates to 13% of households' total weekly expenditure). Over the same period, more than \$25 billion was spent at supermarkets and grocery stores in total. Figure 1 below provides an overview of the New Zealand grocery industry.

Figure 1: High-level summary of the New Zealand retail grocery industry



The Three Regulated Grocery Retailers

There are three major grocery retailers operating in New Zealand: Woolworths New Zealand (WWNZ) and two separate Foodstuffs cooperative entities serving each main island, Foodstuffs North Island (FSNI) and Foodstuffs South Island (FSSI). Notably, the two Foodstuffs cooperatives operate in different geographic areas but present a single national offering through common banners¹. This means that each main island of New Zealand has two major grocery retailers operating. Each RGR operates stores belonging to different retail banners. As of December 2023, there were 770 retail stores across New Zealand belonging to the RGRs. Table 1 summarises the RGRs' retail store networks.

Table 1: RGRs' retail store networks as at December 2023

RGR	Banner	Number of retail stores
FSNI	Four Square	165
	New World	105
	Pak'nSave	46
FSSI	Four Square	60
	New World	43
	On The Spot	73
	Pak'nSave	12
	Reward Fresh	4
WWNZ	Countdown/Woolworths	188
	SuperValue/FreshChoice	74

Foodstuffs North Island & Foodstuffs South Island

FSNI and FSSI retail stores are owner-operated franchises which are supplied by their respective cooperative. The two co-operatives have shared ownership of Foodstuffs New Zealand Limited (which provides services to each and owns both the retail banner brands and the nationwide Liquorland network of over 175 owner-operated retail stores) and Foodstuffs Own Brands Limited (which manages private label products).

In addition to its 316 retail stores, FSNI operates Gilmours Wholesale Limited (Gilmours), a foodservice wholesale business. Gilmours has seven cash and carry stores in the North Island which are run under an independent owner/operator model.

Similarly, in addition to its 193 retail stores, FSSI owns and operates Trents Wholesale Limited (Trents), a commercial wholesale business. Trents has five locations in the South Island and operates under a support centre corporate model.

¹ Banners are grocery store brands/names retailers sell under (e.g., New World, Pak'nSave, Woolworths, Fresh Choice).

On 15 December 2023, we registered an application from FSNI and FSSI seeking clearance to merge into a single national entity. On 1 October 2024, we announced our decision to decline clearance for the proposed merger. Foodstuffs co-operatives have appealed our decision, and this is set to be heard by the High Court in early March 2026.

Woolworths New Zealand

WWNZ operates and supplies 193 stores under the Countdown/Woolworths banner across the country including five dark stores.² In 2023 WWNZ announced the rebranding of all Countdown stores to trade under the Woolworths banner.

Additionally, WWNZ owns Wholesale Distributors Limited, which acts as the franchisor for 74 owner-operated SuperValue and FreshChoice stores.

Other retailers offering groceries

A large number of other retailers operate around New Zealand, but they only make up a small part of the overall grocery market. These retailers are not currently in competition with the RGRs for consumers' one-stop shop. Most lack product range to compete for a main shop. Apart from a limited number of exceptions, they do not compete with the RGRs on price as they lack scale and favourable buying terms (e.g., promotional funding) to offer competitive pricing. Instead, other retailers compete for top-up shops through offering convenience or for secondary shops by offering goods not available at the RGRs' retail stores.

Many of these retailers are geographically limited to Auckland or the main cities, though some specialist supermarkets also offer online delivery services. The group of alternative retailers also includes convenience retailers (Night 'n Day, Metromart, Circle K, full-service petrol stations), clearance stores (Reduced to Clear, Crackerjack, Save More, Uncle Bills), wholesale clubs (Costco), food service wholesalers (Moore Wilsons), single-category grocery retailers (Mad Butcher, Animates, Chemist Warehouse), meal kit providers (My Food Bag, HelloFresh, Woop), and specialist online retailers (Paddock to Pantry, Meat Box).

Wholesalers

Grocery or producer wholesalers are intermediaries who acquire products from suppliers and on-sell to grocery retailers. All the RGRs' operations are vertically integrated, which includes wholesale functions. This allows them to service their own retail businesses and their franchises. Other retailers can purchase groceries on a wholesale basis from the RGRs through the wholesale access regime.

There are some wholesale options for single product categories such as fresh produce, meat and some categories such as bread and milk, where a large supplier will perform a wholesale function through a direct-to-store delivery model.

² A dark store is where stock is kept and dispatched. Some are automated with no workers or lighting, hence the term. It is used interchangeably with stores with no customers, such as the online home delivery-style warehouse.

Separate wholesalers also exist to supply restaurants and other foodservice retailers. While these businesses focus on foodservice, they do supply some convenience stores and other grocery retailers. There are also independent foodservice wholesalers such as Bidfood and Service Foods.

Suppliers

Suppliers may be growers of fresh produce, farmers, manufacturers or processors. In 2024, RGRs had (in total) around 3800 suppliers providing grocery products to them, including small local growers and craft food producers, iwi-owned businesses, through to large multinationals. As we noted in the Market Study, suppliers are often dependent on RGRs as their main route for selling their products to consumers. Some suppliers are more reliant on the RGRs than others.

Supplier Concerns

A significant number of suppliers have raised concerns with us around potential repercussions of raising issues to us. We have put a great deal of effort into building supplier confidence, including:

- regular meetings with supplier bodies.
- surveying suppliers.
- establishing an anonymous reporting tool.
- publishing our feedback to the RGRs on the Grocery Supply Agreement templates.

Section C – Changes to Regulatory Context and Upcoming Matters

There are significant changes happening in the regulatory landscape for the grocery industry. These include:

- The New Zealand National Party and New Zealand First 2023 coalition agreement noted the parties' intention to explore options to strengthen the powers of the Grocery Commissioner, to improve competitiveness and to address the lack of a third entrant to remove the market power of a duopoly.
- The Government is currently reviewing New Zealand's overall competition settings, set out in the Commerce Act, to promote greater competition across the economy. This review is being managed by the Ministry of Business, Innovation and Employment (MBIE). We will advise Minister Simpson on our views on this review directly, but the consultation document contains several proposals that could make a significant difference in the grocery industry.
- Our Market Study recommended that the availability of sites for retail grocery stores should be improved under planning law. We provided submissions on the previous Government's proposed changes to the Resource Management Act (RMA). At the time, we proposed changes that would support greater access to land for all retail developments, including grocery industry participants, but these were not taken forward. The Government plans to replace the current RMA with new resource management legislation. There will again be an opportunity to support greater access to land for grocery retail developments, as well as for other retail sectors.
- Our Market Study also identified that the Overseas Investment Act is a regulatory process that can make it more difficult for overseas retailers to enter the grocery industry using overseas capital. The recently announced reform of the Overseas Investment Act has the potential to make New Zealand a more attractive market for a third entrant into the grocery industry.

Reducing barriers to entry and expansion to encourage more competitors

The Grocery Act emphasises the importance of access to wholesale goods to enable competing retailers to enter the market or expand their offering. In the first year of the regime, we were required to conduct three assessments of the wholesale offerings that the RGRs must put in place. Our assessment at the end of the first year of the regime led us to conclude that there had been little change to the overall state of competition since the Market Study and that there were issues with the RGRs' wholesale offerings. We initiated a wholesale inquiry to look at issues related to wholesale supply in more detail and assess whether we need to introduce further measures, such as a set of enforceable rules (Wholesale Code). We expect to publish our draft report in June 2025.

We are continuing to address other barriers to entry and expansion including:

- Improving access to land by making further assessments of RGR land holdings to identify and monitor for anti-competitive behaviour.
- Engaging with investors and potential entrants to better understand their plans and any barriers to entry they may be facing.

Reducing power imbalance between suppliers and retailers to support suppliers to innovate

In March 2024, the Grocery Supply Code (Supply Code) came into force and is the first time that many agreements in the sector have been documented. It aims to increase protection of suppliers, whilst allowing for robust commercial negotiation. We are required to complete a review of the Supply Code this year and will report to you on this by the end of September.

We have been actively engaging with the RGRs and suppliers to promote their understanding of, and compliance with the Supply Code. This has included:

- Reviewing the RGRs' template agreements and publishing our feedback to ensure that it was visible to suppliers.
- Commencing the review of the Supply Code less than a year after it came into effect in recognition of concerns that systemic issues were not being addressed, and suppliers may not be benefiting from the full protections of the Code due to built-in carve out provisions.
- Surveying all suppliers to seek views on the Wholesale Inquiry and the review of the Supply Code with more than 500 responses (out of a total sample of 4000).
- Prosecuting and deterring illegal activity when we see it or when issues are reported to us.

Enhancing consumer protections and transparency

Unit Pricing Regulations came into effect in 2023, which require grocery retailers to display the unit price for goods clearly and legibly, at no less than 25% the size of the marked price. This applies to both in store, online, and advertised prices. Unit pricing is an important tool to enable shoppers to compare prices between brands and retailers. We have an ongoing focus on education and compliance work on unit pricing which supports consumers to shop around.

Consumers should have confidence that the price they see will be the price they pay, and specials really are special. We have a continued focus on misleading specials and pricing inaccuracies, including the filing of criminal charges to remind all supermarket operators that they're expected to fix ongoing pricing accuracy issues and implement better processes to prevent issues like these in the future. In addition to recent filed charges, we have other ongoing investigations into supermarket operators.

We are putting in place a mandatory disclosure standard to make it easier to identify trends and issues affecting consumers going forward, so they can be remedied. The standard will require the major supermarkets to regularly disclose information about the rate and resolution of customer complaints, including around pricing and promotional issues. We are currently consulting on a draft of the standard and aim to finalise in mid-2025.

Annual Grocery Report

Published in September 2024, our first Annual Grocery Report provided the first comprehensive analysis of the state of competition in the grocery industry since our Market Study. The report showed that there had been no significant increase in competition; with continued high levels of profitability, increasing retail margins and ongoing dominance of the industry by the major supermarkets.

The report also included a progress assessment of the RGRs' wholesale offers, which have been developed in response to requirements within the Grocery Industry Competition Act. The progress assessment identified issues with range and pricing that have led to us commence an inquiry under section 55 of the of the Grocery Industry Competition Act to consider whether stronger regulation is necessary.

Preparation for the second annual grocery report is well underway, and this is due for publication mid-2025.

Next Steps

In the past we have found regular reporting and quarterly meetings to be a helpful way of maintaining open communication and keeping the Minister up to date with our work. Going forward, we would welcome the opportunity to meet with you.

Appendix A – Commission Members

The Board

Our Board is responsible for governing the entity and exercising its statutory powers and functions. The Board's actions must be consistent with the Crown entity's objectives, functions, Statement of Intent, and Statement of Performance Expectations.

The Governor-General, on the recommendation of the Minister of Commerce and Consumer Affairs, appoints Commissioners for their knowledge of, and experience in, areas relevant to the Commission's interests. The Telecommunications Commissioner is appointed on the recommendation of the Minister of Broadcasting and Media.

The Board has a strong focus on:

- setting the direction of the Commission
- ensuring that the Commission achieves its objectives, as expressed in legislation and the Statement of Intent
- managing any risks to the Crown.

The Board delegates the day-to-day management of the Commission to the Chief Executive. Our Chief Executive, with support of the senior leadership team, is the key point of accountability between the Board and the organisation.



Dr John Small
Chair

John is the Founding Director of economic consultancy firm, Covec, and was also the former Head of the University of Auckland's Economics Department. He has extensive experience undertaking complex competition analysis in a wide range of sectors, including energy, transport, agriculture, telecommunications, payment systems, and construction.

John was also previously a lay member of the High Court of New Zealand, frequently called as an expert witness before courts, tribunals and commissions.

Term began: 8 June 2020 (first appointed: 17 Dec 2018)

Term ends: 7 June 2025



Anne Callinan
Deputy Chair

Anne was appointed Deputy Chair in July 2023.

Anne is a commercial litigation lawyer with deep experience of competition and regulatory law. Prior to joining the Commission she worked for Simpson Grierson – becoming a Partner in 1997 and the firm’s Chair from 2018 to 2023.

She has a BA/LLB from the University of Auckland.

Term began: 10 July 2023

Term ends: 9 July 2028



Pierre van Heerden
Grocery Commissioner

Pierre van Heerden was appointed Grocery Commissioner in July 2023.

Most recently, he was the Chief Executive Officer of Mojo Coffee, General Manager Commercial Development of Zealandia, and Executive General Manager of Farrah’s Breads. Prior to this, van Heerden was Managing Director of Southern

Sky Associates, a business consultancy. He has also been the Chief Executive Officer of Brancourts Dairy Group, Australia and Executive General Manager of Sanitarium Health and Wellbeing New Zealand for 10 years, Managing Director of Dick Smith Foods in Australia, as well as having held various executive roles with Sanitarium in Australia.

Pierre has also held roles as Chair and Deputy Chair of the Food and Grocery Council of New Zealand, New Zealand Representative of APEC’s Policy Partnership on Food Security, a member of expert advisory groups – Front of Pack Labelling as well as Health Star Rating advisory groups (on behalf of the Minister of Food Safety), and industry advisor on the Food and Beverage Information project. He has also been Chair of Life Health Foods Limited and director of New Zealand Health Association Limited, SoSoy (Pty) Ltd and the International Health Food Association.

He is well educated with recent studies at both London Business School and INSEAD on a Prime Minister’s Business Scholarship. He holds various other qualifications including BBA, Hons BCom, Hons BCompt, MBL, is a qualified Chartered Accountant, FCPA, MInstD, and GAICD.

Term began: 13 July 2023

Term ends: 8 July 2028

Other Members

- Tristan Gilbertson – Telecommunications Commissioner
- Vhari McWha
- Dr Derek Johson
- Bryan Chapple

Appendix B – Commission Senior Leadership Team



Adrienne Meikle
Chief Executive

Adrienne joined the Commission in May 2018 from MBIE, where she was the Deputy Chief Executive, Corporate, Governance and Information group.

In 2023, Adrienne was seconded to the role of Chief Executive of Land Information New Zealand, where she led the public service agency through a time of change and opportunity building. In 2024, Adrienne returned to lead the Commission in delivering and having impact in mahi in competition, fair trading and credit as well as

market and infrastructure regulation.

Adrienne has held senior management roles in the Market Services and Dispute Resolution areas in MBIE, Acting Deputy Secretary, Tourism, Events and Consumer Affairs, Director of Legal in the Ministry of Economic Development, Chief Legal Adviser in the New Zealand Food Safety Authority and Parliamentary Counsel.

She has also worked for the Department of Corrections and the Ministry of Education. She has BA, LLB and LLM (Hons) degrees.



Raj Krishnan
General Manager Office of the Board and Chief Executive

Raj joined the Commission in 2021 from the Department of Internal Affairs where he held several leadership positions, including General Manager Policy and General Manager Regulatory Services.

He brings extensive leadership experience in policy and regulation and a strong background in governance and stakeholder relations.

Raj has previously held roles with the Department of the Prime Minister and Cabinet, Department of Corrections and ACC.

He has a BA in Social Policy and Education and a Master of Public Policy from Victoria University of Wellington.



Nick Russ
General Manager Market Regulation

Nick joined the Commission in November 2010.

Before joining the Commission, Nick spent a number of years working for energy regulators in the UK (Ofgem) and Australia (Australian Energy Regulator). Nick has a degree in electrical engineering and is a chartered engineer



Andrew Riseley
General Counsel

Andrew joined the Commission in January 2017 after 20 years in competition law and economic regulation across five jurisdictions, including Singapore, the UK and Australia.

Andrew has an MSc in Regulation from the London School of Economics and an LLB (Hons) and BEc (Hons) from Monash University.

Appendix C – Key Contacts

Contact	Role and Details	Note
Dr John Small	Chair [REDACTED]	John is Auckland-based, but makes frequent trips to Wellington
Pierre van Heerden	Grocery Commissioner [REDACTED]	Pierre is Auckland-based, but makes frequent trips to Wellington
Adrienne Meikle	Chief Executive [REDACTED]	
Raj Krishnan	General Manager Office of the Board and Chief Executive [REDACTED]	Raj leads the Office of the Board and Chief Executive, which includes lead responsibility for engagement with MBIE and Ministers offices
Nick Russ	General Manager Market Regulation [REDACTED]	Nick leads the Market Regulation branch, which includes lead responsibility of the Grocery function
Dr Alice Hume	Head of Grocery [REDACTED]	Alice leads the Commissions Grocery function
Lachlan Cartwright	Principal Policy Analyst [REDACTED]	Lachlan is responsible for engagement with MBIE and Ministers offices
Willy Trolove	Communication Manager [REDACTED]	Will leads the Commissions Communications Team