

Information required for non-NZ government exemption application

This document sets out the information required to complete an application for exemption from the definition of non-NZ government investor under [section 20AA](#) of the Overseas Investment Act 2005.

Information required

You will be required to provide the following information to the Overseas Investment Office (OIO) for an exemption application.

Application detail

- Whether you have attended a pre-application meeting, and the OIO case number if you have
- Whether you're resubmitting this application, and the OIO case number if you are
- Applicant name (full legal name of the entity or individual(s) applying)
- Short description of the requested exemption
- Full legal name(s) of the entity/entities the exemption will cover
- Applicant's address for service in New Zealand
- Requested decision date (if applicable), and reason for requesting this date
- Applicant's contact details
- Contact for application details - including contact person's name, email address, contact number and role in the application (with option to add a second contact person)
- Invoice details: Name, company, and postal address for invoice

The exemption

Provide the following information about the exemption sought under section 20AA of the Act:

- Names and jurisdictions of the entities for which an exemption is sought:
 - Where relevant, include information about:
 - their relationships to each other
 - if there's a consent application to which this exemption relates, their relationships to the Applicant for consent
 - If possible, also include information about each entity's:
 - area of business, whether geographic region or industry
 - target market
- Why each entity for which you are seeking an exemption is a 'relevant government enterprise' under section 6(1) of the Act, and is therefore a 'non-NZ government investor' – including information as to why each particular entity would be considered a 'relevant government enterprise', with reference to the:
 - type of entity they are
 - criteria in the Act
- The requested duration of the exemption (note that section 20AA(7) states that such an exemption may not continue in force for more than 5 years)
- List of the key individuals involved in controlling the business of all the entities for which an exemption is sought. Include:
 - all members of the governing body of each relevant entity
 - any other individuals with control over investment or management decisions
- Case numbers for any consents where any of the entities for which an exemption is sought was a relevant overseas person (ROP)

Criteria

Submit the following information about whether the exemption sought meets the criteria set out in [section 20AA](#) of the Act and [regulation 64D](#) of the Overseas Investment Regulations 2005:

- The requested extent of the exemption. This must not be broader than reasonably necessary (e.g. covers a specific transaction only)
- Why the exemption being sought is necessary, appropriate or desirable
- For each of the entities for which an exemption is sought:
 - whether the government of any one country has the right to exercise, or control the exercise of, more than 25% of the voting power at a meeting (definition of government for the purposes of this exemption is set out at [regulation 64D\(3\)](#))
 - which entities this applies to
 - which foreign governments have these rights
 - what rights they hold
- For each of the entities for which an exemption is sought:
 - whether there are limitations on a government's ability to control or influence the investment or management decisions relating to an individual investment (that would fall within those decisions described in [regulation 64D\(2\)\(b\)](#)), and
 - details of the relevant entity and limitations
- Whether there are decision-making delegations in place (formal or informal) that:
 - apply to the entities that the exemption will cover, and
 - give or restrict influence or control over those entities by a foreign government?
- If there are such decision-making delegations in place, we require information about:
 - what they are
 - who controls them, and
 - how they relate to management and investment decisions of the entities that the exemption will cover
- Details of any use of influence in relation to any of the entities for which an exemption is sought
- For each of the entities for which an exemption is sought, details of the:
 - original policy or strategic directive or intent, and
 - any subsequent policies or directives that relate to any of those entities
- Any further submissions relevant to the consideration of this application for exemption

Ownership and control

Provide the following information about the entities that the exemption will cover:

- Information about the ownership and control of the entities that the exemption will cover, tracking back to the ultimate owners/controllers, including:
 - if this exemption relates to a consent application, information about how the entities the exemption will cover own or control the Applicant for consent
 - information about the significance of any intermediary entities and other parties (including associates)
 - information about any trust arrangements and all share classes on issue (and who owns them)
- Incorporation, shareholder and director information for:
 - the entities the exemption will cover, and
 - persons who have a more than 25% beneficial or legal interest in these entities (or equivalent information if the relevant entity is not a company)
- Beneficial ownership information for each of the entities to which the exemption will apply
- Ownership by country information for each of the entities to which the exemption will apply

Documents

Upload the following documents:

- Signed Signature for application for exemption form
- Statutory declaration verifying that the information provided in the application is true and correct
- Structure diagram(s) showing ownership and control: simplified and full diagrams. The structure diagrams should include all relevant government enterprises for which exemption is sought and their ultimate ownership and control interests and jurisdictions
- Certificate(s) of incorporation
- Formation documents (e.g. trust deeds, constitutions), any other documents setting out limitations on the ability of individuals or entities to control or influence investment or management decisions and, where applicable, descriptions of trust arrangements and all share classes on issue (including who owns them)
- Passports of all key individual(s) in colour.
- CVs for all key individuals.
- Any other relevant documentation in support of your application.