

**NOTICE OF EXEMPTIONS FROM FARM LAND OFFER CRITERIA  
PURSUANT TO SECTION 20 OF THE OVERSEAS INVESTMENT ACT 2005**

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1. Take notice that we, The Honourable Dr Michael Cullen, Minister of Finance, and The Honourable Pete Hodgson, Minister for Land Information, pursuant to section 20 of the Overseas Investment Act 2005 (“the Act”), hereby exempt every person from section 16(1)(f) of the Act for a transaction to the extent that giving effect to the transaction has any of the following effects:
  - (a) The acquisition by an overseas person of farm land securities that are quoted on a market operated by New Zealand Exchange Limited;
  - (b) the acquisition by an overseas person of farm land securities as a result of subscribing for securities if:
    - (i) the offer of those securities is an offer to the public for which an investment statement or registered prospectus is required under the Securities Act 1978; and
    - (ii) the offer is made in, or accompanied by, an investment statement or registered prospectus;
  - (c) the acquisition by an overseas person of farm land securities if:
    - (i) the takeovers code in force under the Takeovers Act 1993 applies to the acquisition; and
    - (ii) the acquisition is under an offer made to all holders of those securities other than the offeror (whether the offer is for all or some of the farm land securities);
  - (d) the acquisition by an overseas person of farm land securities if the farm land to which the farm land securities relate has, in accordance with a procedure prescribed by regulations made under the Act, been offered for sale or acquisition on the open market to persons who are not overseas persons;
  - (e) the acquisition by an overseas person of farm land securities from a person if the overseas person and the other person, immediately before the transfer, do not together have (directly or indirectly):
    - (i) a beneficial entitlement to, or beneficial interest in, 50% or more of the farm land securities of the company or body corporate that owns or controls the farm land; or
    - (ii) the right to exercise or control the exercise of 50% or more of the voting power at a meeting of the company or body corporate that owns or controls the farm land; or
    - (iii) the right to appoint or control the appointment of 50% or more of the board of directors (or other persons or body exercising powers of management, however described) of the company or body corporate that owns or controls the farm land;
  - (f) the acquisition of farm land or farm land securities by an overseas person from a family member (whether or not the family member is an overseas person);

- (g) the acquisition of farm land or farm land securities by an overseas person if:
  - (i) the acquisition is from another member of the same group or another partner in the same partnership or another member of the same joint venture as part of a reconstruction or reorganisation of that group, partnership, or joint venture; and
  - (ii) the group is an overseas group or the partnership or joint venture is an overseas person;
- (h) the acquisition of farm land or farm land securities by an overseas person from another overseas person as part of a wider acquisition or merger if:
  - (i) the wider acquisition or merger is being undertaken by other members (relevant persons) of the same overseas groups as those overseas persons; and
  - (ii) the wider acquisition or merger involves the acquisition of the whole or a substantial part of the specified securities in, or the business of, one or more relevant persons in one or more overseas jurisdictions; and
  - (iii) each relevant person is incorporated outside New Zealand; or
- (i) the acquisition of farm land or farm land securities by an overseas person that has applied to be a permanent resident of New Zealand if that application is approved and that person becomes a permanent resident in New Zealand within 12 months after the application is approved.

2. In this notice, unless the context otherwise requires:

- (a) **family member**, in relation to any person means:
  - (i) a person who is related to that person by blood within the fourth degree of relationship; or
  - (ii) the person's spouse, civil union partner, or de facto partner; or
  - (iii) a person who is the spouse, civil union partner or de facto partner of a third party to whom the person is related by blood within the fourth degree of relationship; or
  - (iv) the adopted child of the person; or
  - (v) the adopted child of a third party who is within the third degree of relationship to the person; and
- (b) **overseas group** means a group that comprises an overseas person and persons that are directly or indirectly wholly owned by that overseas person.

3. This notice takes effect on and from 25 August 2005.

Dated at Wellington this 1<sup>st</sup> day of August 2005.  
DR MICHAEL CULLEN, Minister of Finance  
PETE HODGSON, Minister for Land Information