



## Investment Plan

### Residential land development

Increased Housing

Non-residential Use

Incidental Residential Use

**(One-off Consent)**

Use this template for applications for a one-off consent under the following tests:

- increased housing;
- non-residential use; and
- incidental residential use tests.

It is important that you provide us with accurate and complete information. It is an offence to make a false or misleading statement or material omission in any information or document provided to the Overseas Investment Office (OIO).

The OIO may use relevant legislation to share details of this application with other agencies to the extent permitted by law and as required to complete the application process.

#### Instructions:

- Please do not remove the instruction text from this template.
- Use the latest version of this template. Download this template from our website before each use.
- Follow the guidance in each section. Provide all required information.
- Be concise and use plain English. Use headings and tables (if relevant) and explain industry terminology. This is a living document and must be updated during the assessment process if further information is provided. Updated versions of this document must be recorded in the table below and with [tracked changes](#) so the OIO can easily identify those updates.

You must upload the completed investment plan to your online application for consent before you submit the application.

## Electronic Filing Requirements

Your investment plan and supporting information must be submitted electronically using our [Application Submission Webform](#). The Webform is a secure upload site and provides details of our electronic filing requirements.

**Please do not provide hard copy versions of your documents.**

### Version control

Record the details of each version of the investment plan below.

<b>Applicant Name</b>		<b>Evolution Healthcare NZ Limited</b>
<b>Version</b>	<b>Date</b>	<b>Description</b>
1.0	15/09/2023	First version submitted to OIO

### Applicant signature – Version 1.0

Only version 1.0 and the final version of the investment plan must be signed.  
Sign version 1.0 of the application below.

<b>Version 1.0</b>		
		15/09/2023
Matthew James Clarke	Director of the Applicant	Date

### Applicant signature – Final version

<b>Do not sign the final version of the investment plan below until the OIO requests you to.</b>		
Matthew James Clarke	Director of the Applicant	Date

## Section 1: Investment plan

Use this section to describe the sensitive assets you wish to acquire, what you plan to do with them and why – this is the story of your investment. You can refer to this information later when addressing the relevant criteria (avoid duplicating information).

We require this information to understand your investment, to set appropriate conditions, to identify the level of business experience and acumen required to make a success of the investment, to assess the risk profile of your application, and for statistical purposes.

### Required content

Provide the following:

- Confirm which test(s) you are applying under. Clearly identify the relevant land which relates to each test.
- Describe what you plan to do with the residential land, being one or more of the following:

#### *Increased housing:*

- Increase the number of residential dwellings;
- Construct a long-term accommodation facility (or increase the number of dwellings of an existing facility);
- Development works in support of the above;

#### *Non-residential use*

- Use it for non-residential purposes in the ordinary course of business for the relevant business;

#### *Incidental residential use*

- Use it for residential purposes in support of the relevant business.

- Provide a breakdown of the current and proposed use of the land (use the property table provided or similar).
- Provide information on all required consents and authorisations for the development. State if you have applied for them and/or you have received them.
- Project timeframes (key milestones: e.g. key consents obtained, commencement of construction, completion of construction, on-sale / commencement of operations).

## Required attachments to be uploaded:

- High-level information showing the proposed development (e.g. maps, concept drawings, development plans).

### 1 Response

1. As set out in the application, the Applicant is acquiring 100% of the Shares in the Target from the Vendor. The Target is a specialist residential and community-based rehabilitation provider for people with traumatic brain injuries. The Target holds ACC's contract for intensive traumatic brain injury rehabilitation services in the North Island.
2. The specialised services offered by the Target include:
  - a. residential living services for people with complex medical needs;
  - b. neuro-behavioural services;
  - c. slow stream rehabilitation transition to independence; and
  - d. longer term residential disability placement.
3. The Target has rehabilitation facilities in Auckland and Wellington and five residential disability homes in West Auckland. The Properties are leased by the Target for residential rehabilitation for people who live on-site before transitioning to their own homes unless a longer term placement is needed where their needs cannot be met through a lower level of support.
4. The Applicant intends on continuing the operations of the Target following the Transaction in materially the same fashion as the Target currently operates.
5. The residential land that is the subject of this application are premises for five community-based residential houses located in West Auckland and operated by the Target:
  - a. 482 State Highway 16, Kumeu;
  - b. 491 State Highway 16, Kumeu;
  - c. 544 Swanson Road, Ranui;
  - d. 544/2 Swanson Road, Ranui; and
  - e. 15 Tirimoana Road, Te Atatu South,

(together the *Properties*).
6. The Applicant intends that the Properties will continue to be used for incidental residential use.

7. The Properties are used as community-based residential houses providing specialised rehabilitation. The residential houses provide long-term rehabilitation services for people aged 18 years and over who have had an acquired or traumatic brain injury. The rehabilitation team prepare individual rehabilitation plans and deliver medical treatment and therapy for kiritaki (*kiritaki* are the people who use the services provided by the Target) focusing on guiding and supporting them to regain independence and re-learn daily activities with the goal of maximising their independence, enabling them to return to their communities.
8. Kiritaki are primarily referred to the Target by the Whaikaha, ACC, and Te Whatu Ora. On-site accommodation is required to support and facilitate provision of these essential rehabilitation services to kiritaki and is therefore incidental to the business of the Target.
9. Details of the relevant residential land is as follows:

482 State Highway 16, Kumeu, Auckland

Land use	Current (ha)	Proposed (ha)
Residential lots with houses / Rehabilitation care facility	4.0721	4.0721
<b>Total</b>	4.0721	4.0721

15 Tirimoana Road, Te Atatu South

Land use	Current (ha)	Proposed (ha)
Residential lots with houses / Rehabilitation care facility	1.001	1.001
<b>Total</b>	1.001	1.001

544 Swanson Road, Ranui, Auckland

Land use	Current (ha)	Proposed (ha)
Residential lots with houses / Rehabilitation care facility	3.895	3.895
<b>Total</b>	3.895	3.895

544/2 Swanson Road, Ranui, Auckland

Land use	Current (ha)	Proposed (ha)
Residential lots with houses / Rehabilitation care facility	3.895	3.895
<b>Total</b>	3.895	3.895

491 State Highway 16, Kumeu

Land use	Current (ha)	Proposed (ha)
Residential lots with houses / Rehabilitation care facility	9.364	9.364
<b>Total</b>	9.364	9.364

## Section 2: Criteria for consent

Use this section to address the criteria for each applicable test. If you are not applying under a particular test, state N/A next to each question in that section.

### Increased housing

Will the overseas investment result, or be likely to result, in:

- an increase in the number of residential dwellings constructed on the residential land;
- construction of a long-term accommodation facility, or an increase in the number of dwellings in a long-term accommodation facility, on the residential land; or
- development works in support of either of the above?

The increased housing test requires that Ministers be satisfied of one or more of the above (the increased housing outcomes). Draw on your investment story to address this criterion.

#### Required content

Provide the following:

- Confirm:
  - which increased housing outcome(s) you are applying under; and
  - whether those tests apply to all or only part of the relevant land (identify the land if the latter); and
  - how you meet the relevant test(s) (e.g. confirm the nature of the development works you will undertake, and/or the number of dwellings you plan to build, and by when the work will be completed).
- Provide comments (if any) about the increased housing conditions we must impose.

Note: The increased housing outcomes are measured by comparing the expected result of your investment against the state of the residential land before the transaction takes effect. You will have identified this in the section above.

#### Response

10. Not applicable.

Will the on-sale outcome occur or likely occur, or does an exemption apply?

Unless exempt, the relevant overseas person (ROP) must dispose of all relevant interests in the residential land within a specified period. Draw on your investment story to address this requirement or explain why you consider an exemption applies.

### Required content

Provide the following:

- Explain how the land or dwellings are likely to be on-sold (i.e. sales method).
- The date (or dates if a staged development is proposed) by which the developed land or new dwellings will be on-sold.
- Comments (if any) you wish to make about the on-sale condition we must impose.
- If applicable, submissions on how the investment qualifies for the:
  - Exemption relating to the operation of a long-term accommodation facility; or
  - Exemption relating to large developments with shared equity, rent-to-buy, and rental arrangements.

### Response

11. Not applicable.

Will the non-occupation outcome occur or likely occur?

Certain people must not occupy the relevant land for the period that the ROP has a relevant interest in the residential land. Draw on your investment story to address this requirement or explain why you consider an exemption applies.

### Required content

Provide the following:

- Confirm:
  - That no person of the class described in clause 17 of Schedule 2 of the Act will occupy the relevant land (i.e. any ROP, more than 25% owner / controller of the ROP, occupier on other than arm's-length terms, person with a beneficial interest or entitlement in the land, or (if the ROP includes a trust) any person who may benefit from the trust); or
  - Identify the person likely to occupy the land (or class of person) and the basis on which they would be permitted to do so (i.e. they have consent to do so or are exempt from the non-occupation outcome).
- Comments (if any) you wish to make about the non-occupation condition we must impose.

Response

12. Not applicable.

Released under the Official Information Act 1982



## Non-residential and/or incidental residential use

### Relevant business

What is the business the residential land is being acquired for or in support of (the 'relevant business')?

Under the non-residential and incidental residential use tests the Minister may determine the 'relevant business' - being the business that the residential land is being acquired for or in support of.

### Required content

Provide the following:

- Identify the relevant business and its nature, being either:
  - The business of the ROP; or
  - A business of another person (Person B) if the ROP will own and control the residential land for Person B to use in Person B's business (e.g. the business of a person you lease the land to).
- Submissions addressing the requirement for the business to continue (or likely continue) for a reasonable period of time, given the circumstances and nature of the business.
- If you are applying under the incidental residential use test, submissions addressing the requirement that the relevant business is not (or is only exceptionally) in the business of using land for residential purposes.

### Response

13. The Properties, being the residential land that is the subject of the Application, are premises leased by the Target for the operation of five community-based residential houses located in West Auckland:
  - a. 482 State Highway 16, Kumeu;
  - b. 491 State Highway 16, Kumeu;
  - c. 544 Swanson Road, Ranui;
  - d. 544/2 Swanson Road, Ranui; and
  - e. 15 Tirimoana Road, Te Atatu South.

### ABI Rehabilitation New Zealand Limited

14. The community-based residential houses provide long-term rehabilitation services for people aged 18 years and over who have had a traumatic brain injury (TBI). The focus is on guiding and supporting people to help them regain independence and re-learn daily activities with the goal of reintegrating them back into their communities and homes.

15. The Target holds ACC's contract for intensive traumatic brain injury rehabilitation services in the North Island.. As noted above, kiritaki are primarily referred to the Target by the Whaikaha, ACC and Te Whatu Ora. The Target operates specialist intensive and residential sites in Auckland and Wellington, including the community-based residential houses the Properties are used for.
16. After a traumatic brain injury, the kiritaki's normal home and whānau settings may not be set up to manage the special mobility, safety, behavioural and/or complex medical needs the person may now have. These people may need to remain in community-based residential houses run by the Target for an extended period while undergoing rehabilitation to prepare them to transition to independent community living. Accordingly, the community-based residential care services operated at the Properties provide an important service to kiritaki, with wrap around support, to accommodate their high levels of needs.
17. For these reasons, on-site accommodation at the community-based residential houses is required to provide the essential rehabilitation services to kiritaki, therefore being incidental to the Target's business.
18. Professional input into the kiritaki's rehabilitation is given by medical specialists (rehabilitation physicians), clinical psychologists, occupational therapists, physiotherapists, speech and language therapists, nurses, social workers, kaiārahi Māori, therapy assistants and rehabilitation coaches.
19. The aim for most kiritaki is to reach agreed rehabilitation goals and increase independence to the point where they are able to leave the facilities and return to independent living or a lower level of care. Due to the severity of their injuries or high clinical needs, the reality is that some kiritaki may never achieve independent living and so can remain in a longer-term residential placement..
20. It is critical for the Applicant to retain the ability to lease the Properties so it can continue to offer these services without compromising ongoing kiritaki care. The Applicant notes, in particular, the inherent difficulty in finding landlords who are comfortable leasing their properties for residential disability services, especially at short notice.

## Non-residential use

Will the residential land be used for, or likely used for, non-residential purposes in the ordinary course of the relevant business?

Draw on your investment story to address this criterion.

### Required content

Provide the following:

- Identify the non-residential purpose the land will be used for and when that use will commence.
- Confirm the extent to which you will use the land for this non-residential purpose. If you will only use part of the land for this purpose, confirm whether you are applying under another test for the remainder or intend to on-sell it (identify the timeframe for on-sale if the latter applies).
- Confirm the land to be retained by the applicant will not be used or held (or likely to be used or held) for any residential purposes.
- Comments (if any) you wish to make about the non-residential use and (if relevant) on-sale conditions we must impose.

### Response

21. Not applicable.

If the non-residential use will not, or is unlikely to, occur within a short period (e.g. one year), will:

- (a) the non-occupation outcome occur or be likely to occur; or
  - (b) the incidental residential use test be met;
- in the interim?

If you are relying on (a), provide the required content below. If you are relying on (b), then state this and complete the incidental residential use section. You may also make submissions on why you consider a longer than one-year period qualifies as a 'short period' in the context of the investment.

### Required content

Provide the following:

- If you are relying on (a):
  - Confirm that no person of the class described in clause 17 of Schedule 2 of the Act will occupy the relevant land (i.e. any ROP, more than 25% owner / controller of

the ROP, occupier on other than arms-length terms, person with a beneficial interest or entitlement in the land, or (if the ROP includes a trust) any person who may benefit from the trust); or

- Identify the person likely to occupy the land (or class of person) and the basis on which they would be permitted to do so (i.e. they have consent to do so or are exempt from the non-occupation outcome); and
  - Comments (if any) you wish to make about the non-occupation condition we must impose.
- If relevant, submissions on why you consider a longer than one-year period qualifies as a 'short period' in the context of the investment.

#### Response

22. Not applicable.

Released under the Official Information Act 1982

## Incidental residential use

Will the residential land be, or likely be, used only for residential purposes in support of the 'relevant business' and acquired in the ordinary course of the business of the relevant overseas person?

Draw on your investment story to address this criterion.

### Required content

Provide the following:

- Explain the type of residential purpose the land will be used for and how this supports the relevant business.
- Confirm the extent to which you will use the land in support of the relevant business. If you will only use part of the land for this purpose, confirm whether you are applying under another test for the remainder or intend to on-sell it (identify the timeframe for on-sale if the latter applies).
- Submissions addressing the requirement that the residential land will or is likely to be acquired in the ordinary course of business of the ROP (having regard to the proposed use of the residential land).
- Information addressing:
  - whether any reasonable alternative exists to the acquisition of the relevant interest in the residential land;
  - the proximity of the residential land to the premises or operations of the relevant business;
  - whether the use of the residential land for residential purposes is (without limitation) as accommodation for staff engaged in the relevant business; and
  - any other matters that may be relevant (in your opinion).

### Response

23. As noted above, the Target operates several rehabilitation care facilities in Auckland and Wellington. The Target leases the Properties for the operation of community-based rehabilitation houses, which home kiritaki recovering from acquired or traumatic brain injuries. The Applicant is applying for consent to acquire 100% of the shares in the Target and consequently, the leases to the Properties. The Properties are incidental to ABI's business, described below:

- a. Kiritaki are primarily referred to the Target by the Whaikaha, ACC and Te Whatu Ora.

- b. After sustaining a brain injury, the kiritaki's normal home and whānau settings may not be set up to manage the special mobility, safety, behavioural and/or medical needs the person may now have. These people may stay with the Target at the Properties for an extended period while undergoing rehabilitation to prepare them to transition to independent community living.
- c. Kaimahi (*kaimahi* are the people who deliver the services provided by the Target) with supervision from registered nurses and allied health professionals provide kiritaki with on-site support and supervision 24 hours a day, 7 days a week. The kiritaki also receive professional input from medical specialists, clinical psychologists, occupational therapists, physiotherapists, speech and language therapists, nurses, social workers, kaiārahi Māori, therapy assistants and rehabilitation coaches. Each kiritaki receives a individual rehabilitation plan prepared. The plan is then delivered by the rehabilitation team, assisting kiritaki with daily activities, dispensing medication, household management, as well as assessing each kiritaki's individual risks and behaviours on a daily basis.
- d. The focus of the rehabilitation work is on guiding and supporting people to help them regain as much independence as possible and re-learn daily activities with the goal of reintegrating them back into their communities and homes.
- e. The aim for most kiritaki is to reach the agreed rehabilitation goals and increase independence to the point where they are able to leave the facilities and return to their community. Due to the severity of their injuries or high clinical needs, the reality is that some kiritaki may never achieve independent living and so can remain in a longer-term residential placement.
24. As noted above, the accommodation of kiritaki on site is an incidental, but essential part of providing the rehabilitation services offered by the Target to its kiritaki. There is a genuine need for this service to continue to be provided to the community, as such, the Applicant intends to continue providing this service.
25. The Applicant intends on continuing to operate the ABI business following the Transaction in a manner that is consistent with the above. The Applicant does not consider that it would be appropriate to impose on-sale outcome requirements in respect of the Properties. For these reasons, on-site accommodation is required to provide the rehabilitation services to kiritaki, therefore being incidental to the Applicant's business.