

# OI Assessment Report 202400505 – Beehive Demetra Limited

**Ki / To:** Kirsty Hulena, Principal Customer  
Regulatory Specialist
**Rā / Date:** 25 September 2024  
**Mai / From:** Craig Mundy-Smith, Senior  
Customer Regulatory Specialist
**Rā Mutunga/  
Deadline:** 23 December 2024

## Pūtake/Purpose

We seek your decision on an application for consent to acquire an interest in sensitive land under the Overseas Investment Act 2005 (**Act**).

## Summary

<b>Applicant</b>	<b>Beehive Demetra Limited</b> Germany 45% Rest of Europe 20% North America 19% United Kingdom 15% Various 1%
<b>Vendor</b>	<b>Shalev Estate Limited</b> New Zealand 100%
<b>Land</b>	A freehold interest in approximately 123.0214 hectares of land located at 3579 State Highway 63, Wairau Valley, Marlborough.
<b>Consideration</b>	[ s 9(2)(b)(ii) ]
<b>Sensitivity</b>	Is more than 5 hectares of non-urban land Includes the bed of a river
<b>Pathway</b>	Benefit to NZ - Farm land benefit test

Relevant tests	Investor test <sup>1</sup> Benefit to NZ test-farm land benefit test <sup>2</sup> Farm land offer criterion <sup>3</sup> National interest criterion <sup>4</sup>
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The Applicant is acquiring 123 hectares of land in the Wairau valley, Marlborough, which consists of a 40 hectare vineyard and 83 hectares used for grazing. The Applicant intends to expand the size of the vineyard by planting an additional 44 canopy hectares of Sauvignon Blanc vines.

The Applicant is a subsidiary of German company Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft and has been established to acquire New Zealand horticultural land. The Applicant will be managed by New Zealand company Craigmores NZ Limited.

The key benefits of the investment are economic, being increases in jobs, capital expenditure, and export receipts.

## Timing

A decision is required by **8 October 2024** to comply with the expectation in the Ministerial Directive Letter<sup>5</sup> that the majority of consent decisions are made within half the prescribed assessment timeframe.<sup>6</sup>

<sup>1</sup> Sections 16(1)(a) and 18A of the Act.

<sup>2</sup> Section 16(1)(c), s6A(1) & s16A (1C)

<sup>3</sup> Section 16(1)(f) of the Act.

<sup>4</sup> Section 16(1)(g) of the Act.

<sup>5</sup> Dated 6 June 2024.

<sup>6</sup> The assessment timeframe for this application is 100 working days.

## Decision

1. I have determined that, for the reasons set out in this report:
  - the relevant overseas person(s) and individuals with control are as set out in the report;
  - the investor test has been met;
  - the benefit test is met;
  - the farm land offer test has been met;
2. I note that the transaction is not considered to be a transaction of national interest.
3. I therefore **grant consent** subject to the conditions in **Attachment 1**.

[ s 9(2)(a) ]



Kirsty Hulena

Principal Customer Regulatory Specialist

Overseas Investment - LINZ

Date: 30 / 09 / 2024

## A. Background and proposed transaction

4. Beehive Demetra Limited (**Applicant**) is a New Zealand company, ultimately owned by Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft (**Munich Re**), a widely held German reinsurance company. The Applicant will be managed on a day-to-day basis by Craigmore Sustainables NZ Limited (**Craigmore**), a New Zealand based company.
5. The Applicant intends to acquire a freehold interest in an existing vineyard in Marlborough. It will redevelop 8 hectares of the existing 40 canopy hectare (**cha**) vineyard<sup>7</sup> and plant an additional 44 cha in Sauvignon Blanc vines (**Investment**).

### Land

6. The land consists of approximately 123 hectares of land contained in five records of title<sup>8</sup> at 3579 State Highway 63, Wairau Valley, Marlborough (**Land**).

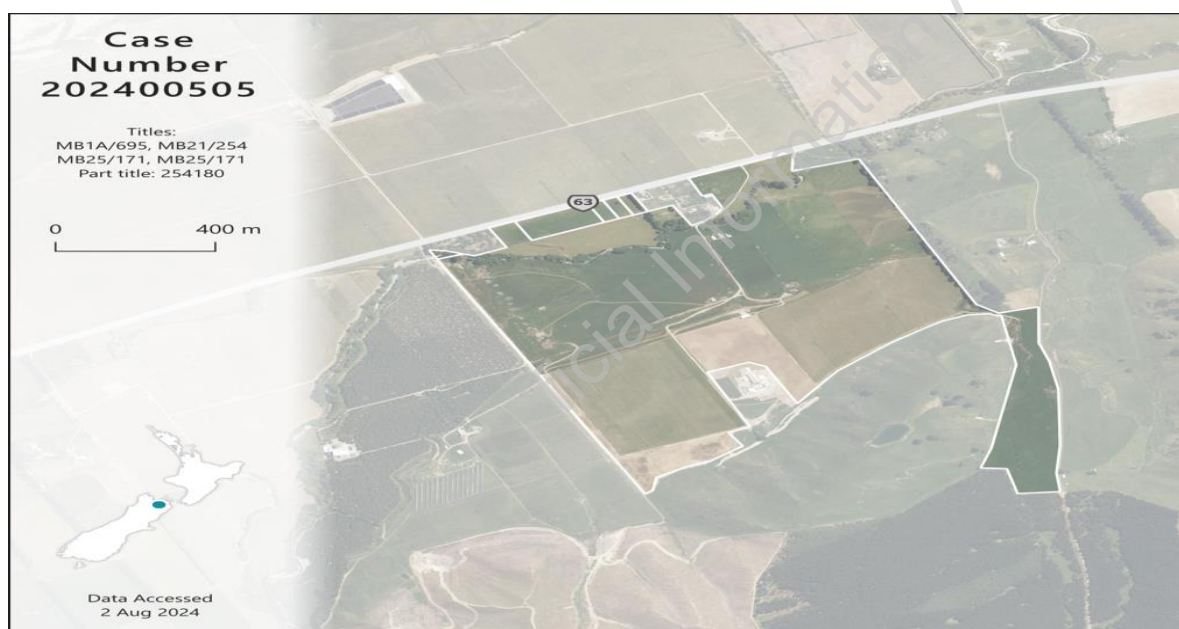


Figure 1 - The Land

7. The Land comprises of approximately 111 hectares of Land Use Capability (**LUC**)<sup>9</sup> class 3 land, 9 hectares of LUC 4 land and 3 hectares of LUC 6 land. LUC maps of the Land are included as **Attachment 4**.

<sup>7</sup> Growing Sauvignon Blanc vines

<sup>8</sup> Records of Title 254180, MB1A/695, MB21/254, MB25/171, MB36/137, Marlborough Registry

<sup>9</sup> Land Use Capability (LUC) class information provides general context as to the productive capacity and physical limitations of the Land. LUC class numbers increase with increasing limitations to use and decreasing versatility of use. Therefore (for example) LUC 1 land is highly suitable for arable cropping, pastoral grazing and production forestry; LUC 4 land is of low suitability for arable cropping but is suitable for grazing and forestry; LUC classes 5-7 are not suitable for arable cropping, but are suitable grazing and forestry; and LUC 8 Land is unsuitable for cropping, grazing or forestry.

8. Approximately 24 hectares of the Land is flood prone making it unsuitable for vineyard planting. The flood risk also means that this area is not suitable for a subdivision and sale. The Land is also dissected by a ridge that is currently being used for roading and a private airstrip. This area encompasses approximately 8 hectares of unusable land.
9. There are various support buildings on the Land and a dwelling the Applicant intends to use for worker accommodation for vineyard staff.

#### *Fresh water area*

10. This investment includes freshwater interests being the bed of a river (interior)<sup>10</sup> associated with Boundary Creek, located on the Northern side of the Land.

### **Vendor's plans**

11. The underlying titles consists of approximately 181 hectares of land. The Vendor will subdivide and retain approximately 58 hectares of land. The Vendor is selling the Land to the Applicant because it is surplus to its requirements.

### **B. Application of the Act**

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12. The Land is sensitive because it is non-urban land over 5 hectares in size,<sup>11</sup> so consent is required.<sup>12</sup> The following criteria for an investment in sensitive land apply to this application:<sup>13</sup>
  - The investor test must be met.<sup>14</sup>
  - The benefit to New Zealand test must be met.<sup>15</sup>
  - You must also note whether the Investment is a transaction of national interest and, if so, whether the Minister of Finance has decided that the Investment is contrary to New Zealand's national interest.<sup>16</sup>
13. In order to satisfy the benefit to New Zealand test, the decision-maker must:
  - Determine that the overseas investment will, or is likely to, benefit NZ (or any part of it or group of New Zealanders);<sup>17</sup> and

<sup>10</sup> For these purposes, interior describes a river (or lake) that does not create a moveable boundary of a title or lot because when it is interior to the relevant land all of its width (or extent) is within the relevant land or lots within the relevant land.

<sup>11</sup> Table 1, Part 1, Schedule 1 of the Act.

<sup>12</sup> Sections 10(1)(a) and 12(1)(a) of the Act.

<sup>13</sup> Set out in section 16(1) of the Act.

<sup>14</sup> Sections 18A and 16(1)(a) of the Act.

<sup>15</sup> Section 16(1) and 16(1)(C) of the Act.

<sup>16</sup> Section 16(1)(g) of the Act.

<sup>17</sup> Section 16A(1)(a) of the Act.

- Determine that benefit will be, or is likely to be, substantial in relation to one of more of the factors of high relative importance for farm land<sup>18</sup> (unless the farm land benefit test is disapplied<sup>19</sup>).
14. We assess the investor test in **Part C**, the benefit to New Zealand test in **Part D**, the farm land offer test in **Part E**, discuss national interest matters in **Part F** and fresh and seawater areas in **Part G**.

## C. Applicant and investor test

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15. This section describes the Applicant and assesses whether the investor test is met.

### Business Activities

16. The Applicant's ultimate owner, Munich Re, is a German multinational insurance company based in Munich, Germany.
17. Craigmore works with global capital partners to build and manage farms, orchards and forestry businesses in New Zealand. Craigmore has a focus on sustainable practices and benefiting local rural communities.
18. The Applicant was established in June 2023 to act as a New Zealand investment entity for Silvanus. The Applicant has previously acquired one orchard.<sup>20</sup>

### Ownership and control

#### *Munich Re & Silvanus*

19. The Applicant is a wholly owned subsidiary of Silvanus Vermögensverwaltungsgesellschaft mbH (**Silvanus**), a company incorporated in Germany. Silvanus is a wholly-owned subsidiary of Munich Re. 100% of Munich Re's shares are free floated on the German stock exchanges and its shares are widely held. Only one shareholder holds a more than 3% shareholding- BlackRock Incorporated and its affiliated entities (6.99%).<sup>21</sup>
20. [ s 9(2)(b)(ii) ]
21. We consider that Silvanus has control over the Investment as it:
- [ s 9(2)(b)(ii) ]
  - [ s 9(2)(b)(ii) ]
  - is funding (and will beneficially own) the Investment;

<sup>18</sup> Section 16A(1C)(a)&(b) of the Act. This criterion applies because the Land is farm land over 5 hectares in size.

<sup>19</sup> Section 16A(1D) of the Act.

<sup>20</sup> Application 202300074.

<sup>21</sup> Investors with shareholdings below 3% are not required by the German Securities Trading Act to notify their shareholdings to Munich Re and German Federal Financial Supervisory Authority (BaFin).

- [ s 9(2)(b)(ii) ]
- [ s 9(2)(b)(ii) ]

Craigmore

22. The Applicant has appointed Craigmore [ s 9(2)(b)(ii) ]. Craigmore is a New Zealand company which acts as the asset manager for the Craigmore Sustainables Group.
23. We consider that Craigmore has control over the Investment as [ s 9(2)(b)(ii) ]  
[ s 9(2)(b)(ii) ] it is responsible for the management of the Investment; [ s 9(2)(b)(ii) ]
24. [ s 9(2)(b)(ii) ]
25. A diagram of the ownership structure is in **Attachment 2**.

### Relevant overseas person and individuals with control

26. We recommend that the 'relevant overseas person' is (collectively):

Relevant overseas person	Reason
Beehive Demetra Limited	Applicant and acquiring entity
Silvanus	Parent Company
Craigmore	[ s 9(2)(b)(ii) ]

27. We recommend that the 'individuals with control of the relevant overseas person'<sup>22</sup> are:

Individuals with control <sup>*23</sup>	Reason
Leslie Che Charteris*	Director of Applicant Director of Craigmore Investment Committee Member
Reuben James Casey*	Director of Applicant Investment Committee Member
Margaret Anne Blackburn*	Director of Applicant
[ s 9(2)(a) ]	Director of Parent Company
[ s 9(2)(a) ]	

<sup>22</sup> Section 15 of the Act.

<sup>23</sup> Individuals marked with an asterisk are not overseas persons, either because they are New Zealand citizens or are ordinarily resident in New Zealand, therefore they do not need to meet the investor test.

[ s 9(2)(a) ]	
Forbes Herbert Elworthy*	Director of Craigmore Investment Committee Member
William Robert Nicholas Tapp	Investment Committee Member

### Summary of investor test

28. The relevant overseas persons and individuals with control established none of the factors contained in section 18A(4) of the Act, therefore we consider the **investor test has been met**.

### D. Investment plan and benefit to NZ test

29. This section describes the Investment and our assessment of whether it is likely to meet the benefit to NZ test in the Act.

#### Current state (counterfactual)

30. The Land is used as a vineyard and for grazing. The Vendor currently uses approximately 40 cha out of 123 hectares as a vineyard growing Sauvignon Blanc grapes and the remainder of the land is used for grazing cattle and sheep<sup>24</sup>.
31. The vineyard is planted with Sauvignon Blanc grapes producing approximately 432,000 litres of wine per annum. The Vendor exports approximately 388,800 litres of wine per annum.
32. The Vendor has no planned capital expenditure for the Land and has not undertaken any in the last 2 years.
33. The Land currently generates:
- **Exports:** of approximately \$2.8 million per annum comprised of:
    - Approximately \$2.6 million per annum from wine exports;<sup>25</sup> and
    - \$200,000 per annum from red meat exports from cattle and sheep.
  - **Jobs:** 3.3 direct permanent FTE's throughout the year being:
    - 2.75 FTE for the existing vineyard area; and
    - 0.5 FTE for the remaining grazing land.

#### Investment plan

34. The Applicant will redevelop approximately 8 cha of the existing vineyard by converting 2 hectares to be used as a water storage facility and assessing whether infrastructure improvements for the existing vines are required, or replanting of those vines needs to occur. The redevelopment areas are marked in blue and purple in Figure 2 below:

<sup>24</sup> Approximately 52 cows, 25 R1 heifers, 2 bulls, 6 rams and 500 ewes

<sup>25</sup> 388,880 litres of Sauvignon Blanc wine at a \$6.91 per bottle export price





Figure 2 - Redevelopment of existing vineyard

35. The Applicant will then extend the vineyard by planting approximately 44 cha with 118,000 new Sauvignon Blanc vines. The new plantings are marked in yellow in Figure 3 below:

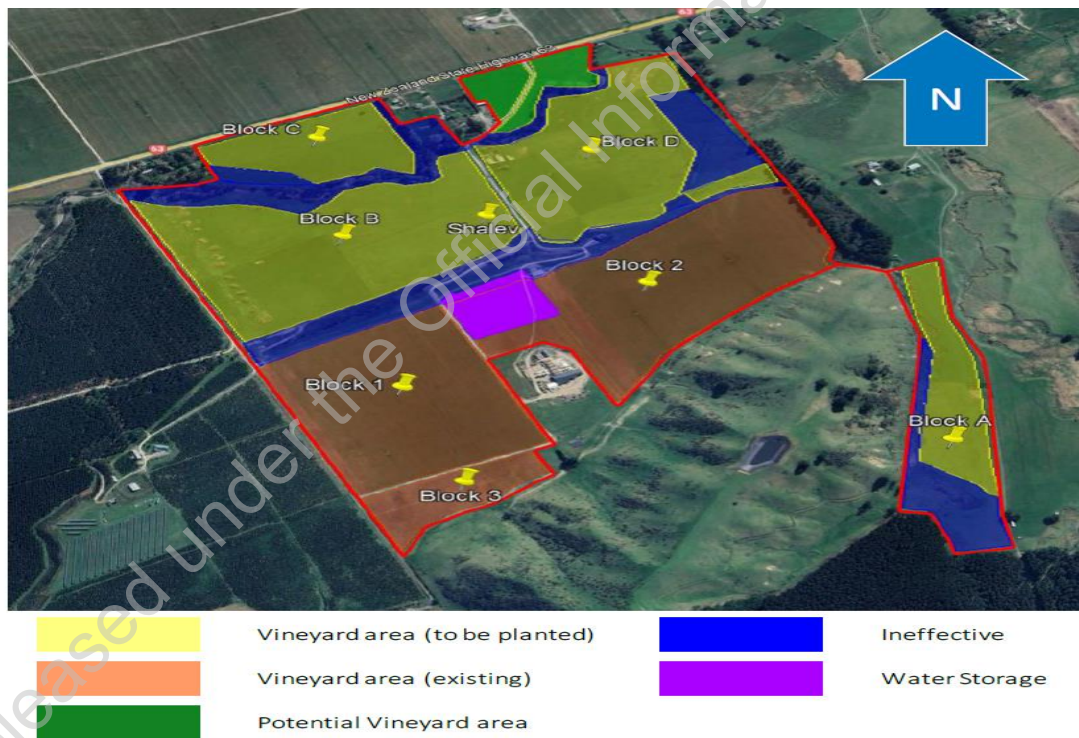


Figure 3 - New plantings

36. Key information about the Applicants investment plan is summarised below:
- **Capital expenditure:** Redeveloping and developing the vineyard will require approximately \$6.2 million of capital expenditure by the Applicant over a period of 2 years. This involves construction of a water storage facility, possibly replanting part of the existing vineyard and planting a new vineyard.

- **Timeframe for development of the Vineyard:** construction of the water storage dam will start in 2025 and the planting of the new areas of vineyard is expected to take place during 2026-2027.
- **Creation of jobs:** The Investment will create approximately 6.8 additional direct FTE positions. These FTE positions are associated with 3 permanent vineyard roles (one Vineyard Supervisor and two Machinery Operators) and 3.8 seasonal jobs.
- **Export receipts:** Export receipts are expected to increase to approximately \$2.7 million per annum by 2031.<sup>26</sup>

### Assessment of benefits

37. The benefits to New Zealand that are likely to result from the Investment and our assessment of the relative weight to be given to each are set out in the table below.

#### *Farm Land benefit test*

38. The Investment involves the acquisition of farm land exceeding 5 hectares in area. As a result, the farm land benefit test applies unless you decide it need not be met for one of the reasons set out in the Act.<sup>27</sup>
39. For the farm land benefit test to be met, the Applicant must demonstrate, in relation to either the economic or New Zealand participation factors, that the benefits of the Investment are of a size or nature that represent a substantial benefit to New Zealand.
40. We have analysed the benefits that are likely to occur as a result of the Investment, compared to the current state of the Land, in the table below. This may include benefits that the Applicant did not specifically claim, but that we have identified may occur.
41. LINZ is directed<sup>28</sup> that where an investment demonstrates strong benefits under one or two key benefit factors, other factors may require less consideration if the threshold for meeting the benefit test is clearly met without reference to them. Therefore, benefits that were not considered to be key have not been considered as part of our assessment.
42. Factors that we considered were either not relevant to the Investment, or the benefit to New Zealand was not sufficient to be relied on, are noted in **Attachment 3**.

<sup>26</sup> The Applicant expects to harvest [s 9(2)(b)(i)] tonnes of grapes for wine production and potential export each year. Based on a conversion rate of 720 litres of wine for every tonne harvested it is expected that [s 9(2)(b)(i)] litres of wine each year (i.e. 90% export, 10% domestic sales), at an assumed price of \$6.91 per litre.

<sup>27</sup> Section 16A(1C)–(1D). You may decide not to apply the farm land benefit test if: the transaction is minor or technical; the transaction does not materially change the level of ownership or control that the relevant overseas person has over the asset; or the farm land has no or limited productive capacity as farm land and will, or is likely to, be used promptly, as a result of the overseas investment, for industrial or commercial development (for example, a supermarket) or for the construction of 1 or more buildings that, taken together, will consist of 20 or more new residential dwellings.

<sup>28</sup> Ministerial directive letter 6 June 2024.

Benefit		Analysis
<b>Economic</b> <b>Moderate</b>	Capital Expenditure	Redevelopment/development of the vineyard will cost approximately \$6.2 million over 2 years
	Jobs	Increase in direct permanent jobs by approximately 3 FTE and seasonal jobs by 3.8 FTE by 2028.
	Export Receipts	Increase export receipts by approximately \$2.7 million per year by 2031.

### Consultation and submissions about the investment

43. No third-party submissions were sought or received in relation to this application.

### Proposed conditions and rationale

44. We propose conditioning the Applicant to obtain resource consents<sup>29</sup> to develop the vineyard as required and to plant a further 40 cha of grapes on the Land.
45. If the Applicant is granted consent for this Investment, the Applicant must lodge a water areas acquisition notice immediately on receiving the interest in the Land. A separate decision will be made by decision-making Ministers subsequently. We have included the automatic condition that the Applicant must comply with the provisions of Schedule 5 of the Act.
46. As there is a dwelling on the Land a non-occupation condition is also recommended.
47. The proposed conditions have been included in the proposed decision in **Attachment 1**.

### Conclusion – benefit to NZ test

#### *Key benefits*

48. After considering the application, we are satisfied that the Investment is likely to result in the benefits considered above. In particular, economic benefits including:
- approximately \$6.2 million in additional capital expenditure
  - an increase in permanent jobs by 3.0 FTE and seasonal jobs by 3.8 FTE
  - an increase of approximately \$2.7 million in export receipts

#### *Proportionality*

49. We have undertaken our assessment having regard to the sensitivity of the Land and the nature of the overseas investment transaction, reflecting the proportional nature of the benefit to NZ test.

<sup>29</sup> For frost fans, water permits, a storage reservoir and associated earthworks.

50. The Applicant is acquiring a freehold interest in approximately 124 hectares of farm land currently used as a vineyard and for grazing. While the majority of the Land is LUC 3, we note the Land will continue to be used for an agricultural purpose.

#### *Conclusion*

51. After considering the application, we are satisfied that the Investment is likely to result in economic benefits in proportion to the sensitivity of the Land and the nature of the Investment.
52. In relation to the farm land benefit test, we consider the increase in capital expenditure, jobs and export receipts that will occur as a result of the Investment, while moderate, are of sufficient benefit to New Zealand to be substantial in relation to the economic benefit factor.

#### **E. Farm land offer test**

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53. Because the Land is farm land, we note that it was advertised for sale on the open market with the required information for a period exceeding 30 working days on Realestate.co.nz, Trademe, Bayley's Real Estate and in the Marlborough Express.<sup>30</sup>
54. We are therefore satisfied the regulations requiring the farm land to be offered for acquisition on the open market have been complied with.

#### **F. Not a transaction of national interest**

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55. The Investment does not involve a transaction of national interest under the mandatory criteria of the Act.<sup>31</sup> This is because the Investment does not involve a non-NZ government investor, or an investment in a strategically important business (as defined in the Act).
56. The Minister of Finance has not called the Investment in for a national interest assessment.<sup>32</sup>

#### **G. Fresh or Seawater areas**

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57. This Investment includes fresh or seawater interests being Boundary Creek, a water body running generally West to East on the Northern side of the property. The creek is between 5-10 m wide and is usually dry for at least half of the year.
58. If the Applicant is granted consent for this Investment, the Applicant will lodge a water areas acquisition notice immediately on receiving the interest in the Land. A separate decision will be made by decision-making Ministers subsequently. We have included the automatic condition that the Applicant must comply with the provisions of Schedule 5 of the Act.

<sup>30</sup> Advertisements (1/4 pages) in the Marlborough Express on 10 May and 17 May 2024, Advertisement (1/2 page) in the December 2023 / January 2024 edition of the NZ Winegrower Magazine; Online on realestate.co.nz (property ref 4135765) (16 November 2023 to at least 23 July 2024); Online on Trademe.co.nz (property ref 4135765) (16 November 2023 to at least 23 July 2024); Online on Bayleys website (16 November 2023 to at least 23 July 2024).

<sup>31</sup> Under s 20A of the Act.

<sup>32</sup> Section 20B of the Act.

## H. Conclusion

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59. For the reasons set out in this report, we consider that the criteria for consent have been met and our recommendation is to **grant** consent.
60. We refer you to **Attachment 1** to review the Proposed Decision (including consent conditions), and from page 2 of this Assessment Report to record your decision.

## I. Attachments

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1. Proposed Decision
2. Intended ownership structure
3. Other benefit factors
4. Land use capability map

Released under the Official Information Act 1982

## ATTACHMENT 1 PROPOSED DECISION

### Consent for Overseas Person to Acquire Sensitive New Zealand Land

Read this consent carefully - you must comply with all the conditions. If you do not, you may be required to dispose of the land and/or be subject to fines or other penalties.

#### Consent

**Decision date:** [date]

The following people have been given the following consent:

<b>Case</b>	202400505
<b>Consent holder</b>	Beehive Demetra Limited (company number 8783669) We will also refer to the Consent holder as <b>you</b> .
<b>Consent</b>	The Consent holder may acquire the Land subject to the Conditions set out below.
<b>Land</b>	A Freehold Interest in approximately 124 hectares of land located at 3579 State Highway 63, Wairau Valley, Marlborough, currently contained in Records of Title 254180, MB1A/695, MB21/254, MB25/171 and MB36/137.
<b>Timeframe</b>	You have until [date 12 months after decision] to acquire the Land.



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## Conditions

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Your **Consent** is subject to the special conditions, standard conditions and reporting conditions (**Conditions**) set out below. You must comply with them all. Be aware that if you do not comply with the Conditions, you may be subject to fines or other penalties and you may also be required to dispose of the Land.

In the Consent and the Conditions, we refer to Land Information New Zealand as **LINZ, us or we**.

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## Definitions

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**Act** means Overseas Investment Act 2005

**Regulations** means Overseas Investment Regulations 2005

**Resource Consents** includes consent for frost fans, water permits to enable a viticulture land use, water storage reservoir and associated earthworks

**WAAN** means water areas acquisition notice

Any term or expression that is defined in the Act or Regulations and used, but not defined, in this Consent has the same meaning as in the Act or Regulations.

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## Special Conditions

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You must comply with the following **special conditions**. These apply specifically to this Consent and include conditions that we must impose under the Act.

Details	Required date
<b>Special condition 1: Resource consents, planting and use of the Land</b>	
You must: <ul style="list-style-type: none"><li>a) obtain Resource Consents as required;</li><li>b) plant at least 40 canopy hectares of grape vines on the Land;</li><li>c) operate a vineyard on the Land; and</li><li>d) operate a vineyard and/or orchard and/or horticultural operation on at least 70 hectares of the Land.</li></ul>	<ul style="list-style-type: none"><li>a) By 31 December 2026</li><li>b) By 30 September 2034</li><li>c) At all times until 30 September 2034</li><li>d) At all times from 1 October 2034</li></ul>
If you do not comply with this condition, Standard Condition 6 will apply and we may require you to dispose of the Land.	
<b>Special condition 2: Non-occupation outcome</b>	

<p>None of the following people may occupy the Land acquired under this consent for residential purposes:</p> <ul style="list-style-type: none"> <li>i. You</li> <li>ii. Any overseas person with more than 25% ownership or control of the people in You;</li> <li>iii. Any overseas person that occupies the Land on other than arms length terms;<sup>33</sup></li> <li>iv. Any overseas person who has a beneficial interest in, or beneficial entitlement to, the relevant interest in the Land;</li> <li>v. If You are a trust, any beneficiary (direct or indirect) who may benefit under the trust at the trustees' discretion.</li> </ul>	<p>At all times</p>
<p>If any such persons do occupy land for residential purposes, Standard Condition 6 will apply and we may require you to dispose of the Land.</p>	
<p><b>Special condition 3: Fresh or seawater areas</b></p>	
<p>You must, in relation to the fresh or seawater area(s) on the Land:</p> <ul style="list-style-type: none"> <li>i. comply with provisions of Schedule 5 of the Act;</li> <li>ii. provide a draft WAAN to <a href="mailto:FSAapplications@linz.govt.nz">FSAapplications@linz.govt.nz</a></li> <li>iii. lodge the WAAN on the record of title.</li> </ul>	<ul style="list-style-type: none"> <li>i) By the times set out in Schedule 5 of the Act</li> <li>ii) At least 15 working days before Settlement</li> <li>iii) Immediately following the transfer and before registering any other interests in the title.</li> </ul>

<sup>33</sup> Has the meaning in clause 17, Part 5, Schedule 2 of the Act. In summary it means terms, for example under a lease (or other contract), that are on a reasonable commercial basis.



## Standard Conditions

You must also comply with the **standard conditions** set out below. These apply to all overseas people who are given consent to acquire sensitive New Zealand land, including you:

Details	Required date:
<b>Standard condition 1: Acquire the Land</b>	
<p>You must acquire the Land:</p> <ul style="list-style-type: none"> <li>i. By the date stated in the Consent. If you do not, your Consent will lapse or become invalid and you must not acquire the Land, and</li> <li>ii. Using the acquisitions, ownership and control structure you described in your application. Note, only you-the named Consent Holder may acquire the Land, not your subsidiary, trust or other entity.</li> </ul>	As stated in the Consent
<b>Standard condition 2: Tell us when you acquire the Land</b>	
<p>You must tell us in writing when you have acquired the Land.</p> <p>Include details of:</p> <ul style="list-style-type: none"> <li>i. The date you acquired the Land (<b>Settlement</b>)</li> <li>ii. Consideration paid (plus GST if any)</li> <li>iii. The structure by which the acquisition was made and who acquired the Land, and</li> <li>iv. Copies of any transfer documents and Settlement statements.</li> </ul>	As soon as you can, and no later than 2 months after Settlement
<b>Standard condition 3: Allow us to inspect the Land</b>	
<p>Sometimes it will be helpful for us to visit the Land so we can monitor your compliance with the Conditions. We will give you at least 2 weeks written notice if we want to do this.</p> <p>A. You must then:</p> <ul style="list-style-type: none"> <li>i. Allow a person we appoint (<b>Inspector</b>) to: <ul style="list-style-type: none"> <li>a. enter onto the Land, including any building on it, other than a dwelling, for the purpose of monitoring your compliance with the Conditions (<b>Inspection</b>)</li> </ul> </li> </ul>	At all times

<ul style="list-style-type: none"> <li>b. remain there as long as is reasonably required to conduct the Inspection</li> <li>c. gather information</li> <li>d. conduct surveys, inquiries, tests and measurements</li> <li>e. take photographs and video recordings and</li> <li>f. do all other things reasonably necessary to carry out the Inspection</li> </ul> <ul style="list-style-type: none"> <li>ii. Take all reasonable steps to facilitate an Inspection including: <ul style="list-style-type: none"> <li>a. directing your employees, agents, tenants, or other occupiers to permit an Inspector to conduct an Inspection</li> <li>b. being available, or requiring your employees, agents, tenants, or other occupiers to be available, at all reasonable times during an Inspection to facilitate access onto and across the land. This includes providing transport across the Land if reasonably required.</li> </ul> </li> </ul> <p>B. During an Inspection:</p> <ul style="list-style-type: none"> <li>i. We will not compel you and your employees, agents, tenants or other occupiers to answer our questions or to let us look at, copy or take away documents</li> <li>ii. Our Inspector will comply with any reasonable instruction and cooperate with any reasonable health and safety policy or procedure you notify to us before the Inspection.</li> </ul>	
<b>Standard condition 4: Remain not unsuitable to invest in New Zealand</b>	
<p>You, and to the extent that you are not an individual, the Individuals Who Control You must remain not unsuitable to own or control the Land in accordance with section 18A(1) of the Act</p> <p>The <b>Individuals Who Control You</b> are individuals who:</p> <ul style="list-style-type: none"> <li>i. Are members of your governing body</li> <li>ii. Directly or indirectly, own or control more than 25% of you or a person who itself owns or controls more than 25% of you, and</li> </ul>	<p>At all times</p>

iii. Are members of the governing body of the people referred to in ii above.	
<b>Standard condition 5: Tell us about the changes that affect you, the people who control you, or people you control</b>	
<p>You must tell us in writing if any of the following events happen to any of the Consent Holders:</p> <ul style="list-style-type: none"> <li>i. You become aware that you and/or any Individual Who Controls you establishes any of the investor test factors listed in section 18A(4) of the Act.</li> <li>ii. You cease to be an overseas person or dispose of all or any part of the Land</li> <li>iii. Your New Zealand service address changes. This is the address you provided us in your application as the address which we will send any legal document we need to serve on you.</li> </ul>	<p>Within 20 working days after the change</p>
<b>Standard condition 6: Dispose of the Land if you do not comply with key special conditions</b>	
<p>If all or part of this Standard Condition 6 applies to a special condition, we have said so in that special condition. If we consider you have failed to comply with one of those special conditions in a material way we may require you to dispose of the Land.</p> <p>We will give you written notice if we require you to dispose of the Land. After we have given you notice, you must:</p> <ul style="list-style-type: none"> <li>i. <b>Value the Land:</b> obtain and send us a copy of a market valuation of the Land from a New Zealand registered valuer.</li> <li>ii. <b>Market the Land:</b> instruct a licensed real estate agent to actively market the Land for sale on the open market.</li> <li>iii. <b>Dispose of the Land:</b> dispose of the Land to a third party who is not your associate.</li> <li>iv. <b>Offer without reserve:</b> if you have not disposed of the Land within 6 month of our notice, offer the Land for sale by auction or tender without a reserve price or minimum bid and dispose of the Land.</li> </ul>	<p>Within 6 weeks of the date of our notice</p> <p>Within 6 weeks of the date of our notice.</p> <p>Within 6 months of our notice</p> <p>Within 9 months of our notice</p>

<p>v. <b>Report to us about marketing:</b> tell us in writing about marketing activities undertaken and offers received for the Land.</p>	<p>By the last day of every March, June, September, and December after our notice or at any other time we require</p>
<p>vi. <b>Report disposal to us:</b> send us, in writing, evidence of the following:</p> <ul style="list-style-type: none"> <li>a. That you have disposed of the land (including copies of sale and purchase agreements, settlement statements and titles showing the purchaser as registered proprietor) and</li> <li>b. That the purchaser is not your associate.</li> </ul>	<p>Within 1 month after the Land has been disposed of</p>

## Reporting conditions

We need information from you about how your investment plan is tracking so we can monitor your progress against the conditions.

In addition to Settlement reporting (as set out in Standard Condition 2) you must provide LINZ with reports detailing the progress of the investment. The reports must:

- i. be submitted via our [Webform](#) by these dates:
  - a. 1 December 2027
  - b. 1 December 2035
- ii. contain information about:
  - a. your progress in implementing the special conditions (which can include photographs, maps or aerial imagery as evidence of compliance with relevant conditions)
- iii. Follow the format of the template annual report published on our website

If requested in writing by LINZ, the Consent Holder(s) must provide a written report within 20 working days (or such other timeframe as specified) on any matter relating to its compliance with:

- i. the representations and plans made or submitted in support of the application and notified by the regulator as having been taken into account when the consent was granted, or
- ii. the conditions of this consent.

**Power to vary reporting date**

The dates on which reports are due to be provided may be changed by agreement between LINZ and the Consent Holder(s), provided that this power may not be used to give a time extension for an individual report.

**Power to narrow scope of reports**

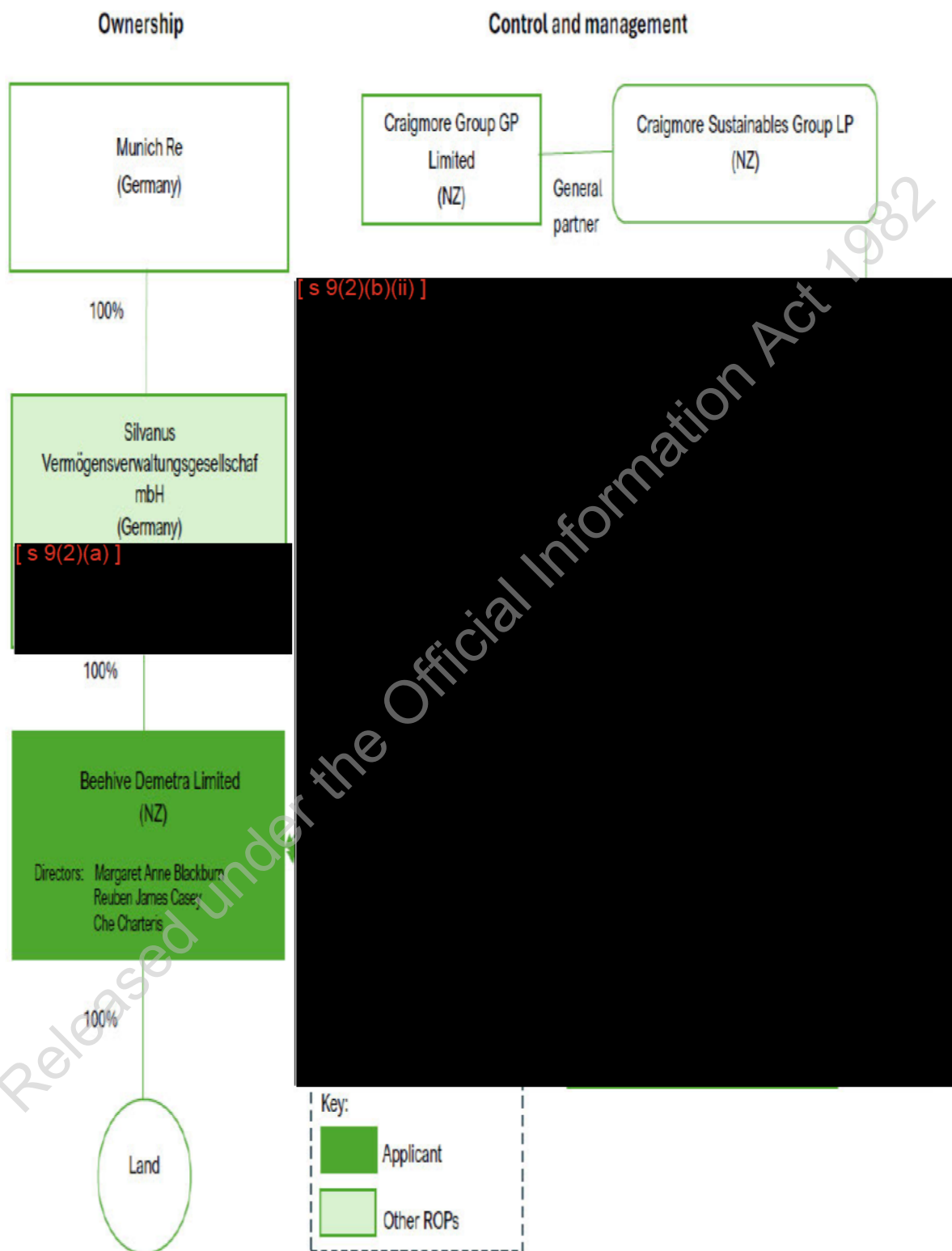
LINZ may temporarily or permanently waive the requirement to report on a particular matter.

**Power not to require further reporting**

LINZ may waive the requirement to submit a report and may waive the requirement for future reporting.

Released under the Official Information Act 1982

## ATTACHMENT 2 OWNERSHIP STRUCTURE



## ATTACHMENT 3      OTHER BENEFIT FACTORS

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The table **below** lists other factors in the Act for assessing the benefit of overseas investments.

We considered that the factors below were either not relevant to the Investment, or the benefit to New Zealand was not likely or sufficient to be relied on for the purposes of our assessment.

Factor	Reason not relevant or insufficient
Environmental benefits	<b>Not relevant</b> – No environmental benefit identified
Public access	<b>Not relevant</b> – No public access on the Land
Historic heritage	<b>Not relevant</b> – No heritage sites on the land
Significant government policy	<b>Not key benefit</b> – Benefits exist, but are minor in comparison to key benefit factors and consequently have not been relied on
Oversight or participation by New Zealanders	<b>Not met</b> – New Zealand ownership will reduce as a result of the Investment
Consequential benefits	<b>Not relevant</b> – No consequential benefits identified
Extraction of water for human consumption / bottling	<b>Not relevant</b> – Water bottling is not a part of the Investment.



## ATTACHMENT 4 LAND USE CAPABILITY MAP

