
Exemption from the farm land offer criterion

Read this decision carefully - you must comply with all the conditions. If you do not, we may revoke your exemption.

Decision

1. **Case:** 202300053

2. **Decision Date**

12 May 2023

3. **Duration of the Exemption**

This Exemption comes into force on 12 May 2023 and expires on 31 May 2025.

4. **Interpretation**

In this notice, unless the context otherwise requires—

Act means the Overseas Investment Act 2005.

Exemption means the exemption in paragraph 5.

Exemption Holder means any future indirect overseas purchaser of the Land Interest as a result of the Transaction.

Land Interest means the Registered Right and the Unregistered Right.

LINZ means Toitū Te Whenua Land Information New Zealand.

Registered Right means Easement Instrument [REDACTED] recording a right to grow and harvest pears relating to parts of the land in, and registered against, record of title [REDACTED] in favour of [REDACTED].

Regulations means the Overseas Investment Regulations 2005.

Transaction means the sale by the Vendors of their shares in [REDACTED] as part of a wider international transaction in New Zealand and Australia.

Unregistered Right means the unregistered right to grow and harvest peaches relating to part of the land in record of title [REDACTED] in favour of [REDACTED].

Vendors means [REDACTED].

Any term or expression that is defined in the Act or the Regulations and used, but not defined, in this Exemption has the same meaning as in the Act or the Regulations (as the case may be).

5. **Exemption from farm land advertising requirements**

The requirement in section 16(1)(f) of the Act does not apply to the Land Interest in respect of the Transaction.

6. **Conditions of the Exemption**

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

- (a) the representations and plans made or submitted in support of the application for the Exemption; or
- (b) the conditions of the Exemption.

7. Amendment or revocation of the Exemption

The Exemption and conditions of the Exemption may at any time be amended or revoked by LINZ.

8. Sanctions

The Act provides for civil and criminal sanctions for breaching the Act, failing to comply with conditions of exemption and failing to provide information required by LINZ. LINZ has an obligation to investigate and act upon alleged and suspected breaches of the Act.

9. Reasons for Exemption

The Exemption Holder intends to purchase securities in the parent of fruit producer [REDACTED] [REDACTED] as part of an international transaction involving the purchase of [REDACTED] New Zealand and Australian companies.

[REDACTED] is the grantee under two fruit-growing rights over land in Hawkes Bay which may constitute interests in sensitive farm land.

In this case, an exemption is appropriate and desirable as advertising the two fruit-growing rights for acquisition would be misleading and serve no purpose because:

- the sensitive interests in land (ultimately being the two fruit-growing rights) are not available for separate purchase. Indirect ownership of them will only be acquired as part of a large upstream international transaction involving the joint purchase of [REDACTED] companies in New Zealand and Australia;
- the grantee of the two fruit-growing rights is unchanging and the Applicant will remain the only grower entitled to grow fruit on the relevant land. Similarly, the existing ownership of the underlying freehold land over which the two fruit-growing rights are granted is also unchanging;
- the two fruit-growing rights are for a relatively short term and over a relatively small area.