

Farm land offer exemption

Read this exemption carefully - you must comply with all the conditions.

Exemption

Decision date	2 December 2024
Case	202400637
Exemption	The requirement that offers of farm land must be on the open market does not apply in respect of any application for consent under the Act for a Qualifying Transaction ¹ decided on or before 2 December 2027 (subject to the Conditions set out below).
Exemption Holders	<p>s9(2)(b)(ii)</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>We will also refer to each Exemption holder and the Exemption holders together as you.</p>
Land	As described in Appendix 1
Qualifying Transaction	<p>Means the sale by the Exemption Holder of:</p> <p>a. the s9(2)(b)(ii) Business; and/or</p> <p>b. up to 100% of the shares in s9(2)(b)(ii) or in any wholly owned subsidiary of s9(2)(b)(ii) [REDACTED] which holds the assets of the s9(2)(b)(ii) Business.</p>

Definitions

LINZ means Toitū te Whenua Land Information New Zealand.

¹ For the avoidance of doubt, this Exemption does not cover the sale of the Land independently of the sale of the s9(2)(b)(ii) Business.

Prospective New Zealand Purchasers means any of the following **s9(2)(b)(ii)**

s9(2)(b)(ii) Business means some or all of **s9(2)(b)(ii)** business in New Zealand, including the associated Land, **s9(2)(b)(ii)**

Conditions

Your Exemption is subject to the conditions set out below. You must comply with them. The Overseas Investment Act 2005 (**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.

Details	Required date:
Condition 1: Advertising	
The Exemption Holder must offer Prospective New Zealand Purchasers the opportunity to participate in the sale process for the s9(2)(b)(ii) Business, and/or the shares in s9(2)(b)(ii) which holds the assets of the s9(2)(b)(ii) Business.	At least 30 working days before the Qualifying Transaction is entered into
Condition 2: Reporting Conditions	
If requested in writing by LINZ, the Exemption Holder must provide a written report 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	Within 20 working days (or such other timeframe as specified)

Reasons for exemption

The purpose of the requirement to advertise farm land is to give New Zealanders an opportunity to acquire farm land in the open market.

An exemption from this requirement may be granted if the decision maker considers that the overseas investment need not meet this requirement by reason of the circumstances relating to the particular overseas investment or section 12 interest or the nature of the land to which the section 12 interest relates.

An exemption may only be granted if there are circumstances that mean that it is necessary, appropriate, or desirable to provide an exemption, and the extent of the exemption is not broader than is reasonably necessary to address those circumstances.

The Exemption Holder intends to sell its New Zealand ^{s9(2)(b)(ii)} Business, which includes interests in farm land that are considered sensitive under the Act.

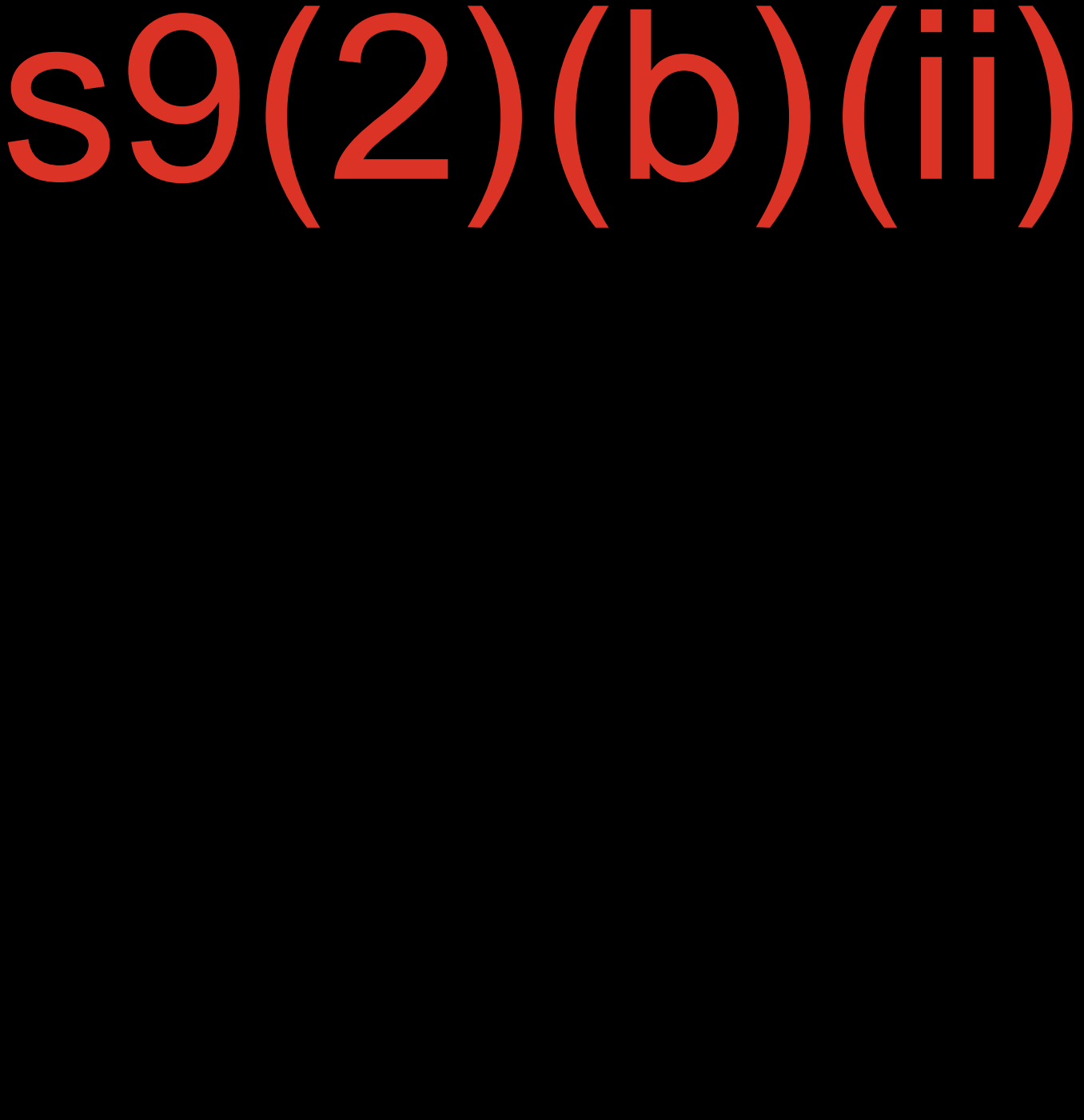
In this case, an exemption from the requirement to offer the farm land on the open market is necessary, appropriate or desirable because:

- Due to the scale of the ^{s9(2)(b)(ii)} Business, there is a limited pool of potential purchasers with the means to acquire the business. LINZ is satisfied that the most likely potential New Zealand purchasers have been identified and will be approached; and
- Business transactions of this size are targeted to potential purchasers rather than publicly transacted, therefore advertising in accordance with the regulations is unlikely to be effective.

LINZ considers the extent of the exemption is not broader than is reasonably necessary as it is limited to the form of advertising and applies for a limited period of 36 months. The Exemption Holder will be required to advertise the ^{s9(2)(b)(ii)} Business to the potential New Zealand Purchasers for at least 30 working days.

APPENDIX 1 – Land

s9(2)(b)(ii)



² The interests are all freehold interests, except for this property, which is a leasehold.