The Treasury

Overseas Investment Amendment Regulations (No 2) Information Release

August 2020

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Cabinet Document Details

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Office of the Associate Minister of Finance (Hon David Parker)

Chair, Cabinet Legislation Committee

Overseas Investment Amendment Regulations (No 2)

Proposal

1 This paper seeks Cabinet Legislation Committee's (the LEG) authorisation to submit the attached Overseas Investment Amendment Regulations (No 2) 2020 (the No 2 Regulations), which amend the Overseas Investment Regulations 2005 (the Regulations), to the Executive Council.

2 The No 2 Regulations can be made pursuant to sections 61, 61C, and 127 of the Overseas Investment Act 2005 (the Act).

3 Consistent with paragraph 2.39 of the Cabinet Manual, I submit this paper with the knowledge and approval of the Minister of Finance.

Policy

4 The No 2 Regulations will implement policy decisions made by Cabinet on 18 November 2018 [CAB-19-MIN-0593 refers], and 11 May 2020 [CAB-20-MIN-0212 refers], and four additional decisions I made under delegated authority, to:

4.1 exempt the acquisition of a single permitted security arrangement (resolving an existing ambiguity in the Regulations);

4.2 establish an interim fee for the national interest test (of $52,000);

4.3 give the Overseas Investment Office a limited power to refund fees; and

4.4 introduce a transitional provision for existing transactions that are covered by new exemptions.

5 Some of the changes in the No 2 Regulations are required to operationalise the Overseas Investment (Urgent Measures) Amendment Act 2020 (Urgent Measures Act), which came into force on 16 June 2020.

Background

The Act has been reformed as part of the economic response to COVID-19

6 The Act is New Zealand's principal tool for regulating foreign investment in New Zealand's sensitive assets. It provides a framework for screening foreign investments in sensitive land (including farmland, the foreshore and lakebed), fishing quota, and significant business assets (generally assets valued at or above $100 million). It seeks to balance the need to support productive investment while ensuring the government has the necessary tools to manage any risks.

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7 On 28 May 2020, Parliament passed the Urgent Measures Act as part of the economic response to the COVID-19 pandemic, and the pandemic's impact on the foreign investment risk environment. With the passing of the Urgent Measures Act, the Government is better placed to manage the escalating security and economic risks caused by the COVID-19 pandemic, and to maintain living standards in the long term.

8 The Urgent Measures Act included the following key changes:

8.1 improving the government's ability to manage high-risk investments (through the introduction of a national interest test);

8.2 removing consent requirements for a range of low risk transactions (such as those involving fundamentally New Zealand companies); and

8.3 the introduction of new investment screening tools, including a temporary emergency notification regime.

9 Amendments to the Regulations were planned alongside the reforms in Urgent Measures Act to ensure that the reforms operate effectively. A first tranche of amendments (the Overseas Investment Amendment Regulations 2020) was approved by Cabinet on 2 June 2020 and came into force on 16 June 2020. A separate tranche of regulations (the Overseas Investment (Transitional Matters) Amendment Regulations 2020), which resolved an issue with the transitional provisions in the Urgent Measures Act, was approved by Cabinet on 15 June 2020 and came into force on 16 June 2020.

Proposed regulations

10 This paper seeks authorisation to submit the No 2 Regulations to the Executive Council, to give effect to previous Cabinet decisions [DEV-19-MIN-0306, CAB-19-MIN-0593, and CAB-20-MIN-0212 refer] that the No 2 Regulations:

10.1 clarify that the acquisition of securities on the creation of a new business entity is excluded from the emergency notification regime. In accordance with the requirement in section 127(2), I have had regard to New Zealand's international obligations in recommending that this regulation (new regulation 3E) be made;

10.2 extend the existing exemption for less than 10 per cent increases in shareholding (the 'shareholder creep' exemption), to:

10.2.1 allow associates of the consent holder to use the exemption;

10.2.2 remove the five year time limit (from the date of consent) for use of the exemption;

10.2.3 remove the 90 per cent control threshold, so entities can use the exemption to increase shareholdings over 90 per cent without automatically requiring consent (recognising that increasing an interest beyond 90 per cent interest does not increase an investor's level of control over sensitive New Zealand assets); and

10.2.4 allow entities that acquired an interest in a sensitive asset when the asset was not sensitive to use the exemption;

10.3 remove retirement schemes from the definition of overseas person;

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10.4 extend the existing exemption for portfolios or bundles of permitted security arrangements to transactions involving significant business assets; and

10.5 introduce a limited power for the regulator to refund fees in whole or in part.

11 Under authority delegated to me by Cabinet to make decisions on additional policy or drafting issues [CAB-20-MIN-0212 refers], the No 2 Regulations also include regulations that required four new policy decisions (discussed in paragraphs 13-23, below).

12 If endorsed, the No 2 Regulations would come into force on 28 July 2020.

Power to refund fees

13 On 30 January 2020, I agreed under Cabinet's delegated authority that the regulator should be able to refund fees in whole or in part [CAB-19-MIN-0593 and T2019/4139 refer]. Accordingly, the No 2 Regulations include a power for the regulator to refund fees in limited circumstances, where:

13.1 the entity is a listed entity;

13.2 the entity has paid standing consent fees in advance, but under the Act as amended by the Urgent Measures Act, will now be eligible for a standing consent because they are a 'fundamentally New Zealand entity'; and

13.3 the fees paid in advance have not been 'used' by the regulator to process the standing consent application.

14 I propose that the regulator be able to grant a refund in these circumstances, as the changes to the Act mean the fees paid in advance for a standing consent by an investor who has not yet received the consent will no longer be used. I consider it appropriate for the fees to be returned to the investing entity.

15 The proposed power is narrower than the power that Cabinet previously authorised. [33]

Fee structure for the national interest test

16 During the Phase Two reform of the Act, the Minister responsible for the New Zealand Security Intelligence Service, the Government Communications Security Bureau, the Minister for Land Information, and I (in my role as the Associate Minister of Finance) agreed that the administration of the national interest test should be fully cost recovered [CAB-19-MIN-0593 and T2019/3677 refer].

17 I have agreed with the Minister for Land Information to a fee of $52,000 (including GST) for transactions of national interest, which would be charged in addition to other application fees. This fee aligns with the current fee for the 'Benefit to New Zealand' test that is applied to sensitive land and is derived from LINZ modelling of the administrative costs of a less complex national interest test assessment.

18 [33]

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[33]

Exemption for a single permitted security arrangement

19 I propose amending the Regulations (through amended regulation 42) to clarify that the existing exemption for a single permitted security arrangement (in existing regulation 41) applies to both the origination and subsequent transfer of a permitted security arrangement.

20 This change responds to consultation with experts on the Urgent Measures Act and two accompanying tranches of regulations. That consultation concluded that there is market uncertainty as to whether consent is required for the origination and subsequent transfer of a single permitted security arrangement. The origination and subsequent transfer of two or more permitted security arrangements do not require consent (regulation 42). I consider it is consistent with the policy intent of the Act that the origination and transfer of a single permitted security arrangement should also not require consent, and that this should be clarified in the Regulations.

Transitional provision for existing transactions that fall within new exemptions

21 I propose including a transitional provision in the No 2 Regulations, so that transactions that were entered into before the new exemptions in the No 2 Regulations come into force, and would now fall within one of the new exemptions, can proceed without consent. This will not apply to transactions that have already received consent, or have been given effect to.

22 This new transitional provision is consistent with the new transitional provision in clause 15(3) of Schedule 1AA of the Act, which similarly exempts transactions that would be eligible for a standing consent or that no longer require consent as a result of the Urgent Measures Act.

23 Section 61F(5) of the Act requires the Minister to publish a statement of reasons for recommending an exemption, together with the regulations. This is included at Annex 1.

Considerations in making these Regulations

Recommendation for regulations made under s 61C of the Act

24 Section 61C of the Act allows me to make regulations exempting any transaction, person, interest, right, or assets, or any class of the aforementioned, from consent requirements or from the definition of overseas person. My recommendation that regulations be made under this section (discussed below in paragraphs 33-34, and in the attached statement of reasons) has been made with regard to the factors set out in section 61E(2)(b)(i)-(ii) and (iv)-(v), and section 61 of the Act, including any other factors I considered relevant in the circumstances.

[1] and [36]

25 [1] and [36]

1 [1] and [36]

[1] and [36]

26 [1] and [36]

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[1] and [36]

29 [1] and [36]

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Timing and 28-day rule

31 I propose that the 28-day rule be waived pursuant to Cabinet Manual principle 7.97 and that the No 2 Regulations take effect from 28 July 2020.

32 The Cabinet Manual (principle 7.97) permits a waiver to be sought in certain circumstances, including where regulations are made in response to an emergency. The No 2 Regulations are required to operationalise changes to the Act as amended by the Urgent Measures Act, and are part of the Government's economic response to the COVID-19 pandemic. Giving immediate effect to these changes will ensure firms can benefit from them as soon as possible.

Compliance

33 On the basis that the No 2 Regulations do not materially differ in intention from the Overseas Investment Amendment Bill (No 2) (Phase Two reform Bill) which gave effect to Cabinet's decisions in relation to the Phase Two reform of the Act [LEG-20-MIN-0039 refers], I consider the No 2 Regulations comply with:

33.1 the principles of the Treaty of Waitangi,

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33.2 the rights and freedoms contained in the New Zealand Bill of Rights Act 1990 and the Human Rights Act 1993,

33.3 the principles and guidelines set out in the Privacy Act 1993,

33.4 relevant international standards and obligations [1] and [36]

33.5 the Legislation Guidelines (2018 edition) which are maintained by the Legislation Design and Advisory Committee.

34 Each regulation in the No 2 Regulations can be made pursuant to section 61 of the Act, as they provide for matters contemplated by the Act or are necessary for giving it full effect, except for new regulations 3E, 38, 42, and 63 of the No 2 Regulations (as discussed below). Regulation 38A is made in reliance on section 61(1)(lc) of the Act (as amended by the Urgent Measures Act).

35 Regulation 3E is made under section 127 of the Act (as amended by the Urgent Measures Act). New and amended regulations 38, 42, and 63 can be made pursuant to sections 61C and 61E of the Act. In accordance with section 61E, those regulations 38, 42 and 63 are made on my recommendation (under delegated authority from the Minister of Finance), having regard to the purpose of the Act and other relevant factors.

Regulations Review Committee

36 There are no grounds for the Regulations Review Committee to draw the Regulations to the attention of the House under Standing Order 319.

Certification by Parliamentary Counsel

37 The Parliamentary Counsel Office (PCO) has certified the No 2 Regulations as being in order for submission to Cabinet. The Treasury has assured that the exemptions implement the Treasury's drafting instructions, and are consistent with Government policy.

38 PCO's certification is made on the basis of this assurance.

Impact Analysis

39 The Treasury determined that the proposals in the Urgent Measures Act and the No 3 Bill were a direct COVID-19 response and it suspended the Regulatory Impact Assessment (RIA) requirements in accordance with the Cabinet decision [CAB-20-MIN-0138 refers]. The No 2 Regulations give effect to those proposals, therefore the RIA requirements have also been suspended for the No 2 Regulations. The Treasury has included all available analysis in this paper and the Cabinet paper that sought approval to the Urgent Measures Act and Other Measures Bill [CAB-20-MIN-0212 refers].

40 In addition, a RIA was prepared in accordance with the necessary requirements and was submitted at the time approval was sought for the policy relating to the Phase Two reform Bill [CAB-19-MIN-0593 refers]. The RIA was updated to reflect policy decisions I subsequently made under authorisation from Cabinet Economic Development Committee.

41 The RIA has been published on the Treasury's website.

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Publicity

42 The No 2 Regulations will be published on PCO's 'New Zealand Legislation' website. A Summary of Regulations has been published on the Treasury's website.

Proactive release

43 I propose to publish this Cabinet paper on the Treasury's website, subject to redactions as appropriate under the Official Information Act 1982, within 30 days of Cabinet's decision.

Consultation

44 This paper was developed in consultation with the Overseas Investment Office, the Ministry of Justice, and the Ministry of Foreign Affairs and Trade.

45 The paper is consistent with the Auditor-General Office's Guidelines to Costing and Charging for Public Sector Goods and Services.

Recommendations

I recommend that the Cabinet Legislation Committee:

1 **Note** that on 18 November 2019, Cabinet agreed to [CAB-19-MIN-0593 refers]:

1.1. extend the existing exemption for less than 10 per cent increases in shareholding (the 'shareholder creep' exemption), and

1.2. remove retirement schemes from the definition of overseas person.

2 **Note** that on 11 May 2020, Cabinet agreed to [CAB-20-MIN-0212 refers]:

2.1. only apply the temporary emergency notification regime to investments in existing businesses and certain business assets; and

2.2. extend the existing exemption for portfolios or bundles of permitted security arrangements to apply to transactions involving significant business assets.

3 **Note** that Cabinet delegated authority to me, as Associate Minister of Finance, to make decisions on additional policy or drafting issues [CAB-20-MIN-0212 refers].

4 **Note** that pursuant to that delegated authority, I propose to:

4.1. introduce a power for the regulator to refund fees in limited circumstances where an investor has paid a fee in advance that will not be used by the regulator as a result of the Urgent Measures Act amendments,

4.2. introduce a new fee of $52,000 for transactions of national interest, [33]

4.3. clarify that the origination and subsequent transfer of a single permitted security arrangement does not require consent, and

4.4. introduce a transitional provision that allows existing transactions that fall within a new exemption to proceed without consent, provided they have not already received consent or been given effect to.

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5 **Note** that the Overseas Investment Amendment Regulations (No 2) give effect to the decisions referred to in recommendations 1, 2, and 4, above.

6 [1] and [36]

7

8

9 **Authorise** the submission of the No 2 Regulations to the Executive Council.

10 **Note** that a waiver of the 28-day rule is sought:

10.1. so that the No 2 Regulations can come into force quickly, to operationalise changes to the Act introduced through the Urgent Measures Act, and

10.2. on the grounds that the No 2 Regulations support the Overseas Investment (Urgent Measures) Amendment Act 2020, which responded to an emergency.

11 **Agree** to waive the 28-day rule so that the No 2 Regulations can come into force on 28 July 2020.

Authorised for lodgement
Hon David Parker
Associate Minister of Finance

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Annex One: Overseas Investment Amendment Regulations (No 2)

Refer separate lodged document.

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Annex Two: Statement of Reasons

The following statement of reasons is published for the purposes of s 61F(5) of the Overseas Investment Act 2005 (the Act). This statement of reasons also covers exemptions made in respect of the matters in section 61(1)(lc).

1. This statement sets out the Minister's reasons for recommending the exemption regulations in new regulations 38, 38A, 42 and 63 in the Overseas Investment Regulations 2005, and why the Minister considers each exemption to be necessary, appropriate or desirable. The Minister Responsible for the Act (the Minister of Finance) formally delegated authority to recommend the making of regulations under the Act to the Associate Minister of Finance (Hon Parker).

2. Under section 61E of the Act, the Minister may recommend exemptions under sections 61C and 61D only if the Minister considers:

   2.1. that there are circumstances that mean that it is necessary, appropriate or desirable to provide an exemption for any of the matters referred to in section 61B(a) to (c) of the Act, and

   2.2. that the extent of the exemption is not broader than is reasonably necessary to address those circumstances.

3. When considering whether to recommend that an exemption be made, the Minister must have regard to the purpose of the Act, which acknowledges that it is a privilege for overseas persons to own or control sensitive New Zealand assets. It is therefore appropriate for overseas investments in those assets to meet consent criteria and be subject to prescribed conditions.

4. The Minister may also have regard to all or any of the factors set out in section 61E(2)(b) of the Act, which includes discretion to consider any other factor that the Minister considers relevant to the circumstances.

Reasons for exemption for shareholder creep by consent holder (new regulations 38(2) and 38(2A))

5. The following two exemptions are for the matter referred to in section 61B(c)(iii) of the Act—allowing for exemptions for minor increases in ultimate ownership and control by overseas persons, if consent has already been granted for those overseas persons to own or control sensitive New Zealand assets.

   <u>Exemption One (38(2))</u>

6. Regulation 38(2) allows a consent holder (A) to acquire, without consent, more securities than they were initially consented to hold (by number), as long as:

   6.1. the securities are of the same class as those that A had consent to hold,

   6.2. the securities are acquired in 1 or more transactions, all within 5 years of A receiving consent for the initial securities acquisition, and

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6.3. the number of securities being acquired is less than 5% of the number of securities that they were initially consented to hold.

7. For example, under this exemption, if A was initially consented to hold 100 securities in B, A would be able to acquire up to 4 additional securities in B within 5 years of receiving consent, without needing to obtain further consent.

8. I consider this exemption is appropriate and desirable, having regard to the Act's purpose. Requiring entities to obtain further consent in these circumstances would be inefficient, unduly costly, or unduly burdensome, particularly given the limited value in the government screening those investments from a risk management perspective.

9. I also consider that the extent of the exemption is not broader than reasonably necessary to address those circumstances. The exemption is limited to increases in ownership of less than 5% (by number) of securities the investor was initially consented to hold. An increase of this size would not materially change an entity's ownership over sensitive New Zealand assets (having regard to sections 61E(2)(b)(i) and 61E(2)(b)(ii) of the Act).

Exemption Two (38(2A))

10. Regulation 38(2A) allows a consent holder (A) (alone or together with their associates) to acquire more securities in an entity (B) than A was initially granted consent to hold, without further consent, so long as:

 10.1. the securities are in the same class that A was initially granted consent to hold,

 10.2. the acquisition of more securities in B is by less than 10% of the total securities available in that class,

 10.3. the securities are acquired through 1 or more transactions, and

 10.4. the acquisition does not result in A breaching a 'control limit' in B.

11. There is no time limit on A's ability to access this exemption.

12. Control limits are defined in relation to the level of control that A was previously granted consent to hold in B, prior to the relevant transaction. The control limits are 25, 50, 75 and 100% respectively. For example, if A's level of control in B prior to the relevant transaction was 35%, the relevant control limit is 50%.

13. This means, that under this exemption, if A had initially been consented to hold:

 13.1. 30% of a class of securities in B: A would be able to acquire additional securities up until A held 40% of the securities in B available in that class, without obtaining consent. This is because, in this example, A can acquire up to 10% of the securities available in that class without breaching the relevant control limit, or

 13.2. 45% of a class of securities in B: A would be able to acquire further securities up until they held just less than 50% of the securities in B available in that

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class, without obtaining consent. This is because, in this example, the relevant control limit is 50%.

14. I consider this exemption is appropriate and desirable, having regard to the Act's purpose, because increases in ownership of 10% or less of the total share of securities available does not materially change an entity's ownership or control over sensitive New Zealand assets (having regard to sections 61E(2)(b)(i) and 61E(2)(b)(ii) of the Act). Requiring entities to obtain consent in these circumstances would be inefficient, unduly costly, or unduly burdensome, particularly given the limited value in the government screening those investments from a risk management perspective.

15. I also consider that the extent of the exemption is not broader than reasonably necessary to address those circumstances. The exemption is limited to increases in ownership of 10% or less of the total number of securities available in a class and is restricted to increases in ownership within relevant control limits. This ensures that the exemption does not allow an investor to materially increase their ownership or control over sensitive New Zealand assets (having regard to sections 61E(2)(b)(i) and 61E(2)(b)(ii) of the Act).

Reasons for exemption for shareholder creep by persons other than consent holder (new regulation 38A)

16. Regulation 38A allows overseas persons or their associates, who have an interest in sensitive New Zealand assets for which they have not previously received consent, to acquire additional securities in the asset without obtaining consent, as long as:

    16.1. the overseas person or their associates are acquiring securities of the same class that they already own. For example, an overseas person that owns ordinary shares in a company will only be able to use this exemption to either themselves acquire, or another member of their corporate group to acquire, additional ordinary shares,

    16.2. the transaction involves the acquisition of no more than 10% of all total securities in each relevant class by all associated investors. For example, if an overseas person already has consent to own 55% of the company's ordinary shares, an associate of the overseas person would only be able to acquire shares to the point that the entities' combined holding (that is, the consent holder and their associate) is not more than 65% of the company's ordinary shares), and

    16.3. the transaction does not result in the overseas person's overall control interest (combined with their associates) reaching control limits of 25, 50, 75, or 100%. For example, if the overseas person has consent to own 45% of the company's ordinary shares, an associate of the overseas person could only use the exemption to increase the entities' combined holding (that is, the holdings of the consent holder and their associates) of ordinary shares to less than 50% of the company's ordinary shares.

17. This exemption is desirable because it will improve access to low risk capital for entities holding sensitive New Zealand assets. This is particularly important in the current and forecast economic environment, where access to New Zealand equity capital is

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expected to be constrained. The exemption is also generally aligned with the Government's economic strategy and foreign investment policy, which welcome productive and sustainable foreign investment.

18. This exemption is no broader than reasonably necessary because entities are still restricted to increases of not more than 10%, and are prevented from crossing control limits. As such, the use of this exemption should not materially change an entity's degree of control over sensitive New Zealand assets.

Reasons for extension of exemption for portfolios or bundles of permitted security arrangements to significant business assets (regulation 42)

19. This exemption is for the matter referred to in section 61B(c)(iv) of the Act—security arrangements that are entered into in the ordinary course of business. The term "security arrangement" is defined in section 6 of the Act as "an arrangement that in substance secures payment or performance of an obligation (without regard to the form of the arrangement or the identity of the person who has title to the property that is subject to the arrangement)".

20. The existing exemption in regulation 42 allows an overseas person to acquire 2 or more "permitted security arrangements", or to acquire securities in a person (A), to the extent of A's property under "permitted security arrangements", relating to sensitive land or fishing quota without obtaining consent. This amendment extends that exemption to include:

    20.1. trade in a single security arrangement (to resolve ambiguity around whether the exemptions currently apply to such trades, rather than just trades involving more than one security arrangement), and

    20.2. securities in "permitted security arrangements", relating to significant business assets. This means that the exemption could be used in transactions involving the acquisition of securitised assets valued at $100 million or more.

21. I consider these exemptions are appropriate and desirable because, having regard to the Act's purpose, the security interest exempted does not relate to the acquisition of a tangible sensitive asset in New Zealand. An overseas person holding a permitted security arrangement (given how that term is defined in the Act) is very unlikely to change the effective ownership and control of the secured asset and to the extent that there is any impact, this will be limited to the period of the security.

22. Given this, the rationale for exempting trade in multiple permitted security arrangements relating to sensitive land and fishing quote applies equally to trade in a single permitted security arrangement, and single and multiple security arrangements relating to significant business assets.

23. In addition, facilitating the trading of security arrangements is important to support access to finance on reasonable terms. As such, the exemption is also desirable to avoid limiting overseas persons' willingness to lend money to people acquiring significant business assets in New Zealand.

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24. Further, I consider this exemption is not broader than reasonably necessary because it is limited to:

    24.1. transactions entered into in good faith and in the ordinary course of business, and

    24.2. with no intention of using the security arrangement to acquire sensitive land, significant business assets, or fishing quota without consent (instead, the interest is taken as security that secures the performance of the obligations associated with that security arrangement).

25. For example, under this exemption, an overseas person could not intentionally acquire security arrangements securing debts with debtors that are struggling to meet their obligations, and then enforce the security arrangements in order to acquire the secured assets. Also, where the exemption is being used to acquire securities in a person (A) that owns one or more "permitted security arrangements", the exemption only applies to A's permitted security arrangements and not any other sensitive New Zealand assets A may own.

Reasons for further exemption for retirement schemes (new regulation 63B)

26. This exemption is for the matter referred to in section 61B(c)(viii) of the Act— persons, transactions, rights, interests, or assets that the Minister considers to be fundamentally New Zealand owned or controlled, or that have a strong connection to New Zealand.

27. Existing regulation 44 of the regulations exempts retirement schemes from consent requirements if at least 75% of participants are New Zealand citizens or persons ordinarily resident in New Zealand. However, retirement schemes are not exempt from the definition of 'overseas person'. This means that retirement schemes can purchase sensitive New Zealand assets without consent, but their investments may contribute to target entities being deemed to be overseas persons. This amendment addresses that by exempting retirement schemes from the definition of overseas person on the same basis.

28. I consider this exemption is appropriate and desirable, having regard to the Act's purpose and the matters in 61B(c)(vii). This is because retirement schemes which satisfy the criteria for the exemption are effectively owned by non-overseas persons (having regard to the factor in section 61E(2)(b)(i) of the Act), even though the assets may be managed or held by overseas persons. For example, the assets held by a KiwiSaver scheme that is managed by an Australian-owned bank could be treated as being overseas-owned. Requiring retirement schemes to obtain consent (including indirectly requiring entities that the schemes have an interest in to obtain consent) discourages those schemes from investing in sensitive New Zealand assets, therefore limiting beneficial ownership of sensitive New Zealand assets by New Zealanders.

29. I consider this exemption is no broader than reasonably necessary, because it only applies to retirement schemes as defined in the Financial Markets Conduct Act 2013 (KiwiSaver schemes, workplace savings schemes and certain single person superannuation schemes) rather than managed investment schemes or portfolio investment schemes more broadly.

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