

# **New Zealand Business Number Bill**

Government Bill

## **Explanatory note**

### **General policy statement**

The purpose of the Bill is to enable easier and more efficient interactions for business in New Zealand by enabling businesses to interact more easily with government and reducing the costs of business transactions. The Bill enables certain entities to obtain, or be allocated, a New Zealand Business Number and to be registered on a New Zealand Business Number register. Entities that may be registered include corporate and public entities (including government agencies) or unincorporated entities such as sole traders, partnerships and trustees of trusts. The Bill sets out the type of data that the New Zealand Business Number register can contain for an entity, rules about collection, access and sharing of that information and protections for information that is private.

### **Departmental disclosure statement**

The Ministry of Business, Innovation, and Employment is required to prepare a disclosure statement to assist with the scrutiny of this Bill. It provides access to information about the policy development of the Bill and identifies any significant or unusual legislative features of the Bill.

A copy of the statement can be found at <http://legislation.govt.nz/disclosure.aspx?type=bill&subtype=government&year=2015&no=15>.

### **Regulatory impact statement**

The Ministry of Business, Innovation, and Employment produced 2 regulatory impact statements to help inform the main policy decisions taken by the Government relating to the contents of this Bill.

Copies of these regulatory impact statements can be found at—

- <http://www.mbie.govt.nz/what-we-do/better-for-business/nzbn>
- <http://www.treasury.govt.nz/publications/informationreleases/ris>

### **Clause by clause analysis**

*Clause 1* is the Title clause.

*Clause 2* provides that the Bill comes into force on the day after the date that it receives the Royal assent.

## **Part 1**

### **Preliminary provisions**

*Clause 3* sets out the Bill's main purposes.

*Clause 4* gives an overview of the Bill.

*Clause 5* defines certain terms used in the Bill.

*Clause 6* records the status of examples used in the Bill.

*Clause 7* provides that the Bill binds the Crown.

*Clause 8* gives effect to transitional, savings, and related provisions in *Schedule 1* of the Bill.

## **Part 2**

### **Provisions concerning NZBNs, register, Registrar, and miscellaneous matters**

*Clause 9* defines the meaning of corporate or public entity, and unincorporated entity as those terms are used in the Bill.

*Clause 10* sets out the requirements that an entity must meet to be eligible for a New Zealand Business Number (NZBN) and be registered on the New Zealand Business Number Register (the **register**).

*Clause 11* deals with the eligibility of entities for an NZBN in cases where a person (natural or otherwise) is more than 1 entity (for example, a company that is the sole trustee of a trust carrying on busi-

ness in New Zealand). It has the effect that each entity may have an NZBN, except in the case of a person who carries on more than 1 business as a sole trader. A person may not be registered in the capacity of a sole trader entity more than once and therefore may use the same identifier in respect of each business.

*Clause 12* identifies entities that are ineligible for an NZBN (including individuals in their personal capacity).

*Clause 13* enables entities to apply for an NZBN and sets out the requirements for an application.

*Clause 14* sets out the powers of the Registrar of New Zealand Business Numbers (the **Registrar**) to grant an entity's application for an NZBN, by allocating an NZBN and registering the entity on the register, or to decline an application for an NZBN.

*Clause 15* empowers the Registrar to allocate an NZBN to an entity and register it without the need for the entity to apply for an NZBN.

*Clause 16* specifies how the Register registers an entity.

*Clause 17* empowers the Registrar to cancel an entity's NZBN registration in specified circumstances.

*Clause 18* mandates the Registrar to keep and operate the register and specifies the New Zealand Business Number Register as the name to be used for it.

*Clause 19* requires the register to be kept in electronic form and enables the Registrar to keep it any other additional form.

*Clause 20* limits what may be contained in the register to applicable primary business data for each registered entity and defines what primary business data means in relation to an entity.

*Clause 21* requires certain primary business data in the register for an entity to be publicly available (referred to in the Bill as public primary business data).

*Clause 22* is a regulation-making power to amend *Schedule 3*, which sets out public primary business data for the 2 types of registered entity under the Bill (corporate or public entities, and unincorporated entities).

*Clause 23* sets out the Registrar's powers to update and amend the register.

*Clause 24* requires the Registrar to keep and operate the register in a manner that allows members of the public to access and search

only public primary business data, with all other information on the register only being available for access and searching by government agencies authorised under *clause 27(1)*.

*Clause 25* deals with when the register must be publicly available for access and searching and the Registrar's powers to refuse access to it.

*Clause 26* empowers the Registrar to release specified information to third parties and deals with how any request by a third party for the exercise of these powers must be made.

*Clause 27* enables government agencies to access information in the register if an enactment, other than the Bill, authorises the agency to collect that information.

*Clause 28* authorises government agencies to use NZBNs of entities if that use is in accordance with the Bill's purposes.

*Clause 29* is a power to make regulations authorising government agencies to require eligible entities to which they provide services to have an NZBN and provide it to the relevant agency.

*Clause 30* provides for the appointment of the Registrar.

*Clause 31* sets out the Registrar's powers to delegate duties and powers under the Act.

*Clause 32* sets out powers for the Registrar to verify information provided by certain persons and those persons' identities.

*Clause 33* requires the Registrar to notify the reasons for certain decisions the Registrar may make under the Bill and rights of appeal from those decisions.

*Clause 34* sets out the rights of appeal to the High Court from decisions of the Registrar.

*Clause 35* enables the Privacy Commissioner to require the Registrar to provide a report on certain matters in order for the Commissioner to assess the effects that the register has on the privacy of individuals in business.

*Clause 36* excludes any legal or beneficial rights in an NZBN for any entity.

*Clause 37* is the main regulation-making power.

*Clause 38* sets out the requirements to be met if the Bill requires documents to be given and other things to be done in a manner determined by the Registrar.

*Clauses 39 and 40* are offence provisions, relating to the use of false NZBNs and making or giving false and misleading statements.

*Clause 41* provides for consequential amendments to other enactments.

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*Hon Steven Joyce*

## **New Zealand Business Number Bill**

Government Bill

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**The Parliament of New Zealand enacts as follows:**

**1 Title**

This Act is the New Zealand Business Number Act **2015**.

**2 Commencement**

This Act comes into force on the day after the date on which it receives the Royal assent. 5

**Part 1**

**Preliminary provisions**

*Purposes and overview*

**3 Main purposes**

The main purposes of this Act are to—

- (a) enable businesses in New Zealand to interact more easily with government; and
- (b) reduce the costs of business transactions in New Zealand; and
- (c) establish and maintain a New Zealand business number register that will—

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- (i) enable an NZBN identifier to be allocated to businesses in New Zealand; and
- (ii) enable individuals dealing with businesses to use the NZBN identifier; and
- (iii) enable business information to be collected and shared between authorised government agencies; and 5
- (iv) make certain business information publicly available; and
- (d) protect the security and confidentiality of information provided under this Act and the privacy of individuals in business. 10

#### 4 Overview

In this Act,—

- (a) **Part 1** provides for preliminary matters, including the purposes of this Act, the application of this Act to the Crown, transitional provisions, and interpretation: 15
- (b) **Part 2** provides for—
  - (i) which entities are eligible for an NZBN, how entities obtain an NZBN, and registration of entities on the New Zealand Business Number Register; and 20
  - (ii) the Registrar’s obligations to keep and operate the register, information that may be contained in the register, and who may access that information; and 25
  - (iii) government agencies’ powers to access information in the register, provide information to the register, and use and require the use of NZBNs; and 30
  - (iv) the appointment of the Registrar, the Registrar’s functions and powers in relation to the register, and rights of appeal against decisions of the Registrar; and
  - (v) miscellaneous matters, including legal rights in relation to NZBNs, the power to amend **Schedule 3** (which sets out the information in the register that must be publicly available), regulation- 35

making powers, offences, consequential amendments to other enactments, and related matters.

*Interpretation*

**5 Interpretation**

In this Act, unless the context otherwise requires,— 5

**business** has the same meaning as in section 2(1) of the Fair Trading Act 1986

**company** means a company registered under the Companies Act 1993

**corporate or public entity** has the meaning set out in **section 9(a)** 10

**entity** includes (without limitation),—

- (a) a company or an overseas company:
- (b) any other body corporate:
- (c) a corporation sole: 15
- (d) a sole trader:
- (e) a partnership (within the meaning of section 4(1) of the Partnership Act 1908), or association of persons, whether incorporated or not:
- (f) in the case of a trust,— 20
  - (i) if the trust has only 1 trustee, the trustee acting in his, her, or its capacity as trustee; and
  - (ii) if the trust has more than 1 trustee, the trustees acting jointly in their capacity as trustees:
- (g) a society, a branch of a society, or a credit union registered or deemed to be registered under the Friendly Societies and Credit Unions Act 1982: 25
- (h) a thing that regulations declare to be an entity for the purposes of this Act, either generally or in specified circumstances 30

**eligible entity** means an entity that is eligible for an NZBN under **section 10**

**government agency** means—

- (a) a Crown entity under section 7 of the Crown Entities Act 2004: 35
- (b) a department under section 27A(1) and (2) of the State Sector Act 1988:

- (c) the New Zealand Defence Force:
- (d) the New Zealand Police:
- (e) the New Zealand Security Intelligence Service:
- (f) the Parliamentary Counsel Office:
- (g) the Office of the Clerk of the House of Representatives: 5
- (h) the Parliamentary Service

**identifier** means any number, code, or name used to identify a business

**Minister** means the Minister of the Crown who, under the authority of any warrant or with the authority of the Prime Minister, is for the time being responsible for the administration of this Act 10

**NZBN** means New Zealand Business Number

**NZBN entity** means an entity that is registered in the register

**overseas company** means a body corporate that is incorporated outside New Zealand and is registered, or is deemed to be registered, under Part 18 of the Companies Act 1993 15

**primary business data** has the meaning set out in **section 20(2)**

**public primary business data**, in relation to an NZBN entity, means the primary business data that must be publicly available under **section 21** 20

**register** means the New Zealand Business Number Register established under **section 18**

**Registrar** means the person appointed as the Registrar of New Zealand Business Numbers under **section 30** 25

**third party**, in relation to an NZBN entity, means a person other than the NZBN entity or a government agency authorised under **section 27(1)**

**unincorporated entity** has the meaning set out in **section 9(b)**. 30

### *Other preliminary provisions*

#### **6 Status of examples**

- (1) An example used in this Act is illustrative of the provisions to which it relates. It does not limit those provisions. 35

- (2) If an example and a provision to which it relates are inconsistent, the provision prevails.

**7 Act binds the Crown**  
This Act binds the Crown.

- 8 Transitional, savings, and related provisions** 5  
The transitional, savings, and related provisions set out in **Schedule 1** have effect according to their terms.

**Part 2**  
**Provisions concerning NZBNs, register,  
Registrar, and miscellaneous matters** 10

*Eligibility for NZBN*

- 9 Meaning of corporate or public entity and unincorporated entity**  
In this Act,—
- (a) **corporate or public entity** means— 15
- (i) an entity that is already on a public register listed in **Schedule 2**;
  - (ii) a government agency;
  - (iii) any other body corporate or a corporation sole;
  - (iv) any other entity declared by regulations to be a 20  
corporate or public entity for the purposes of this Act; and
- (b) **unincorporated entity** means an entity other than a corporate or public entity (for example, a sole trader, a partnership, or a trustee (or trustees acting jointly)) that 25  
is—
- (i) in business (as defined in section 2(1) of the Fair Trading Act 1986) in New Zealand; or
  - (ii) declared by regulations to be an unincorporated 30  
entity for the purposes of this Act.
- 10 Entities eligible for NZBN**  
An entity is eligible for an NZBN if—
- (a) it is a corporate or public entity or an unincorporated entity; and

- (b) it does not already have an NZBN; and
- (c) it is not ineligible for an NZBN under **section 11(2) or 12.**

## **11 Persons that are more than 1 entity: eligibility for NZBN**

- (1) A person (natural or otherwise) that is more than 1 entity is eligible to be allocated an NZBN, and be registered on the register, in their or its capacity as each of those entities. 5
- (2) Despite **subsection (1)**, a person who is a sole trader is eligible to be allocated only 1 NZBN and be registered on the register only once as a sole trader. 10

## **12 Entities ineligible for NZBN**

The following entities are ineligible for an NZBN:

- (a) an individual in his or her personal capacity (for example, as a consumer or an employee):
- (b) an individual in his or her capacity as a member of an unincorporated entity that is eligible for an NZBN: 15
- (c) an entity or a type of entity that is declared by regulations to be ineligible for an NZBN.

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### **Example 1**

Bill is a student. To help support himself, he runs his own lawn-mowing business and works 2 evenings each week at a petrol station. 20

Bill is not eligible for an NZBN in his personal capacity, as an employee of the petrol station. However, Bill is eligible for an NZBN in his capacity as a sole trader carrying on the lawn-mowing business. (In that capacity, he is an unincorporated entity under **section 9** and therefore meets the eligibility criteria in section **section 10(a)**.) 25

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### **Example 2**

Jane Brown and John Smith are partners in the law firm Brown, Smith, and Associates. 30

Brown, Smith, and Associates is an entity eligible for an NZBN because it is a partnership carrying on business in New Zealand (and therefore is an unincorporated entity under **section 9**). 35

However, any legal services that Jane or John provides to clients are services provided by the partnership, Brown,

**Example 2**—*continued*

Smith, and Associates, in the course of that entity carrying out its business undertaking, and neither Jane nor John, as an individual in the capacity of a member of the partnership, is an entity eligible for an NZBN in relation to those services (**paragraph (b)** of this section).

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*Applications for NZBN***13 Application for NZBN**

(1) An entity that wants to be allocated an NZBN and be registered on the register may apply for an NZBN.

(2) The application must—

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- (a) be made in the manner determined by the Registrar; and  
 (b) satisfy any other prescribed requirements.

**14 Registrar's powers on application for NZBN**

(1) If an entity applies for an NZBN in accordance with **section 13**, the Registrar may—

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- (a) allocate an NZBN to that entity and register the entity;  
 or  
 (b) decline to register the entity if the Registrar considers this necessary in order to—  
 (i) uphold the integrity of the NZBN and the register; or  
 (ii) give effect to the purposes of this Act.

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(2) The Registrar must decline to register the entity if the Registrar considers that it is not an eligible entity.

(3) For the Registrar's powers to verify identities and information, exercisable at any time, including before or after exercising the powers in this section *see* **section 32**.

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*Registration of entities***15 Registrar's power to register eligible entities without application**

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The Registrar may allocate an NZBN to an entity and register the entity without the need for it to apply for an NZBN.

**16 Process for registering entity**

- (1) The Registrar registers an entity by—
- (a) recording the entity's NZBN and primary business data in the register; and
  - (b) making publicly available the entity's public primary business data in accordance with **section 21**. 5
- (2) As soon as practicable after registering an entity, the Registrar must notify the entity of the registration.

*Cancellation of registration***17 Registrar's power to cancel registration** 10

The Registrar may cancel the registration of an NZBN entity if the Registrar is satisfied that—

- (a) at the time the Registrar registered the NZBN entity it did not meet the eligibility criteria in **section 10**; or
- (b) the registration was made in error (for example, as a result of an administrative error); or 15
- (c) the cancellation is necessary or desirable in order to—
  - (i) uphold the integrity of the NZBN and the register; or
  - (ii) give effect to the purposes of this Act. 20

*New Zealand Business Number Register***18 Registrar to keep register**

The Registrar must keep and operate a register, to be known as the New Zealand Business Number Register, in accordance with this Act and any regulations made under it. 25

**19 Form of register**

The register must be in electronic form and may also be kept in any other form that the Registrar thinks fit.

**20 Contents of register**

- (1) The register may contain only primary business data. 30
- (2) **Primary business data**, in relation to an NZBN entity, is—
- (a) the public primary business data listed in **Schedule 3** for that type of entity; and



- (b) data prescribed by regulations as primary business data for that type of entity.
- (3) The register must contain the primary business data referred to in **subsection (2)** (as applicable) for every NZBN entity.
- 21 Public primary business data** 5
- The following primary business data contained in the register for an NZBN entity must be publicly available:
- (a) in the case of a corporate or public entity,—
- (i) the data listed in **Part 1 of Schedule 3**; and
- (ii) any data prescribed by regulations that the entity elects to make publicly available or that is otherwise available on a public register; and 10
- (b) in the case of an unincorporated entity,—
- (i) the data listed in **Part 2 of Schedule 3**; and
- (ii) any data prescribed by regulations that the entity elects to make publicly available. 15
- 22 Power to amend Schedule 3**
- The Governor-General may, by Order in Council, on the recommendation of the Minister made after consulting the Privacy Commissioner, amend **Schedule 3** to add or delete any information or type of information. 20
- 23 Updating register**
- (1) The Registrar must ensure that an NZBN entity may access the primary business data contained in the register for the entity for the purpose of checking the accuracy of that data. 25
- (2) The Registrar may, at the request of an NZBN entity, made in the manner determined by the Registrar, update the primary business data contained in the register for that entity.
- (3) The Registrar may update the primary business data contained in the register— 30
- (a) for a corporate or public entity; or
- (b) for an unincorporated entity, if that entity has consented, in the manner determined by the Registrar, to the Registrar exercising that power.

- (4) Despite **subsection (3)(b)**, the Registrar may, at any time, exercise the following powers in relation to any NZBN entity:
- (a) update the register to reflect the status of the NZBN entity (for example, as an active or an inactive business):
  - (b) amend the register if the Registrar is satisfied that the register contains an error. 5

*Public and third party access to information in register*

**24 Manner register to be kept and operated concerning access to information** 10

- (1) The Registrar must keep and operate the register in a manner that allows members of the public to access and search public primary business data only.
- (2) All other primary business data in the register must only be accessible to, and available for searching by, government agencies that are authorised in accordance with **section 27(1)**. 15

**25 Public access to information in register**

- (1) Public primary business data in the NZBN register must be available for access and searching by members of the public at all times, unless the Registrar suspends the operation of the register in accordance with **subsection (2)**. 20
- (2) The Registrar may refuse access to the register or otherwise suspend the operation of the register, in whole or in part, if the Registrar thinks that it is not practical to provide access to the register. 25

**26 Third party access to information in register**

- (1) The Registrar may—
  - (a) release primary business data of an NZBN entity to a third party if the NZBN entity consents to that release; and 30
  - (b) release public primary business data, in bulk, to a third party; and
  - (c) release information to a third party (for example, for research or statistical purposes) if—

- 
- (i) that information is aggregate information derived from primary business data; and
- (ii) it is released in a form that could not reasonably be expected to identify an individual NZBN entity. 5
- (2) A request by a third party to release public primary business data or information under **subsection (1)** must be made in the manner determined by the Registrar (if any).
- (3) The third party must pay the prescribed fee (if any).
- Government agencies' powers relating to register and use of NZBNs* 10
- 27 Government agencies may access and provide information**
- (1) A government agency may access and use primary business data contained in the register for an NZBN entity if an enactment, other than this Act, authorises the agency to collect that information. 15
- (2) A government agency may provide primary business data about an entity to the register if the entity has consented to that primary business data being provided to the register.
- 28 Government agencies may use NZBN** 20
- A government agency may use the NZBN of an entity (including using it in addition to, or substitution for, any other identifier the government agency may use for that entity) if that use is in accordance with the purposes of this Act.
- 29 Government agencies may be empowered to require NZBN** 25
- The Governor-General may, by Order in Council, on the recommendation of the Minister made after the Minister has consulted the Privacy Commissioner, make regulations authorising a government agency to require an eligible entity, or a class of eligible entity, to which the agency provides services to register for an NZBN and provide that NZBN to the agency. 30

*Registrar of New Zealand Business Numbers***30 Registrar of New Zealand Business Numbers**

There must be a Registrar of New Zealand Business Numbers, who must be appointed under the State Sector Act 1988.

**31 Delegation of Registrar's duties and powers**

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- (1) The Registrar may delegate in writing any of the Registrar's duties and powers under this Act, other than this power of delegation.
- (2) A delegation may be made to—
- (a) a specified person: 10
  - (b) persons of a specified class:
  - (c) the holder of a specified office.
- (3) A delegation may be—
- (a) general; or
  - (b) specific; or 15
  - (c) limited to performing a duty or exercising a power in relation to a particular activity or operation or class of activity or operation.
- (4) A delegation—
- (a) does not affect or prevent the performance of a duty or the exercise of a power by the Registrar: 20
  - (b) does not affect the responsibility of the Registrar for the actions of a person to whom a duty or power is delegated:
  - (c) may be revoked by the Registrar in writing: 25
  - (d) continues in force despite a change in the person holding office as Registrar:
  - (e) is subject to any directions or conditions imposed by the Registrar.
- (5) A person to whom a duty or power has been delegated may perform the duty or exercise the power in the same manner and with the same effect as if the duty or power had been conferred directly on the person by this Act. 30
- (6) A person who purports to act under a delegation is, in the absence of proof to the contrary, presumed to be acting in accordance with the delegation. 35

**32 Registrar's verification powers**

- (1) The Registrar may verify any information provided by, or the identity of,—
- (a) an entity:
  - (b) a principal of an entity: 5
  - (c) an individual who applies for an NZBN on behalf of an entity:
  - (d) an individual who purports to have authority to act on behalf of an entity in relation to any other matter under this Act. 10
- (2) The Registrar may require an individual or a principal to provide any documentation or other information (including, without limitation, photographic identification) that the Registrar considers necessary for the purposes of verifying information provided by, or the identity or authority of, that person or the relevant entity. 15
- (3) The Registrar may exercise the powers in this section at any time, whether before or after the Registrar has registered the relevant entity, allocated an NZBN to the entity, or received an application for an NZBN for the entity. 20
- (4) In this section, **principal** means, in relation to—
- (a) a company or an overseas company, a person occupying the position of a director of the company or overseas company, by whatever name called:
  - (b) a partnership (other than a limited partnership), any partner: 25
  - (c) a limited partnership, any general partner:
  - (d) a charitable entity (within the meaning of the Charities Act 2005), an officer (within the meaning of that Act):
  - (e) a body corporate or unincorporate other than a company, partnership, or limited partnership, any person occupying a position in the body that is comparable with that of a director of a company. 30

**33 Registrar must notify reasons for certain decisions and appeal rights** 35

If the Registrar makes any of the decisions referred to in **section 34(1) and (2)**, the Registrar must notify the entity or third party who made the request (as applicable) of the reasons for

the Registrar's decision and of the right of appeal under **section 34**.

### **34 Appeals against decisions of Registrar**

- (1) An entity may appeal to the High Court against a decision of the Registrar to— 5
- (a) decline to register the entity under **section 14(1)(b)**;
  - (b) cancel the entity's registration under **section 17**;
  - (c) update or amend the register under **section 23(3)(a) or (4)**.
- (2) A third party may appeal to the High Court against a decision of the Registrar to refuse to release primary business data or information under **section 26**. 10
- (3) An appeal under this section must be brought—
- (a) in accordance with the rules of court; and
  - (b) within— 15
    - (i) 20 working days after the decision appealed against is given; or
    - (ii) any further time the court allows on application made before or after that period expires.

### **35 Privacy Commissioner may require Registrar to report** 20

- (1) The Privacy Commissioner may require the Registrar to provide the Privacy Commissioner with a report on the operation of the register and the collection and handling of personal information in the register in order for the Privacy Commissioner to assess the effects that the register has on the privacy of individuals in business in New Zealand. 25
- (2) Before requiring a report under **subsection (1)**, the Privacy Commissioner must consult the Registrar on the terms of reference proposed for the report.

### *Miscellaneous provisions* 30

### **36 No legal or beneficial interest in NZBN**

- (1) An NZBN entity does not have any legal or beneficial interest in the NZBN allocated to it, or in the entity's registration on the NZBN register, and may not claim any value (for example, goodwill) in the NZBN. 35

- (2) The NZBN allocated to an entity may not be transferred to, or vest by operation of law in, any other entity.

### 37 Regulations

The Governor-General may, by Order in Council, make regulations for all or any of the following purposes: 5

- (a) declaring a thing to be, or in specified circumstances to be, an entity for the purposes of this Act: 5
- (b) declaring an entity to be a corporate or public entity or an unincorporated entity for the purposes of this Act:
- (c) declaring an entity or a type of entity to be ineligible for an NZBN: 10
- (d) prescribing requirements for the purposes of **section 13(2)(b)**:
- (e) prescribing primary business data for a type of entity for the purposes of **section 20(2)(b)**: 15
- (f) prescribing how notices and other information may or must be given to, or provided to, any person under this Act and other matters relating to that procedure (including when the information is treated as received, given, or provided, for the purposes of this Act and the regulations): 20
- (g) prescribing periods of time for the purpose of giving notices or other information, or within which any matter or thing must be done:
- (h) specifying fees and charges payable— 25
  - (i) for providing information to third parties under **section 26**:
  - (ii) in respect of any other matter under this Act or the manner in which fees and charges may be calculated: 30
- (i) providing for any other matters contemplated by this Act, necessary for its administration, or necessary for giving it full effect.

### 38 Giving documents and doing other things in manner determined by Registrar 35

- (1) If this Act requires a document or notification to be given to the Registrar, or a thing to be done in a manner determined by

- the Registrar, that document or notification may be given and that thing may be done in the manner specified by the Registrar, who, for example, may require notification by electronic means or may specify any of the following matters:
- (a) by whom, when, where, and how the thing must be done: 5
  - (b) what other information or documents must be provided with the thing:
  - (c) requirements with which information, evidence, or documents that are provided in connection with the thing must comply: 10
- (2) The Registrar may refuse to perform or exercise a function, duty, or power in relation to the document, notification, or other thing if **subclause (1)** is not complied with.
- 39 Offence in relation to NZBN** 15
- (1) Every person commits an offence who, knowing a number to be a false NZBN, without reasonable excuse—
- (a) uses, deals with, or acts upon it as if it were genuine; or
  - (b) causes another person to use, deal with, or act upon it as if it were genuine. 20
- (2) In **subsection (1)**, **false NZBN** means—
- (a) a number that is not an NZBN; or
  - (b) an NZBN that relates to another entity.
- (3) Every person who commits an offence under **subsection (1)** is liable on conviction to a fine not exceeding \$250,000. 25
- 40 False or misleading statements**
- (1) Every person commits an offence who—
- (a) makes or gives, or authorises the making or giving of, a statement, document, or other information to the Registrar that is false or misleading in a material particular knowing it to be false or misleading; or 30
  - (b) omits, or authorises the omission of, from a statement, document, or other information made or given to the Registrar any information or matter knowing that the omission makes the statement, document, or other information false or misleading in a material particular. 35



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- (2) Every person who commits an offence under **subsection (1)** is liable on conviction to a fine not exceeding \$200,000.

**41 Consequential amendments**

Amend the enactments specified in **Schedule 4** as set out in that schedule.

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**Schedule 1**

s 8

**Transitional, savings, and related provisions**

Transitional provision relating to principal Act:  
NZBNs allocated before commencement of Act

**1 NZBNs deemed to have been issued under Act**

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If a corporate or public entity has been allocated an NZBN before the commencement of this Act, the NZBN is deemed to have been allocated under this Act.

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**Schedule 2****s 9****Public register entities**

Building societies incorporated under the Building Societies Act 1965	
Charitable trusts incorporated under the Charitable Trusts Act 1957	5
Companies registered under the Companies Act 1993	
Overseas companies registered under Part 18 of the Companies Act 1993	
Limited partnerships registered under the Limited Partnerships Act 2008	10
Overseas limited partnerships registered under the Limited Partnerships Act 2008	
Friendly societies, branches of friendly societies, and credit unions registered or deemed to be registered under the Friendly Societies and Credit Unions Act 1982	15
Incorporated societies registered under the Incorporated Societies Act 1908 and branches of registered incorporated societies registered under the Incorporated Societies Amendment Act 1920	
Industrial and provident societies registered in accordance with section 4 of the Industrial and Provident Societies Act 1908 and section 33 of the Statutes Amendment Act 1939	20

**Schedule 3** **ss 20(2), 21**  
**Public primary business data**

Part 1

Public primary business data for corporate  
and public entities 5

Legal entity name

Registered address

Location identifier

NZBN

Start date 10

Kind of entity

Business status (eg, active or inactive)

Part 2

Public primary business data for  
unincorporated entities 15

Location identifier

NZBN

Start date

Kind of entity

Business status (eg, active or inactive) 20

## Schedule 4

s 41

## Consequential amendments

## Part 1

## Acts amended

- Companies Act 1993 (1993 No 105)** 5
- After section 360B, insert:
- “360C Alteration of entries on New Zealand register and overseas register without application**
- “(1) This section applies if —
- “(a) a company has provided information about the company to the Registrar in addition to the information the company is compelled to provide under this Act or regulations made under it (regardless of whether the information was provided before or after the commencement of this section or is visible to the public on the New Zealand register); and 10 15
- “(b) that information is updated in the New Zealand Business Number Register.
- “(2) The Registrar may update the information provided and, if applicable, the New Zealand register, so that the information is consistent with the information in the New Zealand Business Number Register.” 20
- After section 370, insert:
- “370A Access to companies’ primary business data on New Zealand Business Number Register** 25
- “(1) The Registrar may, in the exercise or performance of the Registrar’s functions, powers, or duties under this Act, access and use any primary business data entered on the New Zealand Business Number Register for a company or overseas company, except the following: 30
- “(a) location identifier:
- “(b) GST status:
- “(c) GST effective date.
- “(2) Despite **subsection (1)**, the Registrar may access and use the data referred to in **subsection (1)(a) to (c)** if that information is publicly available on the New Zealand Business Number Register.” 35

Part 1—*continued***Tax Administration Act (1994 No 166)**

After section 81(4)(u), insert:

- “(v) communicating to the Registrar of New Zealand Business Numbers, for the purposes of the New Zealand Business Number Act **2015**, information that is primary business data (as that term is defined in that Act) for inclusion in the New Zealand Business Number Register.” 5

**Trade Marks Act 2002 (2002 No 49)**

After section 78(c)(iii), insert as subclauses (2) and (3):

- “(2) The Commissioner may alter a trade mark owner’s name or address entered in the register so that the entry is the same as the name or address appearing in the New Zealand Business Number Register for that person. 10
- “(3) **Subsection (2)** applies—
- “(a) even if an agent of the trade mark owner provided the information appearing in the New Zealand Business Number Register and that person is not duly authorised to act as the trade mark owner’s agent for the purposes of providing such information under this Act; and 15
- “(b) in addition to the Commissioner’s power under subsection (1)(a).” 20

## Part 2

## Regulations amended

**Designs Regulations 1954 (SR 154/224)**

After regulation 49, insert: 25

**“49A Alteration of entries without application**

- “(1) The Commissioner may alter the name, address, or address for service entered in the register for a registered proprietor so that the entry is the same as the name, address, or address for service appearing in the New Zealand Business Number Register for that person. 30
- “(2) **Subclause (1)** applies—
- “(a) even if an agent of the registered proprietor provided the information appearing in the New Zealand Business

Part 2—*continued***Designs Regulations 1954 (SR 154/224)**—*continued*

Number Register and that person is not duly authorised to act as the registered proprietor’s agent for the purposes of providing such information under the Act or these regulations; and

- “(b) in addition to the Commissioner’s power to alter the register on an application under regulation 49.” 5

**Patents Regulations 2014 (SR 2014/275)**

After regulation 36(1), insert:

- “(1A) Subclause (1) does not apply if the new address for service appears in the New Zealand Business Number Register for that person.” 10

After regulation 134, insert:

**“134A Commissioner may alter entries on patents register without request**

- “(1) The Commissioner may alter the name, principal place of business, address, or address for service entered in the register for a patentee so that the entry is the same as the name, address, or address for service appearing in the New Zealand Business Number Register for that person. 15

- “(2) **Subclause (1)** applies— 20

- “(a) even if an agent of the patentee provided the information appearing in the New Zealand Business Number Register and that person is not duly authorised to act as the patentee’s agent for the purposes of providing such information under the Act or these regulations; and 25

- “(b) in addition to the Commissioner’s power to alter the register on a request under regulation 134.”