



THE SECURITIES ACT (PALMERSTON NORTH ENTERPRISE TRUST BOARD) EXEMPTION NOTICE 1992

Pursuant to the Securities Act 1978, the Securities Commission gives the following notice.

NOTICE

1. Title and commencement—(1) This notice may be cited as the Securities Act (Palmerston North Enterprise Trust Board) Exemption Notice 1992.

(2) This notice shall come into force on the day after the date of its notification in the *Gazette*.

2. Interpretation—(1) In this notice, unless the context otherwise requires,—

“The Act” means the Securities Act 1978:

“Board” means the Palmerston North Enterprise Trust Board:

“Code of Practice” means a code of practice for the regulation of offers of specified equity securities and specified participatory securities to the public for subscription that is—

- (a) Administered by the Board; and
- (b) Approved by the Commission:

“The Regulations” means the Securities Regulations 1983:

“Scheme” means the scheme for the offering of equity securities and participatory securities to the public for subscription operated by the Board under the trust:

“Specified equity securities” means equity securities that are offered to the public for subscription under the scheme:

“Specified participatory securities” means participatory securities that are offered to the public for subscription under the scheme:

“Specified issuer”, in relation to an offer of specified equity securities or specified participatory securities, as the case may be, means a person—

- (a) That is a member of the trust; and
- (b) That is bound by the rules of the trust to comply with a code of practice relating to the making of any offer of specified equity securities or specified participatory securities to the public for subscription; and
- (c) That is a member of the scheme:

“Trust” means the Palmerston North Enterprise Trust.

(2) Any term or expression that is not defined in this notice, but that is defined in the Act or the Regulations, has the meaning given to it by the Act or the Regulations.

3. Certain persons exempted from compliance with provisions of the Securities Act 1978 and the Securities Regulations 1983 in respect of offers of specified equity securities—(1) Subject to subclause (2) of this clause, the Board and every specified issuer is exempted from compliance with the provisions of sections 37, 37A, and 38 (a) to (c) of the Act, and regulations 15 and 17 of the Regulations in respect of any offer of specified equity securities made before the close of the 30th day of June 1993.

(2) The exemption granted by subclause (1) of this clause is subject to the following conditions:

- (a) That the total amount raised by the specified issuer by the issue of the specified equity securities does not exceed \$100,000;
- (b) That the aggregate amount of capital and reserves of, and loans made by the members of the specified issuer to, the specified issuer does not at any time exceed \$250,000;
- (c) That where such statements have been prepared and are available for distribution to subscribers, every subscriber for specified equity securities has, before subscribing for the securities, been supplied by the Board with a copy of the most recent audited financial statements of the specified issuer and interim financial statements of the specified issuer (being interim financial statements that contain information and particulars for the period to which they relate in respect of the same matters as are contained in the most recent audited financial statements of the specified issuer, but which need not be audited);
- (d) That the specified issuer is bound to supply every subscriber for the specified equity securities with copies of the audited financial statements of the specified issuer;
- (e) That the obligation referred to in paragraph (d) of this subclause is contained in an agreement between the specified issuer and the subscriber that remains in force until the subscriber sells the securities;
- (f) That no person other than the Board makes offers of the specified equity securities to the public for subscription;
- (g) That the Board makes a written report to the Commission on the operation of the scheme before the close of the 30th day of June 1993.

4. Certain persons exempted from compliance with provisions of the Securities Act 1978 and the Securities Regulations 1983 in respect of offers of specified participatory securities—(1) Subject to subclause (2) of this clause, the Board and every specified issuer, not being a company, is exempted from compliance with the provisions of sections 33 (3), 37, 37A, and 38 (a) to (c) of the Act and regulations 15 and 17 of the Regulations in respect of any offer of specified participatory securities made before the close of the 30th day of June 1993.

(2) The exemption granted by subclause (1) of this clause is subject to the following conditions:

- (a) That the total amount raised by the specified issuer by the issue of the specified participatory securities does not exceed \$100,000:
- (b) That the aggregate amount of capital and reserves of, and loans made by the holders of specified participatory securities to, the scheme does not at any time exceed \$250,000:
- (c) That where such statements have been prepared and are available for distribution to subscribers, every subscriber for specified participatory securities has, before subscribing for the securities, been supplied by the Board with a copy of the most recent audited financial statements of the scheme and interim financial statements of the scheme (being interim financial statements that contain information and particulars for the period to which they relate in respect of the same matters as are contained in the most recent audited financial statements of the scheme, but which need not be audited):
- (d) That the specified issuer is bound to supply every subscriber for the specified participatory securities with copies of the audited financial statements of the scheme:
- (e) That the obligation referred to in paragraph (d) of this subclause is contained in an agreement between the specified issuer and the subscriber that remains in force until the subscriber sells the securities:
- (f) That no person other than the Board makes offers of the specified participatory securities to the public for subscription:
- (g) That the Board makes a written report to the Commission on the operation of the scheme before the close of the 30th day of June 1993.

Dated at Wellington this 29th day of June 1992.

The Common Seal of the Securities Commission was hereunto affixed in the presence of:

[L.S.]

P. D. McKENZIE,
Chairman.

EXPLANATORY NOTE

This note is not part of the notice, but is intended to indicate its general effect.

This notice, which comes into force on the day after the date of its notification in the *Gazette*, exempts the Palmerston North Enterprise Trust Board and persons that are members of the scheme administered by the Board for the issue of equity and participatory securities, subject to conditions, from compliance with sections 33 (3), 37, 37A, and 38 (a) to (c) of the Securities Act 1978, and regulations 15 and 17 of the Securities Regulations 1983 in respect of offers of those securities made before the close of 30 June 1993.

Issued under the authority of the Acts and Regulations Publication Act 1989.

Date of notification in *Gazette*: 2 July 1992.

This notice is administered in the Securities Commission.