

Reprint  
as at 3 June 2017



## **New Zealand National Airways Corporation Dissolution Act 1978**

Public Act      1978 No 48  
Date of assent    11 October 1978  
Commencement    see section 1

New Zealand National Airways Corporation Dissolution Act 1978: repealed, on 3 June 2017, by section 3(1) of the Statutes Repeal Act 2017 (2017 No 23).

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**An Act to give effect to the merger of Air New Zealand Limited and the New Zealand National Airways Corporation by authorising Air New Zealand Limited to assume the functions of the Corporation and providing for the dissolution of the Corporation**

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#### **Note**

Changes authorised by subpart 2 of Part 2 of the Legislation Act 2012 have been made in this official reprint.  
Note 4 at the end of this reprint provides a list of the amendments incorporated.

**This Act is administered by the Ministry of Transport.**

## 1 Short Title and commencement

- (1) This Act may be cited as the New Zealand National Airways Corporation Dissolution Act 1978.
- (2) Sections 2, 3, and 5 shall be deemed to have come into force on 1 March 1978.
- (3) Section 4 shall come into force on a date to be fixed by Order in Council.

Section 1(3): section 4 brought into force, on 1 December 1978, by the New Zealand National Airways Corporation Dissolution Act Commencement Order 1978 (SR 1978/303).

## 2 Interpretation

In this Act, unless the context otherwise requires,—

**Air New Zealand Limited** means the duly incorporated company of that name having its registered office at Auckland

**Corporation** means the New Zealand National Airways Corporation established under section 4 of the New Zealand National Airways Act 1945.

## 3 Authorising and validating transfer of services, etc, to Air New Zealand Limited

- (1) Until section 4 comes into force, Air New Zealand Limited may, in its own name and in the place of the Corporation, maintain all or any of the services established by the Corporation under subsection (1) or subsection (1A) of section 13 of the New Zealand National Airways Act 1945 and, in so doing, may exercise and perform in its own name, but otherwise as if it were the Corporation, all or any of the powers, functions, and duties conferred or imposed on the Corporation by that section.
- (2) The exercise and performance by Air New Zealand Limited, pursuant to subsection (1), of all or any of the powers, functions, and duties conferred or imposed on the Corporation by section 13 of the New Zealand National Airways Act 1945 shall, for the purposes of subsection (2) of that section, constitute the exercise and performance of such powers, functions, and duties by the Corporation itself.
- (3) The Corporation may, for the purpose of enabling Air New Zealand Limited to exercise and perform the powers, functions, and duties referred to in subsection (1), transfer to Air New Zealand Limited all or any of the licences held by the Corporation under the Air Services Licensing Act 1951 or any other Act.
- (4) The Air Services Licensing Act 1951 shall be read subject to the provisions of this section.
- (5) For the avoidance of doubt, every transfer by the Corporation to Air New Zealand Limited of a licence held by the Corporation under the Air Services Licensing Act 1951 or any other Act, being a transfer effected before the passing of this Act, is hereby declared to be and always to have been validly made.

**4 Dissolution of Corporation and transfer of property, etc**

- (1) The New Zealand National Airways Corporation is hereby dissolved.
- (2) On the commencement of this section—
  - (a) all real and personal property belonging to the Corporation shall become vested in Air New Zealand Limited:
  - (b) notwithstanding anything in the memorandum or articles of association of any company incorporated under the Companies Act 1955 in which the Corporation owns shares, the shares so owned shall become vested in Air New Zealand Limited:
  - (c) all money payable to the Corporation shall become payable to Air New Zealand Limited:
  - (d) all liabilities, contracts, and engagements, and all rights and authorities of any nature whatever, of the Corporation shall become liabilities, contracts, engagements, rights, and authorities of Air New Zealand Limited:
  - (e) all proceedings pending by or against the Corporation may be carried on, completed, and enforced by or against Air New Zealand Limited:
  - (f) every person who immediately before such commencement was an officer or employee of the Corporation shall become, without further appointment than this section, an officer or employee of Air New Zealand Limited on and subject to the same terms and conditions of employment (including those applicable to salaries and allowances) as applied to him immediately before such commencement.
- (3) Subject to subsection (5), the District Land Registrar, on receiving a written request from Air New Zealand Limited under its seal, incorporating a reference to this section, shall without fee make such entries in his registers and on any outstanding documents of title and generally do all such things as may be necessary to give effect to the provisions of subsection (2) in respect of land and interests in land specified in the request.
- (4) All references to the Corporation in any security or other document whatever which is subsisting immediately before the date of commencement of this section, or in any notice or other communication served, given, or sent before, on, or after that date in relation to any such security or other document shall, unless the context otherwise requires, be read as references to Air New Zealand Limited.
- (5) No Registrar of Deeds or District Land Registrar or any other person charged with the keeping of any books or registers shall be obliged, solely by the provisions of this section, to change the name of the Corporation to that of Air New Zealand Limited in his books or registers or in any document in his charge; but the presentation to any such Registrar or other person of any instrument—
  - (a) executed or purporting to be executed by Air New Zealand Limited; and

- (b) relating to any property held immediately before the commencement of this section by the Corporation; and
  - (c) containing a recital that the property has become vested in Air New Zealand Limited by virtue of the provisions of this section—  
shall, in the absence of proof to the contrary, be sufficient evidence that the property is vested in Air New Zealand Limited.
- (6) Except as provided in subsections (3) and (5), nothing in this section shall derogate from the provisions of the Land Transfer Act 1952.
  - (7) For the purposes of the Income Tax Act 1976, losses incurred by the Corporation shall be deemed to have been incurred by Air New Zealand Limited.
  - (8) The following enactments are hereby repealed:
    - (a) the New Zealand National Airways Act 1945:
    - (b) the New Zealand National Airways Amendment Act 1948:
    - (c) the New Zealand National Airways Amendment Act 1957:
    - (d) the New Zealand National Airways Amendment Act 1958:
    - (e) the New Zealand National Airways Amendment Act 1960:
    - (f) the New Zealand National Airways Amendment Act 1964:
    - (g) the New Zealand National Airways Amendment Act 1965:
    - (h), (i) *Amendment(s) incorporated in the Act(s)*:
    - (j) the New Zealand National Airways Amendment Act 1973:
    - (k) the New Zealand National Airways Amendment Act 1975:
    - (l) *Amendment(s) incorporated in the Act(s)*.
  - (9) The following Orders in Council are hereby revoked:
    - (a) the New Zealand National Airways Corporation (Extension of Powers) Regulations 1949:
    - (b) the New Zealand National Airways Corporation Bylaws Order 1971.

## **5 Part 3 of Commerce Act 1975 not to apply**

For the avoidance of doubt it is hereby declared that—

- (a) the merger given effect to by this Act is not a transaction to which Part 3 of the Commerce Act 1975 applies; and
- (b) Part 3 of the Commerce Act 1975 does not apply, and shall be deemed never to have applied, in respect of the said merger or to any proceedings or other matters preliminary or incidental to it, whether or not those proceedings or other matters took place before, on, or after the date of commencement of this section.

**6 Allotment of shares in Air New Zealand Limited**

As soon as practicable after the commencement of section 4, Air New Zealand Limited shall allot and issue to the Minister of Finance, on behalf of Her Majesty the Queen, shares in the share capital of Air New Zealand Limited of an amount equal to the equity capital of the Corporation as at 31 March 1978, which shares shall be deemed to have been duly subscribed for and to have been fully paid up.

## Reprints notes

### **1**    *General*

This is a reprint of the New Zealand National Airways Corporation Dissolution Act 1978 that incorporates all the amendments to that Act as at the date of the last amendment to it.

### **2**    *Legal status*

Reprints are presumed to correctly state, as at the date of the reprint, the law enacted by the principal enactment and by any amendments to that enactment. Section 18 of the Legislation Act 2012 provides that this reprint, published in electronic form, has the status of an official version under section 17 of that Act. A printed version of the reprint produced directly from this official electronic version also has official status.

### **3**    *Editorial and format changes*

Editorial and format changes to reprints are made using the powers under sections 24 to 26 of the Legislation Act 2012. See also <http://www.pco.parliament.govt.nz/editorial-conventions/>.

### **4**    *Amendments incorporated in this reprint*

Statutes Repeal Act 2017 (2017 No 23): section 3(1)

New Zealand National Airways Corporation Dissolution Act Commencement Order 1978 (SR 1978/303)