

Hon Simon Watts, Minister of Revenue

Information Release

Approval for the proposed approved information sharing agreement between Inland Revenue and the Ministry of Business, Innovation and Employment

December 2025

Availability

This information release is available on Inland Revenue's tax policy website at:
<https://www.taxpolicy.ird.govt.nz/publications/2025/ir-cab-25-sub-0416>

Documents in this information release

#	Reference	Type	Title	Date
01	IR2025/381 MBIE: REQ – 0020805	Report	Cabinet paper - Approval for the proposed approved information sharing agreement between Inland Revenue and the Ministry of Business, Innovation and Employment	24 October 2025
02	n/a	Cabinet paper	Approval for the proposed approved information sharing agreement between Inland Revenue and the Ministry of Business, Innovation and Employment	19 November 2025
03	n/a	Attachment	Appendix 1 – Final draft IR and MBIE AISA	19 November 2025
04	n/a	Attachment	Appendix 3 – Summary of submissions and official's responses	24 October 2025
05	n/a	Attachment	Appendix 4 – Privacy Commissioner's submission on the proposed approved information sharing agreement between Inland Revenue and the Ministry of Business, Innovation and Employment (Market Integrity Branch (MIB) and the Business and Consumer Branch (BCB))	24 October 2025
06	ECO-25-SUB-0196	Summary	Approval of the Proposed Approved Information Sharing Agreement Between Inland Revenue and the Ministry of Business, Innovation and Employment	19 November 2025

#	Reference	Type	Title	Date
07	ECO-25-MIN-0196	Minute	Approval of the Proposed Approved Information Sharing Agreement Between Inland Revenue and the Ministry of Business, Innovation and Employment	19 November 2025
08	CAB-25-MIN-0416	Minute	Approval of the Proposed Approved Information Sharing Agreement Between Inland Revenue and the Ministry of Business, Innovation and Employment	24 November 2025

Additional information

The Cabinet paper was considered by the Cabinet Economic Policy Committee on 19 November 2025 and confirmed by Cabinet on 24 November 2025.

One attachment to the Cabinet paper is not included in this information release as it is publicly available:

- Regulatory Impact Statement: Approved information sharing agreement – Inland Revenue and MBIE(Appendix 2)¹

Information withheld

Some parts of this information release would not be appropriate to release and, if requested, would be withheld under the Official Information Act 1982 (the Act). Where this is the case, the relevant sections of the Act that would apply are identified. Where information is withheld, no public interest was identified that would outweigh the reasons for withholding it.

Sections of the Act under which information was withheld:

9(2)(a) to protect the privacy of natural persons, including deceased people

Not in scope

Accessibility

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¹ <https://www.taxpolicy.ird.govt.nz/publications/2025/ria-approved-information-sharing-agreement-ir-mbie>



**MINISTRY OF BUSINESS,
INNOVATION & EMPLOYMENT**
HĪKINA WHAKATUTUKI

POLICY

Tax policy report: **Cabinet paper - Approval for the proposed approved information sharing agreement between Inland Revenue and the Ministry of Business, Innovation and Employment**

Date:	24 October 2025	Priority:	Medium
Security level:	In Confidence	Report number:	IR2025/381 MBIE: REQ – 0020805

Action sought

	Action sought	Deadline
Minister of Revenue	Agree to recommendations Lodge the attached Cabinet paper Refer a copy of this report to the Minister of Finance	5 November 2025 6 November 2025
Minister of Commerce and Consumer Affairs	Agree to recommendations	5 November 2025

Contact for telephone discussion (if required)

Name	Position	Telephone	Suggested first contact
Martin Neylan	Principal Policy Advisor, Inland Revenue	s 9(2)(a)	<input type="checkbox"/>
Kaitlyn Saunders	Senior Policy Advisor, Inland Revenue	s 9(2)(a)	<input checked="" type="checkbox"/>
Neeraj Mudaliar	Senior Advisor, Operational Policy and Regulatory Systems, Ministry of Business, Innovation and Employment	s 9(2)(a)	<input type="checkbox"/>

24 October 2025

Minister of Revenue
Minister of Commerce and Consumer Affairs

Cabinet paper - Approval for the proposed approved information sharing agreement between Inland Revenue and the Ministry of Business, Innovation and Employment

Purpose

1. This report seeks your agreement on the final draft of the proposed approved information sharing agreement (AISA) between Inland Revenue and the Ministry of Business, Innovation and Employment (MBIE).
2. The report also seeks your agreement for an Order in Council to be drafted to set the date to repeal a permitted disclosure within the Tax Administration Act 1994 (TAA). This permitted disclosure is the current authorising provision for the share of information between Inland Revenue and the Companies Office within MBIE. It will no longer be required if the AISA comes into effect as it has been incorporated in the proposed AISA.
3. This report asks you to lodge the attached Cabinet paper with the Cabinet office by 10am Thursday 6 November so that it may be considered by the Cabinet Economic Policy Committee (ECO) at its meeting on Wednesday 12 November.

Background

4. The proposed AISA will increase compliance in the tax system and improve the efficiency of a range of services and functions administered by both Inland Revenue and MBIE through the sharing of certain information for specific purposes.
5. The proposed AISA includes two business units within MBIE, the Market Integrity Branch and the Business and Consumer Branch.
6. Some information sharing already occurs between Inland Revenue and the Market Integrity Branch, but the TAA and the Privacy Act 2020 do not allow further information sharing.
7. The proposed AISA incorporates some of the existing information shares between the agencies and introduces some new information shares that would result in many benefits, including:
 - detecting the “phoenixing” of companies;
 - ensuring that directors who are prosecuted for non-compliance cannot continue their activities;
 - improving the administration and governance of the insolvency regime, the criminal proceeds regime, and some registers;
 - enabling the provision of relevant information to New Zealand businesses (e.g. compliance obligations and understanding of available government support);
 - enabling potential costings and impact modelling for public policy proposals, and
 - improved administration and governance of the tax system.

8. In September 2024, you agreed to publicly consult on the proposed AISA between Inland Revenue and MBIE [IR2024/224 and MBIE: 2324-3720 refers].
9. In October 2024, the Economic Policy Committee agreed to release the discussion document *Information sharing between Inland Revenue and the Ministry of Business, Innovation and Employment* [ECO-24-MIN-0232 refers]. Public consultation took place for a period of six weeks between 30 October and 13 December 2024.
10. Officials have considered the nine submissions that were received and have made some recommended amendments to the draft AISA as a result of the submissions. Officials consulted with the Office of the Privacy Commissioner throughout the development of and on the final proposed AISA.
11. This report seeks your agreement to the final draft AISA which is contained in Appendix 1. A detailed summary of submissions is provided in Appendix 3.
12. A regulatory impact assessment (RIA) was completed and can be found in Appendix 2.

Submissions received during public consultation

13. Submitters were generally supportive of the overarching purpose of the proposed AISA. Some submitters had concerns relating to some specific categories of information shares within the proposed AISA. Where applicable, these concerns have been addressed through drafting amendments that officials recommend being made to the AISA.

Final proposed AISA between Inland Revenue and MBIE

14. The changes that officials recommend be made to the draft AISA are outlined below. The latest draft of the AISA can be found in Appendix 1 to this paper.
 - Clause 1(a) Large Company – Concerns were raised by multiple submitters regarding the potential scope of the proposed Category 4: Large Company information share. Submitters interpreted the proposed information share to be broader than what was intended. Officials acknowledge this could be due to overgeneralised wording in the consultation documents. Submitters viewed that there was potential for greater than necessary information sharing to occur in relation to large companies. The intention for this information share was for it to only capture certain large companies that may not be meeting their filing obligations with the Companies Office. Officials believe these concerns have since been mitigated by a proposed amendment to the definition of “Large Company”, including what criteria the large company must meet under the Companies Act 1993 if any information about the company is to be shared, so that the draft AISA more accurately represents the intention and scope of the information share.
 - Clause 1(a) MIB (Market Integrity Branch) – This is a MBIE driven change which aims to make the definition less specific to the teams within the Market Integrity Branch and more about the functions that are carried out in the branch. This means that the operation of the AISA will not be impacted by any future name changes of teams within the branch.
 - Clause 9(b)(ii) – Disclosure to other MBIE staff. One submitter suggested that this clause should be deleted as it can be interpreted as allowing a much broader share than what the intent of the clause may be. Instead of deleting the clause, it has been redrafted to be more explicit on which MBIE staff can

potentially receive the information and what they can use that information for.

- Clause 9(e) - Pre-requisites for sharing Information for Prosecution Purposes. Two submitters had concerns regarding the level of the prerequisites (legislative tests that have to be met) to share information that could result in prosecution. Clause 9(e) has been redrafted so that Category 5 - Information relevant to offences and the imposition of administrative sanctions or penalties more closely reflects the prerequisites included in the Targeting Serious Crime AISA between Inland Revenue, New Zealand Police, Customs, and the Serious Fraud Office.
- Schedule 1 - Category 6: Failed Entity information. One submitter suggested that an entity should be a "Failed Entity" before information can be shared and that "reasonable grounds to suspect" an entity is a failed entity is not a high enough requirement to share information. The Category has been redrafted so that no information will be shared if there are reasonable grounds to suspect that the entity is a failed entity, information will only be shared when the entity is a "failed entity".
- Schedule 1, Category 8: Information relevant to bankrupts and company liquidations (2)(q) – One submitter raised concerns about the sharing of the date of death information of a bankrupted person. This triggered further consideration by officials at MBIE, who realised that date of birth information for a bankrupted person should also be included in this information share. Date of birth information is helpful as it can be used, for example, to better identify a bankrupted person and has been added to the AISA.

15. There were some submissions that officials did not view as appropriate to be incorporated into the new draft of the AISA, including:

- One submitter wanted a specific clause to be added to the AISA to ensure that the AISA will not allow the use of Inland Revenue's powers to collect data to then share with the parties within MBIE. Officials do not consider this necessary to be included as only information already held by a party can be shared under the proposed AISA. There will be no collection of information using one of Inland Revenue's powers for the purpose of sharing it with a party to the AISA.
- One submitter did not support the proposed AISA and recommended that it should go through the full scrutiny of Parliament. The ability for Inland Revenue to enter into an AISA was considered by Parliament when it was proposed to be included in the TAA. As an AISA is allowed for in the TAA and the Privacy Act, officials do not consider it necessary for the proposed AISA to go through the parliamentary process.
- In relation to Category 9 (Entity information enabling direct communication with New Zealand businesses), one submitter suggested that the following entity information be deleted due to the sensitivity of the information: number of employees, business age, revenue, and financial ratios. The information obtained through this arrangement will be used solely for providing businesses with targeted support and advice, as outlined in the AISA. It will not be used for compliance or enforcement activities by business.govt.nz, and access to the information will be restricted to authorised personnel.
- One submitter had some concerns with Category 8 (Information relevant to bankrupts and company liquidations) as the information being shared relates to individuals. Particular concerns were raised in relation to the sharing of deaths information. MBIE does not consider the use of Inland Revenue's death information to present a significant risk of perpetuating errors, as any potential inaccuracies are mitigated through MBIE data validation processes. MBIE

remains open to developing an AISA with the Department of Internal Affairs in the future to directly access official death registration records.

16. A full explanation behind why officials have incorporated changes or do not view the changes to be appropriate to be included in the draft of the AISA can be found in Appendix 3.

Consultation with the Office of the Privacy Commissioner

17. The Office of the Privacy Commissioner (OPC) has been consulted throughout the development of this AISA. OPC has sought to ensure the proposed AISA does not unnecessarily infringe on an individual's right to privacy, and does not lead to unjustified sharing of personal information where a clear purpose has not been provided. OPC believes the AISA in its current form has made clear the purposes for which the information sharing is intended to address.
18. The Privacy Commissioner has provided a section 150 report under the Privacy Act 2020 (Appendix 4). A section 150 report provides advice from the Privacy Commissioner about the privacy impacts of the sharing agreement.

Repeal of a permitted disclosure within the Tax Administration Act 1994

19. The attached draft Cabinet paper outlines the matters that Ministers must consider before recommending an Order in Council, in accordance with the Privacy Act. Currently all matters are satisfied apart from one where a conflict will arise in relation to the proposed AISA and a permitted disclosure contained in the TAA.
20. The current permitted disclosure provision in the TAA enabling information sharing between Inland Revenue and the Companies Office has been incorporated into the AISA and will not be required once the AISA comes into effect.
21. To ensure there is not a point where there are two authorising provisions in force for the same information share with the Companies Office, officials recommend that you agree to instruct the Parliamentary Counsel Office to draft an Order in Council to set the repeal date of the permitted disclosure to be the same date as when the AISA comes into effect.
22. The setting of the repeal date by Order in Council of the permitted disclosure was authorised by the Taxation (Annual Rates for 2021–22, GST, and Remedial Matters) Act 2022.

Regulatory impact assessment

23. The Quality Assurance reviewers at Inland Revenue and MBIE have reviewed the Regulatory Impact Statement "Approved information sharing agreement – Inland Revenue and MBIE" and consider that the information and analysis in the document meets the quality criteria of the Regulatory Impact Analysis framework.
24. The proposal has been subject to wide consultation, including through a public discussion document. The Office of the Privacy Commissioner has commented on the agreement and notes that it satisfies the framework for sharing information and contains the necessary constraints and safeguards regarding the exchange of information between government agencies.

Evaluation against the Information Collection Framework

25. It was raised in consultation by one submitter that the proposed AISA should be evaluated against Inland Revenue's Information Collection Framework. The

framework has a set of principles that help Inland Revenue prepare and review information collection proposals by using a consistent approach. The proposed AISA somewhat falls under the requirements to be assessed against the framework as new information will be provided to Inland Revenue.

26. The analysis was completed by Inland Revenue against the framework and concluded that the proposal is authorised by law, has considered the compliance costs and benefits of the proposal, the proposal has been explained well, appropriate consultation has taken place, including with the public and the Office of the Privacy Commissioner, may support the Crown-Māori relationship, and that the proposal aligns with Inland Revenue's strategic direction.
27. Consultation with internal stakeholders at Inland Revenue reinforced that the AISA was the preferred option to address the problem identified. Initially, there will be some administrative work to set up the operational protocols for the different information sharing categories in the AISA, but the ongoing work required to maintain the information shares contained in the AISA is low. The initial administrative work will be absorbed within departmental baselines.

Proactive release

28. A draft of the proposed proactive release including the Cabinet paper, associated minutes, and key advice papers with appropriate redactions will be provided to your Office for review. This would be released within 30 days of Cabinet making final decisions.

Consultation on the Cabinet paper

29. The Treasury, the Office of the Privacy Commissioner, and the Department of Prime Minister and Cabinet have been informed of the contents of the Cabinet paper.

Risks

30. Although the proposed AISA includes a range of safeguards to minimise any risks of loss, misuse, or improper disclosure of the information that is shared, some members of the public may not be supportive due to perceived privacy concerns.

Next steps

31. If you agree with the draft Cabinet paper attached to this report, the next step is to undertake Ministerial consultation on the Cabinet paper. Following this, the Cabinet paper needs to be lodged before 10am on Thursday 6 November 2025 to be considered by ECO at its meeting on Wednesday 12 November 2025.
32. If the Committee agrees to the final proposed AISA and authorises you to instruct the Parliamentary Counsel Office to draft the Order in Council for the AISA, officials will provide the Parliamentary Counsel Office with drafting instructions.
33. If you agree to instruct the Parliamentary Counsel Office to set the date to repeal the current permitted disclosure in the TAA, officials will provide these drafting instructions to the Parliamentary Counsel Office.
34. Once the Parliamentary Counsel Office have drafted the Orders in Council, officials will draft a Cabinet paper to accompany the Orders for you to take to the Cabinet Legislation Committee for agreement. The AISA will come into effect at least 28 days after it has been notified in the Gazette.

Recommended action

We recommend that you:

1. **agree** for the proposed changes to be made to the draft approved information sharing agreement outlined in paragraph 14 of this report;

Agreed/Not agreed

Minister of Revenue

Agreed/Not agreed

*Minister of Commerce and
Consumer Affairs*

2. **note** that a regulatory impact assessment was completed and is attached in Appendix 2;

Noted

Minister of Revenue

Noted

*Minister of Commerce and
Consumer Affairs*

3. **note** that speaking notes are attached for your use at the Cabinet Economic Policy Committee's meeting on Wednesday 12 November 2025;

Noted

Minister of Revenue

Noted

*Minister of Commerce and
Consumer Affairs*

4. **agree** to undertake ministerial consultation on the attached Cabinet paper ahead of lodging it with the Cabinet Office by 10 am Thursday 6 November 2025;

Agreed/Not agreed

Minister of Revenue

Agreed/Not agreed

*Minister of Commerce and
Consumer Affairs*

5. **agree** to instruct the Parliamentary Counsel Office to draft an Order in Council to set the date to repeal a permitted disclosure within the Tax Administration Act 1994 as the same date the AISA may come into force, and

Agreed/Not agreed

Minister of Revenue

Agreed/Not agreed

*Minister of Commerce and
Consumer Affairs*

6. **note** that there will be no conflicts with you recommending an Order in Council to Cabinet if the date to repeal the particular permitted disclosure within the Tax Administration Act 1994 is the same date as the AISA comes into effect.


Noted

Minister of Revenue

Noted

*Minister of Commerce and
Consumer Affairs*


s 9(2)(a)



Martin Neylan

Principal Policy Advisor
Policy, Inland Revenue


s 9(2)(a)



Sanjai Raj

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Hon Simon Watts

Minister of Revenue
/ /2025

Hon Scott Simpson

Minister of Commerce and Consumer Affairs
/ /2025

In Confidence

Office of the Minister of Revenue

Office of the Minister of Commerce and Consumer Affairs

Chair, Cabinet Economic Policy Committee

APPROVAL FOR THE PROPOSED APPROVED INFORMATION SHARING AGREEMENT BETWEEN INLAND REVENUE AND THE MINISTRY OF BUSINESS, INNOVATION AND EMPLOYMENT

Proposal

- 1 This paper seeks the Cabinet Economic Policy Committee's agreement to the final version of the proposed approved information sharing agreement (AISA) between Inland Revenue and the Ministry of Business, Innovation and Employment (MBIE).
- 2 It also seeks the Committee's authorisation to invite Ministers to instruct the Parliamentary Counsel Office to draft the Order in Council that will give effect to the proposed AISA, subject to the agreement of the Cabinet Legislation Committee.

Relation to Government priorities

- 3 The proposed AISA between Inland Revenue and MBIE will help increase compliance in the tax system and improve the efficiency of a range of services and functions administered by both agencies. This policy proposal relates to a workstream in the Government's tax and social policy work programme.

Executive summary

- 4 Consultation on the discussion document *Information sharing between Inland Revenue and the Ministry of Business, Innovation and Employment* took place between 30 October and 13 December 2024.
- 5 Officials have considered all feedback that was received and have reported back to Ministers on the outcomes. Based on the submissions received, we have agreed some drafting amendments be made to the proposed AISA.
- 6 If the Cabinet Economic Policy Committee agrees to the final proposed AISA, it is then asked to invite Ministers to instruct the drafting of an Order in Council by the Parliamentary Counsel Office. Once drafted, we will seek agreement from the Cabinet Legislation Committee for the Order in Council to come into force and therefore give effect to the AISA.
- 7 All matters that Ministers must consider before recommending an Order in Council have been met, subject to the repeal of a permitted disclosure within the Tax Administration Act 1994.

- 8 The Office of the Privacy Commissioner (OPC) has been consulted throughout the development of this AISA and has appreciated their feedback being taken and considered as the process has been carried out.

Background

- 9 Currently, there is some information sharing occurring between Inland Revenue and MBIE relating to Company and Limited Partnerships register removals, liquidations and bankruptcies, and certain suspected offences under the Companies Act 1993.
- 10 The agencies have identified that if they could share some additional information, they would be able to better discharge their functions and duties. Some examples of this includes, but is not limited to, detecting 'phoenix companies'¹, addressing levels of non-compliance, and allowing the agencies to communicate certain information to New Zealand businesses.
- 11 The Tax Administration Act and the Privacy Act 2020 do not allow this further information sharing between Inland Revenue and MBIE. The regulatory impact assessment (RIA) (Appendix 2) determined that an AISA would be the best option to address this issue. The Privacy Act allows for organisations to enter into an AISA, approved by an Order in Council, for the purpose of delivering better public services.
- 12 In September 2024, the Cabinet Economic Policy Committee agreed to the release of the discussion document *Information sharing between Inland Revenue and the Ministry of Business, Innovation and Employment* [ECO-24-MIN-0232 refers].
- 13 Consultation was carried out for a period of six weeks from 30 October to 13 December 2024. Nine submissions were received, and all comments have been considered. The Office of the Privacy Commissioner was consulted with during the development of the AISA and on the final proposed draft of the AISA after public consultation.
- 14 There was overall support from submitters for the purposes and the privacy safeguards of the proposed AISA. There were some suggested changes raised about specific parts of the AISA, some of which have been drafted into the final AISA proposal. The suggested changes that are not recommended to be implemented in the AISA are discussed in the next section of the paper.

Analysis

Benefits of the proposed AISA

- 15 There are some existing and previous information sharing arrangements between Inland Revenue and two business units within MBIE, but it has been identified that further sharing of information would result in many benefits, including:
- Detecting the "phoenixing" of companies;

¹ 'Phoenix companies' includes where company directors transfer the assets of a company to a new company at under market value, or simply leave the debts of the old company behind, with the intention of defeating the interests of creditors of the old company.

- Ensuring that directors who are prosecuted for non-compliance cannot continue their activities;
- Improving the administration and governance of the insolvency regime, the criminal proceeds regime, and some registers;
- Enabling the provision of relevant information to New Zealand businesses (e.g. compliance obligations and understanding of available government support);
- Enabling potential costings and impact modelling for public policy proposals, and
- Improved administration and governance of tax system.

16 The RIA (Appendix 2) determined that an AISA would be the best option to address this issue. The RIA also discusses that the benefits of sharing information under the AISA are likely to outweigh the costs of sharing the information.

Proposed changes to be made to the draft AISA

- 17 As a result of consultation, there are some changes that have been proposed to be made to the draft AISA. Appendix 1 includes the latest version of the proposed AISA with these changes. These changes include:
- 17.1 The definition of “Large Company” has been redrafted to ensure that it better reflects the intention of the proposed information share, and which “Large Companies” will be captured under the proposed information share.
 - 17.2 The definition of “Market Integrity Branch” has been amended to reflect recent structural changes by focusing on the functions performed within the branch, rather than specific team names. This amendment will help maintain the accuracy and flexibility of the definition over time, supporting the ongoing operation of the AISA.
 - 17.3 The clause that allows disclosure of information that has been shared with other MBIE staff has been rewritten to make it clearer which MBIE staff can receive the information and for the lawful functions for which it may be used.
 - 17.4 The prerequisites for sharing information for prosecution purposes have been redrafted to more closely follow the Targeting Serious Crime AISA.
 - 17.5 Category 6: Failed Entity Information has been redrafted so that information is not shared unless the entity is a “Failed Entity” and not when there is “reasonable grounds to suspect” an entity is a failed entity.
 - 17.6 Category 8: Information relevant to bankrupts and company liquidations has had “date of birth of the bankrupt” added to the information that may be shared. This was an internally driven addition for an information point that was intended to be included in the original drafting of the AISA.

- 18 There were some submissions that have not been incorporated into the new draft of the AISA, including:
- 18.1 One submitter wanted a specific clause to be added to the AISA to ensure that the AISA will not allow the use of Inland Revenue's powers to collect information to then share with the parties within MBIE. There will be no collection of information for the purpose of sharing it with a party to the AISA. It is not considered that this is necessary to be included as only information already held by a party can be shared under the proposed AISA.
 - 18.2 One submitter did not support the proposed AISA and recommended that it should go through the full scrutiny of Parliament. The ability for Inland Revenue to enter into an AISA was considered by Parliament when it was proposed to be included in the Tax Administration Act. As an AISA is allowed for in the Tax Administration Act and the Privacy Act, it is not considered necessary for the proposed AISA to go through the parliamentary process.
 - 18.3 In relation to Category 9 (Entity information enabling direct communication with New Zealand businesses), one submitter suggested that items d (number of employees), e (business age), j (revenue) and k (financial ratios) should be deleted due to the sensitivity of the information. Officials consider this information necessary to tailor support and advice to businesses based on their size and stage of development. As outlined in the AISA, it will be used solely by business.govt.nz for this purpose, not for compliance or enforcement, and access will be restricted to authorised personnel.
 - 18.4 One submitter had some concerns with Category 8 (Information relevant to bankrupts and company liquidations) as the information being shared relates to individuals. Particular concerns were raised in relation to the sharing of deaths information. MBIE does not consider the use of Inland Revenue's death information to present a significant risk of perpetuating errors, as any potential inaccuracies are mitigated through data validation processes. MBIE remains open to developing an AISA with the Department of Internal Affairs in the future to directly access official death registration records.

Consultation with the Office of the Privacy Commissioner

- 19 The Office of the Privacy Commissioner (OPC) has been consulted throughout the development of this AISA. OPC has sought to ensure the proposed AISA does not unnecessarily infringe on an individual's right to privacy, and does not lead to unjustified sharing of personal information where a clear purpose has not been provided. OPC believes the AISA in its current form has made clear the purposes for which the information sharing is intended to address.
- 20 The Privacy Commissioner has provided a section 150 report under the Privacy Act 2020. A section 150 report provides advice from the Privacy Commissioner about the privacy impacts of the sharing agreement.

Governance arrangements for the data

- 21 Inland Revenue and MBIE will establish operational protocols for safeguarding privacy to reflect the AISA's new legislative authority. These written protocols will outline the methods of sharing information before any information is shared.
- 22 The parties will assess the operation of the AISA annually to check that it is operating as intended, and to check that the safeguards remain sufficient to protect the privacy of individuals. This assessment may involve a full audit or some other form of assessment. Outcomes from any assessments will be included in Inland Revenue's annual report.
- 23 Individuals would continue to have the right to seek access to, and correction of, their personal information under the Privacy Act 2020, and the ability to use the agencies' internal complaint procedures if they have concerns about how their information has been treated.

Matters to consider before recommending an Order in Council

- 24 The Privacy Act 2020 requires that, before recommending an Order in Council, the relevant Minister(s) need to be satisfied that:
 - a. the AISA will facilitate the provision of a particular public service or particular public services,
 - b. the type and quantity of personal information to be shared under the agreement are no more than is necessary to facilitate the provision of those public services,
 - c. the agreement does not unreasonably impinge on the privacy of individuals and contains adequate safeguards to protect their privacy,
 - d. the benefits of sharing personal information under the agreement are likely to outweigh the financial and other costs of sharing it; and
 - e. any potential conflicts or inconsistencies between the sharing of personal information under the agreement and any other enactment have been identified and appropriately addressed.
- 25 We are satisfied that the criteria listed between 24 a. and 24 d. have been met, these matters have been discussed in this paper or in the attached RIA. Currently, 24 e. has not been met.
- 26 There will be a conflict if a permitted disclosure within the Tax Administration Act is not repealed at the same time as the AISA comes into effect. This is because there should not be two authorising provisions for the same information share in place at the same time. This will occur with the current information share between Inland Revenue and the Companies Office within MBIE if the permitted disclosure authorising this information share is not repealed when the AISA comes into effect as the AISA has incorporated this information share.
- 27 We have agreed to instruct the Parliamentary Counsel Office to draft an Order in Council to set the date of repeal to be the same date as the AISA comes into effect.

- 28 We recommend the Committee note that the criteria contained in the Privacy Act 2020 for Ministers to be satisfied that an Order in Council can be recommended has been met subject to setting the date to repeal the permitted disclosure.

Financial implications

- 29 There are no financial implications from the proposed AISA. The development and implementation phases of the AISA will be undertaken within departmental baselines.

Legislative implications

- 30 If the final policy in the proposed AISA is agreed to:
- 30.1 an Order in Council will be required to give effect to the AISA; and
 - 30.2 an Order in Council will be required to set the date to repeal the permitted disclosure for the existing information share between Inland Revenue and the Companies Office.

Impact analysis

Regulatory impact assessment

- 31 The Quality Assurance reviewers at Inland Revenue and MBIE have reviewed the Regulatory Impact Statement “Approved information sharing agreement – Inland Revenue and MBIE” and consider that the information and analysis in the document meets the quality criteria of the Regulatory Impact Analysis framework.
- 32 The proposal has been subject to wide consultation, including through a public discussion document. The Office of the Privacy Commissioner has commented on the agreement and notes that it satisfies the framework for sharing information and contains the necessary constraints and safeguards regarding the exchange of information between government agencies. The RIA can be found in Appendix 2.

Climate implications of policy assessment

- 33 The Climate Implications of Policy Assessment (CIPA) team has been consulted and confirms that the CIPA requirements do not apply to this proposal as the threshold for significance is not met.

Population implications

- 34 There are no specific population implications from the proposals in this paper.

Human rights

- 35 There are no human rights implications from this paper.

Consultation

- 36 The Treasury, the Department of Prime Minister and Cabinet, and the Office of the Privacy Commissioner have been informed of this paper.

Communications

- 37 We will publish a joint press release announcing the progress of the AISA.

Proactive release

- 38 We propose to proactively release this Cabinet paper, associated minutes, and key advice papers with appropriate redactions within 30 working days of Cabinet making final decisions.

Recommendations

The Minister of Revenue and Minister of Commerce and Consumer Affairs recommend that the Committee:

- 1 **note** that the Privacy Act 2020 allows for organisations to enter into an approved information sharing agreement for the purpose of delivering better public services and that are approved by an Order in Council;
- 2 **note** that nine submissions were received and have been considered when consultation took place for six weeks from 30 October to 13 December 2024 on the discussion document *Information sharing between Inland Revenue and the Ministry of Business, Innovation and Employment*;
- 3 **agree** to the final draft of the proposed approved information sharing agreement between Inland Revenue and the Ministry of Business, Innovation and Employment;
- 4 **invite** the Ministers to instruct the Parliamentary Counsel Office to draft an Order in Council to give effect to the proposed approved information sharing agreement;
- 5 **note** that Ministers have agreed to instruct the Parliamentary Counsel Office to draft an Order in Council to set the date to repeal the permitted disclosure that authorises the information share between Inland Revenue and the Companies Office;
- 6 **note** that the matters that Ministers must be satisfied to have been met before recommending an Order in Council have been met subject to the repeal of the permitted disclosure for the information share between Inland Revenue and the Companies Office within MBIE, and
- 7 **note** that once the Orders in Council have been drafted, Ministers will seek agreement from the Cabinet Legislation Committee for the Orders to come into force for the proposed approved information sharing agreement to come into effect without legislative conflicts.

Authorised for lodgement

Hon Simon Watts

Minister of Revenue

Hon Scott Simpson

Minister Commerce and Consumer Affairs



Information Sharing Agreement

Between

**Ministry of Business, Innovation and Employment's
*Market Integrity Branch and Business and Consumer Branch***

And

Inland Revenue Department

Pursuant to Part 7 of the Privacy Act 2020 and
section 18E(2) of the Tax Administration Act 1994

March 2026

Information Sharing Agreement

The Parties and designation of Lead Agency

Inland Revenue (IR) (acting through the Commissioner of Inland Revenue)

Ministry of Business, Innovation and Employment's Market Integrity Branch (MIB) and Business and Consumer Branch (BCB) (acting through the Chief Executive)

The lead Agency under section 143(3) of the Privacy Act 2020 is IR.

The Agreement

This Agreement is put in place under Part 7 of the Privacy Act 2020 and section 18E(2) of the Tax Administration Act 1994 (**TAA**) to enable the Parties to share Information for the purposes specified at clause 2.

Acceptance

In signing this Agreement, each Party acknowledges that it has read and agrees to be bound by it.

For and on behalf of **Inland Revenue:**

Peter Mersi
Commissioner
Inland Revenue

Date_____

For and on behalf of the **Ministry of Business, Innovation and Employment**

Suzanne Stew
Chief Executive (acting)
Ministry of Business, Innovation and Employment

Date_____

BACKGROUND

- A. The Government has set out its commitment to ensuring that government agencies share information as efficiently and effectively as possible.
- B. The Parties currently share a range of information, including under Current Agreements made under various sections of the TAA, each of which enable them to share specified information for specified purposes. MIB also shares information with IR on request under section 17B of the TAA.
- C. The Parties wish to replace the Current Agreements (and the current arrangements under section 17B of the TAA) with one approved Information Sharing Agreement under section 18E(2) of the TAA and Part 7 of the Privacy Act 2020.
- D. The approved Information Sharing Agreement will authorise the Parties to share the information that they currently share, and additional information, both proactively and on request, for a broader range of purposes, as specified at clause 2.
- E. The Parties agree to enter into Operational Protocols pursuant to this Agreement that replace (and in some cases, add to) the Current Agreements, with effect from the date this Agreement comes into force. They will reflect the new legislative authority for the sharing of Information, and set out the operational arrangements for the sharing of Information.
- F. Under [an amendment Act] IR will facilitate the amendment or repeal the provisions of the TAA that currently authorise the sharing of serious offence-related Information between the Parties (as referred to at paragraph B), with effect from the date that this Agreement comes into force.

TERMS

1. Defined Terms

- (a) In this Agreement, including the Background, unless the context otherwise requires:

Adverse Action has the meaning specified in section 177 of the Privacy Act 2020.

Agreement means this Information Sharing Agreement between the Parties that is made under section 18E(2) of the TAA and Part 7 of the Privacy Act 2020 and is approved by Order in Council, and includes the Schedules, Annexes, and any amendments made by the Parties.

Authorised Staff in relation to the Parties, means those persons employed or engaged by the Parties who are authorised to send or receive Information under this Agreement.

BCB means the Small Business Services unit within MBIE's Business and Consumer Branch.

For the avoidance of doubt, a reference to BCB includes the functions and duties that are contained within that branch on the commencement of this Agreement under any other rearrangement of those functions or duties.

Chief Executive means the Chief Executive of MBIE.

Commissioner has the meaning specified in section 3(1) of the TAA.

Current Agreements means the agreements between the Parties on the following topics, which are in force at the date of this Agreement and that, from the date that this Agreement comes into force, will be replaced with Operational Protocols entered into under this Agreement:

- (a) supplying information about certain suspected offences under the Companies Act 1993;
- (b) provision (and review) of company and limited partnership removals and exchange of information about registered companies and limited partnerships; and
- (c) co-operation and the exchange of tax information and information on matters that affect a taxpayer's insolvency compliance between IR and ITS.

Failed Entity means:

- (a) a company that meets any of the criteria specified in section 385(1) of the Companies Act 1993; or
- (b) a limited partnership that meets any of the criteria specified in section 103D(1) of the Limited Partnerships Act 2008.

Information means the information that may be shared between the Parties under this Agreement, including Personal Information and non-Personal Information, as described in column "B" (Information to be Shared) of Schedule 1 and Annex 1 of that Schedule.

Information Sharing Agreement has the meaning specified at section 138 of the Privacy Act 2020.

IRD Number has the meaning given to "tax file number" in section 3(1) of the TAA.

Large Company means a company that is either:

- (a) an overseas company (that is, a company that is incorporated outside of New Zealand), and:
 - i) that is registered under part 18 of the Companies Act 1993 (the Act); and
 - ii) that satisfies the definition of 'large' as defined by section 198 of the Act by reference to section 45 of the Financial Reporting Act 2013; and
 - iii) to which the requirement to register financial statements under sections 207D and 207E of the Act applies; or

- (b) a company incorporated in New Zealand under part 2 of the Act with significant overseas shareholders:
 - i) that satisfies the definition of 'large' as defined by section 198 of the Act by reference to section 45 of the Financial Reporting Act 2013; and
 - ii) to which the requirement to register financial statements under sections 207D and 207E of the Act applies.

MBIE means the Ministry of Business, Innovation and Employment.

MIB means the following units within MBIE's Market Integrity branch:

- (a) the Business Registries unit (known as the "Companies Office"), which administers the Registers and undertakes compliance and enforcement activities for the Registrars and the Official Assignee.
- (b) the Insolvency and Trustee Service unit (or "ITS"), which, for the Official Assignee, administers certain types of personal insolvency, some company liquidations, and the Insolvency Register and manages assets restrained and forfeited under the Criminal Proceeds (Recovery) Act 2009.

For the avoidance of doubt, a reference to MIB includes the functions and duties that are contained within that branch on the commencement of this Agreement under any other rearrangement of those functions or duties.

Official Assignee has the meaning specified in section 3 of the Insolvency Act 2006.

Operational Protocols means the written protocols, developed by the Parties under clause 8(d), that set out the operational arrangements by which the Parties may share Information.

Order in Council means the Order in Council that approves this Agreement and that is made under sections 145 to 149 of the Privacy Act 2020, as amended from time to time.

Party means IR or MIB or BCB and **Parties** means IR and MIB and BCB.

Personal Information has the meaning specified in section 7 of the Privacy Act 2020.

Privacy Commissioner has the meaning specified in section 7 of the Privacy Act 2020.

Registers means the following registers that are administered by MIB:

- (a) Incorporated Trust Boards (Charitable Trusts) Register established under the Charitable Trusts Act 1957;
- (b) Companies Register established under the Companies Act 1993¹;

¹ This register includes companies incorporated in New Zealand, Co-Operative companies and companies incorporated in other countries and registered to do business in New Zealand.

- (c) Incorporated Societies Register established under the Incorporated Societies Act 1908; and
- (d) Incorporated Societies Register established under the Incorporated Societies Act 2022.

Registrar means the Registrars of each of the Registers.

Revenue Law means the legislation referred to at section 16C(1) of the TAA.

TAA means the Tax Administration Act 1994.

Working Day means any day of the week other than:

- (a) Saturday, Sunday, Good Friday, Easter Monday, Anzac Day, Labour Day, the Sovereign's birthday, Waitangi Day, and Te Rā Aro ki a Matariki/Matariki Observance Day; and
 - (b) if Waitangi Day or Anzac Day falls on a Saturday or a Sunday, the following Monday; and
 - (c) a day in the period commencing with 25 December in any year and ending with 15 January in the following year.
- (b) In this Agreement, unless the context requires otherwise, references to:
- (i) Clauses, Schedules, and Annexes are to clauses, Schedules, and Annexes to this Agreement;
 - (ii) the singular includes the plural and vice versa; and
 - (iii) any legislation includes any amendment to, or replacement of, that legislation and any secondary legislation made under it.

2. Purpose

The purpose of this Agreement is to authorise the Parties to share Information to assist in the performance of their functions and duties, so that they can:

- (a) improve the administration and governance of the tax system, the Registers, the criminal proceeds regime, and the insolvency regime; and
- (b) enable, and co-operate on, compliance and enforcement work, including:
 - (i) to ensure the efficient and effective prevention, detection, investigation and prosecution of offences, under the Crimes Act 1961 and legislation that either IR or MIB administers (where either Party has reasonable grounds to suspect that an offence has occurred, is occurring or will occur);
 - (ii) to ensure that appropriate penalties and administrative sanctions are imposed on individuals and entities under legislation that either IR or MIB administers;

- (iii) to assist with decision-making and collaboration on strategic approaches to compliance work and to enforcing the obligations of common customers;
- (c) enable the delivery of relevant information to New Zealand businesses; and
- (d) enable the development of public policy (including potential costings and impact modelling for public policy proposals).

3. Information to be shared

- (a) The Parties acknowledge there is a range of different information to be shared by different units in MBIE with IR, and by IR with those different units, for differing purposes. For that reason the Parties agree they may share and use Information in the following manner:
 - (i) Each Party may share the Information set out for each category of information (signified in column "A" (Categories) of Schedule 1 and each corresponding row) as provided for in column "B" (Information to be Shared) of Schedule 1. The Information relates to both entities and individuals and includes information that is held on Registers, contact details, financial information and tax information.
 - (ii) Each Party may use the Information shared with them under clause 3(a)(i) for the corresponding purposes set out for that category in column "C" (Purpose for Use of Information) of Schedule 1.
- (b) Information sharing may be proactive or reactive, periodic (including by automated electronic means) or as matters arise, and in bulk or for a specific case.

For example, Register information is likely to be shared proactively, regularly and in bulk, while information concerning tax status is likely to be shared reactively as matters arise for a specific case.
- (c) For the avoidance of doubt, this Agreement cannot and does not purport to override any provisions in any enactment other than any part of the Privacy Act 2020 as authorised pursuant to Part 7 of that Act.
- (d) On request by the other Party, either Party may share any Information that can be shared under clause 3(a)(i) for the purpose of enabling the development of public policy.
- (e) Information that is shared under clause 3(d):
 - (i) may be used only for the purpose of enabling the development of public policy; and
 - (ii) shall be anonymised information (not reasonably capable of being used to identify an individual or entity) unless it is not reasonable or practicable in all the circumstances to provide or use such anonymised information; and
 - (iii) shall not subsequently be published or disclosed (or included or used in a subsequent publication or disclosure) by either Party to

a non-Party unless it is made not reasonably capable of being used to identify an individual or entity.

4. Exemptions and/or modifications to information privacy principles

For the purposes of this Agreement, information privacy principles 2, 10 and 11, which are set out in section 22 of the Privacy Act 2020, are modified (by the Order in Council) as follows:

(a) **Principle 2: Source of Personal Information**

It is not a breach of information privacy principle 2 for the Parties to collect Personal Information from each other for the purposes of this Agreement.

(b) **Principle 10: Limits on use of Personal Information**

It is not a breach of information privacy principle 10 for the Parties to use Personal Information that they obtain for one purpose for the purposes of this Agreement.

(c) **Principle 11: Limits on disclosure of Personal Information**

It is not a breach of information privacy principle 11 for the Parties to disclose Personal Information to each other for the purposes of this Agreement.

5. The public services that this Agreement is intended to facilitate

This Agreement intends to facilitate the following public services:

- (a) IR's administration of the tax system, including the protection of the public revenue, the integrity of the tax system and the development of public policy;
- (b) MIB's administration of the Registers, including the performance of its statutory functions, duties and powers in relation to those Registers;
- (c) MIB's enforcement and compliance activities in relation to the legislation it administers;
- (d) MIB's administration of the insolvency regime, including carrying out the functions, duties and powers of the Official Assignee; and
- (e) BCB's delivery of information to support New Zealand businesses.

6. Adverse Actions

- (a) Section 152 of the Privacy Act 2020 requires parties to an approved information sharing agreement to provide written notice to individuals before any Adverse Action is taken against them on the basis of information shared under that agreement, including details of the Adverse Action that the party proposes to take and the Personal Information about the individual on which the action is based. The notice must give those individuals 10 Working Days to dispute the correctness of the information. Section 153 of that Act allows an

approved information sharing agreement to provide that a party to that agreement may give a shorter period of notice or dispense with the notice requirement.

- (b) The Parties agree to dispense with the notice requirement under section 152, in line with section 153(a)(ii), where the sharing of Personal Information under this Agreement gives either of them reasonable grounds to suspect that:
 - (i) either:
 - I. an offence has been, is being, or is likely to be committed under legislation that a Party administers; or
 - II. a person has engaged, is engaging, or is likely to engage in activity that means they may be subject to an administrative sanction or may warrant the imposition of a penalty under legislation that a Party administers; and
 - (ii) the Personal Information is relevant to the Party's decision-making on preventative, investigative or enforcement interventions related to that offence, administrative sanction or penalty; and
 - (iii) advance notification by a Party to a subject of an Adverse Action would be likely to defeat the purpose of the intervention.
- (c) The Adverse Actions that a Party may take under this Agreement are specified at Schedule 2.
- (d) Notwithstanding sub-clauses 6(a)-6(c) above, the Parties may not take any Adverse Action as a result of the sharing of Information solely for the purpose set out in sub-clause 2(d) (regarding public policy development).

7. Where members of the public can view this document

This Agreement is available for viewing by members of the public:

- (a) on the public website or websites of each Party; and
- (b) in person at IR, 55 Featherston Street, Wellington.

8. Overview of operational details

- (a) The Information will be transferred securely between the Parties using the methods specified in clause 9 and in accordance with the Operational Protocols.
- (b) The Parties will use systems and practices to confirm Information is accurate, up to date, complete, relevant, and not misleading, before relying on it. For example, they may confirm the Information with the individual or the source of the Information.
- (c) The Parties will, with some exceptions, provide written notice to individuals in advance of any Adverse Action proposed to be taken against them (see clause 6).

- (d) The Parties agree to develop written protocols that set out the operational arrangements by which the Parties may share Information.
- (e) The Parties agree that the Operational Protocols under this Agreement will take effect from the date that the Order in Council comes into force and when the terms of each Operational Protocol are agreed between the Parties.
- (f) The Operational Protocols will contain operational details about how the Parties may share Information under this Agreement, including:
 - (i) security arrangements and technical standards in relation to the transfer and use of Information, as described at clause 9 below;
 - (ii) procedures to verify an individual or entity's identity, to identify any discrepancies in the Information about that individual or entity that is held by a Party, and to update that individual or entity's records;
 - (iii) provisions that specify how frequently Information is to be shared and in what format;
 - (iv) requirements in relation to the retention and disposal of Information;
 - (v) relationship principles and provisions that clarify the role of the Parties under the Operational Protocols;
 - (vi) governance processes, including processes that enable regular review of the Operational Protocols and resolution of any disputes between the Parties;
 - (vii) provisions that specify how the Operational Protocols may be amended or terminated and any requirements (such as confidentiality provisions) that continue to apply after termination; and
 - (viii) contact details for Authorised Staff.
- (g) Operational details will be included in the Operational Protocols, rather than in this Agreement, as they may need to be regularly updated over time, and they relate to matters that it is appropriate for the Parties to manage internally within their respective organisations. The Parties may provide copies of the Operational Protocols to the Privacy Commissioner either proactively or on request.
- (h) Information will only be accessible by those staff who need to use it for the purposes of this Agreement and who have signed certificates or declarations of confidentiality under the TAA if required by IR.
- (i) Each Party will be responsible for responding to requests for Personal Information as appropriate in the circumstances, in accordance with Part 4 of the Privacy Act 2020.

9. Safeguards that will be applied to protect the privacy of individuals and ensure that any interference with their privacy is minimised

(a) Security Provisions

The Parties will have mechanisms and procedures for:

- (i) the secure storage and transfer of Information in accordance with government security standards (including by encrypted USB Iron Key, SEEMail, Secure File Transfer Protocol, or B2B framework, as applicable to the particular Operational Protocol);
- (ii) the appointment of Authorised Staff;
- (iii) the training of Authorised Staff, so that they share Information appropriately and in accordance with this Agreement;
- (iv) ensuring that the Information is of adequate quality at the time it is provided to the other Party;
- (v) ensuring that the Information is used only as permitted under this Agreement.

(b) Disclosure

Neither Party will disclose the Information to any other agency or third party (including disclosure to other parts of MBIE), except:

- (i) where such disclosure is necessary or incidental to a Party's use of the Information, including those disclosures detailed in column "C" (Purpose for Use of Information) of Schedule 1;
- (ii) where such disclosure to other MBIE staff is reasonably necessary for a lawful function or duty connected to this Agreement, including, for example:
 - a. disclosing Information to legal advisors in order to obtain legal advice about the operation or interpretation of this Agreement,
 - b. disclosing Information to relevant MBIE staff to assist in responding to a complaint relating to this Agreement, or
 - c. disclosing Information to relevant MBIE staff to investigate and respond to a possible breach of this Agreement or a potential privacy breach relating to Information;
- (iii) where the disclosure is to the individual or entity to whom the Information relates, or to their agents or advisors; or
- (iv) as permitted or required by law.

(c) Privacy breaches

Each Party will be responsible for the investigation of privacy breaches as appropriate in the circumstances. Where Personal Information is found to have been inappropriately accessed or disclosed, the relevant Party's internal investigation processes will be applied. Where an internal investigation confirms the loss of, or unauthorised access to, Personal Information, the Privacy Commissioner will be notified if it is a notifiable privacy breach under Part 6 of the Privacy Act 2020.

(d) Audit and assurance

- (i) The Parties will assess the operation of this Agreement annually to check that the safeguards in the Agreement are operating as intended, that they remain sufficient to protect the privacy of

individuals, and to ascertain whether any issues have arisen in practice that need to be resolved.

- (ii) This assessment may (as agreed by the Parties) involve a full audit or another form of assessment that is less than a full audit and that enables the exchange of letters of assurance between the Parties.
- (iii) The assessment of mechanisms and procedures for the secure storage and transfer of Information may involve completion of the security Certification and Accreditation process that is required by the Government Chief Information Officer at the Department of Internal Affairs.
- (iv) The Parties will co-operate with each other during the assessment process and will take all reasonable actions to make the required resources available.
- (v) The Lead Agency will use the results of the assessment to report on the operation of this Agreement as part of its annual report, in accordance with sections 154 to 156 of the Privacy Act 2020.

(e) **Pre-requisites for sharing and requesting Information for Category 5 in Schedule 1**

- (i) A Party may share Information under Category 5 in Schedule 1 only if it:
 - a. has reasonable grounds to suspect that an offence has been, is being, or is likely to be committed or that conduct giving rise to an administrative sanction or penalty has occurred, is occurring, or is likely to occur;
 - b. believes the Information is relevant to the other Party being able to detect, investigate, or prosecute that offence or to impose an administrative sanction or penalty; and
 - c. is satisfied that it is reasonable and in the public interest to provide the Information
- (ii) A Party may request Information under Category 5 in Schedule 1 if it:
 - a. has reasonable grounds to suspect that an offence has been, is being, or is likely to be committed or that conduct giving rise to an administrative sanction or penalty has occurred, is occurring, or is likely to occur;
 - b. believes the Information is relevant to that Party being able to detect, investigate, or prosecute that offence or to impose an administrative sanction or penalty;
 - c. is satisfied that it is reasonable and in the public interest to request the Information;
 - d. reasonably believes that the amount of Information requested is reasonable and proportionate in the circumstances.

10. Assistance statement

The Parties will provide any reasonable assistance that is necessary in the circumstances to allow the Privacy Commissioner or an individual who wishes to make a complaint about an interference with privacy to determine the Party against which the complaint should be made.

11. Security in the event of a breach

- (a) If a Party has reasonable cause to believe that any breach of any security provisions in this Agreement or the Operational Protocols has occurred or may occur, that Party may investigate that actual or suspected breach as it deems necessary.
- (b) The other Party shall ensure that reasonable assistance is provided to the investigating Party in connection with the investigation.
- (c) The investigating Party will ensure that the other Party is kept informed of any material developments.
- (d) Compliance by IR officers with this clause 11 is subject to their obligations under the TAA.
- (e) A Party may suspend its sharing of Information under clause 3(a)(i) of this Agreement to allow time for a security breach to be remedied.

12. Dispute resolution

- (a) Should any dispute arise in relation to this Agreement, the Parties will meet in good faith to attempt to resolve it as quickly as possible.
- (b) If the Parties are unable to resolve the dispute within 60 Working Days, the matter shall be referred to the Commissioner and the Chief Executive, or their delegates, for resolution.
- (c) The Parties will continue to comply with their obligations under this Agreement despite the existence of any dispute.

13. Amendments

- (a) Any amendments to this Agreement must be in writing and signed by the Commissioner and the Chief Executive, or their delegates.
- (b) Amendments to this Agreement will be made in accordance with section 157 of the Privacy Act 2020.
- (c) If the Parties are unable to agree on any amendments, the matter will be dealt with under clause 12.

14. Term and termination

- (a) This Agreement comes into force on the date on which the Order in Council comes into force and shall continue in force until the Parties agree to terminate it or the Order in Council is revoked.
- (b) A Party may, by written notice to the other Party, suspend, limit, or terminate its participation in this Agreement if it appears to that Party that the terms of the Agreement or the Order in Council are not being met or the sharing of Information under this Agreement is otherwise unlawful.
- (c) Notwithstanding clause 14(a), a Party may terminate this Agreement by giving 12 months' written notice to the other Party. For the avoidance of doubt, this sub-clause does not apply to suspension or limitation.
- (d) The obligations in the Operational Protocols that concern confidentiality and secrecy shall remain in force notwithstanding the termination of this Agreement.
- (e) If extraordinary circumstances arise (including but not limited to earthquake, eruption, fire, flood, storm or war) that prevent a Party from performing its obligations under the Agreement, the performance of that Party's obligations shall be suspended, to the extent necessary, for as long as those extraordinary circumstances prevail.

15. Departmental representatives

- (a) Each Party will appoint a contact person to co-ordinate the operation of this Agreement with the other Party and will ensure that the contact person is familiar with the requirements of the Privacy Act 2020 and this Agreement.
- (b) The initial contact persons are as follows:
 - (i) MBIE: National Manager, Business Registries.
 - (ii) IR: Manager, Information Sharing.
- (c) All notices and other communication between the Parties under this Agreement shall be sent to the contact persons specified above.
- (d) The contact persons set out above may be updated from time to time by written notice to the other Party and the Privacy Commissioner.

16. Precedence

This Agreement takes precedence over the Operational Protocols, to the extent of any inconsistency.

SCHEDULE 1: INFORMATION AND USE

In line with clause 3(a), the Parties may share the Information in column “B”, and may use it as provided for in column “C”:

A. Categories	B. Information to Be Shared	C. Purpose for Use of Information
Category 1: Register information	<p>1. MIB to give IR certain information held by the Registrars in relation to the following registers:</p> <ol style="list-style-type: none"> Companies Register (Companies Act 1993) Incorporated Societies Registers (Incorporated Societies Act 1908 and Incorporated Societies Act 2022) Incorporated Charitable Trust Board Register (Charitable Trust Board Act 1957). <p>The register information provided by MIB will include information on the registers that is publicly available, and also other information held by the Registrar that is not publicly available.</p> <p>The registers themselves include information in data fields and also copies of documents which have been filed for an entity. The register information provided by MIB will include only the information in data fields.</p> <p>See Annex 1 to Schedule 1 (below) for specific details of the types of information that MIB will provide for each register.</p>	<p>Purpose 2(a) of the AISA, including the following uses:</p> <ol style="list-style-type: none"> IR may use the register information to: <ol style="list-style-type: none"> verify or update the contact or other details it holds for taxpayers and other parties assist with general service delivery and the provision of services to taxpayers assist businesses to comply with their tax obligations support its compliance and enforcement functions, including to detect or provide evidence of offences under any legislation it administers (currently or in the future) or the Crimes Act 1961 or to detect or provide evidence of non-compliance with other tax obligations assist in tax policy development and assessing the impact of tax policy products. <p>In carrying out these purposes, IR may depart from the standard search criteria available to the public when using the register information. For example, IR may search the register information at scale and carry out searches across the different registers and merge register information with information from a variety of sources to create information to support the uses listed above.</p>
Category 2: Removal and restoration information	<ol style="list-style-type: none"> MIB to give IR the following information about all entities that the Registrar proposes to remove or deregister from, or restore to, the Companies Register or the Limited Partnership Register: <ol style="list-style-type: none"> entity's name entity's company or limited partnership number the grounds for the proposed removal or deregistration or restoration. MIB to give IR the following information about all companies and limited partnerships for which IR has an existing objection: <ol style="list-style-type: none"> entity's name entity's company or limited partnership number. MIB to give IR the following information about all companies and limited partnerships that have been removed/deregistered from, or restored to, the Companies Register or Limited Partnerships Register: <ol style="list-style-type: none"> entity's name entity's company or limited partnership number. 	<p>Purpose 2(a) of the AISA, including the following uses:</p> <ol style="list-style-type: none"> IR may use the information it receives from MIB to: <ol style="list-style-type: none"> lodge an objection to a proposed removal, deregistration, or restoration review its existing objections to the proposed removal or deregistration or restoration of a company or a limited partnership to consider whether to maintain or withdraw an objection update relevant company and limited partnership details in its systems. MIB may use the information it receives from IR: <ol style="list-style-type: none"> to consider whether it should initiate a removal, deregistration, or restoration process to carry out any such removal, deregistration, or restoration process, including disclosing the information to the affected entity in

	<p>4. IR to give MIB any information about an entity that is relevant to IR's objection to the removal, deregistration, or restoration of a company or limited partnership, including:</p> <ol style="list-style-type: none"> entity's name entity's company or limited partnership number the grounds for the objection. <p>5. IR to give MIB relevant information about an entity, where IR considers that there may be grounds for the Registrar to initiate a process to remove the entity from the Companies Register, deregister the entity from the Limited Partnership Register, or restore the entity to either Register, including:</p> <ol style="list-style-type: none"> entity's name entity's company number or limited partnership number the grounds for removal, deregistration, or restoration. 	<p>deciding whether to remove, deregister, or restore the entity.</p>
Category 3: Contact details	<p>1. IR to give MIB contact information for any individual or entity where IR considers MIB's records of contact details may be incorrect (based on information IR has already received from MIB under Category 1 (Register Information)). The contact information may include:</p> <ol style="list-style-type: none"> the entity or individual's name what IR considers to be the entity or individual's correct contact details the reasons for IR's belief that MIB's records may be incorrect. 	<p>Purpose 2(a) of the AISA, including the following uses:</p> <ol style="list-style-type: none"> MIB may use the information it receives from IR: <ol style="list-style-type: none"> to contact the affected entity or individual to verify or correct their contact details, including disclosing the contact details supplied by IR for this purpose as an alternative means of contacting an entity or individual to provide evidence of offences (for prosecution) concerning an individual or entity's duty to provide or update contact details. <p>For the avoidance of doubt, as part of use (c), MIB may disclose the information it receives from IR to:</p> <ol style="list-style-type: none"> the affected entity or individual internal and external legal advisors a court in the course of bringing proceedings.
Category 4: Large Company information	<p>1. IR to give MIB information about companies that IR considers may be Large Companies, including:</p> <ol style="list-style-type: none"> company's name company's number company's balance date company's physical, postal and email address company's telephone number(s) which part of the statutory definition of Large Company IR considers may have been met the evidence or information that IR is relying on to form its view that the Large Company definition may have been met. 	<p>Purposes 2(a) and (b) of the AISA, including the following uses:</p> <ol style="list-style-type: none"> MIB may use the information it receives from IR to help identify companies that may qualify as a Large Company. As part of this use, MIB may disclose the information to the affected entity. In the event MIB determines a company is a Large Company, and that it has not been complying with its obligations under the Companies Act 1993 (such as filing financial statements and complying with financial reporting obligations), MIB may use the information to take appropriate compliance and enforcement action. <p>For the avoidance of doubt, as part of this use, MIB may disclose the information it receives from IR to:</p> <ol style="list-style-type: none"> the affected entity and its directors internal and external legal advisors

		c. a court in the course of bringing proceedings.
Category 5: Information relevant to offences and the imposition of administrative sanctions or penalties	<p>Either IR or MIB may give the other:</p> <p>1. Information that the Party considers is relevant to the enforcement (including prevention, detection, investigation, and prosecution) of offences under the Crimes Act 1961 or legislation administered by the other Party (currently or in the future), including:</p> <ol style="list-style-type: none"> the specific offence(s) which the Party has reasonable grounds to suspect has been committed, is being committed, or is likely to be committed the name, date of birth (where applicable) and the contact details of the relevant person/individual or entity information about directors, shareholders, those who control the relevant entity, their dates of birth and contact details any information regarding tax debts or relevant financial information held in relation to an individual or entity any known bank account details or means of payment (for example, debit or credit cards) for an individual or entity information about assets of an entity or individual, information about any linked entities information about an individual's employers or an entity's employees information about previous convictions or prohibitions/disqualifications of an individual or entity summaries of facts and any relevant evidence relating to previous convictions, or an on-going investigation or prosecution against an individual or entity information about any civil action that a Party has previously taken against an individual or entity, including whether an entity has been removed, reinstated or been under past removal action any other information that may serve as evidence of the relevant offence(s). <p>2. Information that the Party considers is relevant to the imposition (including prevention, detection and investigation) of administrative sanctions or penalties under legislation administered by the other Party (currently or in the future), including:</p> <ol style="list-style-type: none"> details of the relevant statutory obligation or breach which attracts the administrative sanctions or penalties the name, date of birth (where applicable) and the contact details of the relevant individual or entity information about directors, shareholders, those who control the relevant entity, their dates of birth and contact details any other information that may serve as evidence relevant to the imposition of the administrative sanctions or penalties. <p>3. Information about the Party's compliance and enforcement approach and activities, including:</p>	<p>Purpose 2(b) of the AISA, including the following uses:</p> <p>1. Each Party may use the information they receive from the other to:</p> <ol style="list-style-type: none"> prevent, detect, investigate, and provide evidence of offences or of breaches giving rise to administrative sanctions or penalties that may require compliance or enforcement action by that Party prosecute or impose administrative sanctions or penalties help decision-making on the Party's approach and strategy to compliance and enforcement collaborate with the other Party on compliance and enforcement actions, such as co-ordinating prosecutions or bringing joint prosecutions respond to requests from the other Party for information under shares 1 to 3 (in column B). <p>For the avoidance of doubt, as part of uses (a) and (b), either Party may disclose the information it receives from the other Party to:</p> <ol style="list-style-type: none"> the entities or individuals which are subject to prosecution or the imposition of administrative penalties or sanctions internal and external legal advisors a court in the course of bringing proceedings.

	<ul style="list-style-type: none"> a. the Party's current priorities for compliance and enforcement b. the Party's resources dedicated or available to compliance and enforcement matters c. any policies and guidelines relevant to compliance and enforcement d. current enforcement and compliance activities e. details of particular compliance or enforcement activities against an entity or individual for whom the Party knows or reasonably suspects that the other Party might also be carrying out compliance or enforcement activity. <p>4. Any information about any entity or individual that needs to be disclosed in order for the Party to make a request to the other Party for information under shares 1 to 3 (above).</p>	
Category 6: Failed Entity information	<p>1. IR to give MIB the following types of information about any company or limited partnership that is a Failed Entity:</p> <ul style="list-style-type: none"> a. the entity's name and contact details b. copy of the application and court order placing an entity into liquidation (where IR is the petitioning creditor) c. the full legal names (and any previous names and/or aliases) and contact details, including the last known physical address, phone number and email address for the entity's directors and shareholders, or partners d. information that evidences or indicates that a person may have been a de facto director of the entity and their full legal name (and any previous names and/or aliases) and contact details, including last known physical address, phone number and email address e. information that evidences or indicates that a person has or may have been involved in the management and/or mismanagement of the entity, and their full legal name and contact details, including last known physical address, phone number and email address f. evidence of the entity's tax debt, such as IR proof of debt and statement of account g. information IR has used to calculate those tax debts h. the entity's tax returns (including the IR10 financial statement summary, if any) i. details of any missing IR returns for the entity j. copy of any letters of demand from IR to the entity k. information about any tax debt repayment arrangements for the entity and whether these have been adhered to l. the entity's accounting records and other types of formal records such as financial statements m. information that evidences or indicates that the entity has misappropriated funds n. any other information that indicates the entity may have been mismanaged. 	<p>Purpose 2(b) of the AISA, including the following uses:</p> <p>1. MIB may use the information it receives from IR to help identify situations that may warrant investigation, and to carry out the Registrar of Companies' functions, in terms of:</p> <ul style="list-style-type: none"> a. the power to prohibit persons from being a director or involved in managing companies under section 385 of the Companies Act 1993 b. the power to prohibit a person from being a general partner or involved in the management of a limited partnership under s103D of the Limited Partnership Act 2008. <p>2. MIB may also use the information it receives from IR to:</p> <ul style="list-style-type: none"> a. identify entities and parties that may have committed an offence under the Companies Act 1993 or Limited Partnership Act 2008 (such as the phoenix company offences in sections 386A to 386F of the Companies Act 1993) b. carry out any investigation, prosecution, or other enforcement action, in relation to those offences. <p>For the avoidance of doubt, as part of both these uses, MIB may disclose the information it receives from IR to:</p> <ul style="list-style-type: none"> a. affected individuals, such as directors and partners for whom MIB might be considering prohibitions under section 385 of the Companies Act 1993 and section 103D of the Limited Partnership Act 2008 b. the decision maker for prohibitions under section 385 of the Companies Act 1993 and section 103D of the Limited Partnership Act 2008 (who is currently a lawyer external to MBIE) c. a court in the course of bringing proceedings

	<p>2. MIB to give IR any information about any entity or individual that needs to be disclosed in order for MIB to make a request to IR for information under share 1 (above).</p>	<p>d. internal legal advisors and external counsel.</p> <p>3. IR may use the information it receives from MIB to respond to requests from MIB for information under use 1 (above).</p>
Category 7: Information concerning GST tax status	<p>1. MIB to give IR information that an entity or individual's property is subject to an order of sale under the Criminal Proceeds (Recovery) Act 2009 to be discharged by the Official Assignee.</p> <p>2. IR to give MIB information about whether MIB is required to account for GST for the sale of property that is subject to an order of sale under the Criminal Proceeds (Recovery) Act 2009, including whether the entity or individual (identified in the information MIB provided to IR under share 1 above) is or should be GST registered, and their GST number.</p>	<p>Purpose 2(a) of the AISA, including the following uses:</p> <p>1. IR may use the information it receives from MIB to provide GST information to MIB under share 2 (in Column B).</p> <p>2. MIB may use the information it receives from IR to ensure GST is properly accounted for in the relevant sale of property.</p>
Category 8: Information relevant to bankrupts and company liquidations	<p>1. MIB to give IR:</p> <ol style="list-style-type: none"> a list of persons adjudicated bankrupt, admitted to the No Asset Procedure, or entered into a Debt Repayment Order, a list of companies for which the Official Assignee has been appointed as liquidator, a list of persons who are undischarged bankrupts or bankrupts who have been annulled, and any sealed order for consent to a bankrupt regarding their employment status. <p>2. IR to give MIB information which is or may be relevant to the Official Assignee's administration of a bankruptcy under the Insolvency Act 2006 or the Official Assignee's statutory functions and duties in relation to a bankruptcy, including:</p> <ol style="list-style-type: none"> the contact details of a bankrupt, including their last known physical address, email address and phone number the name and contact details for a bankrupt's solicitor, accountant, tax advisor and any other advisors, including their physical address, email address and phone number information about a bankrupt's employment status and any changes to that status details of any business the bankrupt is/was involved in, including the type of business, trading name, trading address, employee details and whether the business is trading any information about a bankrupt's income any known bank accounts for a bankrupt any information about a bankrupt's assets including information relating to the transfer, sale or gift of assets by a bankrupt any information about a bankrupt's debts (including tax debts) any creditor's name and contact details, including email or postal address 	<p>Purpose 2(a) of the AISA, including the following uses:</p> <p>1. IR may use the information it receives from MIB to:</p> <ol style="list-style-type: none"> maintain its records, undertake operational activities, including monitoring taxpayers' compliance discharge their statutory functions respond to requests from MIB for information under shares 2 or 3. <p>2. MIB may use the information it receives from IR:</p> <ol style="list-style-type: none"> to support the general administration of bankruptcy estates and liquidations, including ensuring that relevant tax obligations are met for compliance and enforcement purposes under the Insolvency Act 2006 or the Companies Act 1993 <p>For the avoidance of doubt, as part of both these uses, MIB may disclose information it receives from IR to:</p> <ol style="list-style-type: none"> affected individuals, such as the bankrupt or individual which is or was subject to another type of insolvency procedure the affected company that is or was in liquidation internal and external legal advisors a court in the course of bringing proceedings.

	<ul style="list-style-type: none"> j. any financial records/information in relation to a bankrupt k. the revenue content of tax refunds to bankrupt taxpayers l. the GST status of a bankrupt m. information about a bankrupt's Kiwi Saver fund n. information about any civil action that IR has previously taken against a bankrupt o. information about any legal proceedings concerning the bankrupt p. any information about actual or potential health and safety issues in relation to the administration of the bankruptcy q. date of birth of bankrupt r. information that a bankrupt is deceased s. information about a third party (individual or an entity) including a third party's interactions/dealings with the bankrupt <p>3. IR to give MIB information which is or may be relevant to the administration of a company in liquidation (the company) that is being administered by the Official Assignee or the Official Assignee's statutory functions and duties in relation to a company liquidation, including:</p> <ul style="list-style-type: none"> a. contact details for the directors or former directors of the company, including their last known physical address, email address and phone number b. name and contact details of any person involved in the management of the company, including their physical address, email address and phone number c. contact details for the company, including its physical address, email address and phone number d. the name and contact details of the company's solicitors, accountant, tax advisor and any other advisors including their physical address, email address and phone number e. details of the company's business including the type of business, trading name, trading address, employee details and whether the business is trading f. any information about the company's assets, including the sale or transfer of assets g. any information about the company's liabilities (including tax debts), including the name of its creditors and their contact details, including their physical address, email address and phone number h. any records for the company, including financial records and financial statements i. any known bank account details for the company j. the GST status of the company k. any information about legal proceedings concerning the company l. any information about actual or potential health and safety issues in relation to the administration of the liquidation m. information about a third party (individual or an entity), including a third 	
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	<p>party's interactions/dealings with the company.</p> <p>4. MIB to give IR any information about any entity or individual that needs to be disclosed in order for MIB to make a request to IR for information under shares 2 or 3 (above).</p>	
<p>Category 9: Entity information enabling direct communication with New Zealand businesses</p>	<p>1. IR to give BCB the following information about every New Zealand business:</p> <ol style="list-style-type: none"> business name, including trading name and, if applicable, the full legal name of the business or entity the business trades under business contact details, physical address, email address or other addresses an 'in business' indicator (based on evidence of recent GST or other tax filings) number of employees business age location of business (by region) SIC/ANZSIC code² segment (ie micro-business, families, individuals, significant enterprises, small-medium) business type (ie self-employed or employer) revenue (by bands) financial ratios (eg from IR10). 	<p>Purpose 2(c) of the AISA, including the following use:</p> <ol style="list-style-type: none"> BCB may use the information it receives from IR to send newsletters, updates and other communications to New Zealand businesses, including information about compliance requirements, changes in the law, and the support and tools that may be available to them. <p>For the avoidance of doubt, as part of this use, BCB may disclose information it receives from IR to a third party software provider engaged by MBIE in the course of assisting with delivery of newsletters, updates and other communications.</p>

² SIC means the Standard Industrial Classification developed for the analysis of industry statistics. ANZSIC is the Australian and New Zealand Standard Industrial Classification. These codes are used to represent the specific industry, with the ANZSIC codes enabling industrial comparison between the two countries and the rest of the world.

ANNEX 1 TO SCHEDULE 1: TYPES OF INFORMATION THAT MIB WILL PROVIDE FOR EACH REGISTER

Companies Register (Companies Act 1993)	
MIB to give IR information that is publicly available on the register including:	Contains personal information?
<i>Companies incorporated in New Zealand:</i>	
• Company name (previous name if any)	No
• Company New Zealand Business Number (NZBN)	No
• Company incorporation number	No
• Incorporation date	No
• Company status (e.g., registered, in liquidation, removed)	No
• Previous status (e.g., registration period and period in liquidation)	No
• Company type (e.g., New Zealand Limited company, Overseas company, Australian company)	No
• Constitution filed – Yes/No	No
• Annual Return filing month	No
• Financial Reporting Act (FRA) reporting month (if applicable)	No
• Ultimate holding company – Yes/No	No
• Ultimate holding company details (name, entity type, registration no./ID, country of registration, registered office address, if applicable)	Yes (sometimes) ³
• Current company addresses (registered office, address for service)	Yes (sometimes)
• Historic company addresses	Yes (sometimes)
• Directors' names (both current and historic)	Yes
• Directors' appointment and resignation dates	Yes
• Directors' residential addresses (both current and historic)	Yes
• If qualifying Australian based director – director's name and residential address, Australian company's name, company number, and registered office address	Yes
• Shareholders' names (both current and historic)	Yes (sometimes)
• Shareholders' start dates	Yes (sometimes)
• Shareholders' residential addresses (both current and historic)	Yes
• Former shareholders' names and vacation date as shareholder	Yes (sometimes)
• Total number of shares	No
• Share allocation for each current shareholder	Yes (sometimes)
• Additional NZBN information (if provided) - trading name(s), website(s), BIC code(s), trading area(s)	No
• Additional NZBN information (if provided and the company elects to make it available on the public register) – phone number(s), email address(es), office address, delivery address, postal address, invoice address, GST number, Australian Business Number	Yes (sometimes)
• Presenter details (for documents filed online on the register), being name and address	Yes
• Insolvency practitioner name and details (if any)	Yes
<i>Companies incorporated overseas:</i>	
• Company name	No
• Company number	No
• NZBN	No
• Registration date as an overseas company in New Zealand	No
• Company status	No
• Entity type	No
• Australian company number (if Australian incorporated company)	No
• Country of origin	No
• Constitution (Y/N)	No
• Annual Return filing month	No
• FRA reporting month	No
• Current and historic addresses (i.e. principal place of business)	Yes (sometimes)
• Name and address of person authorised to accept service in NZ	Yes
• Directors' names and address	Yes

³ The answer "Yes (sometimes)" indicates that, in some cases, the information to be disclosed will be personal information, but not always. For instance, a registered office address will be personal information if it is a director or shareholder's residential address, but not if it is a commercial address such as the offices of the company's lawyers or accountants.

MIB to give IR information that is <u>not</u> publicly available on the register including:	Contains personal information?
• Directors' dates and places of birth	Yes
• Directors' email addresses, contact phone/mobile numbers (if provided)	Yes
• Address for communication for the entity: PO Box, DX Exchange, or a physical address	Yes (sometimes)
• Address for communication start and end date	No
• Presenter details (for restricted documents), being IP address, email address, and name of presenter	Yes
• For overseas companies - persons authorised for service details, name, address, appointment date and resignation date	Yes

Incorporated Charitable Trust Boards Register (Charitable Trusts Act 1957)	
MIB to give IR information which is publicly available on the register including:	Contains personal information?
• Charitable Trust Board name (and previous names if any)	No
• New Zealand Business Number	No
• Incorporation number	No
• Charitable Trust Board status (registered, dissolved, in liquidation)	No
• Incorporation date	No
• Dissolution date	No
• Charities Services registration number (if applicable)	No
• Registered Office address (including historic addresses)	Yes (sometimes)
• Registered office address start/end date	No
MIB to give IR information which is <u>not</u> publicly available on the register including:	Contains personal information?
• Address for communication for the entity: PO Box, DX Exchange, or Physical Address	Yes (sometimes)
• Address for communication start/end date	No
• Contact details – email address, phone number & mobile number (if provided)	Yes (sometimes)
• Presenter details, being IP address, personal address, email and name of the presenter	Yes

Incorporated Societies Register (Incorporated Societies Act 1908)	
MIB to give IR information which is publicly available on the register including:	Contains personal information?
• Society name (and former names)	No
• New Zealand Business Number	No
• Incorporation number	No
• Registration status	No
• Date of incorporation	No
• Dissolution date	No
• Registered office address (and former addresses)	Yes (sometimes)
• Registered office address start/end date	No
• Officer name details (and former officer name details) if provided	Yes
• Officer appointment/cease date	Yes
• Union status	No
• Screen Industry Worker Organisation Registration status	No
• Charities Services registration number (if applicable)	No
MIB to give IR information which is <u>not</u> publicly available on the register including:	Contains personal information?
• AGM month	No
• Balance date	No
• Address for communication for the entity: PO Box, DX Exchange, or a Physical Address	Yes (sometimes)
• Address for communication start/end date	No
• Contact details, being email address, phone number, mobile number (if provided)	Yes (sometimes)
• Dissolution reason	No
• Presenter details, being IP address, personal address, email and name of the presenter	Yes

Incorporated Societies Register (Incorporated Societies Act 2022)	
MIB will give IR information which is publicly available on the register including:	Contains personal information?
• Society name (and former names)	No
• New Zealand Business Number	No
• Incorporation number	No
• Registration status	No
• Date of incorporation	No
• Dissolution date	No
• Registered office address (and former addresses)	Yes (sometimes)
• Registered office address start/end date	No
• Officer details, name, and address (and former officers)	Yes
• Officer appointment/cease date	Yes
• Union status	No
• Screen Industry Worker Organisation Registration status	No
• Charities Services registration number (if applicable)	No
MIB will give IR information which is <u>not</u> publicly available on the register including:	Contains personal information?
• AGM month	No
• Balance date	No
• Contact person details (name, physical/email address, telephone number)	Yes
• Dissolution reason	No
• Presenter details, including IP address, personal address, email and name of the presenter	Yes

SCHEDULE 2: ADVERSE ACTIONS

1. The type of Adverse Action that a Party may take is dependent on:
 - (a) the immediacy of the action required; and
 - (b) the nature and value of the Information that it receives from the other Party when considered alongside the facts of the case and the information that it already holds.
2. The types of Adverse Action that MIB may take are steps to investigate and enforce the obligations of entities and individuals under legislation that is administered within MIB (currently or in the future), including the Companies Act 1993, the Limited Partnerships Act 2008, and the Insolvency Act 2006.
3. The steps referred to at clause 2 of this Schedule 2 include, but are not limited to:
 - (a) investigation; and
 - (b) prosecution; and
 - (c) consideration of administrative sanctions and penalties under legislation that is administered by MIB (currently or in the future), including the Companies Act 1993, Limited Partnerships Act 2008, and the Insolvency Act 2006.
4. The types of Adverse Action that IR may take are steps to assess and enforce the obligations of entities and individuals under the Revenue Law.
5. The steps referred to at clause 4 of this Schedule 2 include, but are not limited to:
 - (a) investigation;
 - (b) prosecution; and
 - (c) consideration of administrative sanctions and imposition of penalties under Revenue Law.
6. The Parties may use their statutory powers to support these actions.
7. The Parties will comply with all of their respective policies and guidelines as well as the Solicitor-General's Prosecution Guidelines (Guidelines), as applicable, before taking any Adverse Action. The Guidelines assist in determining:
 - (a) whether criminal proceedings should be commenced;
 - (b) what charges should be filed; and
 - (c) whether, if commenced, criminal proceedings should be continued or discontinued.

The Guidelines also provide advice for the conduct of criminal prosecutions, and establish standards of conduct and practice expected from those whose duties include conducting prosecutions.

8. If Personal Information shared under this Agreement forms part of the prosecution's evidence in a criminal case, the Personal Information may be disclosed to an individual in accordance with the Criminal Disclosure Act

2008. Any dispute about the provision of such information will be managed by the courts as part of the subject matter of the prosecution.

DRAFT

Summary of submissions and official's responses

1. Consultation on the proposed approved information sharing agreement between Inland Revenue and MBIE took place between 30 October 2024 and 13 December 2024.
2. Nine submissions were received. Submitters included Chartered Accountants Australia and New Zealand (CA ANZ), Corporate Taxpayers Group (CTG), Jim Gordon Tax Limited, OliverShaw, Privacy Foundation of NZ, Taxpayers' Union, Ernst & Young (EY), New Zealand Law Society, and a member of the public.
3. Submitters were generally supportive of the overarching purpose of the proposed AISA. Some submitters had specific concerns relating broadly to the proposed AISA or to some specific categories of the proposed information sharing. The table on the following pages provides a more detailed summary of the submissions received and has official's responses to these submissions.

Proposed drafting changes to be made to the AISA

4. Below are the proposed drafting changes that have been made to the AISA. Four of these changes are a result of points raised in some of the submissions that were received. The drafting changes are:
 - Clause 1(a) "Large Company" definition – Concerns were raised by multiple submitters regarding the potential scope of the proposed Category 4: Large Company information share. Submitters interpreted the proposed information share to be broader than what was intended. Officials acknowledge this could be due to overgeneralised wording in the consultation documents. Submitters viewed that there was potential for greater than necessary information sharing to occur in relation to large companies. The intention for this information share was for it to only capture certain large companies that may not be meeting their filing obligations with the Companies Office. Officials believe these concerns have since been mitigated by a proposed amendment to the definition of "Large Company", including what criteria the large company must meet under the Companies Act 1993 if any information

about the company is to be shared, so that the draft AISA more accurately represents the intention and scope of the information share.

- Clause 1(a) “MIB” definition – This is a MBIE driven change which aims to make the definition less specific to the teams within the Market Integrity Branch and more about the functions that are carried out in the branch. This means that the operation of the AISA will not be impacted by any future name changes of teams within the branch.
- Clause 9(b)(ii) – Disclosure to other MBIE staff. One submitter suggested that this clause should be deleted as it can be interpreted as allowing a much broader share than what the intent of the clause may be. Instead of deleting the clause, it has been redrafted to be more explicit on which MBIE staff can potentially receive the information and what they can use that information for.
- Clause 9(e) - Pre-requisites for sharing Information for Prosecution Purposes. Two submitters had concerns regarding the level of the prerequisites (legislative tests that have to be met) to share information that could result in prosecution. Clause 9(e) has been redrafted so that Category 5 - Information relevant to offences and the imposition of administrative sanctions or penalties more closely reflects the prerequisites included in the Targeting Serious Crime AISA between Inland Revenue, New Zealand Police, Customs, and the Serious Fraud Office.
- Schedule 1, Category 6: Failed Entity information. One submitter suggested that an entity should be a “Failed Entity” before information can be shared and that “reasonable grounds to suspect” an entity is a failed entity is not a high enough requirement to share information. The Category has been redrafted so that no information will be shared if there are reasonable grounds to suspect that the entity is a failed entity, information will only be shared when the entity is a “failed entity”.
- Schedule 1, Category 8: Information relevant to bankrupts and company liquidations (2)(q) – One submitter raised concerns about the sharing of the date of death information of a bankrupted person. This

triggered further consideration by officials at MBIE, who realised that date of birth information for a bankrupted person should also be included in this information share. Date of birth information is helpful as it can be used, for example, to better identify a bankrupted person and has been added to the AISA.

Suggested changes not incorporated into the AISA

2. There were some submissions that officials did not view as appropriate to be incorporated into the new draft of the AISA, including:
 - One submitter wanted a specific clause to be added to the AISA to ensure that the AISA will not allow the use of Inland Revenue's powers to collect data to then share with the parties within MBIE. Officials do not consider this necessary to be included as only information already held by a party can be shared under the proposed AISA. There will be no collection of information using one of Inland Revenue's powers for the purpose of sharing it with a party to the AISA.
 - One submitter did not support the proposed AISA and recommended that it should go through the full scrutiny of Parliament. The ability for Inland Revenue to enter into an AISA was considered by Parliament when it was proposed to be included in the TAA. As an AISA is allowed for in the TAA and the Privacy Act 2020, officials do not consider it necessary for the proposed AISA to go through the parliamentary process.
 - In relation to Category 9 (Entity information enabling direct communication with New Zealand businesses), one submitter suggested that the following entity information be deleted due to the sensitivity of the information: number of employees, business age, revenue, and financial ratios. The information obtained through this arrangement will be used solely for providing businesses with targeted support and advice, as outlined in the AISA. It will not be used for compliance or enforcement activities by business.govt.nz, and access to the information will be restricted to authorised personnel.

- One submitter had some concerns with Category 8 (Information relevant to bankrupts and company liquidations) as the information being shared relates to individuals. Particular concerns were raised in relation to the sharing of deaths information. MBIE does not consider the use of Inland Revenue's death information to present a significant risk of perpetuating errors, as any potential inaccuracies are mitigated through MBIE data validation processes. MBIE remains open to developing an AISA with the Department of Internal Affairs in the future to directly access official death registration records.

Issue	Submissions and official's responses/proposed action
Overall/general comments	<p data-bbox="448 260 974 295"><u>Corporate Taxpayers Group (CTG)</u></p> <ul data-bbox="492 300 2020 742" style="list-style-type: none"> - Supports the purposes of the proposed AISA including reducing compliance costs and improving efficiency as it may be costly and inefficient for Inland Revenue to request the information that is already held by another agency. - It is noted in the submission that Inland Revenue should consider whether the proposed AISA may be inconsistent with the objectives underpinning taxpayer confidentiality or the information could risk Inland Revenue's powers being used for an improper purpose. CTG suggested that additional safeguards could be implemented in relation to the AISA, these are outlined in the following points. - A recommendation was made that the AISA should make clear that Inland Revenue may not provide information gathered using powers under the TAA if that information would not have been collected but for the AISA. Specifically, it was recommended that the AISA was drafted to state that information that was gathered using section 17GB of the TAA (Commissioner may require information or production of documents for tax policy development) will not be shared with any other government agency. <p data-bbox="448 746 604 778">Response</p> <ul data-bbox="492 783 2020 1300" style="list-style-type: none"> - The proposed information shares in the AISA have been carefully considered to ensure that only necessary information is being shared and that the information that is proposed to be shared will provide a worthwhile benefit to the party receiving the information. Privacy safeguards will be in place and operational protocols will be developed before the AISA comes into force via Order in Council. These safeguards will ensure that the information is transferred between the agencies in a secure manner and that only the people who are authorised to view the information can do so. - The information that Inland Revenue is proposed to share with MBIE is information that Inland Revenue will already hold. There will not be instances where the Commissioner of Inland Revenue will use one of his powers to collect information for the purpose of providing this information to one of parties to the AISA. <ul data-bbox="593 1149 1971 1300" style="list-style-type: none"> o Section 17GB of the TAA is a power used by the Commissioner of Inland Revenue to obtain information for the purpose of policy development. The information obtained under this section does not get shared any wider than Policy within Inland Revenue, let alone with any other government agency.

Privacy Foundation of NZ

- The submitter recommended that Inland Revenue and MBIE publish any Privacy Impact Assessments that have been completed in relation to the proposed AISA and update any as a result of any changes made as a result of consultation.
- The submitter noted that the proposed information sharing to support the compliance and enforcement activities appears to be appropriate but that the barriers for MBIE to share this information are unclear. It was also noted that, particularly relating to Category 5 (information relevant to offences and behaviour warranting the imposition of administrative sanctions or penalties), it is unclear exactly what information is proposed to be shared. The operational protocols and safeguards need to be in place to ensure the sharing is fair and accurate.
- The submitter agrees to that it is desirable to specify the branches in MBIE that are parties to the AISA rather than having MBIE, as a whole, designated as party. The submitter notes that the AISA framework allows for minor and technical changes such as name changes to a party to the agreement. The submitter opposes any move to make the information more generally available within MBIE.
- The submitter recommended that, at this stage, clause 9(b)(ii) should be deleted. “(b)Disclosure – Neither Party will disclose the Information to any other agency or third party (including disclosure to other parts of MBIE), except:... (ii)....where such disclosure to other MBIE staff is reasonably necessary for a lawful business purpose connected to the purposes of this Agreement;...”.
The submitter notes that this clause could be interpreted in a way that could allow much broader sharing of the proposed information shares within MBIE. There are concerns that this clause could have the capacity to defeat the purposes of specifically identifying the business units within MBIE that the proposed information could be shared with.
- The submitter notes that the proposed AISA appears to be an umbrella AISA which is beneficial in terms of efficiency but may have the potential for “scope creep”. It is noted that this proposed AISA is designed to mitigate this by outlining the details and categories of the proposed information shares. It is also noted that there is a potential risk of lack of transparency when the individual information shares are contained in the operational protocols rather than in the AISA. The submitter recommends that the parties publish the operational protocols but withdraw any details that may compromise the security of the share or allow those under investigation to evade compliance action.

Response

- It is not usual practise for Inland Revenue to publish Privacy Impact Assessments (PIA) with consultation material or once the proposal has come into force. However, the PIA for this proposed AISA will be published on the Inland Revenue website once the AISA has been agreed to by Cabinet and the

	<p>AISA has come into force. The discussion document for the proposed AISA was approved to be used as the interim regulatory impact statement (RIS) for this proposal. A RIS is currently being drafted and will be provided to Ministers and Cabinet to help aid in their final policy decisions on this proposal. This will also be published in due course.</p> <ul style="list-style-type: none"> - It is possible that some of the compliance and enforcement information that would be shared under the AISA could potentially be shared currently under exceptions to information privacy principle 11. That said, there are issues with some of these exceptions that create a practical barrier to sharing. For instance: <ul style="list-style-type: none"> ○ IPP11(1)(a) permits disclosure where it is one of the purposes of collection or a related purpose. The difficulty for MBIE is that much of the compliance and enforcement information that it might share has never been collected for the purpose of sharing it with Inland Revenue – rather, it will have been collected for MBIE’s own purposes, but subsequently it might become clear that it could also be helpful to Inland Revenue. It seems inappropriate to always provide that a general purpose of collection might be disclosure to Inland Revenue just on the off chance that such information might subsequently become relevant to Inland Revenue. ○ IPP11(1)(e)(i) permits disclosure where it is necessary to avoid prejudice to the maintenance of the law, including the detection, investigation and prosecution of offences. It can sometimes be difficult to apply this exception in practice. Moreover, an AISA provides greater transparency about sharing that might relate to this exception, as well as providing a clear structure and assessment criteria for determining when and what types of compliance and enforcement information can be shared. - Schedule 1 of the draft AISA clearly sets out the types of information that may be shared for compliance and enforcement purposes. The AISA also includes appropriate thresholds for the sharing of compliance and enforcement information, including those in clause 9(e) of the draft AISA, which are proposed to be strengthened in response to other submissions made. - The draft AISA is designed to restrict the sharing of information received from Inland Revenue with other parts of MBIE, beyond MIB and BCB. For instance: <ul style="list-style-type: none"> ○ clause 3(a)(ii) permits information shared under the AISA to be used only for the purposes set out in the table in Schedule 1,
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	<ul style="list-style-type: none"> ○ clause 9(b) limits the disclosure of information shared under the AISA to certain situations only, ○ clause 9(b)(ii) permits sharing of information within MBIE, but only when it is for a lawful business purpose connected to the purposes of the AISA (note that, in response to another point raised by this submitter, clause 9(b)(ii) has been improved to clarify its purpose). <ul style="list-style-type: none"> - The end result is that MIB and BCB cannot share information received from Inland Revenue with other MBIE business units for them to use for their own unrelated purposes. For example, MIB and BCB cannot provide information to Immigration New Zealand to use for immigration-related purposes. - The information will not be made available to anyone who is not authorised to access the information. If the scope of the AISA was proposed to be changed once the AISA was in force, this would be subject to consultation. - Officials do not agree that clause 9(b)(ii) should be deleted but have redrafted it to make the exception to sharing specific information clearer and not as broad as it may have originally read. It is necessary for MIB and BCB to, in appropriate situations, share information with other parts of MBIE in order to assist with compliance with the AISA or perhaps to respond to a complaint or privacy breach concerning the AISA. - This proposed AISA is not a tool that can be used for broader information sharing in the future so as to enable “scope creep” (at least not without consulting on and amending the AISA). The individual information shares are contained in the AISA itself (primarily within Schedule 1), and the expectation is that this will be supplemented by the operational protocols. To help ensure transparency, the operational protocols and PIA that are drafted will be published once the AISA comes into force. <p><u>Taxpayers’ Union</u></p> <ul style="list-style-type: none"> - The submitter does not support the proposed AISA and suggests that the proposed AISA does not consider the confidentiality of sensitive revenue information provisions in the Tax Administration Act 1994. The submitter believes that the proposed information shares require the full scrutiny of Parliament and select committee hearings. - The submitter supports the proposed information shares in Categories 5 (Information Relevant to Offences and the Imposition of Administrative Sanctions or Penalties), Category 7 (Information concerning GST tax status), and Category 8 (Information Relevant to Bankrupts and Company Liquidations) if these shares were incorporated into a draft bill and went through Parliament. The shares as they currently are proposed in the AISA are not supported. - The submitter opposes the other proposed categories of information shares.
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Response

- Section 18E of the Tax Administration Act 1994 (TAA) provides for disclosures to be made under information-sharing arrangements. This section went through the parliamentary scrutiny process where the costs and benefits of allowing these types of disclosures were considered. This AISA proposal is being considered by the government of the day, and the perceived benefits of disclosing some information held by Inland Revenue has been considered to outweigh the risks of doing so.
- Approved information sharing agreements (AISA) are authorised by the Privacy Act and come into effect by Order in Council to enable personal information to be shared between organisations for delivering public services. Before an AISA can come into effect by Order in Council, it must be consulted on with relevant parties, including the Privacy Commissioner.
- Officials ensured there was sufficient time for organisations and members of the public to be consulted with on the proposed AISA.

Ernest & Young (EY)

- The submitter recommends that Inland Revenue should establish a formal “data sharing framework” which would set out the broad parameters for information sharing, unspecific to any particular use and consult on this framework. This may help improve overall transparency.
- Concerns about Inland Revenue sharing more information could undermine Inland Revenue’s broader powers, especially when the data is identifying data.
- It was noted that the AISA should not extend MBIE’s information gathering powers, it should be used only when there will be gains in data collection efficiencies.
- The submitter agrees that the proposed AISA is the best mechanism for the proposed information shares, as concluded in Inland Revenue’s options analysis. This is subject to the parties adhering to the safeguards that are outlined in the proposed AISA.
- The submitter recommended that the proposed AISA should be evaluated against Inland Revenue’s ‘Information Collection Framework’.
- Additional information should be made available on Inland Revenue’s website with detail of the AISA to ensure all New Zealanders can access the information.

Response

- Inland Revenue’s requirements for information sharing have obligations beyond the Tax Administration Act, such as the Privacy Act. Inland Revenue ensures it follows Government authoritative guidance as per [Information sharing | NZ Digital government](#) along with meeting ‘open data’ obligations. Inland Revenue’s website positions all these features and obligations.

- The proposed information shares have been carefully considered. Operational protocols will be in place, if the AISA comes into force, to ensure secure transmission of the information and that it is clear who has access to taxpayer-related information and knows the requirements for handling this information. One of the purposes of an AISA is to enable agencies to obtain information they may otherwise not be able to collect, where it is considered the information sharing will facilitate better public services.
- The information that Inland Revenue is proposed to share with MBIE is information that Inland Revenue will already hold. There will not be instances where the Commissioner of Inland Revenue will use one of his powers to collect information for the purpose of then providing this information to the proposed AISA parties in MBIE.
- This proposal will be evaluated against the Information Collection Framework. The findings will be reported to Ministers.
- The operational protocols, Privacy Impact Assessment, and the AISA itself will be published on Inland Revenue's website once the AISA comes into force.

New Zealand Law Society

- The submitter generally supports the proposed information shares but had some concerns as to whether some of the information shares from Inland Revenue to the parties in MBIE are appropriate when considering the secrecy rules in place.

Response

- The proposed information shares have been carefully considered. Operational protocols will be in place, if the AISA comes into force, to ensure secure transmission of the information and that it is clear who has access to taxpayer-related information and knows the requirements for handling this information.

Alexsio Nau (Member of the public)

- Overall, this submission was in support of the proposal and no changes were recommended to be made to the proposed AISA.
- There were some comments regarding specific instances where Inland Revenue had previously not provided the submitter with certain information.

Response:

- It appears that the submitter may not have completely understood some aspects of the proposal. The other matters raised in this submission are not related to the proposed AISA and are not in scope of the consultation. Officials want to confirm the fact that the proposed AISA will not share information with individuals or businesses. The proposed shares are only to occur between Inland Revenue and the specified branches of MBIE.

<p>Categories 1 – 3 (Register information, removal and restoration information, and contact details)</p>	<p><u>New Zealand Law Society</u></p> <ul style="list-style-type: none"> - The submitter supports the proposed Categories 1 to 3, in broad terms. <p>Response</p> <ul style="list-style-type: none"> - Noted.
<p>Category 4 (Large company information)</p>	<p><u>CTG</u></p> <ul style="list-style-type: none"> - CTG raises concerns about the wording in the Category 4 share, relating to Large Companies. Specifically, that the wording used in the consultation document is misleading when discussing the filing obligations of large companies. However, the submitter is comfortable with the proposed information share as currently written. <p>Response</p> <ul style="list-style-type: none"> - Officials acknowledge that the wording within the consultation document may appear misleading. Our intent was to simplify complex information to make it more accessible to the public. Striking the right balance between clarity and accuracy can be challenging, and officials appreciate the feedback on how this phrasing may have led to unintended interpretations. - The information that is proposed to be shared will be used by the Companies Office to ensure large companies that have obligations to register financial statements under section 207E of the Companies Act 1993 are meeting those obligations. - The definition of a “Large Company” in the AISA will be amended to better reflect the intention of this information share. <p><u>Jim Gordon Tax Limited</u></p> <ul style="list-style-type: none"> - The submitter raised concerns about the wording in the proposed AISA documents relating to Category 4 – Large Company information. It was noted that there is more than just asset and turnover testing required to determine if a company has audit and filing obligations. It was submitted that it would be inappropriate for Inland Revenue to share information about companies which meet the large company definition but may not have actual audit and filing obligations. It is suggested that Inland Revenue should not be sharing the large company information with the Companies Office unless it is aware of all the nuances which apply (to consider whether audit and filing obligations apply).

	<p>Response</p> <ul style="list-style-type: none"> - Officials acknowledge that the wording used in the discussion document overgeneralised the details of the proposed Category 4 information share. - The proposed information share is only intended to identify those large companies which may have an obligation to file financial statements under s207E of the Companies Act 1993. - Under this proposed share, the Companies Office will request information from Inland Revenue to determine whether companies that otherwise meet the requirements in s 207D of the Companies Act (and which are not already filing financial statements) also meet the relevant asset or revenue thresholds under section 45 of the Financial Reporting Act. Before requesting information about a company's assets and revenue from Inland Revenue, MBIE will already have checked to see that the company satisfies all other requirements in section 207D of the Companies Act, and that it is not already meeting filing obligations under section 207E. The Companies Office understands the legislative provisions that provide for when a company is considered a "Large Company" with filing obligations. - The definition of a "Large Company" in the AISA will be amended to better reflect the intention of the information share. <p><u>Oliver Shaw</u></p> <ul style="list-style-type: none"> - The submitter raised concerns with the content of category 4 and noted that not all large companies have an obligation to audit or file financial statements. - The submitter considers that most, if not all, large companies which are required to file audited financial statements already do so. - The submitter considers that there are already sufficient safeguards to ensure filing obligations are met, namely obligations placed on directors and the existence of an auditor. It is submitted that the most efficient way to enforce filing obligations would be to ensure auditors advise the Companies Office if a company required to file audited financial statements has not done so. - The submitter considers that there is only benefit in Inland Revenue providing MBIE with information about companies that are large if they have a filing obligation. The submitter, however, concludes that no sharing should occur under this category. - The submitter comments on MBIE's role in relation to non-filing large companies. - It is recommended that the requirement in the Financial Reporting Act 2013 for Large Companies to apply the International Financial Reporting Standards for non-filing large companies should be legislatively removed.
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	<ul style="list-style-type: none"> - It is also recommended that MBIE consider how it can require auditors (if this does not already occur) to advise whether a company which is required to file financial statements has not done so. <p>Response</p> <ul style="list-style-type: none"> - Officials acknowledge that the wording used in the consultation document overgeneralised the details of which large companies are required to file financial statements. It is understood that the registration requirements in s207E of the Companies Act 1993 (ie requiring filing of audited financial statements) applies only to certain categories of “large” company. The proposed sharing of information from Inland Revenue to MBIE is only intended to identify those large companies that have an obligation to file financial statements under s207E of the Companies Act. Before requesting information about a company’s assets and revenue from Inland Revenue, MBIE will already have checked to see that the company satisfies all other requirements in section 207D of the Companies Act, and that it is not already complying with the reporting requirements in section 207E of that Act. The information provided by Inland Revenue will help MBIE determine whether the company is one that is obliged to file audited financial statements, but is not already doing so. - The large company financial reporting compliance reminder programme has been in place for over 20 years and is instrumental in maintaining high compliance rates. Currently, it is estimated that approximately 95% of large companies with a filing obligation file their financial statements as required, therefore the information share under the AISA would not be used in relation to these companies. However, identifying new large companies that may have a filing obligation remains a challenge. Typically, the Companies Office becomes aware of potential non-compliance through public complaints, reports from other businesses or media enquiries. - The provision of large company information by Inland Revenue will enable the Companies Office to proactively contact and alert companies that fall within a category of companies which are required to file financial statements under section 207E if they satisfy the definition of large in section 207D (by reference to section 45 of the Financial Reporting Act 2013, i.e. meets certain assets and revenue thresholds) and which may not be aware of their large company status and obligations. This process supports compliance by ensuring that companies are aware of their obligations and contributes to the integrity of MBIE’s Registers by capturing more large companies and their financial statements. - Before a company is confirmed to be a large company with financial reporting obligations based on information provided by Inland Revenue, the company is always given the opportunity to confirm or contest its status.
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	<ul style="list-style-type: none"> - The sharing of large company information by Inland Revenue will enhance the identification process and reduce the risk of non-compliance with statutory filing obligations by companies that fall within the category of large companies that are required to file financial statements. - The definition of a “Large Company” in the AISA will be amended to better reflect the intention of this information share. - The legislative removal of the IFRS reporting requirements for non-filing large companies is not in scope of this proposal but has been referred to the appropriate team in MBIE for consideration. - The recommendation that MBIE consider how it can require auditors to advise whether a company which is required to file financial statements has not done so is not in scope of this proposal but has been referred to the appropriate policy team in MBIE for consideration. <p><u>New Zealand Law Society</u></p> <ul style="list-style-type: none"> - The submitter supports the proposed Category 4, in broad terms. <p>Response</p> <ul style="list-style-type: none"> - Noted.
<p>Category 5 (Information relevant to offences and the imposition of administrative sanctions or penalties)</p>	<p><u>Corporate Taxpayers Group (CTG)</u></p> <ul style="list-style-type: none"> - The submitter states that the wording used in this proposed AISA in relation to “Pre-requisites for sharing Information for Prosecution Purposes” are not as strict as the pre-requisites for sharing information are in the Serious Crime AISA (Inland Revenue, New Zealand Police, Customs, and Serious Fraud Office). It is recommended that the AISA is reworded to adopt some of the wording that is in the Serious Crime AISA and that this should apply to the entirety of Category 5 (Information relevant to offences and the imposition of administrative sanctions or penalties). <p>Response</p> <ul style="list-style-type: none"> - Officials have considered amending the pre-requisites for sharing information for prosecution purposes and agree with the submitter. The “Pre-requisites for sharing Information for Prosecution Purposes” clause has been reworded to include some of the wording that is used in the Serious Crime AISA. It has also been changed so that the pre-requisites apply to any information being shared in relation to Category 5 (Information relevant to offences and the imposition of administrative sanctions or penalties).

New Zealand Law Society

- The submitter raised concerns about the early exchange of information proposed in Category 5 (Information relevant to offences and the imposition of administrative sanctions or penalties). The submitter views that it could be possible for some unjustifiable and/or unnecessary investigations to occur if this type of information is shared. It is the submitter's view that, at times, investigation material produced by Inland Revenue can be one-sided and factually inaccurate. The submitter had some suggestions for protections that could be in place for the proposed Category 5 information share:
 - o The submitter has concerns about information being shared in the early stages of investigations, such as a notice of proposed adjustment (NOPA), as this information could be factually inaccurate. Instead, the submitter suggests that information is shared at a later stage of an investigation when it is likely to be more reliable, and
 - o The submitter views that where a taxpayer has settled a dispute with Inland Revenue and entered a deed of settlement that provides for confidentiality of information, this should not be allowed to be shared with MBIE. The submitter also views that confidential investigation information held by Inland Revenue should not be shared with MBIE in the early stages of an investigation. This is because, the submitter thinks it could undermine Inland Revenue keeping a taxpayer's tax affairs confidential between Inland Revenue and the taxpayer.

Response

- This information share may have the potential to limit unnecessary investigations as the party providing the information has to be reasonable grounds to suspect the taxpayer before share of information for this category can occur. The purpose of this share is to save public resources by collaborating on investigations and prosecutions, not to increase the number of prosecutions. If a taxpayer has entered a deed of settlement with Inland Revenue that provides for confidentiality of information, this information will not be shared with MBIE. The pre-requisites for sharing information relating to this category have been redrafted so that information will not be shared relating to offences and the imposition of administrative sanctions or penalties, unless there are reasonable grounds for the party sharing the information to do so. This has changed from the pre-requisites only applying to information relating to prosecution purposes to all information proposed to be shared under Category 5. These pre-requisites have also been revised to incorporate more of the wording that was used in the Serious Crime AISA to ensure information is only being shared when it meets these tests. These additional pre-requisites should result in more accurate information shared between the parties.

	<p><u>Privacy Foundation of NZ</u></p> <ul style="list-style-type: none"> - It is the Foundation's view that the proposed information share where it relates to Phoenix Companies is justified, so long as the information to be shared is clearly identified and accurate. <p>Response</p> <ul style="list-style-type: none"> - Officials understand the submitter is concerned that information be reliable and accurate before being shared and used. It is intended that the operational protocols will include appropriate safeguards for better ensuring reliability and accuracy of information before it is relied on. This is reflected in clause 8(b) of the AISA.
<p>Category 6 (Failed Entity information)</p>	<p><u>New Zealand Law Society</u></p> <ul style="list-style-type: none"> - In relation to proposed Category 6 (failed entity information), the submitter is of the view that it should not be enough for Inland Revenue to have "reasonable grounds to suspect" a company may be a failed entity but that the "failed entity" status should exist before information is shared. It is the submitters view that if the information is shared when Inland Revenue "has reasonable grounds to suspect", it could lead to MBIE prematurely applying sanctions on directors. <p>Response</p> <ul style="list-style-type: none"> - Officials agree with this recommendation and suggest amending Category 6 in Schedule 1 of the AISA to remove reference to having "reasonable grounds to suspect". Rather, the AISA will permit sharing under this category only where it is clear that the entity concerned is in fact a "Failed Entity". When requesting information from Inland Revenue under this category, MBIE will advise, for instance, whether the entity has been put into liquidation or receivership.
<p>Category 7 (Information concerning GST tax status)</p>	<p><u>New Zealand Law Society</u></p> <ul style="list-style-type: none"> - The submitter agrees with the proposal to share the information outlined in Category 7 (information concerning GST tax status). <p>Response</p> <ul style="list-style-type: none"> - Noted.
<p>Category 8 (Information relevant to bankrupts and</p>	<p><u>Privacy Foundation of NZ</u></p> <ul style="list-style-type: none"> - The submitter noted that there were significant privacy implications relating to Category 8 (information relevant to bankrupts and company liquidations). This is because some of the proposed information shares under this category relate to individuals, not businesses. The submitter noted that it was

<p>company liquidations)</p>	<p>important that people who may be affected by the information share are aware of the information share and what the effect on them might be.</p> <ul style="list-style-type: none"> - The submitter noted that because IR had collected the information for different purposes (ie not for sharing the information with the Official Assignee) it was important to ensure that any information shared with the Assignee was fit for the purpose for which it would be used by the Assignee (as use of information beyond the purposes for which it was collected can create inaccuracies that can disadvantage individuals). - Concerns were raised relating to the share of deaths information and in particular with errors occurring as a result of the information being obtained from a secondary source, rather than from the Department of Internal Affairs, which keeps the official records of individuals' deaths. <p>Response</p> <ul style="list-style-type: none"> - The AISA and its operational protocols will be published on Inland Revenue's website so those who may be impacted by the shares have access to the information shares that may affect them and can see how the parties will be using the shared information. - The operational protocols for the AISA will include systems and processes to confirm that information is accurate before it is relied on. - MBIE acknowledges that an AISA with the Department of Internal Affairs can provide a direct source of official death registration data. This remains a potential option for the future to ensure access to the most authoritative records. However, until such an arrangement is established, the AISA with Inland Revenue provides a practical interim solution to support the Official Assignee's operational needs. - Using Inland Revenue as an interim source for death information ensures that the Official Assignee is aware when a bankrupt individual has passed away. This helps prevent unnecessary attempts to contact the individual, which could cause distress to family members. Inland Revenue already has a well-established operational relationship with the Official Assignee and regularly provides information critical to bankruptcy proceedings. - MBIE does not consider the use of Inland Revenue's death information to present a significant risk of perpetuating errors, as any potential inaccuracies are mitigated through data validation processes. When Inland Revenue shares death information with the Official Assignee, it will include details such as the individual's name, date of birth, last known address and other relevant identifiers. This allows the Official Assignee to verify and cross-check information before taking any action. This submission brought to our attention that the date of birth information for a bankrupt was not included in the original proposed share. To ensure the Official Assignee can cross-check information before taking action,
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	<p>officials propose that the date of birth of the bankrupt be shared for the purpose of assisting in confirming an individual's identity,</p> <ul style="list-style-type: none"> - MBIE remains open to developing an AISA with the Department of Internal Affairs in the future to directly access official death registration records. Once a formal agreement with the Department of Internal Affairs is in place, MBIE will reassess the most appropriate primary source for this information. <p><u>New Zealand Law Society</u></p> <ul style="list-style-type: none"> - The submitter agrees with the proposal to share the information outlined in Category 8 in the context described in the proposed AISA. <p>Response</p> <ul style="list-style-type: none"> - Noted.
<p>Category 9 (Entity information enabling direct communication with New Zealand businesses)</p>	<p><u>CA ANZ</u></p> <ul style="list-style-type: none"> - Strongly support the proposed information share between Inland Revenue and business.govt.nz. <p>Response</p> <ul style="list-style-type: none"> - Noted. <p><u>Privacy Foundation of NZ</u></p> <ul style="list-style-type: none"> - The submitter agrees that it is desirable for businesses to get clear and targeted information that helps them comply with their obligations and access support. The submitter notes that it is unclear why an AISA is necessary to fulfil this purpose, or why MBIE does not already hold sufficient contact or industry segment information to allow targeted or tailored information campaigns. - The submitter suggests that alternatively the agencies could work together to develop guidance and information for both agencies, and the agency with the best contact and segmentation information could send out information. - The submitter notes that any information that is shared should be ringfenced for the purpose stated in the proposed share (ie assisting businesses). <p>Response</p> <ul style="list-style-type: none"> - MBIE does not currently hold comprehensive data on business size, financial ratios or revenue. While some parts of MBIE have business location data, it is not always up to date or accessible to Business.govt.nz.

- It is not practical for the agencies to implement the suggestion, as business.govt.nz creates guidance and other materials for businesses or a wide range of topics which go beyond IR's role and functions.
- The information obtained through this arrangement will be used solely for providing businesses with targeted support and advice, as outlined in the AISA. It will not be used for compliance or enforcement activities by business.govt.nz, and access to the information will be restricted to authorised personnel.
- Business.govt.nz is not a regulator and does not carry out compliance or enforcement functions. Its role is to support businesses by providing guidance, resources, and advice to help them navigate their obligations and opportunities. The information shared under the AISA will be used only to improve the relevance and accuracy of the advice and support it provides to businesses.

New Zealand Law Society

- The submitter generally agrees to the proposed shares outlined in Category 9 (entity information enabling direct communication with New Zealand businesses) but believes that items d (number of employees), e (business age), j (revenue) and k (financial ratios) should be deleted due to the sensitivity of the information. The submitter is of the view that this information is not necessary to enable targeted information to the business, and if there is a benefit to having that information for that purpose, MBIE should make direct enquiries of the business to see if they are willing to disclose it for that purpose.

Response

- MBIE acknowledges the concerns raised by submitters regarding the scope of information proposed to be shared under Category 9 of the AISA. This information sharing arrangement allows business.govt.nz to better tailor its communications and support. Rather than sending general updates to all businesses, it will enable messages to be targeted based on the types of information as set out in Schedule 1 of the draft AISA, such as business size, industry and location. This ensure that businesses receive only relevant and practical advice, such as information on disaster relief following a localised weather event.
- MBIE does not currently hold comprehensive data on business size, financial ratios or revenue. While some parts of MBIE have business location data, it is not always up to date or accessible to business.govt.nz. Without this AISA, business.govt.nz relies on business surveys, which can be inefficient and place the burden on business to identify and seek out relevant information themselves. This arrangement allows government to take a more proactive approach, ensuring businesses receive the right information at the right time.
- Feedback from Business New Zealand has indicated that businesses want a more coordinated experience when engaging with government. Rather than having to navigate multiple agencies, businesses expect government to share necessary information to provide relevant support. This AISA

	<p>will enable business.govt.nz to improve the way information and guidance is delivered, making it easier for businesses to access the advice they need.</p> <ul style="list-style-type: none"> - Understanding where a business is in its development, which will dictate what information will be relevant to it, requires knowing a combination of factors, including number of employees, business age, and revenue and other financial information. This information will help MBIE better tailor its communications and identify businesses that may need support, whether they are growing and seeking exporting advice or information about available grants, or if they are facing challenges where guidance on restructuring or closure may be needed. - For instance, business age is helpful to identify new businesses are given information about relevant obligations (eg registering for GST), but that more mature businesses are not given information they are already likely to be aware of. Similarly, information about number of staff and a business' revenue help understand the size of the business and its operations (eg businesses with larger numbers of staff are likely to already have an HR function, and so be less likely to need general information about employment law obligations). - MBIE remains committed to ensuring that information shared under the Inland Revenue/MBIE AISA is used strictly for its intended purpose, with appropriate privacy safeguards in place. MBIE remains committed to ensuring that information shared under the Inland Revenue/MBIE AISA is used strictly for its intended purpose, with appropriate privacy safeguards in place. Ongoing engagement with stakeholders will help ensure that this agreement is implemented in a way that balances business support with privacy expectations.
<p>Sharing information for the purpose of public policy development</p>	<p><u>CA ANZ</u></p> <ul style="list-style-type: none"> - Support the proposal to share any of the information outlined in the proposed categories for the purpose of public policy development. <p>Response</p> <ul style="list-style-type: none"> - Noted. <p><u>Privacy Foundation of NZ</u></p> <ul style="list-style-type: none"> - The submitter states that the proposed share of information for the purposes of developing public policy is sensible, so long as no new information is proposed to be shared. The submission also notes that it is undesirable to build up data banks of information that is already available at another department (such

	<p>as Stats NZ) for this purpose and that such information may negate or limit what needs to be shared under the AISA for policy purposes.</p> <p>Response</p> <ul style="list-style-type: none"> - No new information will be shared beyond what is specified in Categories 1-9 for the purpose of public policy development. <p><u>New Zealand law Society</u></p> <ul style="list-style-type: none"> - For the proposed share in relation to public policy development, the submitter's view is that if the information cannot be anonymised, it should not be shared for this purpose. <p>Response</p> <ul style="list-style-type: none"> - The information that may be shared in relation to the development of public policy can only be shared if it is anonymised, unless it is not reasonable or practicable in the circumstances to provide anonymised information. The information will not be published or disclosed unless it has been made not reasonable capable of being used to identify an individual or entity.
Privacy safeguards	<p><u>CA ANZ</u></p> <ul style="list-style-type: none"> - Support the proposed privacy safeguards between Inland Revenue and MBIE's Market Integrity Branch and Business and Consumer Branch. <p>Response</p> <ul style="list-style-type: none"> - Noted. <p><u>New Zealand Law Society</u></p> <ul style="list-style-type: none"> - In broad terms, the submitter agrees with the privacy safeguards proposed in the AISA. <p>Response</p> <ul style="list-style-type: none"> - Noted.



Privacy Commissioner's submission on the proposed approved information sharing agreement between Inland Revenue and the Ministry of Business, Innovation and Employment (Market Integrity Branch (MIB) and the Business and Consumer Branch (BCB))

Introduction

1. Under section 150(1)(a)(i) of the Privacy Act 2020 (Privacy Act), Inland Revenue (IR) has consulted me on a proposed approved information sharing agreement (AISA). IR is the lead agency for the proposed AISA. The agreement seeks to enable IR and the MIB and BCB units within the Ministry of Business, Innovation and Employment (MBIE) to share personal information with each other for the purpose of assisting in the performance of their functions and duties. Once fully operational, the AISA will replace the existing legal framework of numerous information sharing agreements.
2. Section 150(2)(a) of the Privacy Act provides that I must consider the privacy implications of the proposed agreement and subsection (2)(b) further provides that I may make any submissions that I consider appropriate. In considering the privacy implications, I have regard to the AISA's required form and content, which is set out under section 144, including the specified safeguards that will apply to protect the privacy of individuals and ensure that any interference with their privacy is minimised.
3. Section 150(1)(a)(i) requires that I provide my submission to IR, being the agency consulting me on the proposed agreement. In turn IR must give a copy of my submission to the Minister of Revenue (the Minister responsible for the lead agency). The Minister must take my submission into account before deciding whether to recommend the making of an Order in Council to approve the agreement.
4. Overall, I am satisfied the AISA meets the requirements set out in Part 7 of the Privacy Act, and in particular those set out in section 149(2) of the Privacy Act. My more detailed comments are outlined below, referring to the criteria in section 149(2).
5. This submission does not affect my position on what will constitute appropriate monitoring of compliance with this agreement, under the provisions of sections 154-156 and section 158 of the Privacy Act.



Does the information sharing agreement facilitate the provision of any public service or public services?

6. IR is responsible for, amongst other things, ensuring and upholding the administration of the tax system in New Zealand. MBIE has responsibility for a range of services and functions across the public sector. For the purposes of my submission, I focus on the areas within MBIE which relate to the MIB and BCB who are responsible for the functions related to this agreement.
7. The agreement has been developed as IR and MBIE recognise that both hold information that if provided to the other agency, would help them better discharge their functions and duties.
8. The overarching intentions of this AISA are to address “phoenixing” (when the owners or directors of a failed company try to evade their liabilities by starting a new company with a similar name to the failed one), ensure better compliance with and enforcement of existing legislation, and provide information to New Zealand businesses.
9. This agreement intends to facilitate the following public services:
 - a. IR’s administration of the tax system, including the protection of the public revenue, the integrity of the tax system and the development of public policy;
 - b. MIB’s administration of specified Registers,¹ including the performance of its statutory functions, duties and powers in relation to those Registers;
 - c. MIB’s enforcement and compliance activities in relation to the legislation it administers;
 - d. MIB’s administration of the insolvency regime, including carrying out the functions, duties and powers of the Official Assignee; and
 - e. BCB’s delivery of information to support New Zealand businesses.
10. The purposes of the agreement are:

¹ These Registers are the Incorporated Trust Boards (Charitable Trusts) Register established under the Charitable Trusts Act 1957; Companies Register established under the Companies Act 1993; Incorporated Societies Register established under the Incorporated Societies Act 1908; and Incorporated Societies Register established under the Incorporated Societies Act 2022.

- a. improving the administration and governance of the tax system, the Registers, the criminal proceeds regime, and the insolvency regime;
- b. enabling, and co-operating on, compliance and enforcement work, including
 - i. to ensure efficient and effective prevention, detection, investigation and prosecution of offences, under the Crimes Act 1961 and legislation that either IR or MIB administer;
 - ii. to ensure appropriate penalties and administrative sanctions are imposed on individuals and entities under legislation that either IR or MIB administers;
 - iii. to assist with decision-making and collaboration on strategic approaches to compliance work and to enforcing the obligations of common customers;
- c. enabling the delivery of relevant information to New Zealand businesses; and
- d. enabling the development of public policy.

11. I consider these purposes meet the criteria of supporting the delivery of public services because they support public functions or duties conferred on IR, MIB or BCB by law or by Government policy.

Is the type and quantity of personal information to be shared under the agreement no more than is necessary to facilitate the provision of that public service or those public services?

12. I am satisfied that the type and quantity of personal information to be shared under the agreement is no more than is necessary to facilitate the provision of the public services set out above. The agreement appropriately limits the parties that may share information under the agreement, and the purposes for which information may be shared and used.
13. Under the agreement, information will flow between the parties, being IR and MIB and BCB.
14. The number of parties have been limited to select units within MBIE. I am pleased to see the identification of these units within MBIE as the only recipients and providers of personal information to and from IR.
15. The agreement proposes to enable publicly and non-publicly available personal information held in the Registers administered by MIB to be shared with IR for the



purposes listed above. The Registers contain a large amount of personal information. However, the uses of the personal information have been restricted where possible for each of the parties and the respective categories of information.

16. Personal information shared under the agreement can be used by each agency to ensure efficient and effective prevention, detection, investigation and prosecution of offences under the Crimes Act 1961 and legislation that either IR or MIB administer.

Will the agreement unreasonably impinge on the privacy of individuals and contain adequate safeguards to protect their privacy?

17. I note the agreement proposes to dispense with the notice requirement under section 152 of the Privacy Act (adverse action) where there is a suspicion of an offence having been, being, or likely to be committed under the legislation that a party administers. Schedule 2 of the agreement goes into detail about the types of adverse action that may be taken by a party for which the notice requirement would be dispensed with.
18. Schedule 2 of the AISA provides more detail as to when and how the adverse action will occur, including where and when written notice would be dispensed with. It also provides the relevant legislation for each party.
19. Dispensing with the notice requirement is a significant step as it removes the ability for an individual to receive notice of and dispute an adverse action being made against them.
20. Generally, written notices to an individual that an agency proposes to take adverse action on the basis of information shared under an AISA must include details of the proposed adverse action, and the personal information on which the action is based. The individual is also given 10 working days to dispute the correctness of the information being used to inform the proposed adverse action.
21. Section 153 of the Privacy Act allows an AISA to provide for a party to dispense with this written notice requirement. This agreement proposes to dispense with the written notice on limited grounds which include reasonable grounds of suspecting that:
 - a. either:
 - i. an offence has been, is being, or is likely to be committed under legislation that a party administers; or
 - ii. a person has engaged, is engaging, or is likely to engage in activity that means they may be subject to an administrative sanction or may warrant the imposition of a penalty under legislation that a party administers; and



- b. the personal information is relevant to the party's decision-making on preventative, investigative or enforcement interventions related to that offence, administrative sanction, or penalty; and
 - c. advance notification by a party to the subject of the adverse action would be likely to defeat the purpose of the intervention.
- 22. Outside of these listed grounds, IR and MIB would be required to give the necessary 10 working written notice to an affected individual before taking an adverse action.
- 23. I am satisfied dispensing with the notice requirement is justified in these cases as they are focused on the prevention, detection, investigation, and enforcement of potential offences under the legislation of each of the parties. Further, the ability to dispense with notification applies only where notification would be likely to defeat the purpose for which the personal information was shared under the agreement.
- 24. I am also satisfied this agreement contains adequate safeguards to protect individuals' privacy. The agreement contains safeguards to protect individuals' privacy, including requirements for the parties to:
 - a. implement secure storage and transfer of information in accordance with government security standards;
 - b. appoint and train staff who are authorised to send or receive information under the agreement;
 - c. ensure the information is of adequate quality at the time it is provided to the other party;
 - d. ensure the information is used only as permitted under the agreement;
 - e. prevent disclosure to third parties, including other parts of MBIE, except in specified circumstances;
 - f. share or request information relevant to offences and the imposition of administrative sanctions or penalties only where there are reasonable grounds to suspect an offence or conduct giving rise to an administrative sanction or penalty, the information is relevant, and the disclosure or request is reasonable and in the public interest; and
 - g. undertake annual assessments of the operation of the agreement to ensure safeguards are operating as intended and remain sufficient to protect the privacy of individuals, and to ascertain whether any issues have arisen that need resolving.

Will the benefits of sharing personal information under the agreement be likely to outweigh the financial and other costs of sharing it?

25. I am satisfied this agreement will result in benefits that outweigh the costs of sharing the information.
26. The agreement aims to uphold the integrity of the tax system in New Zealand through the sharing of accurate information held by the parties.
27. It also intends to provide greater information to New Zealand businesses who are registered in New Zealand and whose information is held by IR. It will allow IR to provide information about businesses to BCB, so BCB can update businesses on law changes, compliance requirements, and support and tools that may be available to them.
28. The intended benefits are as follows:
- a. detecting of “phoenixing” of companies;
 - b. ensuring directors who are prosecuted for non-compliance cannot continue their activities;
 - c. improving the administration and governance of the insolvency regime, the criminal proceeds regime, and some registers;
 - d. enabling provision of relevant information to New Zealand businesses;
 - e. enabling potential costings and impact modelling for public policy proposals; and
 - f. improved administration and governance of the tax system.

Are there any potential conflicts or inconsistencies between the sharing of personal information under the agreement and any other enactment, and have they been appropriately addressed?

29. I am aware that IR have identified a potential conflict if a permitted disclosure within the Tax Administration Act is not repealed at the same time the agreement comes into effect. IR have identified that there should not be two authorising provisions for the same information share in place at the same time.
30. IR have specifically identified this would occur with the current information share between IR and the Companies Office within MBIE if the permitted disclosure authorising this information share is not repealed when the agreement comes into force as the agreement will incorporate the permitted disclosure.



31. IR intend to instruct the Parliamentary Council Office to draft an Order in Council to set the date of the repeal of the exiting permitted disclosure to be the same date the agreement comes into effect.
32. I am satisfied with the approach proposed to repeal the permitted disclosure of information currently in force and which will be rolled into the agreement.

Operational protocols

33. I note operational protocols must be agreed, signed, and in place before the sharing proposed in this agreement can commence.
34. My Office looks forward to reviewing the accompanying operational protocols, which will add another critical layer of protection. I am pleased to see that, at a minimum, the agreement states the protocols will include:
- a. security arrangements and technical standards for information transfer;
 - b. systems and practices to confirm accurate information is shared;
 - c. where adverse action is proposed to be taken and written notice being provided to individuals before adverse action is taken (apart from the exceptions set out in Schedule 2 of the agreement);
 - d. details as to how frequently information is to be shared and in what format;
 - e. specifics regarding retention and disposal; and
 - f. audit and review requirements.

Conclusion

35. Having considered the privacy implications of this agreement, I consider the public services identified are sufficient and there are adequate protections to minimise interference with people's privacy.
36. I hope these comments assist in finalising approval of the agreement by Order in Council.



Michael Webster
Privacy Commissioner





Cabinet Economic Policy Committee

Summary

This document contains information for the New Zealand Cabinet. It must be treated in confidence and handled in accordance with any security classification, or other endorsement. The information can only be released, including under the Official Information Act 1982, by persons with the appropriate authority.

Approval of the Proposed Approved Information Sharing Agreement Between Inland Revenue and the Ministry of Business, Innovation and Employment

Portfolios	Revenue / Commerce and Consumer Affairs
Purpose	This paper seeks agreement to the attached final draft of the approved information sharing agreement (AISA) between IRD and MBIE.
Previous Decisions	In October 2024, ECO approved the release of a discussion document on the proposed AISA between IRD and MBIE [ECO-24-MIN-0232].
Proposal	<p>Some information sharing currently occurs between IRD and MBIE under a permitted disclosure in the Tax Administration Act 1994. However the agencies have identified that they would be able to better discharge their functions and duties if additional sharing of information, such as detecting ‘phoenix companies’, addressing levels of non-compliance, and allowing the agencies to communicate certain information to New Zealand businesses, was permitted. The Privacy Act allows for organisations to enter into an AISA, approved by an Order in Council, for the purpose of delivering better public services.</p> <p>Nine submissions were received during consultation, with overall support. There were suggested changes, some of which have been incorporated in the final draft of the AISA (discussed in paragraph 17). Suggestions not incorporated are discussed in paragraph 18.</p> <p>Ministers are satisfied that the requirements under the Privacy Act 2020 for recommending an Order in Council have been met, except for the requirement to repeal the permitted disclosure. This permitted disclosure will be repealed by Order in Council on the same date as the AISA takes effect.</p>
Impact Analysis	An IRD/MBIE panel considers that the attached Regulatory Impact Statement meets the quality assurance criteria.
Financial Implications	None from this paper.
Legislative Implications	Orders in Council are required to give effect to the AISA and to repeal the permitted disclosure.
Timing Matters	As above.

Communications Ministers intend to issue a press statement.

Consultation Paper prepared by IRD and MBIE (Commerce and Consumer Affairs). PCO and the Privacy Commissioner was consulted. Treasury and DPMC (Prime Minister) were informed.

The Minister indicates that all Ministers were consulted.

The Minister of Revenue and Minister of Commerce and Consumer Affairs recommend that the Committee:

- 1 note that the Privacy Act 2020 allows for organisations to enter into an approved information sharing agreement (AISA) for the purpose of delivering better public services and that are approved by an Order in Council;
- 2 note that nine submissions were received and have been considered when consultation took place for six weeks from 30 October to 13 December 2024 on the discussion document *Information sharing between Inland Revenue and the Ministry of Business, Innovation and Employment* [ECO-24-MIN-0232];
- 3 agree to the final draft of the proposed AISA between Inland Revenue and the Ministry of Business, Innovation and Employment, attached under ECO-25-SUB-0196;
- 4 invite the Minister of Revenue and Minister of Commerce and Consumer Affairs (the Ministers) to issue drafting instructions to the Parliamentary Counsel Office for an Order in Council to give effect to the proposed AISA;
- 5 note that the Ministers have agreed to instruct the Parliamentary Counsel Office to draft an Order in Council to set the date to repeal the permitted disclosure that authorises the information share between Inland Revenue and the Companies Office within MBIE;
- 6 note that the matters that the Ministers must be satisfied to have been met, before recommending that an Order in Council be made, have been met, subject to the repeal of the permitted disclosure referred to in paragraph 5 above;
- 7 note that the Ministers intend to seek agreement from the Cabinet Legislation Committee for the Orders referred to in paragraphs 4 and 5 above to come into force without legislative conflicts.

Rachel Clarke
Committee Secretary

Hard-copy distribution:
Cabinet Economic Policy Committee



Cabinet Economic Policy Committee

Minute of Decision

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Approval of the Proposed Approved Information Sharing Agreement Between Inland Revenue and the Ministry of Business, Innovation and Employment

Portfolios **Revenue / Commerce and Consumer Affairs**

On 19 November 2025, the Cabinet Economic Policy Committee:

- 1 **noted** that the Privacy Act 2020 allows for organisations to enter into an approved information sharing agreement (AISA) for the purpose of delivering better public services and that are approved by an Order in Council;
- 2 **noted** that nine submissions were received and have been considered when consultation took place for six weeks from 30 October to 13 December 2024 on the discussion document *Information sharing between Inland Revenue and the Ministry of Business, Innovation and Employment* [ECO-24-MIN-0232];
- 3 **agreed** to the final draft of the proposed AISA between Inland Revenue and the Ministry of Business, Innovation and Employment, attached under ECO-25-SUB-0196;
- 4 **invited** the Minister of Revenue and Minister of Commerce and Consumer Affairs (the Ministers) to issue drafting instructions to the Parliamentary Counsel Office for an Order in Council to give effect to the proposed AISA;
- 5 **noted** that the Ministers have agreed to instruct the Parliamentary Counsel Office to draft an Order in Council to set the date to repeal the permitted disclosure that authorises the information share between Inland Revenue and the Companies Office within MBIE;
- 6 **noted** that the matters that the Ministers must be satisfied to have been met before recommending that an Order in Council be made have been met, subject to the repeal of the permitted disclosure referred to in paragraph 5 above;
- 7 **noted** that the Ministers intend to seek agreement from the Cabinet Legislation Committee for the Orders referred to in paragraphs 4 and 5 above to come into force without legislative conflicts.

Rachel Clarke
Committee Secretary

Present: (see over)

Present:

Hon David Seymour
Rt Hon Winston Peters
Hon Nicola Willis (Chair)
Hon Brooke van Velden
Hon Shane Jones
Hon Erica Stanford
Hon Paul Goldsmith
Hon Louise Upston
Hon Tama Potaka
Hon Chris Penk
Hon Penny Simmonds
Hon Andrew Hoggard
Hon Mark Patterson
Hon James Meager
Hon Scott Simpson
Simon Court MP

Officials present from:

Officials Committee for ECO



Cabinet

Minute of Decision

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Report of the Cabinet Economic Policy Committee: Period Ended 21 November 2025

On 24 November 2025, Cabinet made the following decisions on the work of the Cabinet Economic Policy Committee for the period ended 21 November 2025:

Not in scope



ECO-25-MIN-0196

Approval of the Proposed Approved Information Sharing Agreement Between Inland Revenue and the Ministry of Business, Innovation and Employment
Portfolios: Revenue / Commerce and Consumer Affairs

CONFIRMED

Not in scope



Rachel Hayward
Secretary of the Cabinet