

12 July 2023

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Requester

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Tēnā koe Requester

I refer to your email of 22 June 2023 in which you request the following under the Official Information Act 1982 (OIA):

- 1- *HM Queen Elizabeth II died in 2022, and central government is now carried out in the Sovereign's name - HM King Charles III - and on his behalf. Why in 2023 did the Ministry, acting on the Sovereign's behalf, register the aforesaid entity under the name: "THE QUEEN'S MOST EXCELLENT MAJESTY IN RIGHT OF NEW ZEALAND" and not rightly "THE KING'S MOST EXCELLENT MAJESTY IN RIGHT OF NEW ZEALAND"?*
- 2- *Page 4 of the application states a company name as "Government of New Zealand". In which register is said company registered and who is said company's incumbent CEO?*
- 3- *Who is/are the identified beneficial owner/owners referenced at: <https://find-and-update.company-information.service.gov.uk/company/OE021881/persons-with-significant-control>*
- 4- *Where to find more information on this arrangement i.e. particulars, and how New Zealand citizens may benefit from it?*
- 5- *Why did the Ministry register two different New Zealand entities at the same place, the other being "THE SOVEREIGN IN RIGHT OF NEW ZEALAND ACTING BY AND THROUGH THE SECRETARY OF FOREIGN AFFAIRS AND TRADE"? <https://find-and-update.company-information.service.gov.uk/company/OE020656/filing-history/MzM2NzM4Nzq0OWFkaXF6a2N4/document?format=pdf&download=0>*
- 6- *Who is/are the identified beneficial owner/owners referenced on page 3 thereof?*
- 7- *Having had difficulty in locating information on the Ministry's website regarding the entities, are you able to provide direct links thereto? <https://www.mfat.govt.nz/search?keyword=overseas+entities&x=0&y=0>*

Please find a response to each of your questions below.

- 1- *HM Queen Elizabeth II died in 2022, and central government is now carried out in the Sovereign's name - HM King Charles III - and on his behalf. Why in 2023 did the Ministry, acting on the Sovereign's behalf, register the aforesaid entity under the name: "THE QUEEN'S MOST EXCELLENT MAJESTY IN RIGHT OF NEW ZEALAND" and not rightly "THE KING'S MOST EXCELLENT MAJESTY IN RIGHT OF NEW ZEALAND"?*

The United Kingdom (UK) required New Zealand's London based High Commission to register as an Overseas Entity at Companies House (see below for further detail on this requirement) and the regulations stipulate that the High Commission use the name shown on the relevant property lease. In this instance the lease was older and used the name

"THE QUEEN'S MOST EXCELLENT MAJESTY IN RIGHT OF NEW ZEALAND" and so the High Commission was required to continue to use that name for the registration.

- 2- *Page 4 of the application states a company name as "Government of New Zealand". In which register is said company registered and who is said company's incumbent CEO?*

Land owned in the UK by a Commonwealth state falls within the definition of an Overseas Entity as required by the UK Land Registry. There is a UK requirement that all diplomatic missions register as an Overseas Entity at Companies House, and stipulates that the government of the diplomatic mission be named. The Registration is required to provide clarity of ownership of property and leases. The entry is not a registration of a trading company but an Overseas Entity. There is no CEO.

- 3- *Who is/are the identified beneficial owner/owners referenced at: <https://find-and-update.company-information.service.gov.uk/company/OE021881/persons-with-significant-control>*

The entry relates to registration as an Overseas Entity not a trading company with beneficial owners. The owner is the Government of New Zealand. No individual is the beneficial owner.

- 4- *Where to find more information on this arrangement i.e. particulars, and how New Zealand citizens may benefit from it?*

It is a UK Government requirement which allows property held by Overseas Entities, such as the New Zealand Ministry of Foreign Affairs and Trade (The Ministry), to be sold or transferred. The Ministry of Foreign Affairs and Trade (the Ministry) owns property in the UK (in particular New Zealand House, the main office building) and leases several properties (accommodation for staff assigned to the London office from Wellington).

The UK Government's efforts to deal with foreign criminals using UK property to launder money includes the introduction of a new register of overseas entities (ROE) at Companies House to implement a new level of transparency to UK property ownership. The principal legislation is the Economic Crime (Transparency and Enforcement) Act 2022 (ECTEA 2022).

A restriction added to land titles on or shortly after 5 September 2022 would prevent registration of transfers, leases of 7 years or more or charges of the land after 31 January 2023 (with limited exceptions), unless the overseas entity owner is registered on the ROE at Companies House.

- 5- *Why did the Ministry register two different New Zealand entities at the same place, the other being "THE SOVEREIGN IN RIGHT OF NEW ZEALAND ACTING BY AND THROUGH THE SECRETARY OF FOREIGN AFFAIRS AND TRADE"? <https://find-and-update.company-information.service.gov.uk/company/OE020656/filing-history/MzM2NzM4Nzq0OWFkaXF6a2N4/document?format=pdf&download=0>*

Two separate entries were required to comply with the names shown on individual property leases. These property leases relate to the offices of the New Zealand High Commission in London. Due process required that the Ministry move away from the use of 'Her Majesty the Queen' to 'The Sovereign' on property transactions to provide

continuity in the event of her death. Hence two separate entries: an older registration relating to a lease in the name of the Queen, and a newer registration in which we switched to using the term Sovereign.

6- *Who is/are the identified beneficial owner/owners referenced on page 3 thereof?*

The Ministry is required to take leases for property transactions in the UK in the name of 'The Sovereign In Right Of New Zealand Acting By and Through The Secretary Of Foreign Affairs and Trade' not in the name of an individual. The Ministry has responsibility, but the beneficial owner is the Government of New Zealand.

7- *Having had difficulty in locating information on the Ministry's website regarding the entities, are you able to provide direct links thereto?*

[www.mfat.govt.nz/search?keyword=overseas+entities&x=0&y=0](http://www.mfat.govt.nz/search?keyword=overseas+entities&x=0&y=0)

Registration of Overseas Entities is a UK Government requirement pursuant to Part 1 of the Economic Crime (Transparency and Enforcement) Act 2022. Further information can be found here:

[www.gov.uk/government/collections/register-of-overseas-entities#:~:text=Overseas%20entities%20who%20want%20to,owners%20or%20managing%20officers%20are.](http://www.gov.uk/government/collections/register-of-overseas-entities#:~:text=Overseas%20entities%20who%20want%20to,owners%20or%20managing%20officers%20are.)

Please note that we may publish this letter (with your personal details redacted) on the Ministry's website.

If you have any questions about this decision, you can contact us by email at: [DM-ESD@mfat.govt.nz](mailto:DM-ESD@mfat.govt.nz). You have the right to seek an investigation and review by the Ombudsman of this decision by contacting [www.ombudsman.parliament.nz](http://www.ombudsman.parliament.nz) or freephone 0800 802 602.

Nāku noa, nā



Sarah Corbett  
for Secretary of Foreign Affairs and Trade