

Acquisition Statement: Acquisition of an Interest in a Private Landholder

Note:

- This statement must be made by the person who has made the relevant acquisition in a private landholder. In the case of an acquisition by a corporation, the statement must be made by a director of the corporation.
- For **supporting information** that must be lodged together with this statement (see checklist at paragraph 11).
- Read the notes on the back page for an explanation of the terms used in this statement
- Under the *Taxation Administration Act 1996*, you are required to provide all relevant information to enable duty to be assessed on a document or transaction. It is an offence to provide false or misleading information.
- If you need more room, complete your answers on a separate sheet and attach to this form when lodging
- For an exempt acquisition, use form ODA 047
- For Public landholder, use form ODA 043B
- For concessions for primary producers, use form ODA 043C
- Print clearly in the boxed spaces and tick the appropriate boxes
- Read more about the **Landholder Duty** factsheet on www.osr.nsw.gov.au

I,
of

- am the person who has made a relevant acquisition in the private landholder detailed below
- am a director of:

ABN/ACN
Address

the company that has made a relevant acquisition in the private landholder detailed below

1. Details of private landholder

➤ See Notes 1 and 2

a) If the landholder is a private unit trust scheme:

Name of unit trust scheme
ARSN (if applicable)
Name of trustee
ABN/ACN (if applicable)
Address of trustee (Show registered address if trustee is a company)

b) If the landholder is a private company:

Name of company
ABN/ACN
Place of registration of company
Registered address of company

2. Details of linked entities

Linked entity	Percentage interest held directly or indirectly by Landholder

➤ See Notes 3 and 4

3. I confirm the threshold value of the land holdings held or taken to be held by

(name of private landholder)

is **\$2 million or more** ➤ See Note 1

4. Details of relevant acquisition

➤ See Notes 10 and 7

a) Date of the relevant acquisition

b) The interest acquired (%)

c) How was interest acquired

➤ See Note 8

5. Details of prior acquisitions by the same or “associated persons” (as defined in Duties Act 1997)

Date of acquisition	Acquired by	Interest acquired	Duty Paid (if any)	OSR Reference
/ /		%	\$	
/ /		%	\$	
/ /		%	\$	
/ /		%	\$	

6. Total interest held by the person who made the relevant acquisition and associated persons as at the date of the relevant acquisition

7. Are any of the above acquisitions exempt acquisitions? If yes which and under which section of the Duties Act? (See Note 14)

8. Details of NSW land holdings and goods of landholder and linked entities as at the date of the relevant acquisition (See Notes 3, 4 and 15)

Landholdings

Held by (entity)	Title particulars of the land holdings	Unencumbered value	Value taken to be held by landholder if held by linked entity (see section 158(4))
		\$	\$
		\$	\$
		\$	\$
		\$	\$

Goods

Held by (entity)	Type of goods	Unencumbered value	Value taken to be held by landholder if held by linked entity (see section 158(4))
		\$	\$
		\$	\$
		\$	\$
		\$	\$

Total unencumbered value of NSW landholdings and goods held or taken to be held by the landholder as at the date of the relevant acquisition

\$

9. Details of NSW land holdings and goods of landholder and linked entities as at the date of the prior acquisition (do not include exempt acquisitions or any acquisitions made outside the statement period – see Notes 5 and 6)

Landholdings

Date of prior acquisition	Held by (entity)	Title particulars	Unencumbered value as at the date of prior acquisition	Value taken to be held by landholder if held by linked entity
/ /			\$	\$
/ /			\$	\$
/ /			\$	\$
Total				\$

Goods

Date of prior acquisition	Held by (entity)	Type of goods*	Unencumbered value as at the date of prior acquisition	Value taken to be held by landholder if held by linked entity
/ /			\$	\$
/ /			\$	\$
/ /			\$	\$
Total				\$

* Don't include goods for acquisitions made prior to 1 July 2009

10. Duty calculation

1. If there are no prior dutiable acquisitions

Formula

Step 1

Unencumbered value of NSW landholdings and goods held or taken to be held by landholder:

Total unencumbered value of NSW landholdings and goods (Q8) × Relevant acquisition (Q4b) =

\$	
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Step 2

Apply the general transfer rate of duty to this amount

Step 3

If a credit for a portion of any marketable security duty paid on the relevant acquisition is claimed, advise the unencumbered value of all property of the landholder at the time of the relevant acquisition. (see formula for marketable security duty below)

2. If there were other acquisitions made within the statement period (see notes 5 and 6).

Formula

Step 1

Interest acquired at the date of each acquisition (relevant and prior) × unencumbered value of NSW landholdings and goods held or taken to be held by the landholder at each date

Date	Percentage interest acquired	Unencumbered value of NSW landholdings and goods held or taken to be held by landholder	Total amount*
/ /		\$	\$
/ /		\$	\$
/ /		\$	\$
Total			\$

* Unencumbered value of land and goods × percentage interest acquired

Step 2

Apply duty at the general transfer rate on the total amount.

Step 3

A credit for a portion of any landholder/land rich duty paid on any of the prior acquisitions may apply (see section 155(4)). Do not include goods for acquisitions prior to 1 July 2009.

If a credit for a portion of any marketable security duty paid on the relevant acquisition is claimed, advise the unencumbered value of all property of the landholder at the time of the relevant acquisition.

Formula:

Marketable security duty credit

* Credit Calculation

Unencumbered value of the land holdings and goods in New South Wales of the landholder at the time the acquisition was made
 ----- ×
 unencumbered value of all property of the landholder at that time

sum of duty paid or payable on a dutiable transaction in relation to the relevant shares, units, capital reduction, rights alteration or allotment by direction, and duty paid or payable in another Australian Jurisdiction

11. Checklist of supporting information

- A formal valuation of the unencumbered value of all the landholdings including landholdings of linked entities.
- Evidence of value of all the goods of the landholder and its linked entities (even if the linked entities do not hold land).
- Financial statements (including notes) of the landholder and linked entities as at the date of the transaction.
- Copy of share/unit registry or ASIC search
- Constitution of the company if there are different classes of shares
- Deed establishing the unit trust and any amending deed
- Letter stating any association between the share/unit holders of the landholder and the purchaser.

Declaration

I certify that the above details are true and correct.

Signed	Date	/	/	20
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Contact details

-  1300 139 814* (Monday – Friday, 8.30 am – 5.00 pm) *Interstate clients please call (02) 9689 6200
-  www.osr.nsw.gov.au
-  duties@osr.nsw.gov.au
-  Help in community languages is available.

Offices (Monday – Friday, 8.30 am – 4.30 pm)

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Notes

These notes are for general guidance only. For details, see the relevant Sections of the *Duties Act 1997*.

1. A **landholder** is a unit trust scheme, a private company or a listed company that has land holdings in New South Wales with a threshold value of \$2 000 000 or more. If a land holding consists of an estate in fee simple in land, the land value of the land (as determined under the *Valuation of Land Act 1916*), rather than the unencumbered value of the land, is used to determine whether the \$2 000 000 threshold is met.
 - See Section 146(1) and 146A of the *Duties Act 1997*.However, once a liability arises, duty payable will be calculated with reference to the unencumbered value of the land holdings and goods in New South Wales of the landholder and its linked entities.
 - See Section 155 of the *Duties Act 1997*. These terms are defined in the Dictionary in the Act.
2. A **private** landholder is a private unit trust scheme or private company.
 - See Section 146(2) of the *Duties Act 1997*.
3. **Land holdings** of a landholder
 - See Section 147 of the *Duties Act 1997*.The land holdings of any linked entity of the company or unit trust scheme must also be included
 - See Section 158(1) of the *Duties Act 1997*. See also Sections 159 and 160 for property taken to be held by the landholder
4. **Linked entities** include not only subsidiaries but also entities in which an interest of not less than 50 per cent is held, including through a chain of persons
 - See Section 158(2) of the *Duties Act 1997*.
5. **Statement period**
 - See Section 152(5) of the *Duties Act 1997*
6. **Earlier Acquisition**
 - See Section 152(6) of the *Duties Act 1997*
7. A **significant interest** is an entitlement to a distribution of property from a private landholder, being: 50 per cent or more of the property distributed
 - See Section 150(2)(a) of the *Duties Act 1997*.
8. A person **acquires an interest** in a private landholder if the person obtains an interest or the person's interest increases, including (but not limited to) by means of:
 - (a) the purchase, gift or issue of a unit or share,
 - (b) the cancellation, redemption or surrender of a unit or share,
 - (c) the abrogation or alteration of a right for a unit or share,
 - (d) the payment of an amount owing for a unit or a share.
 - (e) if the capacity in which the interest in the landholder is held changes.
 - See Section 151(2) of the *Duties Act 1997*.
9. If an interest in a landholder is acquired or held by a person as bare trustee for another person, the interest is taken to have been acquired by, or to be held by, the ultimate beneficial owner of the interest. The ultimate beneficial owner of an interest is a beneficial owner of an interest who does not hold the interest as bare trustee for another person (so that, if there is a chain of bare trustees, the ultimate beneficial owner is the last beneficial owner in that chain).
 - See Section 157A-157C of the *Duties Act 1997*.
10. A person makes a **relevant acquisition** if the person:
 - (a) acquires a significant interest in a landholder
 - (b) acquires an interest that when aggregated with other interests of the person or an associated person amounts to a significant interest in a landholder
 - (c) acquires an interest that when aggregated with other interests of the person or other persons acquired under substantially one arrangement amounts to a significant interest in a landholder
 - (d) has (either alone or together with associated persons) a significant interest and acquires a further interest in a land rich landholder
 - See Section 149 of the *Duties Act 1997*. Associated person is defined in the Dictionary of the *Duties Act 1997*.
11. Duty is payable by the person who makes the relevant acquisition unless the relevant acquisition results from an aggregation of the interests of associated persons, in which case the person who made the relevant acquisition and the associated person or persons are jointly and severally liable for payment of the duty
 - See Section 154(2) of the *Duties Act 1997*.
12. Duty is assessed in accordance with the provisions of Section 155 of the *Duties Act 1997*.
13. If a relevant acquisition is made in a land rich primary producer, duty is chargeable if the primary producer is land rich.
 - See Section 163D of the *Duties Act 1997*.A primary producer is a landholder whose land holdings wholly or predominantly comprise land used for primary production
 - See Section 163D(2) of the *Duties Act 1997*.
14. Exempt acquisitions are detailed in Sections 163A, 163B and 163C.
15. If the landholder has any interest in goods they are included in the calculation of the duty. For exempt goods
 - See Section 163K of the *Duties Act 1997*.