

SCHEDULE 2:

FORM OF APPLICATION FOR RENEWAL OF ADS APPROVAL

To be used by existing **ADS approved ITOs** reapplying for ADS approval under the **Code**



Please send your completed application form and supporting documentation to Tourism New Zealand by email.

Email	chinamarket@tnz.govt.nz
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1. Fee Payable on Application

The fee payable on application for ADS renewal under the Code is \$3,000.00 plus GST (i.e. \$3,450.00).

2. Company full name (in English and Chinese, if applicable):

3. Applicant's principal office (if changed)

Give street address, mailing address, telephone number, email address.

4. Taxable periods for New Zealand GST assigned to the applicant under section 15 of the Goods and Services Tax Act 1985 (tick from the list below):

- Periods of 2 months – please specify whether:
 - category A (ending on the last days of January, March, May, July, September and November); or
 - category B (ending on the last days of February, April, June, August, October and December).
- Periods of 1 month
- Periods of 6 months – please specify the 2 months in which the applicant's taxable periods end:

_____ and _____

5. Please provide information about the applicants management officers:

Management Officers	Full Name	Work Address (physical) Address (postal) Phone Number Email Address	Mobile Phone Number
Authorised ADS Representatives <i>(for definitions and functions see note 9)</i>			
Executive Officers <i>(for definition, see note 1)</i>			
Directors or Equivalent <i>(for definition, see note 2)</i>			
Shareholders or Equivalent <i>(for definition, see note 3)</i>			
Controlling Persons <i>(for definition, see note 4)</i>			
Associated persons who are associated because they hold an ownership interest in the application <i>(for definition see note 5)</i>			
Associated persons who are associated because they have business relationships of the specified kinds with the applicant <i>(for definition see note 6)</i>			

IMPORTANT NOTE:

Please provide the following documentation for all New Zealand-based staff and/or representatives **not included in your original application:**

- (NZ citizens) certified copies of their NZ citizenship certificate or NZ passport.
- (NZ residents) certified copies of their passport including the pages containing their valid residence visa/permit and returning residents' visa.
- (Holders of work permits) certified copies of their passport including the pages containing their valid work permit and visa.

6. The number of years and months for which:

- the applicant has conducted inbound tours in New Zealand; and
- each executive officer of the applicant (for definition, see note 1) has managed or administered inbound tours in New Zealand (list separately each executive officer and his or her years of experience).

	Years	Months
Applicant		
Executive Officer (1) - Name:		
Executive Officer (2) - Name:		
Executive Officer (3) - Name:		
Executive Officer (4) - Name:		

7. Has the applicant or any of its authorised ADS representatives (for definition and function see note 9) executive officers, directors or equivalent, controlling persons or associated persons (for definition see notes 1 to 6) in the past three years:

Please note that past non-compliance does not necessarily impact on the renewal of ADS approval.

failed to comply with the Code or its predecessor; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
failed to comply with other regulatory requirements relating to: the conduct, management or administration of tours for tourists; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
fair trading or trading practices in retail shopping outlets; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
been prosecuted by WorkSafe in relation to a health and safety matter; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
been subject to other enforcement action by WorkSafe including, for example, infringement notices or improvement notices; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
committed:		
an offence involving dishonesty; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
an offence involving health and safety; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
an offence under regulatory requirements relating to:		
the conduct, management or administration of tours; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
fair trading or trading practices in retail shopping outlets; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
any crime of dishonesty (for definition see note 7); or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
and been convicted or had a civil penalty or administrative sanction imposed within the past 5 years; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
been prohibited, disqualified or banned from being a director of a company or taking part in the management of a company:		
in New Zealand under the Companies Act 1993 or the Securities Act 1978; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
subject to a substantially similar sanction in another country under equivalent legislation:		
whether in New Zealand or elsewhere; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
been convicted of any other criminal act?	<input type="checkbox"/> Yes	<input type="checkbox"/> No

If you have answered “**Yes**” to any of the above please provide details on a separate sheet of paper and attach to this application form.

8. Is the applicant or any of its authorised ADS representatives (for definition see note 9), executive officers, directors or equivalent, controlling persons, or associated persons (for definitions see notes 1,2,4,5 and 6), or has the applicant or any of those persons, whether in New Zealand or elsewhere, within the past 5 years been (please tick):

Insolvent; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
an undischarged bankrupt; or	<input type="checkbox"/> Yes	<input type="checkbox"/> No
in any form of receivership, liquidation, winding up, administration, statutory management, statutory supervision or any procedure for dissolution	<input type="checkbox"/> Yes	<input type="checkbox"/> No

If so give details below (continue on a separate sheet of paper if required).

9. Financial records:

Please provide copies of the applicant’s financial statements:

- for the two most recent full year financial periods;
- which have been completed by a chartered accountant; and
- which include:
 1. the accountant’s statement/notes to the financial statement,
 2. a statement of financial position,
 3. a statement of financial performance, and
 4. a statement of movement in equity.

OR

- a letter issued by an external Chartered Public Accountant confirming that the applicant’s business is a going concern and that that the applicant satisfies the solvency test as that test is defined in the Companies Act 1993.

10. Declaration:

I understand the notes and questions in this form and I declare that the information given about my business is true and correct.

I understand that if I make any false statements, or provide any false or misleading information, this application for Approved Destination Status may be declined.

I understand that if TNZ determines that I have made any false statements, or provided any false or misleading information, in this application for renewal of ADS approval, this may be treated by TNZ as a breach of the Code and / or a breach of the ongoing fit and proper person requirement, as the case may be.

I understand that I am required to inform Tourism New Zealand about any relevant changes to the circumstances of my business that occur after I lodge this application.

I declare that there are no matters or warrants outstanding, or investigations or prosecutions of any kind, which could have any current or future effect on the ability of my business to honour its obligations as an ADS Tour Operator as required by the Code of Conduct.

I authorise Tourism New Zealand to make any enquiries it deems necessary in respect of the documents or information provided in respect of this application, and to share information provided about me or my business with other government agencies (including overseas agencies) to the extent necessary to make decisions about whether I qualify for Approved Destination Status approval.

I accept that any advice given to me by Tourism New Zealand before lodging this application was intended to assist me, and that acting on that advice does not mean that this application for Approved Destination Status will be approved.

I acknowledge that **Chinese travel sellers** are required to comply with Article 35 of the Tourism Law of the People’s Republic of China, as amended from time to time. I acknowledge that if a **Chinese travel seller** breaches Article 35, visitors on **ADS tours** will be entitled to a refund for any good and services purchased in connection with that breach or breaches, provided that a Chinese visitor’s refund request is made within 30 days of that visitor’s return to China.

Note: This form must be signed by a person who has authority to make representations and enter into agreements on the Applicant’s behalf.

Job title or position:	_____
Signature of applicant:	_____
Date:	(Day) _____ (Month) _____ (Year) _____

11. Checklist. Please make sure that you have included the following documents with this application:

- Fully completed application form.
- Application fee of \$3,450.00 (GST inclusive). *Invoice will be issued when application has been finalised*
- Financial statements or letter from a Chartered Accountant (*see section 9 of this form for details*).
Any financial statements provided need to include a breakdown of non-commission and commission-based sales amounts and must be accompanied by a letter issued and signed by the company accountant. A letter from a Chartered Accountant must confirm that the business is a going concern and satisfies the solvency test as that test is defined in the Companies Act 1993.
- GST Statement of Account certificates issued by the Inland Revenue Department for the previous 6 months.
- For all new NZ-based staff and/or authorised ADS representatives not declared on your original application, certified documentation confirming their immigration status and a copy of a completed criminal record via Ministry of Justice's Third Party request (*see Important Note in section 5 of this form for the information required*).
- Signed authorisation form to collect private information for all NZ based staff (new staff only)

Notes:

Note 1:

The term "executive officer" is defined in APPENDIX 1 of the Code to mean:

- (a) (where the applicant is a company) a director of the company;
- (b) (in the case of an applicant that is a company incorporated outside New Zealand) the secretary of the company;
- (c) the executive in charge of the applicant's operations in New Zealand;
- (d) the authorised ADS representatives appointed (or, where the applicant is not an existing ADS approved ITO, to be appointed) by the applicant; and
- (e) each person who has responsibility for, or takes part in, the day to day management of ADS tours conducted or administered, or to be conducted or administered, by the applicant.

Note 2:

In the case of an applicant that is not a company but is a partnership, trust, unincorporated joint venture, unincorporated association or other form of organisation, the persons who are equivalent to the directors of the company are:

- (a) *in the case of a partnership*, the partners;
- (b) *in the case of a trust*, the trustees;
- (c) *in the case of an unincorporated joint venture*, the members of the management committee executive committee, or equivalent group; and
- (d) *in the case of an unincorporated association or any other form of organisation*, the members of the board or committee of the association or organisation.

Note 3:

In the case of an applicant that is not a company but is a partnership, trust, unincorporated joint venture, unincorporated association or other form of organisation, the persons who are equivalent to the shareholders of a company are:

- (a) *in the case of a partnership*, the partners;
- (b) *in the case of a trust*, the beneficiaries;
- (c) *in the case of an unincorporated joint venture*, the persons who are joint venturers in, members of or participants in the joint venture; and
- (d) *in the case of an unincorporated association or any other form of organisation*, the members of the association or organisation.

Note 4:

The term “controlling person” is defined in APPENDIX 1 of the Code to mean:

- (a) *in the case of a company*, the person:
 - (i) who or which holds directly or indirectly more than 50% of the voting shares in the company;
 - (ii) who or which is entitled to receive more than 50% of the dividends paid, or other distributions made, by the company;
 - (iii) who or which has directly or indirectly the right to appoint or remove a majority of the board of directors of the company; or
 - (iv) in accordance with whose directions the company may be required to act or is entitled to act.
- (b) *in the case of a partnership*, the person who or which:
 - (i) holds more than 50% of the votes on decisions by the partnership; or
 - (ii) is entitled to more than 50% of the profits of the partnership.
- (c) *in the case of a trust*:
 - (i) where the trust is a bare trust, the person who or which is entitled to more than 50% of the income distributed by the trust to beneficiaries; or
 - (ii) where the trust is not a bare trust, the trustee.
- (d) *in the case of an unincorporated association or any other form of organisation*, the person who or which:
 - (i) controls more than 50% of the votes on decisions by the association or organisation; or
 - (ii) is entitled to more than 50% of the revenue or profits received by the association or organisation.

Where shares in the applicant are held by a company, (“Company A”), the shares in the applicant that are held by Company A are treated as being held by the shareholders in Company A in the proportions of their respective shareholdings in Company A. Where shares in Company A are in turn held by a company (“Company B”), the process described above is to be repeated for Company B and then in succession for all companies in a chain of companies with ownership until all the shares in the applicant are held by, or treated as held by, shareholders that are not companies. Where shares in an applicant are owned by one or more companies, or by a chain of companies with ownership, TNZ may have to come back to the applicant on one or more occasions with further questions and obtain further information about the shareholding companies, in order to apply the principles in the previous two sentences.

Note 5:

The term “associated person” is defined in APPENDIX 1 of the Code, in relation to persons holding ownership interest in the applicant, as follows:

- (a) *in the case of a company*, the company and a person who or which:
 - (i) holds directly or indirectly 20% or more of the voting shares in the company; or
 - (ii) holds directly or indirectly shares carrying the entitlement to receive 20% or more of the dividends paid, and other distributions made, by the company.
- (b) *in the case of two companies*, the two companies are associated where:
 - (i) one company is the controlling person of the other;
 - (ii) one person holds directly or indirectly more than 20% of the voting shares in each company; or
 - (iii) one person holds directly or indirectly shares carrying the entitlement to receive 20% or more of the dividends paid, and the other distributions made, by each company;
- (c) *in the case of a partnership*, the partnership and a person:
 - (i) who is a partner; or
 - (ii) who is associated with a partner in the partnership.

- (d) *in the case of a trust*, the trust and a person:
 - (i) who is the settlor of the trust;
 - (ii) who is a beneficiary, or eligible to benefit, under the trust; and
 - (iii) who is the trustee of another trust, where the same person is the settlor of both trusts.
- (e) *in the case of an unincorporated joint venture, association or other organisation, (“unincorporated body”)*, the unincorporated body and a person who or which:
 - (i) holds 20% or more of the votes on decisions by the unincorporated body; or
 - (ii) is entitled to 20% or more of the revenue or profits received by the unincorporated body.

Where 2 or more associated persons hold directly or indirectly an ownership interest in a company, partnership, trust or unincorporated body and their holdings aggregate more than 50% of the ownership interests in the company, partnership, trust or unincorporated body, those associated persons are treated as a deemed single person which is the controlling person of the company, partnership, trust or unincorporated body and each of those associated persons is deemed to be a controlling person of the company, partnership, trust or unincorporated body.

Note 6:

The term “associated persons” is defined in Appendix 1 of the Code in relation to persons *having business relationships* with the applicant as follows:

- (a) persons who habitually act in concert;
- (b) the applicant and a person (other than a controlling person or an executive officer) who or which has the right to direct some or all of the applicants ADS tour related activities;
- (c) the applicant and a person who has the right to share in any profits or revenue derived from ADS tours (otherwise than via an ownership or a participatory interest in the applicant); or

Note 7:

The term “crimes of dishonesty” is defined in Appendix 1 of the Code to mean a crime described in Part 6 of the Crimes Act 1961 (except sections 118 to 122) or in Part 10 of the Crimes Act 1961 (except sections 267 to 272), and the same or similar crimes in a country outside New Zealand.

Note 8:

The term “New Zealand ground component suppliers” is defined in Appendix 1 of the Code to mean the suppliers of transport, accommodation, restaurants, activities and attractions to ADS tours in New Zealand, which are, or are to be, used by the applicant.

Note 9:

Code of Conduct Section 3: AUTHORISED ADS REPRESENTATIVES

- 3.17 Every **ADS approved** ITO must appoint, and at all times maintain, two **authorised ADS representatives** to act for and on behalf of the **ADS approved ITO** for all purposes in relation to the **Code**.
- 3.18 **TNZ, MBIE** and all other persons will be entitled to rely on all acts, omissions, matters or things done, made or authorised by an **authorised ADS representative** appointed by the **ADS approved ITO** in that capacity or in relation to **ADS tours**.
- 3.19 The **ADS approved ITO** will advise **TNZ** and **MBIE** in writing of the name and contact details of its **authorised ADS representatives** and of all changes as soon as possible.