



Northern  
Territory  
Government

# Stamp Duty Lodgement Guide

Territory Revenue Office

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# 1. Introduction

The Territory Revenue Office (TRO) is responsible for the administration of the *Stamp Duty Act* (SDA) and the *Taxation Administration Act* (TAA). The SDA imposes duty on certain documents and statements (dutable instruments) and the TAA provides the administrative provisions for processes such as paying tax, lodging returns and applications, reviewing decisions of the Commissioner of Territory Revenue, collecting tax and ensuring compliance with taxation laws including the SDA.

This Guide sets out the standard information generally required by TRO to assist in the prompt and accurate assessment of dutiable instruments and to enable taxpayers to pay the correct amount of duty in the timeframes provided by the legislation without incurring interest and penalty tax. This guide covers most classes of dutiable instruments that must be lodged with TRO. Although it will not completely eliminate the need for further requisitions, in most cases assessments should be able to be issued and exemptions determined without the need for further information.

Reference is made throughout this guide to Commissioner's Guidelines and forms. These are available from TRO (1300 305 353) or can be downloaded from the TRO web site at [www.revenue.nt.gov.au](http://www.revenue.nt.gov.au). The guide will be updated periodically and will be available on the website.

## 2. Lodging the Documents

A completed stamp duty lodgement form [F-SD-001](#) must accompany all documents lodged for assessment. Other approved forms specified as a lodgement requirement are also to be completed and submitted.

Documents can be lodged with TRO or by post as follows:

Level 14, Charles Darwin Centre 19 The Mall DARWIN NT 0800	GPO Box 1974 DARWIN NT 0801
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Office hours:

9:00am to 4:00pm (Monday to Friday)

9:00am to 2:00pm (last Tuesday of each month)

### 2.1 Conveyance by Return Scheme

The Conveyance by Return (CBR) scheme is a special tax return arrangement under section 49 of the TAA. Subject to certain terms and conditions, it allows approved persons to self assess and remit the duty on approved instruments by monthly return.

CBR provides a number of benefits to approved persons including that the instruments remain within their control and can be stamped anytime at their premises.

TRO provides a software package at no cost that accurately calculates the duty payable, maintains a record of stamped documents and generates the monthly return.

For more information on the CBR scheme, refer to the [TRO website](#) ([www.revenue.nt.gov.au](http://www.revenue.nt.gov.au)) or contact TRO on 1300 305 353.

### 3. Timing for Lodgement and Payment of Duty

The SDA requires that where a dutiable instrument is required to be lodged for assessment, then within 60 days after it is first executed (or, if it becomes legally effective without execution, 60 days after it becomes legally effective):

- 1) the instrument must be lodged for assessment; and
- 2) any stamp duty on the dutiable document must be paid, unless the notice of assessment specifies a later due date for payment.

Similarly, a statement that is required to be lodged under Part 3, Division 8A of the SDA in relation to a relevant acquisition in a land-holding corporation or unit trust scheme must be lodged within 60 days after the date of the relevant acquisition. Any duty arising from the statement is to be paid:

- 1) within 60 days after the occurrence of the relevant acquisition; or
- 2) by a date specified in the notice of assessment.

As a general rule, a notice of assessment will not specify a later date than the 60-day period except in special circumstances. For details on the circumstances in which the payment date will be extended, refer to Commissioner's Guidelines [CG-SD-001: Document lodgement and payment periods](#) and [CG-SD-002: Eligible conditional agreements – extension of time to lodge instrument and pay duty](#).

### 4. Tax Defaults – Interest and Penalty Tax

Under Part 5 of the TAA, a taxpayer who fails to pay the whole or part of any tax that the taxpayer is liable to pay under a taxation law including the SDA, is liable to pay interest at a statutory rate and penalty tax.

The statutory interest rate comprises a premium rate of 8 per cent and a market rate, which is based on the average yield (expressed as an annual rate) of the 90-day bank accepted bill published by the Reserve Bank of Australia for the month of May in the financial year preceding the relevant year. The interest rate for current and past years is available from TRO's web site, [www.revenue.nt.gov.au](http://www.revenue.nt.gov.au).

Penalty tax is set at a default rate of 25 per cent of the amount of the tax default but may be increased or reduced depending on the circumstances of each case. For example, penalty tax will be reduced to 10 per cent of the amount of tax default if the Commissioner is satisfied that the taxpayer took reasonable care to comply with the taxation law and increased to 75 per cent where the Commissioner is satisfied that the tax default arose wholly or partly from the intentional disregard of a taxation law.

For further details on the application of interest and penalty tax, refer to Commissioner's Guideline [CG-GEN-002: Interest and penalty tax](#).

## 5. Requirement for Full and True Disclosure

Section 24 of the TAA requires that a taxpayer or a tax adviser acting on behalf of a taxpayer must fully and truly disclose in writing all relevant facts and circumstances that affect the taxpayer's tax liability when any of the following relevant occasions occurs.

- He or she submits an instrument for the assessment of tax.
- He or she submits an application for an assessment of tax.
- The Commissioner issues a written notice requesting disclosure of information about a tax liability that the Commissioner proposes to assess.
- Facts or circumstances become known to the taxpayer (or advisor), showing that the basis on which tax has been paid, or the basis on which the Commissioner has assessed or will assess a tax liability, is incorrect.

Breach of this requirement is an offence, the maximum penalty for which is 100 penalty units (penalty unit values are available from the TRO website [www.revenue.nt.gov.au](http://www.revenue.nt.gov.au)).

This guide does not (and does not purport to) provide an exhaustive list of the information required to assess any dutiable instrument. It is designed to assist taxpayers to provide the usual information needed by TRO to assess a tax liability but it does not replace the obligation to fully and truly disclose all relevant facts and circumstances that affect a taxpayer's tax liability. That is, the obligation to disclose will not be fulfilled merely by providing the information and documents listed in the guide where the taxpayer or tax adviser knows of other information relevant to the assessment.

For further information on the requirement to make a full and true disclosure, refer to Commissioner's Guideline [CG-GEN-005: Requirement for full and true disclosure](#).

## 6. Definitions

### Commissioner

Commissioner of Territory Revenue.

### Conveyance

Includes the following:

- (a) the grant of property but not:
  - (i) the grant of a lease other than a convertible Crown lease; or
  - (ii) the grant of a patent;
- (b) the transfer or assignment of property;
- (c) the vesting of property in, or the accrual of property to, a person;
- (d) the foreclosure of a mortgagor's equity of redemption in mortgaged property;
- (e) a transaction that is taken to be, or treated as, a conveyance under the SDA;
- (f) an agreement to make a conveyance;
- (g) an instrument effecting or evidencing a conveyance (including a decree, judgment or order of a court); and

- (h) an instrument, agreement, transaction or arrangement that would operate as a conveyance but for a statutory condition requiring Ministerial approval or registration.

### Dutiable property

Dutiable property means:

- (a) land;
- (b) the goodwill of a business undertaking carried on or to be carried on in the Territory, or in the Territory and elsewhere, including any restraint of trade arrangement which, in the opinion of the Commissioner, enhances or is likely to enhance the value of the business;
- (c) a right to use in the Territory a business name, trading name or trade mark that is used in connection with such a business undertaking;
- (d) a right to use in the Territory a thing, system or process that is used in connection with such a business undertaking and is the subject of a patent, a registered design or copyright, or a right to use an adaption or modification of such a thing, system or process;
- (e) a right to use in the Territory information or technical knowledge connected with such a business undertaking;
- (f) a patent, a registered design or a copyright;
- (g) a statutory licence or permission given, granted or issued under a law of the Commonwealth and used in connection with such a business undertaking, including a licence or permission for which an application for renewal is not made and the licence or permission, or a similar licence or permission, is given, granted or issued to another person where, in the opinion of the Commissioner, the giving, grant or issue amounts to or has the same effect as a transfer of the licence or permission;
- (ga) a statutory licence or permission given, granted or issued under a law of the Territory and used in connection with a business undertaking wherever the undertaking is carried on or to be carried on, including a licence or permission for which an application for renewal is not made and the licence or permission, or a similar licence or permission, is given, granted or issued to another person where, in the opinion of the Commissioner, the giving, grant or issue amounts to or has the same effect as a transfer of the licence or permission;
- (h) an option to purchase dutiable property or an interest in dutiable property; and
- (i) chattels, if part of a transaction in which other dutiable property is conveyed, acquired or created or the beneficial ownership is changed, other than:
  - (i) goods, wares or merchandise that are stock-in-trade;
  - (ii) materials held for use in manufacture;
  - (iii) goods under manufacture;
  - (iv) livestock;
  - (v) any motor vehicle in respect of which a motor vehicle certificate of registration is or will, in the opinion of the Commissioner, be issued to the conveyee;
  - (vi) cash or money in an account at call; or
  - (vii) negotiable instruments, and money on deposit with any person, and includes an estate or interest (which may be a partnership interest) in dutiable property.

**Exempt entity** An exempt entity is:

- (a) a public hospital; or
- (b) a public benevolent institution; or
- (c) a religious institution; or
- (d) a public education institution; or
- (e) a council, society, organisation or other body established or carried on exclusively or principally for the promotion of the interests of a school (other than a school carried on for profit); or
- (f) a non-profit organisation having as its sole or dominant purpose a charitable, benevolent, philanthropic or patriotic purpose.

**Exempt use** An exempt use of a property is a use for purposes other than the carrying on of a commercial activity by or on behalf of the exempt entity.

A use that competes with another entity in the conduct of the other entity's business undertaking is not an exempt use regardless of how the exempt entity uses any funds received from the use.

**GST** Has the same meaning as in the *A New Tax System (Goods and Services Tax) Act 1999* of the Commonwealth.

**Land** Land in the Territory and includes:

- (a) an estate or interest in land;
- (b) a lease of land or mining tenement (or an interest in a lease of land or mining tenement); and
- (c) a fixture to land (including a tenant's fixture or a fixture associated with mining operations conducted, or formerly conducted, on the land).

In relation to a transaction to which Part 3, Division 8A (landholder provisions) applies, it also includes anything fixed to the land (irrespective of whether it would be regarded as a fixture at common law).

**Lease** Includes a lease granted under an Act; a sublease; an agreement for a lease or sublease; and a franchise arrangement.

**Mining tenement** A statutory licence, lease of authorisation to explore for, recover or exploit resources (such as minerals or geothermal resources) to be found in or under the surface of the earth and includes an exploration licence or an exploration retention licence under the Mining Act.

- Related** For the purpose of this guide includes:
- (a) related by blood, marriage (including de facto relationships), or co-ownership (such as by partnership or joint venture);
  - (b) related corporations – if one is:
    - (i) a holding company of another corporation;
    - (ii) a subsidiary of another corporation; or
    - (iii) a subsidiary of the holding company of another corporation;
  - (c) related natural person and corporation – by virtue of the fact that one is a director or secretary or other officer (as defined in the Corporations Act) of the other, or holds shares or units or some other interest in the other;
  - (d) related corporation and trustee – if the corporation, shareholder, director or secretary of the corporation is a beneficiary of the trust, or a related corporation is a beneficiary (whether contingently entitled or not);
  - (e) related trustees – if there are one or more beneficiaries common to the trusts (whether contingently entitled or not);
  - (f) related natural person and trustee – if the person(s) is/are beneficiary(ies) under the trust (whether contingently entitled or not); and
  - (g) related by prior or current business relationship.

**Rent** Includes any amount of GST payable in relation to the supply of the property for which rent is paid or payable.

**SDA** The Stamp Duty Act.

**TAA** The Taxation Administration Act.

**TRO** Territory Revenue Office.

**The Territory** The Northern Territory of Australia.

# 7. Conveyances of Dutiable Property

## 7.1 Dutiable Transactions

### 7.1.1 Aggregation – Several Contracts

Section 52A of the SDA provides that where there are several contracts that form, or arise from, substantially one transaction or one series of transactions, duty is to be assessed on the sum of the total consideration paid or the value of the dutiable property conveyed. The following information is required where it is claimed that the contracts do not arise from one transaction or it would not be just and reasonable for the Commissioner to aggregate them.

- The original contracts.
- Full details of how the sale of each property was negotiated, including the names of the person(s) negotiating on behalf of the vendor(s) and the purchaser(s).
- Whether a single price was negotiated then split between the contracts.
- Details of any discount negotiated as a result of the multiple purchases. Would the discount, etc. have been available to any other person if they had acquired the property separately?
- Whether the properties are adjoining or adjacent to each other.
- Details of the present use of the properties and the purchaser's intended use.
- Details of whether the contracts are conditional on the purchase of each other and the likely consequences if one contract failed to proceed to completion. (That is, would either the vendor or the purchaser withdraw from any of the others?)
- Whether the properties were advertised or offered for sale as a single parcel or separately. Provide a copy of any newspaper or other publication advertising the properties for sale.

For further information on the application of section 52A and circumstances where TRO will exercise its discretion not to aggregate instruments, refer to Commissioners Guideline [CG-SD-009](#): Aggregation of conveyances.

### **7.1.2 Apportionment – Property Partly in the Territory**

Section 9BB of the SDA provides a statutory formula for apportioning dutiable property in relation to a business undertaking where the business is carried on both in and outside of the Territory. It also provides that the Commissioner may determine another basis if this method is not appropriate in the particular circumstances. The following information is generally required to determine the proportion of property situated in the Territory.

- Location of the principal place of business. (The principal place of business is defined under the legislation as the place where the head office of the business is located or the place from which overall control or management emanates.)
- If the principal place of business is in the Territory, both of the following apply:
  - (a) The volume or gross value of goods supplied and services provided by the business undertaking to all its customers during the last three (3) completed financial years.
  - (b) The volume or gross value of goods supplied and services that are provided by the business undertaking to its interstate customers during the last three (3) completed financial years.  
(An interstate customer is defined as a customer who takes delivery of the goods or receives the services provided elsewhere in Australia than the Territory.)
- If the principal place of business is outside the Territory, both the following apply:
  - (a) The volume or gross value of goods supplied and services provided by the business to its Territory customers during the last three (3) completed financial years. (A Territory customer is defined as a customer who takes delivery of the goods or receives the services provided in the Territory.)
  - (b) The volume or gross value of goods supplied and services provided by the business to all of its customers during the last three (3) completed financial years.

### **7.1.3 Assignment of Lease**

The following information is required in respect of an assignment of a lease.

- A copy of any other instruments executed as part of the transaction, such as an agreement for the sale of a business.
- If there is no other instrument forming part of the same transaction, provide details of the circumstances surrounding the assignment (for example, premises vacated by assignor, etc).
- Details of the consideration paid for the assignment (if any).

### **7.1.4 Change of Tenancy**

The following information is required in respect of a conveyance to convert the tenancy of land (for example, from tenants in common to joint tenants and vice versa) where there is no variation in the proportionate entitlement of all registered proprietors.

- For each piece of property the subject of the transfer or agreement, details of the proportionate entitlement of each registered proprietor before and after the transfer.

### **7.1.5 Declaration of Trust**

The following information is required in respect of a deed where a trustee declares that the property is being held on behalf of another person, and the trustee relationship is not disclosed in the instrument of acquisition.

- Stamped copy of the instrument whereby the property was acquired.
- Reasons why the named beneficiary could not acquire the property in his/her own right.
- Documentary evidence to support that the claimed beneficiary provided the funds to acquire the property (that is, bank statements, receipts, etc).
- Conclusive and unambiguous evidence which shows that the property was held by the legal or registered owner as trustee for the claimed beneficiary at the time of purchase.
- Any other relevant information to support intentions of the parties at the date of acquisition of the property.

### **7.1.6 Exchange of Land**

The following information is required in respect of all instruments affecting an exchange of land.

- For each piece of land, provide evidence of the value of the land. See [item 7.3](#).
- Copies of plans, certificates of title and diagrams, clearly identifying the properties being exchanged.

### **7.1.7 Family Arrangements**

The following information is required in respect of a conveyance of an interest in dutiable property that occurs as a result of a variation from the terms of the Administration and Probate Act or the terms of a will.

(a) Intestate:

- The date of death of the deceased.
- Copy of administration documents (if applicable).
- List of the persons entitled to a distribution under the Administration and Probate Act and their relationship to the deceased.
- Statement of assets and liabilities of the estate as at the date of death and distribution.
- Copy of the distribution statement for the estate.
- Evidence of value of the dutiable property conveyed under the arrangement. See [section 7.3](#).

- Any other relevant information that may assist in the assessment of duty.
- (b) Testate:
- Copy of the will of the deceased.
  - Copy of probate or administration documents (if applicable).
  - Statement of assets and liabilities of the estate as at the date of the arrangement.
  - Evidence of value of the dutiable property conveyed under the arrangement. See [section 7.3](#).
  - The date administration of the estate was completed.

### **7.1.8 Goodwill**

- Apportioned partly in the Territory and elsewhere. See [item 7.1.2](#).
- Transaction between related parties. See [item 7.1.17](#).
- Transaction not evidenced by a dutiable instrument. See [item 7.1.18](#).

### **7.1.9 Joint Venture Interests**

The following information is required in relation to a conveyance of dutiable property that is the result of the creation, variation, termination or assignment of an interest in a joint venture.

- Instruments establishing the joint venture including all amendments.
- Details of all dutiable property that is the subject of the joint venture.
- Evidence of value of the dutiable property conveyed. See [section 7.3](#).

### **7.1.10 Land-holding Corporation and Unit Trust Schemes**

The following information is required in respect of an acquisition of a significant or further interest in a land-holding corporation or unit trust scheme for the purpose of Part 3, Division 8A of the SDA.

- Completed stamp duty form [F-SD-012](#): Statement of Acquisition – Acquisition of interests in land-holding corporations and unit trust schemes and provide all information set out therein.
- Evidence of value of the land situated in the Territory. See [item 7.3](#).
- The information specified in the general notes to the Statement of Acquisition.

### **7.1.11 Motor Vehicles**

A conveyance of a motor vehicle is liable to duty when conveyed as part of a transaction including other dutiable property unless the Commissioner is satisfied that a motor vehicle certificate of registration (includes a transfer) will be issued in respect of the vehicle under the Motor Vehicles Act. The following information is required to satisfy the requirement that a certificate of registration will be issued.

- (a) Registered vehicles:
- If not identified in the instrument of conveyance, a schedule of the vehicles including their registration number.
- (b) Unregistered vehicles:
- A description of the vehicle including the vehicle identification number (VIN) and confirmation of the expected date that an

application for certificate of registration will be made to the Motor Vehicle Registry.

### **7.1.12 Nominee – Corporation to be Incorporated or Acquired**

When a purchaser specified in a contract or agreement is acting for a corporation to be incorporated or acquired, the following information is required in respect of the subsequent conveyance of the property to that corporation.

- Details of the date of incorporation of the subsequent transferee, or if not incorporated at the date of the purchase, evidence of the date action was taken to incorporate the company.
- If the named purchaser was intending to acquire or was in the process of acquiring the subsequent transferee, provide evidence of this acquisition in the form of agreements for the sale of shares, or share transfers in respect of the subsequent transferee's capital.
- Other conclusive and unambiguous evidence showing the intention of the named purchaser to incorporate or acquire the subsequent transferee at the time the contract or agreement was executed.

### **7.1.13 Nominee – General**

When a purchaser specified in a contract or agreement is acting as an agent for a person not specified in the contract or agreement, the following information is required in respect of the subsequent conveyance of the property to that person.

- Detailed reasons as to why the subsequent transferee was not named as the purchaser at the time the contract was first prepared.
- Correspondence or documentation whereby the named purchaser was appointed to act as agent for the subsequent transferee prior to the sale.
- Evidence showing that the deposit and any other monies used to purchase the property was provided by the subsequent transferee (that is, bank records, cheque butts etc).
- Other conclusive and unambiguous evidence showing the intentions of the named purchaser and subsequent transferee at the time the contract or agreement was executed.

### **7.1.14 Nominee – Substitution of Related Conveyee**

Section 17(2A) and item 1(6A) of Schedule 1 to the SDA provide that a purchaser may substitute a family member, family trust or family company as a conveyee without incurring further ad valorem duty apply where certain conditions are satisfied. The following information is required to determine if the concession applies:

- Completed stamp duty form [F-SD-027](#): Concessional Stamp Duty – Substitution of Related Conveyee.
- The information specified in item 1 of Section 3 of form F-SD-027: confirming the relationship of the purchaser and conveyee.

For further information on the application of the relevant provisions, refer to Commissioner's Guideline [CG-SD-014](#): Stamp Duty Concession for Substituting Related Purchaser.

### **7.1.15 Nominee – Trust to be Constituted**

When a purchaser specified in a contract or agreement is acting for a trust to be constituted, the following information is required in respect of the subsequent conveyance to the trustee of that trust.

- Details of the date upon which the trust was constituted, including evidence of the date on which action was taken by the named purchaser to constitute the trust.
- Other conclusive and unambiguous evidence showing the intention of the named purchaser to constitute the trust at the time the contract or agreement was executed.

### **7.1.16 Partitions of Land**

The following information is required in respect of a conveyance in order to effect a partition of land.

- All documents relating to the transaction, including agreements where the parties first recorded their intentions.
- Evidence of value of each piece of land. See [item 7.3](#).
- Diagram of the subdivision showing measurements and improvements to the realty before and after subdivision. The areas subject to the partition are to be identified on the diagram.
- Proportionate entitlement of each registered proprietor before and after the partition.
- Amount outstanding on all encumbrances on the property and the person who will be liable for those encumbrances following the transfer.

### **7.1.17 Partnership**

The following information is required in relation to a conveyance of dutiable property on the admission or retirement of a partner, or the merger of two (2) or more partnerships.

- A copy of the original partnership agreement(s) and any variations thereto.
- A copy of the new partnership agreement (if applicable).
- A schedule listing the partners and their entitlement in the partnership before and after the relevant conveyance.
- Where an incoming partner contributes dutiable property to the partnership, evidence of value of that property. See [section 7.3](#).
- Where dutiable property is conveyed to an outgoing partner, evidence of value of that property. See section 7.3.
- Evidence of value of all dutiable property of the partnership or partnerships if a merger. See section 7.3.
- An apportionment of the dutiable property of the partnership if the business is carried on both in and outside of the Territory. See [item 7.1.2](#).

### **7.1.18 Related Parties**

The following information is required in relation to a conveyance of dutiable property between related parties.

- Evidence of value of the dutiable property conveyed. See [section 7.3](#).
- The amount outstanding on any encumbrances on the property and the person liable for those encumbrances after the transfer.
- Advice as to whether the consideration is inclusive or exclusive of the amount outstanding on the encumbrances.

### **7.1.19 Transactions – No Dutiable Instrument (Part 3, Division 15, SDA)**

The following information is required in relation to a transaction that is not evidenced by a dutiable instrument which causes or results in a change of beneficial ownership of dutiable property or causes or results in dutiable property being acquired.

- Completed stamp duty form F-SD-003: Division 15 Statement – Transaction not effected or evidenced by an instrument.
- Evidence of value of the dutiable property acquired. See [section 7.3](#).

### **7.1.20 Transfer – In Conformity with Agreement**

The following information is required in respect of a conveyance made in conformity with an agreement or contract that is or will be duly stamped.

- The original stamped agreement or where the agreement is the subject of a current assessment, the lodgement number of that assessment.

### **7.1.21 Transfer – No Contract**

The following information is required in respect of a conveyance of property where the parties did not enter an agreement or contract of sale.

- Confirmation that the transfer is the only instrument evidencing the transaction.
- Whether the parties to the transaction are related. See [section 4](#) for definition.
- If the parties are related, evidence of value of the dutiable property. See [section 7.3](#).

## 7.2 Exemptions **7.2.1 Appointment – Trustees**

Item 6(a) of Schedule 2 to the SDA provides an exemption for a conveyance made for the purpose of effecting the appointment of a new trustee on the retirement of a trustee. The following is required to determine the exemption.

- Copy of the instrument recording the resignation of the retiring trustee and appointment of the new trustee.
- Resolution of meeting appointing the new trustee.
- Stamped copy of the trust deed or declaration of trust.
- Declaration that no beneficial interest is passing in the property conveyed and that no consideration has been paid or is payable.
- Evidence that the property the subject of the conveyance was acquired by the trust or that the property is a trust asset. For example, a copy of the contract under which a trustee of the trust acquired the property.

### **7.2.2 Corporate Reconstruction**

Part 3, Division 2 of the SDA provides an exemption from stamp duty for corporate reconstructions. Section 19 provides an exemption from land-holder stamp duty for interposing a new company between an existing corporation and its shareholders. Section 20 provides an exemption for conveyances of dutiable property, land-holding duty and motor vehicle certificates of registration between group corporations. An application for a ruling on a proposed transaction may also be made. In either case, the following information is required.

(a) Interposing corporation:

- Completed stamp duty form [F-SD-009: Corporate Reconstruction Interposing Corporation](#) and the information specified in the application.

(b) Intra-group transfer:

- Completed stamp duty form [F-SD-010: Corporate reconstruction intra-group transfers](#) and the information specified in the application.
- Indicate whether the transaction gives rise to land-rich duty under Part 3, Division 8A of the SDA.

### **7.2.3 Distribution – Company Liquidation**

Item 5 of Schedule 2 to the SDA exempts a conveyance of property to a shareholder on the winding up of a company unless the conveyance is part of a tax avoidance scheme. The following information is required to determine the exemption.

- A statutory declaration from the liquidator confirming:
  - (a) that the company is in liquidation and that the person is the properly appointed liquidator;
  - (b) whether it is a voluntary or involuntary liquidation;
  - (c) the number, class and rights of issued shares in the company at the date of liquidation and 12 months prior to that date;
  - (d) the name of the shareholders at the date of liquidation and 12 months prior to that date;

- (e) the date that each shareholder entitled in distribution acquired their shares in the company;
  - (f) that assets of the company will be distributed to the shareholders in accordance with their respective beneficial entitlements and details as to how the distribution is to be made (attach a distribution statement);
  - (g) details of how the debts and liabilities of the company are to be satisfied;
  - (h) whether or not the shareholder held shares in a related company of the company that owned the property before it was owned by the company;
  - (i) the length of time the company or a related company has owned the property;
  - (j) whether there were any dealings in any shares of the company or a related company by the shareholder or a related company of the shareholder or by the previous owner of the property; and
  - (k) the reasons (commercial or otherwise) for the conveyance in addition to any intention of the shareholder to obtain the benefit of the exemption.
- Complete financial statements of the company as at the date of liquidation and for the previous two (2) financial years.
  - Evidence of value of the property being distributed – refer to [section 7.3](#).

For further information on the requirements and factors considered by TRO in administering the exemption, refer to Commissioner's Guideline [CG-SD-012: Conveyances – exemption for distributors in specie of the winding up of a company](#).

#### **7.2.4 Distribution – Intestacy**

Item 6(d) of Schedule 2 to the SDA provides an exemption for a conveyance made by an administrator of an estate to a person entitled under the laws of intestacy. The following information is required to determine the exemption.

- The date of death of the deceased.
- List of the persons entitled to a distribution under the Administration and Probate Act and their relationship to the deceased.
- Sealed Letters of Administration (where applicable).
- Statement of assets and liabilities of the estate as at the date of distribution.
- Where applicable, a copy of the distribution statement for the estate.
- Where the assets of the estate are distributed otherwise than in accordance with the Administration and Probate Act, provide evidence of value of the dutiable property comprised of the estate. See [section 7.3](#).

#### **7.2.5 Distribution – Will**

Item 6(d) of Schedule 2 to the SDA provides an exemption for a conveyance made by an executor of an estate to a person entitled under

the terms of the will of the deceased. The following information is required to determine the exemption.

- Sealed copy of probate with the will annexed.
- Confirmation from the executor that the property has been distributed in accordance with the terms of the will.
- Where there has been an equal division of assets between beneficiaries, provide a copy of the distribution statement for the estate.
- Where the conveyance does not occur by virtue of the operation of a testamentary instrument or the distribution to beneficiaries is other than in accordance with the terms of the will, evidence of value of the dutiable property comprised of the estate. See [section 7.3](#).

### **7.2.6 Exempt Entities**

Item 14 of Schedule 2 to the SDA provides an exemption for conveyances to exempt entities where the property is to be used solely by the entity for any exempt use (see definition at [section 6](#)). The following information is required to determine the exemption.

- Details of the intended use of the property by the exempt entity.
- Details of whether the exempt entity has been provided an exemption from duty or tax on any previous instruments or transactions in the Territory, including an exemption from debits tax, financial institutions duty or on the transfer of a motor vehicle certificate of registration.
- Details of whether the exempt entity has been provided an exemption or its exempt status recognised by another state authority or the Commonwealth Government (provide copies of the documents evidencing the same).
- Details of any changes in the constitution or objects of the exempt entity since the last exemption was granted.

Where an exemption from duty or tax on previous instruments or transactions in the Territory has not been given to the exempt entity:

- (a) the exempt entity's constitution or other constituent documents (such as trust deeds);
- (b) the membership of the exempt entity;
- (c) details of the source of its monies;
- (d) information in regard to the public accountability of the exempt entity.
- Where the exempt entity is seeking recognition as a public benevolent institution or a non-profit organisation:
  - (a) details of who comprises the class or classes of the recipients of the benevolence or the recipients of the services provided by the exempt entity;
  - (b) information about the characteristics of the class or classes of the recipients of the benevolence if the objectives of that exempt entity are of that kind;
  - (c) the scope and nature of the work conducted by the exempt entity;
  - (d) whether fees are payable by the recipients of the benevolence or services, and if so, information as to their nature; and
  - (e) whether the overall work of the exempt entity is beneficial to the public at large.

### **7.2.7 Family Farm**

Section 87 of the SDA provides an exemption for the conveyance between family members and family entities of certain farming property. The following information is required to determine an exemption.

- Completed stamp duty form [F-SD-005](#): Exemption from stamp duty for conveyance of family farm.
- Copies of all agreements and deeds in relation to the transfer of the property.

### **7.2.8 Matrimonial Home**

Item 7 of Schedule 2 to the SDA provides an exemption for the conveyance from the single to the joint names of spouses (including de facto spouses) of their principal place of residence. The following information is required to determine the exemption.

- Completed stamp duty form [F-SD-007](#): Exemption from stamp duty on transfer of residence to joint names of spouses.

### **7.2.9 Financial Settlement – Matrimonial and De Facto Relationships**

#### **Background**

Sections 90 and 90L of the Family Law Act 1975 (Cth) (the FLA), which deal with Court orders altering the interests of parties to a marriage in respect of their property and financial agreements for parties to a marriage. Parties may enter such agreements before, during or after the marriage. Upon breakdown of the relationship, conveyances that are subject to such an agreement are non-liable to Northern Territory stamp duty, namely:

- a financial agreement, a deed or other instrument executed by a person for the purposes of, or in accordance with, an order or financial agreement made under Part VIII or Part VIIIA of the FLA.

On 5 December 2008, the FLA was extended (new Part VIIIAB) to de facto partners (including same sex partners). Section 90WA of the FLA, makes certain conveyances resulting from a breakdown of a relationship between de facto partners non-liable to Northern Territory stamp duty, namely:

- a deed or other instrument executed by a person for the purposes of, or in accordance with, an order made under Division 2 of Part VIIIAB; and
- a financial agreement, a deed or other instrument executed by a person for the purposes of, or in accordance with, an order or financial agreement made under Division 4 of Part VIIIAB of the FLA.

Prior to 5 December 2008, an exemption applied under section 50 of the De Facto Relationships Act (NT) for a conveyance between de facto partners (including same sex partners) pursuant to a separation agreement or an order of the Court, if the Commissioner is satisfied that it is due to the breakdown of the parties relationship. The exemption continues in transitional circumstances (refer to the Family Law Amendment (De Facto Financial Matters and Other Measures) Act (Cth) for details of the transitional arrangements).

Section 91 of the SDA provides for a refund of duty paid on a conveyance between parties to a marriage or de facto relationship if within 12 months after the date of the conveyance, an order is made by the Family Court of Australia that, in effect, approves or ratifies that conveyance under either Part VIII or Part VIIIAB of the FLA.

From 1 July 2011, section 91 of the SDA also provides for a refund of duty paid on a conveyance between parties to a marriage or de facto relationship if the conveyance occurred after the irretrievable breakdown of the marriage or de facto relationship, and within 12 months after the date of the conveyance, a binding financial agreement for the distribution of property between the parties to the conveyance is made under Part VIIIA or VIIIAB of the FLA.

#### Supporting evidence/information

Where a party or parties to a marriage or a de facto relationship assert that their marriage or de facto relationship has broken down, independent corroboration of this state of affairs (including as to the fact of separation, the timing of the separation and an explanation as to how that date was identified) will be required to substantiate the claim for stamp duty relief.

Accordingly, the following type or kind of information is required in support of a claim for stamp duty relief under the following Acts:

#### Family Law Act (sections 90, 90L and 90WA)

- A certified true copy of the financial agreement in force between the relevant parties (see sections 90B-90D and 90UB-90UD of the Act) or relevant Court order;
- Confirmation in writing that the financial agreement is binding within the meaning of section 90G or 90UJ of the Act; and
- A certified true copy of the 'Separation Declaration' (sections 90DA and 90UF), if not included in the Part VIIIA or VIIIAB financial agreement – a separation declaration is a written declaration signed by at least one of the parties which states the parties have separated and there is no reasonable likelihood of cohabitation being resumed.

#### De Facto Relationships Act (section 50)

- Completed stamp duty application form [F-SD-006](#): Exemption – settlement of property – de facto relationship.
- A certified copy of the separation agreement or copy of the relevant court order adjusting property interests of de facto partners (or either of them) pursuant to section 18 of the De Facto Relationships Act.

#### Stamp Duty Act (section 91)

- Copy of the relevant Court order or binding financial agreement.

### 7.2.10 Other Legislation

The following information must be provided where an exemption is provided under legislation other than the SDA or as otherwise provided under this guide.

- A copy of the legislative provisions relied upon.
- Where the exemption is contingent upon the occurrence of acts of events, evidence that those acts or events have occurred.

### **7.2.11 Vesting – Discretionary Trust**

Item 6(c) of Schedule 2 to the SDA provides an exemption for a conveyance made by a trustee of a validly constituted discretionary trust to a natural person beneficiary in a non-fiduciary capacity where the conveyance is made without valuable consideration. It is also a requirement that the instrument under which the trustee acquired the property was duly stamped, was exempted from duty or was not otherwise chargeable with duty.

Valuable consideration includes:

- (a) money or moneys worth;
- (b) forgiveness or release from a debt; and
- (c) gift or legal obligation (including a trustee's right of indemnity and exoneration against a beneficiary);

whether it is paid or payable, made over to, given or granted by or to the trustee, a beneficiary or a person acting for, in concert with or under an arrangement or understanding with the trustee or beneficiary.

The following information is required to determine the exemption.

- Stamped copy of the trust deed and any subsequent amendments.
- Identify the clauses in the trust deed that provides the trustee with the power to vest the property to the beneficiary.
- Copies of minutes evidencing the decision to vest the assets to beneficiary.
- If not named in the trust deed, confirm the basis of the beneficiary's entitlement to the property (son or daughter of...).
- Confirmation that the beneficiary is not acting in a fiduciary capacity.
- Copy of the instrument whereby the trustee on behalf of the trust acquired the property (to verify that it was duly stamped, exempted from duty or was not otherwise chargeable with duty). If the instrument cannot be produced, evidence to support that it was stamped, exempt or not otherwise chargeable with duty.
- If the instrument under which the trustee acquired the property does not disclose the trust, provide evidence to support that it was acquired on its behalf. Such evidence may include financial statements, a statutory declaration, or confirmation that the trustee has only acted as trustee for the trust and in no other capacity.
- Provide financial statements of the trust as at the date of vesting and for the previous financial year.
- Confirmation that the conveyance is not being made for valuable consideration as defined above.

### **7.2.12 Vesting – Fixed Trust**

Item 6(b) of Schedule 2 to the SDA provides an exemption for a conveyance made by a trustee to a beneficiary under a validly constituted trust. The following information is required to determine the exemption.

- Stamped copy of the trust deed and any subsequent amendments.
- Stamped copy of instrument evidencing the acquisition of the trust assets the subject of the vesting.
- If evidence is not available, then provide both:

- (a) documentary evidence that stamp duty was duly paid on the acquisition of the assets, that stamp duty was exempted under Schedule 2 of the SDA or that the acquisition was not otherwise subject to duty; and
- (b) evidence that the property the subject of the vesting is a trust asset. This may take the form of trust or company minutes, declarations of trust, balance sheets, statutory declarations, etc.
- Any other relevant information that may assist in determining the exemption.

### 7.2.13 Vesting – Unit Trust

Item 6(b) of Schedule 2 to the SDA provides an exemption for a conveyance made by a trustee to a beneficiary under a validly constituted trust. The following information is required in relation to a conveyance made by a unit trustee to a unit holder of the unit trust.

- Stamped copy of the unit trust deed and any subsequent amendments.
- Identify the clauses in the trust deed that provides the trustee with the power to vest the property to the unit holder.
- Stamped copy of the instrument evidencing the acquisition of the trust assets the subject of the vesting.
- If evidence is not available, then provide both:
  - (a) documentary evidence that stamp duty was duly paid on the acquisition of the assets or that the acquisition was not otherwise subject to duty; and
  - (b) evidence that the property the subject of the vesting is a trust asset. This may take the form of trust or company minutes, declarations of trust, balance sheets, statutory declarations, etc.
- Register of unit holders under the trust as at the date of vesting and 12 months prior.
- Copies of minutes evidencing the decision to vest the assets to unit holders.
- Evidence to show that the transfer has the effect of reducing the rights of the holder of the units in respect of the property held by the unit trustee to the extent of the property, or the value of the property conveyed or transferred (for example, cancellation, redemption of units, etc).
- Financial statements of the unit trust as at the date immediately prior to vesting.
- Valuation of all the property of the trust. See [section 7.3](#).
- Details of any trust liabilities being assumed by the unit holders.
- Advice as to whether the property is being transferred in satisfaction of any debts owing by the unit trust to the unit holders. If so, provide full details.

## 7.3 Valuation Requirements

### 7.3.1 General Requirements

Section 25 of the TAA provides that TRO may require a taxpayer whose tax liability is determined by reference to the value of property to provide a written valuation of the property.

Commissioner's Guideline [CG-SD-010](#): *Tax assessments requiring evidence of value* sets out the powers of the TRO to obtain evidence of value, by whom and what evidence is acceptable to TRO and the consequences of failing to provide evidence of value.

In addition, the evidence value referred to in the guideline, the following information should also be provided for the following classes of dutiable property.

### **7.3.2 Goodwill**

- Full details as to the method of calculation of the consideration. If the consideration is inclusive of other property, full details of how the parties determined the consideration apportioned to each item.
- Balance sheet and profit and loss accounts of the business (including notes to the accounts) for the three financial years prior to the date of the conveyance.
- Details of any material variations to the assets and liabilities between the last balance sheet and date of the conveyance.

### **7.3.3 Mining Tenements**

- Full details as to the method of calculation of the consideration paid. If the consideration is inclusive of other property, full details of how the parties determined the consideration apportioned to each item.
- Where the consideration consists of shares in a purchasing company, the value attributed to those shares. If the company to which the shares relate is not listed on a stock exchange, supply complete copies of the balance sheets and detailed profit and loss accounts of that company for the three (3) financial years up to the date of allotment.
- A copy of all geological and due diligence reports obtained/prepared in relation to the tenements.
- Tenement maps and location maps showing surrounding mines and prospects.
- Copies of all reports to the [Department of Resources](#) – Minerals and Energy within the last three (3) years.
- Where the vendor is a listed company or member of a public group, copies of all statements to a stock exchange that contain details of mineralisation and exploration results.
- Expiry dates of the tenements and advice whether they are renewable.
- If the tenements have been included in a public float, are about to be floated, or have been involved in a takeover, a copy of the relevant prospectus, if the event took place within the last three (3) years.
- If the tenements relate to a sale of an interest in a joint venture, a copy of the Joint Venture Agreement and full details of the asking price communicated to other joint venturers under any pre-emptive clause.
- Production details for the tenements for the three (3) years prior to the transfer.
- Current balance sheet of the owning entity.
- Copies of all relevant agreements (including variations) relating to or affecting the tenements.

### **7.3.4 Other Dutiable Property**

- Provide full details on the method of calculation of the consideration.

## 7.4 Concessions, Refunds and Remissions

### 7.4.1 Home Incentives Schemes

The following is required in respect of an application for the First Home Owner Concession; Senior, Pensioner and Carer Concession; and the Principal Place of Residence Rebate under the SDA.

- Completed stamp duty application form [F-HI-002](#): Stamp Duty First Home Owner Concession (FHOC); [F-HI-008](#): Stamp Duty Senior, Pensioner and Carer Concession (SPCC); or [F-HI-003](#): Stamp Duty Principal Place of Residence Rebate (PPRR) the information specified in the guide to the application.
- The supporting evidence detailed in the Guide to the application.
- If the application relates to a refund of stamp duty already paid:
  - the original stamped instrument on which primary stamp duty has been paid; or
  - if the original has been misplaced, a letter confirming the same and detailing the efforts made to locate it.

### 7.4.2 Cancelled Contracts

The following information is required in respect of a conveyance of a dutiable property that has been rescinded, annulled or cancelled, where a refund or remission is sought:

- Completed stamp duty application form [F-SD-014](#): Refund or remission of stamp duty on cancelled conveyance.
- Where the duty has been paid:
  - (a) the original stamped instrument;
  - (b) all stamped duplicates or counterparts of that instrument; and
  - (c) all other instruments on which payment of the duty has been denoted, for example, transfers, etc.

Where the duty has not been paid and no assessment has been issued, the original instrument, and all duplicates and counterparts of the instrument.

- Where the instrument is the subject of a current assessment, the relevant lodgement number.
- Copies of any Deeds of Rescission or similar instruments.

**Note:** *If the instrument has not been lodged with TRO, there is no requirement for it to be lodged and a remission of the duty payable sought **unless** a subsequent sale or other disposition of the dutiable property is the subject of the transaction ('the relevant transaction'):*

- (a) *is a sub-sale or transaction having the effect of a sub-sale, even if the subsequent conveyance is executed by the person who was the vendor in the relevant transaction; or*
- (b) *is the result of a conveyance by direction, whether in writing or not, initiated by the conveyee in the relevant transaction.*

## 8. Leases (Includes Franchise Arrangements)

### 8.1 Dutiable Transactions

#### 8.1.1 Lease in Conformity with Agreement to Lease

The following information is required in respect of a lease that is made in conformity with an agreement to lease.

- Either:
  - (a) the original stamped agreement to lease; or
  - (b) where the agreement to lease is the subject of a current assessment, the relevant lodgement number.

### 8.2 Exemptions

#### 8.2.1 Exempt Entities

Item 14 of Schedule 2 to the SDA provides an exemption for certain leases to exempt entities where the property is to be used solely by the entity for an exempt use (see definitions at [section 6](#)). The following information is required to determine the exemption.

- Details of the intended use of the property by the exempt entity.
- Details of whether the exempt entity has been provided an exemption from duty or tax on any previous instruments or transactions in the Territory, including an exemption from debits tax, financial institutions duty or on the transfer of a motor vehicle certificate of registration.
- Details of whether the exempt entity has been provided an exemption or its exempt status recognised by another state authority or the Commonwealth Government (provide copies of the documents evidencing the same).
- Details of any changes in the constitution or objects of the exempt entity since the last exemption was granted.
- Where an exemption from duty or tax on previous instruments or transactions in the Territory has not been given to the exempt entity:
  - (a) the exempt entity's constitution;
  - (b) the membership of the exempt entity;
  - (c) details of the source of its monies; and
  - (d) information in regard to the public accountability of the exempt entity.
- Where the exempt entity is seeking recognition as a public benevolent institution or a non-profit organisation:
  - (a) details of who comprises the class or classes of the recipients of the benevolence or the recipients of the services provided by the exempt entity;
  - (b) information about the characteristics of the class or classes of the recipients of the benevolence if the objective are of that kind;
  - (c) the scope and nature of the work conducted by the exempt entity;
  - (d) whether fees are payable by the recipients of the benevolence or services, and if so, information as to their nature; and
  - (e) whether the overall work of the exempt entity is beneficial to the public at large.

And other relevant information that may assist in determining the exemption.

### 8.2.2 Other Legislation

The following information must be provided where an exemption is provided under legislation other than the SDA.

- A copy of the legislative provisions relied upon.
- Where the exemption is contingent upon the occurrence of acts of events, evidence that those acts or events have occurred.

## 8.3 Refunds and Remissions

### 8.3.1 Cancelled Leases

The following information is required in respect of a lease that is cancelled without the lessee or franchisee having taken possession of the property, or a lease for a term greater than two (2) years that is terminated prior to its expiration.

- Completed stamp duty application form [F-SD-008](#): Refund or remission of stamp duty for cancelled or early terminated lease.
- Where the duty has been paid, the original stamped lease, all stamped duplicates or counterparts of that instrument and all other instruments on which payment of the duty has been denoted.
- Where the duty has not been paid and no assessment has been issued, the original instrument, all duplicates and counterparts of the lease.
- Where the instrument is the subject of a current assessment, the lodgement number for the instrument.
- Copies of any Deeds of Rescission or similar instruments.

**Note:** *If the instrument has not been lodged with TRO, there is no requirement for it to be lodged and a remission of the duty payable sought **unless** a subsequent sale or other disposition of the dutiable property is the subject of the transaction ‘the relevant transaction’:*

- (a) *is a sub-sale or transaction having the effect of a sub-sale, even if the subsequent conveyance is executed by the person who was the vendor in the relevant transaction; or*
- (b) *is the result of a conveyance by direction, whether in writing or not, initiated by the conveyee in the relevant transaction.*

### 8.3.2 Refund – Estimated Rent

Where duty has been assessed on an estimated basis and the actual rent paid is less than that amount, the following information is required in order for a refund to be made.

- The original stamped lease, all stamped duplicates or counterparts of that instrument and all other instruments on which payment of the duty has been denoted.
- The amount of actual rent paid.

## Contact Details

### Commissioner of Territory

Revenue GPO Box 1974  
Darwin NT 0801

**Email:** [ntrevenue@nt.gov.au](mailto:ntrevenue@nt.gov.au)

### Territory Revenue Office

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19 The Mall  
Darwin NT 0800

**Website:** [www.revenue.nt.gov.au](http://www.revenue.nt.gov.au)

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