



Enabling Electronic Trade Documents in New Zealand

Discussion document
October 2026



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

New Zealand Government
Te Kāwanatanga o Aotearoa



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Ministry of Business, Innovation and Employment (MBIE) Hīkina Whakatutuki – Lifting to make successful

MBIE develops and delivers policy, services, advice and regulation to support economic growth and the prosperity and wellbeing of New Zealanders.

More information

Information, examples and answers to your questions about the topics covered here can be found on our website: www.mbie.govt.nz.

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How to have your say

The Ministry of Business, Innovation and Employment (MBIE) is seeking submissions on the options raised in this document by **5pm, Sunday 6 December 2026**.

Submissions process

Please use the submission form and email your submission to digitaltrade@mbie.govt.nz. When completing your submission, please put '*Public Consultation – Enabling Electronic Trade Documents in New Zealand*' in the subject line. Please relate any written feedback to specific questions by number as they appear in this document.

You can also mail your submission to:

Trade and Supply Chains Team
Building, Resources and Markets
Ministry of Business, Innovation and Employment
15 Stout Street, PO Box 1473, Wellington 6011, New Zealand

Please provide comments and supporting explanations for your reasoning where relevant. Your feedback provides valuable information and informs decisions about the proposals.

All submissions will be read by MBIE officials. MBIE may also use AI to summarise content and identify key themes. All AI outputs will be subject to human review. We appreciate your time and effort taken to respond to this consultation.

Please email any questions that you have in relation to the submission process to digitaltrade@mbie.govt.nz.

Use and release of information

The information provided in submissions will be used to inform MBIE's policy development process and will inform advice to Ministers. We may contact submitters if we need to clarify any points in a submission.

We may share submissions with other Government agencies and regulators, such as the Ministry of Foreign Affairs and Trade, to assist with policy development.

Release of information

MBIE intends to publish a submissions analysis on our website at www.mbie.govt.nz after consultation closes.

Official information

Submissions may be requested under the Official Information Act 1982. If you object to the release of any information in your submission, please clearly identify the information you want to be withheld and explain the reasons for withholding and the relevant grounds that may apply under the Official Information Act 1982.

We will take objections into account and where possible will consult with submitters when responding to requests under the Official Information Act 1982.

Private information

The Privacy Act 2020 governs how we manage personal information (for example, its collection, use, holding and disclosure). Any personal information you provide in a submission will be used to help develop policy advice, to attribute submissions or to contact you about your submission. We may also use personal information for other reasons permitted under the Privacy Act 2020 (for example, with your consent, or where the law permits it or requires it).

Please clearly indicate in the cover letter or email accompanying your submission if you do not want your name or other personal information to be disclosed in any summary of submissions or other external releases.

You have the right to access and correct your personal information, as explained on the MBIE website. If you include another person's personal information in your submission, they also have the right to access and correct their information.

Other information

If there is other information that you would like MBIE to consider but you do not want it publicly disclosed, please explain this clearly in your submission and identify the relevant information.

Objective and options considered

Problem

Many international trade transactions continue to rely on paper documents whose legal effect depends on possession of an original document. Examples include bills of lading, bills of exchange, promissory notes and warehouse receipts.

While New Zealand law generally recognises electronic transactions, it does not comprehensively enable electronic transferable records to perform the same legal functions as paper originals.

This creates legal uncertainty, increases transaction costs, slows trade processes, and makes it harder to exchange electronic trade documents with overseas partners.

The United Nations Commission on International Trade Law (UNCITRAL) Model Law on Electronic Transferable Records (the Model Law) is an international framework for enabling electronic versions of transferable documents to have the same legal effect as paper documents. Adoption could address the issues listed above.

Further information on the Model Law is available here:

https://uncitral.un.org/en/texts/ecommerce/modellaw/electronic_transferable_records.

Policy objective

To enable electronic trade documents to perform the same legal functions as their paper equivalents. In doing so, the legal framework should be clear, predictable and technology-neutral, and support international interoperability and alignment with global commercial practice. It should also provide appropriate safeguards against fraud, duplication and conflicting claims.

Options considered

The Government has agreed to look at options to adopt the Model Law to support paperless trade in New Zealand.

Four implementation options have been identified for consideration to progress New Zealand adoption of the Model Law. Options were assessed against effectiveness, legal certainty, consistency with existing commercial law, international alignment, implementation complexity, costs and benefits, and future adaptability.

Of the four identified options, the inclusion of a new part in the Contract and Commercial Law Act 2017 (CCLA), modelled on the United Kingdom (UK) approach, is likely to provide the most effective and proportionate solution.

The CCLA consolidated 12 contract and commercial statutes into a single piece of legislation and governs a range of commercial matters relevant to trade, including electronic transactions, the sale and carriage of goods, and documents such as bills of lading.

Option 1: Regulatory amendment

Amend regulations under Part 5 of the CCLA to address bills of lading, waybills and ships' delivery orders only.

This option could occur in a shorter timeframe than options 2, 3 and 4, which would all require primary legislative change but would provide for the full suite of documents that are covered in

the Model Law's provisions. This option would only focus on what may be the most significant category of transferable documents.

Option 2: New CCLA Part based on the UK model (*preliminary preferred option*)

Insert a new part into the CCLA based on the provisions of the UK's Electronic Trade Documents Act 2023 to recognise qualifying electronic trade documents and give them equivalent legal effect to paper documents.

The UK chose to adopt a law that was "influenced" by the Model Law as opposed to outright adoption, to ensure alignment with its existing commercial law framework. Aligning with the UK approach would enable New Zealand to pursue alignment with English commercial law.

Option 3: New CCLA Part based on the Singapore model

Insert a new part into the CCLA based on the approach by Singapore to recognise qualifying electronic trade documents and give them equivalent legal effect to paper documents.

Singapore has formally adopted the Model Law and would offer a more comprehensive model of reform than the UK approach. In particular, the Singaporean approach specifically provides for further reform in the future such as quality assurance in connection with electronic systems that are responsible for the delivery of electronic transferable records. A full adoption of the Model Law also provides for promoting a greater degree of international uniformity.

Option 4: Amend multiple statutes

This option would undertake document-by-document amendments across all relevant legislation governing electronic transferable records.

This option could keep electronic transferable record-type provisions alongside the other substantive rules on those documents. This could be a more complicated model of reform given the possible repetition across Acts.

Related Issue: Carriage of Goods by Sea

While considering reforms relating to electronic trade documents, we are also interested in views on whether the carriage of goods by sea provisions in Part 16 of the Maritime Transport Act 1994 should be transferred to the CCLA. This could improve the coherence and accessibility of the legislative framework governing trade documentation and the carriage of goods.

Preliminary preferred option

Option 2 is the narrowly preferred option. Primary legislation was considered preferable because it would provide greater certainty and confidence than more limited regulatory change while fitting coherently within New Zealand's commercial law framework.

Key features could include:

- Technology-neutral recognition of electronic trade documents
- Legal equivalence between qualifying electronic and paper trade documents
- A reliable method for establishing exclusive control of electronic records
- Rules for conversion between paper and electronic form
- Preservation of existing substantive commercial rights and obligations

Key risks and implementation issues

The following risks and implementation issues have been identified:

- Cross-border recognition of New Zealand electronic trade documents
- Cybersecurity, fraud and integrity of electronic systems
- Interaction with existing commercial and financial legislation
- Implementation and transition costs for business
- Ensuring requirements are technology-neutral and remain fit for purpose over time.

Officials are interested to test these with submitters to understand their accuracy, and if other risks and issues need to be considered.

Questions for consultation

1. Do you agree there is a legislative gap regarding electronic trade documents?
2. What impact do paper-based trade documents currently have on your organisation?
3. Do you agree with the objectives of the proposed reform?
4. Which implementation option do you prefer and why?
5. Do you support the preliminary preference for Option 2?
6. Which documents should be within scope of any reform?
7. What risks or implementation challenges should government consider?
8. Should carriage of goods by sea provisions be consolidated into the CCLA?
9. What transitional arrangements or implementation support would be required?
10. Any other comments?