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Corporations Regulations 2001

Statutory Rules 2001 No. 1¹

193

I, PETER JOHN HOLLINGWORTH, Governor-General of the Commonwealth of Australia, acting with the advice of the Federal Executive Council, make the following Regulations under the *Corporations Act 2001*.

Dated 12 JUL 2001 2001

Peter Hollingworth.
Governor-General

By His Excellency's Command

JOE HOCKEY
Minister for Financial Services and Regulation

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Note about these Regulations

These Regulations are made under the *Corporations Act 2001*. To assist users of these Regulations, these Regulations follow, as far as possible, the drafting style, structure and numbering of the *Corporations Regulations 1990* that were made under the *Corporations Act 1989*. Because some provisions of the *Corporations Regulations 1990* are not remade in these Regulations, some gaps appear in the numbering of these Regulations. Also, the drafting style departs in minor ways from that used in the *Corporations Regulations 1990*.

Chapter 1 Introductory

Part 1.0 Miscellaneous

1.0.01 Name of Regulations

These Regulations are the *Corporations Regulations 2001*.

1.0.01A Commencement

These Regulations commence on the same day as the *Corporations Act 2001*.

1.0.02 Interpretation

- (1) In these Regulations, unless the contrary intention appears:

Act means the *Corporations Act 2001*.

ABN (Australian Business Number) has the meaning given by section 41 of the *A New Tax System (Australian Business Number) Act 1999*.

agent means a person appointed under subsection 601CG (1) of the Act.

Regulation 1.0.03

approved form, in relation to a provision of the Act or of these Regulations, means the form that is approved under paragraph 350 (b) of the Act for use for that provision.

benefit fund has the meaning given by section 16B of the *Life Insurance Act 1995*.

financial business means a business that:

- (a) consists of, or includes, the provision of financial services; or
- (b) relates wholly or partly to the provision of financial services.

form means an approved form or a prescribed form.

friendly society has the meaning given by section 16C of the *Life Insurance Act 1995*.

registration number means:

- (a) for a company — the number allotted to the company under paragraph 118 (1) (a) or 601BD (1) (a) of the Act; or
- (b) for a registered body — the number allotted to it under section 601CB or 601CE of the Act; or
- (c) for an auditor or a liquidator (including an official liquidator or a liquidator of a specified body corporate) — the number allotted to a person on registration of that person as an auditor or a liquidator.

superannuation scheme means a complying superannuation fund within the meaning of section 267 of the *Income Tax Assessment Act 1936*.

trustee in relation to a superannuation scheme, includes a person responsible for the administration and management of the scheme.

- (3) In these Regulations, a reference to a form by number is a reference to the form so numbered in Schedule 2.

1.0.03 Approved and prescribed forms

- (1) A form in Schedule 2 mentioned in an item in column 4 of Schedule 1 is prescribed for the provision of the Act, or of these Regulations, that is specified in the item in column 2.

Regulation 1.0.06

- (2) In a form, unless the contrary intention appears, a reference to a Chapter, Part, Division, section, subsection, paragraph or subparagraph is a reference to that Chapter, Part, Division, section, subsection, paragraph or subparagraph of the Act.

1.0.04 Directions and instructions in forms

A form must be completed in accordance with the directions and instructions specified in the form.

1.0.05 Documents and information required by forms

- (1) If a form requires:
- (a) the lodging of a document; or
 - (b) the giving of information:
 - (i) by completing the form in the prescribed manner; or
 - (ii) by supplying or completing another document;
- the document or information is taken to be the document or information required for the provision of the Act or of these Regulations for which the form is approved under paragraph 350 (b) of the Act or included in Schedule 2.
- (2) If the Act requires particulars to be provided by the giving of information in a form, the particulars included in the form are taken to be the particulars required:
- (a) if the form is an approved form — for the provision of the Act, except section 348 or 349, for which the form is approved under paragraph 350 (b) of the Act; and
 - (b) if the form is a prescribed form — for the provision of the Act for which the form is included in Schedule 2.

1.0.06 Annexures accompanying forms

- (1) In this regulation:
annexure includes a document that is with a form.
- (2) An annexure to a form must:
- (a) have an identifying mark; and

Regulation 1.0.07

- (b) be endorsed with the words:
‘This is the annexure of (*insert the number of pages*) pages marked (*insert an identifying mark*) mentioned in the (*insert a description of the form*) signed by (*insert ‘me’ or ‘us’*) and dated (*insert the date of signing*)’; and
 - (c) be signed by each person signing the form to which the document is annexed.
- (3) The pages in an annexure must be numbered consecutively.
- (4) If a form has a document annexed, the following particulars of the annexure must be written on the form:
- (a) the identifying mark; and
 - (b) the number of pages.

1.0.07 General requirements for documents

Unless ASIC otherwise approves, a document to be lodged must:

- (a) be on white or light pastel colour paper:
 - (i) of international A4 size; and
 - (ii) of medium weight and good quality; and
- (b) be clearly printed or written in black or dark blue in a manner that is permanent and will make possible a reproduction, by photographic, computerised or other electronic means that is satisfactory to ASIC; and
- (c) not be a carbon copy or a copy reproduced by any spirit duplication method; and
- (d) subject to paragraph (h), have margins of not less than 10 millimetres on all sides; and
- (e) if it comprises 2 or more sheets, be fastened together securely in the top left-hand corner; and
- (f) display on the first page of the document or, if the document is a single sheet, on that sheet:
 - (i) the ACN, ARBN or ARSN of the corporation or managed investment scheme or, if the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ACN, ARBN or ARSN — its ABN; and

Regulation 1.0.08

- (ii) the name of the corporation or managed investment scheme; and
- (iii) the title of the document; and
- (iv) the section number of the Act under which the document is being lodged; and
- (g) have the following information at the top left-hand of the first sheet:
 - (i) registered agent number (if any); and
 - (ii) lodging party or agent name; and
 - (iii) address; and
 - (iv) telephone number; and
 - (v) facsimile number (if any); and
 - (vi) DX number and applicable suburb or city (if any); and
- (h) at the top right-hand of the first sheet, have a blank space that measures 35 millimetres from the top of the page and 65 millimetres from the right-hand side of the page; and
- (j) if the document is a form relating to a no liability company, be completed by inserting the words 'No Liability' in place of the word 'Limited'; and
- (k) in the case of an unlimited company, have the word 'Limited' omitted; and
- (l) if the document contains maps or charts on which areas have been distinguished by colour, also distinguish those areas by hatching, numbering or lettering.

1.0.08 Information to accompany financial documents lodged for financial years

A document lodged under subsection 319 (1) of the Act for a financial year must be accompanied by the approved form setting out the following information:

- (a) if the disclosing entity is a company:
 - (i) the ACN of the company or, if the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ACN, the ABN of the company; and
 - (ii) the dates on which the financial year to which the document relates begins and ends; and

Regulation 1.0.09

- (iii) a statement of certification in accordance with regulation 1.0.16; or
- (b) if the disclosing entity is a body (other than a company):
 - (i) the ARBN of the body or, if the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ARBN, the ABN of the body; and
 - (ii) the dates on which the financial year to which the document relates begins and ends; and
 - (iii) a statement of certification in accordance with regulation 1.0.16; or
- (c) if the disclosing entity is a registered scheme:
 - (i) the ARSN of the scheme or, if the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ARSN, the ABN of the scheme; and
 - (ii) the dates of the beginning and end of the half-year to which the document relates; and
 - (iii) the name of the responsible entity of the scheme and the name of the scheme; and
 - (iv) a statement of certification in accordance with regulation 1.0.16.

1.0.09 Information to accompany financial documents etc lodged for half-years

A document lodged under section 320 of the Act for a half-year must be accompanied by the approved form setting out the following information:

- (a) if the disclosing entity is a company:
 - (i) the ACN of the company or, if the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ACN, the ABN of the company; and
 - (ii) the dates on which the half-year to which the document relates begins and ends; and
 - (iii) a statement of certification in accordance with regulation 1.0.16; or

Regulation 1.0.10

- (b) if the disclosing entity is a body (other than a company):
 - (i) the ARBN of the body or, if the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ARBN, the ABN of the body; and
 - (ii) the dates on which the half-year to which the document relates begins and ends; and
 - (iii) a statement of certification in accordance with regulation 1.0.16; or
- (c) if the disclosing entity is a registered scheme:
 - (i) the ARSN of the scheme or, if the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ARSN, the ABN of the scheme; and
 - (ii) the dates of the beginning and end of the half-years to which the document relates; and
 - (iii) the name of the responsible entity of the scheme and the name of the scheme; and
 - (iv) a statement of certification in accordance with regulation 1.0.16.

1.0.10 Continuous disclosure notices

A document lodged under section 1001B of the Act must be accompanied by Form 1003 setting out the following information:

- (a) if the disclosing entity is a body:
 - (i) the ACN or ARBN of the body or, if the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ACN or ARBN, the ABN of the body; and
 - (ii) a statement of certification in accordance with regulation 1.0.16; or
- (b) if the disclosing entity is a registered scheme:
 - (i) the ARSN of the scheme or, if the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ARSN, the ABN of the scheme; and
 - (ii) the name of the responsible entity of the scheme and the name of the scheme; and

Regulation 1.0.11

- (iii) a statement of certification in accordance with regulation 1.0.16.

1.0.11 Certain documents to be signed by personal representatives etc

Unless these Regulations state otherwise, a document relating to a corporation that is a proprietary company to which section 201F of the Act applies that does not have a director or secretary must be signed by the personal representative or trustee mentioned in that section.

1.0.12 Form of notice of resolution

A copy of a resolution lodged under subsection 136 (5), 157 (2), 162 (3), 246F (3), 254H (4), 254N (2), 256C (3), 260B (7), 461 (2), 491 (2), 506 (1B), 507 (11) or 510 (1A) of the Act must be set out in, or annexed to, a notice in accordance with the approved form.

1.0.13 Time for lodging documents

If:

- (a) a document must be lodged; and
- (b) the period within which the document must be lodged is not prescribed;

the document must be lodged:

- (c) if paragraph (d) does not apply — within one month; or
- (d) if the document is to be lodged by a foreign company and ASIC allows a further period because of special circumstances — that further period;

after the happening of the event to which the document relates.

1.0.14 Address of registered office or place of business

If notice must be given under these Regulations of:

- (a) the address of an office or a proposed office; or
- (b) the address of a place of business;

Regulation 1.0.17

of a corporation or a person, the notice must include:

- (c) if applicable, the number of the room in which; and
- (d) if applicable, the number of the floor or level on which;
and
- (e) the place in Australia in which;
the office or place of business is, or is to be, situated.

1.0.15 Affidavits and statements in writing

- (1) An affidavit or statement in writing must be sworn or made, on behalf of a corporation, by a director or a secretary of the corporation.
- (2) If an affidavit is sworn outside Australia, the affidavit is sufficient if it appears to be sworn in accordance with the requirements of the law of that place.

1.0.16 Certification and verification of certain documents

A document relating to a corporation or managed investment scheme that is to be certified or verified must be certified or verified in the approved form and signed by:

- (a) a director or secretary of the corporation, or of the responsible entity of the scheme, who resides in Australia or an external territory; or
- (b) an agent of the corporation or entity or, if the agent is a company, a director or secretary of the company who resides in Australia or an external territory.

1.0.17 Documents signed or sworn in accordance with the rules

- (1) A document that is signed in accordance with the rules is taken to have been signed in accordance with regulation 1.0.11.
- (2) An affidavit or statement that is sworn or made in accordance with the rules is taken to have been sworn or made in accordance with regulation 1.0.15.

Regulation 1.0.18

1.0.18 Prescribed provisions (Act s 53)

For section 53 of the Act, the following provisions of the Act are prescribed:

- (a) section 657A;
- (b) paragraph (c) of the definition of *associate* in section 9.

1.0.20 Copies of orders to be lodged

A person who obtains an order of the Court under or for:

- (c) subsection 266 (4); or
- (d) section 274; or
- (e) section 484; or
- (f) section 583; or
- (g) section 585; or
- (h) section 601ND; or
- (j) section 1322;

of the Act, must lodge an office copy of the order with ASIC.

1.0.21 Identification of lodged orders

If an order or copy of an order of a court is lodged with ASIC, it must be accompanied by a cover page in Form 105 identifying the legislative provision or other law under which the order was made and the nature of the order.

Part 1.1 Prescribed amounts

1.1.01 Prescribed amounts

The amount specified in an item in column 3 of Schedule 4 is prescribed in relation to the matter specified in the item in column 2.

Part 1.2 Interpretation

Division 1 Share ratio contracts

Subdivision A Preliminary

1.2.01 What is a share ratio contract?

- (1) For the purposes of this Part, a share ratio contract is an agreement under which:
- (a) a particular person will be under an obligation to pay, or will have a right to receive, an amount of money; and
 - (b) whether the obligation or right exists will depend on a state of affairs at a future time, where:
 - (i) the future time is worked out in accordance with the agreement; and
 - (ii) the state of affairs includes, in particular, a state of affairs relating to fluctuations in the relevant ratio; and
 - (c) the amount will be calculated in a manner specified in accordance with the agreement by reference to that state of affairs;
whether or not the agreement:
 - (d) has any other effect; or
 - (e) may be varied or discharged before that future time.
- (2) For subparagraph (1) (b) (ii), a relevant ratio is worked out in accordance with the ratio:

$$P : N$$

where:

P is the price or value of a particular share listed for quotation on the Exchange, expressed in cents; and

Regulation 1.2.03

N is the relevant level of 1 of the following indexes expressed as a number:

- (a) the Australian Stock Exchange All Ordinaries Share Price Index;
- (b) the Australian Stock Exchange Fifty Leaders Share Price Index;
- (c) the Australian Stock Exchange Twenty Leaders Share Price Index;
- (d) the Australian Stock Exchange All Industrials Share Price Index;
- (e) the Australian Stock Exchange All Resources Share Price Index;
- (f) the Australian Stock Exchange Gold Share Price Index.

Subdivision B Application of Chapters 6D and 7 of the Act to share ratio contracts

1.2.02 Relevant agreements — paragraph 92A (1) (b) of the Act

A share ratio contract is prescribed for paragraph 92A (1) (b) of the Act.

1.2.03 Application of Chapter 7 of the Act

- (1) Subject to subregulation (2) and regulations 1.2.04, 1.2.05 and 1.2.06, Chapter 7 of the Act applies to share ratio contracts as if:
 - (a) the contracts were securities; and
 - (b) a reference to the sale of securities by a person were a reference to the disposal by the person of a share ratio contract; and
 - (c) a reference to the purchase of securities by a person were a reference to the person:
 - (i) entering into; or

Regulation 1.2.03

- (ii) taking an assignment of;
a share ratio contract (whether or not on behalf of another person).

Note This subregulation is made under subsection 92A (2) of the Act.

- (2) For paragraph (1) (b), a person disposes of a share ratio contract if the person takes, or causes to be taken, action that closes out the share ratio contract (whether the action is taken on behalf of that person or of another person).

- (3) In this regulation:

bought position, in relation to a share ratio contract, means the position where, under the contract, a person has:

- (a) if the value of the contract at a particular future time is less, by a particular amount, than the value of the contract at a particular earlier time — an obligation to pay that amount; and
- (b) if the value of the contract at a particular future time is greater, by a particular amount, than the value of the contract at a particular earlier time — a right to receive that amount.

close out, in relation to a share ratio contract, means:

- (a) discharge the obligations of the person in the bought position, or sold position, under the share ratio contract as a result of the matching up of the share ratio contract with a share ratio contract of the same kind under which the person has assumed an offsetting sold position, or offsetting bought position, as the case may be; or
- (b) otherwise discharge the obligations of a party to the share ratio contract.

sold position, in relation to a share ratio contract, means the position where, under the contract, a person has:

- (a) if the value of the contract at a particular future time is greater, by a particular amount, than the value of the contract at a particular earlier time — an obligation to pay that amount; and

Regulation 1.2.07

- (b) if the value of the contract at a particular future time is less, by a particular amount, than the value of the contract at a particular earlier time— a right to receive that amount.

1.2.04 Application of Division 2A of Part 7.11 of the Act to share ratio contracts

Division 2A of Part 7.11 of the Act applies to a share ratio contract as if:

- (a) the definition of *securities* were omitted from subsection 1002A (1) of the Act; and
- (b) the contract were securities of a body corporate, where the shares of that body corporate are the shares to which the contract relates.

1.2.05 Application of certain provisions of Chapter 7 of the Act to share ratio contracts

Sections 997, 1001 and 1013 of the Act apply to a share ratio contract as if the contract were securities of a body corporate, where the shares of that body corporate are the shares to which the contract relates.

1.2.06 Application of Chapters 6D and 7 of the Act

- (1) Chapter 6D of the Act does not apply to a share ratio contract.
- (2) The following provisions of Chapter 7 of the Act do not apply to a share ratio contract:
 - (a) sections 775, 842, 843 and 844;
 - (b) Division 2 of Part 7.4;
 - (c) Part 7.13.

1.2.07 Restrictions on dealers in share ratio contracts

- (1) In this regulation and in regulation 1.2.08:
deal, in relation to share ratio contracts, has the meaning that it has under section 9 of the Act as if the contracts were securities.

Regulation 1.2.08

- (2) The holder of a dealers licence may deal in a share ratio contract on behalf of another person only if:
- (a) the holder:
 - (i) is a member of the Exchange; or
 - (ii) holds a futures brokers licence; or
 - (b) ASIC approves, in writing, the holder to deal in those contracts; or
 - (c) subject to regulation 1.2.09, regulation 8.3.02 applies to the dealing in the contract.

Note The terms *dealers licence* and *futures brokers licence* are defined in section 9 of the Act.

1.2.08 Restrictions on securities licensees in providing investment advice in relation to share ratio contracts

The holder of a securities licence may:

- (a) carry on an investment advice business in relation to a share ratio contract; or
- (b) hold himself or herself out as an investment adviser in relation to a share ratio contract;
only if:
- (c) the holder:
 - (i) is a member of the Exchange; or
 - (ii) holds a futures brokers licence or futures advisers licence; or
- (d) ASIC approves, in writing, the holder to carry on that business, or hold himself or herself out as an investment adviser, in relation to that contract; or
- (e) subject to regulation 1.2.09, regulation 8.3.02 applies to the dealing in the contract to which the business, or the holding out as an adviser, relates.

Note The terms *futures advisers licence*, *futures brokers licence*, *investment advice business*, *investment adviser* and *securities licence* are defined in section 9 of the Act.

**Subdivision C Application of Chapter 8 of the Act to
share ratio contracts**

1.2.09 Application of Part 8.3 for certain purposes

For paragraphs 1.2.07 (2) (c) and 1.2.08 (e), Part 8.3 of the Act is taken to apply to a dealing in a share ratio contract, being a dealing of a kind mentioned in either of those paragraphs, as if a reference to a futures brokers licence in subparagraph 8.3.02 (2) (a) (ii), (d) (iv), (e) (iii) or (f) (ii) of these Regulations were a reference to a dealers licence.

Note The terms *dealers licence* and *futures brokers licence* are defined in section 9 of the Act.

1.2.10 Application of Chapter 8 of the Act

- (1) Chapter 8 of the Act, other than the following provisions of that Chapter, does not apply to a share ratio contract:
 - (a) subject to subregulation (2) — sections 1137, 1138, 1205 to 1208 and 1210;
 - (b) Part 8.7 (except sections 1258 and 1267).

Note This subregulation is made under subsection 92A (2) of the Act.
- (2) For paragraph (1) (a):
 - (a) section 1207 applies as if paragraph 1207 (1) (a) were omitted; and
 - (b) section 1210 applies as if the words ‘in the prescribed form’ (in subparagraph 1210 (a) (iii)) were omitted.
- (3) The provisions of Chapter 8 of the Act specified in paragraphs (1) (a) and (b) apply to a dealing in a share ratio contract as if:
 - (a) a reference to a futures advice business were a reference to an investment advice business; and
 - (b) a reference to a futures broker were a reference to a dealer; and
 - (c) a reference to a futures exchange were a reference to a local stock exchange or an approved securities organisation; and
 - (d) a reference to a futures market were a reference to a stock market; and

Regulation 1.2.11

- (e) a reference to a clearing house for a futures market or a futures exchange were a reference to a body corporate that provides facilities for the registration of share ratio contracts acquired, or disposed of, on a stock market of a securities exchange.

Subdivision D Miscellaneous

1.2.11 Subsection 93 (7) of the Act not to apply in certain circumstances

Subsection 93 (7) of the Act does not apply, in relation to a share ratio contract, to a person who does an act that constitutes, or does acts that together constitute, a dealing in the contract.

Note This regulation is made under subsection 92A (2) of the Act.

Division 2 Deliverable bond futures contracts

Subdivision A Preliminary

1.2.12 What is a deliverable bond futures contract?

- (1) For the purposes of this Division, a deliverable bond futures contract is a standardised agreement under which a person has a Chapter 8 obligation to transfer, or to accept a transfer of, a particular quantity of 3 year, or 10 year, Treasury bonds or a chose in action representing the bonds:
 - (a) at a particular future time; and
 - (b) for a particular price, or a price to be calculated in a particular manner.
- (2) An agreement is a deliverable bond futures contract:
 - (a) whether or not the subject matter of the agreement is in existence; and
 - (b) whether or not the agreement has any other effect; and
 - (c) whether or not the agreement is capable of being varied or discharged before that future time; and

Regulation 1.2.13

- (d) if it appears likely at the time the agreement is entered into, having regard to all relevant circumstances (other than the respective intentions of the person in the sold position, and the person in the bought position, under the agreement), that:
- (i) the Chapter 8 obligation of the person in the sold position under the agreement to transfer bonds in accordance with that agreement will be discharged otherwise than by the person effecting the transfer; or
 - (ii) the Chapter 8 obligation of the person in the bought position under the agreement to accept transfer of the bonds in accordance with that agreement will be discharged otherwise than by the person accepting the transfer; or
 - (iii) the person in the sold position, or bought position, under the agreement will assume an offsetting bought position, or offsetting sold position, as the case may be, under another agreement of the same kind; and
- (e) whether the Chapter 8 obligation of a person in the sold position under the agreement to transfer bonds in accordance with that agreement is discharged by that person, or another person, effecting the transfer; and
- (f) whether or not the Chapter 8 obligation mentioned in paragraph (e) is discharged by the novation of a chose in action; and
- (g) whether or not a person in the bought position under the agreement receives a proprietary interest in a particular bond.

**Subdivision B Application of Chapters 6D and 7 of the
Act to deliverable bond futures
contracts**

1.2.13 Prescribed Chapter 8 agreement

A deliverable bond futures contract is prescribed for paragraph 72A (1) (b) of the Act.

Regulation 1.2.14

1.2.14 Application of Chapters 6D and 7 of the Act

Chapters 6D and 7 of the Act do not apply to a deliverable bond futures contract.

Subdivision C Application of Chapter 8 of the Act to deliverable bond futures contracts

1.2.15 Application of Chapter 8 of the Act

- (1) Subject to subregulation (2), Chapter 8 of the Act applies in relation to a deliverable bond futures contract as if it were a futures contract.
- (2) If a member of the Reserve Bank Information and Transfer System (known as RITS) transfers bonds which are the subject of a deliverable bond futures contract then, for the purposes of that transfer, Part 8.3 and sections 1206, 1207, 1209, 1210, 1234 and 1235 of the Act do not apply to that member.

Subdivision D Modifications of the Act applying in relation to deliverable bond futures contracts

1.2.16 Modification of section 9 of the Act

Section 9 of the Act is modified in relation to its application to deliverable bond futures contracts:

- (a) by omitting the definition of *bought position* and substituting:

bought position, in relation to a deliverable bond futures contract, means the position where, under the contract, a person has a Chapter 8 obligation to accept a transfer of a particular quantity of 3 year, or 10 year, Treasury bonds, or a chose in action representing the bonds, in accordance with the contract; and
- (b) by omitting the definition of *sold position* and substituting:

sold position, in relation to a deliverable bond futures contract, means the position where, under the contract, a

person has a Chapter 8 obligation to transfer a particular quantity of 3 year, or 10 year, Treasury bonds, or a chose in action representing the bonds, in accordance with the contract.

Note For the definitions of other terms used in this Division, see section 9 of the Act.

Division 3 Futures options over deliverable bond futures contracts

Subdivision A Preliminary

1.2.17 What is a futures option over a deliverable bond futures contract?

For the purposes of this Division:

- (a) a futures option over a deliverable bond futures contract is an option, or a Chapter 8 right, to assume a bought position, or a sold position, in relation to the contract:
 - (i) at a specified price or value; and
 - (ii) within a specified period; and
- (b) *deliverable bond futures contract* has the same meaning as in Division 2 of this Part.

Subdivision B Application of Chapters 6D and 7 of the Act to futures options over deliverable bond futures contracts

1.2.18 Prescribed Chapter 8 agreement

A futures option over a deliverable bond futures contract is prescribed for paragraph 72A (1) (b) of the Act.

1.2.19 Application of Chapters 6D and 7 of the Act

Chapters 6D and 7 of the Act do not apply to a futures option over a deliverable bond futures contract.

Regulation 1.2.20

**Subdivision C Application of Chapter 8 of the Act to
futures options over deliverable bond
futures contracts**

1.2.20 Application of Chapter 8 of the Act

Chapter 8 of the Act applies in relation to a futures option over a deliverable bond futures contract as if it were a futures contract.

Note For the definitions of terms used in this Division, see section 9 of the Act.

**Division 4 Deliverable share futures
contracts**

Subdivision A Preliminary

1.2.21 What is a deliverable share futures contract?

- (1) For the purposes of this Division, a deliverable share futures contract is a standardised agreement under which a person has a Chapter 8 obligation to transfer, or to accept a transfer of, a particular quantity of shares of a listed corporation:
 - (a) at a particular future time; and
 - (b) for a particular price, or a price to be calculated in a particular manner.
- (2) An agreement is a deliverable share futures contract:
 - (a) whether or not the subject matter of the agreement is in existence; and
 - (b) whether or not the agreement has any other effect; and
 - (c) whether or not the agreement is capable of being varied or discharged before that future time; and

Regulation 1.2.23

- (d) if it appears likely at the time the agreement is entered into, having regard to all relevant circumstances (other than the respective intentions of the person in the sold position, and the person in the bought position, under the agreement), that:
 - (i) the Chapter 8 obligation of the person in the sold position under the agreement to transfer shares in accordance with that agreement will be discharged otherwise than by the person effecting the transfer; or
 - (ii) the Chapter 8 obligation of the person in the bought position under the agreement to accept transfer of the shares in accordance with that agreement will be discharged otherwise than by the person accepting the transfer; or
 - (iii) the person in the sold position, or bought position, under the agreement will assume an offsetting bought position, or offsetting sold position, as the case may be, under another agreement of the same kind; and
- (e) whether the Chapter 8 obligation of a person in the sold position under the agreement to transfer shares in accordance with that agreement is discharged by that person, or another person, effecting the transfer.

Subdivision B Application of Chapters 6D and 7 of the Act to deliverable share futures contracts

1.2.22 Prescribed Chapter 8 agreement

A deliverable share futures contract is prescribed for paragraph 72A (1) (b) of the Act.

1.2.23 Application of Chapters 6D and 7 of the Act

- (1) Chapter 6D of the Act does not apply to a deliverable share futures contract.

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- (2) Chapter 7 of the Act, except Part 7.2A, subsection 979 (1) (as modified by regulation 1.2.26), sections 995 and 998, Division 2A of Part 7.11, Part 7.13 and section 1114, does not apply to a deliverable share futures contract.
- (3) However, Part 7.10 of the Act applies if a claim does not relate directly to a transfer of shares between the person in the bought position and the person in the sold position under a deliverable share futures contract.

Note For example, it is intended that if a dealer fraudulently or negligently uses shares held for a client to settle another client's deliverable share futures contract, the first-mentioned client may make a claim under Part 7.10.

Subdivision C Application of Chapter 8 of the Act to deliverable share futures contracts

1.2.24 Application of Chapter 8 of the Act

- (1) Subject to subregulation (2), Chapter 8 of the Act applies in relation to a deliverable share futures contract as if it were a futures contract.
- (2) Where a SCH participant deals in shares which are the subject of a deliverable share futures contract then, for the purposes of that dealing, Part 8.3 and sections 1206, 1207, 1209, 1210, 1234 and 1235 of the Act do not apply to that participant.

Subdivision D Modifications of the Act applying in relation to deliverable share futures contracts

1.2.25 Modification of section 9 of the Act

Section 9 of the Act is modified in relation to its application to deliverable share futures contracts:

- (a) by omitting the definition of *bought position* and substituting:
 '*bought position*, in relation to a deliverable share futures contract, means the position where, under the contract, a

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person has a Chapter 8 obligation to accept a transfer of shares in accordance with the contract;’; and

- (b) by omitting the definition of *sold position* and substituting:

‘*sold position*, in relation to a deliverable share futures contract, means the position where, under the contract, a person has a Chapter 8 obligation to transfer shares in accordance with the contract;’.

1.2.26 Modification of subsection 979 (1) of the Act

Subsection 979 (1) of the Act is modified, in its application to a deliverable share futures contract, by omitting all words after ‘The Board may’ and substituting ‘seek the assistance of the Sydney Futures Exchange to determine whether a claim against SEGC relates to a deliverable share futures contract.’.

1.2.27 Modification of Division 1 of Part 8.7 of the Act

In spite of section 1251 of the Act, for sections 1252 to 1257 (inclusive) of the Act, a deliverable share futures contract concerns a body corporate if the contract relates to shares of the body corporate.

Note For the definitions of other terms used in this Division, see section 9 of the Act.

Division 5 Futures options over deliverable share futures contracts

Subdivision A Preliminary

1.2.28 What is a futures option over a deliverable share futures contract?

For the purposes of this Division:

- (a) a futures option over a deliverable share futures contract is an option, or a Chapter 8 right, to assume a bought position, or a sold position, in relation to the contract:
- (i) at a specified price or value; and

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- (ii) within a specified period; and
- (b) *deliverable share futures contract* has the same meaning as in Division 4 of this Part.

Subdivision B Application of Chapters 6D and 7 of the Act to futures options over deliverable share futures contracts

1.2.29 Prescribed Chapter 8 agreement

A futures option over a deliverable share futures contract is prescribed for paragraph 72A (1) (b) of the Act.

1.2.30 Application of Chapters 6D and 7 of the Act

- (1) Chapter 6D of the Act does not apply to a futures option over a deliverable share futures contract.
- (2) Chapter 7, except Division 2A of Part 7.11, of the Act does not apply to a futures option over a deliverable share futures contract.

Subdivision C Application of Chapter 8 of the Act to futures options over deliverable share futures contracts

1.2.31 Application of Chapter 8 of the Act

Chapter 8 of the Act applies in relation to a futures option over a deliverable share futures contract as if it were a futures contract.

Subdivision D Modifications of the Act applying in relation to futures options over deliverable share futures contracts

1.2.32 Modification of Division 1 of Part 8.7 of the Act

In spite of section 1251 of the Act, for sections 1252 to 1257 (inclusive) of the Act, a futures option over a deliverable share

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futures contract concerns a body corporate if the contract relates to shares of the body corporate.

Note For the definitions of terms used in this Division, see section 9 of the Act.

Regulation 1.2A.01

Part 1.2A Disclosing entities

1.2A.01 Securities declared not to be ED securities

For section 111AJ of the Act, the following securities are declared not to be ED securities:

- (a) securities of a body that, under the listing rules of the Australian Stock Exchange Limited, is an exempt foreign entity; or
- (b) securities that are quoted on Australian Bloodstock Exchange Limited.

1.2A.02 Foreign companies issuing securities under foreign scrip offers etc exempt from disclosing entity provisions

- (1) For section 111AS of the Act, a foreign company is exempt from the disclosing entity provisions in respect of ED securities under section 111AG of the Act if:
 - (a) the company issues the securities in connection with a foreign takeover bid or foreign scheme of arrangement; and
 - (b) the securities issued are, at the time of issue, securities in a class of securities quoted on an approved foreign exchange; and
 - (c) the terms and conditions of the issue to citizens and Australian permanent residents are the same as those applying to each other person receiving securities that are in the same class; and
 - (d) the same notices, documents or other information (or, where applicable, an English translation of these) (modified, if necessary, to include any additional information for the purposes of complying with Chapter 6D of the Act) are given to Australian citizens or permanent residents as are given to each other person; and
 - (e) the notices, documents and other information are given to Australian citizens and permanent residents at the same

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time, or as soon as practicable after, they are given to those other persons; and

- (f) in relation to the issue — the company complies with all legislative and stock exchange requirements in the place in which is located:
 - (i) the approved foreign exchange; or
 - (ii) if more than one — the principal approved exchange;on which the company's securities are quoted.

(2) In this regulation:

approved foreign exchange includes:

- (a) American Stock Exchange Inc.;
- (b) New York Stock Exchange Inc.;
- (c) New Zealand Stock Exchange;
- (d) The Stock Exchange of Hong Kong Ltd;
- (e) Stock Exchange of Singapore Limited;
- (f) The Amsterdam Stock Exchange;
- (g) the Frankfurt Stock Exchange;
- (h) The International Stock Exchange of the United Kingdom and the Republic of Ireland Limited;
- (i) the Milan Stock Exchange;
- (j) the NASDAQ National Market;
- (k) the Paris Bourse;
- (l) the Tokyo Stock Exchange;
- (m) the Toronto Stock Exchange;
- (n) the Zurich Stock Exchange.

foreign scheme of arrangement means a compromise or arrangement that is subject to court approval under subsection 411 (6) of the Act, between:

- (a) a foreign company and a class of its creditors; or
- (b) a foreign company and a class of its members.

foreign takeover bid means a bid to acquire some or all of the securities of:

- (a) all holders of a class of securities of a foreign company; or

Regulation 1.2A.03

- (b) all holders of those securities except the bidder or the bidder and associates of the bidder.

1.2A.03 Foreign companies issuing securities under employee share scheme exempt from the disclosing entity provisions

- (1) For section 111AS of the Act, a foreign company is exempt from the disclosing entity provisions in respect of an offer of shares in the company for issue or sale:
- (a) that is made to employees of the company, or of an associated body corporate, under an employee share scheme; and
 - (b) in relation to which a disclosure document is lodged with ASIC.
- (2) Subregulation (1) is not affected by any action of an employee, the result of which is that another person who is not an employee acquires an interest in a share issued under the employee share scheme.
- (3) For this regulation:
- (a) an *employee share scheme* is a scheme under which a company offers for issue or sale shares (or options over issued shares) in the company only to a person who is a full-time or part-time director or employee of the company or of an associated body corporate when the offer is made; and
 - (b) a body corporate is an *associated body corporate* in relation to a foreign company if:
 - (i) the body corporate is related to the company within the meaning of section 50 of the Act; or
 - (ii) the body corporate is entitled to at least 20% of the voting shares of the company; or
 - (iii) the company is entitled to at least 20% of the voting shares of the body corporate.

Chapter 2A Registration of companies

Part 2A.1 Size of partnerships or associations (Act s 115 (2))

2A.1.01 Size of partnerships or associations

For paragraph 115 (1) (b) of the Act, the number prescribed for a kind of partnership or association is the number specified in the following table for that kind of partnership or association:

Kind of partnership or association	Number
Acturics, medical practitioners, patent attorneys, sharebrokers, stockbrokers or trade mark attorneys	50
Architects, pharmaceutical chemists or veterinary surgeons	100
Legal practitioners	400
Accountants	1 000

Part 2A.2 Change of place of registration of company (Act s 119A (3))

2A.2.01 Approval of application for change of place of registration

- (1) An application to ASIC for a change in the State or Territory in this jurisdiction in which a company is taken to be registered must be approved by a special resolution of the company.
- (2) A copy of the special resolution must be given to ASIC within 14 days after the day on which it is passed.

Regulation 2A.2.02

2A.2.02 Special resolution may be set aside by Court order

- (1) Within 28 days after the passing of a special resolution approving an application for a change in the State or Territory in this jurisdiction in which a company is taken to be registered, a member, or members, of the company having at least 10% of the votes capable of being cast on the special resolution may apply in writing to the Court to have the resolution set aside.
- (2) A member may, with the written consent of other members mentioned in subregulation (1), apply on their behalf to the Court under that subregulation.
- (3) The Court may order the special resolution to be set aside if the Court is satisfied that it would unfairly prejudice the applicant or applicants if the State or Territory in which the company is taken to be registered were changed in accordance with the resolution.
- (4) The company must give ASIC a copy of the Court order within 14 days after the day on which it is made.

2A.2.03 Application for change of place of registration

- (1) A company may, in accordance with a special resolution of the company, apply to ASIC for a change in the State or Territory in this jurisdiction in which the company is taken to be registered.
- (2) The application must be in accordance with the approved form.

2A.2.04 Change of place of registration

- (1) On application under regulation 2A.2.03, ASIC must alter the details of the company's registration to show the change in the State or Territory in this jurisdiction in which the company is taken to be registered if:
 - (a) the company has passed a special resolution approving the application for the change; and
 - (b) the Court has not made an order setting aside the special resolution; and

Regulation 2A.2.04

- (c) the relevant Minister of the State or Territory in which the company is taken to be registered has approved the change under subparagraph 119A (3) (a) (i) of the Act; and
 - (d) ASIC is not aware of any other reason why the change should not be made.
- (2) ASIC must not alter details of the company's registration until 28 days after the day on which the application was made.
 - (3) ASIC must give the company a new certificate of registration after it alters details of the company's registration.

Regulation 2B.6.01

Chapter 2B Basic features of a company

Part 2B.6 Names

2B.6.01 Availability of names (Act s 147)

- (1) For paragraphs 147 (1) (a) and (b) of the Act, the rules for ascertaining whether a name is identical with another name are the rules set out in Part 1 of Schedule 6.
- (2) For paragraph 147 (1) (c) of the Act, a name is unacceptable for registration under the regulations if it is unacceptable under the rules set out in Part 2 of Schedule 6.

2B.6.02 Consents required for use of certain letters, words and expressions

- (1) This regulation applies to a name if:
 - (a) the name:
 - (i) is the subject of an application for registration of a name under section 117 of the Act; or
 - (ii) is the subject of an application for reservation of a name under section 152 of that Act; or
 - (iii) for an application for a change of name under section 157 of the Act — is the name to which the previous name is to be changed; and
 - (b) the name is, uses or includes:
 - (i) letters, or a word or expression, specified in column 2 of an item in Part 4 or 5 of Schedule 6; or
 - (ii) other letters, or another word or expression (whether or not in English), that is of like import to the letters, word or expression specified in the item.

Regulation 2B.6.03

- (2) In paragraph (1) (b), a reference to letters, a word or an expression being used includes a reference to the letters, word or expression being used:
 - (a) as part of another word or expression; or
 - (b) in combination with other words or letters, or other symbols.
- (3) However, this regulation does not apply to use of the letters ADI as part of another word.

Example

The letters *adi* appear in the word *traditional*. This regulation does not apply to use of the word *traditional*.

- (4) If an item in Part 4 of Schedule 6 applies in relation to the name, the application must be accompanied by the written consent of the Minister who is specified in the item.
- (5) If an item in Part 5 of Schedule 6 applies in relation to the name, the application must be accompanied by the written consent of the public authority, instrumentality or agency that is specified in the item.

2B.6.03 Exemptions from requirement to set out name and ACN on certain documents (Act s 155)

For section 155 of the Act, the exemptions provided for in Schedule 7 apply in relation to the requirements of subsection 153 (2) of the Act.

Chapter 2C Registers

2C.1.01 Securities exchange (Act s 170 (3))

For subsection 170 (3) of the Act, *securities exchange* means one of the following:

- (a) Australian Stock Exchange Limited;
- (b) The Ballarat Stock Exchange;
- (c) The Bendigo Stock Exchange;
- (d) The Stock Exchange of Newcastle Limited.

2C.1.02 Form of notice (Act s 172 (2))

A notice to be lodged under subsection 172 (2) of the Act must be in the approved form.

Chapter 2D Officers

2D.1.02 Securities exchange (Act s 205G)

For subsection 205G (1) of the Act, *securities exchange* means one of the following:

- (a) Australian Stock Exchange Limited;
- (b) The Bendigo Stock Exchange;
- (c) The Stock Exchange of Newcastle Limited.

Chapter 2K Charges

Part 2K.2 Registration

2K.2.01 Lien or charge on crop, wool or stock mortgage that is a registrable security: prescribed law

For subsection 262 (5) of the Act, each of the following laws is a prescribed law of a State or Territory:

NEW SOUTH WALES

Parts II and III of the Liens on Crops and Wool and Stock Mortgages Act 1898

VICTORIA

Parts VII and VIII of the *Instruments Act 1958*

QUEENSLAND

Part II (being provisions that apply in relation to registration of instruments that are stock mortgages, liens upon crops and liens on wool) and Part IV (other than section 24) of the *Bills of Sale and Other Instruments Act 1955*
The Liens on Crops of Sugar Cane Act 1931

WESTERN AUSTRALIA

Sections 7 and 8 and Parts IX, X and XI of the *Bills of Sale Act 1899*

SOUTH AUSTRALIA

Liens on Fruit Act, 1923
Stock Mortgages and Wool Liens Act, 1924

TASMANIA

Sections 36 of the *Bills of Sale Act 1900*
Stock, Wool and Crop Mortgages Act 1930

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AUSTRALIAN CAPITAL TERRITORY

Parts IV and V of the *Instruments Act 1933*.

2K.2.02 Time period for the provisional registration of charges

For paragraph 265 (5) (b) of the Act, the period in which a certificate to the effect set out in paragraph 265 (4) (b) of the Act must be produced to ASIC is 90 days after the notice is lodged.

Chapter 2M Financial reports and audit

Regulation 2M.4.01

Part 2M.4 Auditor

2M.4.01 Notice of appointment of auditors

The responsible entity of a registered scheme must lodge a notice in the approved form telling ASIC of the appointment by the entity of an auditor of the scheme under section 331AB of the Act within 14 days of the appointment.

Regulation 2M.6.01

**Part 2M.6 Modification of the operation
of Chapter 2M of the Act**

2M.6.01 Modifications (Act s 343)

For section 343 of the Act, the operation of Chapter 2M of the Act is modified in accordance with this Part.

**2M.6.03 Financial reporting — Australian banks and life
offices**

The operation of Chapter 2M of the Act in relation to financial reporting in respect of Australian banks and life offices is modified in accordance with Schedule 5A.

Chapter 5 External administration

Part 5.1 Arrangements and reconstructions

5.1.01 Prescribed information for paragraph 411 (3) (b) and subparagraph 412 (1) (a) (ii) of the Act

- (1) For paragraph 411 (3) (b) and subparagraph 412 (1) (a) (ii) of the Act, unless ASIC otherwise allows, the explanatory statement must:
 - (a) for a proposed arrangement between a Part 5.1 body and its creditors, or a class of its creditors:
 - (i) state the matters set out; and
 - (ii) have annexed to it the reports and copies of documents mentioned;
in Part 2 of Schedule 8; and
 - (b) for a proposed arrangement between a Part 5.1 body and its members, or a class of its members, other than a proposed arrangement mentioned in paragraph (c):
 - (i) state the matters set out; and
 - (ii) have annexed to it the reports and copies of documents mentioned;
in Part 3 of Schedule 8; and
 - (c) for a proposed arrangement between a Part 5.1 body and its members, or a class of its members, in relation to the reconstruction of a corporation, or the amalgamation of 2 or more corporations, if:
 - (i) the whole or part of the undertaking or of the property of a corporation is to be transferred to a trustee to be held beneficially on behalf of the unit holders of the trust; or
 - (ii) the shares in the corporation that are held by members are to be cancelled and control is to pass to

Regulation 5.1.02

a trustee to be held on behalf of a unit holder of the trust;

state the matters set out and have annexed to it the documents and, if the trustee of that business operates no other business in relation to that trust, the reports mentioned, in Part 4 of Schedule 8.

- (2) For the purposes of Schedule 8, *securities exchange* means Australian Stock Exchange Limited.

5.1.02 Giving notice under subsection 414 (2) or (9) of the Act

A notice under subsection 414 (2) or (9) of the Act must be given to a person:

- (a) by personal delivery; or
- (b) by prepaid post to the person's address shown in the books of the transferor company.

Regulation 5.2.01

**Part 5.2 Receivers, and other
 controllers, of corporations**

**5.2.01 Controller's notice to owner or lessor of property —
 how given**

A notice under subsection 419A (3) of the Act must be given to the owner or lessor, as the case may be, by personal delivery or by prepaid post to the owner's or lessor's usual place of residence or business or the place of residence or business last known to the controller.

5.2.01 Certified copies of reports

A copy of:

- (a) a report that must be lodged; and
- (b) a certificate or other document annexed to that report;
must be certified in writing to be a true copy by:
- (c) for a copy lodged for paragraph 429 (2) (c) of the Act —
the controller of property of the corporation; or
- (f) for a copy lodged for subsection 475 (7) of the Act — by
the liquidator or provisional liquidator of the company.

Regulation 5.3A.01

Part 5.3A Administration of a company's affairs with a view to executing a deed of company arrangement

5.3A.01 Administrator's notice of ending of administration

- (1) If the administration of a company ends on the happening of an event of a kind mentioned in subsection 435C (2) or (3) of the Act, the administrator of the company or of the deed of company arrangement (as the case may be) must lodge a notice of the happening of the event and the ending of the administration of the company as soon as practicable after the event.
- (2) Subregulation (1) does not apply if a notice of the happening of the event is lodged in accordance with the Act or a provision of these regulations other than this regulation.

5.3A.02 Administrator to specify voidable transactions in statement

The administrator of a company under administration, in setting out his or her opinions in a statement mentioned in paragraph 439A (4) (b) of the Act, must specify whether there are any transactions that appear to the administrator to be voidable transactions in respect of which money, property or other benefits may be recoverable by a liquidator under Part 5.7B of the Act.

5.3A.03 Administrator to lodge notice of appointment

If an administrator is appointed under subsection 436E (4), subsection 444A (2), section 449B, subsection 449C (1), (4) or (6), or subsection 449D (1) or (2), of the Act, the administrator must lodge a notice of the appointment before the end of the next business day after the appointment.

Regulation 5.3A.07

5.3A.04 Notice of change of administrator's address

An administrator of a company under administration or of a deed of company arrangement must, within 14 days after a change in the location of the administrator's office, lodge notice of the change.

5.3A.05 Administrator's notice to owner or lessor of property — how given

A notice under subsection 443B (3) of the Act must be given to the owner or lessor, as the case may be, by personal delivery or by prepaid post to the owner's or lessor's usual place of residence or business or the place of residence or business last known to the administrator.

5.3A.06 Provisions included in deed of company arrangement

For subsection 444A (5) of the Act, the prescribed provisions are those set out in Schedule 8A.

5.3A.07 Administrator becomes liquidator — additional cases

- (1) For subsection 446B (1) of the Act, a company that has executed a deed of company arrangement is taken to have passed a special resolution under section 491 that the company be wound up voluntarily:
 - (a) if the Court at a particular time makes an order under section 445D of the Act terminating the deed of company arrangement; or
 - (b) if the deed of company arrangement specifies circumstances in which the deed is to terminate and the company is to be wound up — if those circumstances exist at a particular time.
- (2) The company is taken to have passed the special resolution:
 - (a) at the time mentioned in paragraph (1) (a) or (b), as the case may be; and
 - (b) without a declaration having been made and lodged under section 494 of the Act.

Regulation 5.3A.07

- (3) Section 497 of the Act is taken to have been complied with in relation to the winding up.
- (4) For subsection 499 (1) of the Act:
- (a) the company is taken to have nominated the administrator of the deed of company arrangement to be liquidator for the purposes of the winding up; and
 - (b) the creditors are taken not to have nominated anyone.
- (5) The liquidator must:
- (a) within 7 days after the day on which the company is taken to have passed the resolution, lodge a written notice stating that the company is taken because of this regulation to have passed such a resolution and specifying that day; and
 - (b) cause a notice of that kind to be published, within 21 days after that day:
 - (i) in a national newspaper; or
 - (ii) in each State or Territory in which the company has its registered office or carries on business, in a daily newspaper that circulates generally in that jurisdiction.
- (6) Section 482 of the Act applies in relation to the winding up as if it were a winding up in insolvency or by the Court.
- Note* Section 482 of the Act empowers the Court to stay or terminate a winding up and to give consequential directions.
- (7) An application under section 482 of the Act as applying because of subregulation (6) may be made:
- (a) despite subsection 499 (4) of the Act, by the company pursuant to a resolution of the board; or
 - (b) by the liquidator; or
 - (c) by a creditor; or
 - (d) by a contributory.

Regulation 5.3A.09

5.3A.08 Publication of notice of failure to execute instrument of deed

For paragraph 450C (b) of the Act, a notice under paragraph 450C (a) of the Act must be published:

- (a) in a national newspaper; or
- (b) in each State or Territory in which the company has its registered office or carries on business, in a daily newspaper that circulates generally in that jurisdiction.

5.3A.09 Publication of notice of termination of deed by creditors

For paragraph 450D (c) of the Act, a notice under paragraph 450D (a) of the Act must be published:

- (a) in a national newspaper; or
- (b) in each State or Territory in which the company has its registered office or carries on business, in a daily newspaper that circulates generally in that jurisdiction.

Regulation 5.4.01

Part 5.4 Winding up in insolvency

5.4.01 Application to Court for winding up — prescribed agency

The Australian Prudential Regulation Authority is a prescribed agency for paragraph 459P (1) (g) of the Act.

Part 5.6 Winding up generally

5.6.01 Matters for entry in liquidator's or provisional liquidator's books

For section 531 of the Act, the prescribed matters are those that are required to give a complete and correct record of the liquidator's or provisional liquidator's administration of the company's affairs.

5.6.02 Inspection of books kept under section 531 of the Act

The liquidator or provisional liquidator must ensure that the books kept under section 531 of the Act are available at his or her office for inspection in accordance with that section.

5.6.06 Payment into liquidator's general account

A liquidator must:

- (a) unless otherwise directed by the Court or the committee of inspection — open a bank account to be known as the liquidator's general account; and
- (b) pay into that account all money received by the liquidator not later than 7 days after it has been received.

5.6.07 Deposit of securities

A liquidator must deposit in the bank with which the liquidator's general account was opened:

- (a) the bills; and
- (b) the notes; and
- (c) any other securities;

payable to the company or the liquidator as soon as possible after they are received by the liquidator.

Regulation 5.6.08

5.6.08 Delivery of securities

All bills, notes or other securities deposited in a bank in accordance with regulation 5.6.07 must be delivered out on the signed request of the liquidator.

5.6.09 Special bank account

- (1) The Court may give directions regarding the payment, deposit or custody of:
 - (a) money; and
 - (b) bills, notes or other securities;that are payable to, or into the possession of, a liquidator.
- (2) If an application is made to the Court to authorise the liquidator to make payments into and out of a special bank account, the Court may:
 - (a) authorise the payments for the time and on the terms as it thinks fit; and
 - (b) if the Court thinks that the account is no longer required — at any time order it to be closed.
- (3) An office copy of an order under subregulation (2) must be served by the liquidator on the bank with which the special bank account has been opened.

5.6.10 Payments out of liquidator's general account

- (1) All payments out of the liquidator's general account must be made by cheque.
- (2) A cheque to which subregulation (1) refers must:
 - (a) have the name of the company marked or written on the face of it; and
 - (b) be signed by the liquidator.

Regulation 5.6.12

5.6.11 Application

- (1) In regulations 5.6.12 to 5.6.57, unless the contrary intention appears:
proof of debt or claim includes a statement of particulars of a debt or claim submitted in accordance with regulation 5.6.39, as well as a formal proof of debt or claim.
- (2) Subject to subregulation (3), regulations 5.6.12 to 5.6.36A apply to the convening and conduct of, and voting at:
 - (a) a meeting convened under Part 5.3A, 5.4, 5.4B, 5.5 or 5.6 of the Act that is:
 - (i) a meeting of members, creditors or contributories of a company; or
 - (ii) a joint meeting of creditors and members of a company; or
 - (iii) a meeting of a committee of inspection; or
 - (iv) a meeting of a committee of creditors; and
 - (b) a meeting of creditors of a company held under a deed of company arrangement.
- (3) Regulations 5.6.12 to 5.6.36A do not apply to:
 - (a) a meeting of the directors of a company; or
 - (b) a meeting of the members of a company, other than a meeting mentioned in paragraph (2) (a); or
 - (c) if those regulations are inconsistent with a particular requirement of the Act, these Regulations or the rules — a meeting mentioned in paragraph (2) (a) or (b).

5.6.12 Notice of meeting

- (1) The convenor of a meeting must give notice in writing of the meeting to every person appearing on the company's books or otherwise to be:
 - (a) in the case of a meeting mentioned in subparagraph 5.6.11 (2) (a) (i) — a member, creditor or contributory of the company; or
 - (b) in the case of a meeting mentioned in subparagraph 5.6.11 (2) (a) (ii) — a member or creditor of the company; or

Regulation 5.6.12

- (c) in the case of a meeting mentioned in subparagraph 5.6.11 (2) (a) (iii) — a member of the committee of inspection; or
 - (d) in the case of a meeting mentioned in subparagraph 5.6.11 (2) (a) (iv) — a member of the committee of creditors; or
 - (e) in the case of a meeting mentioned in paragraph 5.6.11 (2) (b) — a creditor of the company.
- (2) The notice must be given to a person:
- (a) by delivering it personally; or
 - (b) by sending it to the person by prepaid post; or
 - (c) if the person has a facsimile transmission number to which notices may be sent to the person — by faxing it to the person at that number; or
 - (d) if the person has a document exchange number to which notices may be sent to the person — by lodging it with the exchange at, or for delivery to, the person's receiving facilities identified by that number.
- (3) The notice must be given not less than 14 days before the day of the meeting, except:
- (a) in the case of a meeting of creditors under section 436E, 439A or 445F, or subsection 449C (4), of the Act; or
 - (b) as provided by subregulation (4) or (5).
- (4) If a liquidator thinks it appropriate, he or she may convene a meeting of a committee of inspection by giving less than 14 days' notice of the meeting in accordance with subregulations (1) and (2).
- (5) If the administrator of a company under administration thinks it appropriate, he or she may convene a meeting of a committee of creditors by giving less than 14 days' notice of the meeting in accordance with subregulations (1) and (2).
- (6) The notice mentioned in subregulation (1) must be:
- (a) if convening a meeting of creditors under subsection 496 (1) of the Act — in accordance with Form 521; or
 - (b) if convening a meeting of creditors under section 436E of the Act — in accordance with Form 529A; or

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- (c) in any other case — in accordance with Form 529.
- (7) A notice of a joint meeting of the creditors and members of a company must be sent to the creditors of the company at the same time as it is sent to the members of the company.
- (8) A notice to a creditor must be sent by the person convening the meeting:
 - (a) to the address given by the creditor in his or her proof of debt or claim; or
 - (b) if the creditor has not lodged a proof, to the address given in the report on the affairs of the company; or
 - (c) to any other address known to the person.
- (9) A notice of a meeting must be sent by the convenor of the meeting:
 - (a) to the address given in the company's books as the address of that person; or
 - (b) to any other address known to the person convening the meeting.

5.6.13 Proof of notice

A statement in writing in accordance with Form 530 by:

- (a) the person convening a meeting; or
- (b) a person acting on his or her behalf;

that notice of the meeting was sent by prepaid post is, in the absence of evidence to the contrary, sufficient proof of the notice having been sent to a person at the address specified for that person in that notice.

5.6.13A If telephone conference facilities are available

If telephone conference facilities are expected to be available at the place where the meeting is to be held and the convenor of the meeting considers that, having regard to all the circumstances, it will be appropriate to use those facilities, the notice of the meeting must:

- (a) set out the relevant telephone number; and

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- (b) indicate that a person, or the proxy or attorney of a person, who wishes to participate in the meeting by telephone must give to the convenor, not later than the second-last working day before the day on which the meeting is to be held, a written statement setting out:
 - (i) the name of the person and of the proxy or attorney (if any); and
 - (ii) an address to which notices to the person, proxy or attorney may be sent; and
 - (iii) a telephone number at which the person, proxy or attorney may be contacted; and
 - (iv) any facsimile transmission number to which notices to the person, proxy or attorney may be sent; and
- (c) indicate that a person, or the proxy or attorney of a person, who participates in the meeting by telephone must pay any costs incurred by the person, proxy or attorney in participating and is not entitled to be reimbursed for those costs from the assets of the company.

5.6.13B Persons, or their proxies or attorneys, participating by telephone

- (1) If a person, or a person's proxy or attorney, who wishes to participate in a meeting by means of telephone conference facilities, has given the convenor of the meeting a statement in accordance with regulation 5.6.13A, the convenor must take all reasonable steps to ensure that the person, or the person's proxy or attorney, is contacted before the start of the meeting on the telephone number provided by that person.
- (2) If the person, proxy or attorney is contacted, the convenor must take all reasonable steps to ensure that the person, proxy or attorney can hear the proceedings, and can be heard, by means of those facilities, so that the person, proxy or attorney can participate in the meeting.
- (3) A person who, or whose proxy or attorney, participates in the meeting by telephone in accordance with this regulation is taken to be present in person at the meeting.

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5.6.14 Time and place of meeting

- (1) The convenor of a meeting must convene the meeting at the time and place that he or she thinks are most convenient for the majority of persons entitled to receive notice of the meeting.
- (2) The convenor must give not less than 7 days' notice of the time and place of the meeting, except in the case of:
 - (a) a meeting of creditors under section 436E, 439A or 445F, or subsection 449C (4), of the Act; or
 - (b) a meeting of a committee of creditors; or
 - (c) a meeting of a committee of inspection.

5.6.14A Advertisement of a meeting

The convenor of a meeting must advertise the meeting in each State, Territory and excluded Territory in which the company carries on business, or has carried on business at any time during the 2 years immediately before the day of the meeting, in a daily newspaper circulating generally in that State, Territory or excluded Territory.

5.6.14B Meetings not convened in accordance with regulations

A meeting may be held if all the persons who are entitled to be present at, and to vote at, the meeting agree, even if it has not been convened in accordance with these regulations.

5.6.15 Costs of convening meetings of creditors etc

- (1) A person (other than a liquidator or administrator of a company under administration or of a deed of company arrangement) at whose request a meeting of creditors or contributories is convened must:
 - (a) if the liquidator or administrator requires a security for the payment of costs before the meeting is convened — deposit with the liquidator or administrator a sum of money; and
 - (b) pay the costs of convening the meeting.

Regulation 5.6.16

- (2) The costs of convening a meeting of a committee of inspection or a committee of creditors must be repaid out of the assets of the company to the person causing it to be convened if:
- (a) the Court so orders; or
 - (b) the committee by resolution so directs.

5.6.16 Quorum

- (1) Subject to subregulation (3), a meeting must not act for any purpose except:
- (a) the election of a chairperson; and
 - (b) the proving of debts; and
 - (c) the adjournment of the meeting;
- unless a quorum is present.
- (2) A quorum consists of:
- (a) if the number of persons entitled to vote exceeds 2 — at least 2 of those persons; or
 - (b) if only one person is, or 2 persons are, entitled to vote — that person or those persons;
- present in person or by proxy or attorney.
- (3) A meeting is sufficiently constituted if only one person is present in person at the meeting if the person represents personally or by proxy or otherwise a number of persons sufficient to constitute a quorum.
- (4) If within 30 minutes after the time appointed for a meeting:
- (a) a quorum is not present; or
 - (b) the meeting is not otherwise sufficiently constituted;
- the meeting is adjourned:
- (c) to the same day in the next week at the same time and place; or
 - (d) to the day (not being less than 7 or more than 21 days after the day on which the meeting is adjourned) and at the time and place that the chairperson appoints.

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- (5) A meeting convened under section 439A of the Act must not be adjourned to a day that is more than 60 days after the first day on which the meeting was held.
- (6) The convenor of the meeting, or a person nominated by the convenor, must immediately give notice of the adjournment to the persons to whom notice of the meeting must be given under regulation 5.6.12.
- (7) A meeting on the date and at the place to which the meeting is adjourned is not to be taken to be incompetent to act only because of a failure to comply with subregulation (6) unless the Court, on the application of the convenor of the meeting, or of a creditor or contributory, otherwise declares.
- (8) If within 30 minutes after the time appointed for the adjourned meeting:
 - (a) a quorum is not present; or
 - (b) the meeting is not otherwise sufficiently constituted;the adjourned meeting lapses.

5.6.17 Chairperson

- (1) If a meeting is convened by:
 - (a) a liquidator; or
 - (b) a provisional liquidator; or
 - (c) an administrator of the company under administration or of a deed of company arrangement;that person, or a person nominated by that person, must chair the meeting.
- (2) In any other case, the persons present and entitled to vote at a meeting must elect one of their number to be chairperson of the meeting.

5.6.18 Adjournment of meeting

- (1) The chairperson of a meeting:
 - (a) if so directed by the meeting — must; or

Regulation 5.6.19

- (b) with the consent of the meeting — may; adjourn the meeting from time to time and from place to place.
- (2) A meeting convened under section 439A of the Act must not be adjourned to a day that is more than 60 days after the first day on which the meeting was held.
- (3) An adjourned meeting must be held at the place of the original meeting unless:
 - (a) the resolution for adjournment specifies another place; or
 - (b) the Court otherwise orders; or
 - (c) the liquidator or provisional liquidator, or the administrator of a company under administration or of a deed of company arrangement, otherwise orders; or
 - (d) the place of the original meeting is unavailable, in which case the chairperson may appoint another place.

5.6.19 Voting on resolutions

- (1) A resolution put to the vote of a meeting must be decided on the voices unless, subject to subregulation (5), a poll is demanded, before or on the declaration of the result of the voices:
 - (a) by the chairperson; or
 - (b) by at least 2 persons present in person, by proxy or by attorney and entitled to vote at the meeting; or
 - (c) by a person present in person, by proxy or by attorney and representing not less than 10% of the total voting rights of all the persons entitled to vote at the meeting; or
 - (d) in the case of a meeting of members — by a member or members holding shares in the company conferring a right to vote at a meeting, being shares on which the total sum paid up is not less than 10% of the total sum paid up on all the shares conferring that right.
- (2) Unless a poll is demanded, the chairperson must declare that a resolution has been:
 - (a) carried; or
 - (b) carried unanimously; or
 - (c) carried by a particular majority; or

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- (d) lost;
on the voices.
- (3) A declaration is conclusive evidence of the result to which it refers, without proof of the number or proportion of the votes recorded in favour of or against the resolution, unless a poll is demanded.
- (4) A demand for a poll may be withdrawn.
- (5) A vote taken at a joint meeting of creditors and members of a company must be decided on the voices.
- (6) If a creditor of a company, by contract, surrenders or limits all or some of his or her rights to vote at a meeting of creditors, then the creditor must not vote except in accordance with the contract and any vote which is not in accordance with the contract will not be counted.

5.6.20 Taking a poll

- (1) Subject to subregulation (2), if a poll is demanded:
 - (a) the manner in which it is to be taken; and
 - (b) the time at which it is to be taken;must be determined by the chairperson.
- (2) A poll demanded on the election of a chairperson or on a question of adjournment must be taken at once.

5.6.21 Carrying of resolutions after a poll has been demanded at a meeting of creditors

- (1) This regulation applies to a poll taken at a meeting of creditors.
- (2) A resolution is carried if:
 - (a) a majority of the creditors voting (whether in person, by attorney or by proxy) vote in favour of the resolution; and
 - (b) the value of the debts owed by the corporation to those voting in favour of the resolution is more than half the total debts owed to all the creditors voting (whether in person, by proxy or by attorney).

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- (3) A resolution is not carried if:
 - (a) a majority of creditors voting (whether in person, by proxy or by attorney) vote against the resolution; and
 - (b) the value of the debts owed by the corporation to those voting against the resolution is more than half the total debts owed to all creditors voting (whether in person, by proxy or by attorney).
- (4) If no result is reached under subregulation (2) or (3), then:
 - (a) the person presiding at the meeting may exercise a casting vote in favour of the resolution, in which case the resolution is carried; or
 - (b) the person presiding at the meeting may exercise a casting vote against the resolution, in which case the resolution is not carried.
- (5) In this regulation
creditor includes a debenture holder.

5.6.22 Carrying of resolution after a poll has been demanded at a meeting of contributories or members

- (1) This regulation applies to a poll taken at a meeting of contributories or members.
- (2) In counting the majority on a poll demanded on the question that a resolution be carried, regard must be made to:
 - (a) the number of votes cast for or against the resolution; and
 - (b) the number of votes to which each member is entitled by the Act or the articles of the company.
- (3) The chairperson of the meeting has a casting vote in addition to his or her deliberative vote.

5.6.23 Creditors who may vote

- (1) A person is not entitled to vote as a creditor at a meeting of creditors unless:
 - (a) his or her debt or claim has been admitted wholly or in part by the liquidator or administrator of a company under administration or of a deed of company arrangement; or

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- (b) he or she has lodged, with the chairperson of the meeting or with the person named in the notice convening the meeting as the person who may receive particulars of the debt or claim:
 - (i) those particulars; or
 - (ii) if required — a formal proof of the debt or claim.
- (2) A creditor must not vote in respect of:
 - (a) an unliquidated debt; or
 - (b) a contingent debt; or
 - (c) an unliquidated or a contingent claim; or
 - (d) a debt the value of which is not established; unless a just estimate of its value has been made.
- (3) A creditor must not vote in respect of:
 - (a) a debt or a claim on or secured by:
 - (i) a bill of exchange; or
 - (ii) a promissory note; or
 - (iii) any other negotiable instrument or security; held by the creditor unless he or she is willing:
 - (b) to treat the liability to him or her on the instrument or security of a prescribed person as a security in his or her hands; or
 - (c) to estimate its value; and
 - (d) for the purposes of voting (but not for the purposes of dividend), to deduct it from his or her debt or claim.
- (4) For paragraph 5.6.23 (3) (b), a prescribed person is a person whose liability is mentioned in paragraph 5.6.23 (3) (a) who:
 - (a) is liable to the company directly; or
 - (b) may be liable to the company on the default of another person with respect to the liability; at the time of voting, but who is not:
 - (c) an insolvent under administration; or
 - (d) a person against whom a winding up order is in force.

Regulation 5.6.24

5.6.24 Votes of secured creditors

- (1) For the purposes of voting, a secured creditor must state in the creditor's proof of debt or claim:
 - (a) the particulars of his or her security; and
 - (b) the date when it was given; and
 - (c) the creditor's estimate of the value of the security; unless he or she surrenders the security.
- (2) A creditor is entitled to vote only in respect of the balance, if any, due to him or her after deducting the value of his or her security as estimated by him or her in accordance with regulation 5.6.41.
- (3) If a secured creditor votes in respect of his or her whole debt or claim, the creditor must be taken to have surrendered his or her security unless the Court on application is satisfied that the omission to value the security has arisen from inadvertence.
- (4) This regulation does not apply to a meeting of creditors convened under Part 5.3A of the Act.

5.6.26 Admission and rejection of proofs for purposes of voting

- (1) The chairperson of a meeting has power to admit or reject a proof of debt or claim for the purposes of voting.
- (2) If the chairperson is in doubt whether a proof of debt or claim should be admitted or rejected, he or she must mark that proof as objected to and allow the creditor to vote, subject to the vote being declared invalid if the objection is sustained.
- (3) A decision by the chairperson to admit or reject a proof of debt or claim for the purposes of voting may be appealed against to the Court within 14 days after the decision.

5.6.27 Minutes of meeting

- (1) The chairperson must, within the period specified in subregulation (6):
 - (a) cause minutes of the proceedings to be drawn up and entered in a record kept for the purpose; and

Regulation 5.6.27

- (b) sign the minutes after they have been entered in the record.
- (2) A record of the persons present in person, by proxy or by attorney at a meeting must be prepared and kept:
- (a) if the meeting is of members or contributories — in accordance with Form 531A; and
 - (b) if the meeting is of creditors or debenture holders — in accordance with Form 531B; and
 - (c) if the meeting is of a committee of inspection or a committee of creditors — in accordance with Form 531C.
- (3) The chairperson at a meeting (other than a meeting of holders of debentures) must lodge a copy of the minutes of the meeting certified by him or her to be a true copy within the period specified in subregulation (6).
- (4) If the chairperson:
- (a) dies without having signed the minutes as required by subregulation (1), or without having lodged a certified copy of the minutes as required by subregulation (3); or
 - (b) becomes incapable, whether through illness or other cause, of signing the minutes as required by subregulation (1), or of lodging a certified copy of the minutes as required by subregulation (3);
- the convenor of the meeting, if he or she attended the meeting, or a creditor, member or contributory who attended the meeting, may sign the minutes as required by subregulation (1) and may certify and lodge a copy of the minutes as required by subregulation (3).
- (5) The administrator of a company under administration or of a deed of company arrangement, after a meeting of creditors, must cause:
- (a) the minutes; and
 - (b) the record of persons present at the meeting;
- prepared in accordance with this regulation to be made available for inspection by creditors or members at the registered office or principal place of business of the company in this jurisdiction.

Regulation 5.6.28

- (6) The liquidator must cause:
 - (a) the minutes; and
 - (b) the record of persons present at the meeting;
prepared under this regulation to be made available at the principal place at which he or she practises, for inspection by creditors or contributories.
- (7) For subregulations (1) and (3), the specified period is:
 - (a) for a meeting other than a meeting convened under section 436E or 439A of the Act — 1 month after the end of the meeting; or
 - (b) for a meeting convened under section 436E or 439A of the Act — 14 days after the end of the meeting.

5.6.28 Appointment of proxies

- (1) A person entitled to attend and vote at a meeting may appoint a natural person over the age of 18 years as his or her proxy to attend and vote at the meeting.
- (2) Subject to subregulation (3) and to regulation 5.6.30, a proxy appointed under this regulation has the same right to speak and vote at the meeting as the person who appointed the proxy.
- (3) A person claiming to be the proxy of a person entitled to attend and vote at a meeting is not entitled to speak or vote as proxy at the meeting (except in relation to the election of a chairperson) unless the instrument of appointment of the proxy, as required by regulation 5.6.29, or a facsimile copy of the instrument, has been lodged with the person named in the notice convening the meeting as the person who is to receive the instrument, or with the chairperson.

5.6.29 Form of proxies

- (1) The appointment of a person as a proxy must be by an instrument in accordance with Form 532.
- (2) The person appointing the proxy must sign the instrument of proxy, or, if incapable of writing, attach his or her mark to it.

Regulation 5.6.31A

- (3) The proxy of a person who is blind or incapable of writing must not be accepted unless:
- (a) the person attaches his or her signature or mark to the instrument appointing the proxy after it has been completed; and
 - (b) the instrument is read to him or her by a witness to his or her signature or mark (not being the person nominated as proxy) who completes the certificate of witness set out in Form 532.

5.6.30 Instruments of proxy

An instrument appointing a proxy may specify the manner in which the proxy is to vote on a particular resolution, and the proxy is not entitled to vote on the resolution except as specified in the instrument.

5.6.31 Proxy forms to accompany notice of meetings

A person convening a meeting must:

- (a) send a form of proxy with each notice of the meeting; and
- (b) ensure that neither the name or description of any person is printed or inserted in the body of the form of proxy before it is sent out.

5.6.31A Person may attend and vote by attorney

- (1) A person entitled to attend and vote at a meeting may attend and vote at a meeting by his or her attorney.
- (2) A person claiming to be the attorney of a person entitled to attend and vote at a meeting is not entitled to speak or vote as attorney at the meeting (except in relation to the election of a chairperson) unless:
 - (a) the instrument by which the person was appointed as attorney has been produced to the chairperson; or
 - (b) the chairperson is otherwise satisfied that the person claiming to be the attorney of the person entitled to vote is the duly authorised attorney of that person.

Regulation 5.6.32

5.6.32 Liquidator etc may act as proxy

A person may appoint:

- (a) the liquidator; or
 - (b) the provisional liquidator; or
 - (c) the administrator of a company under administration or of a deed of company arrangement; or
 - (d) the chairperson of a meeting;
- by name or by reference to his or her office, to act as his or her general or special proxy.

5.6.33 Voting by proxy if financially interested

- (1) Subject to subregulations (2) and (3), a person acting under:
 - (a) a general proxy; or
 - (b) a special proxy;must not vote in favour of any resolution which would directly or indirectly place:
 - (c) the person; or
 - (d) the person's partner; or
 - (e) the person's employer;in a position to receive any remuneration out of assets of the company except as a creditor rateably with the other creditors of the company.
- (2) If a person holds a special proxy to vote for an application to the Court in favour of his or her appointment as liquidator, he or she may use the proxy and vote accordingly.
- (3) If a person holds a special proxy to vote:
 - (a) in favour of his or her appointment as the administrator of a company under administration or of a deed of company arrangement; or
 - (b) against the termination of his or her appointment as the administrator of a company under administration or of a deed of company arrangement;he or she may use the proxy and vote accordingly.

Regulation 5.6.36A

5.6.34 Liquidator etc may appoint deputy

If:

- (a) a liquidator; or
- (b) an administrator of a company under administration or of a deed of company arrangement; or
- (c) a trustee for debenture holders;
holds a proxy and cannot attend the meeting for which it is given, he or she may in writing appoint a person as a deputy who must:
- (d) use the proxy:
 - (i) on his or her behalf in the manner he or she directs;
or
 - (ii) if the proxy is a special proxy — in accordance with its terms; and
- (e) if the person has been appointed by a liquidator — comply with regulation 5.6.33 as if the person were the liquidator.

5.6.36 Time for lodging proxies

A person named in a notice convening a meeting as the person who is to receive:

- (a) an instrument appointing a proxy; or
- (b) any other document relating to the validity of the appointment of a proxy;

must not require that instrument or document to be received more than 48 hours before the meeting.

5.6.36A Facsimile copies of proxies

- (1) A person who, for the purposes of a meeting, lodges a faxed copy of an instrument appointing a proxy or of any document relating to the validity of the appointment, must lodge the original instrument or document in the manner mentioned in subregulation 5.6.28 (3) within 72 hours after lodging the faxed copy.

Regulation 5.6.37

- (2) A failure by a person to comply with subregulation (1) will not invalidate the meeting or anything done at the meeting unless the Court, on the application of the convenor of the meeting or of a creditor, member or contributory, otherwise declares.

5.6.37 Establishing title to priority

Regulations 5.6.39 to 5.6.57 (inclusive) apply to the establishment of a title to priority as if it were a debt or claim.

5.6.39 Notice to submit particulars of debt or claim

- (1) A liquidator may from time to time fix a day, not less than 14 days after the day on which notice is given in accordance with subregulation (2), on or before which a creditor may submit particulars of his or her debt or claim.
- (2) A liquidator must, at least once, give notice in writing of the day fixed under subregulation (1) by advertising the date in a daily newspaper circulating generally in each State or Territory in which the company has its registered office or carries on business.
- (3) An advertisement mentioned in subregulation (2) must be in accordance with Form 533.

5.6.40 Preparation of a proof of debt or claim

- (1) A proof of debt or claim may be prepared by the creditor personally or by a person authorised by the creditor.
- (2) A proof prepared by an authorised person must state his or her authority and means of knowledge.

5.6.41 Disclosure of security

A proof of debt or claim must state:

- (a) whether the creditor is or is not a secured creditor; and
(b) the value and nature of the creditor's security (if any); and
(c) whether the debt is secured wholly or in part.

Regulation 5.6.43A

5.6.42 Discounts

In preparing a proof of debt or claim, a creditor must allow for all discounts for which an allowance would have been made if the company were not being wound up.

5.6.43 Periodical payments

- (1) If rent or any other payment:
 - (a) falls due at stated times; and
 - (b) the relevant date is a time other than one of those times;the person entitled to the rent or other payment may submit a proof of debt or claim for a proportionate part of the rent or other payment, up to the date of the winding up order or resolution, as if the rent or payment accrued from day to day.
- (2) If the liquidator remains in control of premises rented to a company that is being wound up, subregulation (1) does not affect the right of the landlord of the premises to claim payment of rent by the company or the liquidator during the period of the company's occupation or the liquidator's control.

5.6.43A Debt or claim of uncertain value — appeal to Court

- (1) An appeal to the Court under subsection 554A (3) of the Act must be made:
 - (a) within 21 days after the person aggrieved becomes aware of the liquidator's estimate or, if the period is extended under subregulation (2), within the extended period; and
 - (b) in accordance with the rules.
- (2) On application by the person aggrieved before or after the end of the period of 21 days mentioned in subregulation (1), the Court may extend the period within which an appeal must be made.

Regulation 5.6.44

5.6.44 Debt discount rate (Act s 554B)

The discount by which the amount payable on the future date is to be reduced under section 554B of the Act is 8% a year calculated from the declaration of the dividend to the time when the debt would have become payable according to the terms on which it was contracted.

5.6.45 Employees' wages

- (1) If the employees of a company make demands:
 - (a) for wages or salaries (whether or not earned wholly or in part by way of commission), whether or not payable to the employees for annual leave or long service leave; or
 - (b) for retrenchment payments;
one proof of debt or claim may be prepared and submitted on behalf of those employees.
- (2) A proof of debt or claim prepared and submitted under subregulation (1):
 - (a) must have annexed to it a schedule setting out the names of the employees and the amounts due to each of them; and
 - (b) has the same effect as if separate proofs had been prepared and submitted by each of the employees named in the schedule.

5.6.46 Production of bill of exchange and promissory note

If a company is, or may become, liable on:

- (a) a bill of exchange; or
- (b) a promissory note; or
- (c) any other negotiable instrument or security;

it must be produced to the liquidator before a proof of debt or claim for the liability can be admitted, unless the Court otherwise orders.

Regulation 5.6.48

5.6.47 Admission of debt or claim without formal proof

- (2) If a liquidator admits a debt or claim without formal proof, it is not necessary for the liquidator formally to admit the debt or claim in writing.
- (3) If a creditor's debt or claim has been admitted without formal proof, a notice of dividend is sufficient notice of the admission.
- (4) A liquidator must not reject a debt or claim without:
 - (a) notifying the creditor of the grounds of the liquidator's rejection; and
 - (b) requiring that a formal proof of debt or claim be submitted for that debt or claim.

5.6.48 Notice to creditors to submit formal proof

- (1) A liquidator may from time to time fix a day, not less than 14 days after the day on which notice is given in accordance with subregulation (2), on or before which creditors of the company whose debts or claims have not been admitted are formally to prove their debts or claims.
- (2) A liquidator must give notice in writing of the day fixed under subregulation (1):
 - (a) by advertising the day, in each State, Territory and excluded Territory in which the company carried on business at any time during the 2 years immediately preceding the relevant date, in a daily newspaper circulating generally in the State, Territory or excluded Territory; and
 - (b) to every person who, to the knowledge of the liquidator, claims to be a creditor of the company, and whose debt or claim has not been admitted.
- (3) An advertisement mentioned in subregulation (2) must be in accordance with Form 534.

Regulation 5.6.49

- (4) A creditor of the company who fails to comply with a requirement of a liquidator under subregulation (1) is excluded:
- (a) from the benefit of a distribution made before his or her debt or claim is admitted; and
 - (b) from objecting to that distribution.

5.6.49 Formal proof of debt or claim

- (1) A debt or claim may be formally proved by delivering or sending by post a formal proof of debt or claim to the liquidator.
- (2) A formal proof of debt or claim:
- (a) that is prepared and submitted in accordance with regulation 5.6.45 — must be in accordance with Form 536; and
 - (b) in any other case — must be in accordance with Form 535.

5.6.50 Contents of formal proof of debt or claim

- (1) A formal proof of debt or claim must:
- (a) contain detailed particulars of the debt or claim sought to be proved; and
 - (b) in the case of a debt, include a statement of account; and
 - (c) specify the vouchers (if any) by which the statement can be substantiated.
- (2) The liquidator may at any time call for the production of the vouchers mentioned in subregulation (1).

5.6.51 Costs of proof

A creditor must bear the cost:

- (a) of proving his or her debt or claim; or
 - (b) of amending a proof of debt or claim;
- unless the Court otherwise orders.

Regulation 5.6.54

5.6.52 Liquidator to notify receipt of proof of debt or claim

If a liquidator is requested to do so by the person submitting a proof of debt or claim, the liquidator must notify that person of the receipt of the proof and whether or not it has been admitted under regulation 5.6.47.

5.6.53 Time for liquidator to deal with proofs

- (1) A liquidator must, within:
 - (a) 28 days after receiving a request in writing from a creditor to do so; or
 - (b) if ASIC allows — any further period; in writing:
 - (c) admit all or part of the formal proof of debt or claim submitted by the creditor; or
 - (d) reject all or part of the formal proof of debt or claim; or
 - (e) require further evidence in support of it.
- (2) If the liquidator does not deal with a request under subregulation (1) in accordance with that subregulation, the creditor who submitted the proof may apply to the Court for a decision in respect of it.
- (3) If the liquidator gives notice in writing to a creditor that further evidence is required in support of the formal proof of debt or claim submitted by the creditor under subregulation (1), the period mentioned in that subregulation is taken not to have begun to run until the day on which the liquidator receives a sufficient written answer to his or her notice.

5.6.54 Grounds of rejection and notice to creditor

- (1) Within 7 days after the liquidator has rejected all or part of a formal proof of debt or claim, the liquidator must:
 - (a) notify the creditor of the grounds for that rejection in accordance with Form 537; and
 - (b) give notice to the creditor at the same time:
 - (i) that the creditor may appeal to the Court against the rejection within the time specified in the notice, being not less than 14 days after service of the

Regulation 5.6.55

- notice, or such further period as the Court allows;
and
- (ii) that unless the creditor appeals in accordance with subparagraph (i), the amount of his or her debt or claim will be assessed in accordance with the liquidator's endorsement on the creditor's proof.
- (2) A person may appeal against the rejection of a formal proof of debt or claim within:
 - (a) the time specified in the notice of the grounds of rejection;
or
 - (b) if the Court allows — any further period.
 - (3) The Court may extend the time for filing an appeal under subregulation (2), even if the period specified in the notice has expired.
 - (4) If the liquidator has admitted a formal proof of debt or claim, the notice of dividend is sufficient notice of the admission.

5.6.55 Revocation or amendment of decision of liquidator

- (1) If the liquidator considers that a proof of debt or claim has been wrongly admitted, the liquidator may:
 - (a) revoke the decision to admit the proof and reject all of it;
or
 - (b) amend the decision to admit the proof by increasing or reducing the amount of the admitted debt or claim.
- (2) If the liquidator considers that all of a proof of debt or claim has been wrongly rejected, the liquidator may:
 - (a) revoke the decision to reject the proof of debt or claim;
and
 - (b) admit all of the proof or admit part of it and reject part of it.
- (3) If the liquidator:
 - (a) revokes a decision to admit a proof of debt or claim and rejects all of it; or

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- (b) amends that decision by reducing the amount of the admitted debt or claim;
the liquidator must inform the creditor by whom it was lodged, in writing, of his or her grounds for the revocation or amendment.
- (4) If the liquidator revokes a decision to admit a proof of debt or claim and rejects all of it, or amends that decision by reducing the amount of the admitted debt or claim, the creditor must at once repay to the liquidator:
- (a) the amount received as dividend for the proof; or
 - (b) the amount received as dividend that exceeds the amount that the creditor would have been entitled to receive if his or her debt or claim had been originally admitted for the reduced amount.
- (5) If the liquidator:
- (a) revokes a decision to reject all of a proof of debt or claim; or
 - (b) amends a decision to admit part of a proof of debt or claim;
by increasing the amount of the admitted debt or claim, the creditor by whom it was lodged is entitled to be paid, out of available money for the time being in the hands of the liquidator:
 - (c) the dividend; or
 - (d) an additional amount of dividend;
that the creditor would have been entitled to receive if all of the debt or claim had been originally admitted, or the increased amount had been admitted, before the available money is applied to pay a further dividend.
- (6) The creditor is not entitled to disturb the distribution of any dividends declared before the liquidator revoked or amended the decision.

5.6.56 Withdrawal or variation of proof of debt or claim

A proof of debt or claim may be withdrawn, reduced or varied by a creditor with the consent of the liquidator.

Regulation 5.6.57

5.6.57 Oaths

The liquidator in a winding up by the Court may:

- (a) administer an affirmation or oath; and
- (b) take an affidavit;

for the purposes of the liquidator's duties in relation to admitting a debt or claim.

5.6.58 Liquidator to make out provisional list of contributories

If the liquidator of a company considers it necessary to make calls on or adjust the rights of contributories, the liquidator must, as soon as practicable, make out a provisional list of contributories in accordance with Form 538.

5.6.59 Time and place for settlement of list

- (1) The liquidator must give to each person included in the list not less than 14 days' notice in writing, in accordance with Form 539, of the time and place appointed to settle the list.
- (2) The liquidator or a person acting on his or her behalf must lodge a statement in writing in accordance with Form 540 that notice under subregulation (1) was given to each person included in the provisional list of contributories.
- (3) A statement under subregulation (2) is evidence that the notice was sent to a person on the list at the address shown for that person, in the absence of evidence to the contrary.

5.6.60 Settlement of list of contributories

- (1) Before settling the list of contributories, the liquidator must hear and determine any objection by a person to being included in the list.
- (2) The liquidator must settle the list of contributories and certify it, in accordance with Form 541, at the time and place specified in the notice given under regulation 5.6.59.

Regulation 5.6.62

5.6.61 Supplementary list

- (1) The liquidator may at any time vary or add to the list of contributories by:
 - (a) making out a provisional supplementary list of contributories in accordance with Form 542; and
 - (b) settling and certifying that list in accordance with Form 543.
- (2) Regulation 5.6.59 and subregulation 5.6.60 (1) apply to making out, or settling and certifying, a supplementary list by the liquidator.

5.6.62 Notice to contributories

- (1) Within 14 days after the settlement of the list, or supplementary list, of contributories, the liquidator must:
 - (a) notify each person included in the list, or supplementary list, of his or her inclusion; and
 - (b) at the same time give each person notice that he or she may appeal to the Court against his or her inclusion within:
 - (i) 21 days after service of the notice; or
 - (ii) if the Court allows — any further period.
- (2) A person may appeal against his or her inclusion in the list, or supplementary list, of contributories, within:
 - (a) 21 days after service on the person of the notice under subregulation (1); or
 - (b) if the Court allows — any further period.
- (3) The Court may extend the time for filing an appeal under subregulation (2), even if the period of 21 days specified in subregulation (1) has expired.
- (4) A notice for subregulation (1) must be in accordance with Form 544.
- (5) The liquidator, or a person acting on the liquidator's behalf, must lodge a statement in writing in accordance with Form 545 that notice under subregulation (1) was given to each person placed on the list, or supplementary list, of contributories.

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- (6) A statement under subregulation (5) is sufficient evidence that the notice was sent to a person on the list at the address shown for that person, in the absence of evidence to the contrary.

5.6.63 Dividend payable only on admission of a debt or claim

A dividend in the winding up of the affairs of a company may be paid only to a creditor whose debt or claim has been admitted by the liquidator at the date of the distribution of dividends.

5.6.64 Application of regulations 5.6.37 to 5.6.57

For regulations 5.6.64 to 5.6.71, regulations 5.6.37 to 5.6.57 apply:

- (a) to the formal proof of a debt or claim; and
- (b) to the rejection and to an appeal against the rejection of all or part of a formal proof of a debt or claim.

5.6.65 Liquidator to give notice of intention to declare a dividend

- (1) The liquidator must give notice of his or her intention to declare a dividend not more than 2 months before the intended date:
- (a) by publishing a notice in the *Gazette* in accordance with Form 546; and
 - (b) in writing, in accordance with Form 547 or, for a final dividend, in accordance with Form 548, to any person whose debt or claim has not been admitted and who:
 - (i) for a winding up by the Court — is shown as a creditor in the report on the affairs of the company under subsection 475 (1) of the Act; or
 - (ii) for a members' voluntary winding up — appears in the company's records to be a creditor; or
 - (iii) for a creditors' voluntary winding up — is shown as a creditor in the list of creditors prepared in accordance with subparagraph 497 (2) (b) (ii) of the Act; or

Regulation 5.6.66

- (iv) to the knowledge of the liquidator claims to be, or might claim to be, a creditor of the company.
- (2) A notice in accordance with subregulation (1) must specify a date, not less than 21 days after the date of the notice, on or before which formal proof, in accordance with Form 535 or 536, of a debt or claim must be submitted to participate in the distribution.
- (3) Subject to regulation 5.6.68, a person:
 - (a) who claims to be a creditor; and
 - (b) who does not submit a formal proof of a debt or claim on or before the date specified in the notice given under subregulation (1);is excluded from participating in the distribution to which that notice relates.

5.6.66 Time allowed for dealing with formal proof of debt or claim

- (1) If the liquidator has given notice in accordance with subregulation 5.6.65 (1), the liquidator must:
 - (a) within 14 days after the date shown in the notice; or
 - (b) within such further period as ASIC allows; in writing:
 - (c) before the end of that period:
 - (i) admit a formal proof of debt or claim received by the liquidator; or
 - (ii) reject it; or
 - (iii) admit part of it and reject part of it; or
 - (iv) require further evidence in support of it; and
 - (d) give notice of the liquidator's decision to the creditor who submitted the proof.
- (2) If, within whichever period is applicable under paragraph (1) (a) or (b) or subregulation (3), the liquidator does not, in writing, deal with a formal proof of debt or claim in accordance with paragraphs (1) (c) and (d), the creditor who submitted the proof may apply to the Court for a decision on it.

Regulation 5.6.67

- (3) If the liquidator gives notice to a creditor that further evidence is required in relation to a formal proof of debt or claim submitted by the creditor:
 - (a) the liquidator must, in writing, deal with the formal proof of debt or claim in accordance with paragraphs (1) (c) and (d), within whichever period mentioned in paragraph (1) (a) or (b) is applicable; and
 - (b) that period must be taken not to have begun to run until the day on which the liquidator receives a sufficient written answer to his or her request.

5.6.67 Declaration and distribution of dividend

- (1) The liquidator must, as soon as practicable, declare and distribute a dividend among the creditors whose debts or claims have been admitted.
- (2) The liquidator must distribute as dividend all money in hand except enough:
 - (a) to meet the costs of administration; or
 - (b) to give effect to the provisions of the Act.
- (3) If the liquidator declares a dividend, he or she must send a notice of that declaration, in accordance with Form 549, to every person entitled to receive payment of the dividend.

5.6.68 Rights of creditor who has not proved debt before declaration of dividend

- (1) If:
 - (a) a creditor's debt or claim has not been admitted before the declaration of a dividend; and
 - (b) the debt or claim is admitted;the creditor is entitled to be paid dividends that the creditor has failed to receive, out of any available money for the time being in the hands of the liquidator, before that money is applied to the payment of a further dividend.
- (2) A creditor is not entitled to disturb the distribution of a dividend declared before the creditor's debt or claim was admitted.

Regulation 5.6.72

5.6.69 Postponement of declaration

If the liquidator postpones the declaration of a dividend past the date shown for that purpose in the notice published in the *Gazette*, the liquidator must publish a further notice in the *Gazette*, in accordance with Form 546, of the liquidator's intention to declare a dividend.

5.6.70 Payment of dividend to a person named

If a person to whom a dividend is payable lodges an authority in accordance with Form 550 with the liquidator, the liquidator must pay the dividend to the person to whom payment is directed by that authority.

5.6.70A Prescribed rate of interest on debts and claims from relevant date to date of payment

For section 563B of the Act, the prescribed rate of interest on the amount paid in respect of an admitted debt or claim for the period starting on the relevant date and ending on the day on which the payment is made is 8% a year.

5.6.71 Distribution of surplus in a winding up by the Court

- (1) An order in a winding up by the Court authorising the liquidator to distribute any surplus to a person entitled to it must, unless the Court otherwise directs, have annexed to it a schedule in accordance with Form 551.
- (2) The liquidator must send to each person to whom any surplus is distributed a notice in accordance with Form 552.

5.6.72 Distribution of surplus as directed

If a person who receives a notice of distribution of surplus in accordance with subregulation 5.6.71 (2) lodges with the liquidator an authority in accordance with Form 553, the liquidator must distribute that surplus to the person to whom payment is directed by that authority.

Regulation 5.6.74

5.6.74 Interpretation: prescribed countries

For the definition of *prescribed country* in section 580 of the Act, the following countries are prescribed:

- (a) the Bailiwick of Jersey;
- (b) Canada;
- (c) the Independent State of Papua New Guinea;
- (d) Malaysia;
- (e) New Zealand;
- (f) the Republic of Singapore;
- (g) Switzerland;
- (h) the United Kingdom;
- (i) the United States of America.

Chapter 5B Bodies corporate registered as companies, and registrable bodies

Part 5B.2 Registrable bodies

5B.2.01 Certified copies of certificates of incorporation etc

For paragraphs 601CB (a) and 601CE (a) of the Act, a certified copy of a current certificate of the incorporation or registration in its place of origin, or a document of similar effect, of:

- (a) a registrable Australian body; or
- (b) a foreign company;
that is lodged with an application for registration under Division 1 or 2 of Part 5B.2 of the Act, must be a copy that:
 - (c) within the 3 months immediately before the day on which it is lodged; or
 - (d) if ASIC permits — within a longer period;
has been certified to be a true copy by a person:
 - (e) who has the custody of the original document under a law in force in the place of origin of the corporation or company; and
 - (f) who exercises under that law functions similar to those exercised by ASIC.

5B.2.02 Manner of certifying constituent documents

For paragraphs 601CB (b) and 601CE (b) of the Act, a certified copy of a constitution of:

- (a) a registrable Australian body; or
- (b) a foreign company;

Regulation 5B.2.03

must be a copy that:

- (c) within the period of 3 months immediately preceding the day on which it is lodged; or
 - (d) if ASIC permits — a longer period;
- has been certified to be a true copy:
- (e) by a person:
 - (i) to whom the custody of the original document is committed under a law in force in the place of origin of the corporation or company; and
 - (ii) who exercises under that law functions similar to those exercised by ASIC; or
 - (f) by a notary public; or
 - (g) by a director or secretary of the body:
 - (i) if the body is a registrable Australian body — by a statement in writing; or
 - (ii) if the body is a foreign company — by affidavit.

5B.2.03 Manner of sending letters (Act ss 601CC (2) and 601CL (3))

For subsections 601CC (2) and 601CL (3) of the Act, a letter must be sent by post.

5B.2.04 Manner of sending notices (Act ss 601CC (3) and 601CL (4))

For subsections 601CC (3) and 601CL (4) of the Act, a notice must be sent by prepaid certified mail.

5B.2.06 Notices (Act s 601CV (1))

- (1) A notice in writing of a change in a constitution or other document, in accordance with paragraph 601CV (1) (b) of the Act, must be accompanied by a copy of the instrument effecting the change or a copy of the document as changed, being a copy that is certified to be a true copy of that instrument or document by a person mentioned in paragraph 5B.2.02 (e), (f) or (g).

Regulation 5B.2.06

- (2) A notice in writing of a change in director's powers, in accordance with subparagraph 601CV (1) (d) (i) of the Act, must be accompanied by a memorandum in writing executed by or on behalf of the foreign company after a change in those powers stating the powers of its directors as changed.

Regulation 5B.3.01

**Part 5B.3 Names of registrable
Australian bodies and foreign
companies**

5B.3.01 Availability of names (Act s 601DC)

- (1) For paragraphs 601DC (1) (a) and (b) of the Act, the rules for ascertaining whether a name is identical with another name are the rules set out in Part 1 of Schedule 6.
- (2) For paragraph 601DC (1) (c) of the Act, a name is unacceptable for registration under the regulations if the name is unacceptable under the rules set out in Part 2 of Schedule 6.

**5B.3.02 Consents required for use of certain letters, words
and expressions**

- (1) This regulation applies to a name if:
 - (a) the name:
 - (i) is the subject of an application for registration of a name under section 601BC, 601CB or 601CE of the Act; or
 - (ii) is the subject of an application for reservation of a name under section 601DA of that Act; or
 - (iii) for a notice of change of name under section 601DH of the Act — is the name to which the previous name is to be changed; and
 - (b) the name is, uses or includes:
 - (i) letters, or a word or expression, specified in column 2 of an item in Part 4 or 5 of Schedule 6; or
 - (ii) other letters, or another word or expression (whether or not in English), that is of like import to the letters, word or expression specified in the item.

Regulation 5B.3.04

- (2) In paragraph (1) (b), a reference to letters, a word or an expression being used includes a reference to the letters, word or expression being used:
 - (a) as part of another word or expression; or
 - (b) in combination with other words or letters, or other symbols.
- (3) However, this regulation does not apply to use of the letters ADI as part of another word.

Example

The letters *adi* appear in the word *traditional*. This regulation does not apply to use of the word *traditional*.

- (4) If an item in Part 4 of Schedule 6 applies in relation to the name, the application or notice must be accompanied by the written consent of the Minister who is specified in the item.
- (5) If an item in Part 5 of Schedule 6 applies in relation to the name, the application or notice must be accompanied by the written consent of the public authority, instrumentality or agency that is specified in the item.

5B.3.03 Exemptions from requirement to set out ARBN etc on certain documents (Act s 601DG)

For section 601DG of the Act, the exemptions provided for in Schedule 7 apply in relation to the requirements of paragraphs 601DE (1) (b), (c) and (d) of the Act.

5B.3.04 Notices (Act s 601DH (1))

- (1) A notice in writing of a change of name in accordance with subsection 601DH (1) of the Corporations Law, must have annexed to it:
 - (a) a copy of the certificate of incorporation or registration of the registered body, or a document of similar effect, being a certificate or document evidencing the change; or

Regulation 5B.3.04

- (b) if no certificate or document of that kind exists — a copy of the instrument effecting the change;
being a copy that is certified by a person mentioned in paragraph 5B.2.02 (e), (f) or (g) to be a true copy of that certificate, document or instrument.

Chapter 5C Managed investment schemes

Part 5C.1 Registration of managed investment schemes

5C.1.01 Applying for registration

- (1) An application under section 601EA of the Act to register a managed investment scheme must be in the approved form.
- (2) The form must state the name of the managed investment scheme.
- (3) The stated name must not be the same as the name of:
 - (a) another managed investment scheme that is the subject of an application for registration that is lodged but not yet determined; or
 - (b) a registered scheme.
- (4) A statement made for paragraph 601EA (4) (c) of the Act must be in the approved form.

5C.1.02 Change of name of registered schemes

- (1) To change the name of a registered scheme, the responsible entity of the scheme must lodge a notice in the approved form stating the proposed name of the scheme.
- (2) The stated name must not be the same as the name of:
 - (a) another managed investment scheme that is the subject of an application for registration under section 601EB of the Act that is lodged but not yet determined; or
 - (b) a registered scheme.

Regulation 5C.1.03

- (3) On application in accordance with this regulation, ASIC must amend the record of the registration of the scheme to include the name of the scheme as proposed to be amended.

5C.1.03 Modification (Act s 601QB)

- (1) For section 601QB of the Act, the operation of Chapter 5C of the Act is modified in accordance with this regulation.
- (2) If:
- (a) a managed investment scheme is registered under section 601EB of the Act; and
 - (b) the managed investment scheme is also registered on the Australian Business Register; and
 - (c) the last 9 digits of the ABN of the registered scheme are the same, and in the same order, as the last 9 digits of its ARSN; and
 - (d) a document relating to the scheme is lodged with ASIC, and displays that ABN;
- section 601EC of the Act does not apply to the document.

Part 5C.2 The responsible entity

5C.2.01 Duty of responsible entities' agents — surveillance checks

The agent of a responsible entity must take all reasonable steps to assist the entity and ASIC when ASIC is conducting a check whether the entity is complying with the constitution and compliance plan of a registered scheme and with the Act.

5C.2.02 Appointment of temporary responsible entities

ASIC, or a member of a registered scheme, may apply to the Court for the appointment of a temporary responsible entity of the scheme if ASIC or member reasonably believes that the appointment is necessary to protect scheme property or the interests of members of the scheme.

5C.2.03 Form of notices (Act ss 601FL (2) and 601FM (2))

A notice to be lodged under subsection 601FL (2) or 601FM (2) of the Act must be in the approved form.

5C.2.04 Notice of appointment of temporary responsible entities

As soon as practicable after the Court appoints a temporary responsible entity for a registered scheme on application by a member of the scheme under section 601FN of the Act, the member must lodge a notice in the approved form that tells ASIC of the appointment.

5C.2.05 Form of notices (Act s 601FP (3))

A notice to be lodged under subsection 601FP (3) of the Act must be in the approved form.

Regulation 5C.4.01

Part 5C.4 The compliance plan

5C.4.01 Agents' authorities to be lodged

If a compliance plan, or modification of a plan, lodged with ASIC under section 601HC or subsection 601HE (3) of the Act is signed by an agent of the directors of the responsible entity of the registered scheme to which the plan relates, the authority to do so, or a copy of the authority verified by a director of the entity, must be attached to the plan or modification.

5C.4.02 Agents to assist auditors of compliance plans

An agent of the responsible entity of a registered scheme, and an officer of the agent, must:

- (a) allow the auditor of the scheme's compliance plan to have access to the books of the scheme; and
- (b) if the auditor requires the agent or entity to give the auditor information or an explanation for the audit — give the information or explanation to the auditor; and
- (c) otherwise assist the conduct of the audit.

Regulation 5C.5.01

Part 5C.5 The compliance committee

5C.5.01 Responsible entities etc to assist compliance committees

- (1) This regulation applies to a person who is the responsible entity of a registered scheme, an officer of the entity, an agent of the entity or an officer of the agent.
- (2) The person must:
 - (a) allow the compliance committee to have access to the books of the scheme; and
 - (b) if the committee requires the person to give the committee information or an explanation about the scheme— give the information or explanation to the committee; and
 - (c) otherwise assist the committee in the performance of its functions.

Regulation 5C.9.01

Part 5C.9 Winding up

5C.9.01 Notice of commencement of winding up

The responsible entity of a registered scheme must lodge a notice in the approved form telling ASIC that winding up of the scheme has commenced, or been completed, within 14 days of the commencement or completion.

Part 5C.11 Exemptions and modifications

Division 1 Exemptions

5C.11.01 Certain funds not managed investment funds

For paragraph (n) of the definition of *managed investment scheme* in section 9 of the Act, an approved benefit fund within the meaning of section 16B of the *Life Insurance Act 1995* is not a managed investment scheme.

Division 2 Modifications

5C.11.02 Modifications

For section 601QB of the Act, the operation of the Act is modified in accordance with this Division.

5C.11.03 Register of members of registered schemes (Act s 169 (1))

The register of members of a registered scheme need not contain information about a member whose only interest in the scheme is as the holder of an option.

5C.11.04 Names of registered schemes (Act s 601EB (1))

ASIC must not register a managed investment scheme if the name of the scheme stated under subregulation 5C.1.01 (2) does not comply with subregulation 5C.1.01 (3).

5C.11.05A Schemes not required to be registered (Act s 601ED)

Subsection 601ED (2) of the Act has effect as if a managed investment scheme does not have to be registered if all the issues of interests in the scheme that have been made would not have needed disclosure to investors under Part 6D.2 of the

Regulation 5C.11.06

Act if the scheme had been registered when the issues were made.

5C.11.06 Liability of responsible entities (Act s 601FB (4))

In determining the liability under subsection 601FB (2) of the Act of the responsible entity of a registered scheme to the members of the scheme for an act or omission of an agent appointed by the entity under that subsection, the amount recovered under subsection 601FB (4) of the Act is to be disregarded.

Chapter 6 Takeovers

Part 6.2 Exceptions to the prohibition

6.2.01 Prescribed circumstances (Act s 611)

For item 20 in the table in section 611 of the Act, the acquisition of a relevant interest in voting shares in a following body corporate is prescribed:

- (a) a body corporate that is incorporated within Australia or an external Territory and is a public authority or an instrumentality or agency of the Crown in right of a State or Territory;
- (b) a corporation sole;
- (f) a foreign company or recognised company in respect of which an exemption from compliance with subsection 61 (1) of the *Co-operation Act 1923* of New South Wales is in force;
- (g) a society within the meaning of *The Co-operative and Other Societies Act of 1967* or *The Co-operative Housing Societies Act of 1958* of Queensland;
- (i) an association within the meaning of *The Primary Producers' Co-operative Associations Act of 1923* of Queensland;
- (j) an association, society, institution or body incorporated under the *Associations Incorporation Act 1981* of Queensland;
- (k) a body incorporated or deemed to be incorporated by or under a law of South Australia other than the Corporations Law of South Australia, the Companies Code (South Australia) or a corresponding previous enactment of South Australia;
- (l) a society (other than a society that is a financial institution) within the meaning of section 5 of the *Building Societies Act 1976* of Western Australia;

Regulation 6.2.02

- (n) a co-operative company registered under Part VI of the *Companies (Co-operative) Act 1943* or a corresponding previous enactment of Western Australia;
- (o) a society registered under the *Co-operative and Provident Societies Act 1903* of Western Australia;
- (p) an association, society, institution or body incorporated under the *Associations Incorporation Act 1895* of Western Australia;
- (q) a trustee bank registered under the *Trustee Banks Act 1984* of Tasmania;
- (r) a society (other than a society that is a financial institution) registered under the *Co-operative Industrial Societies Act 1928* of Tasmania;
- (ra) a society registered under the *Co-operative Housing Societies Act 1963* of Tasmania;
- (s) an association, society, institution or body incorporated under the *Associations Incorporations Act 1964* of Tasmania;
- (t) a body corporate created by section 75Q of the *Conveyancing and Law of Property Act 1884* of Tasmania;
- (u) a society (other than a society that is a financial institution) registered under the *Co-operative Societies Act 1939* of the Australian Capital Territory;
- (v) an association, society, institution or body incorporated under the *Associations Incorporation Act 1953* of the Australian Capital Territory;
- (w) a corporation constituted under the *Unit Titles Act 1970* of the Australian Capital Territory;
- (x) a society registered under the *Co-operatives Act 1997* of the Northern Territory.

6.2.02 Other prescribed circumstances (Act s 611)

For item 20 in the table in section 611 of the Act, the acquisition by a person of a relevant interest in voting shares in a body corporate that results from the person holding an office specified in Schedule 3 is prescribed.

Part 6.10 Review and intervention

6.10.01 Application for review of Panel decision (Act s 657EA)

For subsection 657EA (3) of the Act, an application for review of a decision of the Panel must not be made later than 2 business days after the day on which the decision was made.

Regulation 6D.2.01

Chapter 6D Fundraising

Part 6D.2 Disclosure to investors about securities

6D.2.01 Exemption — member shares

Part 6D.2 of the Act does not apply to an offer of a member share within the meaning given by regulation 12.8.03.

6D.2.02 Exemption — foreign companies

Part 6D.2 of the Act does not apply to an offer under a dividend reinvestment plan or bonus share plan of fully-paid shares in a foreign company to an existing holder of shares in the foreign company.

Chapter 7 Securities

Part 7.1 Interpretation

7.1.01 Definition of authorised trustee corporation

For the definition of *authorised trustee corporation* in section 9 of the Act, each of the bodies corporate listed in Schedule 9 is declared to be an authorised trustee corporation for the purposes of the provision in which the expression appears.

7.1.03 Option contract — prescribed indexes

The following indexes are prescribed for subparagraph (b) (ii) of the definition of *option contract* in section 9 of the Act:

- (a) S&P/ASX 50 Share Price Index;
- (b) S&P/ASX 20 Share Price Index;
- (c) S&P/ASX All Industrials Share Price Index;
- (d) S&P/ASX All Resources Share Price Index;
- (e) S&P/ASX Gold Share Price Index;
- (f) Dow Jones Asia-Pacific Extra Liquid Series — Australia Equity Index;
- (g) Dow Jones Asia-Pacific Extra Liquid Series — Hong Kong Equity Index;
- (h) Dow Jones Asia-Pacific Extra Liquid Series — Japan Equity Index;
- (i) Dow Jones Asia-Pacific Extra Liquid Series — Pan Pacific Equity Index;
- (j) FT-SE 100 Index;
- (k) Nikkei Index;
- (l) S&P 500 Composite Stock Price Index;
- (m) S&P/ASX 100 Accumulation Index;
- (n) All Ordinaries Accumulation Index;

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- (o) S&P/ASX 100 Share Price Index;
- (p) S&P/ASX 200 Share Price Index;
- (q) S&P/ASX 300 Share Price Index;
- (r) S&P/ASX Small Ordinaries Share Price Index;
- (s) S&P/ASX Small Ordinaries Accumulation Index;
- (t) Share Price Index.

Part 7.2 Securities Exchanges

7.2.01 Securities Exchanges — information exempt from lodgement requirements

- (1) For subsection 776 (2C) of the Act, subsection 776 (2B) of the Act does not apply to the following information:
 - (a) a Stock Exchange Automated Trading System notification message;
 - (b) an Australian Stock Exchange voicemail announcement.
- (2) In this regulation:

Australian Stock Exchange voicemail announcement means a message from the Australian Stock Exchange spoken over an announcement system, that is a summary of information lodged with the Australian Stock Exchange by a company or other entity that is included in the official list of a stock exchange.

Stock Exchange Automated Trading System notification message means a brief message that is transmitted to computer terminals of persons linked to the Stock Exchange Automated Trading System, that is a summary of information lodged with the Australian Stock Exchange by a company or other entity that is included in the official list of a stock exchange.

7.2.02 Compliance monitoring — section 770A stock markets

For paragraph 770A (2) (b) of the Act, a person or partnership is not qualified to monitor compliance with the business rules of the responsible entity of a registered scheme in the conduct of a stock market that is approved by the Minister under subsection 770A (1) of that Act, if:

- (a) that person or partnership is an associate of the responsible entity; and
- (b) the person is not registered as an auditor under Part 9.2 of the Act; and
- (c) no member of the partnership is so registered.

Regulation 7.3.01

Part 7.3 Participants in the securities industry

7.3.01 Licensee to notify events adversely affecting financial position

For subsection 786 (1) of the Act, a licence is subject to a condition that if any event occurs that may adversely affect the financial position of the holder of a licence, the holder must, not later than the day after the day on which he or she becomes aware of it, give notice in writing to ASIC setting out particulars of the event.

7.3.01A Exemptions from Chapter 7 of the Act

- (1) Divisions 1 and 3 of Part 7.3, Parts 7.5, 7.6 and 7.7 and section 842 of the Act do not have effect in relation to a dealing in securities by the Exchange or a subsidiary of the Exchange for the purpose of, or in connection with, providing a facility:
 - (a) under the Exchange's transfer delivery service provisions as defined in subsection 920 (1) of the Act; or
 - (b) for the provision of a guaranteed securities loan as defined in subsection 954B (1) of the Act; or
 - (c) under the provisions of business rules of a kind mentioned in paragraphs 954N (1) (a) and (b) or 954P (1) (a) and (b) of the Act.
- (2) Section 806 and Part 7.7 of the Act do not have effect in relation to an act carried out by:
 - (a) an employee of the Exchange or a subsidiary of the Exchange; or
 - (b) a person acting for the Exchange or a subsidiary of the Exchange; or
 - (c) a person acting under an agreement with the Exchange or a subsidiary of the Exchange;for the purposes of a dealing in securities of a kind mentioned in subregulation (1).

Regulation 7.3.02

7.3.01B Exemptions from Chapter 7 of the Act — dealings by the Exchange or OCH

- (1) In this regulation:

OCH means Options Clearing House Proprietary Limited.

relevant agreement means a relevant agreement that is prescribed for paragraph 92A (1) (b) of the Act.

- (2) Divisions 1 and 3 of Part 7.3, Parts 7.5, 7.6 and 7.7 and section 842 of the Act do not have effect in relation to a dealing in securities or in a relevant agreement if that dealing is effected by the Exchange or OCH for the purposes of, or in connection with, the establishment, enforcement, administration or observance of the business rules of the Exchange that relate to securities or relevant agreements registered or to be registered with OCH.
- (3) Section 806 and Part 7.7 of the Act do not have effect in relation to an act carried out by:
- (a) an employee of the Exchange or OCH; or
 - (b) a person acting for the Exchange or OCH; or
 - (c) a person acting under an agreement with the Exchange or OCH;

for the purposes of a dealing in securities or in a relevant agreement of a kind mentioned in subregulation (2).

7.3.02 Conditions to which licences are subject

- (1) For section 786 of the Act, a licence is subject to the conditions that the holder of the licence must ensure that each representative of the holder:
- (a) is adequately supervised in the performance of the duties that he or she is required by the holder to perform; and
 - (b) is sufficiently trained in relation to those duties before acting as a representative; and
 - (c) keeps up to date in relation to those duties by means of continuing training programs.
- (2) ASIC may, by notice in writing, require a holder of a licence to satisfy it that the conditions mentioned in subregulation (1) have been met by the holder.

Regulation 7.3.02B

7.3.02B Licence conditions — investment advice to retail investors

- (1) For subsection 786 (1) of the Act, a licence is subject to the condition that, if the licensee gives investment advice to a retail investor, the licensee must meet the requirements of subregulations (2), (4) and (5).
- (2) Subject to subregulation (3), the licensee must give to a retail investor an Advisory Services Guide:
 - (a) in the case of investment advice given in person — not later than when that advice is given; or
 - (b) in the case of an execution-related telephone advice — at the earliest practicable opportunity after the licensee (or a representative of the licensee) gives the advice but not later than 3 days after the trading following the advice; or
 - (c) in any other case — at the earliest practicable opportunity after the licensee (or a representative of the licensee) gives investment advice.
- (3) Subregulation (2) does not apply if:
 - (a) the licensee has given an Advisory Services Guide to the retail investor in relation to investment advice previously given to the investor; or
 - (b) the investment advice given is general securities advice given, in accordance with regulation 7.3.02D, to persons generally in a non-personal context (for example, at an investment seminar, by means of brochures or newsletters or through advertisements).
- (4) The licensee must be a member of an external complaints resolution scheme approved by the Commission.
- (5) The licensee must have in place at all times, to deal with complaints from retail investors, internal complaints-handling procedures that are in accordance with Australian Standard AS 4269 1995, Complaints Handling, as in force on 1 October 1998.

Regulation 7.3.02B

- (6) For subregulation (2), the Advisory Services Guide must contain information that a retail investor reasonably requires to:
- (a) clearly understand the nature of the investment advice service being offered; and
 - (b) compare the services offered by the licensee with similar services offered by other licensees; and
 - (c) clearly identify:
 - (i) the licensee; and
 - (ii) the individual representative (if any) of the licensee; responsible for the investment advice to be given to the investor; and
 - (d) clearly understand the nature of, and method of calculating, in relation to the service:
 - (i) all charges payable to the licensee by the investor; or
 - (ii) any other amount payable to the licensee, including a commission payable by a third party; and
 - (e) clearly understand the basic rights of the investor in relation to the licensee, and any representative of the licensee, giving investment advice to the retail investor; and
 - (f) use available complaints procedures if dissatisfied with a service received from the licensee.
- (7) If a change occurs in relation to an item of information mentioned in subregulation (6) and the relationship between the licensee and the retail investor to whom the licensee has given an Advisory Services Guide under subregulation (2) is continuing, or the licensee has a reasonable expectation that the retail investor will seek further investment advice from the licensee, the licensee must give, at the earliest practicable opportunity after the change, an updated Advisory Services Guide to the retail investor.
- (8) Subject to subregulation (9), a person is not a retail investor if:
- (a) the person is the holder of a dealers licence; or
 - (b) the person is the holder of an investment advisers licence; or
 - (c) the person is an exempt dealer; or
 - (d) the person is an exempt investment adviser; or

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- (e) the person is a body corporate registered under the *Life Insurance Act 1995*; or
- (f) the person is an authorised deposit-taking institution as defined in section 5 of the *Banking Act 1959*; or
- (g) the person is a bank constituted by or under a law of a State or Territory; or
- (h) the person is the trustee of a superannuation fund, an approved deposit fund or a pooled superannuation trust within the meaning of the *Superannuation Industry (Supervision) Act 1993* that has more than 100 members; or
- (i) the person is the responsible entity or other operator of a managed investment scheme and:
 - (i) the person has aggregate funds under its management that is not less than \$50,000,000; and
 - (ii) in relation to each scheme under its management:
 - (A) the total amount of the funds under management is not less than \$10,000,000; and
 - (B) the total number of members is not less than 50; or
- (j) the person is the responsible entity or other operator of a managed investment scheme that has:
 - (i) net assets of not less than \$10,000,000; and
 - (ii) more than 100 members; or
- (m) the person is an exempt public authority; or
- (n) the person is an investment company as defined in subregulation 7.3.12 (3); or
- (o) the person is a listed company; or
- (p) the person is a company (other than a company mentioned in paragraph (n) or (o)) that is a large proprietary company:
 - (i) at the deadline for lodgment of the reports mentioned in subsection 319 (1) of the Act in relation to the last financial year; or
 - (ii) if that subsection does not apply to the company in relation to the last financial year, at the date when

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- the company receives the advice from the licensee;
or
- (q) the person is a related body corporate of a listed company;
or
 - (qa) the person is an unlisted public company that satisfies at least 2 of the following subparagraphs:
 - (i) the consolidated gross operating revenue for the financial year of the company and the entities it controls (if any) is \$10 million or more;
 - (ii) the value of the consolidated gross assets at the end of the financial year of the company and the entities it controls (if any) is \$5 million or more;
 - (iii) the company and the entities it controls (if any) have 50 or more employees at the end of the financial year; or
 - (r) the person is a foreign entity that, if established or incorporated in Australia, would be a person described in paragraph (a), (b), (c), (d), (e), (f), (g), (h), (i), (j), (k), (l), (m), (n), (o), (p), (q) or (qa).
- (9) A person mentioned in paragraph (8) (a), (b), (c), (d) or (q) is a retail investor in relation to an investment advice given to that person by the licensee if:
- (a) the person has made a request, in writing, to the licensee to be treated as a retail investor in relation to the investment advice; and
 - (b) the person has not revoked the request.
- (10) In this regulation:
- execution-related telephone advice*** means investment advice relating to quoted securities:
- (a) that is given by a stockbroker or other dealer as an integral part of the execution of a transfer of, or order for, those securities; and
 - (b) for which no fee is charged in addition to the commission for the execution of the transfer or order.

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general securities advice means advice or report on securities given to an investor or prospective investor without recommending (whether expressly or impliedly and whether directly or indirectly) that a particular transaction in those securities is appropriate to the particular investment needs, objectives and financial circumstances of the investor or prospective investor.

give, in relation to investment advice, includes make available (for example, by leaving brochures for an investor or prospective investor to peruse).

retail investor, in relation to investment advice, means:

- (a) a person other than a person that, under subregulation (8), is not a retail investor; or
- (b) a person who is a retail investor under subregulation (9).

7.3.02C Licence conditions — personal securities recommendations to retail investors

- (1) For subsection 786 (1) of the Act, a licence is subject to the condition that, if the licensee gives a personal securities recommendation to a retail investor and the retail investor fails to give to the licensee relevant personal information, the licensee must give to the investor a clear warning that:
 - (a) states that the licensee has not been able to undertake a comprehensive analysis of the investment objectives, financial situation and particular needs of the investor; and
 - (b) sets out the limitations on the appropriateness of the recommendation because of the lack of relevant personal information about the investor; and
 - (c) states that the investor needs to consider whether the recommendation is appropriate in light of the particular investment needs, objectives and financial circumstances of the investor.
- (2) In this regulation:

personal securities recommendation means a recommendation given to a person (whether expressly or impliedly and whether directly or indirectly) that certain securities transactions are appropriate to the person, having regard to the investment

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objectives, financial situation and particular needs of that person.

relevant personal information means information that is sufficient in order to have a reasonable basis, under section 851 of the Act, for making a securities recommendation.

retail investor has the same meaning as in subregulation 7.3.02B (10).

7.3.02D Licence conditions — general securities advice to investor or prospective investor

- (1) For subsection 786 (1) of the Act, a licence is subject to the condition that, if the licensee gives general securities advice, the licensee must clearly warn a retail investor or prospective retail investor, at the time when the licensee gives the advice, that:
 - (a) in preparing the advice, the licensee did not take into account the investment objectives, financial situation and particular needs of any particular person; and
 - (b) before making an investment decision on the basis of that advice, the retail investor or prospective retail investor needs to consider, with or without the assistance of a securities adviser, whether the advice is appropriate in light of the particular investment needs, objectives and financial circumstances of the retail investor or prospective retail investor.
- (2) If general securities advice is given in a document, the warnings mentioned in paragraphs (1) (a) and (b) must be contained in that document.
- (3) In this regulation:

general securities advice has the same meaning as in subregulation 7.3.02B (10).

give has the same meaning as in subregulation 7.3.02B (10).

retail investor has the meaning given by subregulation 7.3.02B (10).

Regulation 7.3.03

7.3.03 Amount of security

For paragraph 786 (2) (d) of the Act, the prescribed amount is \$20,000.

7.3.04 Application of security under subsection 786 (9) of the Act

- (1) For subsection 786 (9) of the Act, a security lodged with ASIC in relation to a licence may be applied by ASIC in accordance with this regulation to compensate a person who has suffered pecuniary loss due to the failure of the licensee, or an agent or employee of the licensee, to carry on business under the licence adequately and properly.
- (2) Subregulation (1) applies whether or not the licensee, agent or employee has been convicted of an offence in relation to the failure.
- (3) A security must not be applied to compensate a person unless the claim for compensation is lodged in writing by, or on behalf of, that person no later than:
 - (a) if ASIC has, by notice published in accordance with subregulation (4), advertised for claims for compensation to be paid out of the security and specified a date not less than 3 months after publication of the notice — that date; or
 - (b) if no notice is published and paragraph (c) does not apply — 6 months after the person becomes aware that he or she has suffered the pecuniary loss; or
 - (c) a later date ASIC allows in a particular case.
- (4) A notice mentioned in paragraph (3) (a) must be published:
 - (a) in a daily newspaper of general circulation in a State or Territory; and
 - (b) if ASIC so requires — in a newspaper circulating generally in a State or Territory where the holder of the licence, or the agent or employee, carries on business under the licence.

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- (5) ASIC must give the licensee an opportunity of being heard before deciding whether a person is to be compensated under subregulation (1).
- (6) For the purposes of this regulation, the amount of pecuniary loss that a person may claim is the amount worked out using the formula:

$$\text{loss} + \text{costs} - \text{other entitlements}$$

where:

loss means the pecuniary loss suffered by the person.

costs means the total of the amounts that ASIC thinks are:

- (a) the reasonable costs of; and
- (b) disbursements of a reasonable amount that are incidental to;

making and proving the claim.

other entitlements means the amount or value of all moneys and other benefits paid or payable to the person by a person other than ASIC in reduction of the pecuniary loss.

- (7) A security that is applied by ASIC must be applied:
- (a) if the total of the admitted claims does not exceed the amount of the security — in the payment in full of those amounts; or
 - (b) if that total exceeds the amount of the security — in the payment of a proportion of the amount at which each of those claims was admitted.
- (8) The proportion mentioned in paragraph (7) (b) must be the same as the proportion that the amount of the security bears to the total of the admitted claims.

7.3.05 Prescribed form: s 790 of the Act

For section 790 of the Act, particulars of a change in the matters mentioned in paragraph 789 (3) (b) of the Act must be lodged:

- (a) by the person who becomes a director or secretary of the body corporate in accordance with Form 704; and

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- (b) by the holder of the licence in accordance with the approved form.

7.3.06 Discharge, return or release of security

- (1) ASIC may:
 - (a) discharge in whole or part a security maintained by it under a condition of a licence; or
 - (b) return the security in whole or part; or
 - (c) release, in whole or in part, any surety who provided the security;
if:
 - (d) a person ceases to hold the licence; or
 - (e) the potential liability of the licence holder is reduced; or
 - (f) it is reasonable in the circumstances for the amount of the security to be reduced; or
 - (g) it is reasonable in the circumstances for the security not to be maintained;
and a written application is made by the former licence holder, the licence holder, or any surety who provided the security.
- (2) ASIC must not exercise a power under subregulation (1) until 3 months after the date on which a notice in accordance with Form 702 is published:
 - (a) in a daily newspaper of general circulation in a State or Territory; and
 - (b) if ASIC so requires — in a newspaper circulating generally in a State or Territory where the holder of the licence carried on business under the licence;
asking for particulars in writing of any claim in respect of the security to be lodged before the end of the 3 month period.
- (3) A notice must be published by, and at the expense of, the person making the application.
- (4) If a claim is made in relation to a security:
 - (a) in response to a notice under subregulation (2); or
 - (b) for compensation under regulation 7.3.04;

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a surety who provided the security:

- (c) may; and
- (d) on the written application of any person who holds, or held, the licence, must;

ask ASIC in writing to act in accordance with subregulation (5).

- (5) If a surety's liability under a security maintained with ASIC under a condition of a licence is substantially in excess of the surety's liability under all claims mentioned in subregulation (4), ASIC may:
 - (a) direct that the instrument under which the surety's liability arises be varied; or
 - (b) return to the surety the proportion of the security that exceeds the surety's liability under all claims mentioned in subregulation (4); or
 - (c) refer any matter in dispute to a court, or an arbitrator, for determination; or
 - (d) release the surety wholly or in part.

7.3.07 Effect of discharge of security

- (1) If a security is discharged, wholly or in part, by ASIC:
 - (a) a claim does not lie against the surety in relation to the obligation to which the security relates to the extent that he or she has been released from that obligation; and
 - (b) the surety must return to the holder of the licence on whose behalf the security was given:
 - (i) the whole; or
 - (ii) in the case of a partial discharge — the proportion that ASIC directs;

of any money or other property deposited with or held by the surety to cover the potential liability of the surety under the security.

- (2) If ASIC directs that a security be discharged in part:
 - (a) it may state that the surety is not released from the obligations relating to those claims that ASIC specifies; and

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- (b) the surety remains subject to any claims that are so specified.

7.3.08 Register of holders of proper authorities: prescribed information

For paragraph 810 (3) (e) of the Act, the date of birth of each person who holds a proper authority from the licensee is prescribed information.

7.3.09 Licensees to notify Commission of location and contents of registers

Subsections 810 (4), (5) and (6) and 811 (4), (5), (6) and (7) of the Act do not have effect in relation to a person:

- (a) who is or may be a dealer or investment adviser only because of his or her doing anything that is incidental to another business; and
- (b) who has established a register under section 810 of the Act of more than 100 persons;

if that person complies with the requirements of each of those subsections within 12 business days after the beginning of the period mentioned in each respective subsection.

7.3.10 Exemptions from licensing for lenders etc

Divisions 1 and 3 of Part 7.3, Parts 7.5, 7.6 and 7.7 and section 842 of the Act do not have effect in relation to:

- (a) the acquisition or disposal of, or an agreement to acquire or dispose of, securities or documents of title to securities; or
- (b) a mortgage or charge in respect of securities or documents of title to securities; done or entered into:
- (c) by a person whose ordinary business includes the lending of money; and
- (d) by way of security, principally for the purposes of a transaction entered into in the ordinary course of business in lending money or providing credit.

Regulation 7.3.11

7.3.10A Exemption from licensing — certain dealings

Divisions 1 and 3 of Part 7.3, Parts 7.5, 7.6 and 7.7 and section 842 of the Act do not have effect in relation to a dealing in or with an interest in a superannuation scheme if:

- (a) the interest in superannuation scheme is wholly underwritten by 1, or more than 1, life policy within the meaning of the *Life Insurance Act 1995*; and
- (b) the dealing involves a life company within the meaning of that Act, or a life insurance broker within the meaning of the *Insurance (Agents and Brokers) Act 1984*, or an employee, agent or sub-agent of the life company or life insurance broker.

7.3.11 Exemption from licensing — managed investment schemes

- (1) Divisions 1 and 3 of Part 7.3, Parts 7.5, 7.6 and 7.7 and section 842 of the Act do not apply to a dealing in or with an interest in a managed investment scheme:
 - (a) that is not, and is not required under section 601ED of the Act to be, registered under section 601EB of the Act; or
 - (b) in relation to which the person operating the scheme is exempt from subsection 601ED (5) of the Act.
- (2) However, subregulation (1) does not apply to a dealing in or with an interest in:
 - (a) a regulated superannuation fund; or
 - (b) an approved deposit fund; or
 - (c) a pooled superannuation trust;
within the meaning of the *Superannuation Industry (Supervision) Act 1993*.
- (2A) Also, subregulation (1) does not apply to a dealing in, or with an interest in, a friendly society benefit fund.
- (3) Part 7.7 of the Act does not apply to a body corporate in relation to an interest in a registered scheme made available by the body corporate in accordance with Chapter 5C and Chapter 6D of the Act.

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7.3.12 Exemption from licensing — dealings in own securities and sub-underwriting

- (1) Divisions 1 and 3 of Part 7.3, Parts 7.5, 7.6 and 7.7 and section 842 of the Act do not have effect in relation to:
- (a) a dealing entered into between a person and:
 - (i) a government or local government authority; or
 - (ii) a public authority or an instrumentality or agency of the Crown; or
 - (iii) a body corporate or unincorporate;
in securities except an interest in a managed investment scheme, being securities of that government, authority, instrumentality, agency or body; or
 - (b) a transaction entered into by a sub-underwriter of an issue of securities except an interest in a managed investment scheme, that relates only to the sub-underwriting of the issue.
- (2) Paragraph (1) (a) does not apply to a dealing entered into between a person and an investment company in securities of that company except an interest in a managed investment scheme.
- (3) In subregulation (2):
- investment company*** means a body corporate or an unincorporated body that:
- (a) carries on a business of investment in securities, interests in land or other investments; and
 - (b) for those purposes invests funds subscribed:
 - (i) directly; or
 - (ii) indirectly;
following:
 - (iii) an offer; or
 - (iv) an invitation;
to the public within the meaning of section 82 of the Act, on terms that the funds subscribed would be invested for those purposes.

Regulation 7.3.13A

7.3.13 Exemptions from licensing — superannuation schemes, life offices and friendly societies

- (1) Divisions 1 and 3 of Part 7.3 and Parts 7.5, 7.6 and 7.7 of the Act do not have effect in relation to a dealer who:
 - (a) is a trustee for a superannuation scheme; and
 - (b) deals in securities only in relation to the management and administration of the superannuation scheme.
- (2) Parts 7.5 and 7.6 of the Act do not have effect in relation to a body corporate (except a friendly society) registered under the *Life Insurance Act 1995* that only deals in securities in relation to the carrying on of the life insurance business.
- (3) Section 806 and Part 7.7 of the Act do not have effect in relation to any act done by a person:
 - (a) employed by; or
 - (b) acting for or by arrangement with;
a dealer mentioned in subregulation (1) only because the person:
 - (c) is so employed; or
 - (d) so acts;
if the act is an act to which subregulation (1) would apply if done by that dealer.
- (4) Divisions 1 and 3 of Part 7.3, and Parts 7.5, 7.6 and 7.7, of the Act do not have effect in relation to a friendly society that only deals in interests in the friendly society benefit fund.

7.3.13A Action by representatives of certain friendly societies

- (1) In this regulation:
Friendly Societies Code of a State or Territory has the meaning given by clause 1 of Schedule 4 to the Act.
- (2) This regulation applies in relation to a friendly society that only deals in, or with interests in, a benefit fund of the friendly society.

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- (3) A person must not represent a friendly society in relation to dealing in, or with interests in, the friendly society benefit fund unless the person is an individual who:
- (a) is authorised, in the approved form, to deal in the fund, or with the interests, as a representative of the society; or
 - (b) was, immediately before the transfer date, authorised to deal in the fund, or with the interests, as a representative of the society under:
 - (i) the Friendly Societies Code of a State or Territory in the prescribed form for that Code that is endorsed in accordance with paragraphs 184 (a) and (b) of the Code; or
 - (ii) a certificate of incorporation of the friendly society under the Friendly Societies Code of a State or Territory that is endorsed in accordance with paragraphs 184 (a) and (b) of the Code.

Penalty: 10 penalty units.

- (4) However, the person may represent the friendly society if, at the time of the offence, the person reasonably believed that he or she was authorised as a representative of the friendly society.
- (5) For subregulation (3), the friendly society must not authorise a person as a representative of the society if a banning order prohibits the person, except as permitted by the order, from acting as a representative of the society.
- (6) A person must not represent a friendly society in relation to dealing in, or with interests in, the friendly society benefit fund if a banning order prohibits the person, except as permitted by the order, from acting as a representative of the society.

Penalty: 10 penalty units.

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7.3.13B Friendly society dealing in interests in friendly society benefit fund

A friendly society in relation to which regulation 7.3.13A applies is taken to be a licensee to which the following provisions of the Act apply:

- (a) sections 810, 811, 812 and 815;
- (b) Division 4 of Part 7.3;
- (c) Division 3 of Part 7.4.

7.3.13C Authorisation to deal in interests in certain friendly societies

If a person was, immediately before the transfer date, authorised by a friendly society as described in subregulation 7.3.13A (3), the authorisation is taken to be a proper authority to which the following provisions of the Act apply:

- (a) section 814;
- (b) subsections 816 (1) and (3).

7.3.14 Exemption from licensing etc — Australian ADIs

- (1) Sections 780 and 842 and Parts 7.5, 7.6 and 7.7 of the Act do not have effect in relation to an Australian ADI only because, in relation to the carrying on of the business of banking, the Australian ADI:
 - (a) deals in securities issued, or proposed to be issued, by a government, a local government authority or a public authority; or
 - (b) accepts appointment as, or acts as, banker in respect of an issue of securities.
- (2) Section 806 and Part 7.7 of the Act do not have effect in relation to any act done by a person who is employed by an Australian ADI that deals in securities only in connection with the business of banking if the act is an act done on behalf of the Australian ADI in relation to:
 - (a) a dealing by the Australian ADI in securities issued or proposed to be issued by a government, local government authority or public authority; or

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- (b) the appointment of the Australian ADI as a banker in respect of an issue of securities.

7.3.14A Exemptions from licensing

Divisions 1 and 3 of Part 7.3, Parts 7.5, 7.6 and 7.7, and section 842, of the Act do not have effect in relation to a friendly society benefit fund that is:

- (a) a health benefits fund that is conducted by a registered organisation within the meaning of the *National Health Act 1953*; or
- (b) a superannuation entity within the meaning of the *Superannuation Industry (Supervision) Act 1993*.

7.3.15 Sale of forfeited shares exempt (Act s 30)

Divisions 1 and 3 of Part 7.3, Parts 7.5, 7.6 and 7.7 and section 842 of the Act do not have effect in relation to the sale or purchase of any share in a no liability company registered under that Act if the share is offered for sale by public auction under section 254Q of the Act by a person who is the holder of a licence under a law relating to the licensing of auctioneers.

7.3.16 Exemption from Chapter 7 — transactions in option contracts on the NZFOE market (Act s 30)

- (1) In this regulation:

exempt futures market means the futures market conducted by NZFOE and declared to be an exempt futures market in the declaration made under subsection 1127 (1) of the Act on 20 July 1993 and published in the *Gazette* on 10 August 1993.

NZFOE means the New Zealand Futures & Options Exchange Limited.

NZFOE market means the stock market operated by NZFOE in Australia by means of a computer facility through which:

- (a) offers to sell, purchase or exchange option contracts are regularly made or accepted; or
- (b) offers or invitations are regularly made, being offers or invitations that are intended, or may reasonably be expected, to result, whether directly or indirectly, in the

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making or acceptance of offers to sell, purchase or exchange option contracts; or

- (c) information is regularly provided about the prices at which, or the consideration for which, particular persons, or particular classes of persons, propose, or may reasonably be expected, to sell, purchase or exchange option contracts.

option contract is an option contract, within the meaning of section 9 of the Act, relating to securities in respect of which option contracts may be traded on the NZFOE market.

SFE means the Sydney Futures Exchange Ltd.

- (2) Chapter 7 of the Act does not have effect in relation to a transaction involving an option contract on the NZFOE market, subject to the following conditions:
 - (a) Chapter 8 of the Act (other than Part 8.6) applies to the transaction as if the option contract were an eligible exchange-traded option;
 - (b) a person involved in the transaction is subject to the prohibitions and obligations set out in Chapter 8 of the Act (other than Part 8.6) as if the option contract were an eligible exchange-traded option;
 - (c) a person involved in the transaction, who contravenes a provision of Chapter 8 of the Act (other than Part 8.6), is subject to the penalties set out in Division 2 of Part 9.4 of the Act, or any other relevant provision of the Act, as if the option contract were an eligible exchange-traded option;
 - (d) NZFOE is subject to the prohibitions and obligations set out in Chapter 8 of the Act (other than Part 8.6) as if the option contract were an eligible exchange-traded option;
 - (e) if NZFOE contravenes a provision of Chapter 8 of the Act (other than Part 8.6), NZFOE is subject to the penalties set out in Division 2 of Part 9.4 of the Act, or any other relevant provision of the Act, as if the option contract were an eligible exchange-traded option;
 - (f) ASIC has the same powers in relation to the NZFOE market as it has under Chapter 8 of the Act (other than Part 8.6) in relation to a futures market of a futures

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- exchange, except that ASIC may not give a direction to NZFOE under paragraph 1138 (1) (d), (e) or (f) of the Act;
- (g) ASIC has the same powers in relation to the transaction, and a person involved in the transaction, as it has under Chapter 8 of the Act (other than Part 8.6) as if the option contract were an eligible exchange-traded option;
 - (h) the NZFOE market must at all times be conducted in conjunction with the exempt futures market as if the markets were a single market;
 - (i) NZFOE is subject to:
 - (i) the conditions set out in the declaration relating to the exempt futures market, made under subsection 1127 (1) of the Act on 20 July 1993 and published in the *Gazette* on 10 August 1993; and
 - (ii) section 1127 of the Act;as if NZFOE were part of the exempt futures market.

7.3.17 Application of certain provisions of Act to section 770A stock markets

- (1) In this regulation:
section 770A stock market has the meaning given by section 9 of the Act.
- (2) Sections 774 (other than subsection 774 (4)), 775, 776, 777 and 1114 of the Act have effect, in respect of a section 770A stock market, as if a reference in those sections to a securities exchange were a reference to a responsible entity of a registered scheme in relation to unquoted interests in that scheme.
- (3) Subsection 774 (5) of the Act has effect, in relation to a section 770A stock market, as if:
 - (a) a reference in that subsection to the Minister were a reference to ASIC; and
 - (b) the words 'under subsection (4)' in that subsection were omitted.

Regulation 7.3.18

7.3.18 Supervisors have qualified privilege in certain circumstances

For section 770C of the Act, a supervisor within the meaning of paragraph 770A (2) (b) of that Act has qualified privilege in respect of:

- (a) a statement made by that supervisor, orally or in writing, in the course of the performance by the supervisor of his or her duties under the business rules of the responsible entity; and
- (b) notification by the supervisor under paragraph 770A (3) (c) of the Act.

Regulation 7.4.01

Part 7.4 Conduct of securities business

7.4.01 Exempt dealer

Section 842 of the Act does not have effect in relation to the sale or purchase of securities by a dealer as agent for another person through a member of a securities exchange in Australia if the dealer, on receipt of the contract note, forthwith gives the contract note or a copy to the other person.

7.4.01A Exemption from certain requirements in relation to contract notes

- (1) In this regulation:

order means an instruction to buy or sell securities.

- (2) Section 842 of the Act has effect in relation to a dealer to the extent that the requirements of the section are subject to this regulation.

Sending a contract note electronically

- (3) The requirement of subsection 842 (2) of the Act that, in respect of a transaction of sale or purchase of securities, a dealer immediately give a contract note that complies with subsection 842 (3) of the Act to the person for whom the dealer entered into the transaction (the *client*) is satisfied if, in respect of the transaction, the following conditions are satisfied:
- (a) the client has given to the dealer prior authorisation to send any contract note electronically to the client in relation to that transaction or all transactions (or all transactions included in a class in which that transaction is included) entered into for the client by the dealer;
 - (b) the dealer sends the contract note electronically to the client in accordance with the authorisation.

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Giving a single contract note for multiple transactions

- (4) The requirement of subsection 842 (2) of the Act that, in respect of a transaction of sale or purchase of securities, a dealer immediately give a contract note that complies with subsection 842 (3) of the Act to the person for whom the dealer entered into the transaction (the *client*) is satisfied if, in respect of the transaction, the following conditions are satisfied:
- (a) the dealer is a member of a securities exchange;
 - (b) the transaction takes place in accordance with the business rules of the securities exchange;
 - (c) the transaction forms part of a series of transactions made to complete an order placed with the dealer;
 - (d) the client has given to the dealer, in relation to that order or all orders (or all orders included in a class in which that order is included) placed with the dealer by the client, prior authorisation to give to the client a single contract note in respect of a series of transactions carried out under the order instead of an individual contract note in respect of each transaction in the series;
 - (e) the dealer gives to the client a single contract note in respect of a series of transactions in which the transaction is included that:
 - (i) is in accordance with the authorisation; and
 - (ii) subject to subregulation (5), complies with subsection 842 (3) of the Act;
 - (f) the contract note is given:
 - (i) before the end of the business day on which that series of transactions was carried out; or
 - (ii) otherwise as permitted by the business rules of the securities exchange.

Price averaging

- (5) The requirement of paragraph 842 (3) (g) of the Act that a contract note in respect of a transaction of sale or purchase of securities given to a person (the *client*) by a dealer specify the price per unit of the securities to which the transaction relates is satisfied if the following conditions are satisfied:
- (a) the dealer is a member of a securities exchange;

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- (b) the transaction takes place in accordance with the business rules of the securities exchange;
- (c) the transaction forms part of a series of transactions made to complete an order placed with the dealer;
- (d) the client has, in accordance with the business rules of the securities exchange, given to the dealer, in relation to that order or all orders (or all orders included in a class in which that order is included) placed with the dealer by the client, prior authorisation to give to the client a single contract note in respect of the series of transactions that specifies the average price per unit of securities sold or purchased in the series of transactions, instead of an individual contract note in respect of each transaction in the series that specifies the price per unit of the securities bought or sold in the transaction to which each contract note relates;
- (e) the dealer gives the contract note to the client in accordance with the authorisation;
- (f) unless otherwise provided by the business rules of the securities exchange, the dealer, if requested to do so by the client, also gives to the client a document that specifies the price per unit of the securities sold or bought in each transaction in the series.

Authorisations

- (6) For this regulation, an authorisation given by a person to a dealer:
 - (a) must be given orally, or in writing, by the person; and
 - (b) is effective until it is revoked, either orally or in writing, by the person.
- (7) If a person gives an oral authorisation to a dealer, or revokes an authorisation orally, the dealer must:
 - (a) make a written record of the authorisation or revocation; and
 - (b) send a copy of the written record to the person.

Regulation 7.4.04A

7.4.02 Exempt securities and interests

Sections 842, 843 and 872 of the Act do not apply to the sale or purchase of securities, or interests in registered schemes, by a body corporate by which the securities or interests were made available in accordance with Chapter 5C and Chapter 6D of the Act.

7.4.03 Transactions in prescribed circumstances

For subsection 842 (6) of the Act, a transaction takes place in prescribed circumstances if the transaction takes place at an official meeting of a securities exchange in Australia between persons who are members of a securities exchange in Australia.

7.4.04 Exempted transaction

(1) In this regulation:

clearing member has the same meaning as in the Business Rules.

option means an option taken or written in accordance with the Business Rules.

registered trader has the same meaning as in the Business Rules.

(2) Section 843 of the Act does not apply in relation to a transaction entered into by a dealer with a registered trader for the acquisition or disposal of an option, if:

- (a) the registered trader is a person associated with the dealer only because the dealer is that registered trader's clearing member and the transaction is cleared by the registered trader through the dealer in accordance with the Business Rules; and
- (b) the registered trader is not employed by the dealer or by the firm in which the dealer is a partner.

7.4.04A Charging brokerage on principal transactions

(1) Subsection 843 (4) of the Act has effect in relation to a dealer to the extent that it does not prevent a dealer who is a member of a securities exchange from charging a non-dealer brokerage,

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commission or any other fee in respect of a transaction if the non-dealer has given to the dealer prior authorisation to so charge the non-dealer in respect of any transaction entered into by the dealer with the non-dealer.

- (2) For this regulation, an authorisation given to a dealer by a non-dealer:
 - (a) must be given orally, or in writing, by the non-dealer; and
 - (b) is effective until it is revoked, either orally or in writing, by the non-dealer.
- (3) If a non-dealer gives an oral authorisation to a dealer, or revokes an authorisation orally, the dealer must:
 - (a) make a written record of the authorisation or revocation; and
 - (b) send a copy of the written record to the non-dealer.

7.4.05 Exemption from subsection 844 (2) of the Act

Subsection 844 (2) of the Act does not have effect in relation to transactions entered into by a member of a stock exchange in accordance with the business rules of that stock exchange.

7.4.06 Dealings by employees of holders of licences

Subsection 845 (3) of the Act does not have effect in relation to:

- (a) a bank; or
- (b) a body corporate that gives credit in good faith to a person (not being a director of the body corporate) employed by the body corporate, or by another body corporate that is related to the first body corporate, to enable the person to purchase fully paid shares in the body corporate to be held in beneficial ownership by the person.

7.4.07 Exemption of sale of exchange traded options

Section 846 of the Act does not have effect in relation to a sale of securities that is done by the giving or writing of an option that is registered with Options Clearing House Proprietary

Regulation 7.4.08

Limited, or the Sydney Futures Exchange Clearing House Pty Limited.

7.4.08 Exemption of short sale covered by exchange traded options

- (1) In this regulation:

exchange traded options means options registered with Options Clearing House Proprietary Limited, or the Sydney Futures Exchange Clearing House Pty Limited, according to their Business Rules.

seller, in the case of a sale by an agent, means the principal.

unobtained shares means shares of a class that a seller has agreed to sell but over which he or she does not, at the time of the sale, have a presently exercisable and unconditional right to vest in the buyer.

- (2) Section 846 of the Act does not apply in relation to a sale of shares that consists of or includes unobtained shares if the seller is, at the time of the sale, able to obtain at least the number of shares of the same class as the unobtained shares by exercising exchange traded options.
- (3) The number of shares of a class that a seller is able to obtain at the time of a sale is to be calculated using the formula:

$$SIO - SSO - PS$$

where:

SIO (number of Shares Immediately Obtainable) means the number of shares of the class that, at the time of the sale, the seller is able to obtain by exercising exchange traded options at a price:

- (a) that does not exceed the sale price payable to the seller under the sale; or
- (b) that exceeds the sale price by an amount that is no more than an amount deposited by the seller with Options Clearing House Proprietary Limited, or the Sydney Futures Exchange Clearing House Pty Limited, before and in relation to the sale.

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SSO (number of Shares Subject to Options) means the number of shares of the class sold over which he or she has given or written exchange traded options that, at the time of sale, have not expired or been exercised.

PS (number of unobtained shares Previously Sold) means the number of unobtained shares previously sold in sales that have not been completed at the time of the sale.

- (4) The price payable by the seller for obtaining shares by exercising exchange traded options is to be calculated by reference first to the option with the lowest exercise price, then to the option with the second lowest exercise price, and so on in ascending order of price until the necessary number of options would have been exercised.

Regulation 7.5.01

Part 7.5 Dealer's account and audit

7.5.01 Auditor's report

- (1) For subsection 860 (2) of the Act, the auditor's report must be in accordance with Form 712.
- (2) For the purpose of preparing the auditor's report mentioned in subregulation (1), the auditor must:
 - (a) check or examine:
 - (i) internal procedures applied to ensure compliance with section 856 of the Act in relation to securities held for sale or safe custody; and
 - (ii) the balancing of scrip accounts; and
 - (iii) the operation and control of trust account procedures; and
 - (b) in relation to any dealer who does not act only as a principal, check or examine:
 - (i) securities on hand and outstanding transactions, including confirmation from clients or other persons holding scrip; and
 - (ii) the clients' ledger, including the reconciliation of the trust account, the market value of security held for unpaid accounts and the incidence of doubtful debts; and
 - (iii) broker's agents and such other ledgers or records as the auditor considers it necessary to examine.

Regulation 7.6.01

Part 7.6 Money and scrip of dealer's clients

7.6.01 Dealer's trust accounts: exempt

- (1) Sections 866, 867, 868 and 872 of the Act do not have effect in relation to a dealing in securities carried on by a body corporate to which this regulation applies.
- (2) This regulation applies to a body corporate that is a public company as defined in section 9 of the Act and has a paid-up capital of not less than \$4,000,000, the principal functions of which include:
 - (a) underwriting issues of securities; or
 - (b) advising and assisting bodies corporate in relation to:
 - (i) the raising of capital; or
 - (ii) corporate reconstructions and amalgamations; or
 - (iii) the acquisition of securities primarily for the purpose of controlling another body corporate or other bodies corporate; or
 - (c) doing anything incidental to the management and administration of investments of clients where the amount of the investments managed or administered for each client is not less than \$200,000.

Part 7.7 Registers of interests in securities

7.7.01 Register of interests in securities

- (1) A register required to be maintained under subsection 881 (1) of the Act may be maintained in accordance with Form 714 or in a manner that enables the particulars required to be disclosed by Form 714 to be readily ascertained.
- (2) If the person who maintains the Register is the holder of a licence who carries on business in partnership with another person, the Register must contain particulars of the securities in which the partnership has a relevant interest.

7.7.02 Entry of particulars in Register

For subsections 881 (2) and (3) of the Act, particulars of securities must be entered in the Register in handwriting in ink of a type to provide satisfactory reproduction or by a mechanical means that allows for satisfactory copies of the entries to be made.

Regulation 7.10.01

Part 7.10 The National Guarantee Fund

7.10.01 Prescribed rate of interest: subsection 972 (2) of the Act

The prescribed rate of interest for subsection 972 (2) of the Act is 5% a year.

Part 7.11 Conduct in relation to securities

7.11.01 Prohibition of dealings in securities by insiders

- (1) Subsection 1002G (2) of the Act does not have effect in relation to:
- (a) the obtaining by a director of a share qualification; or
 - (b) the subscription for, and acquisition under that subscription of, securities of a body corporate by, or by a trustee for, employees of that body, or of a body corporate that is related to the first-mentioned body under a superannuation scheme, pension fund or other scheme established solely or primarily for the benefit of the employees; or
 - (c) a transaction entered into by a person in accordance with his or her obligations under an underwriting agreement; or
 - (d) a person holding the office of:
 - (i) personal representative of a deceased person; or
 - (ii) liquidator; or
 - (iii) trustee under Parts IV, X and XI of the *Bankruptcy Act 1966*;in respect of any transaction entered into by the person in good faith in the performance of the functions of his or her office; or
 - (e) a sale of securities under:
 - (i) a mortgage or charge of the securities; or
 - (ii) a mortgage, charge, pledge or lien of documents of title to the securities.

Regulation 7.13.01

Part 7.13 Title to, and transfer of, securities

7.13.01 Details to be included in instruments of transfer

For paragraph 1091 (1A) (b) of the Act, the State or Territory in this jurisdiction in which the company is taken to be registered is prescribed.

7.13.02 Marketable securities (Act s 1097 (1))

For paragraph (b) of the definition of *marketable security* in subsection 1097 (1) of the Act, an interest in a managed investment scheme as defined in section 9 of that Act is a prescribed security if:

- (a) it is an interest in a managed investment scheme that is registered under section 601EB of the Act; and
- (b) it is quoted on Australian Stock Exchange Limited.

7.13.03 Eligible body: subsection 1097 (1) of the Act

- (1) For subparagraph (b) (ii) of the definition of *eligible body* in subsection 1097 (1) of the Act, Westpac Banking Corporation is prescribed.
- (2) For subparagraph (c) (iii) of the definition of *eligible body* in subsection 1097 (1) of the Act, The Australian Gas Light Company is prescribed.

Part 7.14 Miscellaneous

7.14.01 Period for which documents are to be retained

For subsection 1116 (5) of the Act, the prescribed period is 7 years.

7.14.02 Futures contracts

Chapter 7 of the Act does not have effect in relation to a transaction effected by virtue of a futures contract:

- (a) that is effected on a market of the Sydney Futures Exchange Limited; and
- (b) that relates only to securities.

Regulation 7.15.01

**Part 7.15 Notification about payment of
levies**

7.15.01 Notification about payment of levies

- (1) Notification to the Commonwealth of payments of levy received as agent for the Commonwealth must:
 - (a) be given for each period of 6 months ending on 31 December and 30 June; and
 - (b) be given in writing to:
 - (i) the Secretary of the Department of Finance and Administration; or
 - (ii) another officer of that Department notified in writing by the Secretary to the receiver of the levy; and
 - (c) set out the total of the levies (if any) that became payable in the period; and
 - (d) set out the total of the levies (if any) received in the period; and
 - (e) be given no later than 2 weeks after the end of the period.
- (2) In subregulation (1):

levy means a levy mentioned in section 902, 904, 938, 940, 941, 1234 or 1235 of the Act.

Chapter 8 The futures industry

Part 8.1 Interpretation

8.1.01 Exemption from Parts 8.3, 8.4 and 8.5 of the Act

Parts 8.3, 8.4 and 8.5 of the Act do not have effect in relation to a service as a futures adviser or futures broker that is provided:

- (a) by a body to another body that:
 - (i) owns or controls the first-mentioned body; and
 - (ii) conducts an exempt futures market; or
- (b) by CSR Limited to the Crown in the right of Queensland, to the Queensland Sugar Board or to another public authority of Queensland in connection with the sugar industry; or
- (c) by Snowy Hydro Trading Pty Ltd to the Commonwealth, to Pacific Power or to the State Electricity Commission of Victoria in connection with an exempt futures market conducted in Australia in relation to the wholesale price of electricity.

8.1.01A Exemption of transactions relating to sporting events from Chapter 8 of the Act

Chapter 8 of the Act does not have effect in relation to any transaction based on an agreement that comes within the definition of *adjustment agreement* in section 9 of the Act if that transaction relates to the course or outcome of a sporting event.

8.1.02 Eligible exchange-traded options

The following indexes are prescribed for paragraph (b) of the definition of *eligible exchange-traded option* in section 9 of the Act:

- (a) S&P/ASX 50 Share Price Index;

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- (ab) S&P/ASX 20 Share Price Index;
- (b) Dow Jones Asia-Pacific Extra Liquid Series — Australia Equity Index;
- (c) Dow Jones Asia-Pacific Extra Liquid Series — Hong Kong Equity Index;
- (d) Dow Jones Asia-Pacific Extra Liquid Series — Japan Equity Index;
- (e) Dow Jones Asia-Pacific Extra Liquid Series — Pan Pacific Equity Index;
- (f) All Ordinaries Accumulation Index;
- (g) S&P/ASX 100 Accumulation Index;
- (h) S&P/ASX 100 Share Price Index;
- (i) S&P/ASX 200 Share Price Index;
- (j) S&P/ASX 300 Share Price Index;
- (k) S&P/ASX Small Ordinaries Share Price Index;
- (l) S&P/ASX Small Ordinaries Accumulation Index;
- (m) Share Price Index.

Part 8.2 Futures exchanges, clearing houses and futures associations

8.2.01 Applications for licences in sealed envelopes

An application to ASIC for a futures brokers licence or a futures advisers licence may be enclosed in a sealed envelope that:

- (a) states that an application for a licence is enclosed; and
- (b) describes the kind of licence applied for; and
- (c) sets out the name, address and telephone number of the applicant.

8.2.02 Recognised futures exchanges — prescribed bodies corporate

For paragraph (b) of the definition of *recognised futures exchange* in section 9 of the Act, the bodies corporate specified in Schedule 11 are prescribed.

8.2.03 Exemption: Section 1121 and Division 2 of Part 8.2: Comex Clearing Association of New York

Section 1121 and Division 2 of Part 8.2 of the Act do not have effect in relation to the clearing house for a futures exchange known as the Comex Clearing Association of New York.

Regulation 8.3.01

Part 8.3 Participants in the futures industry

8.3.01 Exemption: Divisions 1 and 2 of Part 8.3, sections 1206, 1207 and 1208 and Part 8.5: clearing houses

Divisions 1 and 2 of Part 8.3, sections 1206, 1207 and 1208 and Part 8.5 of the Act do not have effect in relation to clearing houses.

8.3.02 Exemption: Part 8.3 — certain futures contracts

(1) In this regulation:

investment manager means a person:

- (a) who is the holder of a dealers licence granted under Part 7.3 of the Act; and
- (b) who is not a person involved in a dealing to which Part 8.3 of the Act does not apply because of paragraph (2) (a), (b), (c), (d) or (e).

(2) Part 8.3 of the Act does not have effect in relation to:

- (b) a dealing in a futures contract entered into by a body corporate on behalf of a related body corporate; or
- (c) a dealing in a futures contract entered into:
 - (i) by a member of a futures exchange who, under the business rules of that exchange, is a local member; and
 - (ii) under order execution business performed in accordance with those rules on a give-up basis on behalf of a member of that exchange who is, under those rules, a floor member; or
- (d) a dealing in a futures contract:
 - (i) entered into by the responsible entity of a managed investment scheme who holds a dealers licence; and
 - (ii) entered into in accordance with the constitution of the scheme; and

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- (iii) entered into on behalf of the holders of interests in the scheme; and
 - (iv) executed by the holder of a futures brokers licence; and
 - (v) the value of which, when added to the total value of any other futures contracts in which the responsible entity is dealing for those holders, does not exceed 15% of the total value of the scheme property; or
- (e) a dealing in a futures contract:
- (i) entered into by the trustee, or by a manager appointed by the trustee, of an approved deposit fund within the meaning of the *Superannuation Industry (Supervision) Act 1993* or a superannuation fund within the meaning of that Act; and
 - (ii) entered into under the covenants contained in the deed relating to that fund only on behalf of depositors in that fund; and
 - (iii) executed on behalf of the trustee or manager by the holder of a futures brokers licence; and
 - (iv) the value of which, when added to the total value of any other futures contracts entered into by the trustee or manager at that time on behalf of those depositors, does not exceed 15% of the total value of assets held by the trustee under that deed; or
- (f) a dealing in a futures contract:
- (i) entered into by an investment manager in the course of managing funds:
 - (A) deposited by a person (the *client*) to invest on terms that permit the investment manager to deal in futures contracts without prior reference to or approval of the client; and
 - (B) which total at least \$500,000; and
 - (ii) executed on behalf of the investment manager by the holder of a futures brokers licence; and
 - (iii) the value of which, when added to the total value of any other futures contracts entered into by the investment manager at that time on behalf of the

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client, does not exceed 15% of the total amount of funds so deposited with the manager.

- (3) For subparagraph (2) (d) (v), (e) (iv) or (f) (iii):
- (a) if a futures contract cancels another futures contract, the value of both contracts must be disregarded for the purpose of calculating the total value of the futures contracts mentioned in subparagraph (2) (d) (v), (e) (iv) or (f) (iii); and
 - (b) if, but for this subregulation:
 - (i) the value of a futures contract (the *proposed contract*) if entered into would exceed the limit imposed by subparagraph (2) (d) (v), (e) (iv) or (f) (iii); and
 - (ii) the proposed contract would comply with the requirements of subparagraph (2) (d) (v), (e) (iv) or (f) (iii), as the case requires; and
 - (iii) the proposed contract if entered into would cancel another contract;the limit imposed by subparagraph (2) (d) (v), (e) (iv) or (f) (iii) does not apply to the proposed contract.
- (4) For the purpose of subregulation (3), a futures contract to sell cancels an earlier futures contract to buy, and a futures contract to buy cancels an earlier futures contract to sell, if both contracts:
- (a) relate to:
 - (i) the same type and amount of subject matter; and
 - (ii) the same month; and
 - (b) are entered into:
 - (i) in the case of a futures contract mentioned in paragraph (2) (d) — on behalf of the holders of prescribed interests under the deed; or
 - (ii) in the case of a futures contract mentioned in paragraph (2) (e) — on behalf of depositors in relation to that fund; or
 - (iii) in the case of a futures contract mentioned in paragraph (2) (f) — on behalf of the same client.

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8.3.03 Conditions of licence: general

- (1) For section 1147 of the Act, a licence is subject to the conditions that the holder of the licence must ensure that each representative of the holder:
 - (a) is adequately supervised in the performance of the duties that he or she is required by the holder to perform; and
 - (b) is sufficiently trained in relation to those duties before acting as a representative; and
 - (c) keeps up to date in relation to those duties by means of continuing training programs.
- (2) ASIC may, by notice in writing, require a holder of a licence to satisfy it that the conditions mentioned in subregulation (1) have been met by the holder.

8.3.04 Notifying change in particulars

For paragraph 1156 (c) of the Act, if there is a change of a director or the secretary of a licensee, the particulars may be in accordance with Forms 304 and 802A.

8.3.05 Register of holders of proper authorities: prescribed information

For paragraph 1176 (3) (e) of the Act, the date of birth of each person who holds a proper authority from the licensee is prescribed information.

8.3.06 Licensee to notify Commission of location and contents of register

- (1) For subsections 1177 (2) and (3) of the Act, a notice may be in accordance with Form 811.
- (2) For paragraph 1177 (4) (b) and subsections 1177 (5) and (6) of the Act, a notice may be in accordance with Form 812.

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Part 8.4 Conduct of futures business

8.4.01 Exemption of certain transactions from subsection 1206 (1) of the Act

Subsection 1206 (1) of the Act does not apply to a transaction that is:

- (a) the acquisition or disposal of a futures contract; and
- (b) entered into by a futures broker on behalf of a member of a clearing house of a futures exchange;

if the broker gives to that member the information that the broker is required, under the business rules of that exchange, to give to that member about that transaction.

8.4.01A Which futures broker to comply with subsection 1206 (1) of the Act in relation to certain transactions?

- (1) This regulation applies in relation to a transaction described in subsection 1206 (1) of the Act if, on behalf of the person acquiring or disposing of the futures contract, more than one futures broker enters into the transaction.
- (2) If the person has instructed a broker to allocate a dealing in the transaction to another broker, subsection 1206 (1) of the Act does not apply, except to the broker who last deals in the transaction.
- (3) In circumstances other than those described in subregulation (2), subsection 1206 (1) of the Act does not apply, except to the broker whom the client has instructed to enter the transaction.

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8.4.01B Exemption from certain requirements in relation to contract notes

- (1) In this regulation:
- order* means an instruction, or a series of instructions, to acquire or dispose of a futures contract.
- (2) Section 1206 of the Act has effect in relation to a futures broker to the extent that the requirements of the section are subject to this regulation.

Sending a contract note electronically

- (3) The requirement of subsection 1206 (1) of the Act that, in respect of a transaction, being the acquisition or disposal of a futures contract, a futures broker give, as soon as practicable, a contract note that complies with subsection 1206 (3), (4) or (5) of the Act to the person on whose behalf the broker entered into the transaction (the *client*) is satisfied if, in respect of the transaction, the following conditions are satisfied:
- (a) the client has given to the broker prior authorisation to send any contract note electronically to the client in relation to that transaction or all transactions (or all transactions included in a class in which that transaction is included) entered into on behalf of the client by the broker; and
- (b) the broker sends the contract note electronically to the client in accordance with the authorisation.

Giving a single contract note for multiple transactions

- (4) The requirement of subsection 1206 (1) of the Act that, in respect of a transaction, being the acquisition or disposal of a futures contract, a futures broker give, as soon as practicable, a contract note that complies with subsection 1206 (3) of the Act to the person on whose behalf the broker entered into the transaction (the *client*) is satisfied if, in respect of the transaction, the following conditions are satisfied:
- (a) the broker is a member of a futures exchange;
- (b) the transaction takes place in accordance with the business rules of the futures exchange;

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- (c) the transaction forms part of a series of transactions made to complete an order placed with a broker;
- (d) the client has given to the broker, in relation to that order or all orders (or all orders included in a class in which that order is included) placed with a broker by the client, prior authorisation to give to the client a single contract note in respect of a series of transactions carried out under the order instead of an individual contract note in respect of each transaction in the series;
- (e) the broker gives to the client a single contract note in respect of a series of transactions in which the transaction is included that:
 - (i) is in accordance with the authorisation; and
 - (ii) subject to subregulation (5), complies with subsection 1206 (3) of the Act;
- (f) the contract note is given:
 - (i) before the end of the business day on which that series of transactions was carried out; or
 - (ii) otherwise as permitted by the business rules of the futures exchange.

Price averaging

- (5) The requirement of subparagraph 1206 (3) (d) (i) and sub-subparagraph 1206 (3) (d) (ii) (B) of the Act that a contract note in respect of a transaction, being the acquisition or disposal of a futures contract, given to a person (the *client*) by a futures broker include a statement of the contract price is satisfied if the following conditions are satisfied:
 - (a) the broker is a member of a futures exchange;
 - (b) the transaction takes place in accordance with the business rules of the futures exchange;
 - (c) the transaction forms part of a series of transactions made to complete an order placed with a broker;
 - (d) the client has, in accordance with the business rules of the futures exchange, given to the broker, in relation to that order or all orders (or all orders included in a class in which that order is included) placed with a broker by the client, prior authorisation to give to the client a single

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contract note in respect of the series of transactions that specifies the average contract price of the futures contracts acquired or disposed of in the series of transactions, instead of an individual contract note in respect of each transaction in the series that specifies the contract price of the futures contract acquired or disposed of in the transaction to which each contract note relates;

- (e) the broker gives the contract note to the client in accordance with the authorisation;
- (f) unless otherwise provided by the business rules of the futures exchange, the broker, if requested to do so by the client, gives to the client a document that includes a statement of the contract price of each futures contract acquired or disposed of in each transaction in the series.

Authorisations

- (6) For this regulation, an authorisation given by a person to a broker:
 - (a) must be given orally, or in writing, by the person; and
 - (b) is effective until it is revoked, either orally or in writing, by the person.
- (7) If a person gives an oral authorisation to a broker, or revokes an authorisation orally, the broker must:
 - (a) make a written record of the authorisation or revocation; and
 - (b) send a copy of the written record to the person.

8.4.02 Waiver of paragraph 1206 (1) (b) of the Act

For paragraph 1206 (1) (b) of the Act, the prescribed manner of agreeing to waive the operation of that paragraph is to sign an agreement in accordance with Form 803C.

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8.4.03 Exemption of certain transactions from subsection 1207 (1) of the Act

Subsection 1207 (1) of the Act does not apply to a transaction that is:

- (a) the acquisition of a futures contract before or during a particular month; and
- (b) entered into by a futures broker on behalf of a member of a clearing house of a futures exchange;

if:

- (c) the futures contract has not been disposed of at the end of that month; and
- (d) after the end of that month the broker gives to that member the information that the broker is required, under the business rules of that futures exchange, to give to that member about that transaction.

8.4.03A Which futures broker to comply with subsection 1207 (1) of the Act in relation to certain transactions

- (1) This regulation applies in relation to a transaction described in paragraph 1207 (1) (b) of the Act if, on behalf of the client who acquired the futures contract, more than one futures broker entered into the transaction.
- (2) If the person has instructed a broker to allocate a dealing in the transaction to another broker, subsection 1207 (1) of the Act does not apply, except to the broker who last deals in the transaction.
- (3) In circumstances other than those described in subregulation (2), subsection 1207 (1) of the Act does not apply, except to the broker whom the client has instructed to enter the transaction.

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8.4.03B Sending a monthly statement electronically

- (1) Subsection 1207 (1) of the Act has effect in relation to a futures broker to the extent that the requirement of that subsection that the broker send a monthly statement to a client of the broker is satisfied if:
 - (a) the client has given to the broker a prior authorisation to send any monthly statement to the client electronically; and
 - (b) subject to regulation 8.4.03A, the broker sends the monthly statement to the client electronically within the time specified in section 1207.
- (2) For this regulation, an authorisation given to a broker by a client of the broker:
 - (a) must be given orally, or in writing, by the client; and
 - (b) is effective until it is revoked, either orally or in writing, by the client.
- (3) If a client of a broker gives an oral authorisation to the broker, or revokes an authorisation orally, the broker must:
 - (a) make a written record of the authorisation or revocation; and
 - (b) send a copy of the written record to the client.

8.4.04 Exemption of certain transactions from paragraphs 1207 (1) (g) and (h) of the Act

Paragraphs 1207 (1) (g) and (h) of the Act do not apply to a transaction that is:

- (a) the acquisition or disposal of a futures contract; and
 - (b) entered into by a futures broker on behalf of a member of a clearing house of a futures exchange;
- if the broker:
- (c) has held money or property on account of that member; and
 - (d) gives to that member the information that the broker is required, under the business rules of that exchange, to give to that member about that transaction.

Regulation 8.6.01

Part 8.6 Fidelity funds

8.6.01 Fidelity fund — prescribed rate of interest

For subsection 1240 (4) of the Act, the prescribed rate of interest is 10% a year.

Part 8.7 Offences

8.7.01 **Prescribed particulars in respect of transmission and execution of orders**

For subsection 1266 (7) of the Act:

- (a) a futures broker must keep instructions by a client to deal in futures contracts separately from instructions to deal in futures contracts on the broker's own account; and
- (b) the prescribed particulars of instructions by a client to deal in futures contracts are short particulars of the matters mentioned in paragraphs 1266 (7) (a), (b) and (c) of the Act; and
- (c) the prescribed particulars of instructions to deal in futures contracts on the broker's own account are short particulars of the matters mentioned in paragraphs 1266 (7) (d) and (e) of the Act; and
- (d) the prescribed period is 7 years.

8.7.02 **Futures brokers that are banks — credit to employees to deal in futures contracts**

Subsection 1267 (4) of the Act does not have effect in relation to a bank that is a futures broker or a futures adviser only because the bank gives credit to an employee of the bank if:

- (a) the credit is given for the purpose of enabling or assisting the employee to deal in futures contracts; or
- (b) the bank knows or has reason to believe that the credit will be used by the employee for that purpose.

8.7.03 **Period for which Commission is required to retain documents**

For subsection 1270 (4) of the Act, the prescribed period is 7 years.

Regulation 9.1.01

Chapter 9 Miscellaneous

Part 9.1 Registers and registration of documents

9.1.01 Prescribed registers

For subsections 1274A (2), (3) and (4) of the Act, the following registers are prescribed:

- (a) the register of companies registered under section 118 or 601BD of the Act or the registration of which is continued by section 1378 of the Act;
- (b) the register of Disqualified Company Directors and Other Officers kept under section 1274AA of the Act;
- (c) the Australian Register of Company Charges kept under section 265 of the Act;
- (d) the register of registered Australian bodies kept under Division 1 of Part 5B.2 of the Act;
- (e) the register of foreign companies registered under Division 2 of Part 5B.2 of the Act;
- (f) the register of names reserved under section 152 of the Act;
- (g) the Register of Licence Holders kept under section 789 of the Act;
- (h) the register of managed investment schemes registered under section 601EB of the Act;
- (i) the Register of Futures Licensees kept under section 1155 of the Act;
- (j) the Register of Auditors kept under section 1285 of the Act;
- (k) the Register of Liquidators kept under section 1286 of the Act;
- (l) the Register of Official Liquidators kept under section 1286 of the Act.

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9.1.02 Prescribed information

For subsections 1274A (3) and (4) of the Act, the following information is prescribed:

- (a) in relation to each company registered under section 118 or 601BD of the Act or the registration of which is continued by section 1378 of the Act:
 - (i) its full name, the date of its registration and its registration number;
 - (ii) whether it is a public company or a proprietary company;
 - (iii) whether it is a company limited by shares, a company limited by guarantee, a company limited by both shares and guarantee, an unlimited company or a no liability company;
 - (v) its registered office;
 - (vi) its officers;
 - (vii) any scheme of arrangement it has entered into with its creditors, its placement under official management or receivership or its liquidation;
 - (viii) its paid-up and unpaid capital;
 - (ix) its deregistration;
 - (x) any charges on its property that have been lodged with ASIC or entered in the Australian Register of Company Charges;
- (b) in relation to the Register of Disqualified Company Directors and Other Officers— orders and notices registered under section 1274AA of the Act;
- (c) in relation to the Australian Register of Company Charges— each charge registered under subsection 265 (2) of the Act;
- (d) in relation to each body registered in the register of registered Australian bodies:
 - (i) its full name, the date of its incorporation and its registration number;
 - (ii) the class of the body in its place of origin and whether the liability of members of the body is limited;

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- (iv) its registered office;
 - (v) its registered office or principal place of business in its place of origin;
 - (vi) its officers;
 - (vii) any scheme of arrangement it has entered into with its creditors, its placement under official management or receivership or its liquidation;
 - (viii) its paid-up and unpaid capital;
 - (ix) its deregistration;
 - (x) any charges on its property that have been lodged with ASIC or entered in the Australian Register of Company Charges;
- (e) in relation to each company entered in the register of foreign companies:
- (i) its full name, the date and place of its incorporation or registration in its place of origin and its registration number;
 - (ii) the class of the foreign company in its place of origin and whether the liability of its members is limited;
 - (iv) its registered office;
 - (v) its registered office or principal place of business in its place of origin;
 - (vi) its officers;
 - (vii) its agent;
 - (viii) any scheme of arrangement it has entered into with its creditors, its placement under official management or receivership or its liquidation;
 - (ix) its paid-up and unpaid capital;
 - (x) its deregistration;
 - (xi) any charges on its property that have been lodged with ASIC or entered in the Australian Register of Company Charges;
- (f) in relation to the register of reserved or registered names — a name entered in that register, the number allocated to that name and the date on which the entry was made;

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- (g) in relation to the Register of Licence Holders — each licence holder registered under section 783 or 784 of the Act;
- (h) in relation to each registered scheme:
 - (i) the ARSN of the scheme;
 - (ii) the name of the scheme;
 - (iii) the date of registration of the scheme;
 - (iv) the name and address of the registered office of the responsible entity of the scheme;
 - (v) the name and address of the auditor of the scheme's compliance plan;
 - (vi) the date of any amendment of the constitution or compliance plan of the scheme;
 - (vii) any deregistration or winding up of the scheme;
 - (viii) the name and address of the auditor of the scheme;
- (i) in relation to the Register of Futures Licensees — the name of each registered futures licensee;
- (j) in relation to the Register of Auditors — the name of each registered auditor;
- (k) in relation to the Register of Liquidators — the name of each registered liquidator;
- (l) in relation to the Register of Official Liquidators — the name of each registered official liquidator.

Regulation 9.2.01

Part 9.2 Registration of auditors and liquidators

9.2.01 Prescribed bodies

For subparagraphs 1280 (2) (a) (i) and 1282 (2) (a) (i) of the Act, the following bodies are prescribed:

- (a) American Institute of Certified Public Accountants;
- (b) Chartered Association of Certified Accountants (United Kingdom);
- (c) The Institute of Chartered Accountants in England and Wales;
- (d) The Institute of Chartered Accountants in Ireland;
- (e) The Institute of Chartered Accountants of Scotland;
- (f) New Zealand Society of Accountants;
- (g) Canadian Institute of Chartered Accountants.

9.2.02 Prescribed universities

For subparagraphs 1280 (2) (a) (ii) and 1282 (2) (a) (ii) of the Act, the following universities are prescribed:

- (a) Australian National University;
- (b) Charles Sturt University, Mitchell;
- (c) Charles Sturt University, Riverina;
- (d) Curtin University of Technology;
- (e) Deakin University;
- (f) Flinders University of South Australia;
- (g) Griffith University;
- (h) James Cook University of North Queensland;
- (i) La Trobe University;
- (j) Macquarie University;
- (k) Monash University;
- (l) Murdoch University;
- (m) Northern Territory University;

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- (n) Queensland University of Technology;
- (o) University of Adelaide;
- (p) University of Canberra;
- (q) University of Melbourne;
- (r) University of Newcastle;
- (s) University of New England, Armidale;
- (t) University of New England, Northern Rivers;
- (u) University of New South Wales;
- (v) University of Queensland;
- (w) University of Sydney;
- (x) University of Tasmania;
- (y) University of Technology, Sydney;
- (z) University of Western Australia;
- (za) University of Western Sydney, Macarthur;
- (zb) University of Western Sydney, Nepean;
- (zc) University of Wollongong.

9.2.03 Prescribed institutions

For subparagraphs 1280 (2) (a) (ii) and 1282 (2) (a) (ii) of the Act, the following institutions are prescribed:

- (a) Avondale College;
- (b) Ballarat College of Advanced Education;
- (c) Bendigo College of Advanced Education;
- (d) Brisbane College of Advanced Education;
- (e) Capricornia Institute of Advanced Education;
- (f) Churchlands College;
- (g) Darling Downs Institute of Advanced Education;
- (h) Footscray Institute of Technology;
- (i) Gippsland Institute of Advanced Education;
- (j) North Brisbane College of Advanced Education;
- (k) Phillip Institute of Technology;
- (l) Royal Melbourne Institute of Technology Limited;
- (m) South Australian College of Advanced Education;
- (n) South Australian Institute of Technology;

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- (o) Swinburne Institute of Technology;
- (p) Tasmanian State Institute of Technology;
- (q) The Western Institute;
- (r) Victoria College;
- (s) Warrnambool Institute of Advanced Education;
- (t) Western Australian College of Advanced Education.

9.2.04 Practical experience in auditing (Act s 1280 (2))

For paragraph 1280 (2) (b) of the Act, the prescribed practical experience in auditing:

- (a) is:
 - (i) work in auditing under the direction of a registered company auditor for a period of not less than 3 years, including appraising the operations of companies and forming opinions on the matters specified in sections 307, 308 and 309 of the Act; and
 - (ii) at least one continuous year during the 5 years immediately before the date of the application spent supervising audits of companies; or
- (b) is practical experience that in the opinion of ASIC is equivalent to the practical experience specified in paragraph (a); or
- (c) is work of the kind mentioned in paragraph (a) that was done under previous laws corresponding to sections 307, 308 and 309 of the Act.

9.2.05 Application of security under subsection 1284 (2) of the Act

- (1) For subsection 1284 (2) of the Act, a security lodged by a liquidator or a liquidator of a specified body corporate may be applied by ASIC in accordance with this regulation to compensate a person who has suffered pecuniary loss due to the failure of the liquidator, or liquidator of the specified body corporate, as the case may be, to carry out his or her duties adequately and properly.

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- (2) Subregulation (1) applies whether or not the liquidator has been convicted of an offence in relation to the failure.
- (3) A security must not be applied to compensate a person unless the person lodges a claim for compensation in writing no later than:
- (a) if ASIC has:
 - (i) advertised for claims for compensation to be paid out of the security by notice published in accordance with subregulation (4); and
 - (ii) specified a date not less than 3 months after publication of the notice;
that date; or
 - (b) if no notice is published and paragraph (c) does not apply — 6 months after the person became aware that he or she had suffered the pecuniary loss; or
 - (c) if ASIC is satisfied that the claim is a proper claim — a later date that ASIC allows.
- (4) A notice mentioned in paragraph 3 (a) must be published:
- (a) in a newspaper circulating generally in Australia; and
 - (b) if ASIC so requires — in a newspaper circulating in a State or Territory where the liquidator performed his or her duties.
- (5) ASIC must give the liquidator an opportunity of being heard before deciding whether a person is to be compensated under subregulation (1).
- (6) For the purposes of this regulation, the amount of pecuniary loss that a person may claim is the amount worked out using the formula:

$$\text{loss} + \text{costs} - \text{other entitlements}$$

where:

loss means the pecuniary loss suffered by the person.

costs means the total of the amounts ASIC thinks are:

- (a) the reasonable costs of;

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- (b) disbursements of a reasonable amount that are incidental to;
making and proving the claim.
other entitlements means the amount or value of all money and other benefits paid or payable to the person by someone other than ASIC in reduction of the pecuniary loss.
- (7) A security that is applied by ASIC must be applied:
- (a) where the total of the admitted claims does not exceed the amount of the security — in the payment in full of those amounts; or
- (b) where that total exceeds the amount of the security — in the payment of a proportion of the amount at which each of those claims was admitted.
- (8) The proportion mentioned in paragraph (7) (b) must be the same as the proportion the amount of the security bears to the total of the admitted claims.

9.2.06 Discharge, return or release of security

- (1) For subsection 1284 (3) of the Act:
- (a) if a liquidator ceases to be registered as a liquidator; or
- (b) if a liquidator of a specified body corporate ceases to be registered as a liquidator of that specified body corporate; or
- (c) if there is a reduction in the potential liability of a liquidator in relation to which a security was lodged by the liquidator; or
- (d) in such other circumstances as ASIC permits in a particular case;
- ASIC may, on the application of the liquidator or any person who has entered into the security as surety:
- (e) discharge the security in whole or part; or
- (f) return the security in whole or part; or
- (g) release the surety in whole or in part.
- (2) ASIC must not exercise a power under subregulation (1) until 3 months after the date on which a notice in accordance with Form 904 is published:

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- (a) in a newspaper circulating generally in Australia; and
 - (b) if ASIC requires — in a newspaper circulating generally in the State or Territory of the principal place at which the liquidator practised, or, in the case of a liquidator of a specified body corporate, the principal place at which the functions of the liquidator of the specified body were performed:
 - (i) asking for particulars in writing of a claim in respect of the security to which the application relates; and
 - (ii) stating a date on or before which any claim is to be made.
- (3) A notice must be published by, and at the expense of, the person making the application.
- (4) If a liability may be imposed on a surety in relation to a claim:
- (a) in response to a notice under subregulation (2); or
 - (b) accepted by ASIC as a proper claim;
- that surety:
- (c) may; and
 - (d) on the request of the liquidator or liquidator of a specified body corporate, must;
- apply to ASIC for directions:
- (e) concerning the manner in which the security is to be dealt with; and
 - (f) whether the surety should be released wholly or in part.
- (5) If a surety's liability under a security maintained with ASIC is substantially in excess of the surety's liability under all claims mentioned in subregulation (4), ASIC may:
- (a) direct that the instrument under which the surety's liability arises be varied; or
 - (b) return to the surety the proportion of the security that exceeds the surety's liability under all claims mentioned in subregulation (4); or
 - (c) refer any matter in dispute to a court, or an arbitrator, for determination; or
 - (d) release the surety wholly or in part.

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9.2.07 Effect of discharge of security

- (1) If a security is discharged, wholly or in part, by ASIC:
 - (a) a claim does not lie against the surety in relation to the obligation to which the security relates to the extent that he or she has been released from that obligation; and
 - (b) the surety must return to the liquidator:
 - (i) the whole; or
 - (ii) in the case of a partial discharge — the proportion that ASIC directs;
of any money or other property deposited with or held by the surety to cover the potential liability of the surety under the security.
- (2) If ASIC directs that a security be discharged in part:
 - (a) it may state that the surety is not released from the obligations relating to those claims that ASIC specifies; and
 - (b) the surety remains subject to any claims that are so specified.

Part 9.4 Penalty notice offences and penalties

9.4.01 Prescribed offences (Act s 1313)

For paragraph (b) of the definition of *prescribed offence* in subsection 1313 (8) of the Act, an offence against a provision mentioned in Schedule 3 to the Act, to which a penalty of 5 penalty units applies, is prescribed.

9.4.02 Prescribed penalties (Act s 1313)

For an offence prescribed by regulation 9.4.01 for which a person may be, or has been, given a notice under subsection 1313 (1) of the Act, the amount of the penalty is:

- (a) if the person is an individual — 1.25 penalty units; and
- (b) if the person is a body corporate — 6.25 penalty units.

Regulation 9.4A.01

Part 9.4A Register and index

9.4A.01 Definitions for Part 9.4A

In this Part, unless the contrary intention appears:

index means an instrument, prepared for subsection 1306 (4) of the Act, that is an index of members of a corporation.

issuing body has the same meaning as it has in Division 3 of Part 7.13 of the Act.

register means an instrument, prepared for subsection 1306 (4) of the Act, that is any of the following:

- (a) register of members of a corporation;
- (b) register of holders of debentures of a corporation;
- (c) register of members of a registered scheme;
- (d) register of holders of options of a corporation.

9.4A.02 Register and index must be kept up to date: subsection 1306 (4A) of the Act

- (1) A corporation that is an issuing body must ensure that its registers and index (if any) are, at any time, not more than 20 business days out of date.
- (2) If a person notifies a corporation that is an issuing body that the person wishes to inspect a register or index of the corporation, the corporation must ensure that, at the beginning of the business day following the day on which it receives the notice, the register or index that the person wishes to inspect is not more than 5 business days out of date.

Part 9.5 Delegation of powers and functions under the Act

9.5.01 Prescribed functions (Law s 1345A (1))

For subsection 1345A (1) of the Act, the functions and powers of the Minister under the following provisions of the Act are prescribed:

- (a) subsection 147 (2) or 601DC (2) (Names available with Minister's consent);
- (c) Part 9.7 (Unclaimed property).

Regulation 10.1.01

Chapter 10 Repeals

Part 10.1 Old Corporations Regulations

10.1.01 Repeal of *Corporations Regulations 1990*

The following Statutory Rules are repealed:

- 1990 No. 455
- 1991 Nos. 218, 219, 281, 341, 453, 478 and 479
- 1992 Nos. 230, 281, 364, 395 and 450
- 1993 Nos. 135, 207 and 277
- 1994 Nos. 35, 108, 153, 221, 251, 302 and 430
- 1995 Nos. 222, 344, 345 and 398
- 1996 Nos. 26, 51, 55, 90, 205, 218 and 343
- 1997 Nos. 10, 81, 102 and 142
- 1998 Nos. 9, 22, 109, 128, 161, 185, 186, 239 and 293
- 1999 Nos. 38, 47, 143, 212, 237 and 293
- 2000 Nos. 11, 30, 31, 50, 78, 175, 206 and 282

Note These Regulations were made under the old Corporations Law, but are continued in effect by section 1380 of the *Corporations Act 2001* as if made under the Act.

10.1.02 Repeal of *Partnerships and Associations Application Order 1999 (No. 1)*

The *Partnerships and Associations Application Order 1999 (No. 1)* is repealed.

Note The *Partnerships and Associations Application Order 1999 (No. 1)* was made under the old Corporations Law, but is continued in effect by section 1388 of the Act.

Chapter 12 Financial sector reform

Part 12.1 Preliminary

12.1.01 Definitions for Chapter 12

In this Chapter:

AFIC means the Australian Financial Institutions Commission.

APRA transitional prudential standard has the meaning given by regulation 11 of the *Financial Sector Reform (Amendments and Transitional Provisions) Regulations 1999*.

Financial Institutions Code of a State or Territory has the meaning given by clause 1 of Schedule 4 to the Act.

Financial Sector Reform Act means the *Financial Sector Reform (Amendments and Transitional Provisions) Act (No. 1) 1999*.

Friendly Societies Code of a State or Territory has the meaning given by clause 1 of Schedule 4 to the Act.

member share has the meaning given by regulation 12.8.03.

previous governing Code has the meaning given by clause 1 of Schedule 4 to the Act.

replaced legislation has the meaning given by subitem 22 (7) of Schedule 8 to the Financial Sector Reform Act.

SSA (State Supervisory Authority) has the meaning given by clause 1 of Schedule 4 to the Act.

transfer date means the date that is the transfer date for the purposes of the Financial Sector Reform Act.

transferring financial institution of a State or Territory has the meaning given by clause 1 of Schedule 4 to the Act.

transition period means the period of 18 months starting on the transfer date.

Note See the definition of *Corporations Regulations* in section 40A of the *Acts Interpretation Act 1901*.

Regulation 12.1.02

12.1.02 Application of this Chapter to previous governing Codes etc

A reference in this Chapter to:

- (a) a previous governing Code; or
- (b) a provision of a previous governing Code; or
- (c) an instrument under a previous governing Code; or
- (d) a provision of an instrument under a previous governing Code;

that is applied by or under this Chapter includes a reference to the Code, provision or instrument as varied or modified by or under this Chapter.

12.1.03 Interpretation of applied provisions

- (1) Subregulation (2) applies to a provision of the following instruments:
 - (a) a previous governing Code that is applied by or under a provision of this Chapter;
 - (b) an instrument made under a Code mentioned in paragraph (a) that is applied by or under this Chapter;
 - (c) an ASIC transitional standard within the meaning of Part 12.7 or an instrument made under a provision of the standard.
- (2) This subregulation applies if there is a reference in the provision to any of the following:
 - (a) a word or expression that is defined in the Act or these Regulations;
 - (b) a power exercised by AFIC or an SSA;
 - (c) a class of body;
 - (d) the rules of a body;
 - (e) the accounts, or group accounts, of a body;
 - (f) a previous governing Code or a provision of the Code;
 - (g) an ASIC transitional standard within the meaning of Part 12.7 or a provision of the standard;
 - (h) an APRA transitional prudential standard or a provision of the standard;

Regulation 12.1.03

- (i) an instrument made under a Code, an ASIC transitional standard, an APRA transitional prudential standard or a provision of the instrument.
- (3) A word or expression that is defined in the Act or these regulations applies to each use of the word or expression unless the contrary intention appears.
- (4) A reference to a power exercised by AFIC or an SSA is to be read as if it were a reference to an equivalent power exercised by ASIC under the Act, these regulations, another Commonwealth law or an ASIC transitional standard.
- (5) A reference to a class of body is to be read as if it were the comparable class of company after the transition date.
- (6) A reference to the rules of a body is to be read as if it were a reference to the constitution of the body.
- (7) A reference to accounts, or group accounts, of a body is to be read as if it were a reference to a financial report, or consolidated financial statements, of the body.
- (8) A reference to any matter mentioned in subregulation (2) is to be read in a way that:
 - (a) is consistent with, and promotes, the transition from the application of a previous governing Code to a transferring financial institution of a State or Territory to the application to the institution of the Act and these regulations; and
 - (b) is consistent with the duties, functions and powers of ASIC or an SSA; and
 - (c) does not alter the interpretation or operation of the instrument in which the reference appears.

Regulation 12.2.08

Part 12.2 Transitional matters — general

Division 2 Other matters

12.2.08 Lodgment of certain documents with ASIC

For clause 39 of Schedule 4 to the Act, if the Friendly Societies Code of a State or Territory applied to a transferring financial institution of a State or Territory immediately before the transfer date, the transferring financial institution may lodge with ASIC a document that had been lodged with AFIC at any time before the transfer date under that Code.

12.2.10 Certain appointments of auditors continue

- (1) For clause 39 of Schedule 4 to the Act, this regulation applies if a person or body held an appointment, immediately before the transfer date, under a previous governing Code or the *Friendly Societies Act 1894* of Western Australia as the auditor of a transferring financial institution.
- (2) Section 324 of the Act applies to the person or body as if the person or body had been appointed under section 327 of the Act as the auditor of the transferring financial institution.

12.2.12 Converted shares

- (1) For clause 39 of Schedule 4 to the Act, this regulation modifies the application of section 254K of the Act in relation to a share in a company that is converted in accordance with regulation 12.2.04 to a share of another kind.
- (2) If the share is partly-paid, the company may redeem the share on the same terms on which the share was redeemable before its conversion.

Part 12.4 Notice of meetings of certain bodies corporate

12.4.01 Application of Part

- (1) This Part applies to a body corporate that is:
 - (a) a transferring financial institution of a State or Territory;
or
 - (b) a company that is permitted to use the expression *building society*, *credit society* or *credit union* under section 66 of the *Banking Act 1959*.
- (2) This Part applies in relation to the following members of the body corporate who are entitled to vote at a meeting of members of the body:
 - (a) members who hold only member shares;
 - (b) if the body is a company limited by guarantee — the members of the company;
 - (c) if the body is a company limited by shares and guarantee — the members of the company who do not hold shares in the company.
- (3) This Part does not apply in relation to a meeting:
 - (a) that is held for the purposes of Chapter 5 or 6 of the Act;
or
 - (b) to which Part 5 of Schedule 4 to that Act applies.

12.4.02 Modification of certain provisions of Act

For clause 38 of Schedule 4 to the Act, this Part modifies the application of subsection 249H (1), section 249J, subsection 249P (6) and paragraph 249Z (b) of the Act in relation to the members of the body corporate.

12.4.03 Members etc may elect to be notified of meetings

- (1) The body corporate may give notice to a member, or to an applicant for membership, of the body corporate that he or she

Regulation 12.4.03

may elect to receive notice under subsection 249J (1) of the Act of meetings of members of the body corporate.

- (2) The notice must include a statement to the effect that:
 - (a) attendance at the AGM, and other meetings of members, of the body corporate enables the members:
 - (i) to participate in the governance of the body corporate; and
 - (ii) to ask questions about, and comment on, the management of the body corporate, its financial standing and performance; and
 - (iii) to ask the auditor of the body corporate questions about the conduct of the audit of the body corporate and the preparation and content of the auditor's report; and
 - (iv) to vote on any proposal to amend the constitution of the body corporate or on any other matter in relation to the management of the body corporate; and
 - (b) notice of meetings informs members about matters in relation to which they may wish to attend a meeting; and
 - (c) a member of the body corporate who is entitled to attend, and cast a vote at, a meeting may appoint a proxy to attend and vote for the member at the meeting; and
 - (d) if the member does not elect to receive notice, the body corporate is not required to give notice of its meetings to the member; and
 - (e) despite a member of the body corporate electing not to receive notice of its meetings, or not making an election, the member may at any time request the body corporate to give the member personal notice of the meetings.
- (3) The member or applicant is taken not to have made an election if the body corporate has not received the election within 21 days of the notice being given in accordance with subregulation (1).
- (4) If the member elects not to receive notice of meetings, or does not make an election, subsection 249H (1), section 249J, subsection 249P (6) and paragraph 249Z (b) of the Act do not apply to the body corporate in relation to the member.

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- (5) If the applicant elects not to receive notice of meetings, or does not make an election, subsection 249H (1), section 249J, subsection 249P (6) and paragraph 249Z (b) of the Act do not apply to the body corporate in relation to the applicant if he or she becomes a member of the body corporate to whom this Part applies.

12.4.04 Notice of meetings to be published in press

- (1) If the body corporate gives notice under subregulation 12.4.03 (1), notice of a meeting of the body corporate must be given in accordance with this regulation.
- (2) The notice must be published, at least 21 days before the day on which the meeting is to be held, in at least 1 edition of a daily newspaper circulating generally in each State or Territory in which the body corporate conducts its business.
- (3) The notice must:
- (a) set out the date and time when, and the place where, the meeting is to be held; and
 - (b) state the general nature of the business proposed for the meeting; and
 - (c) include a statement to the effect that a member of the body corporate who is entitled to vote at the meeting may request the body corporate to give the member personal notice of the meeting; and
 - (d) set out information about how a member may request the body corporate to give the member personal notice of the meeting.

12.4.05 Copies of notices to be displayed

If the body corporate gives notice under subregulation 12.4.03 (1), notice of a meeting of the body corporate must be displayed conspicuously, for at least 21 days before the day on which the meeting is to be held, at:

- (a) the registered office of the body corporate; and
- (b) each other place where the body corporate conducts business that is open to the public.

Regulation 12.4.06

12.4.06 Members may request notice of meetings at any time

- (1) The member may request the body corporate to give notice of a meeting to the member under subsection 249J (1) of the Act.
- (2) The request may be a standing request or only apply to a particular meeting.
- (3) If the member makes a request under subregulation (1), subsection 249H (1), section 249J, subsection 249P (6) and paragraph 249Z (b) of the Act apply to the body corporate in relation to:
 - (a) the member; and
 - (b) a meeting to which the request relates.
- (4) However, if the member requests the body corporate to give notice of a meeting within 21 days of the day on which the meeting is to be held, the body corporate must give notice of the meeting to the member as soon as practicable.

12.4.07 Records to be kept about notices

A body corporate must, not later than 28 days after a notice is given under subregulation 12.4.03 (1) to a member of the body corporate, record in writing:

- (a) the date on which the notice was given to the member; and
- (b) whether the member elected to receive notice of meetings of members of the body corporate.

Example of recording

An entry made in a register kept under Chapter 2C of the Act.

Part 12.5 Determinations and declarations in relation to certain instruments

12.5.01 Definition for Part 12.5

In this Part:

relevant transitional instrument or requirement means:

- (a) an instrument (as in force immediately before the transfer date) that was made by AFIC, or an SSA, under a provision of the replaced legislation in relation to a matter for which ASIC is responsible for which no transitional, saving or application provision applies on that date in:
 - (i) the Act, the Financial Sector Reform Act or another Commonwealth Act; or
 - (ii) these regulations or any other regulations, or another instrument, made under a Commonwealth Act; or
- (b) a requirement under the provisions mentioned in paragraph 272 (1) (a) of the Financial Institutions Code of a State or Territory; or
- (c) a requirement under the provisions mentioned in paragraph 334 (1) (a) of the Friendly Societies Code of a State or Territory; or
- (d) the ASIC transitional standards within the meaning of Part 12.7; or
- (e) an instrument made under an instrument or provision mentioned in paragraph (a), (b), (c) or (d).

12.5.02 Application, variation, revocation and modification

- (2) For clause 39 of Schedule 4 to the Act, ASIC may, by declaration:
 - (a) vary or revoke a relevant transitional instrument or requirement, or a determination under subregulation (1), that applies on the day on which the determination is made; or

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- (b) modify the application of a relevant transitional instrument or requirement that applies on the day on which the determination is made.
- (3) However, ASIC must not vary or modify a relevant transitional instrument or requirement, or a determination, in relation to an obligation, contravention of which results in the commission of an offence, so as to make it more difficult to comply with the obligation.
- (4) Also, ASIC must consult with APRA before:
 - (a) varying or revoking an ASIC transitional standard that is also an APRA transitional prudential standard; or
 - (b) modifying the application of an ASIC transitional standard that is also an APRA transitional prudential standard.
- (5) A failure to comply with subregulation (4) does not affect the action taken by ASIC.

12.5.03 Effect of determinations and declarations

A relevant transitional instrument or requirement has effect subject to a determination or declaration that applies to the instrument or requirement.

12.5.04 Publication of determinations and declarations

- (1) If a relevant transitional instrument or requirement to which a determination or declaration relates was, before the transfer date, subject under a previous governing Code to a publication requirement corresponding to publication in the *Gazette*, the determination or declaration must be published in the *Gazette*.
- (2) If a relevant transitional instrument or requirement to which a determination or declaration applies was not, before the transfer date, subject under a previous governing Code to a publication requirement corresponding to publication in the *Gazette*, a copy of the determination or declaration must be:
 - (a) given to each transferring financial institution of a State or Territory to which the relevant transitional instrument or requirement applies; or
 - (b) otherwise made available to the institution.

Regulation 12.5.06

12.5.05 When determinations and declarations take effect

A determination or declaration takes effect on the day stated in the determination or declaration.

12.5.06 Inspection and purchase of copies of instruments

- (1) ASIC must take reasonable steps to ensure that copies of the current text of the following relevant transitional instruments or requirements are available for inspection and purchase:
 - (a) each provision of an instrument mentioned in paragraph (b) or (c) of the definition of *relevant transitional instrument or requirement* in regulation 12.5.01 that is the subject of a determination or declaration under subregulation 12.5.02 (1) or (2);
 - (b) each ASIC transitional standard.
- (2) A failure to comply with subregulation (1) does not affect the operation of a relevant transitional instrument or requirement.

Regulation 12.6.01

Part 12.6 Financial reporting by certain bodies corporate

12.6.01 Application of Part

- (1) This Part applies to a body corporate that is:
 - (a) a transferring financial institution of a State or Territory;
or
 - (b) a company that is permitted to use the expression *building society*, *credit society* or *credit union* under section 66 of the *Banking Act 1959*.
- (2) This Part applies in relation to the following members of the body corporate:
 - (a) members who hold only member shares;
 - (b) if the body is a company limited by guarantee — the members of the company;
 - (c) if the body is a company limited by shares and guarantee — the members of the company who do not hold shares in the company.

12.6.02 Modification of certain provisions of Act

For clause 38 of Schedule 4 to the Act, this Part modifies the application of section 314 of the Act in relation to the members of the body corporate.

12.6.03 Members etc may elect to receive reports

- (1) The body corporate may give notice to a member, or to an applicant for membership, of the body corporate that he or she may elect to receive:
 - (a) the reports mentioned in paragraph 314 (1) (a) of the Act;
or
 - (b) if the body corporate prepares concise reports mentioned in paragraph 314 (1) (b) of the Act, those reports.

Regulation 12.6.04

- (2) The notice must include a statement to the effect that:
 - (a) a report mentioned in subregulation (1) sets out information about:
 - (i) the financial position and performance of the body corporate; and
 - (ii) the efficiency with which the body corporate is being managed; and
 - (iii) the financial risks to which the body corporate is exposed; and
 - (b) if the member does not elect to receive a report, the body corporate is not required to send copies of the reports or concise reports mentioned in subregulation (1) to the member; and
 - (c) despite a member of the body corporate electing not to receive those reports or concise reports, or not making an election, the member may at any time elect to receive the relevant reports.
- (3) The member or applicant is taken not to have elected to receive a report if the body corporate has not received the election within 21 days of notice being given in accordance with subregulation (1).
- (4) If the member elects not to receive the reports or concise reports mentioned in subregulation (1), or does not make an election, section 314 of the Act does not apply to the body corporate in relation to the member.
- (5) If the applicant elects not to receive the reports or concise reports mentioned in subregulation (1), or does not make an election, section 314 of the Act does not apply to the body corporate in relation to the applicant if he or she becomes a member of the body corporate to whom this Part applies.

12.6.04 Copies of reports to be available to members

- (1) If the body corporate gives notice under subregulation 12.6.03 (1), it must make copies of the relevant reports mentioned in that subregulation available for collection by its members at:
 - (a) the registered office of the body corporate; and

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- (b) every other place where the body corporate conducts business that is open to the public.
- (2) Copies of the reports must be made available by the body corporate from the deadline mentioned in subsection 315 (1) of the Act for reporting to members until 1 month after the day on which its next AGM after the end of the financial year is held.

12.6.05 Records to be kept about notices

A body corporate must, not later than 28 days after a notice is given under subregulation 12.6.03 (1) to a member of the body corporate, record in writing:

- (a) the date on which the notice was given to the member; and
- (b) whether the member elected to receive the reports or concise report mentioned in that subregulation.

Example of recording

An entry made in a register kept under Chapter 2C of the Act.

Part 12.7 Other disclosure

Division 1 Preliminary

12.7.01 Definitions for Part 12.7

In this Part:

ASIC transitional standard means:

- (a) a provision of a previous governing Code that is specified in Schedule 12; or
- (b) an instrument made under a provision mentioned in paragraph (a).

relevant financial institution means the following bodies:

- (a) a transferring financial institution of a State or Territory;
- (b) a company that is permitted to use the expression, *building society*, *credit society* or *credit union* under section 66 of the *Banking Act 1959*;
- (c) a friendly society;
- (d) an Australian ADI to which a declaration under regulation 12.7.02 applies.

12.7.02 Declarations by ASIC

- (1) This regulation applies, in relation to an Australian ADI, on:
 - (a) the initiative of ASIC; or
 - (b) application made to ASIC in writing by the ADI or another person.
- (2) ASIC may declare that the Australian ADI conducts financial business of the same kind as the financial business of a transferring financial institution of a State or Territory that was, immediately before the transfer date, registered as a Special Services Provider under the AFIC Code of a State or Territory.

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- (3) A declaration:
- (a) must be in writing given to the Australian ADI; and
 - (b) takes effect when the declaration, or a copy of the declaration, is given to that ADI.

Division 2 Continued application of certain provisions

12.7.03 Continuation of certain provisions of previous governing Codes

- (1) For clause 39 of Schedule 4 to the Act, this regulation applies provisions (as modified in this regulation) of a previous governing Code to a relevant financial institution if, immediately before the transfer date, the provisions applied to the institution.
- (2) Subsection 402 (1) of the Financial Institutions Code, and section 79 of the Friendly Societies Code, of a State or Territory apply, as a law of the Commonwealth, to the relevant financial institution as if:
 - (a) a reference to a financial body or a society were a reference to the relevant financial institution; and
 - (b) a reference to applicable standards were a reference to the ASIC transitional standards.
- (3) However, subsections 255 (6), (7) and (8) of the Financial Institutions Code of a State or Territory apply in relation to a special resolution of the relevant financial institution that amends a provision of the constitution of the institution that would, directly or indirectly, affect:
 - (a) the operation of an exempt stock market; or
 - (b) the timely disclosure of information to holders or potential holders of securities traded on an exempt stock market.
- (4) Subsections 255 (6), (7) and (8) of the Financial Institutions Code of a State or Territory apply for subregulation (3) as if:
 - (a) a reference to society were a reference to the relevant financial institution; and

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- (b) a reference to financial institutions legislation were a reference to the Act and the Corporations Regulations; and
- (c) a reference to standards were a reference to the ASIC transitional standards.

12.7.04 Continuation of ASIC transitional standards

- (1) For clause 39 of Schedule 4 to the Act and subject to this Division, the ASIC transitional standards:
 - (a) continue to apply in relation to a transferring financial institution of a State or Territory to the extent that the standards applied to the institution immediately before the transfer date; and
 - (b) apply in relation to a relevant financial institution of a kind mentioned in paragraph (b) or (c) of the definition of that expression in regulation 12.7.01 to the extent that the standards applied to an institution of that kind immediately before the transfer date; and
 - (c) apply in relation to an Australian ADI to which a declaration under regulation 12.7.02 applies to the extent that the standards applied to Australian ADIs immediately before the transfer date.
- (2) However, Prudential Standard 6.8.3, as applied by subregulation (1), does not authorise ASIC to grant an exemption.

Note Regulation 12.7.05 authorises ASIC to make a declaration having the effect of an exemption to which Prudential Standard 6.8.3 relates.

12.7.05 Exemption from, and modification of, certain provisions

- (1) This regulation applies, in the circumstances to which Prudential Standard 6.8.3 referred immediately before the transfer date, on:
 - (a) the initiative of ASIC; or
 - (b) application made to ASIC in writing by a person to whom Division 3 of Part 7.3 of the Act, or regulation 7.3.13A or 7.3.13B, applies or another person.

Regulation 12.7.05

- (2) ASIC may, by *Gazette* notice, declare:
 - (a) that Division 3 of Part 7.3 of the Act, or regulation 7.3.13A or 7.3.13B, does not apply to a person to whom the declaration applies; and
 - (b) that a provision mentioned in paragraph (a) applies to a person to whom the declaration applies as if the provision were modified in accordance with the declaration.
- (3) Division 3 of Part 7.3 of the Act, and regulations 7.3.13A and 7.3.13B, apply subject to a declaration applying in relation to that Division or regulation.
- (4) A declaration:
 - (a) may be made subject to a condition stated in the exemption; and
 - (b) takes effect on the day on which it is published.

Part 12.8 Shares in certain bodies corporate

Division 1 Preliminary

12.8.02 Application of Part 12.8

This Part applies to a body corporate that is:

- (a) a transferring financial institution of a State or Territory; or
- (b) a company that is permitted to use the expression, *building society*, *credit society* or *credit union* under section 66 of the *Banking Act 1959*.

12.8.03 What is a member share

- (1) A share in the body corporate to which subregulation (2) or (3) applies is a *member share*.
- (2) This subregulation applies if the share:
 - (a) is not an ED security; and
 - (b) has a fixed value; and
 - (c) is held by a single person, or 2 or more persons jointly; and
 - (d) entitles the holder, or joint holders, to use services provided by the body corporate; and
 - (e) is not transferable or transmissible, or is only transferable or transmissible to a person or body specified in the rules or constitution of the body corporate in circumstances stated in the rules or constitution.
- (3) This subregulation applies if:
 - (a) the share is taken to have been issued under paragraph 12 (1) (b), (c) or (d) of the transfer provisions; or
 - (b) that Act applies to the share under clause 15 of Schedule 4 to that Act; or

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- (c) the share is declared under regulation 12.8.04 to be a member share; or
- (d) the share is issued under regulation 12.8.11 or 12.8.12.

12.8.04 Declarations by ASIC

- (1) This regulation applies, in relation to a share in the body corporate, on:
 - (a) the initiative of ASIC; or
 - (b) application made to ASIC in writing by the body corporate or another person.
- (2) ASIC may declare in writing that shares are, or are not, member shares of the body corporate.
- (3) The declaration takes effect when the declaration, or a copy of the declaration, is given to the body corporate.

Division 2 Member shares

12.8.05 Notice requirements

For clause 38 of Schedule 4 to the Act, Part 2H.6 of the Act does not apply in relation to a member share of the body corporate.

12.8.06 Registers of members

- (1) For clause 38 of Schedule 4 to the Act, the Act is modified in accordance with this regulation.
- (2) The register of members that is mentioned in subsection 169 (1) of the Act may have a separate part for members of the body corporate who hold member shares.
- (3) Section 173 of the Act is modified in relation to the body corporate by inserting after subsection 173 (1):
 - (1A) However, a body corporate mentioned in regulation 12.8.02 of the Corporations Regulations may, before allowing a person to inspect the part of the register for members of the body corporate who hold member shares,

Regulation 12.8.06

require the person to agree in writing with the body that the person will only:

- (a) divulge information obtained by the person from inspecting the register to a person who is, or to persons who are, specified in the agreement; or
 - (b) use information obtained by the person from inspecting the register for a purpose that is, or purposes that are, specified in the agreement.
- (1B) Also, the body corporate may refuse to allow a person to inspect the part of the register for members of the body who hold member shares if the body is not satisfied that:
- (a) the person is a member of the body who intends to call a meeting of members, or of particular members, of the body; or
 - (b) the person proposes to inspect the register for a purpose that is approved in writing by ASIC:
 - (i) on its own initiative; or
 - (ii) on the written application of the person or of another person.
- (4) Section 173 of the Act is modified in relation to the body corporate by inserting after subsection 173 (3):
- (3A) However, a body corporate mentioned in regulation 12.8.02 of the Corporations Regulations may, before giving a person a copy of the part of the register for members of the body corporate who hold member shares, require the person to agree in writing with the body that the person will only:
- (a) give the original copy, or a copy of that original, to a person who is, or to persons who are, specified in the agreement; or
 - (b) use information obtained from that part of the register for a purpose that is, or purposes that are, specified in the agreement.

Regulation 12.8.06A

- (3B) Also, the body corporate may refuse to give a person a copy of the part of the register for members of the body who hold member shares if the body is not satisfied that:
- (a) the person is a member of the body who intends to call a meeting of members, or of particular members, of the body; or
 - (b) the person proposes to use information obtained from that part of the register for a purpose that is approved in writing by ASIC:
 - (i) on its own initiative; or
 - (ii) on the written application of the person or of another person.
- (5) In subregulations (3) and (4), a reference to the part of the register for members of a body corporate who hold member shares includes a reference to:
- (a) the register of members of the body corporate that is a company limited by guarantee; and
 - (b) the register of members of the body corporate limited by shares and guarantee who do not hold shares in the body.

12.8.06A Member shares — liability to pay calls

- (1) For clause 38 of Schedule 4 to the Act, the operation of subsection 254M (1) of the Act is modified in accordance with this regulation.
- (2) If a member share in the body corporate is partly-paid, the shareholder is not liable to pay a call on the share, or on a winding up of the body corporate, without the consent of the shareholder, to the extent that the unpaid amount is increased as a result of the conversion of the share in accordance with regulation 12.2.04.

12.8.07 Disclosure in annual returns

For clause 38 of Schedule 4 to the Act, item 8 in the table set out in section 348 of the Act does not apply in relation to a member of the body corporate holding only a member share, or member shares, in the body.

Regulation 12.8.11

12.8.08 Member shares — numbering and certificates

For clause 38 of Schedule 4 to the Act, sections 1086 and 1096 of the Act do not apply in relation to a member share of the body corporate.

12.8.09 Member shares — unclaimed property

- (1) For clause 38 of Schedule 4 to the Act, section 1343 of the Act does not apply in relation to a member share of the body corporate.
- (2) For clause 38 of Schedule 4 to the Act, the constitution of the body corporate may provide that if a member share is cancelled, and the value of the share is transferred, the value of the share is to be treated as unclaimed moneys held by the body corporate.

**Division 3 Certain shares in transferring
building societies and credit
unions**

12.8.10 Definitions for Division 3

In this Division:

transferring building society means a transferring financial institution of a State or Territory mentioned in paragraph (a) of the definition of *transferring financial institution of a State or Territory* in clause 1 of Schedule 4 to the Act.

transferring credit union means a transferring financial institution of a State or Territory mentioned in paragraph (b) of the definition of *transferring financial institution of a State or Territory* in clause 1 of Schedule 4 to the Act.

**12.8.11 Transferring building societies may issue shares
equivalent to membership shares**

- (1) A transferring building society that is a company limited by shares may issue a share in the company giving the holder of the share the same rights and obligations in relation to the share

Regulation 12.8.12

as the holder of a membership share in the building society that is taken to have been issued on the transfer date under clause 12 of the transfer provisions has in relation to that share.

- (2) However, the transferring building society must not issue the share if its constitution has been modified under paragraph 24 (1) (c) of the transfer provisions.
- (3) The provisions of the Act that apply in relation to the issue of a share in a company limited by shares that is not issued under this regulation also apply to a share that is issued under this regulation for all matters that are not dealt with in subregulations (1) and (2).
- (4) This regulation does not affect:
 - (a) the capacity of a transferring building society to issue shares in the company otherwise than under this regulation; or
 - (b) a share issued otherwise than under this regulation.

12.8.12 Transferring credit unions may issue shares equivalent to withdrawable shares

- (1) A transferring credit union that is a company limited by shares may issue a share in the company that:
 - (a) is redeemable on the same terms as a withdrawable share in the credit union was withdrawable immediately before the transfer date; and
 - (b) otherwise gives the same rights to, and imposes the same obligations on, the holder of the share as the holder of a withdrawable share in the credit union had in relation to that share immediately before the transfer date.
- (2) However, the transferring credit union must not issue the share if its constitution has been modified under paragraph 24 (1) (c) of the transfer provisions.
- (3) The provisions of the Act that apply in relation to the issue of a share in a company limited by shares that is not issued under this regulation also apply to a share that is issued under this regulation for all matters that are not dealt with in subregulations (1) and (2).

Regulation 12.8.12

- (4) This regulation does not affect:
- (a) the capacity of a transferring credit union to issue shares in the company otherwise than under this regulation; or
 - (b) a share issued otherwise than under this regulation.

Regulation 12.9.01

Part 12.9 Winding up and deregistration of certain transferring financial institutions

12.9.01 Application of Part 12.9

For clause 39 of Schedule 4 to the Act, this Part applies if, immediately before the transfer date, a transferring financial institution of a State or Territory was being wound up under a law other than the previous governing Code.

12.9.02 Winding up

- (1) The Act in force in a State or Territory, before the commencement of the previous governing Code, that applied to the winding up of the transferring financial institution (*the relevant law*) continues to so apply, as a law of the Commonwealth, on and after the transfer date as if that Code, and the Act, had not been enacted.
- (2) However, for this regulation, a reference in the relevant law to the Registrar is read as if it were a reference to ASIC.
- (3) Information about the transferring financial institution given to ASIC in a notice mentioned in regulation 12.2.09, or under the relevant law, is taken to be information given to ASIC in relation to the performance of its functions or the exercise of its powers.

12.9.03 Deregistration

- (1) Despite regulation 12.7.02, this regulation applies if the transferring financial institution had not been deregistered before the transfer date as a result of being wound up.
- (2) Sections 601AB, 601AC, 601AD, 601AE, 601AF, 601AG and 601AH of the Act apply to the deregistration of the transferring financial institution.

Schedule 1 List of forms in Schedule 2

(regulation 1.0.03)

Column 1 Item	Column 2 Provision of the Act or the Regulations	Column 3 Description of form	Column 4 No. of form
Chapter 1 Introductory			
1	Regulation 1.0.16	Verification or certification of a document	911
1A	Regulation 1.0.21	Cover page for office copy of a court order	105
2	Subsection 117 (2) Subsection 163 (3) Subsection 254X (2) Subsection 601BC (2)	Certification of compliance with stamp duty law	207Z
3	Subparagraph 206F (1) (b) (i)	Notice to demonstrate why disqualification should not occur	5249
4	Subsection 206F (3)	Notice of disqualification from managing corporations	587
Chapter 3 Internal administration			
23A	Section 250P	Extension of time for holding AGM	2501
25	Section 263 Section 264	Notification of details of a charge	309
26	Paragraph 263 (2) (b)	Notification of further issue of debentures in a series	310
26A	Paragraph 265 (4) (b)	Certification of compliance with stamp duties law	350

Column 1	Column 2	Column 3	Column 4
Item	Provision of the Act or the Regulations	Description of form	No. of form
27	Subsections 268 (1) & (2)	Notification of assignment or change to details of a charge	311
28	Subsection 269 (1)	Notification of discharge or release of property from a charge	312
30	Paragraph 324 (2) (e)	Return of members of firm of auditors	314
31	Paragraph 319 (5) (a) Subsections 324 (1) & (2) Subsections 327 (4) & (15) Paragraph 329 (11) (c) Section 330	Notice of resignation or removal of auditor	315
32	Sections 345, 346, 347 & 348	Annual return	316

Chapter 4 Various corporations

Chapter 5 External administration

43	Subsection 414 (2)	Notice to dissenting shareholder	501
44	Paragraph 414 (9) (a)	Notice to remaining shareholder	502
44A	Subsection 419A (3)	Notice of controller's intention not to exercise property rights	503
45	Subsection 427 (1) Subsection 427 (1A) (a) Paragraph 427 (1B) (a)	Notification that a person has been appointed controller/ entered into possession etc	504
46	Subsections 427 (2) & (4) Paragraph 450A (1) (a) Subsections 537 (1) & (2) Regulation 5.3A.03	Notification of appointment or cessation as an external administrator	505

Column 1	Column 2	Column 3	Column 4
Item	Provision of the Act or the Regulations	Description of form	No. of form
47	Subsection 427 (3) Subsection 537 (1) Regulation 5.3A.04	Notification of change of address of an external administrator	506
48	Paragraph 147 (2) (b) Subsection 421A (1) Paragraph 429 (2) (b) Subsection 430 (1) Subsection 438B (2) Paragraph 439A (4) (a) Subsection 475 (1) Subsection 475 (2) Subsection 497 (5)	Report as to affairs	507
49	Subsection 430 (1) Subsections 475 (1) & (2)	Statement verifying report	507A
50	Paragraph 411 (9) (a) Subsection 432 (1A) Regulation 5.3A.06 & Schedule 8A	Presentation of accounts by scheme administrator/ controller/ administrator of deed of company arrangement	508
51	Subparagraph 497 (2) (b) (i)	Presentation of summary of affairs of a company	509
51A	Subsection 438C (3)	Notice to deliver books of company to the administrator	509A
51B	Subsection 443B (3)	Notice of administrator's intention not to exercise property rights	509B
51C	Paragraph 445F (2) (a)	Notice of meeting of creditors to vary or terminate deed of company arrangement	509C
51D	Paragraph 446A (5) (a) Subregulation 5.3A.07 (5)	Notice of special resolution to wind up company	509D
2001,	<i>Corporations Regulations 2001</i>		221

Column 1	Column 2	Column 3	Column 4
Item	Provision of the Act or the Regulations	Description of form	No. of form
51E	Paragraph 450B (a)	Notice to creditors of execution of a deed of company arrangement	509E
51F	Paragraph 450C (a)	Notice of failure to execute deed of company arrangement	509F
51G	Paragraphs 450D (a) & (b)	Notice of termination of deed of company arrangement	509G
51H	Paragraph 459E (2) (e)	Creditor's statutory demand for payment of debt	509H
60	Section 465A Paragraphs 470 (1) (a), (b) & (c)	Notification of court action relating to winding up	519
61	Subsections 494 (1) & (2)	Declaration of solvency	520
62	Subsection 496 (2) Subregulation 5.6.12 (2)	Notice of meeting of creditors under section 496	521
63	Subsection 496 (7)	Notice of holding of meeting of creditors to consider appointing a new liquidator	522
64	Subsections 509 (3) and (4)	Notification of final meeting convened by liquidator	523
65	Subsection 539 (1)	Presentation of accounts and statement by liquidator	524
66	Subsection 568A (1)	Notice of disclaimer of onerous property	525
68	Paragraph 568 (8) (a)	Application requiring liquidator to decide whether to disclaim property	527

Column 1	Column 2	Column 3	Column 4
Item	Provision of the Act or the Regulations	Description of form	No. of form
69	Subsection 601AA (2)	De-registration — voluntary	6010
71	Subregulation 5.6.12 (2)	Notice of meeting	529
71A	Paragraph 5.6.12 (2) (aa)	Notice of first meeting of creditors of company under administration	529A
71B	Subsection 449C (5)	Notice of meeting of creditors to ratify appointment of administrator	529B
72	Regulation 5.6.13	Statement in writing of posting of notice of meeting	530
73	Paragraph 5.6.27 (2) (a)	List of persons present at meeting of members or contributories	531A
73A	Paragraph 5.6.27 (2) (b)	List of persons present at meeting of creditors or debenture holders	531B
73B	Paragraph 5.6.27 (2) (c)	List of persons present at meeting of committee of inspection or committee of creditors	531C
74	Regulation 5.6.29	Appointment of proxy	532
75	Subregulation 5.6.39 (3)	Notice to submit particulars of debt or claim	533
76	Subregulation 5.6.48 (3)	Notice inviting formal proof of debt or claim	534
77	Subregulation 5.6.49 (2)	Formal proof of debt or claim (General form)	535
78	Subregulation 5.6.49 (2)	Formal proof of debt or claim on behalf of employees	536

Column 1	Column 2	Column 3	Column 4
Item	Provision of the Act or the Regulations	Description of form	No. of form
79	Subregulation 5.6.54 (1)	Notice of rejection of formal proof of debt or claim	537
80	Regulation 5.6.58	Provisional list of contributories	538
81	Subregulation 5.6.59 (1)	Notice to contributories of appointment to settle list of contributories	539
82	Subregulation 5.6.59 (2)	Statement in writing of posting of notices of appointment to settle list or supplementary list of contributories	540
83	Subregulation 5.6.60 (2)	Certificate of liquidator of final settlement of list of contributories	541
84	Subregulation 5.6.61 (1)	Provisional supplementary list of contributories	542
85	Subregulation 5.6.61 (1)	Certificate of liquidator of settlement of supplementary list of contributories	543
86	Subregulation 5.6.62 (4)	Notice to contributory of final settlement of list or supplementary list of contributories and of inclusion in list	544
87	Subregulation 5.6.62 (5)	Statement in writing of giving notice to persons placed on the list or supplementary list of contributories	545
88	Subregulation 5.6.65 (1)	Notice of intention to declare a dividend	546

Column 1	Column 2	Column 3	Column 4
Item	Provision of the Act or the Regulations	Description of form	No. of form
89	Subregulation 5.6.65 (1)	Notice to creditor or person claiming to be a creditor of intention to declare a dividend	547
90	Subregulation 5.6.65 (1)	Notice to creditor or person claiming to be a creditor of intention to declare a final dividend	548
91	Subregulation 5.6.67 (3)	Notice of declaration of dividend	549
92	Regulation 5.6.70	Notice to liquidator to pay dividend to a person named	550
93	Subregulation 5.6.71 (1)	Schedule of contributories or other persons to whom a distribution of surplus is to be paid	551
94	Subregulation 5.6.71 (2)	Notice of distribution of surplus to contributories or other persons	552
95	Regulation 5.6.72	Authority to liquidator to pay distribution of surplus to a person named	553
Chapter 6 Acquisition of shares			
96	Subsection 671B (4)	Notice of initial substantial holder	603
97	Subsection 671B (4)	Notice of change of interests of substantial holder	604
98	Subsection 671B (4)	Notice of ceasing to be a substantial holder	605

Column 1 Item	Column 2 Provision of the Act or the Regulations	Column 3 Description of form	Column 4 No. of form
Chapter 7 Securities			
110	Subregulation 7.3.06 (2)	Notice of application for discharge of security	702
111	Section 790	Notice of particulars of cessation or change in relation to the holder of a licence	703
112	Section 790	Notice of person becoming director of or secretary to body corporate	704
113	Section 791	Annual statement by a dealer or investment adviser that is not a body corporate	705
115	Section 811	Notice of *place/ *change of place where register of holders of proper authorities is kept	707
116	Section 811	Notice of *holding/ *ceasing to hold a proper authority	708
117	Paragraph 857 (3) (b)	Return of members of firm of auditors	709
118	Subsection 860 (2)	Accounts prepared by a dealer who is not a body corporate	710
119	Subsection 860 (2)	Statement relating to accounts of a dealer that is a body corporate	711
120	Subsection 860 (2)	Auditor's report	712
121	Subsection 872 (3)	Disclosure document	713
122	Subsection 881 (1)	Register of securities	714

Column 1	Column 2	Column 3	Column 4
Item	Provision of the Act or the Regulations	Description of form	No. of form
123	Sections 882 and 883	Notification of register of interests in securities or change of details of register	715
124	Subsection 910 (1)	Notice calling for claims for compensation from a securities industry fidelity fund	716
125	Subsection 909 (2)	Notice of appeal	717
126	Subsection 911 (4)	Notice of disallowance of claim for compensation from a securities exchange fidelity fund	718
127	Section 947	Statement about payments out of a development account	719
127A	Paragraph 959 (4) (a)	Notice of compensation for losses resulting from the unauthorised execution of a document of transfer of rights, shares, debentures or other securities by dealer	719A
127B	Subsection 961E (4)	Notice calling for claims against Securities Exchanges Guarantee Corporation	719B
128	Subsection 969 (1)	Notice calling for claims against SEGC	720
129	Section 975	Notice of disallowance of claim against SEGC	721
129A	Subsection 1001B (1)	Disclosure notice for unlisted disclosing entity	1003

Column 1	Column 2	Column 3	Column 4
Item	Provision of the Act or the Regulations	Description of form	No. of form
Chapter 8 The futures industry			
132	Section 1156	Notice of cessation/change in relation to the holder of a licence	802
133	Section 1156	Particulars of a change in relation to the holder of a licence due to a change of a director or the secretary	802A
134	Subsection 1157 (1)	Annual statement by a licensee or former licensee	803
136	Paragraph 1206 (1) (b)	Agreement to waive the operation of paragraph 1206 (1) (b) of the Act in relation to the issue of contract notes	803C
137	Subparagraph 1210 (a) (iii)	Risk disclosure statement	804
138	Paragraph 1215 (3) (e)	Return of members of firm of auditors	805
139	Subsection 1218 (2)	Profit and loss account and balance sheet of a futures broker that is a body corporate	806
140	Subsection 1218 (2)	Profit and loss account and balance sheet of a futures broker who is not a body corporate	807
141	Subsection 1218 (2)	Auditor's report	807A
142	Subsection 1241 (2)	Notice of appeal	808

Column 1	Column 2	Column 3	Column 4
Item	Provision of the Act or the Regulations	Description of form	No. of form
143	Subsection 1242 (1)	Notice calling for claims for compensation from the fidelity fund of a relevant organisation	809
144	Subsection 1243 (4)	Notice of disallowance of claims for compensation from the fidelity fund of a futures organisation	810
145	Regulation 8.3.06	Notice of *place/ *change of place where register of holders of proper authorities is kept	811
146	Regulation 8.3.06	Notice of *holding/ *ceasing to hold a proper authority or *particulars of holders of proper authorities to be entered in register of holders of proper authorities	812
Chapter 9 Miscellaneous			
146A	Paragraph 1274 (8) (h)	Notification of information supplementary to a form or document previously lodged	902
147	Subsection 1279 (2)	Application for registration as an auditor under subsection 1279 (2)	903A
148	Subsection 1279 (2)	Application for registration *as a liquidator or *as a liquidator of a specified body corporate under subsection 1279 (9)	903B

Column 1	Column 2	Column 3	Column 4
Item	Provision of the Act or the Regulations	Description of form	No. of form
149	Subsection 1284 (3)	Notice of application for discharge of security under subsection 1284 (3)	904
150	Subsection 1287 (1)	Particulars of cessation or change relating to person registered as an auditor under subsection 1287 (1)	905
151	Subsections 1287 (2) & (3)	Particulars of cessation or change relating to person registered as a liquidator under subsection 1287 (2) or a liquidator of a specified body corporate under subsection 1287 (3)	905A
153	Subsection 1288 (3)	Presentation of triennial statement by an auditor	907
154	Subsections 1288 (3) and (5)	Presentation of statement by a liquidator	908
154A	Subsection 1302 (4)	Notice of change of address	909
155	Section 1313	Penalty notice	910

Schedule 2 **Forms**
(regulations 1.0.02 and 1.0.03)

	ASS. <input type="checkbox"/>	REQA <input type="checkbox"/>
	CASH <input type="checkbox"/>	REQP <input type="checkbox"/>
	PROC <input type="checkbox"/>	

Australian Securities & Investments Commission

form **1003**

Disclosure notice for unlisted disclosing entity

ASCOT7053

(to be lodged as soon as practicable after the disclosing entity becomes aware of the information)

Corporations Act 2001
1001B(1)

Disclosing entity

Please complete A, B or C.

A a company

name _____
ACN. _____

B a body (other than a company)

name _____
ARBN. _____

C a prescribed interest undertaking

name _____
ASIC prescribed interest number _____

Details of information

date that the disclosing entity became aware of the information _____ / _____ / _____
full information (if insufficient space please use an annexure)

Declaration

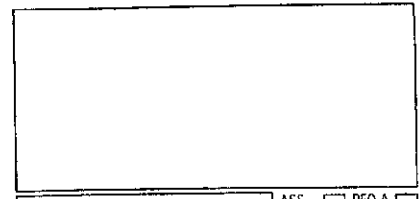
- I verify that the attached document marked () is the original document.
 I certify that the attached document marked () is a true copy of the original document.

Signature

This form is to be signed by:

if a company or a body a director or secretary or the equivalent
if a prescribed interest undertaking a director or secretary of the management company or trustee company acting in that capacity
name of management _____
or trustee company _____
ACN or ARBN _____
name of person signing (print) _____ capacity _____
sign here _____ date _____ / _____ / _____

DISCLOSURE NOTICE



ASS. REQ-A
 CASH. REQ-P
 PROC.

Australian Securities & Investments Commission

form **105**

Cover page for
office copy of a court order

Corporations Regulations 2001
 1.0.21

Corporation name _____
 A.C.N. or A.R.B.N. _____
 or if the order relates to a person, the name of the person _____

Use a separate cover page for each court order.
 Place the cover page in front of the office copy of the court order.

Court

- Federal Court of Australia (give state or territory registry)
- Family Court of Australia (give state or territory registry)
- Supreme Court of (give state or territory)

date of obtaining order (d/m/y) / / proceeding matter number year

Type of court order

(must be completed by the lodging party - tick one box only)

	ASIC code		ASIC code
Constitution of companies			
601BJ	<input type="checkbox"/> 217	411(10)	<input type="checkbox"/> 591
		413(3)	<input type="checkbox"/> 597
254E	<input type="checkbox"/> 229	429(5)	<input type="checkbox"/> 558
		470(2)(a)	<input type="checkbox"/> 560
246D(6)	<input type="checkbox"/> 2460	472(2)	<input type="checkbox"/> 588
		474(3)	<input type="checkbox"/> 561
		481(5)	<input type="checkbox"/> 565/566
		482(5)	<input type="checkbox"/> 567
		484	<input type="checkbox"/> 484
Internal administration			
235	<input type="checkbox"/> 326	509(7)	<input type="checkbox"/> 571
266(4)	<input type="checkbox"/> 328	601AH(2)	<input type="checkbox"/> 580
274	<input type="checkbox"/> 330	583	<input type="checkbox"/> 5019
206G(4)	<input type="checkbox"/> 359	585	<input type="checkbox"/> 5020
Various corporations			
601CC	<input type="checkbox"/> 413	Acquisition of shares	
601CL	<input type="checkbox"/> 422	648G(9)	<input type="checkbox"/> 627
		Securities	
		601ND	<input type="checkbox"/> 7010
		Miscellaneous	
		1322	<input type="checkbox"/>
		Other (including requirements of court rules)	
		section or court rule	
		description	

	ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
	CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
	PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **207Z**

Certification of
compliance with stamp duty law

Corporations Act 2001
117(2), 163(3), 254X(2), 601BC(2)

company name _____

A.C.N. _____

Details of the contract for the issue of shares

date of contract (d/m/y) / / _____

name(s) of contracting parties _____

details of the shares issued, or deemed to have been issued under the contract

number and class _____

number and class _____

number and class _____

Certification

I certify that the contract for the issue of shares has been duly stamped, if so required and as required by any law of the Australian Capital Territory, New South Wales, the Northern Territory, Queensland, South Australia, Tasmania, Victoria and Western Australia relating to stamp duty on any such document.

Signature

I certify that the information in this form is true and complete.

print name _____

capacity _____

sign here _____

date / / _____

	ASS. CASH. PROC.	REQ-A REQ-P
--	------------------------	----------------

Australian Securities & Investments Commission

form **2501**

Application for
**extension of time to hold
Annual General Meeting**

Corporations Act 2001
250P

Company name _____

A.C.N. _____

Note: ASIC cannot grant an extension if the application is lodged after the date by which the Annual General Meeting should have been held. Do not proceed on the assumption that the extension applied for will be automatically granted.

Application

The company applies for an extension of time under Section 250P

- (tick one box) to hold the Annual General Meeting (AGM) in a calendar year other than the one required by Section 250N.
 to extend the period within which the company may hold its AGM to a date later in the calendar year in which the AGM would otherwise have been due.

Relevant details

balance date of reports to be presented at the AGM (d/m/y) / /

The reports will be/have been audited? yes no

if yes, name of auditor _____

year to which the AGM applies _____

date to which extension is sought (d/m/y) / /

Has the company held any previous AGM? yes no

if yes, date of last AGM (d/m/y) / /

if no, date of registration (d/m/y) / /

type of company listed public company

unlisted public company

other companies in the economic entity at balance date which are also applying for an extension of time. Separate applications are also required.
 company name & A.C.N. _____

name of ultimate holding company (if any) _____

reason extension is required _____

Signature

I certify that the information in this form is true and complete.

print name _____

capacity _____

sign here _____

date / /

	ASS. <input type="checkbox"/> REQ-A <input type="checkbox"/> CASH. <input type="checkbox"/> REQ-P <input type="checkbox"/> PROC. <input type="checkbox"/>
--	---

Australian Securities & Investments Commission

form **309**

Notification of
details of a charge

Corporations Act 2001
263, 264

This form must be lodged where any Australian company or registered body creates a charge or acquires property subject to a charge (lodge within 45 days after the charge was created or the property was acquired)
 or any foreign company or registrable Australian body has an existing charge on its property and is applying for registration (lodge with appropriate registration form)

Corporation name (chargor)
A.C.N. or A.R.B.N.

Details of the charge

Date charge was created (d/m/y) / / or date property was acquired (d/m/y) / /

How was the charge created? by resolution by instrument by deposit by other conduct, specify below

Type of charge fixed floating fixed and floating

If the charge is a floating charge or a fixed and floating charge, is the creation of subsequent charges restricted or prohibited? yes no

Briefly describe the liability (whether present or prospective) secured by the charge:

Maximum prospective liability (if applicable, see section 282):

Briefly describe the property charged:

details of the charge details of the trustee for the debenture holders
 Name (family & given names or corporation name, if a corporation give ACN or ARBN if applicable).
 ACN or ARBN

office, floor, building name
 street number & name
 suburb/city state/territory postcode
 country (if not Australia)
 financial benefit

Nominate any financial benefit (such as an amount or rate percent of commission, allowance or discount) given to someone who, absolutely or conditionally, subscribes to or agrees to subscribe to, or procures or agrees to procure, subscriptions for any debentures included in this notice.

Signature

This form must be signed by, or on behalf of, the Australian company, the registrable Australian body or the foreign company or by an interested person.

Print name of person signing

Capacity or nature of interest of person signing (including details of the authority you have, if signing on behalf of a corporation)

If signing on behalf of a corporation, print name of corporation & ACN or ARBN

sign here

date / /

Documents

I declare that the statements ticked below are correct. (tick boxes which apply)

charge created by issue of debentures

I verify the annexure marked () of () pages is a true copy of the resolution(s) passed by the corporation authorising the issue of a series of debentures constituting the charge.

and I witnessed the execution of the first debenture in the series.

and The annexure marked () is a true copy of the first debenture in the series.

charge created by an instrument

The original of the instrument(s) creating or evidencing the charge is attached.

OR

I verify the annexure marked () of () pages is a true copy of the instrument(s) creating or evidencing the charge and I witnessed the execution by the chargor of the instrument(s).

charge existing on the property acquired

I verify the annexure marked () of () pages is a true copy of the instrument(s) creating or evidencing the charge.

● Annexures must conform to the requirements shown at the end of this form.

Signature

This form must be signed by, or on behalf of, the Australian company, the registrable Australian body or the foreign company or by an interested person.

Print name of person signing

Capacity or nature of interest of person signing
(including details of the authority you have, if signing on behalf of a corporation)

If signing on behalf of a corporation, print name of corporation & ACN or ARBN.

sign here

date / /

Compliance with stamp duty law

A duly completed certification of compliance with stamp duties law (form 350)

- accompanies this form.
 does not accompany this form.

If all the documents accompanying this form required by section 263(1) have been stamped in accordance with the law relating to stamp duty, complete and attach the **form 350 'Certification of compliance with stamp duties law'**.

Provisional registration

If any document accompanying this form has not been stamped as required by any law relating to stamp duty, or if this form contains the company name and the name of the trustee or chargee but not all other details,

the Commission will mark the entry in the Register as 'provisional' and ask you to complete the requirements.

If the requirements have not been completed by a specified time, the Commission will delete all particulars of the charge from the register.

Send to

Australian Securities and Investments
Commission
PO Box 4000
Gippsland Mail Centre VIC 3841

Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and A.C.N. or A.R.B.N.
- 3 number the pages consecutively
- 4 print or type in dark blue or black ink, so that the document is clearly legible when photocopied

5 identify the annexure with a mark such as A, B, C, etc

6 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title)

7 sign and date the annexure
The annexure must be signed by the same person(s) who signed the form.

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
	PROC. <input type="checkbox"/>	

Australian Securities & Investments Commission

form **311**

Notification of
assignment or change to details of a charge

Corporations Act 2001
268(1) & (2)

Corporation name (chargor) _____
A.C.N. or A.R.B.N. _____

Details of the registered charge

Provide ASIC charge number and/or State/Territory charge number if applicable.

ASIC charge number _____

or State/Territory in which charge was registered _____

and State/Territory charge number _____

type of charge fixed floating fixed and floating

Details of the chargee

Name; person or corporation last entitled to the benefit of the charge (family & given names or corporation name & ACN or ARBN if applicable).

ACN or ARBN

Has the chargee changed its name since it was first entitled to the benefit of the charge? yes no
if yes, former name (family & given names or corporation name)

ACN or ARBN

Details of the change

date of change (d/m/y) / /

1 There has been a change to the person or corporation holding the charge.
(family & given names or corporation name, if a corporation give A.C.N. or A.R.B.N. if applicable).

name of new chargeholder _____

2 The terms of the charge were varied with the effect of increasing the amount of the debt or increasing the liabilities (whether present or prospective) secured by the charge.

briefly describe the new liability secured
by the charge (if not a full discharge)
(use no more than 5 lines)

3 The terms of the charge were varied with the effect of prohibiting or restricting the creation of subsequent charges on the property.

briefly describe the changes _____

Documents

I declare that the statements ticked below are correct (tick appropriate box).

Instrument effecting the variation

The original of the instrument(s) effecting the variation is attached

or

I verify *the annexure marked () of () pages
is a true copy of the instrument(s) effecting the variation.*

Signature

I certify that the information in this form is true and complete.

print name

capacity

sign here

date / /

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
	PROC. <input type="checkbox"/>	

Australian Securities & Investments Commission

form **312**

Notification of
**discharge or release of property
from a charge**

Corporations Act 2001
269(1)

Corporation name (chargor) _____

A.C.N. or A.R.B.N. _____

Details of the registered charge

Provide ASIC charge number and/or State/Territory charge number if applicable

ASIC charge number _____

or State/Territory in which charge was registered _____

and State/Territory charge number _____

Details of the chargee

Person or corporation last entitled to the benefit of the charge (family & given names or corporation name & ACN or ARBN if applicable).

name _____ ACN or ARBN _____

Has the chargee changed its name since it was first entitled to the benefit of the charge? yes no
if yes former name (family & given names or corporation name).

name _____ ACN or ARBN _____

Details of the discharge or release of property

date of discharge or release (d/m/y) / /

extent of discharge (tick one box) paid or satisfied in full

paid or satisfied to the extent of \$ _____

paid or satisfied to the extent of \$ _____ and the property described below was released

the property described below was released

description of property released
(if not a full discharge)

Signature

I am authorised to sign this form on behalf of the chargee and I certify that the information in this form is true and complete.

print name _____ capacity _____

sign here _____ date / /

RETURN OF MEMBERS OF FIRM OF AUDITORS

Name of firm:

Address of firm¹:

The full names and addresses of all of the members of the firm are:

Surname	First or given names	Residential address
---------	----------------------	---------------------

Dated

Signature²

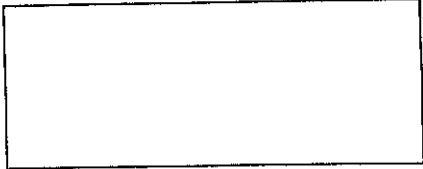
1. Give the address of each place of business of the firm. If there is more than one place of business, indicate the principal place of business.
2. To be signed by one of the members of the firm.

DIRECTION

Requirements relating to annexures are set out in regulation 1.0.06.

NOTE

The completion of this form does not relieve members of the firm from any obligation under the law relating to business names.



For the purpose of ascertaining if a fee concession applies as per Corporations (Fees) Regulations, please indicate if the company is one of the following:

- Home Unit Company Superannuation Trustee Company Non-Profit Company

Australian Securities & Investments Commission

form **316**

Annual Return of a company

Corporations Act 2001

Declaration

This declaration must be **signed and dated** by a current director or secretary of the company.

I declare (a) that the information given on this Annual Return and any annexures is complete and correct at the date of signing.

(b) that within the period of one month prior to lodgement of this return the directors of the company *have/*have not (strike out whichever is not applicable) resolved that they are of the opinion that there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

*This item must
be completed >>>
before signing*

NOTE: Part (b) of the declaration should be struck out if the company has lodged a financial report with ASIC within the 12 month period prior to the date of lodgement of this return.

print name _____ capacity _____

date / / **sign here**

**Please read the Guide to the Annual Return before completing this form
Please complete declaration (b) before signing the return.**

1 company name

Australian Company Number

2 Annual Return year

3 registered office address

if change of address Show the new address in the space next to the old address.

date of change (d/m/y) / / if ASIC previously notified, date of notification (d/m/y) / /
Does the company occupy the premises specified as the address of the registered office? Yes No

if no name of occupier.....

Has the occupier of the premises consented in writing to the use of the specified address as the address of the registered office of the company and not withdrawn that consent? Yes No

4 principal place of business

_____ state _____ postcode _____

if change of address Show the new address in the space next to the old address

date of change (d/m/y) / / if ASIC previously notified, date of notification (d/m/y) / /

5 ultimate holding company name

If registered in Australia, show A.C.N. or A.R.B.N.
If not registered in Australia, show country of incorporation or formation

6 company officers

Carefully check all pre-printed details. If changes are necessary, draw a line through any incorrect details. Show the correct information in the space next to the incorrect details.

The following information is required for all company officers.

Each item must appear on a separate line.

- 1 Family name and all given names in full (initials are not acceptable)
- 2 Unit, floor, building name, street number and name.
- 3 Suburb/city, state/territory and postcode.

The address for company officers should be the usual residential address unless otherwise provided for under s205D.

4 If born in Australia - date of birth and city/town and state of birth. If not born in Australia - date of birth and city/town and country of birth.

5 Office held.

For alternate directors, also include the director/s for whom they are alternate and the cessation date/s if known. As indicated in the Guide, the date/s can be future date/s.

Changes

If changing an officer's name or address, include the date the change occurred.

If adding or ceasing an officer, show date of appointment, cessation or resignation.

If the ASIC has already been notified of the changes, include the date of previous notification.

(See "How to Show Changes" on the Annual Return Guide)

7 issued shares and options

class code	description - full title of share

class code	shares			options
	total no. issued	total amount paid	total amount unpaid	number of unissued shares subject to options

8 list of members (shareholders)

Apart from companies listed by guarantee only, all companies are required to provide details of the top 20 members for each class. *(If less than 20 members, show all members.)*
 Provide the A.C.N. or A.R.B.N. of the member if applicable.
 If details of the members were recorded on the ASIC database from the last Annual Return, these details will be printed below. Add full details of any new or unlisted members after the printed information.
 If the member details for the listed shares have changed, draw a line through the name and address and show the new information next to that printed information.
 A member who holds shares on behalf of another person or corporation is not the beneficial owner of the shares (show 'N').

member's full name & address OR name & address of executor/s where applicable	class code (from item 7)	total no. shares held	Are shares fully paid? (Y/N)	Are shares beneficially owned? (Y/N)

[Empty rectangular box]

ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form 350

Certification of compliance with stamp duties law

Corporations Act 2001 265(4)(b)

corporation name _____

A.C.N. or A.R.B.N. _____

Details of the charge

date charge was created (d/m/y) / /

name of chargee(s) or trustee(s) _____

Certification

I certify that all the documents accompanying the notification of details of this charge, in accordance with section 263(1), have been duly stamped if so required and as required by any law of the Australian Capital Territory, New South Wales, the Northern Territory, Queensland, South Australia, Tasmania, Victoria and Western Australia relating to stamp duty on any such document.

print name of person signing _____

capacity or nature of interest of person signing (including details of the authority you have, if signing on behalf of a corporation) _____

if signing on behalf of a corporation, print name of corporation & A.C.N. or A.R.B.N. _____

sign here

date / /

Australian Company Number:

*Corporations Act 2001***NOTICE TO DISSENTING SHAREHOLDER**

(Note that in this form "dissenting shareholder" means a shareholder who has not assented to the scheme or contract mentioned in paragraph B, or who has failed or refused to transfer his or her shares to the transferee in accordance with that scheme or contract)

1. To
of
A. *(insert name of person giving notice, in this form called "the transferee")* The transferee on *(insert date)* made an offer to the holders of *shares in Limited/ *shares included in class of shares in Limited for the transfer of those shares to the transferee, not being an offer made under a scheme or contract arising out of the making of takeover offers or a takeover announcement under the law relating to the acquisition of shares; and
B. the scheme or contract involving the transfer of those shares to the transferee was on or before *(insert date)* approved by the holders of not less than nine-tenths in nominal value of the shares *in that company/*included in that class of shares, other than shares already held at the date of the offer by, or by a nominee for, the transferee (or, if the transferee is a company, its subsidiary); and
C. you are a dissenting shareholder of shares *in the company/*included in that class of shares.
2. The transferee gives you notice under subsection 414(2) that the transferee desires to acquire those shares held by you.
3. You are entitled under subsection 414(7) to require the transferee, by a demand in writing served on the transferee within one month after the date on which this notice is given, to furnish to you a statement in writing of the names and addresses of all other dissenting shareholders shown in the register of members.
- *4. You are entitled not later than the expiration of one month after the date on which this notice is given or 14 days after the date on which a statement is supplied to you under subsection 414(7), whichever is the later, to elect, by notice to the transferee, which of the alternative terms offered to the approving shareholders under the scheme or contract you prefer. The alternative terms are as follows:
5. Unless, on application made by you within one month after the date on which this notice is given or within 14 days after a statement is supplied to you under subsection 414(7), the Federal Court of Australia or the Supreme Court of *(State or Territory)* orders otherwise, the transferee will be entitled and bound subject to subsection 414(7) to acquire your shares:
 - (a) on the terms on which under the scheme or contract the shares of the approving shareholders are to be transferred to the transferee; or
 - (b) if alternative terms were offered – on the terms for which you have elected; or
 - (c) if you have not so elected – on whichever of those terms the transferee determines unless the Court otherwise orders.

Dated

(signature of transferee)

*Omit if not applicable

DIRECTION

Requirements relating to annexures are set out in regulation 1.0.06.

Australian Company Number:

*Corporations Act 2001***NOTICE TO REMAINING SHAREHOLDER**

1. To
of
 - A. (*insert name of person giving notice, in this form called "the transferee"*) The transferee in (*insert date*) made offers to the holders of shares *in Limited/*included in class of shares in Limited for the transfer of those shares to the transferee, not being offers made under a scheme or contract arising out of the making of takeover offers or a takeover announcement under the law relating to the acquisition of shares; and
 - B. under the scheme or contract the transferee became an (*insert date*) beneficially entitled to shares in that company which together with any other shares in that company to which the transferee, or the transferee and any corporation related to the transferee, is beneficially entitled, comprise or include nine-tenths in nominal value of the shares *in Limited/*included in that class of shares in Limited; and
 - C. you are the holder of remaining shares *in that company/*included in that class of shares in that company and have not assented to the scheme or contract or been given notice in respect of those shares by the transferee under subsection 414(2).
2. The transferee gives you notice under subsection 414(9) that under that scheme or contract the transferee on (*insert date*) become beneficially entitled to shares in Limited and those shares together with any other shares in that company to which the transferee, or the transferee and any corporation related to the transferee, is beneficially entitled, comprise or included nine-tenths in nominal value of the shares (in that company/*included in that class of shares in that company).
3. You are entitled under subsection 414(9) within 3 months after the date on which this notice is given by notice to the transferee to require the transferee to acquire your shares.
- *3. You are entitled under subsection 414 (9) within 3 months after the date on which this notice is given to elect by notice to the transferee which of the alternative terms offered to the approving shareholders under the scheme or contract you will accept. The alternative terms are as follows:
4. If you require the transferee to acquire the shares held by you the transferee will be entitled and bound to acquire those shares:
 - (a) on the terms that under the scheme or contract were offered to the approving shareholders; or
 - (b) if alternative terms were offered—on the terms for which you have elected;
 - (c) if you do not so elect
 - (i) on whichever of the terms the transferee determines or
 - (ii) on such other terms as are agreed or as the Federal Court of Australia or the Supreme Court of on the application of the transferee or of yourself orders.

Dated

(signature of transferee)

*Omit if not applicable

DIRECTION

Requirements relating to annexures are set out in regulation 1.0.06.

Corporations Act 2001

NOTICE OF CONTROLLER'S INTENTION NOT TO EXERCISE PROPERTY RIGHTS

To: *(name)*, of *(address)*, the *owner/*lessor of property ("the specified property") being:

(name and description of property including, if appropriate, relevant reference numbers and account numbers identifying contracts such as leasing arrangements in relation to that property)

I *(name)*, of *(address)*, the controller of property of *(name of corporation)* ("the corporation") give you notice that I do not propose to exercise rights in relation to the specified property as controller of the specified property, whether on behalf of the corporation or anyone else.

Dated

(Controller's signature)

*Delete if not applicable

NOTES:

1. Under subsection 419A(4) the controller is not liable for rent or other amounts by the corporation in relation to the specified property while this notice in force, but the notice does not affect a liability of the corporation.
2. Under subsection 419A(5), this notice ceases to have effect if the controller:
 - (a) revokes the notice, by writing to the owner/lessor; or
 - (b) exercises or purports to exercise a right in relation to the specified property the controller.

	ASS. <input type="checkbox"/> REQ-A <input type="checkbox"/> CASH. <input type="checkbox"/> REQ-P <input type="checkbox"/> PROC. <input type="checkbox"/>
--	---

Australian Securities & Investments Commission

form **504**

Notification that a person has
**been appointed controller/
 entered into possession etc.**

Corporations Act 2001
 427 (1), 427(1A)(a), 427(1B)(a)

Corporation in respect of which the controller was appointed/entered into possession etc.

corporation name _____
 A.C.N. or A.R.B.N. _____

This notice is being given by the person who obtained an order for the appointment of, or who appointed, the receiver under subsection 427(1) (A/B)
 the appointer of the controller under paragraph 427(1A)(a) (C)
 the controller under paragraph 427(1B)(a) (D)

Details of the appointment/entry into possession etc.

(tick one box)

- receiver of the property described in the schedule to this form
- receiver & manager of the property described in the schedule to this form
- controller (other than a receiver or managing controller) of the property described in the schedule to this form
- managing controller (other than a receiver and manager) of the property described in the schedule to this form

appointment by court order

- court Federal Court of Australia (give state or territory registry)
 Family Court of Australia (give state or territory registry)
 Supreme Court of (give state or territory)
 Other (specify) _____

date of obtaining order / / proceeding matter number year

appointment by or under instrument

date of appointment/entry into possession etc. (d/m/y) / /
 date of instrument (d/m/y) / /

description of instrument _____

(tick one of the following boxes)

- instrument is registered in Australian register of company charges registered charge number _____
 register of company charges of State or Territory (give state or territory) registered charge number _____
 other (specify) _____

Instrument not registered name of appointer _____

Details of the person(s) appointed

name (family & given names) _____
 at the office of _____
 office, floor, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country (if not Australia) _____
 type of appointment appointed singly appointed jointly appointed jointly and severally

name (family & given names) _____
 at the office of _____
 office, floor, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country (if not Australia) _____
 type of appointment appointed singly appointed jointly appointed jointly and severally

Signature

This form must be signed by:
(a) where the form is lodged for the purposes of subsection 427(1) or paragraph 427(1A)(a), by the person who obtains an order for the appointment of, or who appoints, the controller; or
(b) where the form is lodged for the purposes of section 427(1B)(a), by the controller.

print name _____ capacity _____

print corporation name (if applicable) _____

sign here _____ date / /



ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **505**

Notification of
**appointment or cessation as an
external administrator**

Corporations Act 2001
415(1), 427(2) & (4), 450A(1)(a), 537(1) & (2)
Regulation 5.3A.03

corporation name _____
A.C.N. or A.R.B.N _____

Details of person(s) appointed

name (surname & given names) _____
at the office of _____
office level _____ building name _____
street number & name _____
suburb/city _____ state/territory _____ postcode _____
country (if not Australia) _____
type of appointment appointed singly appointed jointly appointed jointly and severally

name (surname & given names) _____
at the office of _____
office level _____ building name _____
street number & name _____
suburb/city _____ state/territory _____ postcode _____
country (if not Australia) _____
type of appointment appointed singly appointed jointly appointed jointly and severally

Appointment - type of administrator (tick one box)

- administrator of a compromise or arrangement date (d/m/y) / / (C)
- receiver of the property described in the schedule of property to this form date (d/m/y) / / (A)
- receiver & manager of the property described in the schedule of property to this form date (d/m/y) / / (B)
- managing controller (other than receiver & manager) of property described in schedule to this form date (d/m/y) / / (Q)
- controller (other than receiver or managing controller) of property described in schedule to this form date (d/m/y) / / (T)
- administrator of a company under administration date (d/m/y) / / (U)
- administrator of a deed of company arrangement date (d/m/y) / / (V)
- liquidator in winding up by Court date (d/m/y) / / (G)
- liquidator in voluntary winding up by members date (d/m/y) / / (H)
- liquidator in voluntary winding up by creditors date (d/m/y) / / (J)
- provisional liquidator date (d/m/y) / / (S)

method of appointment

appointment by court order

- Federal Court of Australia (give state or territory registry)
- Family Court of Australia (give state or territory registry)
- Supreme Court of (give state or territory)

date of obtaining order (d/m/y) / / proceeding matter number _____ year _____

appointment by or under instrument

date of appointment (d/m/y) / / date of instrument (d/m/y) / /

description of instrument _____

tick one of the following boxes

instrument is registered in Australian register of company charges registered charge number _____

register of company charges of State or Territory (give state or Territory) registered charge number _____

other (specify) _____

instrument not registered - name of appointer _____

- appointment other than by Court or instrument - date of appointment (d/m/y) / /
- by company by writing under its common seal - date of appointment (d/m/y) / /
- by liquidator or provisional liquidator - date of appointment (d/m/y) / /

Ceasing, resignation or removal

(If a controller, show details of method of appointment above)

<input type="checkbox"/>	cessation of administrator of compromise or arrangement	date (d/m/y)	/	/	(M)
<input type="checkbox"/>	cessation of receiver	date (d/m/y)	/	/	(K)
<input type="checkbox"/>	cessation of receiver & manager	date (d/m/y)	/	/	(L)
<input type="checkbox"/>	cessation of managing controller (other than receiver & manager)	date (d/m/y)	/	/	(W)
<input type="checkbox"/>	cessation of controller (other than receiver or managing controller)	date (d/m/y)	/	/	(X)
<input type="checkbox"/>	cessation, resignation or removal of administrator of a company under administration	date (d/m/y)	/	/	(Y)
<input type="checkbox"/>	cessation, resignation or removal of administrator of deed of company arrangement	date (d/m/y)	/	/	(Z)
<input type="checkbox"/>	resignation or removal of liquidator	date (d/m/y)	/	/	(R)
<input type="checkbox"/>	resignation or removal of provisional liquidator	date (d/m/y)	/	/	(R)

Schedule of property

(if insufficient space) Further details are enclosed in the annexure marked () of () pages.

Additional ASIC information requirements

Ceasing, Resignation or Removal

Please note that for ASIC to form an opinion whether it may receive or register this document under subsection 1274(9), the following information is required in relation to the Ceasing, Resignation or Removal of an External Administrator.

If this notice is lodged to notify the ceasing, resignation, removal of an external administrator or where an administrator has been appointed to replace a currently appointed person or persons, please show below, the details of the person or persons who have resigned etc. If joint administrators, show only the names of the person or persons who have resigned etc.

name _____

name _____

name _____

If one of the following administrators, please tick appropriate box and complete date of appointment of the person(s) who have ceased etc.

<input type="checkbox"/>	receiver	appointment date (d/m/y)	/	/
<input type="checkbox"/>	receiver and manager	appointment date (d/m/y)	/	/
<input type="checkbox"/>	managing controller (other than a receiver & manager)	appointment date (d/m/y)	/	/
<input type="checkbox"/>	controller (other than a receiver or managing controller)	appointment date (d/m/y)	/	/

Please note that failure to supply this information may result in the rejection of this document.

Signature

This form must be signed by the external administrator.

print name _____

sign here _____

date / /

Send to

Australian Securities and Investments
Commission
PO Box 4000
Gippsland Mail Centre VIC 3841

Annexures to forms

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and A.C.N.
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied

5 identify the annexure with a mark such as A, B, C, etc

6 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number & title)

7 sign and date the annexure

The annexure must be signed by the same person(s) who signed the form.

	ASS. <input type="checkbox"/> CASH. <input type="checkbox"/> PROC. <input type="checkbox"/>	REQ-A <input type="checkbox"/> REQ-P <input type="checkbox"/>
--	---	--

Australian Securities & Investments Commission

form **506**

Notification of
**change of address of an
 external administrator**

Corporations Act 2001
 427(3), 537(1)
 Regulation 5.3A.04

corporation name _____
 A.C.N. or A.R.B.N. _____

Details of the external administrator

- (tick one box) administrator of a compromise or an arrangement
 receiver
 receiver & manager
 managing controller (other than receiver & manager)
 controller (other than receiver or managing controller)
 administrator of company under administration
 administrator of deed of company arrangement
 liquidator
 provisional liquidator

name (surname & given names) _____

New address

date of change (d/m/y) / / _____
 at the office of (name of firm) _____
 office, floor, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country (if not Australia) _____

Signature

This form must be signed by the external administrator.

print name _____

sign here _____

date / / _____

Send to
 Australian
 Securities & Investments
 Commission
 PO Box 4000
 Gippsland Mail Centre VIC 3841

Annexures to forms

- To make any annexure conform to the regulations, you must
- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
 - 2 number the pages consecutively
 - 3 print or type in dark blue or black ink, so that the document is clearly legible when copied.

- 4 identify the annexure with a mark such as A, B, C, etc
- 5 endorse the annexure with the words:
 This is annexure (mark) of (number) pages referred to in form (form number and title) signed by (insert "me" or "us") and dated.
- 6 sign and date the annexure. The annexure must be signed by the same person(s) who signed the form.
- 7 There must be written on the form: the identifying mark and the number of pages.

ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **507**

report as to affairs

Corporations Act 2001
 421A(1), 429(2)(b), 430(1), 438B(2),
 439A(4)(a), 475(1), 475(2), 497(5),
 119A(3) & Reg 10.1.11.(3)(b)

Company name _____
 A.C.N. _____

Annexure

(for the purposes of the statement in Form 507A ONLY)

This is the annexure of _____ pages marked "A" referred to in the Statement
 delete one Verifying Report signed by me/us* and dated / / (d/m/y)
 (signature/s by each person who signs form 507A)

Reason for Report

- | | | |
|--------------------------|---|------------------------------|
| <input type="checkbox"/> | transfer of registration | 119A(3) & Reg 10.1.11.(3)(b) |
| <input type="checkbox"/> | managing controller | 421A(1) |
| <input type="checkbox"/> | appointment of controller | 429(2)(b) |
| <input type="checkbox"/> | appointment of controller | 430(1) |
| <input type="checkbox"/> | appointment of administrator | 438B(2) |
| <input type="checkbox"/> | by administrator to creditors | 439A(4)(a) |
| <input type="checkbox"/> | appointment of liquidator/provisional liquidator by the Court | 475(1) or 475(2) |
| <input type="checkbox"/> | appointment of liquidator - creditors voluntary winding up | 497(5) |

Assets and Liabilities

Date specified under the relevant section as the date of the report (see directions) _____ / _____ / _____ (d/m/y)

	Valuation (for each entry show whether cost or net book amount) \$	Estimated Realisable Values \$
1. ASSETS NOT SPECIFICALLY CHARGED:		
(a) interest in land as detailed in schedule A		
(b) sundry debtors as detailed in schedule B		
(c) cash on hand		
(d) cash at bank		
(e) stock as detailed in annexed inventory		
(f) work in progress as detailed annexed inventory		
(g) plant and equipment as detailed in inventory		
(h) other assets as detailed in schedule C		
Sub Total		

	Valuation (for each entry show whether cost or net book amount) \$	Estimated Realisable Values \$
2. Assets subject to specific charges, as specified in schedule D		
Less amounts owing as detailed in schedule D		
Total Assets		
<hr/>		
Total Estimated Realisable Values		
<hr/>		
3. Less payable in advance of secured creditor(s)		
Amounts owing for tax instalment deductions and prescribed payments tax		
Amounts owing for employee entitlements as detailed in schedule E		
<hr/>		
4. Less amounts owing and secured by debenture or floating charge over assets		
<hr/>		
5. Less preferential claims ranking behind secured creditors as detailed in schedule F		
<hr/>		
6. Balances owing to partly secured creditors as detailed in schedule G		
<hr/>		
Total Claims	(\$)	
Security Held	(\$)	
<hr/>		
7. Creditors (unsecured) as detailed in schedule H		
<hr/>		
Amount claimed	(\$)	
<hr/>		
8. Contingent assets Estimated to produce as detailed in schedule I	(\$)	
<hr/>		
9. Contingent liabilities Estimated to rank as detailed in schedule J	(\$)	
<hr/>		
<input type="checkbox"/> Estimated deficiency or		
<input type="checkbox"/> Estimated surplus		
<hr/>		
<input type="checkbox"/> Subject to costs of administration or		
<input type="checkbox"/> Subject to costs of liquidation		
<hr/>		
Share capital	\$	
Issued	\$	
Paid Up	\$	

Schedules

If this report is made for the purposes of subsection 497(5), Schedules A,B,C are to show the method and manner of arriving at the valuation of the assets.

**SCHEDULE A
INTERESTS IN LAND**

Address and description of property	(1) Valuation	Estimated realisable value	Valuation for rating purposes	Particulars of tenancy	Where possession of deeds may be obtained	Short particulars of title
	\$	\$	\$			

**SCHEDULE B
SUNDRY DEBTORS (INCLUDING LOAN DEBTORS)**

Name and address of debtor	Amount owing	Amount realisable	Deficiency	Particulars of security (if any) held	Explanation of deficiency
	\$	\$	\$		

**SCHEDULE C
OTHER ASSETS**

Description of deposit or investment	Cost	Amount realisable
	\$	\$
Deposits		
Investments		

Schedules

If this report is made for the purposes of subsection 497(5), Schedule D is to show the method and manner of arriving at the valuation of the assets.

**SCHEDULE D
ASSETS SUBJECT TO SPECIFIC CHARGES**

Description of asset	Date charge given	Description of charge	Holder of charge	Terms of repayment	(1) Valuation	Estimated realisable value	Amount owing under charge
					\$	\$	\$

**SCHEDULE E
CLAIMS BY EMPLOYEES**

Employee's name and address	Wages	Holiday pay	Long service leave	Estimated liability
	\$	\$	\$	\$

**SCHEDULE F
PREFERENTIAL CREDITORS (OTHER THAN THOSE DETAILED IN SCHEDULE E)**

Name and address of preferential creditor	Description of amount owing	Amount owing
		\$

Schedules

**SCHEDULE G
PARTLY SECURED CREDITORS**

Name and address of creditor	Particulars of security held	Name of security	Estimated value of security	Amount owing to creditor	Amount estimated to rank as unsecured
			\$	\$	\$

**SCHEDULE H
UNSECURED CREDITORS**

Name and address of creditor	Amount claimed by creditor	Amount admitted as owing	Reasons for difference between amount claimed and admitted (if any)

**SCHEDULE I
CONTINGENT ASSETS**

Description of asset	Gross asset	Estimated to produce
	\$	\$

Schedule**SCHEDULE J
CONTINGENT LIABILITIES**

Name and address of creditor	Nature of liability	Gross liability	Estimated rank for
		\$	\$

Certification

I certify that the particulars contained in the above report as to affairs are true to the best of my knowledge and belief.

signature _____

date / / _____

DIRECTIONS

This report is to be made as at the following dates:

- (a) where annexed to an application under 119A(3) & Regulation 10.1.11, the latest practicable date before the making of the application;
- (b) where prepared by the managing controller under subsection 421A(1) - a day not later than 30 days before the day when it is prepared
- (c) where submitted to a controller under subsection 429(2) - the control day;
- (d) where submitted to the controller under section 430 - the date specified by the controller by notice;
- (e) where submitted to an administrator under subsection 438B(2) - the date of the administrator's appointment;
- (f) where submitted to a meeting of creditors under subsection 439A(1) - the date of the administrator's appointment under section 436A, 436B or 436C;
- (g) where submitted to a liquidator or to a provisional liquidator under section 475 - the date of the winding up order or, if the liquidator specifies an earlier date, that date; or
- (h) where laid before a meeting of creditors under subsection 497(5) - the latest practicable date before the notices of the meeting were sent.

This report is to be submitted by, and verified by a statement in writing made by, the following person, in accordance with form 507A:

- (a) where the statement is made out for the purpose of subsection 430(1) - a person referred to in that subsection;
- (b) where the statement is made out for the purposes of subsection 475(1) - a person referred to in that subsection; or
- (c) where the statement is made out for the purposes of subsection 475(2) - the person to whom the notice under that subsection is addressed.

Regulation 5.2.01 requires the copy of this report that is lodged with the Australian Securities and Investments Commission to be certified in writing as a true copy of the original report:

- (a) for a copy lodged for the purposes of paragraph 429(2)(c) - by the controller of property of the corporation; or
- (b) for a copy lodged for the purposes of subsection 475(7) - by the liquidator/provisional liquidator of the company.

NOTE: Form 911 is prescribed for this purpose.

Form 507A

Subsections 430(1), 475(1) and (2)

Australian Company Number:

Corporations Act 2001

STATEMENT VERIFYING REPORT

I (*insert name*) of state:

1. I am **(insert description sufficient to show that the person making the statement is a person referred to in subsection 430(1), 475(1) or (2))* of Limited;
2. The particulars contained in the report as to affairs relating to Limited dated in the annexure marked "A" and signed by me are true to the best of my knowledge and belief.

Dated

(signature)

DIRECTION

Requirements relating to annexures are set out in regulation 1.0.06.

		ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
		CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
		PROC. <input type="checkbox"/>	

Australian Securities & Investments Commission

form **508**

Presentation of
**accounts by scheme administrator/
 controller/administrator of deed
 of company arrangement**

Corporations Act 2001
411(9)(a), 432(1A)
 Regulation 5.3A.06 &
 Schedule 8A

corporation name

A.C.N. or A.R.B.N.

Action

Are the attached accounts final?

<input type="checkbox"/> yes	date of ceasing (d/m/y)	/	/	
<input type="checkbox"/> no	period of accounts (d/m/y)	from	/	/
		to	/	/

Details of the scheme administrator/controller /administrator of deed of company arrangement

- (tick one box)
- | | |
|--|----------|
| <input type="checkbox"/> administrator of a compromise or arrangement | (C or D) |
| <input type="checkbox"/> receiver | (A or B) |
| <input type="checkbox"/> receiver & manager | (A or B) |
| <input type="checkbox"/> managing controller (other than receiver & manager) | (E or G) |
| <input type="checkbox"/> controller (other than receiver or managing controller) | (F or H) |
| <input type="checkbox"/> administrator of deed of company arrangement | (J or K) |

name (surname & given names)

at the office of

office, floor, building name

street number & name

suburb/city

state

postcode

country (if not Australia)

Details of the original appointment (complete this section only if you are a controller) **appointment by court order**court Federal Court of Australia (give state or territory registry) Family Court of Australia (give state or territory registry) Supreme Court of (give state or territory)

date of obtaining order (d/m/y)

/

/

proceeding-matter number

year

 appointment by instrument

date of appointment (d/m/y)

/

/

date of instrument (d/m/y)

/

/

description of instrument

(tick one of the following boxes)

instrument is registered in

 the Australian register of company charges,

registered charge number

 the register of company charges of a state or territory (give state or territory)

registered charge number

 other (specify)

instrument not registered

 name of appointer

Statements about receipts and payments

during all preceding periods since the date of appointment/control day

aggregate amount of receipts	\$
aggregate amount of payments	\$

amount owing under instrument at

<input type="checkbox"/> the date of appointment/control day	\$
<input type="checkbox"/> date of this account	\$
<input type="checkbox"/> estimated value of property subject to the instrument at date of this account	\$

Statements of receipts and payments during period of this notification

receipts from	date	amount \$
---------------	------	-----------

payments to	date	amount \$
-------------	------	-----------

Signature

This form must be signed by the scheme administrator/controller/administrator of deed of company arrangement.

print name

capacity

sign here

date

/ /

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>	
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>	
	PROC. <input type="checkbox"/>		

Australian Securities & Investments Commission

form **509**

Presentation of
summary of affairs of a company

Corporations Act 2001
497(2)(b)(i)

company name _____

A.C.N. _____

Summary of assets and liabilities

date to which summary is made up (d/m/y) / /

	valuation (show whether cost or net book amount)	estimated realisable values
1 assets not specifically charged		
(a) interest in land		
(b) sundry debtors		
(c) cash on hand		
(d) cash at bank		
(e) stock as detailed in inventory		
(f) work in progress as detailed in inventory		
(g) plant and machinery as detailed in inventory		
(h) other assets		
2 Assets subject to specific charges		
less amounts owing		
TOTAL assets		
TOTAL estimated realisable values		
3 less preferential creditors entitled to priority over the holders of debentures under any floating charge		
4 less amounts owing and secured by debenture or floating charge over company's assets to:		
5 less preferential creditors		
estimated amount available for unsecured creditors		
6 creditors (unsecured)		
amount claimed		
7 balances owing to partly secured creditors		
total claims		
security held		
8 contingent assets		
estimated to produce		
9 contingent liabilities		
estimated to rank for		
estimated deficiency/surplus		
(subject to costs of administration/liquidation)		
share capital issued		
paid up		

Signature

print name

capacity

sign here

date / /

Form 509A

Subsection 438C(3)

A.C.N. or A.R.B.N.

Corporations Act 2001

NOTICE TO DELIVER BOOKS OF COMPANY TO THE ADMINISTRATOR

Limited (administrator appointed)

To: *(name)* of *(address)*

1. I *(name)*, of *(address)*, the administrator of the company, give you notice under subsection 438C(3) that I require you to deliver to me, at the above address, within *(insert number being not less than 3)* business days of the date of this notice, the books specified in the Schedule, being books of the company, that are in your possession.
2. Note that under subsection 438C(5), you must comply with this notice except so far as you are entitled as against the company and the administrator, to retain possession of the books.

SCHEDULE
(insert specified books)

Dated

(administrator's signature)

NOTICE OF ADMINISTRATOR'S INTENTION NOT TO EXERCISE PROPERTY RIGHTS

Limited (administrator appointed)

To: *(name)*, of *(address)*, the *owner/*lessor of property ("the specified property") being:

(name and description of property, including, if appropriate, relevant reference numbers and account numbers identifying contracts such as leasing arrangements in relation to that property)

I *(name)*, of *(address)*, the administrator of *(name of company)* ("the company") give you notice that I do not propose to exercise rights in relation to the specified property.

Dated

(administrator's signature)

*Delete if not applicable

NOTES

1. Under subsection 443B(4), the administrator is not liable for rent or other amounts payable by the company in relation to the specified property while this notice is in force, but the notice does not affect a liability of the company.
2. Under subsection 443B(5), this notice ceases to have effect if:
 - (a) the administrator revokes the notice, by writing to the owner/lessor; or
 - (b) the company exercises or purports to exercise a right in relation to the specified property.

Form 509C

Paragraph 445F(2)(a)

A.C.N. or A.R.B.N.

Corporations Act 2001

**NOTICE OF MEETING OF CREDITORS TO VARY OR TERMINATE
DEED OF COMPANY ARRANGEMENT**

Limited (subject to deed of company arrangement)

1. Notice is given that a meeting of the creditors of the company will be held at *(insert address and place of meeting)* on *(insert date)* at *(insert time)* *a.m./*p.m.

2. The purpose of the meeting is to consider and vote on the following resolutions:

(Set out each resolution under section 445A or paragraph 445C(b) that the administrator of the deed of company arrangement proposes to be voted on at the meeting or, as the case may be, that creditors, in a request made under paragraph 445F(1)(b), have proposed to be voted on at the meeting.)

Dated

(signature of administrator)

*Delete if not applicable

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
	PROC. <input type="checkbox"/>	

Australian Securities & Investments Commission

form **509D**

Notice of
**special resolution
to wind up company**

Corporations Act 2001
446A(5)(a)
Sub regulation 5.3A.07(5)

company name _____

A.C.N. _____

Special resolution passed or taken to have been passed

(tick appropriate box or boxes) the creditors of the company (under administration) resolved that the company be wound up under subsection 439C(c)
date of resolution (d/m/y) / / (A)

the company did not execute a deed of company arrangement within the time required by subsection 444B(2) (C)

at a meeting convened under section 445F, the creditors of the company:
(a) passed a resolution terminating the deed of company arrangement executed by the company; and
(b) resolved under section 445E that the company be wound up
date of resolution (d/m/y) / / (B)

the Court made an order under section 445D terminating the deed of company arrangement
date of Court order (d/m/y) / / (C)

circumstances existed, which under the terms of the deed of company arrangement executed by the company, result in the termination of the deed and the winding up of the company
date on which the circumstances existed (d/m/y) / / (C)

(tick one box) Section 446A Section 446B and regulation 5.3A.07
to have passed a special resolution under section 491 that the company be wound up voluntarily
date on which under paragraph 446A(2)(a) or paragraph 5.3A.07(2)(a), the company is taken to have passed the special resolution (d/m/y) / /

Liquidator(s)

name _____

address _____

name _____

address _____

Signature(s)

This form must be signed by the liquidator or liquidators of the company.

print name _____

sign here _____

date / /

print name _____

sign here _____

date / /

NOTICE TO CREDITORS OF EXECUTION OF A DEED OF COMPANY ARRANGEMENT

Limited (subject to deed of company arrangement)

*To *(name)* of *(address)*

*To creditors of the company

1. Notice is given under section 450B that the company executed a deed of arrangement on *(insert date)*.
2. A copy of the deed may be inspected at *(insert address)*.

Dated

*(Signature of administrator of the
deed of company arrangement)*

*Delete if not applicable

		ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
		CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
		PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **509F**

Notice of
**failure to execute deed of
company arrangement**

Corporations Act 2001
450C(a)

corporation name _____

(administrator appointed)

A.C.N. or A.R.B.N. _____

Notice under section 450C

The company has failed to execute an instrument setting out the terms of a deed of company arrangement within the period ending on:

relevant date(d/m/y) / /

as required by

relevant paragraph

- (tick box) paragraph 444B(2)(a)
- paragraph 444B(2)(b)

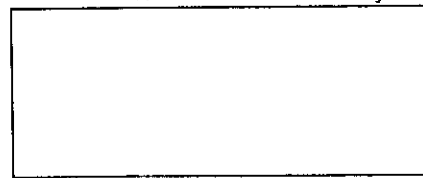
Signature

This form must be signed by the administrator of the deed of company arrangement

print name _____

sign here _____

date / /



ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **509G**

Notice of
**termination of deed
of company arrangement**

Corporations Act 2001
450D(a) & (b)

company name _____

A.C.N. _____

(tick if applicable) Subject to deed of company arrangement

Notice to company's creditors

Under section 450D, the creditors of the company, at a meeting convened under section 445F, passed a resolution under paragraph 445C(b) terminating the deed of company arrangement.

date of meeting (d/m/y) / /

Signature

(This form must be signed by the administrator of the deed of company arrangement)

print name _____

sign here _____

date _____

Creditors to whom notice sent

(This part not to be completed where the form is lodged with ASIC).

(tick one box) addressed to "the creditors of the company"

addressed to the creditors of the company whose names and addresses are set out below:

Creditors

name _____

address _____

If lodged with the Commission send to

Australian Securities & Investments Commission
PO Box 4000
Gippsland Mail Centre VIC 3841

Annexures to forms

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 number the pages consecutively
- 3 print or type in dark blue or black ink, so that the document is clearly legible when copied.
- 4 identify the annexure with a mark such as A, B, C, etc

5 endorse the annexure with the words:

This is annexure (mark) of (number) pages referred to in form (form number and title) signed by (insert "me" or "us") and dated.

6 sign and date the annexure. The annexure must be signed by the same person(s) who signed the form.

7 There must be written on the form: the identifying mark and the number of pages.

CREDITOR'S STATUTORY DEMAND FOR PAYMENT OF DEBT

To (name and A.C.N. or A.R.B.N. of debtor company) of (address of the company's registered office)

- 1. The company owes (name) of (address) ("the creditor")
*the amount of \$(insert amount), being the amount of the debt described in the Schedule.
*the amount of \$(insert total amount), being the total of the amounts of the debts described in the Schedule.
*2. The amount is due and payable by the company.
*2. Attached is the affidavit of (insert name of deponent of the affidavit), dated (insert date of affidavit), verifying that the amount is due and payable by the company
3. The creditor requires the company, within 21 days after service on the company of this demand:
(a) to pay to the creditor the *amount of the debt/*total of the amounts of the debts; or
(b) to secure or compound for the *amount of the debt/*total of the amounts of the debts, to the creditor's reasonable satisfaction.
4. The creditor may rely on a failure to comply with this demand within the period for compliance set out in subsection 459F(2) as grounds for an application to a court having jurisdiction under the Corporations Act 2001 for the winding up of the company.
5. Section 459G of the Corporations Act 2001 provides that a company served with a demand may apply to a court having jurisdiction under the Corporations Law for an order setting the demand aside. An application must be made within 21 days after the demand is served and, within the same period:
(a) an affidavit supporting the application must be filed with the court; and
(b) a copy of the application and a copy of the affidavit must be served on the person who served the demand.
6. The address of the creditor for service of copies of any application and affidavit is (insert the address for service of the documents in the State or Territory in which the demand is served on the company, being, if solicitors are acting for the creditor, the address of the solicitors).

SCHEDULE

Description of the debt Amount of the debt
(indicate if it is a judgment debt, giving the name of the court and the date of the order)

*Total Amount

Dated:

signed:

Print name: capacity:

Corporation or partnership name (if applicable):

NOTES:

- 1. The form must be signed by the creditor or the creditor's solicitor. It may be signed on behalf of a partnership by a partner, and on behalf of a corporation by a director or by the secretary or an executive officer of the corporation.

2. The amount of the debt or, if there is more than one debt, the total of the amounts of the debts, must exceed the statutory minimum of \$2,000.
3. Unless the debt, or each of the debts, is a judgment debt, the demand must be accompanied by an affidavit that:
 - (a) verifies that the debt, or the total of the amounts of the debts, is due and payable by the company; and
 - (b) complies with the rules.
4. A person may make a demand relating to a debt that is owed to the person as assignee.

*Delete if not applicable

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
	PROC. <input type="checkbox"/>	

Australian Securities & Investments Commission

form **519**

Notification of
court action relating to winding up

Corporations Act 2001
465A, 470(1)(a), (b) & (c)

Corporation name _____
A.C.N. or A.R.B.N. _____

Court

- Federal Court of Australia (give state or territory registry)
 Family Court of Australia (give state or territory registry)
 Supreme Court of (give state or territory)

proceeding-matter number _____ year _____

Details of the action

- (tick boxes which apply)
- | | | | | | |
|---|--|----------------------|---------|---|---|
| <input type="checkbox"/> An application for the winding up of the corporation was filed. | date of filing | (d/m/y) | / | / | / |
| <input type="checkbox"/> An application for the winding up of the corporation was withdrawn. | date | (d/m/y) | / | / | / |
| <input type="checkbox"/> An application has been made to wind up the company under
Section 459P <input type="checkbox"/> Section 462 <input type="checkbox"/> Section 464 <input type="checkbox"/> | date of application | (d/m/y) | / | / | / |
| | <input type="checkbox"/> An application for the winding up of the corporation was dismissed. | date of court action | (d/m/y) | / | / |
| <input type="checkbox"/> An application for the winding up of the corporation was dismissed
and an appeal is pending. | date of application | (d/m/y) | / | / | / |
| | <input type="checkbox"/> An order was made | date of court action | (d/m/y) | / | / |
| and <input type="checkbox"/> a liquidator appointed; <i>or</i>
<input type="checkbox"/> a provisional liquidator appointed | date of application | (d/m/y) | / | / | / |

if a liquidator was appointed give details

name (family & given names) _____

at the office of _____

office

level _____

building name _____

street number & name _____

suburb/city _____

state/territory _____

postcode _____

Details of the applicant

name (family & given names or corporation name) If a corporation give A.C.N. or A.R.B.N. if applicable

unit or office _____

level _____

building name _____

street number & name _____

suburb/city _____

state/territory _____

postcode _____

Signature

I certify that the information in this form is true and complete.

print name _____

capacity _____

sign here _____

date / /

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
	PROC. <input type="checkbox"/>	

Australian Securities & Investments Commission

form **520**

Declaration of
solvency

Corporations Act 2001
494(1) & (2)

company name _____
A.C.N. _____

Declaration

The person(s) listed below
declare that
I/We constitute a majority of the directors of the company, and
I/We have enquired into the affairs of the company.

At a meeting of directors, I/We have formed the opinion that the company will be able to
pay its debts in full within 12 months of the commencement of winding up

A correct statement of the company's assets and liabilities as at the latest
practicable date (specified on the statement) before the making up of this declaration is
 set out below
 set out in the annexure marked ().

Statement of assets and liabilities (show amounts to the nearest \$)

date of statement (d/m/y) / /

assets	estimated realisable values \$
cash at bank	
cash on hand	
marketable securities	
bills receivable	
trade debtors	
loans and advances	
unpaid calls	
stock in trade	
work in progress, as detailed in inventory	
freehold property	
leasehold property	
plant and machinery	
furniture, fittings, utensils, etc	
patents, trade marks, etc	
investments other than marketable securities	
other property, as detailed in inventory	
estimated realisable value of assets	

Statement of assets and liabilities (show amounts to the nearest \$)

continued

liabilities	rank for payment \$
secured on specific assets	
secured by floating charge(s)	
estimated expenses of winding up other estimated expenses (including interest accruing until payment of debts in full)	
unsecured creditors (amounts estimated to rank for payment) trade accounts bills payable accrued expenses other liabilities	
contingent liabilities	
total of liabilities	
estimated surplus after paying debts in full	

Signatures

	print name	
1	sign here	date
	print name	
2	sign here	date
	print name	
3	sign here	date
	print name	
4	sign here	date
	print name	
5	sign here	date
	print name	
6	sign here	date

Corporations Act 2001

NOTICE OF MEETING OF CREDITORS UNDER SECTION 496

Limited

I, *(insert name)* of *insert address)* give notice that, under subsection 496(1), a meeting of the creditors of the company will be held at *(insert place of meeting)* on *(insert date of meeting)* at
*a.m./p.m.

The winding up of the company commenced on _____ and I was appointed liquidator by resolution of the members of the company. As the directors declared that the company would be able to pay its debts in full within a period not exceeding 12 months after the commencement of the winding up, the liquidation is proceeding as a members' voluntary winding up.

A list of creditors prepared in accordance with subsection 496(2) is annexed.

I have formed the opinion that the company will not be able to pay or provide for the payment of its debts in full within that period and this meeting is summoned in order that the creditors may, if they so wish, exercise their right under subsection 496(5) to appoint some person other than myself to be the liquidator of the company for the purpose of winding up the affairs and distributing the property of the company.

A statement of the assets and liabilities of the company will be laid before the meeting.

Dated

(signature of liquidator)

*Omit if not applicable

DIRECTION

Requirements relating to annexures are set out in regulation 1.0.06.

	ASS. <input type="checkbox"/> REQ-A <input type="checkbox"/> CASH. <input type="checkbox"/> REQ-P <input type="checkbox"/> PROC. <input type="checkbox"/>
--	---

Australian Securities & Investments Commission

form **522**

Notification of
meeting of creditors
 to consider appointing a new liquidator

Corporations Act 2001
 496(7)

company name _____
 A.C.N. _____

Details of the meeting

purpose of meeting to present a statement of the assets and liabilities of the company (496(4)), and
 to allow the creditors to replace the existing liquidator with a new liquidator (496(5))

date of meeting (d/m/y) / /

action (tick one box) a new liquidator was not appointed
 a new liquidator was appointed

name of new liquidator (surname & given names)

office, floor, building name _____
 street number & name _____
 suburb/city _____
 country (if not Australia) _____

state

postcode

Annexure

*A true copy of the statement presented to the meeting
 is enclosed in the annexure marked () of () pages.*

Signature

This form must be signed by the new liquidator or the continuing liquidator.

print name

capacity

sign here

date / /

● Annexures must conform to the requirements.

	ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
	CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
	PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **523**

Notification of
final meeting convened by liquidator

Corporations Act 2001
509(3) & (4)

company name _____

A.C.N. _____

Details of the meeting

purpose of meeting to present an account

- showing how the winding up of the company had been conducted,
- showing how the property of the company had been disposed of, and
- giving any necessary explanations.

type of meeting (tick one box) general meeting
 meeting of members and creditors

date of meeting (d/m/y) / /

action (tick one box) the meeting was held
 the meeting was convened but no quorum was present

Annexure

A copy of the account presented at the meeting, prepared in accordance with subsection 509(1), is enclosed in the annexure marked () of () pages.

Signature

This form must be signed by the liquidator.

print name _____

sign here _____

date / /

● Annexures must conform to the requirements.

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
	PROC. <input type="checkbox"/>	

Australian Securities & Investments Commission

form **524**

Presentation of
accounts and statement by liquidator

Corporations Act 2001
539(1)

corporation name _____
A.C.N. or A.R.B.N. _____

Details of the winding up

date of commencement (d/m/y) / /
type of winding up (tick one box) winding up by Court
 voluntary winding up by members
 voluntary liquidation by creditors
 appointment of provisional liquidator

Details of the accounts

are the accounts final? yes no

date when liquidator ceased to act (d/m/y) / /
date to which the accounts and statement are made up (d/m/y) / /

Details of the liquidator

date of appointment (d/m/y) / /
name (surname & given names) _____
at the office of _____
office, floor, building name _____
street number & name _____
suburb/city _____ state postcode
country (if not Australia) _____

Documents

if first return (a) account of receipts and payments from the commencement of winding up
and (b) statement relating the position in the winding up (this statement is not required if a provisional liquidator is appointed)

if second or further return (a) account of receipts and payments, including aggregate amount of receipts and payments and payments during all preceding periods
and (b) statement relating the position in the winding up (this statement is not required if a provisional liquidator is appointed)

Summary of items required in documents (as set out on following pages)

type of winding up	items required					(statement)	
	(accounts)						
winding up by Court	1	2	3	4	5	6a	6b
voluntary winding up by members	1	2			5	6a	
voluntary liquidation by creditors	1	2	3	4	5	6a	6b
appointment of provisional liquidator	1	2	3	4	5		

(If insufficient space on form for accounts or statement)
Further details are enclosed in the annexure marked () of () pages.

- Annexures must conform to the requirements shown at the end of this form.
- **Complete and sign the verification on page 4.**

1 Account of receipts and payments

Full details of investments made by the liquidator and full details of the realisation of investments are enclosed in the annexure marked () of () pages.

Any profit or loss on realisation must appear in the 'Account of receipts and payments' as a notional receipt or payment with a reference to the particular investment.

receipts

date	receipts from	nature of receipts	amount \$0.00
total			

payments

date	payments to	nature of payments	amount \$0.00
total			

2 Summary of receipts and payments

receipts

(exclude matured investments of liquidator except for that part which exceeds face value)

total amounts received by liquidator	before the period for which this account has been made up	\$
	during the period for which this account has been made up	\$
total receipts (this total carried forward to next account)		\$

payments

(exclude investments made by liquidator other than losses on realisation)

total payments made by liquidator	before the period for which this account has been made up	\$
payments	during the period for which this account has been made up	
	preferred creditors	\$
	unsecured creditors	\$
	liquidator's remuneration	\$
	other payments	\$
total payments (this total carried forward to next account)		\$

balance held

cash in hands of liquidator	\$
cash at bank	
credit as per bank statement	\$
less unrepresented cheques	\$
	\$
amounts invested by liquidator and not converted to cash	\$
amount available but not distributed	\$

3 Details of the dividends declared in respect of unsecured creditors in the period for which this account has been made up

(details not required if a members' voluntary winding up)

date dividend was declared (d/m/y) / / rate of dividend in the dollar (\$ per share)

names of unsecured creditors	amount of proofs \$0.00	amount of dividend paid \$0.00	unclaimed \$0.00
totals			

total dividend paid in winding up to date of this account	amount of dividend paid \$0.00	unclaimed \$0.00
totals		

4 Details of payments made to preferred creditors

(details not required if a members' voluntary winding up)

names and classification of preferred creditors to whom payments have been made state separate amounts for each classification	amount of proofs \$0.00	amount of dividend	
		paid \$0.00	unclaimed \$0.00
totals			

5 Details of rate per share of return of assets in specie and/or cash to contributories

date return paid (d/m/y) / / rate of return in the dollar (\$ per share)

names of contributories (alphabetical order)	number of shares	amount returned on shares	
		paid \$0.00	unclaimed \$0.00
totals			

6a Statement of position in winding up

(details not required if a provisional liquidator is appointed)

amount received by liquidator in respect of expenses \$
 amount owing to liquidator in respect of expenses \$
 remuneration paid to liquidator \$
 remuneration owing to liquidator \$

period within which the winding up will probably be completed (d/m/y)
 from / / to / /

causes which may delay the termination of the winding up

6b Statement of position in winding up

(details not required if a members' voluntary winding up or if a provisional liquidator is appointed)

	estimated realisable value in report of affairs	actual amounts realised to date of account	estimated realisable value of balance
assets not subject to specific charges			
interests in land			
sundry debtors			
cash in hand			
cash at bank			
stock on hand			
work in progress			
plant and equipment			
other assets			
assets subject to specific charges			
total assets			

6b Statement of position in winding up (continued)

(details not required if a members' voluntary winding up or if a provisional liquidator is appointed)

total amount due to preferential creditors entitled to priority over the holders of debentures under any floating charge \$

total amount owing under and secured by any debenture or floating charge over the assets of the company \$

estimated amount available for unsecured creditors \$

contingent assets estimated to produce \$

contingent liabilities estimated to rank for \$

share capital issued \$

paid up \$

provide details of any arrangement where assets of the company have been disposed of by the liquidator for consideration other than for cash

details of creditors claims	number	value \$
as per statement of affairs		
additional creditors known (proved)		
additional creditors known (not proved)		
proofs of debt received		
proofs of debt admitted		
unpreferred		
preferred		
proofs of debt under consideration		
proofs of debt withdrawn		
proofs of debt rejected		

if a voluntary liquidation by creditors or if a provisional liquidator is appointed

date of last annual meeting of creditors (d/m/y) / / Was a quorum present at this meeting? yes no

Verification of liquidator's account and statement

I declare that the statements ticked below are correct.

statement The information given in the statement of the position in the winding up is true to the best of my knowledge and belief at the date of signing.

if there are receipts & payments The account of receipts and payments set out above in the annexure marked () of () pages contains a full and true account of my receipts and payments in the period of winding up of that company and

I have not, nor has any other person by my order or for my use during that period, received or paid any moneys on account of the company other than and except the items mentioned and specified in that account.

period of winding up (d/m/y) from / / to / /

if no receipts & payments I have not, nor has any other person by my order or for my use during that period, received or paid any moneys on account of the company.

print name of liquidator

sign here

date / /

Send to

Australian
Securities & Investments
Commission
PO Box 4000
Gippsland Mail Centre VIC 3841

Annexures to forms

To make any annexure conform to the regulations,
you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 number the pages consecutively
- 3 print or type in dark blue or black ink, so that the document is clearly legible when copied.
- 4 identify the annexure with a mark such as A, B, C, etc
- 5 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title) signed by (insert "me" or "us") and dated.
- 6 sign and date the annexure. The annexure must be signed by the same person(s) who signed the form.
- 7 There must be written on the form: the identifying mark and the number of pages.

Form 5249

Corporations Act 2001
Subparagraph 206F(1)(b)(i)

Notice to demonstrate why disqualification should not occur

IN THE MATTER of (1) _____

**Notice to demonstrate why disqualification should not occur
under section 206F of the Corporations Act 2001.**

To: (2) _____

The records of the Australian Securities and Investments Commission (ASIC) show that you are or were an officer of
_____ (3) corporations that have been wound up, being _____

(4),

where a liquidator has reported under subsection 533(1) of the Corporations Act 2001 (the Act) that each of the corporations may be unable to pay its unsecured creditors more than 50 cents in the dollar.

In these circumstances you are required to demonstrate, in accordance with subparagraph 206F(1)(b)(i) of the Act, why you should not be disqualified from managing corporations.

Under subsection 206F(1) of the Act you may be disqualified from managing corporations for a period of up to 5 years.

In making a decision under subsection 206F(1) of the Act ASIC is required to give you an opportunity to be heard in relation to why you should not be disqualified from managing corporations.

AREAS OF CONCERN

ASIC has identified a number of concerns about your conduct which are described in Attachment "A".

The documents on which these concerns are based are listed in Attachment "B".

OPPORTUNITY TO BE HEARD

If you wish to demonstrate why you should not be disqualified from managing corporations you should notify ASIC within 14 days from the date of service of this notice that you require an opportunity of being heard.

You may exercise your right to be heard by:

1. making a written submission;
2. appearing before a person ASIC has appointed to hear the matter (the delegate) and making submissions orally and appearing before the delegate to present evidence.

You may exercise your right by doing any or all of these options.

Once you have notified ASIC of your wish to demonstrate why you should not be disqualified a delegate will write to you with further details of the hearing procedure.

If you do not wish to demonstrate why you should not be disqualified, a decision will be made by a delegate on the information available.

If you wish to have access to the documents listed in Attachment "B" you should contact ASIC as soon as possible. Access to documents which are identified as "confidential" may be given subject to strict conditions of confidentiality.

Dated this _____ day of _____ 20 _____

signed _____

(5)
Delegate of the Australian Securities and Investments Commission

Attachments

Attachment "A"

Areas of concern

Attachment "B"

List of documents upon which concerns are based.

DIRECTIONS

- (1) Insert name of person subject of the notice.
- (2) Insert name of person subject of the notice.
- (3) Insert number of corporations of which the person was an officer.
- (4) Insert names and ACNs of corporations.
- (5) Insert full name of delegate signing the notice.

NOTICE OF DISCLAIMER OF ONEROUS PROPERTY

Limited (in liquidation)

To

1. I (*insert name*), of (*insert address*), the liquidator of the company, for the purposes of paragraph 568A(1)*(a)*(b)*(c)*(d) give notice that I disclaim the property described in the Schedule.
2. The property is property of the company and consists of *land burdened with onerous covenants *shares *property that is unsaleable or is not readily saleable *property that may give rise to a liability to pay money or some other onerous obligation *property where it is reasonable to expect that the costs, charges and expenses that would be incurred in realising the property would exceed the proceeds of realising the property *a contract.
- *2. The Court granted leave to disclaim the property on (*insert date*).

SCHEDULE

(Here set out a description of the disclaimed property)

Dated

(signature of liquidator)

*Delete if not applicable

NOTES:

1. A person claiming an interest in the disclaimed property may apply to the Court, within the time permitted by subsection 568B(1), for the disclaimer to be set aside.
2. A disclaimer, as from the day on which it takes effect under subsection 568C(3), is taken to have terminated the company's rights, interests, liabilities and property in or in respect of the disclaimed property, but does not affect any other person's rights or liabilities except in so far as is necessary in order to release the company and its property from liability.

Australian Company Number:

Corporations Act 2001

**APPLICATION REQUIRING LIQUIDATOR TO DECIDE WHETHER TO
DISCLAIM PROPERTY**

Limited

To *(insert name)*, the liquidator of the company.

Under paragraph 568(8)(a), application is made to you by *(full name, address and occupation of applicant)* requiring you to decide whether you will disclaim the property described in the Schedule to this notice or not.

The applicant has the following interest in the property:

SCHEDULE

Dated

(signature of applicant)

For item (f) show address of the registered office of the company and the hours the office is accessible to the public.

Registered office _____

 _____ state/territory _____ postcode

Accessible hours from _____ am/pm to _____ am/pm

Signature

(This form must be signed by a director or secretary of the company, or a director or secretary or local agent of a foreign company.)

print name _____ capacity _____
 print company name _____

sign here _____ date _____

Lodgement with the Australian Securities & Investments Commission

In relation to a creditors Voluntary Winding up under paragraph 497(2)(c), a copy of this notice must be lodged not less than 7 days before the day fixed for the holding of the meeting.

Send to

Australian Securities & Investments Commission
 PO Box 4000
 Gippsland Mail Centre VIC 3841

In line with accepted commercial practice, the policy is not to issue a receipt when payment is made by cheque. If an acknowledgement is required where no fee is payable, tick this box

Annexures

To make any annexure conform to the regulations, you must

- | | |
|--|---|
| <ol style="list-style-type: none"> 1. use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides. 2. show the corporation name and A.C.N. or A.R.B.N. 3. number the pages consecutively 4. print or type in dark blue or black ink, so that the document is clearly legible when photocopied. | <ol style="list-style-type: none"> 5. identify the annexure with a mark such as A,B,C, etc. 6. endorse the annexure with the words: This is the annexure (mark) of (number) pages referred to in Form (form number and type) 7. sign and date the form |
|--|---|

The annexure must be signed by the same person(s) who signed the form.

**NOTICE OF FIRST MEETING OF CREDITORS OF
COMPANY UNDER ADMINISTRATION**

Limited (administrator appointed)

1. On *(insert date)*
 - *the company under section 436A
 - *The liquidator/provisional liquidator of the company under section 436B
 - *a chargee of property of the company under section 436Cappointed *(insert name)* of *(insert address)* as the administrator of the company.
2. Notice is now given that a meeting of the creditors of the company will be held at *(insert address and place of meeting)* on *(insert date)* at *(insert time)* *a.m./*p.m.
3. The purpose of the meeting is to determine:
 - (a) whether to appoint a committee of creditors; and
 - (b) if so, who are to be the committee's members.
4. At the meeting, creditors may also, by resolution:
 - (a) remove the administrator from office; and
 - (b) appoint someone else as administrator of the company.
- *5. Details of the instrument under the terms of which the administrator was appointed are:
 - (a) date of the instrument: *(insert date)*
 - (b) nature of instrument: *(insert type of instrument, eg mortgage)*
 - (c) place of registration: *(insert, if applicable)*
 - (d) registered charge number: *(insert, if applicable)*

Dated

(administrator's signature)

*Delete if not applicable

**NOTICE OF FIRST MEETING OF CREDITORS TO RATIFY
APPOINTMENT OF ADMINISTRATOR**

Limited (administrator appointed)

1. On *(insert date)*
*the company under section 449C(1) and subparagraph 449C(2)(b)(i),
*the liquidator/provisional liquidator of the company under section 449C(2)(b)(ii),
*a chargee of property of the company, under subsection 449C(1) and subparagraph 449C(2)(b)(iii),
appointed *(insert name)* of *(insert address)* as the administrator of the company in place of the previous administrator of the company.
2. The new administrator was appointed because the previous administrator *(here set out the applicable circumstances under paragraph 449C(1)(a), (b) or (c), as the case may be)*.
3. Notice is now given that a meeting of the creditors of the company will be held at *(insert address and place of meeting)* on *(insert date)* at *(insert time)* *a.m./*p.m.
4. The purpose of the meeting is:
 - (a) to determine whether to remove the person appointed from office; and
 - (b) if so, to appoint someone else as administrator of the company.
- *5. Details of the instrument under the terms of which the previous administrator was appointed are:
 - (a) date of the instrument: *(insert date)*
 - (b) nature of instrument: *(insert type of instrument, eg mortgage)*
 - (c) place of registration: *(insert, if applicable)*
 - (d) registered charge number: *(insert, if applicable)*

Dated

(signature of convenor of the meeting)

*Delete if not applicable

A.C.N. or A.R.B.N.:

Corporations Law

STATEMENT IN WRITING OF POSTING OF NOTICE OF MEETING

Limited

I (*name*) of (*address*) state:

1. on (*date*) a notice of the time and place of the meeting (*insert a description of the meeting*) in the form of the annexure marked "A" (*see note below*) was sent by prepaid post to each person appearing in the books of the company, or otherwise known to *me/*the convener of the meeting, as a creditor/*contributory/*member/*debenture holder;

- *2. the notices were addressed to the creditors according to their names and addresses appearing in the books of the company or to their last known addresses;
- *2. the notices were addressed to the contributories according to their names and addresses appearing in the books of the company or to their last known addresses;
- *2. the notices were addressed to the debenture holders according to their names and addresses appearing in the books of the company or to their last known addresses;

- *3. the persons notified and their addresses specified in the notices sent to them are *set out in the annexed list (*see note below*) / *identifiable by reference to the books of the company.

Signature

* Omit if inapplicable.

Note: Requirements relating to annexures are set out in regulation 1.0.06.

Form 531A

Paragraph 5.6.27(2)(a)
Corporations Regulations

A.C.N. or A.R.B.N.:

Corporations Act 2001

**LIST OF PERSONS PRESENT AT MEETING OF:
*MEMBERS/*CONTRIBUTORIES**

Limited

Meeting held at (*place of meeting*) on (*date*).

No.	Name	Represented by (<i>Signature of person attending</i>)	*Number of shares	*Number of votes

(NOTE: If a joint meeting of creditors and members is held, both Form 531A and 531B should be completed)

*Delete if not applicable

Form 531B

Paragraph 5.6.27(2)(b)
Corporations Regulations

A.C.N. or A.R.B.N.:

Corporations Act 2001

**LIST OF PERSONS PRESENT AT MEETING OF:
*CREDITORS/*DEBENTURE HOLDERS**

Limited

Meeting held at (*place of meeting*) on (*date*).

No.	Name	Represented by (<i>signature of person attending</i>)	Amount of proof lodged or Amount of debentures held	Nature of any security	Value of any security, as estimated by the creditor	**Balance of creditor's debt after deducting the value of the security

(NOTE: If a joint meeting of creditors and members is held, both Form 531A and 531B should be completed)

* Delete if not applicable

**Do not complete in the case of a meeting convened under Part 5.3A of the *Corporations Act 2001*

Form 531C

Paragraph 5.6.27(2)(c)
Corporations Regulations

A.C.N. or A.R.B.N.

Corporations Act 2001

**LIST OF PERSONS PRESENT AT MEETING OF:
*COMMITTEE OF INSPECTION/*COMMITTEE OF CREDITORS**

Limited

Meeting held at (*place of meeting*) on (*date*).

No.	Name	Represented by (<i>Signature of person attending</i>)

* Delete if not applicable

A.C.N. or A.R.B.N.

Corporations Act 2001

APPOINTMENT OF PROXY

*I*We (if a firm, strike out "I" and set out the full name of the firm) of (address), a creditor/*contributory/
*debenture holder/*member of . Limited, appoint (name, address and description of the person
appointed) or in his or her absence as *my/*our *general/*special proxy to vote at the *meeting of
*creditors/*contributorics*debenture holders/*members/*joint meeting of members and creditors to be held on
(date), or at any adjournment of that meeting (if a special proxy add the words "to vote for" or the words "to vote
against" and specify the particular resolutions).

Dated

Signature

CERTIFICATE OF WITNESS

(This certificate is to be completed only if the person giving the proxy is blind or incapable of writing. The
signature of the creditor, contributory, debenture holder or member must not be witnessed by the person
nominated as proxy)

I (name), of (address), certify that the above instrument appointing a proxy was completed by me in the presence
of and at the request of the person appointing the proxy and read to him or her before she signed or marked at the
instrument.

Dated

Signature of witness

Description

Place of residence

* Omit if inapplicable.

A.C.N or A.R.B.N:

Corporations Act 2001

NOTICE INVITING FORMAL PROOF OF DEBT OR CLAIM

Limited

Take notice that creditors of the company, whose debts or claims have not already been admitted, are required on or before (*date*) to prove their debts or claims and of any security held by them to me and, if subsequently required by notice in writing from me, must formally prove their debts or claims and establish any title they may have to priority by statement in writing. If they do not comply with this notice they will be excluded from:

- (a) the benefit of any distribution made before their debts or claims are proved or their priority is established; and
- (b) objecting to the distribution

Dated

Signature of liquidator

Address

Form 534

Subregulation 5.6.48(3)

A.C.N or A.R.B.N:

Corporations Act 2001

NOTICE INVITING FORMAL PROOF OF DEBT OR CLAIM

Limited

Take notice that creditors of the company, whose debts or claims have not already been admitted, are required on or before (*date*) to prove their debts or claims and to establish any title they may have to priority by delivering or posting to me at my address a formal proof of debt or claim in accordance with Form 535 or 536 containing their respective debts or claims. If they do not they will be excluded from:

- (a) the benefit of any distribution made before their debts or claims are proved or their priority is established; and
- (b) objecting to the distribution

Form of proof may be obtained from me.

Dated

Signature of liquidator

Address

A.C.N or A.R.B.N:

Corporations Act 2001

FORMAL PROOF OF DEBT OR CLAIM (GENERAL FORM)

To the liquidator of Limited

1. This is to state that the company was on *(date of court order in winding up by the Court, or date of resolution to wind up, if a voluntary winding up)*, and still is, justly and truly indebted to *(full name and address of the creditor and, if applicable, the creditor's partners. If prepared by an employee or agent of the creditor, also insert a description of the occupation of the creditor)* for

dollars and cents

Particulars of the debt are:

Date	Consideration <i>(state how the debt arose)</i>	Amount	Remarks <i>(include details of voucher substantiating payment)</i>
		\$ c	

2. To my knowledge or belief the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following: *(insert particulars of all securities held. If the securities are on the property of the company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form).*

Date	Drawer	Acceptor	Amount	Due Date
			\$ c	

*3. I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied.

*3. I am the creditor's agent authorised in writing to make this statement in writing. I know the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied.

Dated

Signature
Occupation
Address

*Do not complete if this proof is made by the creditor personally

A.C.N. or A.R.B.N:

Corporations Act 2001

FORMAL PROOF OF DEBT OR CLAIM ON BEHALF OF EMPLOYEES

To the liquidator of Limited

I (full name of person making the statement) of (full address) being (occupation) state:

- 1. the company was, on (date of court order in winding up, if winding up was by the Court, or date of resolution to wind up if a voluntary winding up), and still is, indebted to the persons whose names, addresses and descriptions appear in Columns 2, 3 and 4 in the Schedule;
2. the debt is for wages, salaries, annual leave, retrenchment payments or long service leave, due to them for services rendered while employed by the company during the periods set out in Column 5 against the names of the persons;
3. the debt of the company due to each person is for the amount set out in Column 6 against the name of that person;
4. none of those persons has had or received any satisfaction or security in respect of that debt;
5. I am authorised as and the source of my information is as follows:

SCHEDULE

Table with 6 columns: Column 1 No, Column 2 Full name, Column 3 Address of employce, Column 4 Description, Column 5 Period for which claim is made (see note below), Column 6 Amount of claim

Dated
Signature

Note: In case of a claim for annual leave or long service leave, insert a description of the claim.

A.C.N or A.R.B.N:

Corporations Act 2001

NOTICE OF REJECTION OF FORMAL PROOF OF DEBT OR CLAIM

Limited

To
of

1. Your claim against the company set out in the formal proof of debt or claim of *(name of person submitting original proof of debt or claim)* made on *(date)* has been **wholly disallowed/*disallowed to the extent of (particulars of part of claim disallowed)/*allowed in the sum of \$ /**allowed to the extent of your claim for *(particulars of part of claim allowed)*.
2. My grounds for disallowance of *(particulars of part of claim referred to)* are as follows:
3. If you are dissatisfied with my determination as set out above, you may appeal against it, no later than *(number of days, being not less than 14)* days after the service of this notice or, if the Court allows, within any further period, to the **Federal Court of Australia/*the Supreme court of (State or Territory)*. If you do not do so, your claim will be assessed in accordance with this determination.

Dated

Signature of liquidator

Address

* Omit if inapplicable

A.C.N or A.R.B.N:

*Corporations Act 2001***PROVISIONAL LIST OF CONTRIBUTORIES**

Limited

The following is a provisional list of persons to be placed on the list of contributories that I have made from the records of the company, together with the number of their shares or the extent of their interest, their address and other participants:

PART 1**PERSONS WHO ARE CONTRIBUTORIES IN THEIR OWN RIGHT**

Serial No.	Name	Address	Description of class of contributory	Number of shares (or extent of interest)	Amount called up at date of start of winding up	Amount paid up at date of start of winding up	Amount not called up at date of start of winding up

PART 2**CONTRIBUTORIES WHO ARE REPRESENTATIVES OF, OR LIABLE FOR THE DEBTS OF, OTIERS**

Serial No.	Name	Address	Description of class of contributory and in what character included	Number of shares (or extent of interest)	Amount called up at date of start of winding up	Amount paid up at date of start of winding up	Amount not called up at date of start of winding up

Dated

Signature of liquidator

A.C.N or A.R.B.N:

Corporations Act 2001

**NOTICE TO CONTRIBUTORIES OF APPOINTMENT TO SETTLE
LIST OF CONTRIBUTORIES**

Limited

Take notice that I (*name*) of (*address*), the liquidator of the company, have appointed (*time*) *a.m./*p.m. on (*date*) at (*address of place appointed for settlement*), at which I must settle the list of the contributories of the company that I have made. You are at present included in that list.

Particulars of your inclusion are set out below. Unless, before or at the time appointed for the settlement, you give me sufficient reason for your exclusion, your name will be included in the settled list.

Dated

Signature of liquidator

Serial No.	Name	Address	Description of class of contributory and in what character included	Number of shares (or extent of interest)	Amount called up at date of start of winding up	Amount paid up at date of start of winding up	Amount not called up at date of start of winding up

* Strike out whichever is inapplicable.

NOTES

- Contributories do not have to attend the appointment referred to in this notice if they are satisfied that the particulars contained in the notice are correct.
- A shareholder's name cannot be omitted from the list of contributories because he or she is unable to pay calls; this question will be dealt with when application is made for payment of the calls.
- A change of address may be notified by giving notice to the liquidator by post before the date fixed for the appointment.

**STATEMENT IN WRITING OF POSTING OF NOTICES OF APPOINTMENT TO
SETTLE LIST OR SUPPLEMENTARY LIST OF CONTRIBUTORIES**

Limited

1. On (*date*) a notice of the time and place appointed to settle the **list/*supplementary* list of contributories in there form of the annexure marked "A" (*see Note below*) was sent by prepaid post to each person included in the liquidator's **provisional list/*provisional supplementary* list of contributories of the company dated (*date*).
2. The notices were addressed to the contributories in the **provisional list/*provisional supplementary* list according to their names and last known addresses appearing the records of the company.

Signature

Name of person completing the statement

Address

* Strike out whichever is inapplicable.

Note: Requirements relating to annexures are set out in regulation 1.0.06.

A.C.N. or A.R.B.N.:

Corporations Act 2001

CERTIFICATE OF LIQUIDATOR OF FINAL SETTLEMENT OF LIST OF CONTRIBUTORIES

Limited

I (*name*), the liquidator of the company, certify that the result of the settlement of the list of contributories of the company is as follows:

1. The persons named in Column 2 of Schedule 1 have been included in the list of contributories as contributories of the company in respect of the number of shares or extent of interest set out opposite their names. I have listed in Part 1 of Schedule 1, contributories in their own right and, in Part 2 of Schedule 1, contributories who are representatives of, or liable for the debts of, others.
2. The persons named in Column 2 of Schedule 2 were included in the provisional list of contributories, but have been excluded from the settled list of contributories.
3. In Column 6 of Schedule 1 and in Column 6 of Schedule 2, I have set out opposite the name of each person the date when that person was included in or excluded from the list of contributories.
4. In Columns 7 and 8 of Schedule 1, I have set out opposite the name of each person the amount called up at the date of the commencement of the winding up and the amount paid up at that date in respect of the shares, or interest, of that person.

**SCHEDULE 1
PERSONS INCLUDED IN THE LIST OF CONTRIBUTORIES**

PART 1: CONTRIBUTIONS IN THEIR OWN RIGHT

1	2	3	4	5	6	7	8	9
Serial No.	Name	Address	Description of class of contributory and in what character included	Number of shares (or extent of interest)	Date when included in list	Amount called up at date of start of winding up	Amount paid up at date of start of winding up	Amount not called up at date of start of winding up

PART 2: CONTRIBUTORIES WHO ARE REPRESENTATIVES OF, OR LIABLE FOR THE DEBTS OF, OTHERS

1	2	3	4	5	6	7	8	9
No.	Name	Address	Description of class of contributory and in what character included	Number of shares (or extent of interest)	Date when included in list	Amount called up at date of start of winding up	Amount paid up at date of start of winding up	Amount not called up at date of start of winding up

**SCHEDULE 2
PERSONS EXCLUDED FROM THE LIST OF CONTRIBUTORIES**

1	2	3	4	5	6
No.	Name	Address	Description of class of contributory and in what character proposed to be included	Number of shares (or extent of interest)	Date when included in list

Dated

Signature of liquidator

A.C.N or A.R.B.N.:

Corporations Act 2001

PROVISIONAL SUPPLEMENTARY LIST OF CONTRIBUTORIES

Limited

The following is a list of persons that I have found, since making out the annexed list of contributories dated _____, to be, or to have been, *holders of shares in/*members of the company, and who to the best of my knowledge and belief are contributories of the company:

(insert list in the same form as the original list; see Form 538)

Dated

Signature of liquidator

*Omit if inapplicable

A.C.N. or A.R.B.N.:

Corporations Act 2001

**CERTIFICATE OF LIQUIDATOR OF SETTLEMENT OF SUPPLEMENTARY LIST OF
CONTRIBUTORIES**

Limited

I (*name*), the liquidator of the company, certify that the result of the settlement of the provisional supplementary list of contributories of the company that I made out on (*date*) is as follows:

(set out the Certificate and Schedules as in Form 541)

Dated

Signature of liquidator

A.C.N. or A.R.B.N.:

*Corporations Act 2001***NOTICE TO CONTRIBUTORY OF FINAL SETTLEMENT OF LIST OR SUPPLEMENTARY LIST OF CONTRIBUTORIES AND OF INCLUSION IN LIST**

Limited

To:

of:

Take notice that I (*name*), the liquidator of the company, on (*date*) settled the list of contributories of the company. You are included in that list. The character, if applicable, in which, and the number of share, or extent of interest, for which, you are included, and the amounts called up, paid up and unpaid in respect of those shares or that interest are stated in the Schedule.

You may apply to vary the list of contributories, or to remove your name from the list, by making an application to *the Federal Court of Australia/*the Supreme court of (*State or Territory*) within 21 days from the service on you of this notice or, if the Court allows, any further period.

You may inspect the list at my office at (*address*) from Monday to Friday inclusive between the hours of (*insert times making up not less than 3 hours during the normal working day*) and

SCHEDULE

No.	Name	Address	Description of class of contributory and in what character included	Number of shares (or extent of interest)	Amount called up at date of start of winding up	Amount unpaid at date of start of winding up	Amount unpaid at date of start of winding up	Amount not called up at date of start of winding up

Dated

Signature of liquidator

* Omit if not applicable

**STATEMENT IN WRITING OF GIVING NOTICE TO PERSONS PLACED ON THE LIST
OR SUPPLEMENTARY LIST OF CONTRIBUTORIES**

Limited

I (*name*), the liquidator of the company, state:

1. I did on (*date*) send by prepaid post to each person named in Schedule 1 to the liquidator's certificate of the final settlement of the *list/*supplementary list of contributories of the company dated _____ a copy of the notice in the form of the annexure marked "A" (*see note below*);
2. At the foot of each copy, I inserted the same particulars under the respective headings as are set out in that Schedule;
3. The notices were addressed to the contributories in the *list/*supplementary list according to their names and last know addresses appearing in the records of the company.

Signature

Address

*Omit if inapplicable

Note: Requirements relating to annexures are set out in regulation 1.0.06.

NOTICE OF INTENTION TO DECLARE A DIVIDEND

Limited

A dividend (*state the number of the dividend, e.g. "first", "second"*) is to be declared on (*date*) for the company.

Creditors whose debts or claims have not already been admitted are required on or before (*date*) formally to prove their debts or claims. If they do not, they will be excluded from the benefit of the dividend.

Dated

Signature of liquidator

Address

**NOTICE TO CREDITOR OR PERSON CLAIMING TO BE A CREDITOR OF INTENTION
TO DECLARE A DIVIDEND**

Limited

A dividend (*state the number of the dividend, e.g. "first", "second"*) is to be declared on (*date*) for the company.

*You are listed as a creditor in the report on the affairs of the company;

*You are known to me to claim to be a creditor, but your debt or claim has not yet been admitted.

You are required formally to prove your debt or claim on or before (*date*). If you do not, you will be excluded from the benefit of the dividend.

Dated

Signature of liquidator

Address

*Omit if inapplicable.

**NOTICE TO CREDITOR OR PERSON CLAIMING TO BE A CREDITOR OF INTENTION
TO DECLARE A DIVIDEND**

Limited

A final dividend is to be declared on *(date)* for the company.

You are required formally to prove your debt or claim on or before *(date)*.

If you do not, I will exclude your claim from participation, and I will proceed to make a final dividend without having regard to it.

Signature of liquidator

Address

Form 549

Subregulation 5.6.67(3)

Corporations Act 2001

NOTICE OF DECLARATION OF DIVIDEND

Limited

(State the number of the dividend, e.g. "First", "Second") dividend.

A dividend at the rate of in the dollar has been declared for the company and a cheque is attached for \$
calculated at that rate on your debt as admitted to rank for dividend for \$

Dated

Signature of liquidator

Address

AUTHORITY TO LIQUIDATOR TO PAY DIVIDEND TO A PERSON NAMED

Limited

To the liquidator

***I/We** authorise and request you to pay to *(name)* of *(address)* all dividends as they are declared for the company, and that become due and payable to ***me/*us** in respect of ***my/ *our** claim for \$ against the company.

***I/We** further request that cheques drawn for those dividends are made payable to the order of *(name)*.

This authority remains in force until revoked by ***me/*us** in writing.

Date

Signature of creditor

Name of creditor

***Omit if inapplicable**

Form 551

Subregulation 5.6.71(1)

Corporations Act 2001

(Note: Before completing this schedule please read carefully the "Direction for completing Form 551" at the end of this form)

SCHEDULE OF CONTRIBUTORIES OR OTHER PERSONS TO WHOM A DISTRIBUTION OF SURPLUS IS TO BE PAID

Limited

Serial No. in settled list	Name of contributory as in settled list	Address	Number of shares held as set out in settled list	Total amount called up	Total amount paid up

SCHEDULE OF CONTRIBUTORIES OR OTHER PERSONS, TO WHOM A DISTRIBUTION OF SURPLUS IS TO BE PAID

Arrears of calls at date of return	Previous distributions of capital appropriated by liquidator for arrears of calls	Amount of distribution payable per share	Net distribution payable	Date and particulars of transfer of interest or other variation in list

Signature of liquidator

Date

DIRECTION FOR COMPLETING FORM 551

If the Articles:

- (a) provide that the amount divisible among members or any class of members must be divisible in proportion to the amount paid up or that ought to have been paid up at the date of winding up; or
 - (b) contain any other provision that requires further information before a distribution can be made;
- columns should be added showing the amount called up and the amount paid up at that date in respect of shares then held by those members or that class of members, or any other facts that may be required.

Form 552

Subregulation 5.6.71(2)

Corporations Act 2001

NOTICE OF DISTRIBUTION OF SURPLUS TO CONTRIBUTORIES OR OTHER PERSONS

Limited

A distribution of surplus at the rate of per share has been declared for the company and a cheque is attached for \$ calculated at that rate per share on your (*number*) shares.

Dated

Signature of liquidator

Address

**AUTHORITY TO LIQUIDATOR TO PAY DISTRIBUTION OF SURPLUS
TO A PERSON NAMED**

Limited

To the Liquidator

**I/*We* authorise and request you to pay to *(name)* of *(address)* any distribution of surplus payable to **me/*us* for the company.

**I/*We* further request that the cheque drawn for that distribution be made payable to the order of *(name)*.

This authority remains in force until revoked by **me/*us* in writing.

Dated

Signature

Name(s) of person(s) completing this authority

**Omit if inapplicable.*

Form 587Corporations Act 2001
Subsection 206F(3)**Notice of disqualification from managing corporations**

IN THE MATTER of (1) _____

**Notice of disqualification from managing corporations
under subsection 206F(3) of the Corporations Act 2001.**

To: (2) _____

ASIC has given you notice in the prescribed form requiring you to demonstrate why you should not be disqualified from managing corporations and has given you an opportunity to be heard on the question.

TAKE NOTICE THAT having regard to the Notice to Demonstrate Why Disqualification Should Not Occur dated _____ (3) issued by _____ (4) and your opportunity to be heard ASIC is satisfied that your disqualification pursuant to section 206F of the Corporations Act 2001 is justified.

YOU ARE DISQUALIFIED from the time of service of this notice for a period of _____ (5) years from managing corporations without the leave of ASIC.

Your attention is specifically directed to section 206A of the Corporations Act 2001.

Dated this _____ day of _____ 20 _____ (6)

signed _____

(7)
Delegate of the Australian Securities and Investments Commission

DIRECTIONS

- (1) Insert the name of person being disqualified.
- (2) Insert the name of person being disqualified.
- (3) Insert date of Notice to Demonstrate Why Disqualification Should Not Occur.
- (4) Insert name of delegate who issued Notice to Demonstrate Why Disqualification Should Not Occur.
- (5) Insert number of years disqualified.
- (6) Insert date of notice.
- (7) Insert full name of delegate signing notice.

	ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
	CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
	PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

Application for
voluntary deregistration of a company

form **6010**

Corporations Act 2001
601AA(1) & (2)

Company name _____
A.C.N. _____

Application

I, the applicant, apply to deregister the above company under subsection 601AA(2) of the Corporations Act 2001.

Declaration

I declare that the statements below are correct.

- (a) All members of the company agree to the deregistration; and*
- (b) the company is not carrying on business; and*
- (c) the company's assets are worth less than \$1000; and*
- (d) the company has paid all fees and penalties payable under this Act ; and*
- (e) the company has no outstanding liabilities; and*
- (f) the company is not a party to any legal proceedings.*

Details of the applicant

name (family & given names)
OR company name

(At the office of) C/-
office _____
street number & name _____
suburb/city _____
country (if not Australia) _____

level

building name

state/territory

postcode

Details of nominee

If the applicant is the company, it must nominate a person to be given notice of the deregistration.

name (family & given names)

office _____
street number & name _____
suburb/city _____
country (if not Australia) _____

level

building name

state/territory

postcode

Signature

I certify that the information in this form is true and complete.

print name

capacity

sign here

date

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**

To: Company Name/Scheme _____

ACN/ARSN _____

1. Details of substantial holder (1)

Name _____

ACN/ARSN (if applicable) _____

The holder became a substantial holder on

____ / ____ / ____

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address

Signature

print name

capacity

sign here

date / /

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme _____

ACN/ARSN _____

1. Details of substantial holder(1)

Name _____

ACN/ARSN (if applicable) _____

There was a change in the interests of the
substantial holder on

____ / ____ / ____

The previous notice was given to the company on

____ / ____ / ____

The previous notice was dated

____ / ____ / ____

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address

Signature

print name _____ capacity _____
 sign here _____ date / / _____

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme _____

ACN/ARSN _____

1. Details of substantial holder(1)

Name _____

ACN/ARSN (if applicable) _____

The holder ceased to be a substantial holder on

____ / ____ / ____

The previous notice was given to the company on

____ / ____ / ____

The previous notice was dated

____ / ____ / ____

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address

Signature

print name _____

capacity _____

sign here _____

date ____ / ____ / ____

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (5) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

--

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
	PROC. <input type="checkbox"/>	

Australian Securities & Investments Commission

form **703**

Notice of
**particulars of cessation or change in
 relation to the holder of a licence**

Corporations Act 2001
790**Type of licence**

tick the appropriate box

 dealer investment adviser**Type of licensee**

tick the appropriate box

 person body corporate

licence number _____

Type of change

tick the appropriate box

 request that the Commission revoke licence because the licensee ceased to carry on the business to which the licence relates
date of ceasing (d/m/y) / / _____ request that the Commission revoke licence because the licensee ceased to act as or to hold out as a licensee
date of ceasing (d/m/y) / / _____ change of name of licensee change of place at which the licensee carries on business change of other place of business at which licensee carries on business change of name or style under which licensee carried on business change to be a partner in a different firm**Licensee details**

name of licensee _____

A.C.N. or A.R.B.N. _____

(if licensee is registered body corporate)

address _____

(for person show residential address or
for body corporate show registered
office)

state _____

postcode _____

telephone number () _____

facsimile number () _____

telex number _____

DX number _____

state _____

Postal address of licensee if
different from above address

state _____

postcode _____

Change details

tick the appropriate box

 change of name of licensee

new name of licensee _____

date of change (d/m/y) _____ / _____ / _____

 change of address of principal place of business at which the licensee carries on business

former address _____

state _____

postcode _____

new address _____

state _____

postcode _____

date of change (d/m/y) _____ / _____ / _____

 change of address of place of business of the licensee other than address of principal place of business

former address _____

state _____

postcode _____

new address _____

state _____

postcode _____

date of change (d/m/y) _____ / _____ / _____

 change of name or style of business which is being carried on by licensee

former name or style _____

new name or style _____

date of change (d/m/y) _____ / _____ / _____

 change to be a partner in a different firmname of firm in which licensee ceases
to be a partner _____name of firm in which licensee
commenced to be a partner _____

date of change (d/m/y) _____ / _____ / _____

Signature

This form must be signed by a licensee or if the licensee is a body corporate, by a director or secretary of the body corporate.

print name _____

capacity _____

sign here _____

date _____

--

ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **704**

notification of
**person becoming director of, or
 secretary to, a body corporate**

Corporations Act 2001
 790,
 paragraph 7.3.05(a)

Type of licence dealer investment adviser

licence number _____

Licensee details

name of licensee _____

A.C.N. or A.R.B.N. _____

registered office address _____

state _____

postcode _____

Details of new appointments

If the licensee is a dealer or investment adviser, annex his or her educational qualifications, work experience and history of employment and business activities in the immediate preceding 5 years and a reference from each employer

name of person _____

former name of person (if any) _____

date of birth (d/m/y) / / _____

position appointed as director secretary

residential address _____

state _____

postcode _____

date of appointment (d/m/y) / / _____

Is person appointed in place of another officer? yes no

If yes, name of the other officer _____

name of person _____

former name of person (if any) _____

date of birth (d/m/y) / / _____

position appointed as director secretary

residential address _____

state _____

postcode _____

date of appointment (d/m/y) / / _____

Is person appointed in place of another officer? yes no

If yes, name of the other officer _____

If the licensee is a dealer or investment adviser, annex his or her educational qualifications, work experience and history of employment and business activities in the immediate preceding 5 years and a reference from each employer

name of person _____
 former name of person (if any) _____
 date of birth (d/m/y) _____ / _____ / _____
 position appointed as director secretary
 residential address _____

 state _____ postcode _____

date of appointment (d/m/y) _____ / _____ / _____

Is person appointed in place of another officer? yes no

If yes, name of the other officer _____

name of person _____
 former name of person (if any) _____
 date of birth (d/m/y) _____ / _____ / _____
 position appointed as director secretary
 residential address _____

 state _____ postcode _____

date of appointment (d/m/y) _____ / _____ / _____

Is person appointed in place of another officer? yes no

If yes, name of the other officer _____

Complete the following in respect to each director or secretary notified above as having been appointed

Are any directors shown as having been appointed, also directors of another body corporate?

yes no

If yes, specify

name of officer _____
 name of body corporate _____
 place of incorporation _____

date of appointment _____ / _____ / _____

Do any officers shown as having been appointed have a relevant interest as determined in accordance with sections 608 and 609 of the Corporations Act 2001 in shares in any body corporate (wherever incorporated) amounting to NOT less than 10% of the aggregate of the nominal amount of all the issued shares in the body corporate?

yes no

If yes, specify in respect to each body corporate in which the officer has that interest

name of officer _____
 name of body corporate _____
 place of incorporation _____
 details of relevant interest _____

NOTES

If answer to any of below questions is YES, specify all relevant particulars hereunder and specify the item number to which the particulars relate. In regard to item 10, if the applicant has been convicted of an offence involving dishonesty, fraud or theft, all relevant particulars must be stated.

IN REGARD TO ITEMS 11 & 13

If the licensee or, if the licensee is a body corporate, an officer of the licensee has, or had, under the law of a country other than Australia or of an external Territory, a status equivalent to that of an insolvent under administration, all relevant particulars must be stated.

In particular, if the officer is, or has been an insolvent under administration, under the *Bankruptcy Act 1966* or the law of an external Territory, include in an annexure the following particulars:

- (a) if he or she was declared bankrupt:
 - (i) the date on which he or she was so declared; and
 - (ii) the district in which he or she was so declared; and
 - (iii) his or her bankruptcy number; or
- (b) if he or she has entered into a deed of arrangement, or assignment, or if his or her creditors have accepted a composition under Part X of the *Bankruptcy Act 1966*:
 - (i) the district in which the deed of arrangement or assignment was entered into or the composition accepted; and
 - (ii) the date of the deed of arrangement or assignment or the special resolution accepting the composition; and
 - (iii) the name and address of the trustee of the deed of arrangement or assignment or of the composition; and
 - (iv) the identifying number used in relation to the deed of arrangement or assignment or the composition in the office of the Registrar in Bankruptcy.

Within the last 10 years has any officer who has been shown as having been appointed (whether within Australia or overseas):

1. been licensed, registered or otherwise authorised under a law which requires licensing, registration or other authorisation to carry on any of the following activities or activities that are substantially the same:
 - (i) dealing in securities (see the definition of "deal" in section 9 of the Act); or
 - (ii) acting as an investment adviser (as defined in section 9 of the Act); or
 - (iii) acting as a securities representative (as defined in section 94 of the Act)

yes no
2. been licensed, registered or otherwise by law to carry on any trade, business or profession?

yes no
3. been refused the right, or restricted in its, his or her right, to carry on any trade, business or profession for which a licence, registration or other authority is required by law?

yes no
4. been a member, or partner in a member firm, of a securities, futures, commodities or other exchange?

yes no
5. been suspended from membership in any securities, futures, commodities or other exchange or been disciplined by any such exchange?

yes no
6. been removed from membership or, or disciplined by, any professional body?

yes no
7. been refused membership of any securities, futures, commodities or other exchange?

yes no
8. carried on business under any name other than the name or names shown in this notice?

yes no
9. been known by any name other than the name or names shown in this notice?

yes no
10. been convicted of any offence other than a traffic offence? (see notes)

yes no
11. been subject of proceedings now pending that may lead to such a conviction? (see notes)

yes no
12. had judgement, including findings in relation to fraud, misrepresentation or dishonesty, given against it, him or her in any civil proceedings?

yes no

If Yes, was judgement unsatisfied? yes no
13. been an insolvent under administration? (see notes)

yes no
14. been wound up, had a receiver or receiver and manager appointed, been under official management, or entered into a compromise or scheme of arrangement?

yes no
15. been engaged in the management of any bodies corporate other than those named in this form?

yes no
16. been refused a fidelity or surety bond?

yes no

Controlling Influence over Body Corporate which is Licensee

Does any person other than the directors of the body corporate have a controlling influence, or power to exercise a controlling influence over the management and policies of the business?

yes no

If Yes, give details of

person's name (family & given names)

address

state postcode

person's name(family & given names)

address

state postcode

Signature

This form must be signed by a licensee or if the licensee is a body corporate, by a director or secretary of the body corporate.

print name

capacity

sign here

date / /

	ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
	CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
	PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form 705

Annual Statement by
**a dealer or investment adviser
 that is not a body corporate**

Corporations Act 2001
791

If insufficient space enclose details in an annexure.

Relevant period of Annual Statement

Unless otherwise indicated, the information given in the annual statement must be information relating to the licensee during the relevant period.

If the annual statement is lodged by a former licensee, it should be made up to the last day on which the licence was in force.

relevant period (d/m/y) from / / to / /

Details of licence
 type of licence dealer's licence investment adviser's licence
 licence number
Details of the licensee

name (family & given names)

(specify any other name under which you held the licence)

residential address

suburb/city state postcode

postal address (if different from the address given above)

state postcode

specify the name of each business that the licensee carried on under the licence

if any change, during the relevant period, to the nature of the activity for which the licence is required, give details

principal place of business

office, level, building name

street number & name

suburb/city state postcode

country (if not Australia)

telephone () facsimile ()

telex DX number suburb/city

other business offices where business was carried on under the licence

office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country (if not Australia) _____
 telephone () _____ facsimile () _____
 telex _____ DX number _____ suburb/city _____

address where licensee's register under Part 7.7 of the Corporations Act 2001 was kept (Register of relevant interests in securities)

office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country (if not Australia) _____
 telephone () _____ facsimile () _____
 telex _____ DX number _____ suburb/city _____

partnerships

Was the business carried on under the licence in partnership?

 yes no if yes, give details as follows

interest in the partnership _____ (expressed as a percentage of the funds of the partnership)

 details of partners
 name (family & given names) _____

 residential address _____
 suburb/city _____ state _____ postcode _____

name (family & given names) _____

 residential address _____
 suburb/city _____ state _____ postcode _____

name (family & given names) _____

 residential address _____
 suburb/city _____ state _____ postcode _____
share in profits

Give details of any person (other than any partner named above) who shared directly or indirectly in the profits of the business.

name (family & given names) _____

 residential address _____
 suburb/city _____ state _____ postcode _____

name (family & given names) _____

 residential address _____
 suburb/city _____ state _____ postcode _____
controlling influence

Give details of any person (other than any partner named above) who exercises a controlling influence, directly or indirectly, or has the power to exercise a controlling influence, over the management or policies of the business.

name (family & given names) _____

 residential address _____
 suburb/city _____ state _____ postcode _____

name (family & given names) _____

 residential address _____
 suburb/city _____ state _____ postcode _____
other directorships

During the relevant period was the licensee, or any officers of the licensee, appointed as a director of any body corporate (wherever incorporated)?

 yes no if yes, give details as follows

licensee or officer name _____

name of body corporate _____

place of incorporation _____

date of appointment (d/m/y) _____ / _____ / _____

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 date of appointment (d/m/y) / / _____

During the relevant period did the licensee cease to hold office as a director of any body corporate (wherever incorporated)?

yes no if yes, give details as follows

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 date of ceasing (d/m/y) / / _____
 manner of ceasing resignation removal

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 date of ceasing (d/m/y) / / _____
 manner of ceasing resignation removal

relevant interests

Did the licensee acquire a relevant interest (by holding more than 10% of the issued shares) in any body corporate?

yes no if yes, give details as follows

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 details of the relevant interest _____

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 details of the relevant interest _____

During the relevant period have you, or any of your officers, whether within Australia or overseas

- | | yes | no |
|--|--------------------------|--------------------------|
| (a) been licensed, registered or otherwise authorised under a law which requires a person to be licensed, registered or otherwise authorised in order to carry on any of the following activities or to carry on activities that are substantially the same: | | |
| (i) dealing in securities (as defined in s.9)? | <input type="checkbox"/> | <input type="checkbox"/> |
| or (ii) acting as an investment adviser (as defined in s.9)? | <input type="checkbox"/> | <input type="checkbox"/> |
| or (iii) acting as securities representative (as defined in s.94)? | <input type="checkbox"/> | <input type="checkbox"/> |
| (b) been licensed, registered or otherwise authorised by law to carry on any trade, business or profession? | <input type="checkbox"/> | <input type="checkbox"/> |
| (c) been refused the right or been restricted in the right to carry on any trade, business or profession for which a licence, registration or other authority is required by law? | <input type="checkbox"/> | <input type="checkbox"/> |
| (d) been a member, or partner in a member firm, of any securities, stock, futures, commodities or other exchange? | <input type="checkbox"/> | <input type="checkbox"/> |
| (e) been suspended from membership of, or disciplined by, any securities, stock, futures, commodities or other exchange? | <input type="checkbox"/> | <input type="checkbox"/> |
| (f) been removed from membership of, or disciplined by, any professional body? | <input type="checkbox"/> | <input type="checkbox"/> |
| (g) been refused membership of any securities, stock, futures, commodities or other exchange? | <input type="checkbox"/> | <input type="checkbox"/> |
| (h) carried on business under any name other than the name or names shown in this annual statement? | <input type="checkbox"/> | <input type="checkbox"/> |
| (i) been known by any name other than the name or names shown in this annual statement? | <input type="checkbox"/> | <input type="checkbox"/> |
| (j) been convicted of any offence other than a traffic offence?
If yes and the offence involved dishonesty, fraud or theft, set out in an annexure the item number and relevant details. | <input type="checkbox"/> | <input type="checkbox"/> |
| (k) been the subject of proceedings now pending against you, or the officer, other than for a traffic offence?
If yes and the offence involved dishonesty, fraud or theft, set out in an annexure the item number and relevant details. | <input type="checkbox"/> | <input type="checkbox"/> |
| (l) been the subject of any judgement, including findings in relation to fraud, misrepresentation or dishonesty, in any civil proceedings?
If yes, is the judgement satisfied? <input type="checkbox"/> yes <input type="checkbox"/> no | | |
| (m) been engaged in the management of any body corporate other than the body corporate named above of which you, or any officer of the licensee, are a director? | <input type="checkbox"/> | <input type="checkbox"/> |
| (n) been refused a fidelity or surety bond? | <input type="checkbox"/> | <input type="checkbox"/> |
| (o) been an insolvent under administration? | <input type="checkbox"/> | <input type="checkbox"/> |

If yes set out in an annexure:

- (i) for a status equivalent to that of an insolvent under administration under the law of an external territory or a country other than Australia
- all relevant details
- (ii) for a declaration of bankruptcy
- the date of the declaration
 - the district in which the declaration was made
 - the bankruptcy number
- (iii) for a deed of arrangement, assignment or where creditors have accepted a composition under Part X of the Bankruptcy Act 1966
- the date of the deed of arrangement or assignment or the special resolution accepting composition
 - the district in which the deed of arrangement or assignment was entered or the composition accepted
 - the name and address of the trustee of the deed of arrangement or assignment or of the composition
 - the identifying number used in relation to the deed of arrangement or assignment or the composition in the office of the Registrar in Bankruptcy.
- (p) given a proper authority to any person?

yes	no
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>

If yes, did the licensee cease to be a licensee before the date that this annual statement will be lodged?

if yes date of ceasing (d/m/y) / /

number of persons who held
proper authority from the
licensee on the above date

if no give the number of persons
who held proper authority on
the day this annual statement
will be lodged

Signature

This form must be signed by the licensee

print name

sign here

date / /

		ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
		CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
		PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **707**

Corporations Act 2001

811

Notice of

**place/change of place where register of
holders of proper authorities is kept**

corporation name _____

A.C.N. _____

Register keeper

name (family and given names) _____

(if the register keeper is a licensee under another name, that name should be specified)

1 The name of the body corporate keeping the register is _____

2 The licence held by the register keeper is a dealers investment adviser
licence and its number is _____

3 The full address of the principal place of business at which the business of the register keeper is carried on is

office, floor, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

4 The register has been kept since / /

5 The register is kept at

address _____

state _____

postcode _____

on / / the place at which the register is kept changed from

address _____

state _____

postcode _____

Signature

This form must be signed by the register keeper, a director or secretary of the register keeper.

print name _____

capacity _____

sign here _____

date / /

Annexures

(If insufficient space on form) Further details are enclosed in the annexure marked () of ()pages.

Signature

This form must be signed by the licensee, or if the licensee is a body corporate, by its director or secretary.

print name _____
print name of body corporate _____

sign here _____

date / /

RETURN OF MEMBERS OF FIRM OF AUDITORS

Note: Before completing this return please read carefully the "Directions for completing Form 709" at the end of this form, especially clause 3.

1. Name of firm:

2. Particulars of the place of business or the principal place of business of the firm are as follows:

Business address or principal business address (includes State or Territory and postcode):

Telephone No:

Facsimile No:

Telex No:

Document exchange No:

(specify STD codes if appropriate)

3. Addresses of all other places, whether in Australia or elsewhere, at which the firm carries on business are as follows:

4. Specify here the name and residential address of each member of the firm:

Surname:

Other names:

Residential address:

Dated

(signature of one of the members of the firm)
(under the signature add the name of the firm)

DIRECTIONS FOR COMPLETING FORM 709

Obligations under business names law not affected

1. Completion of Form 709 does not relieve the firm of an obligation under the law relating to business names.

Separate annexures to be used if insufficient space on forms

2. If there is insufficient space in a return of the type in Form 709 in which to give the required information, the information is to be shown in a separate annexure. Requirements relating to annexures are set out in regulation 1.0.06.

Penalties relating to false or misleading statements

3. (1) Subsection 1308(2) provides:
“(2) A person who, in a document required by or for the purposes of this Act or lodged with or submitted to ASIC, makes or authorises the making of a statement that to the person’s knowledge is false or misleading in a material particular, or omits or authorises the omission of any matter or thing without which the document is to the person’s knowledge misleading in a material respect, is guilty of an offence.”

(2) In accordance with sections 1311 and 1312, the penalty applicable on conviction of an offence against subsection 1308(2) is:
(a) if the offender is a natural person – a fine not exceeding 100 penalty units or imprisonment for 2 years, or both; or
(b) if the offender is a body corporate – a fine not exceeding 500 penalty units.

(3) Subsection 1308(4) provides:
“(4) A person who, in a document required by or for the purposes of this Act or lodged:
(a) makes or authorises the making of a statement that is false or misleading in a material particular; or
(b) omits or authorises the omission of any matter or thing without which the document is misleading in a material respect;
without having taken reasonable steps to ensure that the statement was not false or misleading or to ensure that the statement did not omit any matter or thing without which the document would be misleading, as the case may be, is guilty of an offence.”

(4) In accordance with sections 1311 and 1312, the penalty applicable on conviction of an offence against subsection 1308(4) is a fine not exceeding:
(a) if the offender is a natural person – 5 penalty units; or
(b) if the offender is a body corporate – 25 penalty units.

ACCOUNTS PREPARED BY A DEALER WHO IS NOT A BODY CORPORATE

Note: Before completing these accounts please read carefully the "Directions for completing Form 710" at the end of this form.

PRELIMINARY PARTICULARS

1. The surname and other names of the person to whom the accounts relate are as follows:
Surname _____ Other names _____

and in this form that person is called "the dealer". (If the dealer held his or her dealers licence under another name, that name should be specified in this item).
- *2. If the dealer carries on business under his or her dealer's licence in partnership, specify here the name of the partnership:
3. Specify here the number of the dealer's licence held by the dealer:
4. The accounts relate to the financial year ending on 30/6/
- *5. If the financial year to which the accounts relate is not a period of 12 months, specify here the date on which the financial year began: / /
6. In the accounts and any attachments to the accounts, unless the contrary intention appears:
 "associated person" means a person who is an associate within the meaning of Division 2 of Part 1.2 of the Act;
 "current asset" means an asset expected to be realised within 12 months in the ordinary course of events;
 "current liability" means a liability that would, in the ordinary course of events, be payable within 12 months after the end of the financial year to which the accounts relate;
 "immediate family", in relation to a person, means the spouse and children of the person;
 "last year" means the financial year (if any) immediately preceding this year;
 "secured amounts" includes amounts secured by equitable charges and charges whether registered or unregistered;
 "this year" means the financial year to which the accounts relate.

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE [YEAR]

	<i>Last year</i>	<i>This year</i>
	\$	\$
Revenue:		
Profits (losses) from trading in securities		
Brokerage		
Underwriting commission		
Profits (losses) from trading other than in securities		
Dividends		
Interest		
Other revenue (<i>specify particulars here</i>)		
Total Revenue		
Expenses		
Bad debts written off		
Amounts provided for doubtful debts		
Interest		
Salaries (including all bonuses but excluding partners' salaries)		
Other expenses (<i>specify particulars here</i>)		
Total Expenses		
Operating Profit before Income Tax		
<i>Less</i>		
*Income tax expense/*provision for income tax		

Operating profit

Extraordinary items (net of Income Tax where applicable)

*(attach list detailing gains and losses separately and any income tax involvements)***Operating Profit and Extraordinary Items for the year**

BALANCE SHEET AS AT 30 JUNE [YEAR]			
	Notes	Last year	This year
Proprietor's funds represented by:		\$	\$
Current Assets:			
Govt and semi-Govt securities (market value this year \$, last year \$)			
Certificates of deposit at a bank			
Securities quoted on a securities exchange (market value this year \$, last year \$)	2		
Bills of Exchange	3		
Amount owed by:	4		
Dealers (after providing for doubtful debts this year \$, last year \$)			
Clients (after providing for doubtful debts this year \$, last year \$)			
Partners' immediate families, family bodies corporate and trusts (after providing for doubtful debts this year \$, last year \$)			

BALANCE SHEET AS AT 30 JUNE [YEAR]			
	Notes	Last year	This year
Employees, employees' immediate families, family bodies corporate and trusts (after providing for doubtful debts this year \$, last year \$)		\$	\$
Other associated persons (after providing for doubtful debts this year \$, last year \$)			
Loans and deposits	5		
Cash at bank and in hand (excluding amounts held in trust)			
Sundry debtors (after providing for doubtful debts)			
Other current assets <i>(specify particulars here)</i>			
Total Current Assets			

Current liabilities:

Bank overdraft and other bank facilities	6
Bills of exchange	3
Amount owed to:	4
Dealers	
Clients (excluding amount held in trust)	
Partners' immediate families, family bodies corporate and trusts	
Employees, employees' immediate families, family bodies corporate and trusts	
Other associated persons	
Loans and deposits	5
Sundry creditors	
Sundry provisions	7
Other current liabilities <i>(specify particulars here)</i>	6

Total Current Liabilities
Net Current Assets

Non-Current Assets	
Investments:	2
Securities quoted on a securities exchange (market value this year \$, last year \$ – at cost)	
Securities not quoted on a securities exchange – at cost	
Furniture, fittings, equipment, motor vehicles etc – at cost less provision for depreciation (provision for depreciation this year \$, last year \$)	
Freehold property – at cost less provision for depreciation (provision for depreciation this year \$, last year \$)	
Amounts owed by:	
Partners' immediate families, family bodies corporate and trusts	
Employees, employees' immediate families, family bodies corporate and trusts	4
Other associated persons	
Loans and deposits	5
Other non-current assets (<i>specify particulars here</i>)	

Total Non-Current Assets

BALANCE SHEET AS AT 30 JUNE [YEAR]

	Notes	Last year	This year
		\$	\$
Non-Current Liabilities			
Bank Loans	6		
Other loans and deposits	5, 6		
Amounts owed to:			
Partners' immediate families, family bodies corporate and trusts			
Employees, employees' immediate families, family bodies corporate and trusts			
Other associated persons	4		
Other non-current liabilities (<i>specify particulars here</i>)	6		
Total Non-Current Liabilities			
Net Non-Current Assets			
Total Net Assets			

Contingent liabilities and capital commitments

NOTES TO THE BALANCE SHEET

1. Money in trust accounts is not to be regarded as current assets or current liabilities.
2. The name, number, balance sheet valuation and basis of valuation of all securities held that were acquired during the year as a result of an underwriting or sub-underwriting agreement are as follows:

Name of security	Number	Balance Sheet valuation	Basis of valuation
------------------	--------	-------------------------	--------------------

3. Bills of exchange:

	Last year \$	This year \$
(a) Current assets – to mature within:		
30 days		
90 days		
180 days		
Current assets – over 180 days		
(b) Current liabilities – to mature within:		
30 days		
90 days		
180 days		

Current liabilities – over 180 days

4. Secured assets/liabilities – associate persons:

(a) Current assets:

Secured amounts included in the following categories (*state in each case the nature and extent of the security, and show the market value*):

	Amount	Nature and extent of security	Market value of security
Partners' immediate families, family bodies corporate and trusts			
Employees, employees' immediate families, family bodies corporate and trusts			

Other associated persons

(b) Non-current assets:

Secured amounts included in the following categories (*state in each case the nature and extent of the security, and show the market value*):

	Amount	Nature and extent of security	Market value of security
Partners' immediate families, family bodies corporate and trusts			
Employees, employees' immediate families, family bodies corporate and trusts			

Other associated persons

(c) Current liabilities:

Secured amount included in the following categories (*state in each case the nature and extent of the security, the market value, and whether or not the security asset is owned by the dealer or, where he or she carries on business in partnership, by the firm*):

Amount	Nature and extent of security disclosed in Balance Sheet	Market value of security not owned by dealer or firm	Market value of security
	Partners' immediate families, family bodies corporate and trusts		
	Employees, employees' immediate families, family bodies corporate and trusts		
	Other associated persons		

(d) Non-current liabilities:

Secured amounts included in the following categories (*state in each case the nature and extent of the security, the market value, and whether or not the security asset is owned by the dealer or where he or she carries on business in partnership, by the firm*):

Amount	Nature and extent of security disclosed in Balance Sheet	Market value of security not owned by dealer or firm	Market value of security
	Partners' immediate families, family bodies corporate and trusts		
	Employees, employees' immediate families, family bodies corporate and trusts		
	Other associated persons		

5. Loans and deposits

(*full details to be given relating to whether each loan is secured or unsecured and totals are to include accrued interest*):

	Last year \$	This year \$
(a) Current assets:		
At call		
Other		
Provision for doubtful debts		
	_____	_____
	_____	_____
(b) Non-current assets:		
Due within 1-2 years		
Due after 2 years		
Provision for doubtful debts		
	_____	_____
	_____	_____
(c) Current liabilities:		
At call		
Other		
	_____	_____
	_____	_____

(d) Non-current liabilities:

Due within 1-2 years

Due after 2 years

6. Secured Liabilities – general:

The balance sheet includes liabilities in the following categories secured by assets (*state in each case the nature and extent of the security, the market value, and whether or not the security asset is owned by the dealer or, where he or she carries on business in partnership, by the firm*).

	Amount	Nature and extent of security	Market value of security disclosed in Balance Sheet	Market value of security not owned by dealer or firm
(a) Current liabilities:				
Bank overdraft and other bank facilities				
Loans/Deposits				
Other (<i>specify particulars here</i>)				
(b) Non-current liabilities:				
Bank facilities (not overdraft)				
Loans/Deposits				
Other (<i>specify particulars here</i>)				

7. Sundry Provisions

(*totals are to agree with balance sheet totals*):

	Last year	This year
	\$	\$
Holiday pay		
Long service leave pay		
Other (<i>specify particulars here</i>)		
	_____	_____
	_____	_____

8. Contingent liabilities and capital commitments:

	Last year	This year
	\$	\$
Contingent liabilities:		
(a) Underwriting		
Sub-underwriting		
Less amounts covered by sub-underwriting with other persons		
	_____	_____
	_____	_____
Other contingent liabilities (<i>specify particulars here</i>)		
(b) Capital commitments (<i>specify particulars here</i>)		
(c) Leasing commitments (<i>specify particulars here</i>)		

9. Trust Accounts:

	Last year	This year
	\$	\$
Cash at bank and in hand		
Deposit with Stock Exchange		

10. Proprietors' funds:

	Equity \$	Current or trading accounts \$	Total \$
(a) Partners (<i>specify separately for each</i>):	_____	_____	_____
(b) Reconciliation:			
Opening balance			
Funds introduced			
Reclassification of funds			
Funds withdrawn			
*Profit/*Loss			
Closing balance	_____	_____	_____

11. Return of debtors as at:

ANALYSIS OF AMOUNTS OWED – AGED FROM DATE OF CONTRACT

	Class of amounts \$	Less than one month \$	1-3 months \$	Over 3 months \$	Unable to be aged \$	Total \$
Dealers (other than ASX members)						
Clients						
Partners' immediate families, family bodies corporate and trusts						
Employees, employees' immediate families, family bodies corporate and trusts						
Other associated persons						

12. CHECKING GUIDE (*use is optional*):

1. (a) Name of dealer
- (b) Licence No
- (c) Accounts lodged for year ending
- (d) Extension for lodging accounts granted to

2. (*if one of the following forms has not been checked, or is not in order, give particulars*):

(a) Annual statement (Form 705)	*Yes/*No	<i>Checked</i>
(b) Annual accounts		*Yes/*No
(c) Auditor's report relating to the keeping of records (Form 712)		*Yes/*No

3. (a) Current assets (as in balance sheet) \$		
(b) Current liabilities	\$	
(c) Working capital	\$	
(d) Non-current liabilities	\$	
	_____	Total liabilities \$
(e) Deduct any assets not allowed in liquid funds calculation	\$	

(f) Add any additional assets in liquid funds calculation	\$	
	_____	% to Total liabilities %
(g) Liquid funds		
Non-liquid assets excluding amounts \$ under (f) above		
Amounts deducted under (c) above		
Net tangible assets	\$	
Intangible assets	\$	

Shareholders' funds	\$	
	_____	% to Total liabilities %
<i>Comments</i>		

4. Auditor's report relating to the keeping of records (Form 712) (specify details of any qualifications, etc):

5. Remarks by examining officer:

/ /
(signature of examining officer)

*Omit if inapplicable

NOTE TO THE PROFIT AND LOSS ACCOUNT AND BALANCE SHEET

The transactions conducted by *me/*us during the financial year *were without exception on *my/*our own account *included transactions on account of persons other than *me/*us.

The assets and liabilities of each company controlled by *me/*us or any other venture in which *I/*we have a financial interest *are/*are not in *my/*our opinion such as to affect adversely *my/*our financial position.

*I/*We certify that the above profit and loss account and balance sheet have, to the best of *my/*our knowledge and belief, been drawn up to comply with the requirements of subsection 860(2) of the Act. (If the dealer carries on business under his, dealer's licence in partnership, all the partners are to sign here):

(signature)

Dated

AUDITOR'S REPORT

In *my/*our opinion, the dealer's accounts referred to above *show/*do not show a true and fair view of the dealer's position at (insert date) and of the profit or loss of the dealer for the year in accordance with statements issued by the Institute of Chartered Accountants in Australia or the Australian Society of Accountants, or both (if the auditor is not satisfied about the accounts, add the word "because" and set out the auditor's reasons for not being satisfied).

Dated

(signature of auditor) (under the signature add the name under which the auditor practises or the name of the firm in which the auditor is employed)

DIRECTIONS FOR COMPLETING FORM 710

Definition

1. In this Form:
 “accounts” means the accounts required under subsection 860(2).

Obligation to prepare and lodge accounts

2. A licensee is required to prepare and lodge true and fair accounts within the time limits laid down in section 860.

Licence held by 2 or more persons

3. If 2 or more persons hold dealers licences and carry on business in partnership as a dealer, the particulars required by this Form must be supplied in respect of each person.

True and fair view to be given

4. In addition to the information and explanations specifically required by this Form in respect of a person's financial position, further information and explanations must be provided if necessary to give a true and fair view of the person's financial position.

Omission of inapplicable matter prefixed by an asterisk

5. Inapplicable matter in a form of accounts that is prefixed by the symbol “*” is to be omitted.

Separate annexures to be used if insufficient space on forms

6. If there is insufficient space in a form of accounts in which to give the required information, the information is to be shown in a separate annexure. Requirements relating to annexures are set out in regulation 1.0.06.

Penalties relating to false or misleading statements

7. (1) Subsection 1308(2) provides:
 “(2) A person who, in a document required by or for the purposes of this Act or lodged with or submitted to ASIC, makes or authorises the making of a statement that to the person's knowledge is false or misleading in a material particular, or omits or authorises the omission of any matter or thing without which the document is to the person's knowledge misleading in a material respect, is guilty of an offence.”

(2) In accordance with sections 1311 and 1312, the penalty applicable on conviction of an offence against subsection 1308(2) is:
 (a) if the offender is a natural person – a fine not exceeding 100 penalty units or imprisonment for 2 years, or both; or
 (b) if the offender is a body corporate – a fine not exceeding 500 penalty units.

(3) Subsection 1308(4) provides:
 “(4) A person who, in a document required by or for the purposes of this Act or lodged:
 (a) makes or authorises the making of a statement that is false or misleading in a material particular; or
 (b) omits or authorises the omission of any matter or thing without which the document is misleading in a material respect;
 without having taken reasonable steps to ensure that the statement was not false or misleading or to ensure that the statement did not omit any matter or thing without which the document would be misleading, as the case may be, is guilty of an offence.”

(4) In accordance with sections 1311 and 1312, the penalty applicable on conviction of an offence against subsection 1308(4) is a fine not exceeding:
 (a) if the offender is a natural person – 5 penalty units; or
 (b) if the offender is a body corporate – 25 penalty units.

Corporations Act 2001

STATEMENT RELATING TO ACCOUNTS OF A DEALER THAT IS A BODY CORPORATE

Note: Before completing this statement please read carefully the "Directions for completing Form 711" at the end of this form

1. The name of the body corporate to which the accounts relate is _____ and in this statement that body corporate is called "**the dealer**".
2. Specify here the number of the dealers licence held by the dealer:
3. The accounts are a true copy of the audited accounts of the dealer relating to the financial year ending on *(insert date)* and the Auditor's Report attached to the accounts is a true copy of the Auditor's Report on the audited accounts.
4. The following supplementary information is submitted in support of the accounts:

INFORMATION SUPPLEMENTING THE PROFIT AND LOSS ACCOUNT

	<i>Last year</i>	<i>This year</i>
	\$	\$
1. (a) Revenue:		
Profit (losses) from trading in securities		
Brokerage		
Underwriting Commission		
Profit (losses) from trading other than in securities		
Dividends		
Interest		
Other		
Total Revenue		
(b) Less Expenses -		
Bad debts written off		
Amount provided for doubtful debts		
Interest		
Other Expenses		
Total Expenses		
(c) Operating profit before Income Tax		
less *Income Tax Expense/*Provision for income tax		
Operating profit		
Extraordinary items (net of Income Tax where applicable)		
<i>(attach list detailing gains and losses separately and any income tax involvements)</i>		
Operating profit and extraordinary Items for the year		
2. The transactions conducted by the dealer during the financial year:		
(a) were without exception on the dealer's own account; or		
(b) included transactions on account of persons other than the dealer.		

INFORMATION SUPPLEMENTING THE BALANCE SHEET

- 4. Assets:**
 - (a) Bills of Exchange: show separately bills to mature within:
 - 30 days
 - 90 days
 - 180 days
 - Bills of Exchange to mature over 180 days
 - (b) Debtors
 - Amounts owed by:
 - Dealers (less provision for doubtful debts this year \$ _____ ,
 - last year \$ _____)

Clients (less provision for doubtful debts this year \$,
last year \$)
Other debtors (less provision for doubtful debts this year \$,
last year \$)

(c) Loans and Deposits:

At call
Other (show current and non-current separately)

(d) Cash at Bank:

General accounts
Trust accounts

(c) Securities quoted on a securities exchange (at cost or market value, whichever is the

(f) Prepayments

(g) Other liquid capital (specify particulars here)

5. Liabilities:

(a) Bills of Exchange - show separately bills to mature within:

30 days

90 days

180 days

Bills of Exchange to mature over 180 days

(b) Creditors:

Amounts owed to:

Dealers

Clients

Other creditors

(c) Loans and Deposits:

At call

Other (*show current and non-current separately*)

6. Contingent Liabilities and Capital Commitments:

(a) Contingent liabilities:

Underwriting

Sub-underwriting

less amounts covered by sub-underwriting with other persons

Other (*specify particulars here*)

(b) Capital commitments (*specify particulars here*)

(c) Leasing commitments (*specify particulars here*)

7. Standby credit facilities - show for each facility:

(i) amount

(ii) type

(iii) source

(iv) terms and availability

8. Subordinated loans - show for each loan:

(i) amount

(ii) source

(iii) duration

9. Foreign Exchange exposure – to the extent not disclosed in the attached accounts show the gain or loss that would be realised at prevailing rates of exchange.

10. The assets and liabilities of each body corporate controlled by the dealer or any other venture in which the dealer has a financial interest *are/*are not in our opinion such as to affect adversely to a material extent the dealer's financial position

Checking Guide (*use is optional*)

1. (a) Name of dealer
- (b) Licence No
- (c) Accounts lodged for year ending
- (d) Extension for lodging accounts granted to

2. (*If one of the following forms has not been checked, or is not in order, give particulars:*)

checked

- | | | |
|--|----------|--|
| (a) Annual statement (Form 706) | *Yes/*No | |
| (b) Annual accounts | *Yes/*No | |
| (c) Auditor's report relating to the keeping of records (Form 712) | *Yes/*No | |

3. (a)	Current assets (as in balance sheet)	\$	
(b)	Current liabilities	\$	
(c)	Working capital	\$	
(d)	Non-current liabilities	\$	Total liabilities \$
(e)	Deduct any assets not allowed in liquid funds calculation	\$	
(f)	Add any additional assets not allowed in liquid funds calculation	\$	% to Total liabilities %
(g)	Liquid funds Non-liquid assets excluding amounts under (f) above Amounts deducted under (e) above	\$	
	Net tangible assets	\$	
	Intangible assets	\$	
		% to Total liabilities %	
	Shareholders' funds	\$	
	<i>Comments</i>		

4. Auditor's report relating to the keeping of records (Form 712) (*specify details of any qualifications, etc:*)

5. Remarks by examining officer:

/ /

(signature of examining officer)

We, the directors of the dealer, certify that the information in this statement is, to the best of our knowledge and belief, true and correct.

Dated

(signature)

(signature)

(under each signature, add the name of the person signing)

AUDITOR'S REPORT

*I/*We report that in *my/*our opinion the above statement relating to the accounts of:

has been properly drawn up so as to provide the information required by these Regulations.

In *my/*our opinion, the attached dealer's accounts referred to above *show/*do not show a true and fair view of the dealer's position at / / and of the profit or loss of the dealer for the year in accordance with statements of accounting standards issued by the Institute of Chartered Accountants in Australia or the Australian Society of Accountants, or both (*if the auditor is not satisfied about the accounts, add the word "because" and set out the auditor's reasons for not being satisfied*).

Dated

(Signature of auditor)
(under the signature add the name under which
the auditor practices or the name of the firm in
which the auditor is employed)

DIRECTIONS FOR COMPLETING FORM 711

Definition

1. In these Directions:
"accounts" means the accounts required under subsection 860(2).

Obligation to prepare and lodge accounts

2. A licensee is required to prepare and lodge true and fair accounts within the time limits laid down in section 860.

Licence held by 2 or more persons

3. If 2 or more persons hold dealers licences and carry on business in partnership as a dealer, the particulars required by this Form must be supplied in respect of each person.

True and fair view to be given

4. In addition to the information and explanations specifically required by this Form in respect of a person's financial position, further information and explanations must be provided if necessary to give a true and fair view of the person's financial position.

Omission of inapplicable matter prefixed by an asterisk

5. Inapplicable matter in a form of accounts that is prefixed by the symbol "*" is to be omitted.

Separate annexures to be used if insufficient space on forms

6. If there is insufficient space in a form of accounts in which to give the required information, the information is to be shown in a separate annexure. Requirements relating to annexures are set out in regulation 1.0.06.

Penalties relating to false or misleading statements

7. (1) Subsection 1308(2) provides:
“(2) A person who, in a document required by or for the purposes of this Act or lodged with or submitted to ASIC, makes or authorises the making of a statement that to the person's knowledge is false or misleading in a material particular, or omits or authorises the omission of any matter or thing without which the document is to the person's knowledge misleading in a material respect, is guilty of an offence.”
(2) In accordance with sections 1311 and 1312, the penalty applicable on conviction of an offence against subsection 1308(2) is:
(a) if the offender is a natural person – a fine not exceeding 100 penalty units or imprisonment for 2 years, or both; or
(b) if the offender is a body corporate – a fine not exceeding 500 penalty units.

- (3) Subsection 1308(4) provides:
- “(4) A person who, in a document required by or for the purposes of this Act or lodged:
- (a) makes or authorises the making of a statement that is false or misleading in a material particular; or
 - (b) omits or authorises the omission of any matter or thing without which the document is misleading in a material respect;
- without having taken reasonable steps to ensure that the statement was not false or misleading or to ensure that the statement did not omit any matter or thing without which the document would be misleading, as the case may be, is guilty of an offence.”
- (4) In accordance with sections 1311 and 1312, the penalty applicable on conviction of an offence against subsection 1308(4) is a fine not exceeding:
- (a) if the offender is a natural person – 5 penalty units; or
 - (b) if the offender is a body corporate – 25 penalty units.

Corporations Act 2001

AUDITOR'S REPORT

Note: Before making this report please read carefully the "Directions for completing Form 712" at the end of this form, especially clause 4.

PRELIMINARY PARTICULARS

1. The auditor making the following report practises under the following name or is employed by the following firm:
2. The name of the person whose accounts have been audited and the financial year to which they relate are as follows:

Name	Financial year
The year ending	

and in the following report that person is called "**the dealer**". (If the dealer held his or her dealers licence under another name, that name should be specified in this item).

REPORT

3. ***I/*We** have inspected the dealers ***licence/*licences** of the dealer and have noted:
 - (a) any conditions or restrictions ***it contains/*they contain**;
 - (b) any applicable conditions or restrictions under these Regulations.
4. After conducting, a check or test examination and making sufficient enquiries ***I am/*we** are of the opinion that:
 - (a) the accounting and other records kept by the dealer ***comply/*do not comply** with sections 856 and 872;
 - (b) the internal control procedures of the dealer are ***adequate/*inadequate** having regard to the nature and size of the business of the dealer;
 - (c) client's securities ***have/*have not been pledged** by the dealer otherwise than in accordance with section 873;
 - (d) securities held for sale or for safe custody (or any other purpose) or purchased for clients and paid for by them ***have/*have not been held unencumbered** by the dealer;
 - (e) the trust account ***has/*has not been maintained** at all times during the year in accordance with sections 866 to 871 (inclusive) and the accounting for the trust account is ***adequate/*inadequate**;
 - (f) the dealer ***has/*has not properly held or disposed of** all securities received by the dealer;
 - (g) the internal procedures designed to ensure compliance with all the conditions or restrictions applicable to the dealers licence are ***adequate/*inadequate**;
 - (h) no ***matter/*other matter** has arisen during the year which would have required ***me/*us** to report to ASIC under section 861 (reference should be made to any report made in accordance with that section identifying the date of the report and the provisions to which the report refers);
 - *(i)** all conditions or restrictions of a financial nature applicable to the dealers licence have been complied with;
 - *(i)** the following conditions or restrictions of a financial nature have not been complied with (specify particulars here):
- *5.** If the dealer is a stockbroker:
 - (a) ***I/*we** conducted a further check or test examination and after making sufficient enquiries ***I am/*we** are of the opinion that:
 - *** the deposit required by section 889 ***has/*has not been kept** by the dealer with the Securities Exchange of which he or she is a member
 - *** the dealer was not required to keep a deposit under section 889 because of subsection 890(2); and
 - (b) ***I/*We** have inspected a current indemnity Insurance Policy No _____ for \$ _____ issued by _____ in favour of the dealer for a total cover determined by the Committee of the Securities Exchange of which he or she is a member.
6. The checks and test examinations referred to in this report, the audit of the accompanying Balance Sheet of the dealer as at _____, the Profit and Loss Account for the year ended on that date and Notes ***have/*have not been carried out** in accordance with generally accepted auditing standards and standard auditing practice promulgated by the Institute of Chartered Accountants in Australia or the Australian Society of Accountants or both and ***included/*did not include** such tests of the accounting records and such other auditing procedures as ***I/*we** considered necessary.

*7. The dealer placed no restriction on the scope of the audit and all information and explanations required were received.

*7. The dealer restricted the scope of the audit and the following information or explanations were not received.

(specify details here):

Dated:

(signature of auditor)
(under the signature, add the name under which
the auditor practises or the name of the firm in
which the auditor is employed)

DIRECTIONS FOR COMPLETING FORM 712

Comprehensive particulars required if report qualified

1. If any part of a report is qualified, comprehensive particulars are to be given.

Omission of inapplicable matter prefixed by an asterisk

2. Inapplicable matter in a report form that is prefixed by the symbol "*" is to be omitted.

Separate annexures to be used if insufficient space on forms

3. If there is insufficient space in a report form in which to give the required information, the information is to be shown in a separate annexure. Requirements relating to annexures are set out in regulation 1.06.

Penalties relating to false or misleading statements

4. (1) Subsection 1308(2) provides:
“(2) A person who, in a document required by or for the purposes of this Act or lodged with or submitted to ASIC, makes or authorises the making of a statement that to the person’s knowledge is false or misleading in a material particular, or omits or authorises the omission of any matter or thing without which the document is to the person’s knowledge misleading in a material respect, is guilty of an offence.”
- (2) In accordance with sections 1311 and 1312, the penalty applicable on conviction of an offence against subsection 1308(2) is:
 - (a) if the offender is a natural person – a fine not exceeding 100 penalty units or imprisonment for 2 years, or both; or
 - (b) if the offender is a body corporate – a fine not exceeding 500 penalty units.
- (3) Subsection 1308(4) provides:
“(4) A person who, in a document required by or for the purposes of this Act or lodged:
 - (a) makes or authorises the making of a statement that is false or misleading in a material particular; or
 - (b) omits or authorises the omission of any matter or thing without which the document is misleading in a material respect;without having taken reasonable steps to ensure that the statement was not false or misleading or to ensure that the statement did not omit any matter or thing without which the document would be misleading, as the case may be, is guilty of an offence.”
- (4) In accordance with sections 1311 and 1312, the penalty applicable on conviction of an offence against subsection 1308(4) is a fine not exceeding:
 - (a) if the offender is a natural person – 5 penalty units; or
 - (b) if the offender is a body corporate – 25 penalty units.

DISCLOSURE DOCUMENT

(specify the date on which this document is given or sent to the client)

Dear *Mr/*Mrs/*Ms *(insert the surname of the client)*

We confirm your arrangements with us concerning the money owing to you in the sum of \$, or such other balance as will be due to you from the time agreed to lend to for the purpose of investing in re-payable on at an interest rate of % per year with interest payments to be made on

In lending this money to for use within its business it is acknowledged by you that your loan is not protected.

On receipt of the duplicate of this letter, signed by you below, we will transfer the appropriate funds from our trust account under this arrangement.

Yours sincerely,

(signature of dealer)

(under the signature add the name of the dealer)

(specify the name and address of the dealer and an appropriate form of salutation)

*I/*We agree to the terms set out in your letter dated *(specify the date on which this document is given or sent to the client)*

Dated

(signature of client)

(under the signature add the name of the client)

*Omit if not applicable.



ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **715**

Notification of
**register of interests in securities
 or change of details of register**

Corporations Act 2001
 882,883

Purpose

Tick one of the following boxes, complete Register/Keeper details, complete Part "A" or "B" of form and sign where applicable.

- | | | | |
|---|--------------------------|---|--------|
| complete Part A of form | <input type="checkbox"/> | establishment of Register by Financial Journalist | (715H) |
| | <input type="checkbox"/> | establishment of Register by holder of proper authority from Dealer | (715J) |
| | <input type="checkbox"/> | establishment of Register by holder of proper authority from Investment Advisor | (715K) |
| complete Part B of form
as appropriate | <input type="checkbox"/> | change of Register Details - Dealer | (715A) |
| | <input type="checkbox"/> | change of Register Details - Investment Advisor | (715B) |
| | <input type="checkbox"/> | change of Register Details - Financial Journalist | (715C) |
| | <input type="checkbox"/> | change of Register Details - Holder of Proper Authority - Dealer | (715D) |
| | <input type="checkbox"/> | change of Register Details - Holder of Proper Authority from Investment Advisor | (715E) |

Register Keeper (holder of a licence, holder of proper authority or financial journalist)

Licence number, if dealer or investment adviser _____

if Register Keeper is a person:

family & given names _____
 date of birth (d/m/y) _____ place of birth _____

if Register Keeper is a body corporate:

full corporate name _____
 A.C.N. or A.R.B.N. _____
 (if applicable)

ADDRESS - FOR A PERSON SHOW RESIDENTIAL ADDRESS, FOR A BODY CORPORATE SHOW REGISTERED OFFICE.

office, level, building name or PO Box no. _____
 street number & name _____ state _____ postcode _____
 suburb/city _____ facsimile number () _____
 telephone number _____ DX number _____ state _____
 telex number _____

is the above address the postal address? yes no
 If **NO**, show the postal address: _____

office, level, building name or PO Box no. _____
 street number & name _____ state _____ postcode _____
 suburb/city _____

business address

does the Register Keeper carry on business? yes no
 If **YES**, specify principal business address: _____

office, level, building name or PO Box no. _____
 street number & name _____ state _____ postcode _____
 suburb/city _____ facsimile number () _____
 telephone number _____ DX number _____ state _____
 telex number _____

PART "A"**Address where register is kept**

date of establishment of register (d/m/y) _____

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

**if holder of Proper Authority:
for each licensee from whom holder has a proper authority**

name of licensee _____

business address

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

name of licensee _____

business address

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

if a Financial Journalist: for each employer

name of licensee _____

business address

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

name of licensee _____

business address

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

**for each newspaper or periodical to which the journalist contributes
(in a capacity other than an employee)**

name of newspaper or _____

periodical _____

(one per line) _____

PART "B" (complete section relevant to change)**Change of Address of Register**

date of change (d/m/y) _____

Previous address:

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

New address:

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

telephone number _____

facsimile number () _____

telex number _____

DX number _____

state _____

date of change _____

Change of Details of Holder of Proper Authority

- commenced to hold proper authority from particular licensee
 ceased to hold proper authority from particular licensee

date of commencement or ceasing (d/m/y) _____

Licensee details:

name of licensee _____
business address
 office, level, building name _____
 street number & name _____ state _____ postcode _____
 suburb/city _____

name of licensee _____
business address
 office, level, building name _____
 street number & name _____ state _____ postcode _____
 suburb/city _____

change of business address of licensee

date of change (d/m/y) _____
 name of licensee _____

Former address:

office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____

New address:

office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____

change of name of licensee

date of change (d/m/y) _____
 former name _____
 new name _____

Change in Details of a Financial Journalist

- commenced to be employed by a particular employer
 ceased to be employed by a particular employer

employer's name _____
business address
 office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____

- commenced to contribute to a particular newspaper or periodical
 ceased to contribute to a particular newspaper or periodical

name of newspaper
 or periodical _____

change of business address of employer

name of employer _____

Former address:

office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____

New address

office, level, building name _____
street number & name _____
suburb/city _____ state _____ postcode _____

change of name of employer

former name of employer _____
new name of employer _____

change of name of newspaper or periodical

former name of paper _____
new name of paper _____

Signature

This form must be signed by:
the Register Keeper or
if the Register Keeper is a corporation - a director or secretary .

print name _____ capacity _____
print company name _____

sign here _____ date / / _____

**NOTICE CALLING FOR CLAIMS FOR COMPENSATION FROM A
SECURITIES EXCHANGE FIDELITY FUND**

*In relation to *(insert name of the member of a securities exchange, or the partner in a member firm, whose defalcation or fraud has caused pecuniary loss)* (in this notice called **“the relevant person”**)

*In relation to an employee of *(insert name of the member of a securities exchange, or the partner in a member firm, whose employee’s defalcation or fraud has caused pecuniary loss)* (which employer in this notice is called **“the relevant person”**)

of *(if it is known, insert residential address of the relevant person)*

*formerly carrying on business at *(insert address of the principal place of business of the relevant person, including State or Territory)*

Persons claiming to have suffered pecuniary loss because of a defalcation or fraudulent misuse of securities or documents of title to securities or of other property by *the relevant person/*an employee of the relevant person, in relation to any money or other property entrusted to or received by *the relevant person/*a partner of/*an employee of the relevant person are required to lodge their claim with:
(insert name and address of the securities exchange, including State or Territory and postcode)

The claim must be made in writing on or before

Claims not made on or before that date are barred unless the Securities Exchange otherwise determines.

(signature of an officer of the Securities Exchange)

*(under the signature add the words
“For the (insert name of the Securities Exchange)”*

(add the date of signature)

*Omit if not applicable.

Corporations Act 2001

NOTICE OF APPEAL

In *(insert name of court)*

Applicant: *(insert name and address of the applicant)*
Respondent: *(insert name and address of the respondent)*

The applicant hereby appeals to *(insert name of court)* under subsection 909(2) of the Act against the determination of the Board of the *(insert name of the Securities Exchange)*.

Dated

(signature of the applicant or the applicant's solicitor)

(Under the signature, add the name of the applicant or, if the applicant is a body corporate, add the words "Signed by (name of person signing))

**Director/*Secretary, for an on behalf of (name of the body corporate or, if signed by a solicitor, the name under which the solicitor practises or the name of the firm in which the solicitor is employed)*

*Omit if not applicable.

Corporations Act 2001

**NOTICE OF DISALLOWANCE OF CLAIMS FOR COMPENSATION FROM A
SECURITIES EXCHANGE FIDELITY FUND**

(Set out the name and address of the claimant or the claimant's solicitor and an appropriate form of salutation)

**In relation to (insert name of the member of a Securities Exchange, or the partner in a member firm, whose defalcation or fraud has caused pecuniary loss) (in this notice called "the relevant person")*

**In relation to an employee of (insert name of the member of a Securities Exchange, or the partner in a member firm, whose employee's defalcation or fraud has caused pecuniary loss) (which employer in the notice is called "the relevant person")*

*of (if it is known, insert residential address of the relevant person) *formerly carrying on business at (insert address of principal place of business of the relevant person, including State or Territory)*

The Board of the *(insert name of the Securities Exchange)* has considered your claim against the *(insert the name of the Securities Exchange Fidelity Fund)* in respect of pecuniary loss alleged to have been suffered from a defalcation or fraudulent misuse of securities or documents of title to securities or of other property by **the relevant person/*an employee of the relevant person.*

After considering all the available evidence, the Board has decided that the claim should be **disallowed/*partly disallowed* to the extent set out below.

If you are not satisfied with this decision, you may bring proceedings against the Exchange but those proceedings must be brought within 3 months after service of this notice (see subsection 911(5) of the Act).

Yours sincerely,

(signature of an officer of the Securities Exchange)
(under the signature add the words "For the (insert name of the Securities Exchange)")

*(If the claim has been partly disallowed, insert a heading:
"PARTICULARS OF PARTIAL DISALLOWANCE"
and specify the necessary particulars under it)*

**Omit if not applicable*

Corporations Act 2001

STATEMENT ABOUT PAYMENTS OUT OF DEVELOPMENT ACCOUNT

1. The name of the participating Exchange to which this statement relates is *(insert name of exchange)* and in this form is called "the Exchange".
2. This statement relates to the financial year ending on _____ and in this Form is called "the relevant financial year".
3. Specify in respect of each purpose approved by the Minister under subsection 945(3) of the Act:
 - (a) the terms of the purpose as so approved are as follows:
 - (b) the date of that approval was _____ ;
 - (c) the amount of payments made for that purpose during the relevant financial year was \$ _____ ;
 - (d) the total, as at the end of the relevant financial year, of all payments made for this purpose in the relevant financial year and previous financial years was \$ _____ ;
 - (e) further payments for this purpose **are/*are not envisaged.*
4. The total of payments for all purposes in respect of the relevant financial year was \$ _____ .

REPORT OF AUDITOR

**I/We (insert name of the auditor or auditors signing this report), report that:*

- (a) **I/*We have audited the above statement; and*
- (b) *it accurately represents the payments that it mentions.*

Dated _____

(signature of auditor)

(under the signature add the name under which the auditor practises or the name of the firm in which the auditor is employed)

**Omit if not applicable*

DECLARATION

I (insert name of officer of the Exchange and the office he or she occupies), declare:

- (a) that, to the best of my knowledge and belief, the information contained in the above statement is correct; and
- (b) that the Board of *(insert name of the Exchange)* has accepted the information contained in the statement and resolved that the statement be lodged with ASIC.

Dated _____

(signature of officer of the Exchange)

(under the signature add the name of the person signing)

*Corporations Act 2001***COMPENSATION FOR LOSSES RESULTING FROM THE UNAUTHORISED EXECUTION OF A DOCUMENT OF TRANSFER OF RIGHTS, SHARES, DEBENTURES OR OTHER SECURITIES BY DEALER**

This notice relates to the unauthorised execution of a document of transfer of securities by *(insert name of dealer who is claimed to have executed the document of transfer of securities without authority of transferor)* (in this notice called “**the dealer**”) of *(insert residential address of the dealer)* *formerly carrying on/*carrying on business at *(insert address of the principal place of business of the dealer, including State or Territory)*.

A person wishing to make a claim under section 957 or 958 of the *Corporations Act 2001* in respect of loss suffered as a result of a transfer of securities executed between *(insert date of first day of applicable period)* and *(insert date of last day of applicable period, being a date before the date on which the notice is first to be published)* (inclusive) by the dealer without authority must lodge his or her claim with:

Securities Exchanges Guarantee Corporation
(insert address, including State or Territory and postcode).

The claim must be made in writing before the end of *(specify last application day, at least 3 months after last day of publication of notice)*.

Under subsection 959(3) of the *Corporations Act 2001*, a claim that is not made before the end of that day is barred unless the Board of the Securities Exchanges Guarantee Corporation otherwise determines.

The effect of section 957 of the *Corporations Act 2001* is to allow a person who:

- (a) owned securities that were transferred by a dealer; and
- (b) did not authorise the dealer to transfer those securities; and
- (c) suffered loss as a result of the transfer;

to make a claim for compensation for the loss suffered in respect of the securities.

The effect of subsection 958(1) of the *Corporations Act 2001* is to allow:

- (a) a person to whom securities were transferred by the dealer without the authority of the owner of the securities; or
- (b) a successor in title of that person;

to make a claim for compensation for the loss suffered in respect of the securities.

Under section 958 of the *Corporations Act 2001*, the following persons are not entitled to make a claim:

- (a) a person who knew that the owner of the securities had not authorised the dealer to transfer them;
- (b) a person who is connected with the dealer in a way described in section 921 of the *Corporations Act 2001*.

(signature of an officer of the SEGC)

(under the signature add the words “for the Securities Exchanges Guarantee Corporation”)

(add the date of signature)

*Omit if not applicable

*Corporations Act 2001***NOTICE CALLING FOR CLAIMS AGAINST
SECURITIES EXCHANGES GUARANTEE CORPORATION**

This notice relates to claims for pecuniary loss suffered in respect of a contravention of the SCH certificate cancellation provisions by *(insert name of dealer who is claimed to have contravened SCH certificate cancellation provisions)* (in this notice called “**the dealer**”) *formerly carrying on business/*carrying on business at *(insert business address of the dealer)*.

A person wishing to make a claim under subsection 961D(1) of the *Corporations Act 2001* for pecuniary loss suffered in respect of a contravention by the dealer of the SCH certificate cancellation provisions during the period beginning on and ending on *(insert dates)* is required to serve the claim on:

Securities Exchanges Guarantee Corporation
(insert address including relevant State or Territory and postcode)

The claim must be made in writing and served on or before the end of *(specify last application day - at least 3 months after last day of publication of notice)*.

(NOTES:

1. Under subsection 961E(3) of the Act, a claim that is not served before the end of the day specified will be barred, unless the Board of the Securities Exchanges Guarantee Corporation (“SEGC”) otherwise determines.
2. Section 961D of the Act provides that a person who suffers pecuniary loss in respect of a contravention, by a dealer, of the SCH certificate cancellation provisions may make a claim in respect of the loss. SCH certificate cancellation provisions are provisions of the SCH business rules that deal with brokers cancelling certificates or other documents of title to quoted securities or quoted rights or with matters incidental to that function.)

A person may not make a claim under section 961D of the Act if:

- (a) the loss is in respect of an unauthorised execution (within the meaning of section 956 of the Act) in respect of which the person has made, or is entitled to make a claim under Division 7 of Part 7.10 of the Act; or
- (b) the person was involved in the contravention of the SCH certificate cancellation provisions.

(signature of an officer of the SEGC)

for the Securities Exchanges Guarantee Corporation

(add the date of signature)

* Omit if not applicable

Corporations Act 2001

**NOTICE CALLING FOR CLAIMS AGAINST THE SECURITIES EXCHANGES
GUARANTEE CORPORATION**

In relation to *(insert name of dealer who has become insolvent)* (in this notice called “the dealer”) of *(insert residential address of the dealer)*, *formerly/carrying on business at *(insert address of the principal place of business of the dealer, including State or Territory)*, a dealer who has become insolvent.

Persons wishing to make a claim under subsection 963(1) of the Act in respect of property that was, in the course of, or in connection with, the dealer’s business of dealing in securities, entrusted to or received by the dealer (or another person as provided under that subsection) are required to lodge their claim with:

The Securities Exchanges Guarantee Corporation
(insert address, including State or Territory and postcode)

The claim must be made in writing on or before

Subject to section 969 of the Act, claims not made on or before that date are barred unless the Board of the Securities Exchanges Guarantee Corporation otherwise determines.

Subsection 963(1) provides to the effect that, where the requirements of that provision are otherwise met, a person may make a claim in respect of property that was, in the course of, or in connection with, the dealer’s business of dealing in securities, entrusted to or received by:

- (a) unless paragraph (b) applies, the dealer or an employee of the dealer; or
- (b) if the dealer was, at the time the property was so entrusted or received, a partner in a member organisation, the member organisation, or a partner in, or an employee of, the member organisation.

(signature of an officer of the SEGC)

(under the signature add the words “For the Securities Exchanges Guarantee Corporation”)

(add the date of signature)

* Omit if not applicable

Corporations Act 2001

**NOTICE OF DISALLOWANCE OF CLAIM AGAINST THE SECURITIES EXCHANGES
GUARANTEE CORPORATION**

(Set out the name and address of the claimant or the claimant's solicitor and an appropriate form of salutation)

In relation to *(insert name of the dealer to whom the claim relates/the TDS nominee)*, *formerly carrying on/*carrying on business at *(insert business address of the dealer or the nominee)*.

The *Board of the Securities Exchanges Guarantee Corporation/*delegate of the Board of the Securities Exchanges Guarantee Corporation under section 927 of the *Corporations Act 2001* has considered your claim against the Corporation in respect of *(insert description of the circumstances giving rise to the claim and the loss allegedly suffered by the claimant)*.

After considering all the available evidence, the Corporation has decided that the claim under *section *(insert relevant section number)*/*sections *(insert relevant section numbers)* should be *disallowed/*partly disallowed to the extent set out below.

If you are not satisfied with this decision, you may bring proceedings within 3 months after service of this notice (see subsection 976(1) of the Act).

Yours sincerely,

(signature of an officer of the Corporation)

(under the signature add the words "for the Securities Exchanges Guarantee Corporation")

(add the date of signature)

(If the claim has been partly disallowed, insert a heading "PARTICULARS OF PARTIAL DISALLOWANCE" and specify the necessary particulars under it)

*Omit if not applicable



	ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
	CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
	PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **802**

notification of
**particulars of cessation or change in
 relation to a holder of a licence**

Corporations Act 2001
 1156

Type of licence

- futures broker futures adviser

Type of licensee

- person body corporate

licence number _____

Type of change

- request that the Commission revoke licence because the licensee ceased to carry on the business to which the licence relates
 date of ceasing (d/m/y) _____ / _____ / _____
- request that the Commission revoke licence because the licensee ceased to act as or to hold out as a licensee
 date of ceasing (d/m/y) _____ / _____ / _____
- change of name of licensee
- change of place at which the licensee carries on business
- change of other place of business at which licensee carries on business
- change of name or style under which licensee carried on business
- change to be a partner in a different firm

Licensee details

name of licensee _____

A.C.N. or A.R.B.N.(if licensee is registered body corporate) _____

address (for person show residential address or for body corporate show registered office)

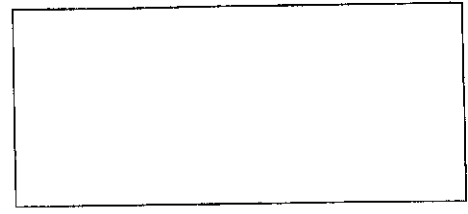
state _____ postcode _____

telephone number () _____ facsimile number () _____

telex number _____ DX number _____ state _____

Postal address of licensee if different from above address

 state _____ postcode _____



ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **802A**

notification of
**person becoming director of, or
secretary to, a body corporate**

Type of licence

futures broker futures adviser

licence number _____

Licensee details

name of licensee _____

A.C.N. or A.R.B.N. _____

registered office address _____

state _____ postcode _____

Details of new appointments

If the licensee is a dealer or investment adviser, annex his or her educational qualifications, work experience and history of employment and business activities in the immediate preceding 5 years and a reference from each employer

name of person _____

former name of person (if any) _____

date of birth (d/m/y) _____ / _____ / _____

position appointed as director secretary

residential address _____

state _____ postcode _____

date of appointment (d/m/y) _____ / _____ / _____

Is the person appointed in place of another officer? yes no

If Yes, name of the other officer _____

name of person _____

former name of person (if any) _____

date of birth (d/m/y) _____ / _____ / _____

position appointed as director secretary

residential address _____

date of appointment (d/m/y) _____ / _____ / _____

Is the person appointed in place of another officer? yes no

If Yes, name of the other officer _____

If the licensee is a dealer or investment adviser, annex his or her educational qualifications, work experience and history of employment and business activities in the immediate preceding 5 years and a reference from each employer

name of person _____
 former name of person (if any) _____
 date of birth (d/m/y) _____ / _____ / _____
 position appointed as director secretary
 residential address _____
 _____ state _____ postcode _____
 date of appointment (d/m/y) _____ / _____ / _____
 Is the person appointed in place of another officer? yes no
 If Yes, name of the other officer _____

name of person _____
 former name of person (if any) _____
 date of birth (d/m/y) _____ / _____ / _____
 position appointed as director secretary
 residential address _____
 _____ state _____ postcode _____
 date of appointment (d/m/y) _____ / _____ / _____
 Is the person appointed in place of another officer? yes no
 If Yes, name of the other officer _____

Complete the following in respect to each director or secretary notified above as having been appointed

Are any directors shown as having been appointed, also directors of another body corporate?
 yes no

If yes, specify
 name of officer _____
 name of body corporate _____
 place of incorporation _____

_____ date of appointment _____ / _____ / _____

Do any officers shown as having been appointed have a relevant interest as determined in accordance with Division 5 of Part 1.2 of the Corporations Act 2001 in shares in any body corporate (wherever incorporated) amounting to NOT less than 10% of the aggregate of the nominal amount of all the issued shares in the body corporate?

yes no

If yes, specify in respect to each body corporate in which the officer has that interest
 name of officer _____
 name of body corporate _____
 place of incorporation _____
 details of relevant interest _____

NOTES

If answer to any of below questions is YES, specify all relevant particulars hereunder and specify the item number to which the particulars relate. In regard to item 10, if the applicant has been convicted of an offence involving dishonesty, fraud or theft, all relevant particulars must be stated.

IN REGARD TO ITEMS 11 & 13

If the licensee or, if the licensee is a body corporate, an officer of the licensee has, or had, under the law of a country other than Australia or of an external Territory, a status equivalent to that of an insolvent under administration, all relevant particulars must be stated. In particular, if the officer is, or has been an insolvent under administration, under the *Bankruptcy Act 1966* or the law of an external Territory, include in an annexure the following particulars:

- (a) if he or she was declared bankrupt:
 - (i) the date on which he or she was so declared; and
 - (ii) the district in which he or she was so declared; and
 - (iii) his or her bankruptcy number; or
- (b) if he or she has entered into a deed of arrangement, or assignment, or if his or her creditors have accepted a composition under Part X of the *Bankruptcy Act 1966*:
 - (i) the district in which the deed of arrangement or assignment was entered into or the composition accepted; and
 - (ii) the date of the deed of arrangement or assignment or the special resolution accepting the composition; and
 - (iii) the name and address of the trustee of the deed of arrangement or assignment or of the composition; and
 - (iv) the identifying number used in relation to the deed of arrangement or assignment or the composition in the office of the Registrar in Bankruptcy.

Controlling Influence over Body Corporate which is Licensee

Does any person other than the directors of the body corporate have a controlling influence, or power to exercise a controlling influence over the management and policies of the business?

yes no

If Yes, give details of

person's name (family & given names) _____
address _____

person's name (family & given names) _____
address _____

Signature

This form must be signed by a licensee or if the licensee is a body corporate, by a director or secretary of the body corporate.

print name _____ capacity _____

sign here _____ date / / _____

	ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
	CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
	PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **803**

**annual statement by a licensee
or former licensee**

Corporations Act 2001
1157(1)

If insufficient space enclose details in an annexure. See pages 4-5 for requirements relating to annexures and information about other documents to be lodged with this application.

Relevant period of annual statement

Unless otherwise indicated, the information given in the annual statement must be information relating to the licensee during the relevant period.

If the annual statement is lodged by a former licensee, it should be made up to the last day on which the licence was in force.

relevant period (d/m/y) from / / to / /

Details of licence

type of licence	<input type="checkbox"/> futures broker	<input type="checkbox"/> futures adviser	
type of licensee	<input type="checkbox"/> person	<input type="checkbox"/> body corporate	
licence number	_____		

Details of the licensee

If licensee is a person

name (family & given names) _____
 specify any other name under which you held the licence _____

address _____
 suburb/city _____ state _____ postcode _____

postal address (if different from the address given above) _____
 _____ state _____ postcode _____

If licensee is a body corporate

name of body corporate _____
 registered office _____
 at the office of _____
 office, level, building name _____
 street number & name _____
 suburb/city _____
 country (if not Australia) _____
 telephone _____
 telex _____

postal address (if different from the address given above) _____
 _____ state _____ postcode _____

set out in an annexure

for each officer of the licensee (each person who was, during the relevant period, a director, or secretary) details as follows:

name (family & given names) _____
 address _____
 suburb/city _____ state _____ postcode _____
 details of birth (d/m/y) _____ / _____ / _____ town & state _____ country (if not Australia) _____
 office & date appointed (d/m/y) director / / secretary / /

All licensees

specify the name of each business that the licensee carried on under the licence

if any change during the relevant period to the nature of the activity for which the licence is required, give details

principal business office

office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country (if not Australia) _____
 telephone () _____ facsimile () _____
 telex _____ DX number _____ suburb/city _____

other business offices where business was carried on under the licence

office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country (if not Australia) _____
 telephone () _____ () _____
 telex _____ DX number _____ suburb/city _____

activity for which the licence was held

has a change occurred during the relevant period in the nature of the activity?
 yes no
 if YES, specify _____

partnerships

If the licensee is a person, was the business carried on under the licence in partnership?
 yes no if YES, give details as follows:

interest in the partnership _____
 (expressed as a percentage of the funds of the partnership)

details of partners

name (family & given names) _____
 residential address _____
 suburb/city _____ state _____ postcode _____

name (family & given names) _____
 residential address _____
 suburb/city _____ state _____ postcode _____

name (family & given names) _____
 residential address _____
 suburb/city _____ state _____ postcode _____

share in profits

Give details of any person (other than any partner named above) who shared directly or indirectly in the profits of the business.

name (family & given names) _____
 address _____
 suburb/city _____ state _____ postcode _____

name (family & given names) _____
 address _____
 suburb/city _____ state _____ postcode _____

controlling influences

Give details of any person (other than any partner named above or any officer of a licensee body corporate) who exercised a controlling influence, directly or indirectly, or had the power to exercise a controlling influence, over the management and policies of the business.

name (family & given names) _____
 address _____
 suburb/city _____ state _____ postcode _____

name (family & given names) _____
 address _____
 suburb/city _____ state _____ postcode _____

other directorships

During the relevant period were you or any officer of the licensee body corporate **appointed** as a director of any body corporate (wherever incorporated?)

yes no if YES, give details as follows:

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 date of appointment (d/m/y) _____ / _____ / _____

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 date of appointment (d/m/y) _____ / _____ / _____

During the relevant period did you or any officer of the licensee body corporate **cease** to hold office as a director of any body corporate (wherever incorporated?)

yes no if YES, give details as follows:

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 date of ceasing (d/m/y) _____ / _____ / _____
 manner of ceasing resignation removal death

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 date of ceasing (d/m/y) _____ / _____ / _____
 manner of ceasing resignation removal death

relevant interests

Did you or any officer of the licensee body corporate acquire a relevant interest (by holding more than 10% of the issued shares) in any body corporate?

yes no if YES, give details as follows:

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 details of relevant interest _____

licensee or officer name _____
 name of body corporate _____
 place of incorporation _____
 details of relevant interest _____

Corporations Act 2001

**AGREEMENT TO WAIVE THE OPERATION OF PARAGRAPH 1206(1)(b) OF THE
CORPORATIONS ACT 2001 IN RELATION TO THE ISSUE OF CONTRACT NOTES**

1. **I/*We (insert the full name of the futures broker's client)*
have authorised *(insert the full name of the futures broker)*,
a futures broker licensed under the *Corporations Act 2001*, to operate on **my/*our* behalf a discretionary
account.
2. **I/*We* agree to waive the operation of paragraph 1206(1)(b) of the *Corporations Act 2001* and do not require
the broker to give **me/*us* a contract note in respect of any acquisition or disposal of a futures contract
effected by the broker on that discretionary account.

(signature of the client)

* Omit if not applicable.

*Corporations Act 2001***RISK DISCLOSURE STATEMENT**

To *(insert full name(s) of prospective client(s))*, prospective clients:

This statement is given to you as required by section 1210 of the Act.

The risk of loss in trading in futures contracts can be substantial. You should therefore carefully consider whether that kind of trading is appropriate for you in the light of your financial circumstances. In deciding whether or not you will become involved in that kind of trading, you should be aware of the following matters:

- (a) You could sustain a total loss of the initial margin funds that you deposit with your futures broker to establish or maintain a position in a futures market.
- (b) If the futures market moves against your position, you may be required, at short notice, to deposit with your futures broker additional margin funds in order to maintain your position. Those additional funds may be substantial. If you fail to provide those additional funds within the required time, your position may be liquidated at a loss and in that event you will be liable for any shortfall in your account resulting from that failure.
- (c) Under certain conditions, it could become difficult or impossible for you to liquidate a position (this can, for example, happen when there is a significant change in prices over a short period).
- (d) The placing of contingent orders (such as a "stop-loss" order) may not always limit your losses to the amounts that you may want. Market conditions may make it impossible to execute such orders.
- (e) A "spread" position is not necessarily less risky than a simple "long" or "short" position.
- (f) The high degree of leverage that is obtainable in futures trading because of small margin requirements can work against you as well as for you. The use of leverage can lead to large losses as well as large gains.
- (g) If you propose to trade in futures options, the maximum loss in buying an option is the amount of the premium, but the risks in selling an option are the same as in other futures trading.

This statement does not disclose all of the risks and other significant aspects involved in trading on a futures market. You should therefore study futures trading carefully before becoming involved in it.

Specify here:

- (a) Full name(s) of the prospective client(s) *(please print)*:
- (b) Date on which the statement is given to the prospective client:
- (c) Signature of the futures broker by whom this statement is given:
- (d) Full name and the address of the futures broker by whom this statement is given: (include State or Territory and postcode):

***I/*We confirm that *I/*we have read and understand this risk disclosure statement and that the futures contracts trading terms used in it have been explained to *me/*us by the giver of this statement.**

(signature of the prospective client)

(under the signature add the date on which the statement is signed by the prospective client)

RETURN OF MEMBERS OF FIRM OF AUDITORS

Note: Before completing this return please read carefully the "Directions for completing Form 805" at the end of this form

1. Name of firm:
2. Particulars of the place of business or the principal place of business of the firm are as follows:

Business address or principal business address(*include State or Territory and postcode*):

Telephone No:

Facsimile No:

Telex No:

Document exchange No:

(specify STD codes if appropriate)

3. Addresses of all other places, whether in Australia or elsewhere, at which the firm carries on business are as follows:

4. Specify here the name and residential address of each member of the firm:

Surname

Other names

Residential address

Dated

(signature of one of the members of the firm)

(under the signature add the name of the firm)

DIRECTIONS FOR COMPLETING FORM 805

Obligations under business names law not affected

1. Completion of Form 805 does not relieve the firm of any obligation under the law relating to business names.

Separate annexures to be used if insufficient space on forms

2. If there is insufficient space in a return of the type in Form 805 in which to give the required information, the information is to be shown in a separate annexure.

Requirements relating to annexures are set out in regulation 1.0.06.

Corporations Act 2001

PROFIT AND LOSS ACCOUNT AND BALANCE SHEET OF A FUTURES BROKER THAT IS A BODY CORPORATE

Note: Before completing this statement please read carefully the "Directions for completing Form 806" at the end of this form

1. The name of the body corporate to which the accounts relate is: and in this statement that body corporate is called "the broker".
2. Specify here the number of the futures brokers licence held by the broker:
3. The accounts are a true copy of the audited accounts of the broker relating to the financial year ending on / / and the Auditor's Report attached to the accounts is a true copy of the Auditor's Report on the audited accounts.
4. The following supplementary information is submitted in support of the accounts:

INFORMATION SUPPLEMENTING THE PROFIT AND LOSS ACCOUNT

	<i>Last year (date) \$</i>	<i>This year (date) \$</i>
1. (a) Revenue:		
Profit (losses) from trading in futures contracts		
Brokerage		
Underwriting Commission		
Profit (losses) from trading other than by dealing in futures contracts		
Dividends		
Interest		
Other		
Total Revenue		
(b) Less Expenses:		
Bad debts written off		
Amount provided for doubtful debts		
Interest		
Other Expenses		
Total Expenses		
(c) Operating Profit before Income Tax:		
<i>less</i> Income Tax *Expense/*Provision applicable thereto		
Operating Profit		
Extraordinary Items (net of Income Tax where applicable)		
<i>(attach list detailing gains and losses separately and any income tax involvements)</i>		
Operating Profit and Extraordinary Items for the year		
2. The transactions conducted by the broker during the financial year:		
(a) were without exception on the broker's own account; or		
(b) included transactions on account of persons other than the broker.		

INFORMATION SUPPLEMENTING THE BALANCE SHEET

	<i>Last year (date)</i> \$	<i>This year (date)</i> \$
3. Contingent Liabilities and Capital Commitments:		
(a) Contingent liabilities:		
Underwriting		
Sub-underwriting		
<i>less</i> Amounts covered by sub-underwriting with other persons		
Other (<i>specify particulars here</i>)		
(b) Capital Commitments (<i>specify particulars here</i>):		
4. Standby credit facilities - show for each facility:		
(i) amount		
(ii) type		
(iii) source		
(iv) terms and availability		
5. Subordinated loans - show for each loan:		
(i) amount		
(ii) source		
(iii) duration		
6. Foreign Exchange exposure - to the extent not disclosed in the attached accounts show the gain or loss that would be realised at prevailing rates of exchange.		
7. The assets and liabilities of each company controlled by the broker or any other venture in which the broker has a financial interest *are/*are not in our opinion such as to affect adversely to a material extent the broker's financial position.		
8. Liquid Capital:		
Securities listed on a stock exchange (at cost or market value, whichever is the lower)		
Amounts owed by:		
Brokers		
Clients		
Others		
Sundry debtors (after providing for doubtful debts)		
Prepayments		
Other liquid capital (<i>specify particulars here</i>)		
<i>less</i> total liabilities		

TOTAL LIQUID FUNDS

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<p>9. Assets:</p> <p>(a) Bills of Exchange: show separately bills to mature within:</p> <p style="padding-left: 20px;">30 days</p> <p style="padding-left: 20px;">90 days</p> <p style="padding-left: 20px;">180 days</p> <p style="padding-left: 20px;">Bills of Exchange to mature over 180 days</p> <p>(b) Debtors:</p> <p style="padding-left: 20px;">Amounts owed by:</p> <p style="padding-left: 40px;">Futures brokers (less provision for doubtful debts this year \$, last year \$)</p> <p style="padding-left: 40px;">Clients (less provision for doubtful debts this year \$, last year \$)</p> <p style="padding-left: 40px;">Other Debtors (less provision for doubtful debts this year \$, last year \$)</p> <p>(c) Loans and Deposits:</p> <p style="padding-left: 20px;">At call</p> <p style="padding-left: 20px;">Other (show current and non-current separately)</p> <p>(d) Cash at Bank:</p> <p style="padding-left: 20px;">General accounts</p> <p style="padding-left: 20px;">Trust account</p> <p>10. Liabilities:</p> <p>(a) Bills of Exchange -- show separately bills to mature within:</p> <p style="padding-left: 20px;">30 days</p> <p style="padding-left: 20px;">90 days</p> <p style="padding-left: 20px;">180 days</p> <p style="padding-left: 20px;">Bills of Exchange to mature over 180 days</p> <p>(b) Creditors:</p> <p style="padding-left: 20px;">Amounts owed to:</p> <p style="padding-left: 40px;">Futures brokers</p> <p style="padding-left: 40px;">Clients</p> <p style="padding-left: 40px;">Other creditors</p> <p>(c) Loans and Deposits:</p> <p style="padding-left: 20px;">At call</p> <p style="padding-left: 20px;">Other (<i>show current and non-current separately</i>)</p>		
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11. Checking Guide (*use is optional*):

1. (a) Name of broker
- (b) Licence No
- (c) Accounts lodged for year ending 19
- (d) Extension for lodging accounts granted to 19

2. (*If one of the following forms has not been checked, or is not in order, give particulars*):

- | | |
|---|----------|
| | Checked |
| (a) Annual statement (Form 803B) | *Yes/*No |
| (b) Annual accounts (Form 807) | *Yes/*No |
| (c) Auditor's report relating to the keeping of records (Form 807A) | *Yes/*No |

3. (a) Current assets (as in balance sheet) \$
- (b) Current liabilities \$

(c) Working capital \$
(d) Non-current liabilities \$

Total liabilities \$

(e) Deduct any assets not allowed in liquid funds calculation

\$ _____

(f) Add any additional assets in liquid funds calculation

% to Total Liabilities

\$ _____

%

(g) Liquid funds Non-liquid assets excluding amounts under (f) above Amounts deducted under (e) above

\$ _____

Net tangible assets \$

Intangible assets \$

% to Total liabilities

%

Shareholders' funds

\$ _____

Comments

4. Auditor's report relating to the keeping of records (Form 807A) (*specify details of any qualifications, etc*):

5. Remarks by examining officer:

Dated

(*signature of examining officer*)

We, the directors of the broker, certify that the information in this statement is, to the best of our knowledge and belief, true and correct.

Dated

(*signature*) (*signature*)

(*under each signature, add the name of the person signing*)

AUDITOR'S REPORT

**I/*We report that in *my/*our opinion the above statement relating to the accounts of*

has been properly drawn up so as to provide the information required by these Regulations.

*In *my/*our opinion, the attached broker's accounts referred to above *show/*do not show a true and fair view of the broker's position at (*insert date*) and of the profit or loss of the broker for the year in accordance with statements of accounting standards issued by the Institute of Chartered Accountants in Australia or the Australian Society of Accountants, or both (*if the auditor is not satisfied about the accounts, add the word "because" and set out the auditor's reasons for not being satisfied*).*

Dated

(*signature of auditor*)

(*under the signature add the name under which the auditor practices or the name of the firm in which the auditor is employed*)

*Omit if not applicable

DIRECTIONS FOR COMPLETING FORM 806

Definitions

1. In this form:
“accounts” means the accounts required under subsection 1218(2) of the *Corporations Act 2001*.

Obligation to prepare and lodge accounts

2. Under section 1218 of the *Corporations Act 2001*, the licensee must prepare and lodge true and fair accounts within the time limits specified in that section.

Licence held by 2 or more persons

3. If 2 or more persons hold brokers licences and carry on business in partnership as a broker, the particulars required by Form 806 must be supplied in respect of each person.

True and fair view to be given

4. In addition to the information and explanations specifically required by Form 806 in respect of a person's financial position, further information and explanations must be provided if necessary to give a true and fair view of the person's financial position.

Omission of inapplicable matter prefixed by an asterisk

5. Inapplicable matter in a form of accounts that is prefixed by the symbol “*” is to be omitted.

Separate annexures to be used if insufficient space on forms

6. If there is insufficient space in a form of accounts in which to give the required information, the information is to be shown in a separate annexure.

Requirements relating to annexures are set out in regulation 1.0.06.

*Corporations Act 2001***PROFIT AND LOSS ACCOUNT AND BALANCE SHEET OF A FUTURES BROKER WHO IS NOT A BODY CORPORATE**

Note: Before completing these accounts please read carefully the "Directions for completing Form 807" at the end of this form.

PRELIMINARY PARTICULARS

1. The surname and other names of the person to whom the accounts relate are as follows:

Surname

Other names

and in this form that person is called "the broker". *(If the broker held his or her futures brokers licence under another name, that name should be specified in this item).*

- *2. If the broker carries on business under his or her futures brokers licence in partnership, specify here the name of the partnership:
3. Specify here the number of the futures brokers licence held by the broker:
4. The accounts relate to the financial year ending on 30/06/ .
- *5. If the financial year to which the accounts relate is not a period of 12 months, specify here the date on which the financial year began: / / .
6. In the accounts and any attachments to the accounts, unless the contrary intention appears:

"associated person" means a person who is an associate within the meaning of Division 2 of Part 1.2 of the *Corporations Act 2001*;

"current asset" means an asset expected to be realised within 12 months in the ordinary course of events;

"current liability" means a liability that would, in the ordinary course of events, be payable within 12 months after the end of the financial year to which the accounts relate;

"immediate family", in relation to a person, means the spouse and children of the person;

"last year" means the financial year (if any) immediately preceding this year;

"secured amounts" includes amounts secured by equitable charges and charges whether registered or unregistered;

"this year" means the financial year to which the accounts relate.

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE (year)

	<i>Last year (year) \$</i>	<i>This year (year) \$</i>
Revenue:		
Profit (losses) from trading in futures contracts		
Commission from dealing in futures contracts and brokerage (if any) from other activities		
Underwriting commission		
Profit (losses) from trading other than by dealing in futures contracts		
Dividends		
Interest		
Other (<i>specify particulars here</i>)		
Total Revenue		
Expenses:		
Bad debts written off		
Amount provided for doubtful debts		
Interest		
Salaries (including all bonuses excluding partners' salaries)		
Other Expenses (<i>specify particulars here</i>):		
Total Expenses		
Operating profit before Income Tax		
<i>Less</i> Income Tax *expense/*provision for income tax		
Operating Profit		
Extraordinary items (net of Income Tax where applicable) <i>(attach list detailing gains and losses separately and any income tax involvements)</i>		
Operating Profit and Extraordinary Items for the year		

BALANCE SHEET AS AT 30 JUNE (year)

	<i>Notes</i>	<i>Last year</i> (year) \$	<i>This year</i> (year) \$
Proprietors' funds			
Represented by:			
Current Assets:			
Govt and semi-Govt securities (market value this year \$, last year \$)			
Certificates of deposit at a bank			
Securities quoted on a securities exchange (market value this year \$, last year \$)			
Bills of Exchange			
Amount owed by:			
Futures brokers (after providing for doubtful debts this year \$, last year \$)			
Clients (after providing for doubtful debts this year \$, Last year \$)			
Partners' immediate families, family bodies corporate and trusts (after providing for doubtful debts this year \$, last year \$)			
Employees, employees' immediate families, family bodies corporate and trusts (after providing for doubtful debts this year \$, last year \$)			
Other associated persons (after providing for doubtful debts this year \$, last year \$)			
Loans and deposits			
Cash at bank and in hand (excluding amounts held in clients' segregated accounts)			
Sundry debtors (after providing for doubtful debts)			
Prepayments			
Other current assets (<i>specify particulars here</i>)			
Total Current Assets			

<p>Current Liabilities:</p> <p>Bank overdraft and other bank facilities</p> <p>Bills of Exchange</p> <p style="padding-left: 20px;">Amount owed to:</p> <p style="padding-left: 40px;">Futures brokers</p> <p style="padding-left: 40px;">Clients (excluding amounts held in trust)</p> <p style="padding-left: 40px;">Partners' immediate families, family bodies</p> <p style="padding-left: 60px;">corporate and trusts</p> <p style="padding-left: 40px;">Employees, employees' immediate families, family</p> <p style="padding-left: 60px;">bodies corporate and trusts</p> <p style="padding-left: 40px;">Other associated persons</p> <p>Loans and deposits</p> <p>Sundry creditors</p> <p>Sundry provisions</p> <p>Other current liabilities (<i>specify particulars here</i>)</p> <p style="text-align: right;">Total Current Liabilities</p> <p style="text-align: right;">Net Current Assets</p> <p>Non-Current Assets</p> <p>Investments:</p> <p>Securities quoted on a securities exchange (market value</p> <p style="padding-left: 40px;">this year \$, last year \$) - at cost</p> <p>Securities not quoted on a stock exchange - at cost</p> <p>Furniture, fittings, equipment, motor vehicles etc</p> <p style="padding-left: 40px;">- at cost less provision for depreciation</p> <p style="padding-left: 40px;">(provision for depreciation this year \$, last year \$)</p> <p>Freehold property - at cost</p> <p style="padding-left: 40px;">less provision for depreciation (provision</p> <p style="padding-left: 40px;">for depreciation this year \$, last year \$)</p>			
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<p>Amounts owed by:</p> <p>Partners' immediate families, family bodies corporate and trusts</p> <p>Employees, employees' immediate families, family bodies corporate and trusts</p> <p>Other associated persons</p> <p>Loans and deposits</p> <p>Other non-current assets (<i>specify particulars here</i>)</p> <p style="text-align: right;">Total Non-Current Assets</p> <p>Non-Current Liabilities</p> <p>Bank loans</p> <p>Other loans and deposits</p> <p>Amounts owed to:</p> <p>Partners' immediate families, family bodies corporate and trusts</p> <p>Employees, employees' immediate families, family bodies corporate and trusts</p> <p>Other associated persons</p> <p>Other non-current liabilities (<i>specify particulars here</i>)</p> <p style="text-align: right;">Total Non-Current Liabilities</p> <p style="text-align: right;">Net Non-Current Assets</p> <p style="text-align: right;">Total Net Assets</p> <p>Contingent liabilities and capital commitments</p>			
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NOTES TO THE BALANCE SHEET

1. The name, number, balance sheet valuation and basis of valuation of all securities held that were acquired during the year as a result of an underwriting or sub-underwriting agreement are as follows:

Name of security	Number	Balance sheet valuation	Basis of valuation

2. Bills of exchange:

	<i>Last year</i>	<i>This year</i>
	\$	\$
(a) Current assets - to mature within:		
30 days		
90 days		
180 days		
Current assets - over 180 days		
(b) Current liabilities - to mature within:		
30 days		
90 days		
180 days		
Current liabilities -- over 180 days		

3. Secured assets/liabilities - associated persons:

- (a) Current assets:
Secured amounts included in the following categories (*state in each case the nature and extent of the security, and show the market value*):

	Amount	Nature and extent of security	Market value of security
Employees, employees' immediate families, family bodies corporate and trusts			
Other associated persons			

- (b) Non-current assets:
Secured amounts included in the following categories (*state in each case the nature and extent of the security, and show the market value*).

	Amount	Nature and extent of security	Market value of security
Partners			
Partners' immediate families, family bodies corporate and trusts			
Employees, employees' immediate families, family bodies corporate and trusts			
Other associated persons			

(c) Current Liabilities:

Secured amounts included in the following categories (*state in each case the nature and extent of the security, the market value, and whether or not the security asset is owned by the broker or, where he or she carries on business in partnership, by the firm*):

	Amount	Nature and extent of security	Market value of security disclosed in Balance Sheet	Market value of security not owned by broker of firm
Partners' immediate families, family bodies corporate and trusts				
Employees, employees' immediate families, family bodies corporate and trusts				
Other associated persons				

(d) Non-current liabilities:

Secured amounts included in the following categories (*state in each case the nature and extent of the security, the market value, and whether or not the security asset is owned by the broker or where he or she carries on business in partnership, by the firm*):

	Amount	Nature and extent of security	Market value of security disclosed in Balance Sheet	Market value of security not owned by broker of firm
Partners' immediate families, family bodies corporate and trusts				
Employees, employees' immediate families, family bodies corporate and trusts				
Other associated persons				

4. Loans and deposits

(*full details to be given relating to whether each loan is secured or unsecured and totals are to include accrued interest*):

	Last year	This year
	\$	\$
(a) Current assets:		
At call		
Other		
Provision for doubtful debts		

(b) Non-current assets:	
Due within 1-2 years	
Due after 2 years	
Provision for doubtful debts	
(c) Current liabilities:	
At call	
Other	
(d) Non-current liabilities:	
Due within 1-2 years	
Due after 2 years	

5. Secured Liabilities - general:

The balance sheet includes liabilities in the following categories secured by assets (*state in each case the nature and extent of the security, the market value, and whether or not the security asset is owned by the broker or, where he or she carries on business in partnership, by the firm*).

	Amount	Nature and extent of security	Market value of security disclosed in Balance Sheet	Market value of security not owned by broker of firm
(a) Current liabilities:				
Bank overdraft and other bank facilities				
Loans/Deposits				
Other (<i>specify particulars here</i>)				
(b) Non-current liabilities:				
Bank facilities (not overdraft)				
Loans/deposits				
Other (<i>specify particulars here</i>)				

6. Sundry Provisions
(totals are to agree with balance sheet totals):

	<i>Last year</i>	<i>This year</i>
	\$	\$
Holiday pay		
Long service leave pay		
Other (<i>specify particulars here</i>)		

7. Contingent liabilities and capital commitments:

	<i>Last year</i>	<i>This year</i>
	\$	\$
Contingent liabilities:		
(a) Underwriting		
Sub-underwriting		
less amounts covered by sub-underwriting with other persons		
Other contingent liabilities (<i>specify particulars here</i>)		
(b) Capital commitments (<i>specify particulars here</i>)		
(c) Leasing commitments (<i>specify particulars here</i>)		

8. Clients' segregated Accounts:

	<i>Last year</i>	<i>This year</i>
	\$	\$
Cash at bank and in hand		
Deposit with Stock Exchange		

Moneys in clients' segregated accounts are not to be regarded as current assets or current liabilities.

9. Proprietors' funds:

	Equity	Current or trading accounts	Total
	\$	\$	\$
(a) Partners (<i>specify separately for each</i>):			
(b) Reconciliation:			
Opening balance			
Funds introduced			
Reclassification of fund			
Funds withdrawn			
*Profit/*Loss			
Closing balance			

10. Return of debtors as at (*insert date*):

ANALYSIS OF AMOUNTS OWED - AGED FROM DATE OF CONTRACT

Class of debtor	Less than one month	1-3 months	Over 3 months	Unable to be aged	Total
	\$	\$	\$	\$	\$
Futures brokers (other than as members)					
Clients					
Partners' immediate families, family bodies corporate and trusts					
Employees, employees' immediate families, family bodies corporate and trusts					
Other associated persons					

11. Checking Guide (use is optional):

- (a) Name of broker
 - (b) Licence No
 - (c) Accounts lodged for year ending 19
 - (d) Extension for lodging accounts granted to 19
-

2. (If one of the following forms has not been checked, or is not in order, give particulars):

- | | | |
|---|----------------|--|
| | <i>Checked</i> | |
| (a) Annual statement (Form 803B) | *Yes/*No | |
| (b) Annual accounts (Form 807) | *Yes/*No | |
| (c) Auditor's report relating to the keeping of records (Form 807A) | *Yes/*No | |
-

- 3. (a) Current assets (as in balance sheet) \$
- (b) Current liabilities \$
- (c) Working capital \$
- (d) Non-current liabilities \$

Total liabilities \$

- (e) Deduct any assets not allowed in liquid funds calculation

\$

- (f) Add any additional assets in liquid funds calculation
% to Total Liabilities

\$

%

- (g) Liquid funds
Non-liquid assets excluding amounts under (f) above
Amounts deducted under (e) above

\$

- Net tangible assets \$
Intangible assets \$ % to Total Liabilities

Shareholders' funds \$

%

4. Auditor's report relating to the keeping of records (Form 807A) (specify details of any qualifications, etc):

5. Remarks by examining officer:

(date)

(signature of examining officer)

* Omit if inapplicable

NOTE TO THE PROFIT AND LOSS ACCOUNT AND BALANCE SHEET

The transactions conducted by *me/*us during the financial year:
*were without exception on *my/*our own account.
*included transactions on account of persons other than *me/*us.

The assets and liabilities of each company controlled by *me/*us or any other venture in which *I/*we have a financial interest *are/*are not in *my/*our opinion such as to affect adversely *my/*our financial position.

*I/*We certify that the above profit and loss account and balance sheet have, to the best of *my/*our knowledge and belief, been drawn up to comply with the requirements of subsection 1218(2) of the *Corporations Act 2001* (if the broker carries on business under his or her broker's licence in partnership, all the partners are to sign here):

(signature)

Dated

AUDITOR'S REPORT

In *my/*our opinion, the broker's accounts referred to above *show/*do not show a true and fair view of the broker's position at (*insert date*) and of the profit or loss of the broker for the year in accordance with statements of accounting standards issued by the Institute of Chartered Accountants in Australia or the Australian Society of Accountants, or both (if the auditor is not satisfied about the accounts, add the word "because" and set out the auditor's reasons for not being satisfied).

Dated

(signature of Auditor)

(under the signature add the name under which the auditor practises
or the name of the firm in which the auditor is employed)

DIRECTIONS FOR COMPLETING FORM 807

Definitions

1. In this form:
"accounts" means the accounts required under subsection 1218(2) of the *Corporations Act 2001*.

Obligations to prepare and lodge accounts

2. Under section 1218 of the *Corporations Act 2001*, the licensee must prepare and lodge true and fair accounts within the time limits specified in that section.

Licence held by 2 or more persons

3. If 2 or more persons hold futures brokers licences and carry on business in partnership as a broker, the particulars required by Form 807 must be supplied in respect of each person.

True and fair view to be given

4. In addition to the information and explanations specifically required by Form 807 in respect of a person's financial position, further information and explanations must be provided if necessary to give a true and fair view of the person's financial position.

Omission of inapplicable matter prefixed by an asterisk

5. Inapplicable matter in a form of accounts that is prefixed by the symbol "*" is to be omitted.

Separate annexures to be used if insufficient space on forms.

6. If there is insufficient space in a form of accounts in which to give the required information, the information is to be shown in a separate annexure.

Requirements relating to annexures are set out in regulation 1.0.06.

*(q) all conditions or restrictions of a financial nature applicable to the brokers licence have been complied with;

*(q) the following conditions or restrictions of a financial nature have not been complied with (*specify particulars here*):

5. The checks and test examinations referred to in this report, the audit of the accompanying Balance Sheet of the broker as at / / , the Profit and Loss Account for the year ended on that date and Notes *have/*have not been carried out in accordance with generally accepted auditing standards and standard auditing practice promulgated by the Institute of Chartered Accountants in Australia or the Australian Society of Accountants or both and *included/*did not include such tests of the accounting records and such other auditing procedures as *I/*we considered necessary.
- *6. The broker placed no restriction on the scope of the audit and all information and explanations required were received.
- *6. The broker restricted the scope of the audit and the following information or explanations were not received (*specify details here*):

Dated

(signature of auditor)
(under the signature, add the name under which the auditor practices or the name of the firm in which the auditor is employed)

DIRECTIONS FOR COMPLETING FORM 807A

Comprehensive particulars required if report qualified

1. If any part of a report is qualified, comprehensive particulars are to be given.

Omission of inapplicable matter prefixed by an asterisk

2. Inapplicable matter in a report form that is prefixed by the symbol "*" is to be omitted.

Separate annexures to be used if insufficient space on forms.

3. If there is insufficient space in a report form in which to give the required information, the information is to be shown in a separate annexure.

Requirements relating to annexures are set out in regulation 1.0.06.

Form 808

Subsection 1241(2)

Corporations Act 2001

NOTICE OF APPEAL

In *The Federal Court of Australia
*The Supreme Court of (State or Territory)

COURT ORDER NUMBER: YEAR:

Applicant: *(insert name and address of the applicant)*

Respondent: *(insert name and address of the respondent)*

The applicant hereby appeals to *(insert name of court)* under subsection 1241(2) of the *Corporations Act 2001* against the determination of the Board of the *(insert name of the futures exchange)*.

Dated

(signature of the applicant or the applicant's solicitor)

*(Under the signature, add the name of the applicant or, if the applicant is a body corporate, add the words "Signed by (name of person signing), *Director/ *Secretary, for and on behalf of (name of the body corporate or, if signed by a solicitor, the name under which the solicitor practises or the name of the firm in which the solicitor is employed))*

*Omit if not applicable

Corporations Act 2001

**NOTICE CALLING FOR CLAIMS FOR COMPENSATION FROM THE FIDELITY FUND
OF A FUTURES ORGANISATION**

*In relation to *(insert name of the member of a futures organisation, or the partner in a member firm, whose defalcation or fraud has caused pecuniary loss)* (who in this notice is called "the relevant person")

*In relation to a director, partner, officer or employee of *(insert name of the member of a futures organisation, or the partner in a member firm, whose employee's defalcation or fraud has caused pecuniary loss)* (who in this notice is called "the relevant person")

of *(insert residential address of the relevant person)* carrying on business at *(insert address of the principal place of business of the relevant person, including State or Territory)*

Persons claiming to have suffered pecuniary loss because of a defalcation or fraudulent misuse of money or of other property by *the relevant person/*a director, partner, officer or employee of the relevant person, in relation to any money or other property entrusted to or received by *the relevant person/*a partner of/*a director, officer or employee of the relevant person are required to lodge their claim with:

*(insert name and address of the futures organisation,
including State or Territory and postcode)*

The claim must be made in writing on or before *(insert date)*.

Claims not made on or before that date are barred unless the futures organisation otherwise determines.

(signature of an officer of the futures organisation)

(under the signature add the words "For the (insert name of the futures organisation)"

(add the date of signature)

*Omit if not applicable.

*Corporations Act 2001***NOTICE OF DISALLOWANCE OF CLAIMS FOR COMPENSATION FROM THE
FIDELITY FUND OF A FUTURES ORGANISATION**

*(set out the name and address
of the claimant or the
claimant's solicitor and an
appropriate form of salutation)*

**In relation to (insert name of the member of a futures organisation, or the partner in a member firm, whose defalcation or fraud has caused pecuniary loss) (in this notice called "the relevant person")*

**In relation to a director, partner, officer or employee of (insert name of the member of a futures organisation, or the partner in a member firm, whose employee's defalcation or fraud has caused pecuniary loss) (which employer in the notice is called "the relevant person")*

of (insert residential address of the relevant person) carrying on business at (insert address of principal place of business of the relevant persons including State or Territory)

The Board of the *(insert name of the futures organisation)* has considered your claim against the *(insert the name of the futures organisation fidelity fund)* in respect of pecuniary loss alleged to have been suffered from a defalcation or fraudulent misuse of money or of other property by **the relevant person/*a director, partner, officer or employee of the relevant person.*

After considering all the available evidence, the Board has decided that the claim should be **disallowed/*partly disallowed* to the extent set out below.

If you are not satisfied with this decision, and you are not otherwise excluded by section 1243 of the *Corporations Act 2001*, you may bring proceedings against the futures organisation, but those proceedings must be brought within 3 months after service of this notice (see section 1243 of the *Corporations Act 2001*).

Yours sincerely,

*(signature of an officer of the futures organisation)
(under the signature add the words
"For the (insert name of the futures organisation)").*

*(If the claim has been partly disallowed, insert a heading
"PARTICULARS OF PARTIAL DISALLOWANCE"
and specify the necessary particulars under it)*

** Omit if not applicable*

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
	PROC. <input type="checkbox"/>	

Australian Securities & Investments Commission

form **811**

Corporations Act 2001
Regulation 8.3.06

Notice of
**place/change of place where register of
holders of proper authorities is kept**

corporation name _____

A.C.N. _____

1 The family and given names of the person keeping the register are

_____ and in this notice that person is referred to as "the register keeper"

or

1 The name of the body corporate keeping the register is

_____ and in this notice is referred to as "the register keeper"

2 The licence held by the register keeper is a

futures brokers futures advisers licence and its number is _____

3 The full address of the principal place at which the business of the register keeper is carried on is

address _____

_____ state/territory

_____ postcode

4 The register has been kept since / /

5 The register is kept at

address _____

_____ state/territory

_____ postcode

on / / the place at which the register is kept changed

from _____

_____ state/territory

_____ postcode

to _____

_____ state/territory

_____ postcode

Signature

This form must be signed by the register keeper, a director or secretary of the register keeper.

print name _____ capacity _____

sign here _____ date / /

Annexures

(If insufficient space) Further details are enclosed in the annexure marked () of () pages.

Signature

This form must be signed by the licensee, or if the licensee is a body corporate, by its director or secretary.

print name _____
print name of body corporate _____

sign here

date / /



	ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
	CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
	PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **902**

Notification of
**information supplementary to a form
or document previously lodged**

Corporations Act 2001
1274(8)(h)

The document for which this form is supplementary is lodged for:

- (tick one box)
- | | | |
|--|---|---|
| <input type="checkbox"/> corporation | <input type="checkbox"/> securities dealer | <input type="checkbox"/> investment advisor |
| <input type="checkbox"/> futures broker | <input type="checkbox"/> futures advisor | <input type="checkbox"/> registered auditor |
| <input type="checkbox"/> registered liquidator | <input type="checkbox"/> proper authority holder from securities licensee | |
| <input type="checkbox"/> proper authority holder from futures licensee | | |

corporation or person name _____

A.C.N. or A.R.B.N. or licence no. _____

Details of the original document

form number _____

form title _____

document no. allocated by ASIC _____

date of lodgment _____

Supplementary information

(if insufficient space) Further details are enclosed in the annexure marked () of () pages.

Signature

This form must be signed by the person who signed the form or document which this form is intended to supplement unless the Commission, in a special case, allows otherwise.

print name _____ capacity _____
print company name (if company acting as agent) _____

sign here _____ date / / _____



ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **903A**

Application for
registration as an auditor

Corporations Act 2001
1279(2)

If insufficient space, enclose further details in an annexure.
● Annexures must conform to the requirements shown at the end of this form.

Application

I apply for registration under the Corporations Act 2001 as an auditor.

Details of the applicant

name (surname & given names) _____

residential address _____

suburb/city _____ state _____ postcode _____

telephone () _____ facsimile () _____

details of birth (d/m/y) / / town & state _____ country _____

business occupation _____

partnership Are you a member of an accounting partnership? yes no

if yes, firm name _____

date joined (d/m/y) / / _____

name or style of practice Are you practising or do you intend to practise as an auditor under a name or style other than your name or your firm's name? yes no

if yes current proposed

name or style _____

business registration number _____

principal place of practice current proposed

office, level, building name _____

street number & name _____

suburb/city _____ state _____ postcode _____

country _____

telephone () _____ facsimile () _____

Are the address and telephone number of the firm the same as those of the principal place of practice? yes no

if no, the address and telephone number of the firm are enclosed in the annexure marked () of () pages.

other places of practice current proposed

office, level, building name _____

street number & name _____

suburb/city _____ state _____ postcode _____

country _____

telephone () _____ facsimile () _____

if more than one other place of practice further details are enclosed in the annexure marked () of () pages.

employer (surname & given names or firm name or corporation name) If a corporation give A.C.N. or A.R.B.N. also.

name _____

office, level, building name _____

street number & name _____

suburb/city _____ state _____ postcode _____

country _____

telephone () _____ facsimile () _____

qualifications

A certified copy of any certificate or documentation as proof of these qualifications should be enclosed in an annexure.

academic _____

professional _____

employment and business activities for the past 10 years

full details are enclosed in the annexure marked () of () pages.

- State: - experience in accounting and auditing including
- the name and A.C.N. or A.R.B.N. (if applicable) of bodies audited
 - the legislation under which audits were conducted
 - the extent and nature of your responsibility in relation to each body audited
- details of experience in public practice
- any other information to clearly indicate how you satisfy the experience and ability requirements of paragraph 1280(2)(b) of the Corporations Act 2001 and paragraph 9.2.04(a) of the Corporations Regulations

registered company auditors under whose direction you have worked in auditing

name (surname & given names) _____

firm name _____

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

country _____

period (d/m/y) _____

/ /

to

/ /

name (surname & given names) _____

firm name _____

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

country _____

period (d/m/y) _____

/ /

to

/ /

Are you or have you ever been excluded from practice as an auditor or liquidator, or had registration as an auditor or liquidator suspended, or been subject to any other disciplinary action by any of the following bodies?

- a Companies Auditors Board of a state or territory
- a Companies Auditors and Liquidators Disciplinary Board
- the Public Accountants Registration Board of NSW or QLD
- the National Companies and Securities Commission
- the Australian Securities Commission
- the Australian Securities and Investments Commission
- The Institute of Chartered Accountants in Australia
- the Australian Society of Certified Practising Accountants
- CPA Australia
- any other professional body
- a Tax Agents Board
- any other body ever having authority in Australia or elsewhere relating to the registration or disciplining of auditors or liquidators

yes no

if yes, full details of the action are enclosed in the annexure marked () of () pages.

Have you ever made a prior application for registration as an auditor or liquidator that has been refused, or is any other application pending?

yes no

if yes, type of registration _____

date of application (d/m/y) _____

/ /

name of body to whom application was made _____

location of body _____

reason for rejecting application (if rejected) _____

Are you or have you ever been disqualified from managing corporations under Part 2D.6 or under previous legislation?

yes no

if yes, full details of each disqualification, order or notice are enclosed in the annexure marked () of () pages.

Do you or have you ever had a status equivalent to that of an insolvent under administration under the law of a country other than Australia or under the law of an external territory? yes no

if yes, full details are enclosed in the annexure marked () of () pages.

- Note 1 Subsection 1280(3) provides that ASIC must not register as an auditor a person who is disqualified from managing corporations under Part 2D.6. Sections 206B, 206C, 206D, 206E and 206F provide for such disqualification. An applicant who was previously subject to a disqualification of this type will be considered on the merits of the application.
- 2 If by leave of the Court given under section 206G the applicant is permitted to manage corporations, an office copy of the court order must be annexed, whether or not the order is subject to conditions or limitations.
- 3 The details required are those that would be required to be disclosed in form 906, if section 1287 applied to the disqualification.

Do you have a conviction, in Australia or elsewhere, for an offence (other than a traffic offence) for which you were dealt with as a minor and

- which is less than 5 years old, or
- which is more than 5 years old and for which the sentence imposed was more than 30 months imprisonment

or for which you were dealt with as an adult and

- which is less than 10 years old, or
- which is more than 10 years old and for which the sentence imposed was more than 30 months imprisonment

yes no

if yes, and the following details have not previously been disclosed in this application

offence

date of conviction (d/m/y) / /

court where conviction was recorded

penalty including length of any prison sentence

Do you have any legal or disciplinary proceedings pending against you that may result in action that would require disclosure under any of the above items? yes no

if yes, full details are enclosed in the annexure marked () of () pages.

Are you resident in Australia?

yes no

Has there been any time in the last five years when you were not resident in Australia? yes no

if yes,

period of overseas residency (d/m/y) / / to / /

place of residency

reasons for overseas residency

In the last five years have you resigned (other than where paragraph 324(8)(c) applies) or been removed from office as an auditor or a liquidator? yes no

if yes, full details are enclosed in the annexure marked () of () pages.

These details should include

- the type of office (auditor or liquidator)
- whether the manner of ceasing was resignation or removal
- the date of ceasing
- the corporation name and Australian Company Number (if applicable)
- the reason for ceasing

Details of referees

When you are nominating referees, note that

- you must name at least two referees
- at least one referee must be a registered auditor
- not more than one of the referees is to be your partner or employer
- you cannot nominate an employee, fellow employee or relative
- the referees should be people who can speak of your conduct, character, experience and ability to act as an auditor as a result of regular contact with you over the last five years

Referees reports will be received in confidence.

name (surname & given names) _____

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

country _____

telephone () _____

fax () _____

occupation _____

name (surname & given names) _____

office, level, building name _____

street number & name _____

suburb/city _____

state _____

postcode _____

country _____

telephone () _____

fax () _____

occupation _____

You may provide in an annexure the names, addresses and telephone numbers of other persons authorised to provide additional information in respect of your application.

Signature

print name of applicant _____

sign here _____

date / /

Documents to lodged with this application

A form endorsed by the Australian Federal Police that the applicant is NOT adversely recorded.

Send to

The ASIC Regional Office in your state of residence

or
Australian Securities & Investments
Commission
PO Box 4000
Gippsland Mail Centre VIC 3841

Annexures to forms

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 number the pages consecutively
- 3 print or type in dark blue or black ink, so that the document is clearly legible when copied

- 4 identify the annexure with a mark such as A, B, C, etc

- 5 endorse the annexure with the words:

This is annexure (mark) of (number) pages referred to in form (form number and title) signed by (insert "me" or "us") and dated.

- 6 sign and date the annexure. The annexure must be signed by the same person(s) who signed the form.

- 7 There must be written on the form: the identifying mark and the number of pages.

	ASS. <input type="checkbox"/> REQ-A <input type="checkbox"/> CASH. <input type="checkbox"/> REQ-P <input type="checkbox"/> PROC. <input type="checkbox"/>
--	---

Australian Securities & Investments Commission

form **903B**

Application for
registration as a liquidator

Corporations Act 2001
1279(2)

If insufficient space, enclose further details in an annexure.
● Annexures must conform to the requirements shown at the end of this form.

Application

- I apply for registration under the Corporations Act 2001 as a liquidator. (A)
 I apply for registration under the Corporations Act 2001 as a liquidator of the body corporate specified below. (B)

specified body corporate name _____
 place of incorporation _____ Australian Company Number _____
 registered office at the office of _____
 office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country _____

Details of the applicant

name (surname & given names) _____
 residential address _____
 suburb/city _____ state _____ postcode _____
 telephone () _____ facsimile () _____
 details of birth (d/m/y) / / town & state _____ country _____
 business occupation _____

partnership Are you a member of an accounting partnership? yes no
 if yes, firm name _____
 date joined (d/m/y) / / _____

name or style of practice Are you practising or do you intend to practise as a liquidator under a name or style other than your name or your firm's name? yes no
 if yes current proposed
 name or style _____
 business registration number _____

principal place of practice current proposed
 office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country _____
 telephone () _____ facsimile () _____
 Are the address and telephone number of the firm the same as those of the principal place of practice? yes no
 if no, the address and telephone number of the firm are enclosed in the annexure marked () of () pages.

other places of practice current proposed
 office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country _____
 telephone () _____ facsimile () _____

If more than one other place of practice further details are enclosed in the annexure marked () of () pages.

employer (surname & given names or firm name or corporation name) If a corporation give A.C.N. or A.R.B.N. also.

name _____

office, level, building name _____

street number & name _____

suburb/city _____ state _____ postcode _____

country _____

telephone () _____ facsimile () _____

qualifications A certified copy of any certificate or documentation as proof of these qualifications should be enclosed in an annexure.

academic _____

professional _____

employment and business activities for the past 10 years

full details are enclosed in the annexure marked () of () pages.

State: - experience as a liquidator or other corporate insolvency experience including

- the name and A.C.N. or A.R.B.N. (if applicable) of administrations
- the legislation under which administrations were conducted
- the size and outcome of administrations
- the extent and nature of your responsibility in relation to each administration

- details of experience in public practice

- any other information to clearly indicate how you satisfy the experience and ability requirements of paragraph 1282(2)(b) of the Corporations Act 2001

registered liquidators under whose direction you have worked in insolvency administration

name (surname & given names) _____

firm name _____

office, level, building name _____

street number & name _____

suburb/city _____ state _____ postcode _____

country _____

period (d/m/y) / / to / /

name (surname & given names) _____

firm name _____

office, level, building name _____

street number & name _____

suburb/city _____ state _____ postcode _____

country _____

period (d/m/y) / / to / /

Are you or have you ever been excluded from practice as an auditor or liquidator, or had registration as an auditor or liquidator suspended, or been subject to any other disciplinary action by any of the following bodies?

- a Companies Auditors Board of a state or territory
- a Companies Auditors and Liquidators Disciplinary Board
- the Public Accountants Registration Board of NSW or QLD
- the National Companies and Securities Commission
- the Australian Securities Commission
- the Australian Securities and Investments Commission
- The Institute of Chartered Accountants in Australia
- the Australian Society of Certified Practising Accountants
- CPA Australia
- any other professional body
- a Tax Agents Board
- any other body ever having authority in Australia or elsewhere relating to the registration or disciplining of auditors or liquidators

yes no

if yes, full details of the action are enclosed in the annexure marked () of () pages.

Have you ever made a prior application for registration as an auditor or liquidator that has been refused, or is any other application pending? yes no

if yes, type of registration _____

date of application (d/m/y) _____ / _____ / _____

name of body to whom application was made _____

location of body _____

reason for rejecting application (if rejected) _____

Are you or have you ever been disqualified from managing corporations under Part 2D.6 or under previous legislation? yes no

if yes, full details of each disqualification, order or notice are enclosed in the annexure marked () of () pages.

Do you or have you ever had a status equivalent to that of an insolvent under administration under the law of a country other than Australia or under the law of an external territory? yes no

if yes, full details are enclosed in the annexure marked () of () pages.

- Note 1 Subsection 1282(4) provides that ASIC must not register as a liquidator a person who is disqualified from managing corporations under Part 2D.6. Sections 206B, 206C, 206D, 206E and 206F provide for such disqualification. An applicant who was previously subject to a disqualification of this type will be considered on the merits of the application.
- 2 If by leave of the Court given under section 206G the applicant is permitted to manage corporations, an office copy of the court order must be annexed, whether or not the order is subject to conditions or limitations.
- 3 The details required are those that would be required to be disclosed in form 906, if section 1287 applied to the disqualification.

Do you have a conviction, in Australia or elsewhere, for an offence (other than a traffic offence) for which you were dealt with as a minor and

- which is less than 5 years old, or
- which is more than 5 years old and for which the sentence imposed was more than 30 months imprisonment

or for which you were dealt with as an adult and

- which is less than 10 years old, or
- which is more than 10 years old and for which the sentence imposed was more than 30 months imprisonment

yes no

if yes, and the following details have not previously been disclosed in this application

offence _____

date of conviction (d/m/y) _____ / _____ / _____

court where conviction was recorded _____

penalty including length of any prison sentence _____

Do you have any legal or disciplinary proceedings pending against you that may result in action that would require disclosure under any of the above items? yes no

if yes, full details are enclosed in the annexure marked () of () pages.

Are you resident in Australia? yes no

Has there been any time in the last five years when you were not resident in Australia? yes no

if yes,

period of overseas residency (d/m/y) _____ / _____ / _____ to _____ / _____ / _____

place of residency _____

reasons for overseas residency _____

In the last five years have you resigned (other than where paragraph 324(8)(c) applies) or been removed from office as an auditor or a liquidator? yes no

if yes, full details are enclosed in the annexure marked () of () pages.

These details should include

- the type of office (auditor or liquidator)
- whether the manner of ceasing was resignation or removal
- the date of ceasing
- the corporation name and Australian Company Number (if applicable)
- the reason for ceasing

Details of referees

When you are nominating referees, note that

- you must name at least two referees
- at least one referee must be a registered liquidator
- not more than one of the referees is to be your partner or employer
- you cannot nominate an employee, fellow employee or relative
- the referees should be people who can speak of your conduct, character, experience and ability to act as a liquidator as a result of regular contact with you over the last five years

Referees reports will be received in confidence.

name (surname & given names) _____
 office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country _____
 telephone () _____ fax() _____
 occupation _____

name (surname & given names) _____
 office, level, building name _____
 street number & name _____
 suburb/city _____ state _____ postcode _____
 country _____
 telephone () _____ fax() _____
 occupation _____

You may provide in an annexure the names, addresses and telephone numbers of other persons authorised to provide additional information in respect of your application.

Signature

print name of applicant _____

sign here

date / /

Documents to be lodged with this application

A form endorsed by the Australian Federal Police that the applicant is NOT adversely recorded.

Send to

The ASIC Regional Office in your state of residence

or
 Australian Securities & Investments
 Commission
 PO Box 4000
 Gippsland Mail Centre VIC 3841

Annexures to forms

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 number the pages consecutively
- 3 print or type in dark blue or black ink, so that the document is clearly legible when copied

- 4 identify the annexure with a mark such as A, B, C, etc
- 5 endorse the annexure with the words:
 This is annexure (mark) of (number) pages referred to in form (form number and title) signed by (insert "me" or "us") and dated.
- 6 sign and date the annexure. The annexure must be signed by the same person(s) who signed the form.
- 7 There must be written on the form: the identifying mark and the number of pages.

Form 904

Registration no:

Corporations Act 2001

**NOTICE OF APPLICATION FOR DISCHARGE OF SECURITY UNDER
SUBSECTION 1284(3)**

1. Notice is given that an application has been made to Australian Securities & Investments Commission (ASIC) for the discharge, wholly or in part, of the security lodged by *(insert name and address of liquidator)* in relation to the performance of his or her duties as **liquidator/*liquidator of (insert name of specified body corporate, if liquidator of specified body corporate)*.
2. If you have any claim on that security, you are required to lodge particulars in writing with ASIC not later than, *(insert a date not less than 3 months after the date of publication of the advertisement)*.
3. Failure to lodge your claim before the specified date may result in the discharge of the security and the release of any surety from his or her obligations in relation to that claim.

Dated

(signature of the applicant)

*Omit if not applicable

Form 905

Registration no:

Corporations Act 2001

**PARTICULARS OF CESSATION OR CHANGE RELATING TO A PERSON REGISTERED
AS AN AUDITOR UNDER SUBSECTION 1287(1)**

Surname

First or given names

Residential address

***1. CESSATION**

On *(insert date)* , I ceased to practise as an auditor. I request ASIC to exercise its discretion under subsection 1290(1) and cancel my registration as an auditor.

***2. CHANGE OF NAME**

On *(insert date)* , I changed my name
from:
to:

***3. CHANGE IN OTHER PARTICULARS**

*On *(insert date)* , the full address of the principal place at which I practise was changed
from:
to: *(insert full address)*

*On *(insert date)* , the full address of a place at which I practise was changed
from:
to: *(insert full address)*

*On *(insert date)* , I commenced to practise
at: *(insert full address)*

*On *(insert date)* , I commenced to practise under a name and style other than my own
at: *(insert full address)*

*On *(insert date)* , I ceased to practise
at: *(insert full address)*

*On *(insert date)* , the *name/*address of a firm of which I am *a member/*an employee was changed
from:
to:

*On *(insert date)* , I became *a member/*an employee
of: *(insert name and full address)*

*On *(insert date)* , I ceased to be *a member/*an employee
of: *(insert name and full address)*

*On *(insert date)* , a name or style other than my own under which I practise was changed
from:
to:

Dated: *(insert date)*

(signature of the registered company auditor)

* Omit if not applicable

Form 905A

Registration no:

Corporations Act 2001

**PARTICULARS OF CESSATION OR CHANGE RELATING TO A PERSON REGISTERED
*AS A LIQUIDATOR UNDER SUBSECTION 1287(2)
*AS A LIQUIDATOR OF A SPECIFIED BODY CORPORATE UNDER SUBSECTION 1287(3)**

Surname

First or given names

Residential address

Name of specified body corporate and Australian Company Number

***1. CESSATION**

On *(insert date)*, *I ceased to practise as a liquidator/*I ceased to act as a liquidator of the specified body corporate. I request the Commission to exercise its discretion under subsection 1290 (1) and cancel my registration as*a liquidator/*a liquidator of the body corporate and *an official liquidator.

***2. CHANGE OF NAME**

On *(insert date)*, I changed my name
from:
to:

***3. CHANGE IN OTHER PARTICULARS**

*On *(insert date)*, the full address of the principal place at which I practise as*liquidator/*liquidator of the specified body corporate was changed
from:
to: *(insert full address)*

*On *(insert date)*, the full address of a place at which I practise as*liquidator/*liquidator of the specified body corporate was changed
from:
to: *(insert full address)*

*On *(insert date)*, I commenced to practise as *liquidator/ *liquidator of the specified body corporate
at: *(insert full address)*

*On *(insert date)*, I commenced to practise as *liquidator/ *liquidator of the specified body corporate under a name and style other than my own
at: *(insert full address)*

*On *(insert date)*, I ceased to practise as *liquidator/*liquidator of the specified body corporate
at: *(insert full address)*

*On *(insert date)*, the *name/*address of a firm of which I am *a member/*an employee was changed
from:
to:

*On *(insert date)*, I became *a member/*an employee
of: *(insert name and full address)*

*On *(insert date)*, I ceased to be *a member/*an employee
of: *(insert name and full address)*

*On *(insert date)*, a name or style other than my own under which I practise as*liquidator/*liquidator of the specified body corporate was changed
from:
to:

Dated *(insert date)*

*(signature of the *registered liquidator/*liquidator of specified body corporate)*

* Omit if not applicable

employer (surname & given names or firm name or corporation name) If a corporation give A.C.N. or A.R.B.N. also.

name _____

office, floor, building name _____

street number & name _____

suburb/city _____ state _____ postcode _____

country _____

telephone () _____ facsimile () _____

date of commencement (d/m/y) / / _____

Statement

1. Are you still practising as an auditor? yes no
- if no, please complete the 'Application for cancellation of registration' at the end of this form.
2. Are you resident in Australia? yes no
3. Has there been any time in the last three years immediately preceding the date of this Statement when you were not resident in Australia? yes no

If yes,

period of overseas residency (d/m/y) / / to / /

place of residency _____

reasons for overseas residency _____

4. Are you or have you ever been excluded from practice as an auditor or liquidator, or had registration as an auditor or liquidator suspended, or been subject to any other disciplinary action by any of the following bodies?
- a Companies Auditors Board of a state or territory
 - a Companies Auditors and Liquidators Disciplinary Board
 - the Public Accountants Registration Board of NSW or QLD
 - the National Companies and Securities Commission
 - the Australian Securities Commission
 - the Australian Securities and Investments Commission
 - The Institute of Chartered Accountants in Australia
 - the Australian Society of Certified Practising Accountants
 - CPA Australia
 - any other professional body
 - a Tax Agents Board
 - any other body ever having authority in Australia or elsewhere relating to the registration or disciplining of auditors or liquidators
- yes no

if yes, full details of the action are enclosed in the annexure marked () of () pages.

5. Are you or have you ever been disqualified from managing corporations under Part 2D.6 or under previous legislation? yes no
- if yes, full details of each disqualification, order or notice are enclosed in the annexure marked () of () pages.

Note 1 If by leave of the Court given under section 206G the applicant is permitted to manage corporations, an office copy of the court order must be annexed, whether or not the order is subject to conditions or limitations.

2 The details required are those that would be required to be disclosed in form 906, if section 1287 applied to the disqualification.

6. Do you or have you ever had a status equivalent to that of an insolvent under administration under the law of a country other than Australia or under the law of an external territory? yes no
- if yes, full details are enclosed in the annexure marked () of () pages.

7. Have you at any time during the three years preceding the date of this Statement been convicted of an offence, other than a traffic offence? yes no
- if yes, full details, including the name of the court and the penalty, are enclosed in the annexure marked () of () pages.

8. Do you have any legal or disciplinary proceedings pending against you that may result in action that would require disclosure under any of the above items? yes no
- if yes, full details are enclosed in the annexure marked () of () pages.

9. In the last three years have you resigned (other than where paragraph 324(B)(c) applies) or been removed from office as an auditor or a liquidator?

yes no

if yes, full details are enclosed in the annexure marked () of () pages.

These details should include

- the type of office (auditor or liquidator)
- whether the manner of ceasing was resignation or removal
- the date of ceasing
- the corporation name and Australian Company Number (if applicable)
- the reason for ceasing

10. List below audits conducted since the date of the last triennial statement or the date of your registration whichever is more recent (maximum of 10).

If a corporation give A.C.N. or A.R.B.N. also.

1 _____

2 _____

3 _____

4 _____

5 _____

6 _____

7 _____

8 _____

9 _____

10 _____

Signature

This form must be signed by the auditor.

print name _____

sign here _____

date / /

Application for cancellation of registration

I have ceased to practise as an auditor and request ASIC to cancel my registration as an auditor.

date of ceasing (d/m/y) / /

print name _____

sign here _____

date / /

Send to

Australian
Securities & Investments
Commission
PO Box 4000
Gippsland Mail Centre VIC 3841

Annexures to forms

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 number the pages consecutively
- 3 print or type in dark blue or black ink, so that the document is clearly legible when copied.
- 4 identify the annexure with a mark such as A, B, C, etc
- 5 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title) signed by (insert "me" or "us") and dated.
- 6 sign and date the annexure. The annexure must be signed by the same person(s) who signed the form.
- 7 There must be written on the form: the identifying mark and the number of pages.

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
	PROC. <input type="checkbox"/>	

Australian Securities & Investments Commission

form **908**

Presentation of
statement by a liquidator

Corporations Act 2001
1288(3)
1288(5)

If insufficient space, enclose further details in an annexure.
● Annexures must conform to the requirements shown at the end of this form.

Details of statement

period of statement (d/m/y) / / to / /

type triennial statement made by a registered liquidator (A)
 statement made by a liquidator of a specified body corporate (B)

specified body corporate name _____
Australian Company Number _____

Details of the liquidator

name (surname & given names) _____
registration number _____
residential address _____
suburb/city _____ state _____ postcode _____
telephone () _____ facsimile () _____
details of birth (d/m/y) / / town & state country _____
business occupation _____

partnership Are you a member of an accounting partnership? yes no

if yes, firm name _____
date joined (d/m/y) / / _____

name or style of practice Are you practising as a liquidator under a name or style
other than your name or your firm's name? yes no

if yes, name or style _____
business registration number _____
date of commencement (d/m/y) / / _____

principal place of practice as a liquidator

office, floor, building name _____
street number & name _____
suburb/city _____ state _____ postcode _____
country _____
telephone () _____ facsimile () _____
date of commencement (d/m/y) / / _____

Are the address and telephone number of the firm the same as those of the principal place of practice? yes no

if no, the address and telephone number of the firm are enclosed in the annexure marked () of () pages.

other places of practice as a liquidator

office, floor, building name _____
street number & name _____
suburb/city _____ state _____ postcode _____
country _____
telephone () _____ facsimile () _____
date of commencement (d/m/y) / / _____

if more than one other place of practice further details are enclosed in the annexure marked () of () pages.

employer (surname & given names or firm name or corporation name) If a corporation give A.C.N. or A.R.B.N. also.

name _____

office, floor, building name _____

street number & name _____

suburb/city _____ state _____ postcode _____

country _____

telephone () _____ facsimile () _____

date of commencement (d/m/y) / / _____

Statement

- 1. Are you still practising as a liquidator? yes no
 if no, please complete the 'Application for cancellation of registration' at the end of this form.
- 2. Are you resident in Australia? yes no
- 3. Has there been any time in the last three years immediately preceding the date of this Statement when you were not resident in Australia? yes no

if yes,
 period of overseas residency (d/m/y) / / to / /
 place of residency _____
 reasons for overseas residency _____

4. Are you or have you ever been excluded from practice as an auditor or liquidator, or had registration as an auditor or liquidator suspended, or been subject to any other disciplinary action by any of the following bodies?
- a Companies Auditors Board of a state or territory
 - a Companies Auditors and Liquidators Disciplinary Board
 - the Public Accountants Registration Board of NSW or QLD
 - the National Companies and Securities Commission
 - the Australian Securities Commission
 - the Australian Securities and Investments Commission
 - The Institute of Chartered Accountants in Australia
 - the Australian Society of Certified Practising Accountants
 - CPA Australia
 - any other professional body
 - a Tax Agents Board
 - any other body ever having authority in Australia or elsewhere relating to the registration or disciplining of auditors or liquidators
- if yes, full details of the action are enclosed in the annexure marked () of () pages. yes no

5. Are you or have you ever been disqualified from managing corporations under Part 2D.6 or under previous legislation? yes no
- if yes, full details of each disqualification, order or notice are enclosed in the annexure marked () of () pages.

Note 1 If by leave of the Court given under section 206G the applicant is permitted to manage corporations, an office copy of the court order must be annexed, whether or not the order is subject to conditions or limitations.

2 The details required are those that would be required to be disclosed in form 906, if section 1287 applied to the disqualification.

6. Do you or have you ever had a status equivalent to that of an insolvent under administration under the law of a country other than Australia or under the law of an external territory? yes no
- if yes, full details are enclosed in the annexure marked () of () pages.

7. Have you at any time during the three years preceding the date of this Statement been convicted of an offence, other than a traffic offence? yes no
- if yes, full details, including the name of the court and the penalty, are enclosed in the annexure marked () of () pages.

8. Do you have any legal or disciplinary proceedings pending against you that may result in action that would require disclosure under any of the above items? yes no
 if yes, full details are enclosed in the annexure marked () of () pages.

9. In the last three years have you resigned (other than where paragraph 324(8)(c) applies) or been removed from office as an auditor or a liquidator? yes no
 if yes, full details are enclosed in the annexure marked () of () pages.

These details should include

- the type of office (auditor or liquidator)
- whether the manner of ceasing was resignation or removal
- the date of ceasing
- the corporation name and Australian Company Number (if applicable)
- the reason for ceasing

10. List below liquidations conducted since the date of the last statement or the date of your registration whichever is more recent (maximum of 10).
 If a corporation give A.C.N. or A.R.B.N. also.

1	
2	
3	
4	
5	
6	
7	
8	
9	
10	

Signature

This form must be signed by the liquidator.

print name

sign here

date / /

Application for cancellation of registration

- I have ceased to practise as a liquidator and request ASIC to cancel my registration as a liquidator.
- I have ceased to practise as a liquidator of the specified body corporate and request ASIC to cancel my registration as a liquidator of the specified body corporate.

date of ceasing (d/m/y) / /

- I request ASIC to cancel my registration as an official liquidator.

print name

sign here

date / /

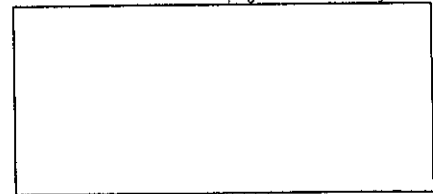
Send to

Australian
Securities & Investments
Commission
PO Box 4000
Gippsland Mail Centre VIC 3841

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- 4 identify the annexure with a mark such as A, B, C, etc
- 5 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title) signed by (insert "me" or "us") and dated.
- 6 sign and date the annexure. The annexure must be signed by the same person(s) who signed the form.
- 7 There must be written on the form: the identifying mark and the number of pages.



ASS.	<input type="checkbox"/>	REQ-A	<input type="checkbox"/>
CASH.	<input type="checkbox"/>	REQ-P	<input type="checkbox"/>
PROC.	<input type="checkbox"/>		

Australian Securities & Investments Commission

form **909**

Notification of
office at which register is kept

Corporations Act 2001
100(1)(d), 172, 271, 1302(4)
601CZC

company name _____

A.C.N. _____

Details of Register

- Register of members
- Register of options
- Register of charges
- Register of holders of debentures
- Register of debenture holders for non-companies

Details of change

- | | | | |
|--|------------------------|---|---|
| <input type="checkbox"/> change from registered office | date of change (d/m/y) | / | / |
| <input type="checkbox"/> change from principal place of business | date of change (d/m/y) | / | / |
| <input type="checkbox"/> change from other address | date of change (d/m/y) | / | / |

Details of other address where changed from:

at the office of

office, level, building name _____

street number & name _____

suburb/city _____

state/territory _____

postcode _____

New address

at the office of

office, level, building name _____

street number & name _____

suburb/city _____

state/territory _____

postcode _____

Does the company occupy these premises? yes no

If NO, name of occupier _____

occupier's consent (Tick box to assent to statement required by subsection 100(1)(d))

- The occupier of the premises has consented in writing to the use of the new address as the place for keeping of the register and has not withdrawn that consent.

Signature

print name _____

capacity _____

sign here _____

date / /

Corporations Act 2001

PENALTY NOTICE

To (insert name of person alleged to have committed offence and, if a corporation, its Australian Company Number or its Australian Registered Body Number)

1. It is alleged that at (insert place) on (insert date) you committed an offence under or in relation to (insert provision under or in relation to which the offence is alleged to have been committed) because you (set out particulars of alleged offence, including description of alleged conduct constituting the offence. Where applicable, include the name and Australia Company Number or Australian Registered Body Number of any corporation in connection with which the offence is alleged to have been committed).

This offence is a prescribed offence.

2. Prescribed penalty: \$

Payable to: (insert name and address of the office of the Australian Securities and Investments Commission)

*3. APPLIES IF THE PENALTY NOTICE RELATES TO AN OFFENCE CONSTITUTED BY A FAILURE TO DO A PARTICULAR ACT OR THING

Take notice that:

- (a) the obligation to (see Note below) continues, despite the service of this notice or the payment of the prescribed penalty; and
 - (b) if, within 21 days after the date of service of this notice, you:
 - (i) pay the prescribed penalty to the authority specified in paragraph 2; and
 - (ii) (see Note below);
 no further action will be taken against you in relation to the offence described in paragraph 1; and
 - (c) if, at the end of 21 days after the date of service of this notice, you:
 - (i) have not paid the prescribed penalty to the authority specified in paragraph 2; or
 - (ii) have not (see Note below);
 proceedings may be instituted against you.
-

*3. APPLIES IF THE PENALTY NOTICE RELATES TO AN OFFENCE OTHER THAN ONE CONSTITUTED BY A FAILURE TO DO A PARTICULAR ACT OR THING

Take notice that if, within 21 days after the date of service of this notice, you pay the prescribed penalty to the authority specified in paragraph 2, no further action will be taken against you in relation to the offence described in paragraph 1.

If, at the end of 21 days after the date of service of this notice, you have not paid the prescribed penalty to the authority specified in paragraph 2, proceedings may be instituted against you.

4. Payment of the penalty is not an admission of liability: see subsection 1313(6).

Given by _____ on behalf of the Australian Securities and Investments Commission at _____ on _____

* Omit if not applicable

Note: insert a description of the particular act or thing that the person allegedly failed to do in committing the alleged offence.

Empty rectangular boxes for stamp or reference.

Australian Securities & Investments Commission

form **911**

Corporations Act 2001

verification or certification of a document

Regulation 1.0.16

corporation name

A.C.N. or A.R.B.N.

Details of the attached document

document title

relevant section or subsection
of the Corporations Act 2001

Signature

I verify that the attached document marked () is the original document.

I certify that the attached document marked () is a true copy of the original document.

print name

capacity

sign here

date / /

Schedule 3 Specified offices

(regulation 6.2.02)

Column 1 Item	Column 2 Office	Column 3 Law	Column 4 Jurisdiction
1	Treasurer		Commonwealth
2	Trustee	Parts IV, X and XI of the <i>Bankruptcy Act 1966</i>	Commonwealth
3	Chairperson of the Australian Securities and Investments Commission	<i>Australian Securities and Investments Commission Act 2001</i>	Commonwealth
4	Deputy Chairperson of the Australian Securities and Investments Commission	<i>Australian Securities and Investments Commission Act 2001</i>	Commonwealth
5	Member of the Australian Securities and Investments Commission	<i>Australian Securities and Investments Commission Act 2001</i>	Commonwealth
6	President of the Corporations and Securities Panel	<i>Australian Securities and Investments Commission Act 2001</i>	Commonwealth
7	Member of the Corporations and Securities Panel	<i>Australian Securities and Investments Commission Act 2001</i>	Commonwealth
8	Treasurer		Western Australia
9	Commissioner for Corporate Affairs		Western Australia
10	Public Trustee	<i>Public Trustee Act 1941</i>	Western Australia
11	Master of the Supreme Court	<i>Supreme Court Act 1935</i>	Western Australia

Column 1 Item	Column 2 Office	Column 3 Law	Column 4 Jurisdiction
12	Registrar of the Supreme Court	<i>Supreme Court Act 1935</i>	Western Australia
13	Treasurer		Victoria
14	Commissioner for Corporate Affairs		Victoria
15	Public Trustee	<i>Public Trustee Act 1958</i>	Victoria
16	Master of the Supreme Court	<i>Supreme Court Act 1958</i>	Victoria
17	Treasurer		New South Wales
18	Public Trustee	<i>Public Trustee Act 1913</i>	New South Wales
19	Master	Division 1 of Part VIII of the <i>Supreme Court Act 1970</i>	New South Wales
20	Supervisor of Loan Fund Companies	<i>Loan Fund Companies Act 1976</i>	New South Wales
21	Protective Commissioner	<i>Mental Health Act 1958</i>	New South Wales
22	Treasurer		Queensland
23	Commissioner for Corporate Affairs		Queensland
24	Public Trustee	<i>Public Trustee Act 1978</i>	Queensland
25	Registrar	Supreme Court Acts 1861-1980	Queensland
26	Treasurer		South Australia
27	Curator of Prisoners Property	<i>Criminal Law Consolidation Act 1935-80</i>	South Australia
28	Public Trustee	<i>Administration and Probate Act 1919-1980</i>	South Australia
29	Master or accountant	Supreme Court Act 1935-1980	South Australia

Column 1 Item	Column 2 Office	Column 3 Law	Column 4 Jurisdiction
30	Administrator	Chapter XLIX of the <i>Criminal Code</i>	Tasmania
31	Treasurer		Tasmania
32	Commissioner for Corporate Affairs		Tasmania
33	Public Trustee	<i>Public Trustee Office Act 1930</i>	Tasmania
34	Registrar of the Supreme Court	<i>Supreme Court Act 1959</i>	Tasmania
35	Treasurer		Australian Capital Territory
36	Public Trustee	<i>Administration and Probate Ordinance 1929 and the Public Trustee Act 1985</i>	Australian Capital Territory
37	Registrar of the Supreme Court	<i>Australian Capital Territory Supreme Court Act 1933</i>	Commonwealth
38	Master of the Supreme Court	<i>Australian Capital Territory Supreme Court Act 1933</i>	Commonwealth
39	Treasurer		Northern Territory
40	Public Trustee	<i>Public Trustee Act 1979</i>	Northern Territory
41	Master of the Supreme Court		Northern Territory
42	Commissioner for Corporate Affairs	<i>Companies (Administration) Act 1986</i>	Northern Territory

Column 1 Item	Column 2 Matter	Column 3 Amount (\$)
	(b) if a register is kept on a computer — for each inspection	a reasonable amount that does not exceed the marginal cost to the company of providing a copy
3A	Supply of copies for: (a) subsection 246G (3) (b) subsection 251B (4) (ba) subsection 253N (4) (c) subsection 271 (4) (d) subsection 812 (3) (e) paragraph 1178 (3) (a);	
	for each page, or part of a page, not exceeding international sheet size A4 of the copy supplied or, at the option of the supplier, for each 100 words or part of 100 words	0.50
4	Payment for each name and address provided under subsection 641 (5)	0.10
5	For compliance with a direction under section 672A	5.00
6	Replacement of lost or destroyed certificate for subsection 1089 (1)	10.00
7	Fee for supply by a responsible entity of a copy of the constitution of a registered scheme under subsection 601GC (4)	10.00

Schedule 5A Financial reporting — Australian banks and life offices

(regulation 2M.6.03)

1 Definitions for Schedule

In this Schedule:

AGM means annual general meeting.

Chapter 2M means Chapter 2M of the Act.

chief entity has the meaning given in section 295 of the Act as in force immediately before the commencement of item 29 of Schedule 3 to the *Company Law Review Act 1998*.

life insurance law means a law of the Commonwealth, except the Act, relating to life insurance.

prescribed corporation means:

- (a) an Australian bank; or
- (b) a life office.

2 Compliance with Chapter 2M — financial reports of Australian banks

If an Australian bank has prepared a financial report in accordance with the Act of the Commonwealth, except the Act, relating to banking, the corporation is taken to have complied with the corresponding provisions of Chapter 2M.

3 Compliance with Chapter 2M — financial reports of life offices

- (1) If a life office has prepared a financial report in accordance with the life insurance law (or with an order made under section 340 or 341 of the Act applying to the report) and the report was:
 - (a) laid before the relevant AGM of the corporation; and

(b) lodged within 3 months of the end of the period to which it relates;

the life office, and its directors and auditors, are not taken to have contravened Chapter 2M only because of the circumstances mentioned in subclause (2).

(2) The circumstances are:

(a) a financial report was not prepared in accordance with Chapter 2M, laid before the relevant AGM of the corporation or lodged; and

(b) an audit report required by that Chapter was not laid before that AGM or lodged.

(3) If the life office does not lay before its AGM financial reports and auditors' reports complying with the life insurance law, the life office must lodge a copy of each of the reports within 4 months of the end of the period to which it relates.

4 Auditors' reports on financial reports of life offices

If the financial report of a life office complies with the life insurance law, sections 307, 308 and 309 of the Act do not apply in relation to the report.

5 Compliance with certain provisions of Chapter 2M — prescribed corporations

(1) This clause applies to a prescribed corporation that has, in accordance with Chapter 2M as modified in its operation by this Schedule, given to its members the documents that it is required to lay before its relevant AGM.

(2) The corporation is not taken to have contravened Division 4 of Part 2M.3 of the Act only because it did not give to its members the financial reports or other documents mentioned in the Division.

(3) However, subclause (1) does not apply in relation to a financial report or other document that must be laid before the AGM under section 317 of the Act.

6 Directors' reports — prescribed corporations that are not chief entities

If a prescribed corporation is not a chief entity in a financial year, subsection 292 (1) of the Act does not require a directors' report for the corporation to be prepared for the year.

7 Compliance with Chapter 2M — financial reports of certain chief entities

- (1) This clause applies to a corporation that, during an accounting period of the corporation:
 - (a) was a chief entity; and
 - (b) controlled another corporation (a *controlled entity*) that was a prescribed corporation at any time in that period.
- (2) The chief entity does not contravene Chapter 2M only because a financial report of the entity does not consolidate a controlled entity that was at any time during the accounting period to which that report relates a prescribed corporation if the report complies with subclause (3).
- (3) A financial report of the chief entity for the accounting period complies with this subclause if the report of the controlled entity for the corresponding accounting period of the controlled entity is attached to the financial report of the chief entity.

Schedule 6 Availability of names

(regulations 2B.6.01, 2B.6.02, 5B.3.01 and 5B.3.02)

Part 1 Rules for ascertaining whether names are identical

6101

In comparing one name with another for paragraph 147 (1) (a) or (b) or 601DC (1) (a) or (b) of the Act, the following matters are to be disregarded:

- (a) the use of the definite or indefinite article as the first word in one or both of those names;
- (b) the use of 'Proprietary', 'Pty', 'Limited', 'Ltd', 'No Liability' or 'NL' in one or both of the names;
- (c) whether a word is in the plural or singular number in one or both names;
- (d) the type, size and case of letters, the size of any numbers or other characters, and any accents, spaces between letters, numbers or characters, and punctuation marks, used in one or both names;
- (e) the fact that one name contains a word or expression in column 2 of the following table and the other name contains an alternative for that word or expression in column 3:

Column 1 Item	Column 2 Word or expression	Column 3 Alternative
1	Australian	Aust
2	Company	Co <i>or</i> Coy
3	Co	Company <i>or</i> Coy
4	Coy	Company <i>or</i> Co
5	Number	No
6	and	&

Column 1	Column 2	Column 3
Item	Word or expression	Alternative
7	Incorporated	Inc
8	Corporation	Corp
9	Australian Company Number	ACN

Part 2 Names unacceptable for registration

6201

For the purposes of this Part, *Games authority* means:

- (a) in relation to a name that suggests a connection with the Summer Games of the Twenty-Seventh Olympiad — the body known as the Sydney Organising Committee for the Olympic Games; and
- (b) in relation to a name that suggests a connection with the Paralympic Games to be held in Sydney in the year 2000:
 - (i) if the application is lodged before the registration of a company to be known as the Sydney Paralympic Organising Committee — the Director-General of the Premier's Department of New South Wales; and
 - (ii) if the application is lodged after the registration of that company — the Sydney Paralympic Organising Committee.

6202

For paragraph 147 (1) (c) or 601DC (1) (c) of the Act, a name is unacceptable for registration, if the name:

- (a) contains:
 - (i) any of the following words:

Olympic	Paralympic
Olympics	Paralympics
Olympiad	Paralympian
Olympian	

- or an abbreviation of any of them; and
- (ii) any of the following expressions:
- | | |
|------------|--------------|
| City | Summer |
| Games | Sydney |
| Gold | Two Thousand |
| Millennium | 2000 |
- or an abbreviation of any of them; or
- (b) contains:
- (i) the word '24th' or 'Twenty-Fourth' or 'XXIVth'; and
- (ii) the word 'Olympic' or 'Olympics' or 'Games'; or
- (c) contains:
- (i) the word '27th' or 'Twenty-Seventh' or 'XXVIIth'; and
- (ii) the word 'Olympiad'; or
- (d) contains the phrase 'Share the Spirit'; or
- (e) contains:
- (i) the word 'Sydney'; and
- (ii) the number '2000' or the words 'Two Thousand'; or
- (f) contains:
- (i) the word 'Gold'; and
- (ii) the number '2000' or the words 'Two Thousand'; or
- (g) contains:
- (i) the word 'Games'; and
- (ii) the number '2000' or the words 'Two Thousand'; or
- (h) contains the phrase 'Games City'; or
- (i) contains the phrase 'Summer Games'; or
- (j) contains the phrase 'Sydney Games'; or
- (k) contains the phrase 'Millennium Games'; or
- (l) contains the phrase 'Gold Games'; or

-
- (m) contains a word or an abbreviation of a word in subparagraph (a) (i) which, in the context in which it is proposed to be used, suggests a connection with:
- (i) the Summer Games of the Twenty-Seventh Olympiad, to be conducted by the body known as the International Olympic Committee; or
 - (ii) the Paralympic Games to be held in Sydney, New South Wales in the year 2000 and to be conducted by the body known as the International Paralympic Committee;
- if that connection does not exist.

6203

For paragraph 147 (1) (c) or 601DC (1) (c) of the Act, a name is unacceptable for registration if the name:

- (a) in the opinion of ASIC, is undesirable, or likely to be offensive to:
 - (i) members of the public; or
 - (ii) members of any section of the public; or
- (b) subject to rule 6204:
 - (i) contains a word or phrase specified in an item in Part 3, or an abbreviation of that word or phrase; or
 - (ii) a word or phrase or an abbreviation having the same or a similar meaning; or
- (c) subject to rule 6205, includes the word 'Commonwealth' or 'Federal'; or
- (d) in the context in which it is proposed to be used, suggests a connection with:
 - (i) the Crown; or
 - (ii) the Commonwealth Government; or
 - (iii) the Government of a State or Territory; or
 - (iv) a municipal or other local authority; or
 - (v) the Government of any other part of the Queen's dominions, possessions or territories; or
 - (vi) a department, authority or instrumentality of the Commonwealth Government; or

- (vii) a department, authority or instrumentality of the Government of a State or Territory; or
- (viii) the government of a foreign country;
if that connection does not exist; or
- (e) in the context in which it is proposed to be used, suggests a connection with:
 - (i) a member of the Royal Family; or
 - (ii) the receipt of Royal patronage; or
 - (iii) an ex-servicemen's organisation; or
 - (iv) Sir Donald Bradman;
if that connection does not exist; or
- (f) in the context in which it is proposed to be used, suggests that the members of an organisation are totally or partially incapacitated if those members are not so affected.

6204

Paragraph 6203 (b) does not apply to:

- (a) item 6309, 6312 or 6318 of Part 3 if a word in any of those items must be included in the name of:
 - (i) a registrable Australian body; or
 - (ii) a registered Australian body;because of the Act under which it is incorporated or registered; and
- (b) item 6314 of Part 3 if the word must be included in the name of:
 - (i) a registrable Australian body; or
 - (ii) a registered Australian body; or
 - (iii) a registered foreign company; or
 - (iv) a foreign company;because of the Act under which it is incorporated or registered.

6205

Paragraph 6203 (c) does not apply if ASIC is satisfied that the word is used in a geographical context.

6206

For paragraph 6202 (m), it is evidence of a connection between a body corporate and:

- (a) the Summer Games of the Twenty-Seventh Olympiad, to be conducted by the body known as the International Olympic Committee; or
- (b) the Paralympic Games to be held in Sydney, New South Wales in the year 2000 and to be conducted by the body known as the International Paralympic Committee;

if an application for registration of a name is accompanied by a certificate in writing by the Games authority stating that the connection exists.

6207

Application under the *Administrative Appeals Tribunal Act 1975* may be made to the Administrative Appeals Tribunal for a review of a decision of the Games authority under rule 6206 not to grant a certificate stating that a connection exists between the body corporate and:

- (a) the Summer Games of the Twenty-Seventh Olympiad, to be conducted by the body known as the International Olympic Committee; or
- (b) the Paralympic Games to be held in Sydney, New South Wales in the year 2000 and to be conducted by the body known as the International Paralympic Committee.

Note Under subsection 367 (4) of the Act, a body corporate can apply to the Minister for consent in writing to register a name that would not otherwise be available to the body corporate.

6208

Rules 6201, 6202, 6206 and 6207 cease to have effect at the end of 31 December 2000.

Part 3 Restricted words and phrases

Column 1	Column 2
Item	Word or phrase
6301	Aboriginal Corporation
6302	Aboriginal Council
6304	Chamber of Commerce
6305	Chamber of Manufactures
6306	Chartered
6307	College of Advanced Education
6308	Consumer
6309	Co-operative
6311	Executor
6312	Friendly Society (other than in relation to the conduct of a financial business)
6313	Guarantee
6314	Incorporated
6315	Institute of Advanced Education
6316	Made in Australia
6317	R.S.L.
6317A	RSL
6318	Starr Bowkett
6319	Stock Exchange
6320	Torres Strait Islander Corporation
6321	Trust
6322	Trustee
6323	University

**Part 4 Consent required to use restricted words
and phrases**

Column 1 Item	Column 2 Word or phrase	Column 3 Minister
6401	Anzac	Minister for Veterans' Affairs
6403	Geneva Cross, Red Crescent, Red Cross, Red Lion and Sun	Minister for Defence
6405	United Nations	Minister for Foreign Affairs

**Part 5 Names relating to financial institutions
for use of which consent is required**

Item	Letters, word or expression	Public authority, instrumentality or agency
6501	ADI	APRA
6502	authorised deposit-taking institution	APRA
6503	bank	APRA
6504	banker	APRA
6505	banking	APRA
6506	building society	APRA
6507	credit society	APRA
6508	credit union	APRA
6509	friendly society (in relation to the conduct of a financial business)	APRA

Schedule 7 Exemptions from requirements to set out certain corporate particulars

(regulations 2B.6.03 and 5B.3.03)

7001 Definitions for Schedule 7

In this Schedule:

IATA means the International Air Transport Association.

IATA body means a company, registered Australian body or registered foreign company that is a member of IATA, or participates in the program conducted by IATA known as BSP Australia.

relevant information means the information that is required under subsection 153 (2), or paragraph 601DE (1) (b), (c) or (d), of the Act to be set out on a public document or negotiable instrument.

7002 Exemption for certain IATA documents

An IATA Body is exempt from the requirement to set out the relevant information on a document if:

- (a) it is a document of one of the following kinds:
 - (i) passenger ticket and baggage check;
 - (ii) excess baggage ticket;
 - (iii) agency credit or debit memo;
 - (iv) credit card charge form;
 - (v) miscellaneous charges order;
 - (vi) stopover voucher;
 - (vii) air waybill; and
- (b) either:
 - (i) it is in a form sponsored by IATA; or
 - (ii) it is required by IATA to be used by IATA bodies;or

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- (iii) it is a document printed outside Australia exclusively for use, outside Australia, by or on behalf of that particular IATA body.

7003 Exemption for bills of lading and sea waybills

The following companies, registered Australian bodies and registered foreign companies are exempt from the requirement to set out the relevant information on a bill of lading or sea waybill:

- (a) Austrident Shipping Agency Pty Ltd;
- (b) ANL Limited;
- (c) Bakke-WA Pty Limited;
- (d) Blue Star Line Limited;
- (e) Blue Star PACE Limited;
- (f) CSR Limited;
- (g) Dalgety Australia Operations Limited;
- (h) Five Star Shipping & Agency Company Pty Ltd;
- (i) Jepsens International (Australia) Pty Ltd;
- (j) 'K' Line (Australia) Pty Limited;
- (k) Nedlloyd Australia Pty Ltd;
- (l) OOCL (Australia) Pty Limited;
- (m) Opal Maritime Agencies Pty Limited;
- (n) Patrick Sleigh Shipping Agencies Pty Limited;
- (o) Tasman Express Line Limited;
- (p) Wilhelmsen Lines Australia Pty Ltd;
- (q) Wills Shipping Pty Limited.

7004 Exemptions — quotation of ACNs and ARBNs

- (1) A company is exempt from the requirement to set out the relevant information on a public document, or a negotiable instrument, of the company if:
 - (a) the company is registered on the Australian Business Register; and

- (b) the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ACN; and
 - (c) 'Australian Business Number' or 'ABN' is displayed with the name of the company, or with 1 of the references to that name:
 - (i) in the case of a document or instrument in which the name appears on only 1 page — on that page; and
 - (ii) in the case of a document or instrument in which the name appears on 2 or more pages — on the first of those pages.
- (2) A registered Australian body or registered foreign body is exempt from the requirement to set out information mentioned in paragraph 601DE (1) (b) and subsection 601DE (2) of the Act on a public document, or a negotiable instrument, of the registered body or foreign company if:
- (a) the body or company is also registered on the Australian Business Register; and
 - (b) the last 9 digits of its ABN are the same, and in the same order, as the last 9 digits of its ARBN; and
 - (c) 'Australian Business Number' or 'ABN' is displayed with the name of the body or company, or with 1 of the references to that name:
 - (i) in the case of a document or instrument in which the name appears on only 1 page — on that page; and
 - (ii) in the case of a document or instrument in which the name appears on 2 or more pages — on the first of those pages.

Schedule 8 Schemes of arrangement under Part 5.1 of the Act

(regulation 5.1.01)

Chapter 5 External administration

Part 1 Interpretation and application

8101 In this Schedule:

internal creditor means:

- (a) a creditor who is a member of the company; or
- (b) a relative or spouse of a member; or
- (c) a relative of the spouse of a member.

Scheme means the proposed compromise or arrangement.

scheme creditors means the creditors or class of creditors of a company, to whom the Scheme would apply.

scheme members means the members or class of members of a company, to whom the Scheme would apply.

8102 This Schedule applies to a Part 5.1 body that is not a company as if:

- (a) references to a company were references to a Part 5.1 body that is not a company; and
- (b) references to a director were references to an office bearer, committee member or other office holder of the body; and
- (c) references to entitlements to voting shares were references to an ability to exercise a percentage of the total votes that could be exercised by members of the body.

**Part 2 Prescribed information relating to
proposed compromise or arrangement
with creditors or class of creditors**

- 8201** The statement must set out:
- (a) the expected dividend that would be available to scheme creditors if the company were to be wound up within 6 months after the date of the hearing of the application to the Court for an order under subsections 411 (1) and (1A) of the Act; and
 - (b) if a composition of debts is proposed — the expected dividend that would be paid to scheme creditors if the Scheme were put into effect as proposed; and
 - (c) a list of the names of all known scheme creditors and the debts owed to those creditors; and
 - (d) if a scheme creditor is known to be a guaranteed creditor — the name of the creditor and the amount of the debt owed; and
 - (e) if a scheme creditor is known to be an internal creditor — the name of the creditor and the amount of the debt owed.
- 8202** The statement must contain a statement that an order under subsections 411 (1) and (1A) of the Act is not an endorsement of, or any other expression of opinion on, the Scheme.
- 8203** The statement must contain or have annexed to it:
- (a) a report on the affairs of the company in accordance with Form 507, showing the financial position of the company as at a day within one month of the date on which it is intended to apply to the Court for an order under subsections 411 (1) and (1A) of the Act;
 - (b) a copy, certified by a director or by a secretary of the company to be a true copy, of all financial statements, required to be lodged with the ASC by the company, together with a copy of every document required by law to be annexed to the financial statements;

- (c) if the company the subject of the Scheme is a trustee, a statement:
 - (i) of the number of trusts administered by the trustee; and
 - (ii) whether the trustee carries on any business separate from that of the trust; and
 - (iii) how the scheme creditors may obtain a copy of the relevant trust deed, free of charge, prior to the date of the meeting; and
- (d) if the person (if any) who would be appointed to manage the Scheme proposes to charge for his or her services and for the services of his or her staff in accordance with a particular scale of charges, that scale of charges.

Part 3 Prescribed information relating to proposed compromise or arrangement with members or a class of members

8301 The statement must set out:

- (a) unless the company the subject of the Scheme is in the course of being wound up or is under official management, in relation to each director of the company:
 - (i) whether the director recommends the acceptance of the Scheme or recommends against acceptance and, in either case, his or her reasons for so recommending; or
 - (ii) if the director is not available to consider the Scheme — that the director is not so available and the cause of his or her not being available; or
 - (iii) in any other case — that the director does not desire to make, or does not consider himself or herself justified in making, a recommendation and, if the director so requires, his or her reasons for not wishing to do so; or

- (b) if the company is in the course of being wound up or is under official management — in relation to each liquidator or each official manager:
 - (i) whether he or she recommends acceptance of the Scheme or recommends against acceptance and, in either case, his or her reasons for so recommending; or
 - (ii) in any other case — that the liquidator or official manager does not wish to make a recommendation and his or her reasons for not wishing to do so.

8302 The statement must set out:

- (a) the number, description and amount of marketable securities of the company the subject of the Scheme held by or on behalf of each director of the company or, if none are held by or on behalf of a director, a statement to that effect; and
- (b) for each director of the company by whom or on whose behalf shares in that company are held, whether:
 - (i) the director intends to vote in favour of, or against, the Scheme; or
 - (ii) the director has not decided whether he or she will vote in favour of, or against, the Scheme; and
- (c) if the other party to the proposed reconstruction or amalgamation is, or includes, a corporation, whether any marketable securities of the corporation are held by, or on behalf of, any director of the company the subject of the Scheme and, if so, the number, description and amount of those marketable securities; and
- (d) particulars of any payment or other benefit that is proposed to:
 - (i) be made or given to any director, secretary or executive officer of the company the subject of the Scheme as compensation for loss of, or as consideration for or in connection with his or her retirement from, office in that company or in a related body corporate; or
 - (ii) be made or given to any director, secretary or executive officer of any related body corporate as

compensation for the loss of, or as consideration for or in connection with his or her retirement from, office in that body corporate or in the company the subject of the Scheme; and

- (e) if there is any other agreement or arrangement made between a director of the company the subject of the Scheme and another person in connection with or conditional on the outcome of the Scheme — particulars of the agreement or arrangement; and
- (f) if the object of the Scheme is for a corporation to acquire control of another corporation that is a company, particulars of the nature and extent of any interest of a director of that company in any contract entered into by the corporation seeking control; and
- (g) if the shares of the company the subject of the Scheme are not granted official quotation on a securities exchange, all the information that the company has as to the number of shares that have been sold in the 6 months immediately before the date on which the statement is lodged, the amount of those shares and the prices at which they were sold; and
- (h) whether, within the knowledge of the directors of the company the subject of the Scheme, or, if the company is in liquidation or under official management, the knowledge of the liquidator or the official manager, the financial position of the company has materially changed since the date of the last balance sheet laid before the company in general meeting or sent to shareholders in accordance with section 314 or 317 of the Act and, if so, full particulars of any change; and
- (i) any other information material to the making of a decision in relation to the Scheme, being information that is within the knowledge of any director, liquidator or official manager of a company the subject of the Scheme or of a related company and that has not previously been disclosed to the Scheme members.

- 8303** If:
- (a) the other party to the proposed reconstruction or amalgamation of the company the subject of the Scheme has a prescribed shareholding in the company; or
 - (b) a director of any corporation that is the other party to the proposed reconstruction or amalgamation is a director of a company the subject of the Scheme;

the statement must be accompanied by a copy of a report made by an expert who is not associated with the corporation that is the other party, stating whether or not, in his or her opinion, the proposed Scheme is in the best interest of the members of the company the subject of the Scheme and setting out his or her reasons for that opinion.

- 8304** If the company the subject of the Scheme obtains 2 or more reports, each of which could be used for clause 3, the statement must be accompanied by a copy of each report.

- 8305** If:
- (a) the company the subject of the Scheme obtains a report for clause 3; and
 - (b) the report contains:
 - (i) a forecast of the profits or profitability of the company; or
 - (ii) a statement that the market value of an asset or assets of the company or of a related body corporate differs from an amount at which the value of the asset or assets is shown in the books of the company or the related body corporate;

that report must not accompany the statement except with the consent in writing of ASIC and in accordance with such conditions (if any) as are stated by ASIC.

- 8306** For clause 3:
- (a) a person has a prescribed shareholding in a company if he or she is entitled to not less than 30% of the voting shares in the company; and

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- (b) a person has a prescribed shareholding in a company in which the voting shares are divided into 2 or more classes of shares, if he or she is entitled to not less than 30% of the shares in one of those classes.

8307 If the consideration to be offered to scheme members consists, in whole or in part, of marketable securities issued, or to be issued, by a corporation, the statement must set out the formula to be applied to find out the number of marketable securities to be issued to each scheme member, and the basis on which that formula was developed.

8308 If marketable securities of the same class as those mentioned in clause 7 are granted official quotation on a securities exchange, the statement must state the fact, specify the securities exchange concerned, and set out:

- (a) the latest recorded sale price before the date on which the statement is lodged for registration; and
- (b) the highest and lowest recorded sale prices during the 3 months immediately before that date and the dates of the relevant sales; and
- (c) if the Scheme has been the subject of a public announcement in newspapers or by any other means before the statement has been registered by ASIC — the latest recorded sale price immediately before the public announcement.

8309(1) If the marketable securities mentioned in clause 8 are granted official quotation on more than one securities exchange, it is sufficient compliance with paragraphs 8 (a) and (c) if information on the marketable securities is given for the securities exchange at which there has been the greatest number of recorded dealings in the securities in the 3 months immediately before the date on which the statement is lodged for registration.

- (2) If the securities have not been granted official quotation on a securities exchange, the statement must set out all the information that a director, liquidator or official manager of the company the subject of the Scheme or of a related body corporate has about the number of securities that have been

sold in the 3 months immediately before the date on which the explanatory statement was prepared and the price of those securities or, if that information or any part of that information cannot be ascertained, a statement to that effect.

- 8310** The statement must set out particulars of the intentions of the directors of the company the subject of the Scheme regarding:
- (a) the continuation of the business of the company or, if the undertaking, or any part of the undertaking, of a company is to be transferred, how that undertaking or part is to be conducted in the future; and
 - (b) any major changes to be made to the business of the company, including any redeployment of the fixed assets of the company; and
 - (c) the future employment of the present employees of the company.

**Part 4 Prescribed information relating to
proposed compromise or arrangement
with members or class of members for
transfer to a trustee**

- 8401** The statement must set out:
- (a) in detail, the basis on which units in the unit trust are to be issued to scheme members; and
 - (b) if the issue of units in the unit trust is based on the asset backing of shares held by scheme members — full valuation details of those assets.
- 8402** A copy of the trust deed must be annexed, or set out in a schedule, to the statement.
- 8403** If the effect of the proposed compromise or arrangement will be the merger of 2 companies without substantial common membership, the explanatory statement must, so far as practicable, state the matters, and be accompanied by the documents and reports, mentioned in Part 3.

Schedule 8A Deed of company arrangement — prescribed provisions

(regulation 5.3A.06)

1 Administrator deemed agent of company

In exercising the powers conferred by this deed and carrying out the duties arising under this deed, the administrator is taken to act as agent for and on behalf of the company.

2 Powers of administrator

For the purpose only of administering this deed, the administrator has the following powers:

- (a) to enter upon or take possession of the property of the company;
- (b) to lease or let on hire property of the company;
- (c) to grant options over property of the company on such conditions as the administrator thinks fit;
- (d) to insure property of the company;
- (e) to repair, renew or enlarge property of the company;
- (f) to call in, collect or convert into money the property of the company;
- (g) to administer the assets available for the payment of claims of creditors in accordance with the provisions of this deed;
- (h) to purchase, hire, lease or otherwise acquire any property or interest in property from any person or corporation;
- (i) to borrow or raise money, whether secured upon any or all of the assets of the company or unsecured, for any period on such terms as the administrator thinks fit and whether in substitution for any existing security or otherwise;

- (j) to bring, prosecute and defend in the name and on behalf of the company or in the name of the administrator any actions, suits or proceedings;
- (k) to refer to arbitration any question affecting the company;
- (l) to make payments to any secured creditor of the company and any person who is the owner or lessor of property possessed used or occupied by the company;
- (m) to convene and hold meetings of the members or creditors of the company for any purpose the administrator thinks fit;
- (n) to make interim or other distributions of the proceeds of the realisation of the assets available for the payment of claims of creditors as provided in this deed;
- (o) to appoint agents to do any business or to attend to any matter or affairs of the company that the administrator is unable to do, or that it is unreasonable to expect the administrator to do, in person;
- (p) to engage or discharge employees on behalf of the company;
- (q) to appoint a solicitor, accountant or other professionally qualified person to assist the administrator;
- (r) to permit any person authorised by the administrator to operate any account in the name of the company;
- (s) to sell, call in or convert into money any of the property of the company, to apply the money in accordance with this deed and otherwise effectively and properly to carry out his or her duties as administrator;
- (t) to do all acts and execute in the name and on behalf of the company all deeds, receipts and other documents, using the company's common or official seal when necessary;
- (u) subject to the *Bankruptcy Act 1966*, to prove in the bankruptcy of any contributory or debtor of the company or under any deed executed under that Act;
- (v) subject to the Act, to prove in the winding up of any contributory or debtor of the company or under any scheme of arrangement entered into, or deed of company arrangement executed, under the Act;

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- (w) to draw, accept, make or endorse any bill of exchange or promissory note in the name and on behalf of the company;
 - (x) to take out letters of administration of the estate of a deceased contributory or debtor, and do any other act necessary for obtaining payment of any money due from a contributory or debtor, or the estate of a contributory or debtor, that cannot be conveniently done in the name of the company;
 - (y) to bring or defend an application for the winding up of the company;
 - (z) to carry on the business of the company on such terms and conditions and for such purposes and times and in such manner as the administrator thinks fit subject only to the limitations imposed by this deed;
 - (za) to sell any or all of the property of the company including the whole of the business or undertaking of the company at any time the administrator thinks fit, either by public auction or by private contract and either for a lump sum or for a sum payable by instalments or for a sum on account and to obtain a mortgage charge or encumbrance for the balance or otherwise;
 - (zb) to close down the whole or any part of any business of the company;
 - (zc) to enter into and complete any contract for the sale of shares in the company;
 - (zd) to compromise any debts or claims brought by or against the company on such terms as the administrator thinks fit and to take security for the discharge of any debt forming part of the property of the company;
 - (ze) to pay any class of creditors in full, subject to Subdivision D of Division 6 of Part 5.6 of the Act;
 - (zf) to do anything that is incidental to exercising a power set out in this clause;
 - (zg) to do anything else that is necessary or convenient for the purpose of administering this deed.

3 Termination of deed where arrangement fails

If the administrator or the committee of inspection determines that it is no longer practicable or desirable either to continue to carry on the business of the company or to implement this deed, the administrator:

- (a) may cease to carry on the business of the company except so far as is necessary for the beneficial winding up of the company;
- (b) must summon a meeting of creditors for the purpose of passing a resolution under section 445C (b) of the Act; and
- (c) must forward to each creditor not less than 14 days prior to the meeting an up-to-date report as to the position of the company accompanied by such financial statements as the administrator thinks fit, together with a statement that he or she does not think it practicable or desirable to carry on the business of the company or to continue this deed and that this deed will be terminated if the company's creditors resolve.

4 Priority

The administrator must apply the property of the company coming under his or her control under this deed in the order of priority specified in section 556 of the Act.

5 Discharge of debts

The creditors must accept their entitlements under this deed in full satisfaction and complete discharge of all debts or claims which they have or claim to have against the company as at the day when the administration began and each of them will, if called upon to do so, execute and deliver to the company such forms of release of any such claim as the administrator requires.

6 Claims extinguished

If the administrator has paid to the creditors their full entitlements under this deed, all debts or claims, present or future, actual or contingent, due or which may become due by

the company as a result of anything done or omitted by or on behalf of the company before the day when the administration began and each claim against the company as a result of anything done or omitted by or on behalf of the company before the day when the administration began is extinguished.

7 Bar to creditors' claims

Subject to section 444D of the Act this deed may be pleaded by the company against any creditor in bar of any debt or claim that is admissible under this deed and a creditor (whether the creditor's debt or claim is or is not admitted or established under this deed) must not, before the termination of this deed:

- (a) take or concur in the taking of any step to wind up the company; or
- (b) except for the purpose and to the extent provided in this deed, institute or prosecute any legal proceedings in relation to any debt incurred or alleged to have been incurred by the company before the day when the administration began; or
- (c) take any further step (including any step by way of legal or equitable execution) in any proceedings pending against or in relation to the company at the day when the administration began; or
- (d) exercise any right of set-off or cross-action to which the creditor would not have been entitled had the company been wound up at the day when the administration began; or
- (e) commence or take any further step in any arbitration against the company or to which the company is a party.

8 Making claims

Subdivisions A, B, C and E of Division 6 of Part 5.6 of the Act apply to claims made under this deed as if the references to the liquidator were references to the administrator of this deed.

9 Meetings

Regulations 5.6.12 to 5.6.36A of the Corporations Regulations apply, with such modifications as are necessary, to meetings of creditors or of the committee of inspection held under this deed as if the references to ‘the liquidator’, ‘the liquidator or provisional liquidator’, ‘the liquidator, provisional liquidator or chairperson’ or ‘a liquidator, provisional liquidator or trustee for debenture holders’, as the case may be, were references to the administrator of this deed.

10 Lodging of accounts

Sections 432 and 434 of the Act apply to the administrator as if the reference to a controller were a reference to the administrator of this deed.

11 Committee of inspection

For the purpose of advising and assisting the administrator of this deed, there must be a committee of inspection (the *committee*) to which the following rules apply:

- (a) the committee must consist of at least 3 and not more than 5 members;
- (b) the creditors must appoint the members in a general meeting;
- (c) a creditor is not entitled to have more than one representative (including the creditor himself or herself, if a natural person) on the committee;
- (d) minutes of all resolutions and proceedings of each meeting of the committee must be made and duly entered in books to be provided from time to time for that purpose by the administrator under this deed;
- (e) if the minutes of a meeting purport to be signed by the chairperson of the meeting at which the resolutions were passed or proceedings taken or by the chairperson of the next meeting of the committee, the minutes are *prima facie* evidence of the matters contained in them;
- (f) unless the contrary is proved, the meeting is taken to have been duly had and convened and all resolutions passed and

proceedings taken at the meeting are taken to have been duly passed and taken;

- (g) a corporation (being otherwise qualified for membership of the committee) is not entitled to be a member of the committee but may appoint a person to represent it on the committee;
- (h) subsection 548 (3) and sections 549, 550 and 551 of the Act apply, with such modifications as are necessary, to a committee of inspection established under this deed as if the references to the liquidator were references to the administrator of this deed and the references to contributories were deleted.

12 Termination of deed where arrangement achieves purpose

If the administrator has applied all of the proceeds of the realisation of the assets available for the payment of creditors or has paid to the creditors the sum of 100 cents in the dollar or any lesser sum determined by the creditors at a general meeting, the administrator must certify to that effect in writing and must within 28 days lodge with ASIC a notice of termination of this deed in the following form:

‘X PTY LIMITED

I, *(insert name and address)* as administrator of the deed of company arrangement executed on *(insert date)*, CERTIFY that the deed has been wholly effectuated.’,

and the execution of the notice terminates this deed, but nothing in this clause relieves the administrator of his or her obligations under clause 10 of this deed.

Schedule 9 Authorised trustee corporations

(regulation 7.1.01)

Column 1 Item	Column 2 Authorised trustee corporations
1	ANZ Executors Nominees Limited
2	ANZ Executors Nominees (N.S.W.) Limited
3	ANZ Executors & Trustee Company Limited
4	ANZ Executors & Trustee Company (Canberra) Limited
5	ANZ Executors & Trustee Company (South Australia) Limited
5A	Tower Trust Limited
6	Bagot's Executor and Trustee Company Limited
7	Bank of New South Wales Nominees Pty Limited
8	Burns Philp Trustee Company (Canberra) Limited
9	Burns Philp Trustee Company Limited
9A	CHESS Depository Nominees Pty Limited
10	Commercial Nominees Pty Limited
11	Eagle Star Trustees Limited
12	Executor Trustee Australia Limited
14A	Guardian Trust Australia Limited
15	Hunter Nominees Pty Limited
15AA	IOOF Australia Trustees Limited
15AB	IOOF Australia Trustees (N.S.W.) Limited
15A	Inteq Custodians Limited
16	National Australia Trustees Limited
17	AXA Trustees Limited
18	National Nominees Limited
19	P.T.A. Nominees Limited
19A	Permanent Custodians Limited
19B	Permanent Depository Limited
19C	Permanent Nominees (Aust.) Limited

Column 1	Column 2
Item	Authorised trustee corporations
19D	Permanent Trustee Australia Limited
20	Permanent Trustee Company Limited
22	Permanent Trustee Company (Canberra) Limited
23	Perpetual Nominees Limited
24	Perpetual Trustee Company (Canberra) Limited
25	Perpetual Trustee Company Limited
26	Perpetual Trustees and National Executors of Tasmania Limited
27	Perpetual Trustees Australia Limited
28	Perpetual Trustees (W.A.) Limited
29	Perpetual Trustees Queensland Limited
30	Public Trustee of Queensland
31	Public Trustee of South Australia
32	Public Trustee of New South Wales
33	Public Trustee of Tasmania
34	State Street Australia Limited
35	State Trust Corporation of Victoria
36	Public Trustee of Western Australia
37	Public Trustee for the Australian Capital Territory
38	Public Trustee for the Northern Territory under the Public Trustee Act 1979 of the Northern Territory
40	Sandhurst Trustees Limited
41	Sepon (Australia) Pty. Limited
41A	Superannuation Nominees Pty Limited
42	TEA (1983) Limited
43	Tasmanian Permanent Executors and Equity Trustees Limited
44	The Equity Trustees Company of Tasmania Limited
45	The Equity Trustees Executors and Agency Company Limited
46	The Perpetual Executors and Trustees Association of Australia Limited
47	The Union Fidelity Trustee Company of Australia Limited
47A	Trustees of Western Australia Limited
48	Union Trustee Company (Canberra) Limited

Column 1	Column 2
Item	Authorised trustee corporations
49	Westpac Custodian Nominees Limited
50	Winchcombe Carson Trustee Company (Canberra) Limited.

Schedule 11 Recognised futures exchanges

(regulation 8.2.02)

Column 1 Item	Column 2 Futures Exchange
1	Austrian Futures and Options Exchange (ÖTOB)
2	Belgium Futures and Options Exchange (BELFOX)
3	Board of Trade of the City of Chicago (CBOT)
4	Board of Trade of Kansas City, Missouri, Inc. (KCBT)
4A	Bolsa de Derivados do Porto (The Portuguese Futures and Options Exchange) (BDP)
5	Bolsa de Mercadorias & Futuros (Commodities & Futures Exchange, Brazil) (BM & F)
5A	Cantor Financial Futures Exchange (CFFE)
6	Chicago Mercantile Exchange (CME)
7	Coffee, Sugar and Cocoa Exchange, Inc. (CSCE)
8	Commodity Exchange Inc. (COMEX)
9	Copenhagen Stock Exchange (including FUTOP Clearing Centre (FUTOP))
10	Eurex Deutschland
10A	Eurex Zurich
11	European Options Exchange (EOE)
12	Financial Futures Exchange Barcelona (MEFF-RF)
13	Financial Futures Exchange Madrid (MEFF-RV)
14	Financiele Termijnmarkt Amsterdam N.V. (Financial Futures Market Amsterdam) (FTA)
14A	Helsinki Securities and Derivatives Exchange, Clearing House Limited
15	Hong Kong Futures Exchange Ltd (HKFE)

Column 1 Item	Column 2 Futures Exchange
16	The International Petroleum Exchange of London Ltd. (IPE)
17	Italian Futures Exchange (MIF)
18	Italian Stock Exchange
18A	Korea Stock Exchange (KSE)
18B	Kuala Lumpur Commodity Exchange (KLCE)
18C	Kuala Lumpur Options and Financial Futures Exchange (KLOFFE)
19	The London International Financial Futures Exchange Ltd. (LIFFE)
20	The London Securities and Derivatives Exchange Limited (OMLX)
20A	Malaysia Monetary Exchange (MME)
21	Marché à Terme International de France (The French International Futures Market) (MATIF)
22	Marché des Options Négociables de Paris (Paris Traded Options Market) (MONEP)
23	Mercados de Futuros Financieros, SA (Spanish Financial Futures Market) (MEFFSA)
24	The Metal Market and Exchange Company Ltd. (London Metal Exchange) (LME)
25	Mid America Commodity Exchange (MIDAM)
26	Minneapolis Grain Exchange (MGE)
27	The Montreal Exchange (ME)
28	New York Cotton Exchange (NCE)
29	New York Futures Exchange, Inc. (NYFE)
30	New York Mercantile Exchange (NYMEX)
31	New Zealand Futures & Options Exchange Ltd. (NZFOE)
32	OM Stockholm AB (OMS)
33	Osaka Securities Exchange (OSE)
34	Oslo Stock Exchange (OSLO)
35	Philadelphia Stock Exchange (PHLX)
36	Philadelphia Board of Trade (PBOT)

Column 1 Item	Column 2 Futures Exchange
37	Singapore Commodity Exchange Limited (SICOM)
38	The Singapore International Monetary Exchange Limited (SIMEX)
39	South African Futures Exchange (SAFEX)
41	Tokyo Commodity Exchange for Industry (TOCOM)
42	Tokyo Grain Exchange (TGE)
43	Tokyo International Futures Exchange (TIFFE)
44	Tokyo Stock Exchange (TSE)
45	The Toronto Futures Exchange (TFE)
46	The Winnipeg Commodity Exchange (WCE)

Schedule 12 ASIC transitional standards

(regulation 12.7.01)

1. The following provisions of Book 3 of the Prudential Notes and Prudential Standards issued by AFIC under Part 4 of the AFIC Code of a State or Territory, as in force immediately before the transfer date:
 - (a) the modification of the accounting standard known as Accounting Standard AASB 1032 (published in the *Gazette* on 12 December 1996) by Prudential Standard 3.3.1, except the definition of *deposits* added to the accounting standard by the Prudential Standard;
 - (b) Prudential Standard 3.5.4;
 - (c) Prudential Standard 3.5.5;
 - (d) Prudential Standard 3.7.1;
 - (e) Prudential Standard 3.7.4;
 - (f) Prudential Standard 3.7.5.
2. The following provisions of Book 4 of the Prudential Notes and Prudential Standards issued by AFIC under Part 4 of the AFIC Code of a State or Territory, as in force immediately before the transfer date:
 - (a) the modification of the accounting standard known Accounting Standard AASB 1032 (published in the *Gazette* on 12 December 1996) by Prudential Standard 4.3.1, except the definition of *deposits* added to the accounting standard by the Prudential Standard;
 - (b) Prudential Standard 4.7.1;
 - (c) Prudential Standard 4.7.4;
 - (d) Prudential Standard 4.7.5.
3. The following provisions of Book 5 of the Prudential Notes and Prudential Standards issued by AFIC under Part 4 of the AFIC Code of a State or Territory, as in force immediately before the transfer date:
 - (a) Prudential Standard 5.5.1;

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- (b) Prudential Standard 5.5.3;
 - (c) Prudential Standard 5.5.4.
4. The following provisions of Book 6 of the Prudential Notes and Prudential Standards issued by AFIC under Part 4 of the AFIC Code of a State or Territory, as in force immediately before the transfer date:
- (a) Prudential Standard 6.7.2;
 - (b) Prudential Standard 6.7.4;
 - (c) Prudential Standard 6.7.5;
 - (d) Prudential Standard 6.8.3.

Note

1. Notified in the *Commonwealth of Australia Gazette* on / 2001. 13 July