



Corporations Amendment Regulations 2003 (No. 6)¹

Statutory Rules 2003 No. 194²

I, GUY STEPHEN MONTAGUE GREEN, Administrator of the Commonwealth of Australia, acting with the advice of the Federal Executive Council, make the following Regulations under the *Corporations Act 2001*.

Dated 30 July 2003

G. S. M. GREEN
Administrator

By His Excellency's Command

IAN CAMPBELL
Parliamentary Secretary to the Treasurer

1 Name of Regulations

These Regulations are the *Corporations Amendment Regulations 2003 (No. 6)*.

2 Commencement

These Regulations commence on 1 August 2003.

3 Amendment of *Corporations Regulations 2001*

Schedule 1 amends the *Corporations Regulations 2001*.

Schedule 1 Amendments

(regulation 3)

[1] Paragraph 1.0.05 (2) (a)

omit

, except section 348 or 349,

[2] After Chapter 2M

insert

Chapter 2N Updating ASIC information about companies and registered schemes

Part 2N.2 Extract of particulars

2N.2.01 Particulars ASIC may require in an extract of particulars (Act s 346B)

- (1) For section 346B of the Act, the following particulars are prescribed for a company:
 - (a) ACN;
 - (b) name;
 - (c) address of registered office;
 - (d) address of principal place of business in this jurisdiction;
 - (e) for each director and company secretary:
 - (i) the person's name; and
 - (ii) the person's usual residential address, or, if the person is entitled to have an alternative address under subsection 205D (2) of the Act, that alternative address; and
 - (iii) the person's date and place of birth;
 - (f) the date of appointment or cessation of each director, secretary or alternate director;
 - (g) for issued shares:
 - (i) the classes into which the shares are divided; and
 - (ii) for each class of share issued:
 - (A) the number of shares in the class; and

- (B) the total amount paid up for the class; and
 - (C) the total amount unpaid for the class;
 - (h) the names and addresses of:
 - (i) if the company has 20 or fewer members — all members; or
 - (ii) if the company has more than 20 members — the top 20 members in each class;
 - (i) if the company has a share capital:
 - (i) the total number of shares in each class held by each of the members mentioned in paragraph (h); and
 - (ii) whether or not the shares are fully paid; and
 - (iii) unless the company is a listed corporation — whether or not the shares are beneficially owned;
 - (j) for the ultimate holding company:
 - (i) its name; and
 - (ii) either:
 - (A) its ACN or ARBN if registered in this jurisdiction; or
 - (B) the place at which it was incorporated or formed if not registered in this jurisdiction.
- (2) For section 346B of the Act, the following particulars are prescribed for a registered scheme:
- (a) registration number;
 - (b) name;
 - (c) name and ACN of the responsible entity;
 - (d) if the scheme is a managed investment scheme that is a unit trust:
 - (i) issued interests in the scheme; and
 - (ii) the classes into which the interests are divided; and
 - (iii) for each class of interest issued:
 - (A) the number of interests in the class; and
 - (B) the total amount paid up for the class; and
 - (C) the total amount unpaid for the class;

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- (e) if the scheme is a managed investment scheme that is not a unit trust:
 - (i) issued interests in the scheme; and
 - (ii) a description of the nature of the interests (for example, interest in a limited partnership, right to participate in a timesharing scheme); and
 - (iii) the number of the interests; and
 - (iv) the total amount paid for the interests; and
 - (v) the total amount unpaid for the interests;
 - (f) the names and addresses of:
 - (i) if the scheme has 20 or fewer interest holders — all interest holders; or
 - (ii) if the scheme has more than 20 interest holders — the top 20 interest holders in each class;
 - (g) for each interest holder mentioned in paragraph (f):
 - (i) the total number of interests in each class held; and
 - (ii) whether or not the interests are fully paid.

Note Under section 346B of the Act, ASIC may require a company or responsible entity to provide a prescribed particular in response to an extract of particulars given by ASIC under section 346A.

Part 2N.4 Return of particulars

2N.4.01 Particulars ASIC may require in a return of particulars (Act s 348B)

For section 348B of the Act, the following particulars are prescribed:

- (a) the personal details of a director, secretary or alternate director mentioned in subsection 205B (3) of the Act;
- (b) the date of appointment or cessation of a director, secretary or alternate director;
- (c) the date of change of name or change of address of a director, secretary or alternate director;
- (d) evidence that a specified person is (or is not) a director, secretary or alternate director;

- (e) completion of a declaration indicating that the company is a special purpose company within the meaning of regulation 3 of the *Corporations (Review Fees) Regulations 2003*;
- (f) the name of the ultimate holding company;
- (g) the date on which a company became, or ceased to be, the ultimate holding company;
- (h) the previous name, or the new name, of the ultimate holding company;
- (i) the date of issue, cancellation, or transfer of shares;
- (j) the date of any change to amounts paid on shares;
- (k) a statement of whether or not shares for one or more members are beneficially owned;
- (l) the date of any change to beneficial ownership of shares;
- (m) any of the following information from the share structure table for a class of share:
 - (i) the share class code;
 - (ii) the full title of the class of share;
 - (iii) the total number of shares in the class that have been issued;
 - (iv) the total amount paid for shares in the class;
 - (v) the total amount unpaid for shares in the class;
- (n) the date on which a new member's name was entered in the register of members;
- (o) a statement that the company is:
 - (i) a small proprietary company mentioned in subsection 45A (2) of the Act; or
 - (ii) a large proprietary company mentioned in subsection 45A (3) of the Act; or
 - (iii) a foreign controlled small proprietary company mentioned in paragraph 292 (2) (b) of the Act;
- (p) a statement that the company is listed (or not listed) on a financial market, and the name of the financial market (if any);
- (q) the new name of the responsible entity in relation to a managed investment scheme;

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- (r) a statement of whether the company or registered scheme complies with subsection 348C (2) or (3) of the Act;
 - (s) information that a company is required to provide under subsection 142 (2), 146 (1), 205B (1) or (4), 254X (1) or 319 (1) of the Act.

Note 1 Under section 348B of the Act, ASIC may require a company or responsible entity to provide a prescribed particular in response to a return of particulars given by ASIC under section 348A.

Note 2 A **member**, for a managed investment scheme, includes an interest holder or unit holder — see section 9 of the Act.

[3] After regulation 9.4.02

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9.4.03 Late payment of review fee — prescribed offence and penalty (Act s 1313 and 1364)

- (1) For paragraph (b) of the definition of **prescribed offence** in subsection 1313 (8) of the Act, the failure to pay a review fee by the due date specified for the fee in subsection 1351 (3) of the Act is prescribed.

Note The failure to pay is made an offence by section 1311 of the Act.

- (2) For paragraph 1364 (2) (n) of the Act, the penalty for the failure to pay a review fee is:
 - (a) if payment is received within 1 month after the due date — \$65; and
 - (b) if payment is not received within 1 month after the due date — \$270.

Note Subsection 1351 (3) of the Act provides for when a fee imposed by the *Corporations (Review Fees) Act 2003* is due.

- (3) In this regulation:

review fee means a fee imposed by section 5 of the *Corporations (Review Fees) Act 2003*.

[4] Schedule 1, item 32

omit

[5] Schedule 2, form 316

omit

Notes

1. These Regulations amend Statutory Rules 2001 No. 193, as amended by 2001 Nos. 208, 318 and 319 (rr 7.9.10 and 7.9.11 were disallowed by the Senate on 16 September 2002); 2002 Nos. 15, 16 (rr 7.9.10, 7.9.11 (1), 7.9.11 (1) (a), 7.9.11 (1) (b) and 7.9.11 (2) were disallowed by the Senate on 16 September 2002), 41, 53, 126, 145, 182, 265 and 282; 2003 Nos. 31, 48, 85, 126 and 127.
2. Notified in the *Commonwealth of Australia Gazette* on 31 July 2003.