

# CONTENTS

<i>Preface</i> .....	v
<i>About this Publication</i> .....	vii
<i>Annual Review</i> .....	xiii
<b>Corporations Act 2001</b> .....	1
Table of Amending Legislation .....	57
Chapter 1 – Introductory .....	63
Chapter 2A – Registering a company .....	161
Chapter 2B – Basic features of a company .....	166
Chapter 2C – Registers .....	195
Chapter 2D – Officers and employees .....	205
Chapter 2E – Related party transactions .....	263
Chapter 2F – Members’ rights and remedies .....	271
Chapter 2G – Meetings .....	295
Chapter 2H – Shares .....	331
Chapter 2J – Transactions affecting share capital .....	340
Chapter 2K – Charges [Repealed] .....	357
Chapter 2L – Debentures .....	379
Chapter 2M – Financial reports and audit .....	390
Chapter 2N – Updating ASIC information about companies and registered schemes .....	468
Chapter 2P – Lodgments with ASIC .....	473
Chapter 5 – External administration .....	475
Chapter 5A – Deregistration, and transfer of registration, of companies .....	777
Chapter 5B – Bodies corporate registered as companies, and registrable bodies .....	787
Chapter 5C – Managed investment schemes .....	807
Chapter 5D – Licensed trustee companies .....	838
Chapter 6 – Takeovers .....	863
Chapter 6A – Compulsory acquisitions and buy-outs .....	932
Chapter 6B – Rights and liabilities in relation to Chapter 6 and 6A matters .....	948
Chapter 6C – Information about ownership of listed companies and managed investment schemes .....	952
Chapter 6CA – Continuous disclosure .....	959
Chapter 6D – Fundraising .....	962
Chapter 7 – Financial services and markets .....	999
Chapter 8 – Mutual recognition of securities offers .....	1371
Chapter 9 – Miscellaneous .....	1383
Chapter 10 – Transitional provisions .....	1489
Schedule 3 – Penalties .....	1555
Schedule 4 – Transfer of financial institutions and friendly societies .....	1567
<b>Corporations Regulations 2001 [except Sch 2 Forms]</b> .....	1581
<b>Australian Securities and Investments Commission Act 2001</b> .....	2119
<b>Australian Securities and Investments Commission Regulations 2001</b> .....	2287
<b>Corporations (Fees) Act 2001</b> .....	2309
<b>Corporations (Fees) Regulations 2001</b> .....	2315
<b>Cross-Border Insolvency Act 2008</b> .....	2329
<b>Cross-Border Insolvency Regulations 2008</b> .....	2341
<b>Acts Interpretation Act 1901 [as at 1 Jan 2005]</b> .....	2343
<i>Index</i> .....	2369

Published in Sydney by  
**Thomson Reuters (Professional) Australia Limited**

N 64 058 914 668  
 Harris Street, Pyrmont, NSW, 2009  
 1st edition ..... 2004  
 2nd edition ..... July 2004  
 3rd edition ..... 2005  
 4th edition ..... 2006  
 5th edition ..... 2007  
 6th edition ..... July 2007  
 7th edition ..... 2008  
 8th edition ..... 2009  
 9th edition ..... 2010  
 10th edition ..... 2011  
 11th edition ..... 2012

N 1449-1079  
 N 9780-455-23118-1

13 Thomson Reuters (Professional) Australia Limited  
 64 058 914 668

This publication is copyright. Other than for the purposes of and subject to the conditions prescribed under the *Copyright Act 1968*, no part of it may in any form or by any means (electronic, mechanical, photocopying, recording or otherwise) be reproduced, stored in a retrieval system or transmitted without prior written permission. Inquiries should be addressed to the publishers.

All Commonwealth legislative material is reproduced by permission but does not purport to be the official or authorised version. It is subject to Commonwealth of Australia copyright. The *Copyright Act 1968* permits certain reproduction and publication of Commonwealth legislation. In particular, s 182A of the Act enables a complete copy to be made by or on behalf of a natural person. For reproduction or publication beyond that permitted by the Act, permission should be sought in writing. Requests should be addressed to the Manager, Copyright Services, Info Access, Department of Communications, Information Technology and the Arts, GPO Box 1920, Canberra City ACT 2601, or e-mailed to [copyright@finance.gov.au](mailto:copyright@finance.gov.au)

Editorial Team:	Mark Ankucic	Vi Scholes
	Kylie Beveridge	Yudisthra Seomangal
	Peter Breeds	Laura Stefani
	Joanne Grima	Jessica Thomas
	Cheryl Hardacre	Christopher Wallace
	Zoe Haynes	Alana Williamson
		Patrick Wu
Project Developer:	Catherine Fitzgerald	
Designer:	Madeleine Davis	

Printed by Ligare Pty Ltd, Riverwood, NSW



This book has been printed on paper certified by the Programme for the Endorsement of Forest Certification (PEFC). PEFC is committed to sustainable forest management through third party forest certification of responsibly managed forests. For more info: [www.pefc.org](http://www.pefc.org)