



Application for registration of disclosure statement (demutualisation)

Use this form to register prior to giving notice of meeting under Clause 29(1) or 29(2)

Company details

Company name

ACN/ABN

Lodgement details

To be completed only where this form is lodged with ASIC

Who should ASIC contact if there is a query about this form?

Name

ASIC registered agent number (if applicable)

Telephone number

Postal address

Total number of pages

Disclosure statement (demutualisation)

Statement to be sent to members of a company prior to:

a meeting to be held on
or

Date of meeting

 / /
[D] [D] [M] [M] [Y] [Y]

a consent process to commence on

Date of commencement

 / /
[D] [D] [M] [M] [Y] [Y]

Details of disclosure statement

ASIC must register this disclosure statement if ASIC is satisfied that it:

- adequately sets out or explains the relevant matters specified in Clause 32(1) having regard to the matters specified in Clause 32(2); and
- includes the statements required by Clause 32(3).

Note: This form should be used for registration of a disclosure statement under Clause 32 where:

A. Clause 29(1)

a modification of the constitution of an unlisted company (previously a transferring financial institution) is proposed and the modification would have the effect of:

- varying or cancelling the rights of members, or a class of members, to the reserves of the company;
- varying or cancelling the rights of members, or a class of members, to the assets of the company on a winding up;
- varying or cancelling the voting rights of members or a class of members;
- otherwise varying or cancelling rights so that Part 2.F.2 (Class rights) applies; or
- allowing one of those variations or cancellations of rights.

B. Clause 29(2)

an issue of shares by an unlisted company (previously a transferring financial institution) would have the effect of varying or cancelling rights so that Part 2.F.2 (Class rights) applies.

Annexures

A disclosure statement, containing the statement required by clause 32(3) and which gives all the information that members would reasonably require and expect to be given to make an informed decision about the proposed modification or share issue in accordance with clause 31, to be registered with ASIC under clause 32 of Schedule 4 of the Corporations Act 2001.

Signature

Name

Capacity

Signature

Date signed

/ /
[D] [D] [M] [M] [Y] [Y]

ASIC registration

For ASIC internal use only

The attached disclosure statement was registered by ASIC on

Date of registration

/ /
[D] [D] [M] [M] [Y] [Y]

Lodgement

If lodging with ASIC, send completed and signed forms to:

Applications and Advice
Australian Securities and Investments Commission
GPO Box 9827 Sydney NSW 2001

or

Applications and Advice
Australian Securities and Investments Commission
GPO Box 9827 Melbourne VIC 3001

For more information

Web www.asic.gov.au
Need help? www.asic.gov.au/question
Telephone 1300 300 630

Guide: Application for registration of disclosure statement (demutualisation)

This guide does not form part of the form. It is included by ASIC to assist you in completing and lodging the Form 145.

Lodgement period	The disclosure statement must be registered prior to giving notice of meeting under Clause 29(1) or 29(2).
How to provide additional information	<p>Annexures</p> <p>If there is insufficient space in any section of the form, you may submit annexures as part of this lodgement.</p> <p>To make any annexure conform to the regulations, you must</p> <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 sides2. show the company name and ACN3. number the pages consecutively4. print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied5. mark the annexure with an identifying letter or symbol eg a,b,c or 1,2,3 etc.6. endorse the annexure with the words: This annexure (mark) of (number) pages referred to in form (form number and title)7. sign and date the annexure <p>The annexure must be signed by the same person(s) who signed the form.</p>

Lodgement	Send completed and signed forms to: Applications and Advice Australian Securities and Investments Commission GPO Box 9827 Sydney NSW 2001 or Applications and Advice Australian Securities and Investments Commission GPO Box 9827 Melbourne VIC 3001	For more information Web www.asic.gov.au Need help? www.asic.gov.au/question Telephone 1300 300 630
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