



# 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

Please provide an estimate of the time taken to complete this form.

 hrs  mins

## 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 2F.2 (Class rights) applies.

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## 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.

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## Signature

Name

Capacity

Signature

Date signed

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

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## 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]

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## 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 help or more information

Telephone 03 5177 3988  
Email [info.enquiries@asic.gov.au](mailto:info.enquiries@asic.gov.au)  
Web [www.asic.gov.au](http://www.asic.gov.au)

# 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.

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<b>Lodgement period</b>	The disclosure statement must be registered prior to giving notice of meeting under Clause 29(1) or 29(2).
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<b>How to provide additional information</b>	<p><b>Annexures</b></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"><li>1. use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides</li><li>2. show the company name and ACN</li><li>3. number the pages consecutively</li><li>4. print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied</li><li>5. mark the annexure with an identifying letter or symbol eg a,b,c or 1,2,3 etc.</li><li>6. endorse the annexure with the words: This annexure (mark) of (number) pages referred to in form (form number and title)</li><li>7. sign and date the annexure</li></ol> <p>The annexure must be signed by the same person(s) who signed the form.</p>
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<b>Lodgement details</b>	<p>To estimate the time taken to complete the form (on the cover page), please include;</p> <ul style="list-style-type: none"><li>• The time actually spent reading the instructions, working on the question and obtaining the information</li><li>• The time spent by all employees in collecting and providing this information</li></ul>
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<b>Lodgement</b>	<p>Send completed and signed forms to: Applications and Advice Australian Securities and Investments Commission GPO Box 9827 Sydney NSW 2001</p> <p>or</p> <p>Applications and Advice Australian Securities and Investments Commission GPO Box 9827 Melbourne VIC 3001</p>	<p><b>For help or more information</b></p> <p>Telephone 03 5177 3988 Email <a href="mailto:info.enquiries@asic.gov.au">info.enquiries@asic.gov.au</a> Web <a href="http://www.asic.gov.au">www.asic.gov.au</a></p>
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