

EXPOSURE DRAFT

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Inserts for
**Treasury Laws Amendment (Measures
for consultation) Bill 2022: ALRC
Financial Services Interim Report**

Commencement information

| Column 1 | Column 2 | Column 3 |
|-------------------|---|---------------------|
| Provisions | Commencement | Date/Details |
| 1. Schedule 1 | The day after this Act receives the Royal Assent. | |

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Schedule 1—ALRC Financial Services Interim Report

Part 1—Removal of erroneous references and redundant definitions

Australian Securities and Investments Commission Act 2001

1 Subsection 5(3)

Omit “Parts 1.2 and 1.3 of the Corporations Act apply”, substitute “Part 1.2 of the Corporations Act applies”.

Corporations Act 2001

2 Section 9

Repeal the following definitions:

- (a) definition of *arbitrage transaction*;
- (b) definition of *Australian bank*;
- (c) definition of *Australian register*;
- (d) definition of *cash management trust interest*;
- (e) definition of *chargeable matter*;
- (f) definition of *court of summary jurisdiction*;
- (g) definition of *deal*;
- (h) definition of *emoluments*;
- (i) definition of *exempt foreign company*;
- (j) definition of *financial corporation*;
- (k) definition of *Full Court*;
- (l) definition of *non-voting share*;
- (m) definition of *quarter day*;
- (n) definition of *renounceable option*.

3 Section 761A (definition of *financial product advice law*)

Repeal the definition.

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1 **Part 2—Consistent headings for sections defining**
2 **terms**

3 *Corporations Act 2001*

4 **4 Division 2 of Part 1.2 of Chapter 1 (heading)**

5 Omit “Associates”, substitute “Meaning of associate”.

6 **5 Section 45A (heading)**

7 Omit “Proprietary companies”, substitute “Meaning of *proprietary*
8 *company, small proprietary company and large proprietary*
9 *company*”.

10 **6 Section 45B (heading)**

11 Omit “Small companies limited by guarantee”, substitute “Meaning
12 of *small company limited by guarantee*”.

13 **7 Section 46 (heading)**

14 Omit “What is a subsidiary”, substitute “Meaning of *subsidiary—*
15 *general*”.

16 **8 Section 50 (heading)**

17 Omit “Related bodies corporate”, substitute “Meaning of *related*
18 *body corporate*”.

19 **9 Section 50AAA (heading)**

20 Omit “Associated entities”, substitute “Meaning of *associated entity*”.

21 **10 Section 50AA (heading)**

22 Omit “Control”, substitute “Meaning of *control*”.

23 **11 Section 51E (heading)**

24 Omit “secured creditor”, substitute “*secured creditor*”.

25 **12 Section 51M (heading)**

26 Omit “Mutual entities”, substitute “Meaning of *mutual entity*”.

27 **13 Section 64A (heading)**

28 Omit “Entities”, substitute “Meaning of *entity*”.

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1 **14 Section 66A (heading)**

2 Omit “Exempt bodies”, substitute “Meaning of *exempt body*

3 *corporate*”.

4 **15 Section 88A (heading)**

5 Omit “Public document of a body corporate”, substitute “Meaning of

6 *public document*”.

7 **16 Section 88B (heading)**

8 Omit “Qualified accountants”, substitute “Meaning of *qualified*

9 *accountant*”.

10 **17 Section 89 (heading)**

11 Omit “Qualified privilege”, substitute “Meaning of *qualified*

12 *privilege*”.

13 **18 Section 91 (heading)**

14 Omit “Relation-back day”, substitute “Meaning of *relation-back*

15 *day*”.

16 **19 Section 92 (heading)**

17 Omit “Securities”, substitute “Meaning of *securities*”.

18 **20 Section 95A (heading)**

19 Omit “Solvency and insolvency”, substitute “Meaning of *solvent and*

20 *insolvent*”.

21 **21 Section 102B (heading)**

22 Omit “*In Australia or elsewhere, in this jurisdiction or elsewhere*

23 *etc.*”, substitute “Meaning of *in Australia or elsewhere, in this*

24 *jurisdiction or elsewhere and outside this jurisdiction*”.

25 **22 Section 102C (heading)**

26 Omit “In Australia”, substitute “Meaning of *in Australia*”.

27 **23 Section 111AC (heading)**

28 Omit “Disclosing entity”, substitute “Meaning of *disclosing entity*”.

29 **24 Section 111AD (heading)**

30 Omit “ED securities”, substitute “Meaning of *ED securities*”.

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25 Section 111AL (heading)

Omit “Listed or unlisted disclosing entity”, substitute “Meaning of *listed disclosing entity and unlisted disclosing entity*”.

26 Section 111AM (heading)

Omit “Quoted ED securities”, substitute “Meaning of *quoted ED securities*”.

27 Section 323D (heading)

Omit “Financial years and half-years for companies, registered schemes and disclosing entities”, substitute “Meaning of *financial year and half-year—company, registered scheme and disclosing entity*”.

28 Section 323DAA (heading)

Omit “Financial years for notified foreign passport funds”, substitute “Meaning of *financial year—notified foreign passport fund*”.

29 Section 324AE (heading)

Omit “Professional members of the audit team”, substitute “Meaning of *professional member of an audit team*”.

30 Section 324AF (heading)

Omit “Lead and review auditors”, substitute “Meaning of *lead auditor and review auditor*”.

31 Section 345A (heading)

Omit “Review date”, substitute “Meaning of *review date*”.

32 Section 453A (heading)

Omit “When restructuring begins and ends”, substitute “Meaning of *restructuring*”.

33 Section 458E (heading)

Omit “When is a company *eligible for temporary restructuring relief*?”, substitute “Meaning of *eligible for temporary restructuring relief*”.

34 Section 588FDA (heading)

Omit “Unreasonable director-related transactions”, substitute “Meaning of *unreasonable director-related transaction*”.

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1 **35 Section 602A (heading)**

2 Omit “Substantial interest concept”, substitute “Meaning of
3 *substantial interest*”.

4 **36 Section 738U (heading)**

5 Omit “When a CSF offer document is *defective*”, substitute
6 “Meaning of *defective*”.

7 **37 Section 761G (heading)**

8 Omit “Meaning of retail client and wholesale client”, substitute
9 “Meaning of *retail client and wholesale client*”.

10 **38 Section 763A (heading)**

11 Omit “General definition of *financial product*”, substitute “Meaning
12 of *financial product—general*”.

13 **39 Section 763B (heading)**

14 Omit “When a person makes a financial investment”, substitute
15 “Meaning of *makes a financial investment*”.

16 **40 Section 763C (heading)**

17 Omit “When a person”, substitute “Meaning of”.

18 **41 Section 763D (heading)**

19 Omit “When a person”, substitute “Meaning of”.

20 **42 Section 766A (heading)**

21 Omit “When does a person provide a *financial service*?”, substitute
22 “Meaning of *financial service*”.

23 **43 Section 766B (heading)**

24 Omit “financial product advice”, substitute “*financial product advice,*
25 *personal advice and general advice*”.

26 **44 Section 766D (heading)**

27 Omit “for a financial product”.

28 **45 Section 766E (heading)**

29 Omit “Meaning of provide a custodial or depository service”,
30 substitute “Meaning of *custodial or depository service*”.

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1 **46 Sections 766F and 766H (heading)**

2 Omit “provides a”.

3 **47 Section 767A (heading)**

4 Omit “What is a *financial market*?”, substitute “**Meaning of *financial***
5 ***market***”.

6 **48 Section 768A (heading)**

7 Omit “What is a *clearing and settlement facility*?”, substitute
8 “**Meaning of *clearing and settlement facility***”.

9 **49 Section 850B (heading)**

10 Omit “*unacceptable control situation*”, substitute “***unacceptable***
11 ***control situation***”.

12 **50 Section 908AB (heading)**

13 Omit “*financial benchmark*”, substitute “***financial benchmark***”.

14 **51 Section 908AC (heading)**

15 Omit “*significant financial benchmark*”, substitute “***significant***
16 ***financial benchmark***”.

17 **52 Section 912D (heading)**

18 Omit “What are *reportable situations*?”, substitute “**Meaning of**
19 ***reportable situation***”.

20 **53 Section 961C (heading)**

21 Omit “When is something *reasonably apparent*?”, substitute
22 “**Meaning of *reasonably apparent***”.

23 **54 Section 961D (heading)**

24 Omit “What is a *reasonable investigation*?”, substitute “**Meaning of**
25 ***reasonable investigation***”.

26 **55 Section 961F (heading)**

27 Omit “What is a *basic banking product*?”, substitute “**Meaning of**
28 ***basic banking product***”.

29 **56 Section 961P (heading)**

30 Omit “*Responsible*”, substitute “**Meaning of *responsible***”.

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1 **57 Section 962A (heading)**

2 Omit “Ongoing fee arrangements”, substitute “**Meaning of ongoing**
3 *fee arrangement*”.

4 **58 Section 962B (heading)**

5 Omit “Ongoing fees”, substitute “**Meaning of ongoing fee**”.

6 **59 Section 962C (heading)**

7 Omit “Fee recipients”, substitute “**Meaning of fee recipient**”.

8 **60 Section 962L (heading)**

9 Omit “Renewal period”, substitute “**Meaning of renewal period**”.

10 **61 Section 963A (heading)**

11 Omit “*Conflicted remuneration*”, substitute “**Meaning of conflicted**
12 *remuneration—general*”.

13 **62 Section 964F (heading)**

14 Omit “What is an *asset-based fee*?”, substitute “**Meaning of**
15 *asset-based fee*”.

16 **63 Section 964H (heading)**

17 Omit “When is something *reasonably apparent*?”, substitute
18 “**Meaning of reasonably apparent**”.

19 **64 Section 966 (heading)**

20 Omit “*Transition period*”, substitute “**Meaning of transition period**”.

21 **65 Section 994AA (heading)**

22 Omit “Extended operation of this Part in relation to ASIC Act
23 *financial products*”, substitute “**Meaning of financial product**”.

24 **66 Section 1010C (heading)**

25 Omit “Special provisions about meaning”, substitute “**Meaning**”.

26 **67 Section 1014A (heading)**

27 Omit “What a Supplementary Product Disclosure Statement is”,
28 substitute “**Meaning of Supplementary Product Disclosure**
29 *Statement*”.

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1 **68 Section 1014H (heading)**

2 Omit “What a Replacement Product Disclosure Statement is”,
3 substitute “Meaning of *Replacement Product Disclosure Statement*”.

4 **69 Section 1200B (heading)**

5 Omit “When an offer is a recognised offer”, substitute “Meaning of
6 *recognised offer*”.

7 **70 Section 1272B (heading)**

8 Omit “Eligible officers”, substitute “Meaning of *eligible officer*”.

9 **71 Section 1311D (heading)**

10 Omit “because of an offence”.

11 **72 Section 1317AAA (heading)**

12 Omit “Eligible whistleblowers”, substitute “Meaning of *eligible*
13 *whistleblower*”.

14 **73 Section 1317AAB (heading)**

15 Omit “Regulated entities”, substitute “Meaning of *regulated entity*”.

16 **74 Section 1317AAC (heading)**

17 Omit “Eligible recipients”, substitute “Meaning of *eligible recipient*”.

18 **75 Section 1317GAD (heading)**

19 Omit “because of a contravention of a civil penalty provision”.

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1 **Part 3—Other amendments**

2 **Division 1—Single use definitions**

3 *Australian Securities and Investments Commission Act 2001*

4 **76 Subsection 5(1) (paragraph (a) of the definition of**
5 ***contravention*)**

6 Repeal the paragraph, substitute:

7 (a) in relation to an offence against a law—includes:

8 (i) an offence against section 6 of the *Crimes Act 1914*; and

9 (ii) an ancillary offence (within the meaning of the *Criminal*
10 *Code*);

11 relating to the offence against the law; and

12 *Corporations Act 2001*

13 **77 Section 9**

14 Repeal the following definitions:

15 (a) definition of *aggregated turnover*;

16 (b) definition of *ancillary offence*;

17 (c) definition of *chargee*;

18 (d) definition of *close associate*.

19 **78 Section 9**

20 Insert:

21 *connected* with a corporation: see section 64B.

22 **79 Section 9**

23 Repeal the following definitions:

24 (a) definition of *connected entity*;

25 (b) definition of *current market bid price*;

26 (c) definition of *deductible gift recipient*.

27 **80 Section 9 (paragraph (c) of the definition of *examinable***
28 ***affairs*)**

29 Repeal the paragraph, substitute:

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- 1 (c) the business affairs of any of the following, in so far as those
2 business affairs are, or appear to be, relevant to the
3 corporation or to anything that is included in the
4 corporation's examinable affairs because of paragraph (a) or
5 (b):
6 (i) a body corporate that is, or has been, related to the
7 corporation;
8 (ii) an entity that is, or has been, connected with the
9 corporation.

10 **81 Section 9**

11 Repeal the following definitions:

- 12 (a) definition of *group executives*;
13 (b) definition of *machine-copy*;
14 (c) definition of *old Division 11 of Part 11.2 transitionals*;
15 (d) definition of *Part 7.7A civil penalty provision*.

16 **82 Section 9 (definition of *participant*)**

17 Repeal the definition, substitute:

18 *participant*:

- 19 (a) in a clearing and settlement facility has the meaning given by
20 subsections 768A(3) and (4); and
21 (b) in a financial market has the meaning given by
22 subsections 767A(4) and (5); and
23 (c) otherwise, has its ordinary meaning.

24 **83 Section 9 (definition of *reproduction*)**

25 Repeal the definition, substitute:

26 *reproduction*, in relation to a document, means:

- 27 (a) a copy made of the document by any machine in which, or
28 process by which, an image of the contents of the document
29 is reproduced; or
30 (b) a print made from a negative of the document.

31 **84 Section 9 (definition of *State or Territory authority*)**

32 Repeal the definition.

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1 85 Paragraph 45B(1)(b)

2 After “deductible gift recipient”, insert “(within the meaning of the
3 *Income Tax Assessment Act 1997*)”.

4 86 Section 51B (paragraph (b) of the definition of *secured* 5 *party*)

6 After “chargee”, insert (including a person in whose favour a charge is
7 to be given or executed, whether on demand or otherwise, under an
8 agreement)”.

9 87 Paragraph 300A(4)(b)

10 Repeal the paragraph, substitute:

- 11 (b) a person holds, in each of 2 or more entities within the
12 consolidated entity, a position covered by subsection (5),
13 whether or not the person holds the same position in each of
14 those entities;

15 88 At the end of section 300A

16 Add:

17 (5) This subsection covers the following positions:

- 18 (a) director;
19 (b) secretary;
20 (c) senior manager;
21 (d) partner;
22 (e) trustee.

23 89 Subparagraphs 588FDA(1)(b)(ii) and (iii)

24 Repeal the subparagraphs, substitute:

- 25 (ii) a relative of a director of the company; or
26 (iii) a relative of a spouse of a director of the company; or
27 (iv) a person on behalf of, or for the benefit of, a person of a
28 kind referred to in subparagraph (i), (ii) or (iii); and

29 90 Paragraph 601QA(5)(c)

30 Repeal the paragraph, substitute:

- 31 (c) the provisions of Division 11 of Part 11.2 of the old
32 Corporations Law of each State or Territory in this
33 jurisdiction, to the extent they continue to have effect
34 because of section 1408 of this Act; and

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1 (d) if regulations for the purposes of subsection 1408(3) deal
2 with a matter or matters dealt with in those provisions—the
3 regulations that so deal with the matter or matters.

4 **91 Section 649B**

5 Omit “current market bid price”, substitute “price specified in the
6 announcement of the bid (whether or not that price has been previously
7 increased or decreased)”.

8 **92 Section 761A (definition of *funeral benefit*)**

9 Repeal the definition, substitute:

10 *funeral benefit:*

- 11 (a) means a benefit that consists of the provision of funeral,
12 burial or cremation services, with or without the supply of
13 goods connected with such services; but
14 (b) does not include a scheme or arrangement for the provision
15 of benefits consisting of the payment of money, on the death
16 of a person, for the purpose of meeting the whole or a part of
17 the expenses of and incidental to the funeral, burial or
18 cremation of the person.

19 **93 Section 761A**

20 Repeal the following definitions:

- 21 (a) definition of *funeral expenses facility*;
22 (b) definition of *participant*;
23 (c) definition of *recognised affiliate*.

24 **94 Section 765B**

25 Repeal the section.

26 **95 At the end of section 767A**

27 Add:

28 *Meaning of participant*

- 29 (4) A person who is allowed to directly participate in a financial
30 market under the market’s operating rules is a *participant* in the
31 market.
32 (5) For the purposes of the following provisions, a person who is:

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- 1 (a) recognised by the operating rules of the market as a suitably
2 qualified affiliate of the market; and
3 (b) involved in the carrying on of a financial services business
4 (including as an employee, director or in some other
5 capacity);
6 is also a *participant* in the market:
7 (c) section 792A;
8 (d) paragraph 792B(2)(b);
9 (e) section 793B;
10 (f) section 883A;
11 (g) subsection 915F(2);
12 (h) paragraphs 923B(3)(a) and (b);
13 (i) any other provisions prescribed by regulations made for the
14 purposes of this paragraph.

96 At the end of section 768A

15 Add:

16 *Meaning of participant*

- 17
- 18 (3) A person who is allowed to directly participate in a clearing and
19 settlement facility under the facility's operating rules is a
20 *participant* in the facility.
- 21 (4) For the purposes of the following provisions, a person who is:
22 (a) recognised by the operating rules of the facility as a suitably
23 qualified affiliate of the facility; and
24 (b) involved in the carrying on of a financial services business
25 (including as an employee, director or in some other
26 capacity);
27 is also a *participant* in the facility:
28 (c) paragraph 821B(2)(b);
29 (d) section 822B;
30 (e) subsection 915F(2);
31 (f) any other provisions prescribed by regulations made for the
32 purposes of this paragraph.

33 97 Paragraph 916G(5)(c)

34 Repeal the paragraph, substitute:

- 35 (c) in a proceeding in respect of:
36 (i) an offence against section 6 of the *Crimes Act 1914*; or
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1 (ii) an ancillary offence (within the meaning of the *Criminal*
2 *Code*);
3 relating to an offence based on this section; or

4 **98 Paragraph 1274(2AA)(b)**

5 After “aggregated turnover”, insert “(within the meaning of the *Income*
6 *Tax Assessment Act 1997*)”.

7 **99 Paragraph 1317AAE(3)(b)**

8 Omit “a State or Territory authority”, substitute “an authority of a State
9 or Territory or other body (whether incorporated or not) that is
10 established or continued in existence by or under a law of a State or
11 Territory”.

12 **100 Paragraph 1317G(1)(c)**

13 Omit “if the contravention is of a financial services civil penalty
14 provision that is not a Part 7.7A civil penalty provision,”, substitute “if
15 the contravention is of a financial services civil penalty provision (other
16 than a civil penalty provision of Part 7.7A excluded by
17 subsection (1A))”.

18 **101 After subsection 1317G(1)**

19 Insert:

20 (1A) The following civil penalty provisions of Part 7.7A are excluded
21 by this subsection:

- 22 (a) subsections 961K(1) and (2) (financial services licensee
23 responsible for breach of certain best interests duties);
- 24 (b) section 961L (financial services licensee to ensure
25 compliance with certain best interests duties);
- 26 (c) subsection 961Q(1) (authorised representative responsible for
27 breach of certain best interests duties);
- 28 (d) subsection 962G(4) (fee recipient must give fee disclosure
29 statement);
- 30 (e) section 962P (charging ongoing fee after termination of
31 ongoing fee arrangement);
- 32 (f) subsection 962R(4) (fee recipient must not deduct ongoing
33 fees without consent);
- 34 (g) subsection 962S(5) or (8) (fee recipient must not arrange for
35 deduction of ongoing fees without consent or accept such
36 deductions);

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- 1 (h) subsection 962U(3) (fee recipient must confirm receipt of
2 variation or withdrawal of consent for deductions of ongoing
3 fees);
- 4 (i) subsection 962V(3) (fee recipient must give written notice of
5 cessation of consent to account provider);
- 6 (j) subsections 963E(1) and (2) (financial services licensee must
7 not accept conflicted remuneration);
- 8 (k) section 963F (financial services licensee must ensure
9 representatives do not accept conflicted remuneration);
- 10 (l) subsection 963G(1) (authorised representative must not
11 accept conflicted remuneration);
- 12 (m) section 963J (employer must not pay employees conflicted
13 remuneration);
- 14 (n) section 963K (financial product issuer or seller must not give
15 conflicted remuneration to financial services licensee or
16 representative);
- 17 (o) section 963P (person covered by section 963M must pay
18 amount etc. in accordance with regulations);
- 19 (p) subsection 964A(1) (platform operator must not accept
20 volume-based shelf-space fees);
- 21 (q) subsections 964D(1) and (2) (financial services licensee must
22 not charge asset-based fees on borrowed amounts);
- 23 (r) subsection 964E(1) (authorised representative must not
24 charge asset-based fees on borrowed amounts);
- 25 (s) section 965 (anti-avoidance of Part 7.7A provisions).

26 **Division 2—Definitions about resolutions**

27 *Corporations Act 2001*

28 **102 Section 9 (definition of *extraordinary resolution*)**

29 Repeal the definition, substitute:

30 *extraordinary resolution*, in relation to a registered scheme, means
31 a resolution of the members of the registered scheme that complies
32 with subsection 253LA(2).

33 **103 Section 9 (definition of *special resolution*)**

34 Repeal the definition, substitute:

35 *special resolution* means:

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- 1 (a) in relation to a company—a resolution of the company that
2 complies with section 250MA; or
3 (b) in relation to a registered scheme—a resolution of the
4 members of the registered scheme that complies with
5 subsection 253LA(1).

6 **104 At the end of Division 7 of Part 2G.2**

7 Add:

8 **250MA Requirements for a special resolution**

9 For a resolution of a company to have effect as a special resolution,
10 the resolution must be otherwise valid and passed by at least 75%
11 of the votes cast by members who are entitled to vote on the
12 resolution.

13 Note: Notice of a proposed special resolution must be given: see
14 section 249J and paragraph 249L(1)(c).

15 **105 At the end of Division 6 of Part 2G.4**

16 Add:

17 **253LA Requirements for a special resolution or an extraordinary 18 resolution**

19 (1) For a resolution of the members of a registered scheme to have
20 effect as a special resolution, the resolution must be otherwise
21 valid and passed by at least 75% of the votes cast by members of
22 the scheme who are entitled to vote on the resolution.

23 Note: Notice of a proposed special resolution must be given: see
24 section 252G and paragraph 252J(c).

25 (2) For a resolution of the members of a registered scheme to have
26 effect as an extraordinary resolution, the resolution must be
27 otherwise valid and passed by at least 50% of the votes cast by
28 members of the scheme who are entitled to vote on the resolution
29 (including members who are not present in person or by proxy).

30 Note: Notice of a proposed extraordinary resolution must be given: see
31 section 252G and paragraph 252J(c).

32 **106 After paragraph 601QA(5)(b)**

33 Insert:

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1 (ba) sections 250MA and 253LA as those sections apply in
2 relation to the operation of:

3 (i) this Chapter; or

4 (ii) regulations made for the purposes of this Chapter; and

5 **Division 3—Certain inclusive and relational definitions**

6 ***Corporations Act 2001***

7 **107 Section 9**

8 Repeal the following definitions:

9 (a) definition of *have*;

10 (b) definition of *hold*;

11 (c) definition of *information*.

12 **108 Section 9 (definition of *on*)**

13 Repeal the definition, substitute:

14 *on* a financial market: see subsection 767A(3).

15 **109 Section 9 (definition of *statement*)**

16 Repeal the definition.

17 **110 After subsection 766B(1)**

18 Insert:

19 Note: The recommendation or a statement of opinion may be in writing or
20 otherwise.

21 **111 After subsection 766G(1)**

22 Insert:

23 Note: The recommendation or a statement of opinion may be in writing or
24 otherwise.

25 **112 After subsection 767A(2)**

26 Insert:

27 (3) Something that is done through or by means of the facility that
28 constitutes a financial market is done *on* the financial market.

29 Note: For example, when securities are quoted or traded on a financial
30 market.

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113 At the end of subsections 908DB(1) and (2)

Add:

Note 3: This subsection applies to a statement or information whether or not it is in writing.

114 At the end of section 1041D

Add:

Note 3: This section applies to a statement or information whether or not it is in writing.

115 At the end of subsection 1041E(1)

Add:

Note 3: This subsection applies to a statement or information whether or not it is in writing.

116 At the end of subsection 1041F(1)

Add:

Note 3: This subsection applies to a statement, promise or forecast whether or not it is in writing.

Division 4—Review fee

Corporations Act 2001

117 Section 9 (definition of review fee)

Repeal the definition, substitute:

review fee has the same meaning as in the *Corporations (Review Fees) Act 2003*.

118 Subsection 1351(2)

Repeal the subsection, substitute:

(2) Review fees (which are imposed by the *Corporations (Review Fees) Act 2003*) are payable to the Commonwealth.

119 Subsections 1351(3) and (4)

Omit “fee imposed under the *Corporations (Review Fees) Act 2003*”, substitute “review fee”.

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1 **120 Paragraph 1364(2)(n)**

2 Omit “imposed by the *Corporations (Review Fees) Act 2003*”.

3 **Division 5—Court rules**

4 ***Corporations Act 2001***

5 **121 Section 9 (definition of *rules*)**

6 Repeal the definition.

7 **122 Section 9**

8 Insert:

9 *rules of court* means:

10 (a) rules of the Federal Court; or

11 (b) rules of a State or Territory Supreme Court; or

12 (c) rules of the Federal Circuit and Family Court of Australia
13 (Division 1);

14 as the case requires.

15 **123 Subparagraph 423(1)(a)(iv)**

16 Omit “rules”, substitute “rules of court”.

17 **124 Paragraph 459E(3)(b)**

18 Omit “rules”, substitute “rules of court”.

19 **125 Subparagraph 459Q(c)(ii)**

20 Omit “rules”, substitute “rules of court”.

21 **126 Section 465C**

22 Omit “rules”, substitute “rules of court”.

23 **127 Paragraph 467(3)(b)**

24 Omit “rules”, substitute “rules of court”.

25 **128 Subsection 475(8)**

26 Omit “rules”, substitute “rules of court”.

27 **129 Subsections 488(1) and (2)**

28 Omit “rules”, substitute “rules of court”.

EXPOSURE DRAFT

1 **130 Subsection 596C(1)**

2 Omit “rules”, substitute “rules of court”.

3 **131 Subsections 597(14) and (15)**

4 Omit “rules”, substitute “rules of court”.

5 **132 Subparagraphs 1337S(1)(b)(i) and (ii)**

6 Omit “rules”, substitute “rules of court”.

7 **133 Subparagraphs 1337T(1)(b)(i) and (ii)**

8 Omit “rules”, substitute “rules of court”.

9 **134 Subparagraphs 1337U(1)(b)(i) and (ii)**

10 Omit “rules”, substitute “rules of court”.

11 **Division 6—Other amendments**

12 ***Corporations Act 2001***

13 **135 Section 9 (definition of *exempt body*)**

14 Repeal the definition.

15 **136 Section 9**

16 Insert:

17 *exempt body corporate* has the meaning given by section 66A.

18 **137 Section 9 (definition of *financial services business*)**

19 Repeal the definition.

20 **138 Section 9 (definition of *public document*)**

21 Omit “body corporate”, substitute “body”.

22 **139 Section 9 (definition of *related body corporate*)**

23 Omit “by virtue of section 50”, substitute “, as determined in
24 accordance with section 50”.

25 **140 Section 66A**

26 Omit “exempt body”, substitute “*exempt body corporate*”.

EXPOSURE DRAFT

1 **141 Subsection 708(20)**

2 Omit “exempt body”, substitute “exempt body corporate”.

3 **142 Subsection 708(20) (note)**

4 Omit “*exempt body*”, substitute “*exempt body corporate*”.

5 **143 Section 761A (definition of *financial services business*)**

6 Repeal the definition.

7 **144 Paragraph 994B(3)(e)**

8 Omit “exempt body”, substitute “exempt body corporate”.

9 **145 Subsection 1012D(8) (heading)**

10 Omit “*exempt body*”, substitute “*exempt body corporate*”.

11 **146 Paragraph 1012D(8)(b)**

12 Omit “exempt body”, substitute “exempt body corporate”.

13 **147 Subsection 1012D(8) (Note 1)**

14 Omit “*exempt body*”, substitute “*exempt body corporate*”.

15 **148 Section 1023B (paragraph (a) of the definition of *financial***
16 ***product*)**

17 Omit “exempt body”, substitute “exempt body corporate”.

EXPOSURE DRAFT

1 **Part 4—Application and transitional provisions**

2 *Australian Securities and Investments Commission Act 2001*

3 **149 In the appropriate position**

4 Insert:

5 **Part 38—Application and transitional provisions**
6 **for Schedule 1 to the [ALRC Financial**
7 **Services Interim Report amending Act]**
8

9 **340 Definitions**

10 In this Part:

11 *commencement time* means the time when Schedule 1 to the
12 [ALRC Financial Services Interim Report amending Act]
13 commences.

14 **341 Translation of references in instruments**

- 15 (1) This section applies to an instrument that:
16 (a) was made under the Corporations legislation; and
17 (b) was in force immediately before the commencement time.

18 *References to moved provisions and definitions*

- 19 (2) If:
20 (a) immediately before the commencement time, the instrument
21 contained a reference to a provision, or a definition in a
22 provision, of the Corporations legislation; and
23 (b) that provision or definition was repealed by Schedule 1 to the
24 [ALRC Financial Services Interim Report amending Act];
25 and
26 (c) the Corporations legislation as amended by that Schedule, or
27 the *Acts Interpretation Act 1901* as in force at the
28 commencement time, contains a corresponding provision or
29 definition;

EXPOSURE DRAFT

1 then the instrument has effect, at and after the commencement
2 time, as if the reference to the repealed provision or definition were
3 a reference to the corresponding provision or definition.

4 *References to repealed definitions with no corresponding definition*

- 5 (3) Despite the repeal of definitions in sections 9 and 761A of the
6 Corporations Act made by items 2, 3, 77, 79, 81, 84, 93, 107, 109,
7 137 and 143 of Schedule 1 to the [ALRC Financial Services
8 *Interim Report amending Act*], the definitions repealed by those
9 items continue to have effect for the instrument as if those
10 definitions had not been repealed.

11 *Corporations Act 2001*

12 **150 In the appropriate position in Chapter 10**

13 Insert:

14 **Part 10.68—Application and transitional provisions** 15 **for Schedule 1 to the [ALRC Financial** 16 **Services Interim Report amending Act]** 17

18 **1698 Definitions**

19 In this Part:

20 *commencement time* means the time when Schedule 1 to the
21 [ALRC Financial Services Interim Report amending Act]
22 commences.

23 **1698A Translation of references in instruments**

- 24 (1) This section applies to an instrument that:
25 (a) was made under the Corporations legislation; and
26 (b) was in force immediately before the commencement time.

27 *References to moved provisions and definitions*

- 28 (2) If:

EXPOSURE DRAFT

-
- 1 (a) immediately before the commencement time, the instrument
2 contained a reference to a provision, or a definition in a
3 provision, of the Corporations legislation; and
4 (b) that provision or definition was repealed by Schedule 1 to the
5 [*ALRC Financial Services Interim Report amending Act*];
6 and
7 (c) the Corporations legislation as amended by that Schedule, or
8 the *Acts Interpretation Act 1901* as in force at the
9 commencement time, contains a corresponding provision or
10 definition;
11 then the instrument has effect, at and after the commencement
12 time, as if the reference to the repealed provision or definition were
13 a reference to the corresponding provision or definition.

14 *References to repealed definitions with no corresponding definition*

- 15 (3) Despite the repeal of definitions in sections 9 and 761A made by
16 items 2, 3, 77, 79, 81, 84, 93, 107, 109, 137 and 143 of Schedule 1
17 to the [*ALRC Financial Services Interim Report amending Act*], the
18 definitions repealed by those items continue to have effect for the
19 instrument as if those definitions had not been repealed.