

# TAX INVOICE

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Centre for Corporate Law and Securities Regulation  
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The University of Melbourne  
Victoria 3010

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**Email:** [j.peters@unimelb.edu.au](mailto:j.peters@unimelb.edu.au)

## For any queries:

please call Josephine Peters on 03 8344 5281

Send registration form and payment by Friday 11 July 2008 for the Sydney seminar and Friday 18 July 2008 for the Melbourne seminar.

No refunds unless cancellations notified by 11 July 2008 (Sydney seminar) and 18 July 2008 (Melbourne seminar).

**Victorian & NSW solicitors:** If this particular educational activity is relevant to your immediate or long term needs in relation to your professional development and practice of law, then you should claim one unit for each hour of attendance, refreshment breaks not included.

**Victorian Bar Members:** This lecture is a Victorian Bar accredited Compulsory Continuing Legal Education (CLE) activity and carries one point.

Information about the Centre for Corporate Law and Securities Regulation is available at:

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## Speaker Details

**David Barnett** (Sydney seminar): is General Manager – Issuers Department, ASX Limited. He has been with ASX for 12 years. He has a Bachelor of Commerce (Accounting). He is a member of the Australian Society of Certified Practising Accountants and is a panel member of the Companies Auditors and Liquidators Disciplinary Board.

**Malcolm Cooke** (Melbourne seminar): is a partner in the Litigation group in Freehills' Melbourne office. He has acted in a broad range of commercial disputes, with expertise in class actions, major contractual and regulatory disputes. Mal has a particular focus on clients in the telecommunications, information technology and financial services sectors. He works closely with partners in Freehills corporate advisory groups, including advising clients on potential exposure arising from allegations of non-compliance with statutory and other duties

**Quentin Digby** (Sydney seminar): is a partner in Freehills' Sydney Corporate practice. Quentin advises the corporate head offices of listed public companies on a range of Corporations Act and ASX Listing Rule issues, corporate governance issues and director and senior executive remuneration issues. He has advised extensively in relation to corporate disclosure requirements, including annual reports and other periodic reporting requirements as well as compliance with continuous disclosure obligations and responding to ASX and ASIC enquiries / investigations.

**James Gerraty** (Melbourne seminar): is ASX's Manager of Issuers, Melbourne, a role he has held for eight years. James facilitates new listings business, by assisting companies and their advisors to comply with ASX's listing admission requirements. James also manages the relationships ASX has with Melbourne based companies whose securities are listed on the exchange and supervises compliance by companies with their listing obligations. James holds a Bachelor of Economics and a Graduate Diploma in Applied Finance & Investment (Securities Institute of Australia).

**Marie McDonald** (Melbourne seminar): is a partner in the Melbourne office of Blake Dawson. She practises in the areas of mergers and acquisitions (both public company takeovers and private acquisitions) and company reconstructions. Marie is joint practice head of Blake Dawson's National M & A group and is a member of the Takeovers Panel.

**Elizabeth Pakchung** (Sydney seminar): is a partner in the Sydney office of Blake Dawson. Elizabeth specialises in advising Australian and overseas public companies on all aspects of mergers and acquisitions, equity capital markets, joint ventures and corporate governance. She has been a partner since 1997. Previously, Elizabeth was seconded to work as General Counsel to ASIC. She is a member of the Australian Institute of Company Directors and the Law Council of Australia, Business Law Section.

**John Walker** (both seminars): is the Managing Director of ASX listed litigation funder IMF (Australia) Ltd. John's educational qualifications include a Bachelor of Laws and a Bachelor of Commerce. After ten years experience in commercial litigation, John commenced funding commercial litigation in 1996 and has since developed IMF's funding business into Australia's market leader having raised about \$50 million in capital and collected over \$250 million for clients.



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MELBOURNE

**CCLSR**  
**CENTRE for**  
**CORPORATE**  
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**SECURITIES**  
**REGULATION**

**SEMINAR**

**SYDNEY AND MELBOURNE**

**CONTINUOUS DISCLOSURE:  
KEY ISSUES FOR COMPANIES  
AND THEIR ADVISERS**

**Sydney**  
16 July 2008

**Melbourne**  
23 July 2008

Australia's continuous disclosure regime is regarded as critical to an informed market and the confidence of investors. The importance of the regime is reflected in the fact that the government has given ASIC its own power to impose financial penalties on companies where ASIC believes there has been a breach of the continuous disclosure rules. However, there are concerns about the operation of the regime such as whether it requires disclosure prematurely and thereby disadvantages companies. In addition, companies in breach of the continuous disclosure rules are potentially subject not only to enforcement action by ASIC but are also increasingly subject to civil claims by investors.

In an important development, in late May 2008 it was announced that shareholders have reached a conditional settlement with Aristocrat Leisure in what is believed to be the largest payout by a company alleged to have breached the continuous disclosure rules. The payout is reported to be \$140 million.

The seminar brings together key speakers from ASX, IMF Australia (a litigation funder involved in funding investor actions based on alleged breaches of the continuous disclosure rules) and legal advisers to major corporations who regularly advise their clients on continuous disclosure matters.

The speakers will address matters such as:

- The operation of the continuous disclosure rules in merger negotiations
- The enforcement role of ASIC - is it sufficiently sensitive to the practical realities faced by companies when enforcing the continuous disclosure rules?
- The role and perspective of ASX in continuous disclosure and, in particular:
  - ASX's guidance in relation to finance arrangements and margin loans
  - trading halts and suspensions
  - dealing with speculation and ASX queries
- The role and perspective of litigation funders in litigation alleging breaches of the continuous disclosure rules and, in particular:
  - the credit crunch and continuous disclosure
  - proving causation
  - quantifying loss
  - CAMAC deliberations
  - future issues
- Key matters that have arisen for consideration under the continuous disclosure rules but have not yet been the subject of court decisions such as:
  - at what stage do the thoughts/views of senior executives become information requiring disclosure?
  - how do companies and their advisers interpret the requirement that material information be disclosed "immediately"?
  - fraud on the market as a means of assisting investors to establish claims for compensation.

## Speakers

**David Barnett** (Sydney seminar)  
General Manager- Issuers Department, ASX Ltd

**Malcolm Cooke** (Melbourne seminar)  
Partner, Freehills

**Quentin Digby** (Sydney seminar)  
Partner, Freehills

**James Gerraty** (Melbourne seminar)  
Manager of Issuers, ASX Ltd

**Marie McDonald** (Melbourne seminar)  
Partner, Blake Dawson

**Elizabeth Pakchung** (Sydney seminar)  
Partner, Blake Dawson

**John Walker** (Sydney and Melbourne seminars)  
Managing Director, IMF (Australia) Ltd

## Convenor

**Professor Ian Ramsay**  
Director, Centre for Corporate Law & Securities Regulation, The University of Melbourne

## Dates

**16 July 2008 – Sydney**  
**23 July 2008 – Melbourne**

## Time

**5.30pm - 7.15pm**  
Refreshments will be served afterwards

## Venues

**Sydney Seminar**  
Freehills  
Level 38  
MLC Centre  
19 Martin Place  
Sydney 2000

**Melbourne Seminar**  
Freehills  
Level 42  
101 Collins Street  
Melbourne 3000

## Cost:

**\$90 + \$9 GST = \$99**

## CONTINUOUS DISCLOSURE: KEY ISSUES FOR COMPANIES AND THEIR ADVISERS

### Registration Form

I will attend the Sydney Seminar

I will attend the Melbourne Seminar

**16 July 2008 – Sydney**

**23 July 2008 – Melbourne**

### Delegate 1

Name:.....

Email Address:.....

Postal Address:.....

.....

Company:.....

Telephone (BH):.....

### Delegate 2

Name:.....

Email Address:.....

Postal Address:.....

.....

Company:.....

Telephone (BH):.....

### Payment Details

(all registrations must be signed and dated below)

**Please Accept:**  cheque payable to

The University of Melbourne \$\_\_\_\_\_

and/or charge to:

MasterCard  Visa (please tick)

Card number:

Expiry date: \_\_\_ / \_\_\_

Name on card:.....

Amount \$ .....

Signature:.....Date:.....



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