

TAX INVOICE

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Please return this form to:

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For any queries:

please call Josephine Peters on 03 8344 5281

Send registration form and payment by Monday 10 August 2009 for the Melbourne seminar and Friday 4 September 2009 for the Sydney seminar.

No refunds unless cancellations notified by 10 August 2009 (Melbourne seminar) and 4 September 2009 (Sydney 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:

<http://cclsr.law.unimelb.edu.au>

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Speakers

Tim Bednall (Sydney Seminar)
Partner, Mallesons Stephen Jaques

David Crawford A.O. (Melbourne Seminar)
Company Director and Chairman

David Gonski A.C. (Sydney Seminar)
Company Director and Chairman

Alison Lansley (Melbourne Seminar)
Partner, Mallesons Stephen Jaques

Stuart McCulloch (Sydney Seminar)
Partner, Allens Arthur Robinson

Jon Webster (Melbourne Seminar)
Partner, Allens Arthur Robinson

Convenor

Professor Ian Ramsay, Director
Centre for Corporate Law & Securities Regulation
Melbourne Law School

Dates

12 August 2009 – Melbourne
8 September 2009 – Sydney

Times

5.30 pm – 7.15 pm

Refreshments will be served afterwards

Venues

Melbourne Seminar
Mallesons Stephen Jaques
Level 50 Bourke Place
600 Bourke St
Melbourne 3000

Sydney Seminar
Mallesons Stephen Jaques
Level 61 Governor Phillip Tower
Farrer Place
Sydney 2000

Cost

\$100 + \$10 GST = \$110



THE UNIVERSITY OF
MELBOURNE

CCLSR
CENTRE for
CORPORATE
LAW and
SECURITIES
REGULATION

SEMINAR

MELBOURNE AND SYDNEY

DIRECTORS' DUTIES
IN A TIME OF CRISIS

Melbourne
12 August 2009

Sydney
8 September 2009

DIRECTORS' DUTIES IN A TIME OF CRISIS

The global financial crisis means that the environment in which directors are operating is more challenging and more difficult than ever before. In addition, there is increased scrutiny of the decisions of company directors – by shareholders, creditors, government, the courts, the media and others.

Two major challenges for directors are directors' duties in times of financial difficulty and directors' duties and executive remuneration.

This seminar brings together leading speakers to discuss the following important topics:

Directors' duties in insolvent situations

- Insolvent trading tests
- Duty to act in good faith and for proper purposes
- Duty to consider creditors' interests
- Interests of the company rather than the group
- Corporate benefit and s187 of the Corporations Act

Directors' duties and the remuneration challenge

- Executive remuneration and the role of the Board and shareholders - regulatory response to community rage
- Australian Productivity Commission inquiry - where is it headed and what are the likely outcomes?
- Executive termination benefits - what will the new legislative restrictions mean for executive contracts and disclosure, and how should Boards deal with these issues?
- NED remuneration - where is it headed?

Speaker Details

Tim Bednall (Sydney seminar): is a partner in the Sydney office of Mallesons Stephen Jaques where he practises in mergers and acquisitions, corporate advisory and competition law. Tim has advised leading companies in major M & A transactions and a range of government, public and foreign clients in competition law and policy.

David Crawford, A.O. (Melbourne seminar): retired as a Partner and National Chairman of KPMG in June 2001 after more than 30 years service with KPMG or its predecessor firms. In his role as Chairman, he was also a member of the International Board of KPMG and was Chairman of the International Indemnity Insurance Committee for KPMG International. He has acted as a consultant and/or advisor to several major companies and government departments. He was appointed to advise the Australian Government on the collapse of Ansett and the emergence of a new national airline. He is Chairman of Fosters Group, Chairman of Lend Lease Corp, a Director of BHP Billiton, Past Chairman of the Australian Ballet, Past Chairman of National Foods, Past Chairman of the State Electricity Commission of Victoria and a past Director of Westpac Banking Corp.

David Gonski, A.C. (Sydney seminar): is Chairman of Investec Bank (Australia) Limited, an investment and advisory bank in Australia. Investec acquired his corporate advisory firm Wentworth Associates Pty Ltd which he established after leaving Freehills where he was a partner. David is also Chairman of Coca-Cola Amatil Limited and is a Director of the Westfield Group, Singapore Airlines and ASX Limited. David is Chancellor of the University of New South Wales, Chairman of the UNSW Foundation and Chairman of Sydney Grammar School. He was previously a member of the Takeovers Panel, President of the Art Gallery of New South Wales, Director of the ANZ Bank Ltd and Chairman of the Australia Council for the Arts.

Alison Lansley (Melbourne seminar): is a partner in the Melbourne office of Mallesons Stephen Jaques working in the Corporate Advisory Clients Group. She specialises in takeovers; large-scale corporate reconstructions, equity capital raisings, corporate governance; and companies and securities law generally. Alison has over 25 years experience working on major corporate matters, initially as a regulator and then as a practitioner. She is extensively involved in all aspects of the securities markets and corporate governance in Australia, including as Chairman of the Markets Policy Group of Finsia, a member of the Takeovers Panel and a former member of the National Listing Committee of the Australian Stock Exchange.

Stuart McCulloch (Sydney seminar): is a corporate partner in the Sydney office of Allens Arthur Robinson. He practices in all aspects of securities law, including listed company takeovers, schemes of arrangement, private M & A, capital raisings and underwritings. Over the last decade, Stuart has advised on the takeovers and mergers of more than 40 listed companies and managed investment schemes, including some of Australia's landmark transactions. He has also advised on many significant off market acquisitions and disposals. Stuart is a member of the Allens Arthur Robinson Board.

Jon Webster (Melbourne seminar): is a partner of Allens Arthur Robinson practising in the area of mergers and acquisitions. He is a member of the Advisory Board of the Centre for Corporate Law & Securities Regulation and he teaches Securities Regulation in the Master of Laws program at The University of Melbourne. Jon is a former Chairman of the Corporations Committee of the Law Council of Australia. He is also a former member of the ASX's Listings Advisory Panel and of the Federal Government's Consultative Group to the Corporations Law Simplification Task Force.

DIRECTORS' DUTIES IN A TIME OF CRISIS

Registration Form

I will attend the Melbourne Seminar

I will attend the Sydney Seminar

Melbourne - 12 August 2009

Sydney - 8 September 2009

Delegate 1

Name:

Email Address:

Postal Address:

Company:

Telephone (BH):

Delegate 2

Name:

Email Address:

Postal Address:

Company:

Telephone (BH):

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