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Please return this form to:

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

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For any queries please call 03 8344 5281

Date: 25 May 2004 Melbourne
8 June 2004 Sydney

Time: 5.30pm – 7.00pm

Cost: \$90 + \$9 GST = \$99

RSVP: 20 May 2004

Venues:

Melbourne: Freehills
Level 42, 101 Collins Street
Melbourne 3000

Sydney: Freehills
Level 38, MLC Centre, 19-29 Martin Place
Sydney 3000

Information about the Centre for Corporate Law
and Securities Regulation is available at
<http://cclsr.law.unimelb.edu.au>

SPEAKER DETAILS

Jane Couchman (Sydney seminar): is the General Counsel of Perpetual, an independent public company which first listed on the Australian Stock Exchange in 1964. As General Counsel, Jane is responsible for leading a team of approximately 25 lawyers to deliver legal and secretariat services and solutions to the Perpetual Group. Perpetual offers a range of financial products and services to both retail and wholesale markets. Jane has been with the company six years and prior to Perpetual, worked as a solicitor in the banking and finance department of Henry Davis York.

Luise Elsing (Sydney seminar): Luise leads a team of nine companies advisors responsible for Sydney based listed entities, which includes compliance and facilitation with ASX Listing Rules. Prior to joining the ASX, Luise was a solicitor with Freehills, involved in taxation and litigation. Prior to this, she was the Company Secretary and General Counsel for the Aztec Mining Group and Novus Petroleum Ltd.

Fiona Gardiner-Hill (Sydney Seminar): practices in the area of mergers and acquisitions, corporate and securities law. Fiona has expertise in Corporations Act matters generally and particularly in takeovers, buybacks, capital reductions, schemes and fundraisings involving listed companies. Fiona has had extensive dealings with the Australian Securities and Investments Commission and the Australian Stock Exchange Ltd.

In addition to public takeover work, Fiona also advises on private acquisitions and sales of businesses, joint venture arrangements, ownership and control restrictions across various industries (particularly media), Corporations Act, ASX Listing Rule compliance, corporate governance and regulatory issues in markets in OTC products.

James Gerraty (Melbourne seminar): James's role at the ASX encompasses facilitating new listing by assisting companies and their advisors to comply with admission requirements. He also manages the relationship the ASX has with Melbourne based companies, whose securities are listed on the Exchange and ensures listed companies comply with the Listing Rules.

Michaela Healey (Melbourne seminar): is a lawyer by training. Michaela was previously Company Secretary at North Limited. She is now Company Secretary at Orica Limited with responsibility for the Secretariat function and Corporate Affairs.

Orica is the world's leading manufacturer of commercial explosives, Australia's largest chemical and fertiliser distributor and the manufacturer of the Dulux, Selleys, Yates, Cabots and British range of consumer goods.

Jennifer O'Donnell (Melbourne and Sydney seminar): is the Australian Securities and Investments Commission's Deputy Director, Policy and Markets Regulation. In that role, Jennifer has primary responsibility for the ASIC's relationship with and supervision of, the financial markets and clearing houses, coordinating ASIC's response on company disclosure matters and dealing with emerging markets issues. She is a member of ASIC's Regulatory Policy Group, which is the major national policy decision making body of ASIC, approving new Policy Statements and dealing with individual applications for modification of the law which are outside written policy guidelines. Jennifer joined ASIC in June 1991, initially in the prospectus area of the New South Wales Regional Office. She has been actively involved in ASIC's response to a number of the most significant fundraising and mergers & acquisitions in recent years.

Stephen Walmsley (Melbourne seminar): is a partner in the Head Office Advisory Team within the Corporate Group of Freehills, Melbourne. Stephen's practice focuses upon advising listed public companies on a range of Corporations Act and ASX Listing Rule related issues. Stephen also has broad commercial transactions experience for both domestic and international clients in negotiated business acquisitions and disposals, public and private capital raising and joint ventures.



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LAW and
SECURITIES
REGULATION

SEMINAR

SYDNEY AND MELBOURNE

CONTINUOUS DISCLOSURE

25 May 2004 – Melbourne
8 June 2004 – Sydney

Australia's continuous disclosure regime is regarded as critical to an informed market and the confidence of investors. However, concerns have arisen about whether the ASX Listing Rule requires disclosure prematurely and thereby disadvantages companies. In addition, the Federal Government, as part of the CLERP 9 Bill which is currently before Parliament, proposes to give ASIC its own fining power in relation to breaches of the continuous disclosure obligations. This proposal has been strongly opposed by key groups such as the Institute of Company Directors, the Business Council of Australia, Chartered Secretaries Australia and the Law Council of Australia. Among other issues, the seminar will address these concerns and also explore how ASIC proposes to use its new fining power.

This seminar will address:

- When is information "ripe for disclosure" and what consequences flow from getting it wrong
- The ASX's perspective on promoting a culture of disclosure
- ASIC's policy on exercising its power to issue infringement notices for breaches of the continuous disclosure regime
- A company's perspective on how it will address its continuous disclosure obligations under the new regime.

Speakers

Jane Couchman, General Counsel, Perpetual (Sydney seminar)

Luise Elsing, Manager, Companies, Australian Stock Exchange (Sydney seminar)

Fiona Gardiner-Hill, Partner, Freehills (Sydney seminar)

James Gerraty, Manager of Companies, Australian Stock Exchange (Melbourne seminar)

Michaela Healey, Company Secretary, Orica Ltd (Melbourne seminar)

Jennifer O'Donnell, Deputy Director, Policy and Markets Regulation, Australian Securities and Investments Commission (Melbourne and Sydney seminars)

Stephen Walmsley, Partner, Freehills (Melbourne seminar)

Convenor

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

Dates:

Tuesday 25 May 2004 – Melbourne

Tuesday 8 June 2004 – Sydney

Time: 5.30 – 7.15pm. Refreshments will be served afterwards.

Venues:

Freehills
Level 42, 101 Collins Street Melbourne 3000

Freehills
Level 38, MLC Centre, 19-29 Martin Place
Sydney 3000

Admission \$90 plus \$9 GST = \$99

REGISTRATION FORM

Continuous Disclosure Seminar

Delegate 1

Name: _____

Email: _____

Postal Address: _____

Company: _____

Telephone (BH): _____

Delegate 2

Name: _____

Email: _____

Postal Address: _____

Company: _____

Telephone (BH): _____

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