

Map of the Prospectus Disclosure Regime
under the *Corporations Act 2001* (Cth)

Prepared by the Australian Law Reform Commission



Australian Government

Australian Law Reform Commission

For information contact info@alrc.gov.au

PROSPECTUS REGIME

OVERVIEW

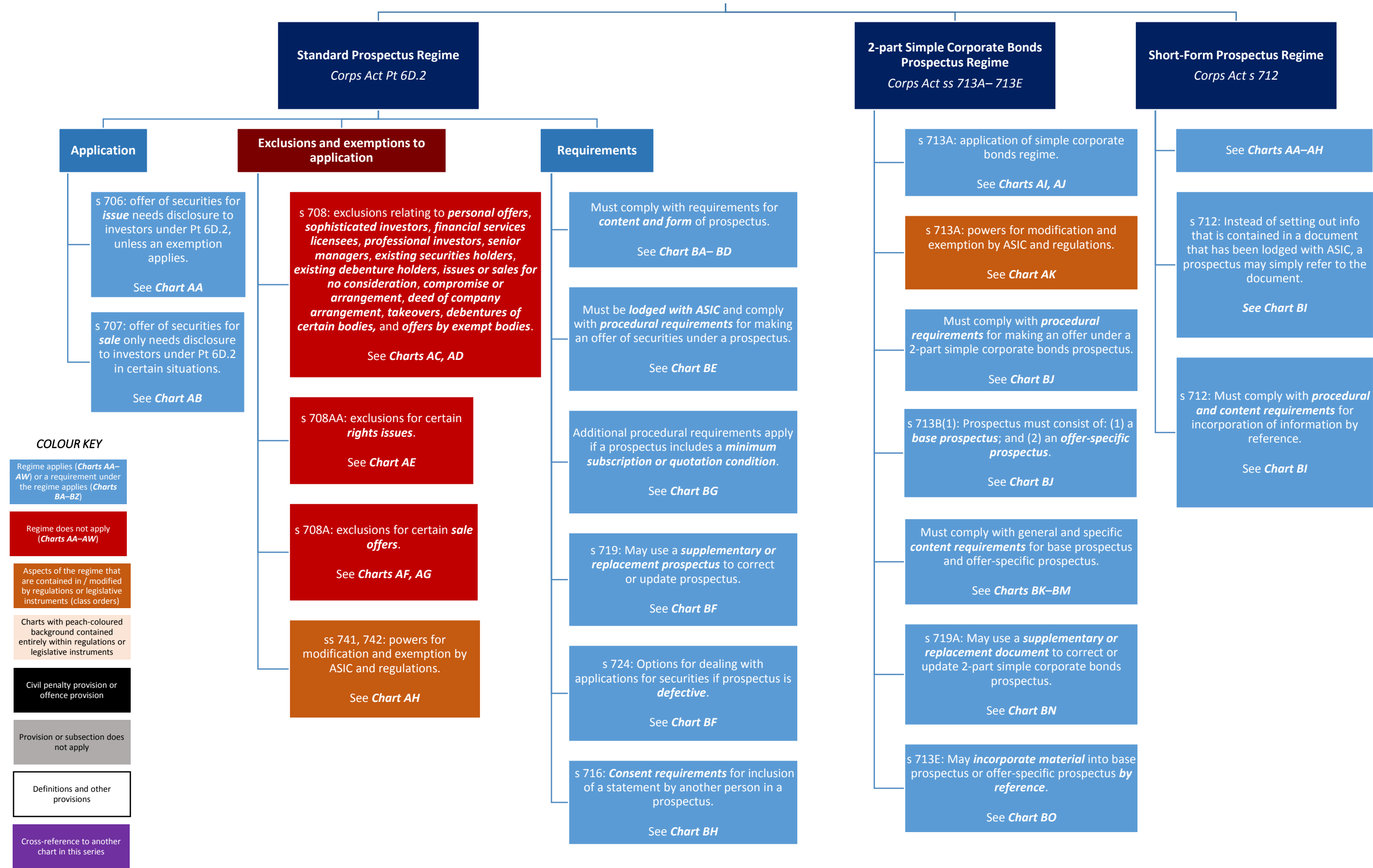


TABLE OF CONTENTS

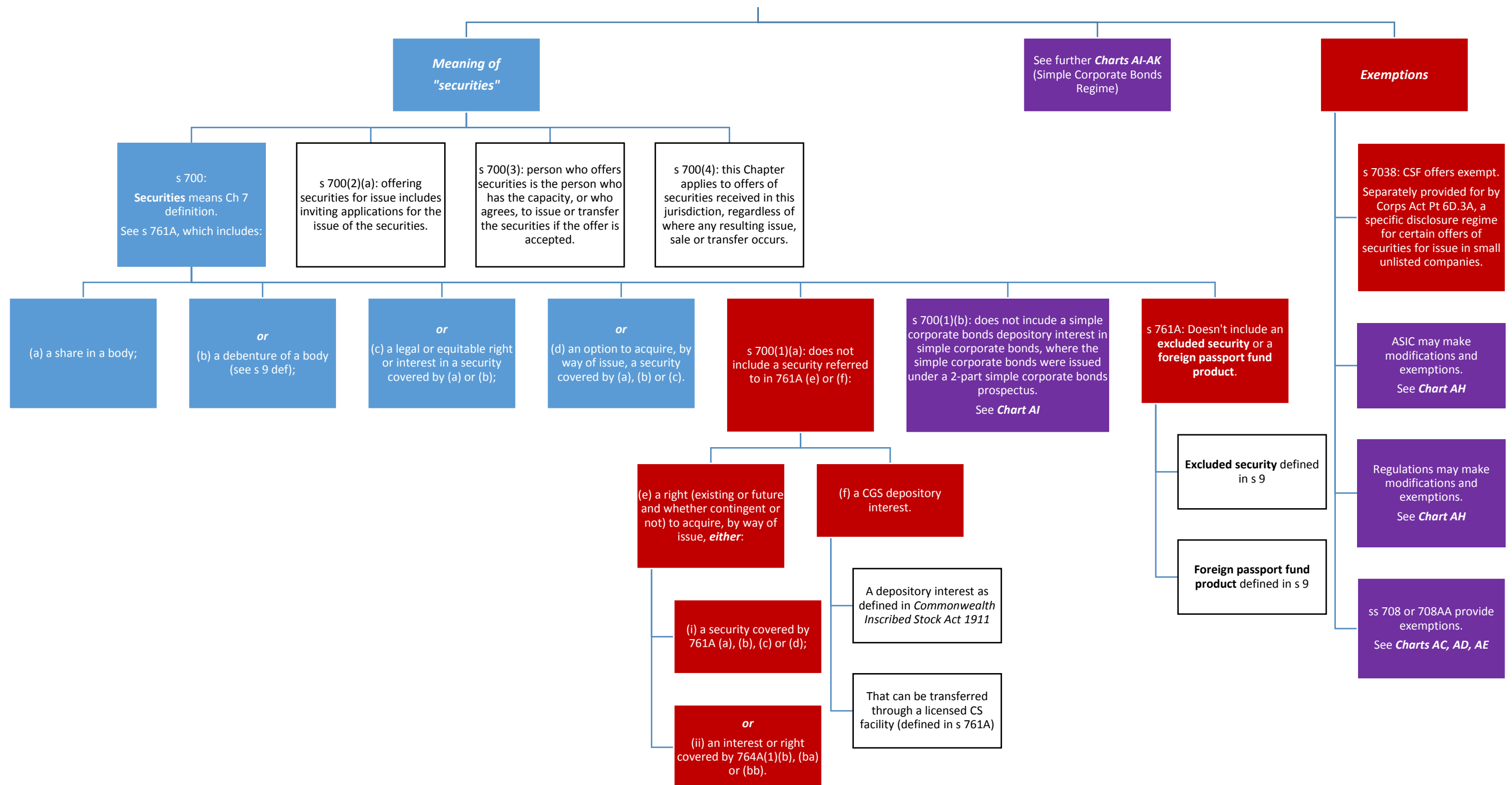
Page No.	Chart Reference	Chart Title
3	AA	Standard Prospectus Regime application [Part One]
4	AB	Standard Prospectus Regime application [Part Two]
5	AC	Standard Prospectus Regime exclusions and exemptions [Part One] 708
6	AD	Standard Prospectus Regime exclusions and exemptions [Part Two]
7	AE	Standard Prospectus Regime exclusions and exemptions [Part Three]
8	AF	Standard Prospectus Regime exclusions and exemptions [Part Four]
9	AG	Standard Prospectus Regime exclusions and exceptions [Part Five]
10	AH	Standard Prospectus Regime exclusions and exemptions [Part Six]
11	AI	Application of Simple Corporate Bonds Regime [Part One]
12	AJ	Application of Simple Corporate Bonds regime [Part Two]
13	AK	Simple Corporate Bonds Regime exemptions and modifications
14	BA	Content requirements for Standard Prospectus
15	BB	Specific disclosure requirements for Standard Prospectus under s 711
16	BC	General disclosure test for prospectus for offer of continuously quoted securities
17	BD	Relief from standard content requirements for prospectuses for offers of debentures for issue
18	BE	Overview of procedure requirements for making an offer of securities that needs a Standard Prospectus
19	BF	Where person becomes aware of misleading and deceptive statements, omissions, or the advent of new circumstances after lodgement of a prospectus
20	BG	Procedural requirements if a prospectus contains a minimum subscription or quotation condition
21	BH	Consent requirements under s 716 (for all prospectuses)
22	BI	Requirements for Short-Form Prospectus
23	BJ	Procedure for making offer using 2-Part Simple Corporate Bonds Prospectus
24	BK	Content requirements for 2-Part Simple Corporate Bonds Prospectuses
25	BL	Reg 6D.2.04 – Content requirements for base prospectus (2-Part Simple Corporate Bonds Prospectuses)
26	BM	Reg 6D.2.05 – Content requirements for offer-specific prospectus (2-Part Simple Corporate Bonds Prospectuses)
27	BN	Supplementary and replacement documents for 2-Part Simple Corporate Bonds Prospectuses
28	BO	Section 713E – Incorporation of material by reference for 2-Part Simple Corporate Bonds Prospectuses





Corps Act Pt 6D.2, s 706

OFFER OF SECURITIES FOR ISSUE NEEDS
DISCLOSURE TO INVESTORS UNDER THIS PART
UNLESS AN EXEMPTION APPLIES

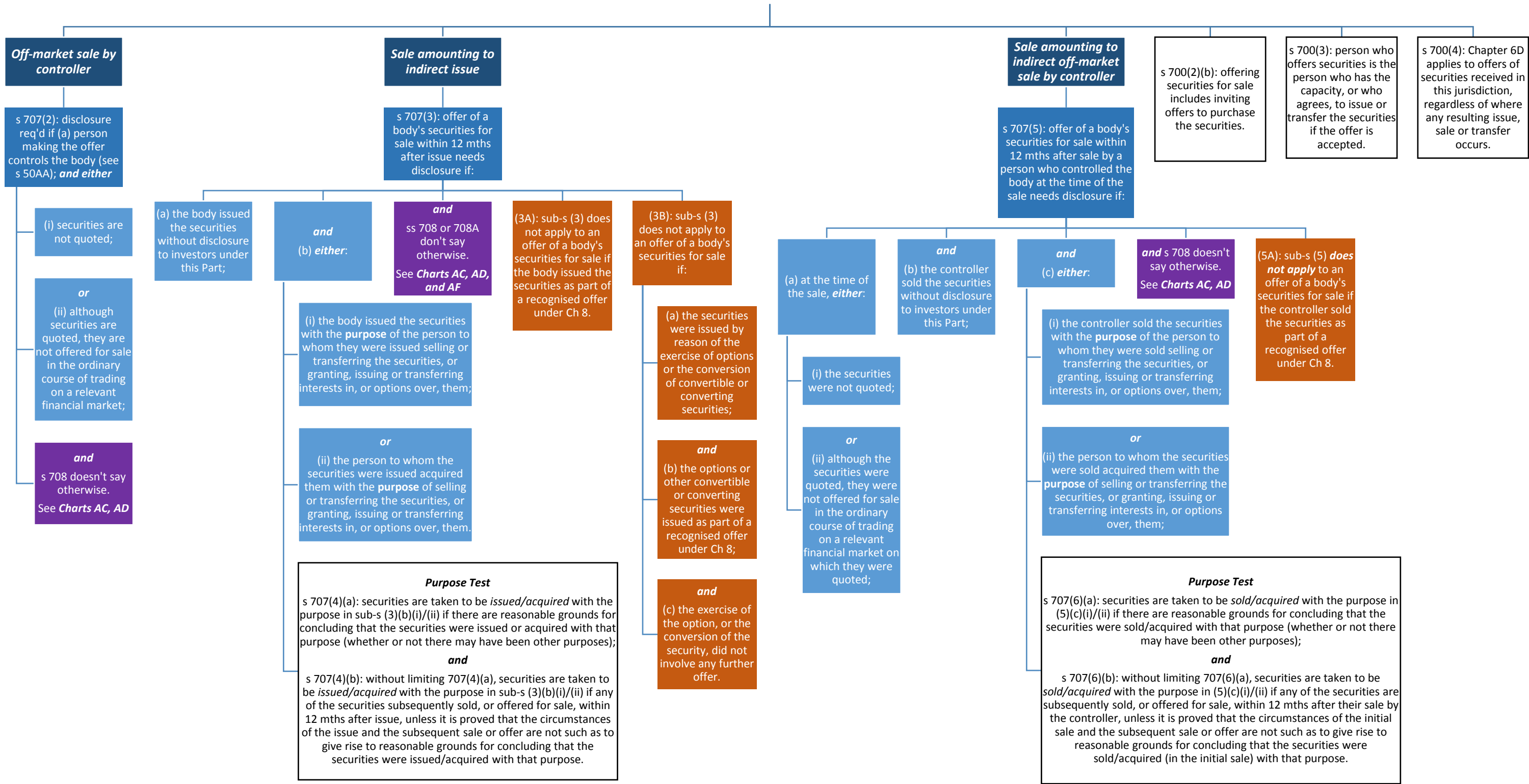




Corps Act Pt 6D.2, s 707; as modified by Corps Reg 8.4.02, Sch 10AA

OFFER OF SECURITIES FOR SALE NEEDS DISCLOSURE
TO INVESTORS ONLY IN THE FOLLOWING SITUATIONS

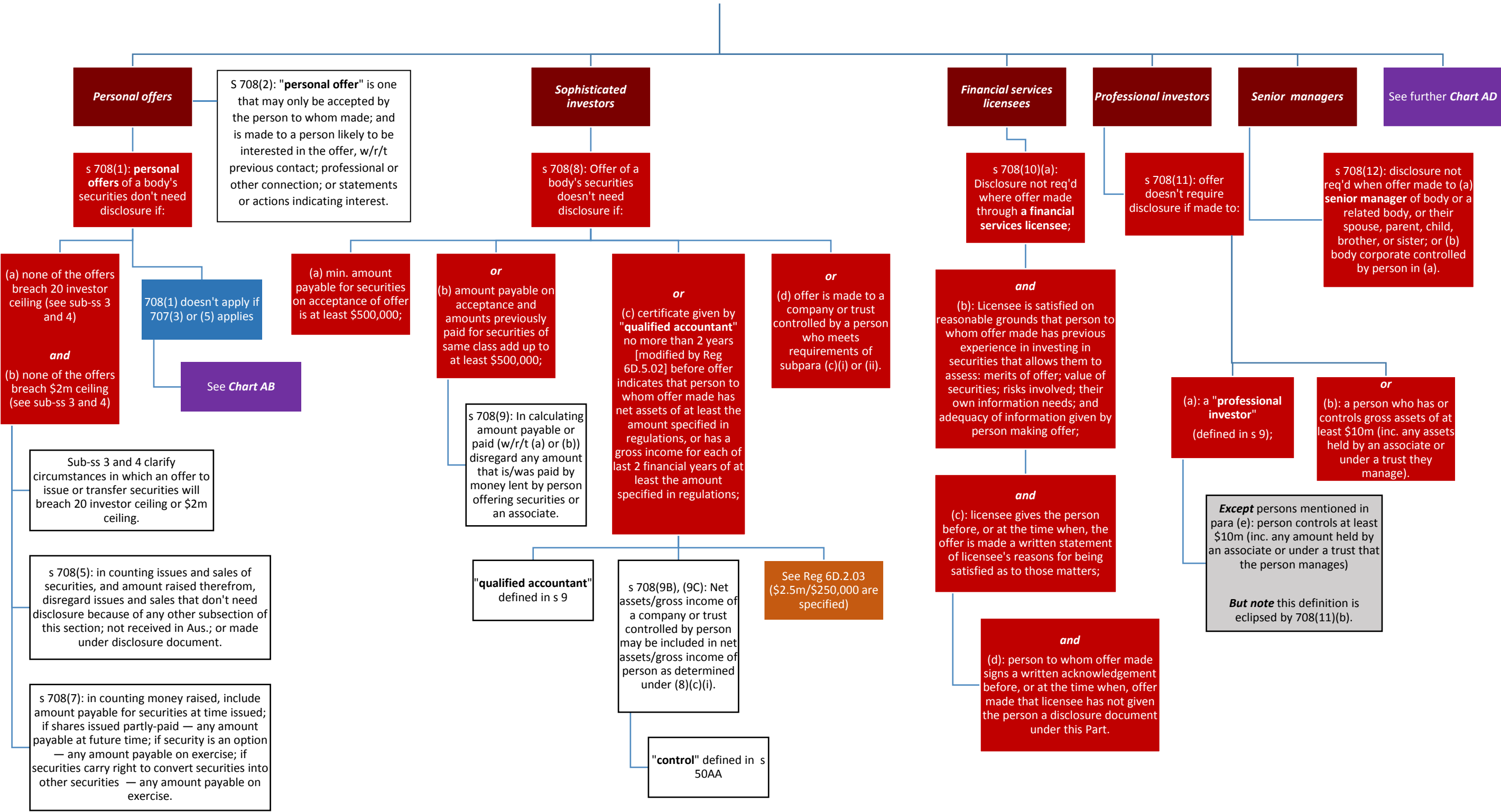
Under Pt 6D.2





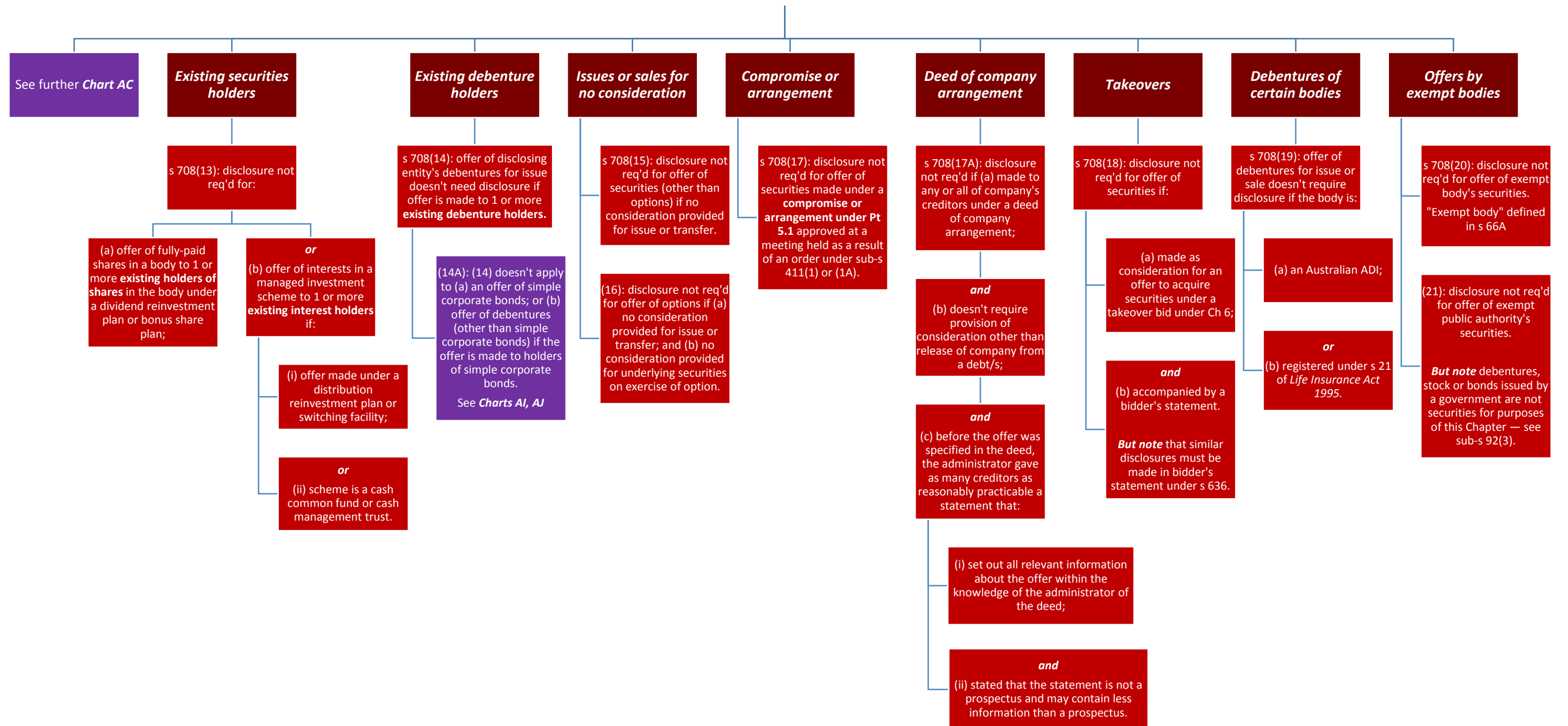
Corps Act s 708

EXCLUSIONS TO STANDARD PROSPECTUS REGIME
PART ONE



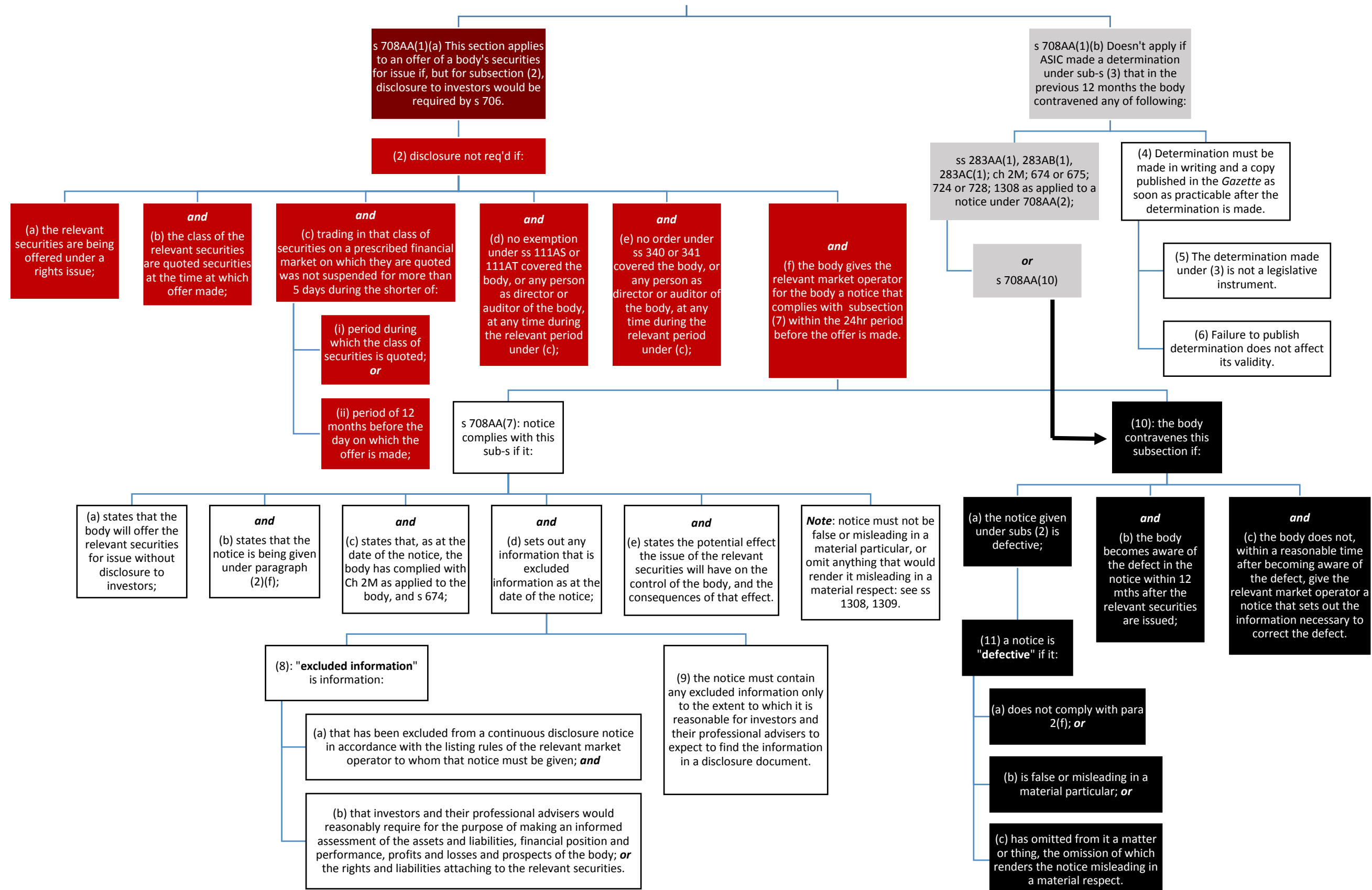
Corps Act s 708

EXCLUSIONS TO STANDARD PROSPECTUS REGIME PART TWO



Corps Act s 708AA

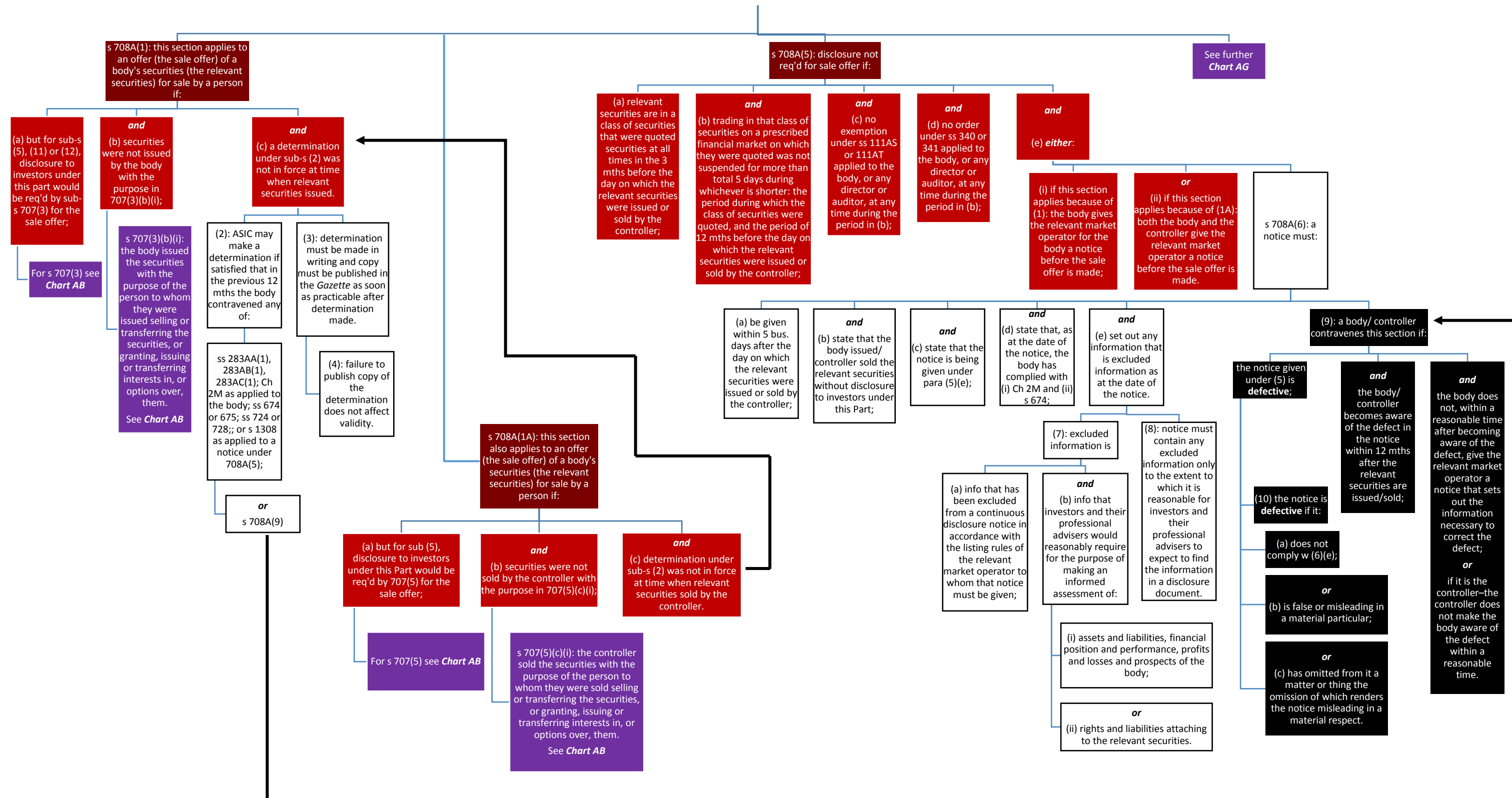
RIGHTS ISSUES THAT DON'T NEED DISCLOSURE





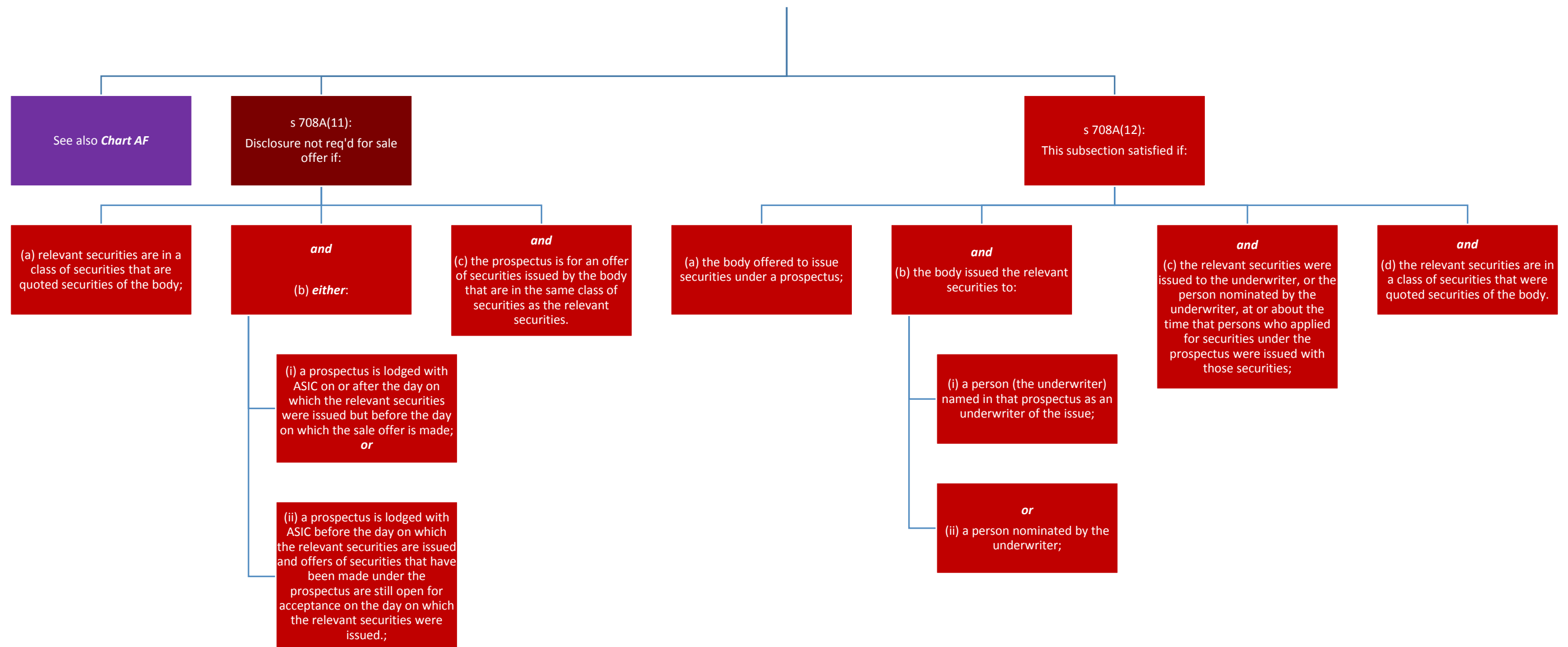
Corps Act s 708A; modified by LI 2016/81

SALE OFFERS THAT DON'T NEED DISCLOSURE



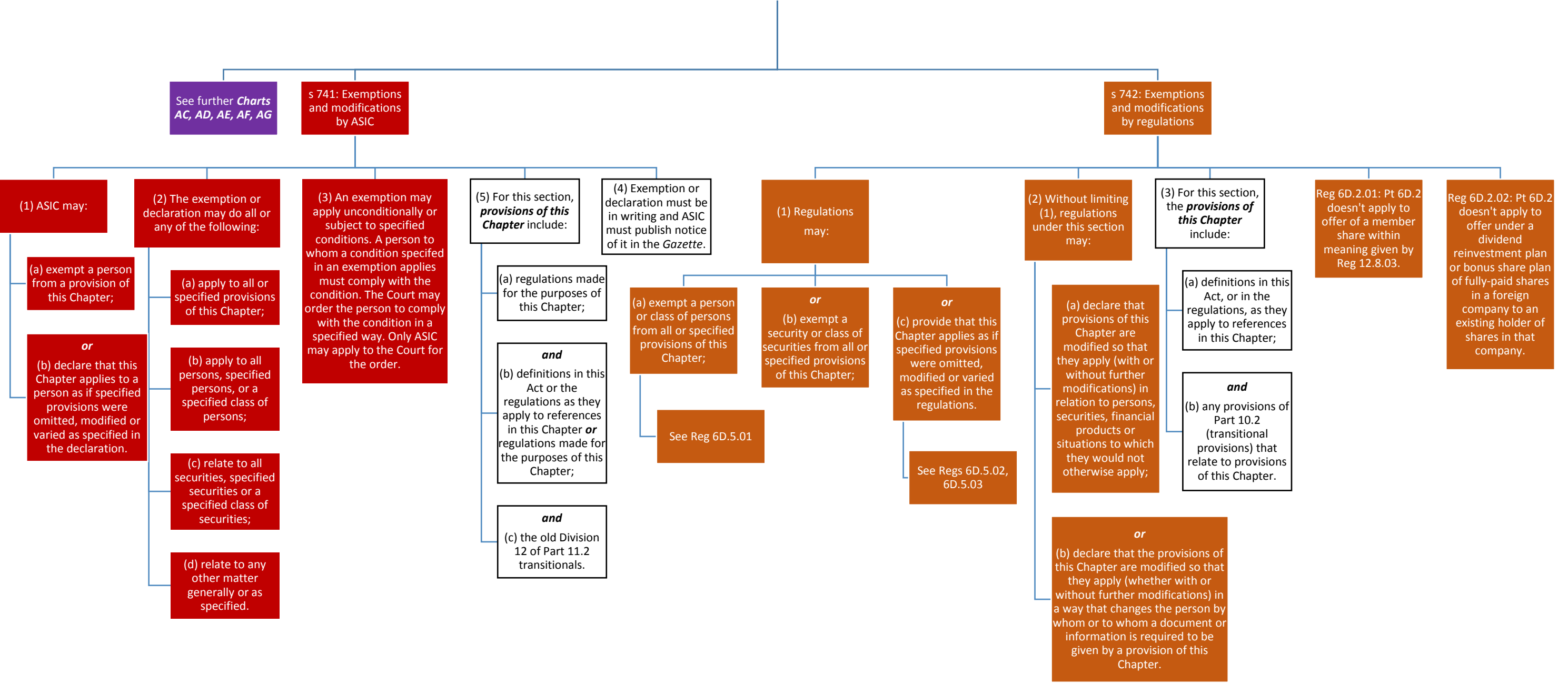
Corps Act s 708A (cont'd)

SALE OFFERS THAT DON'T NEED DISCLOSURE



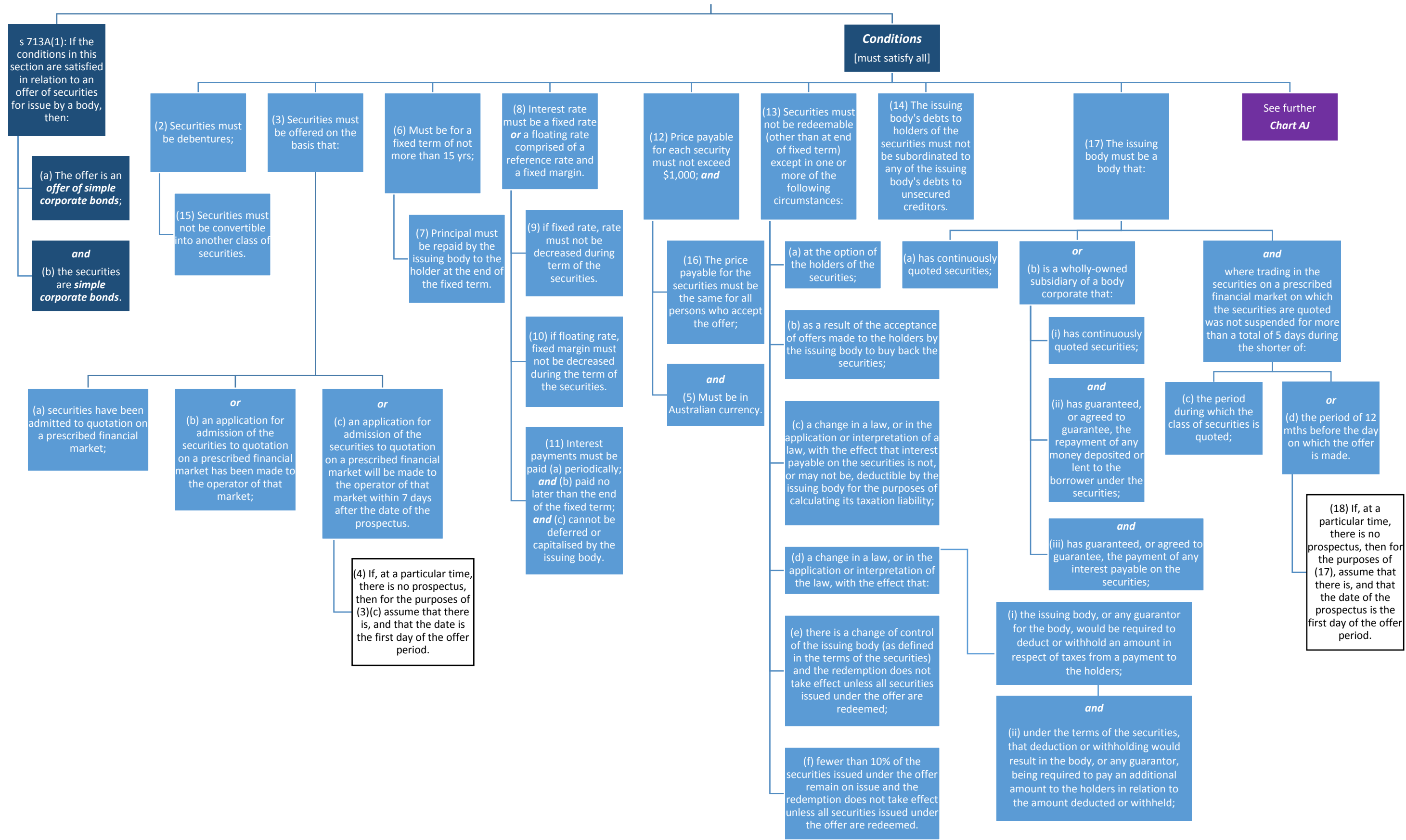
Corps Act ss 741, 742

EXEMPTIONS AND MODIFICATIONS
BY ASIC AND REGULATIONS



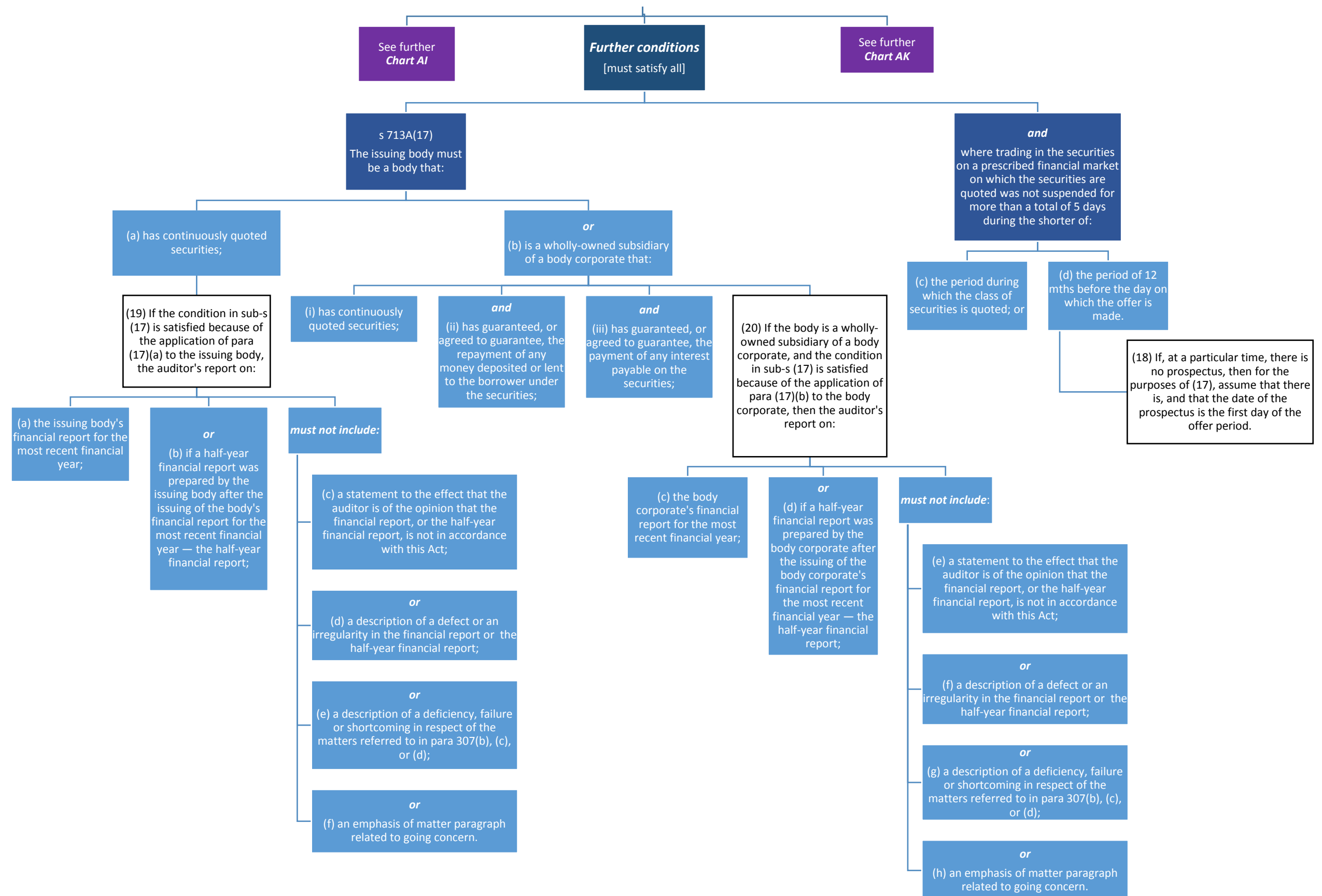


APPLICATION OF SIMPLE CORPORATE BONDS REGIME
PART ONE



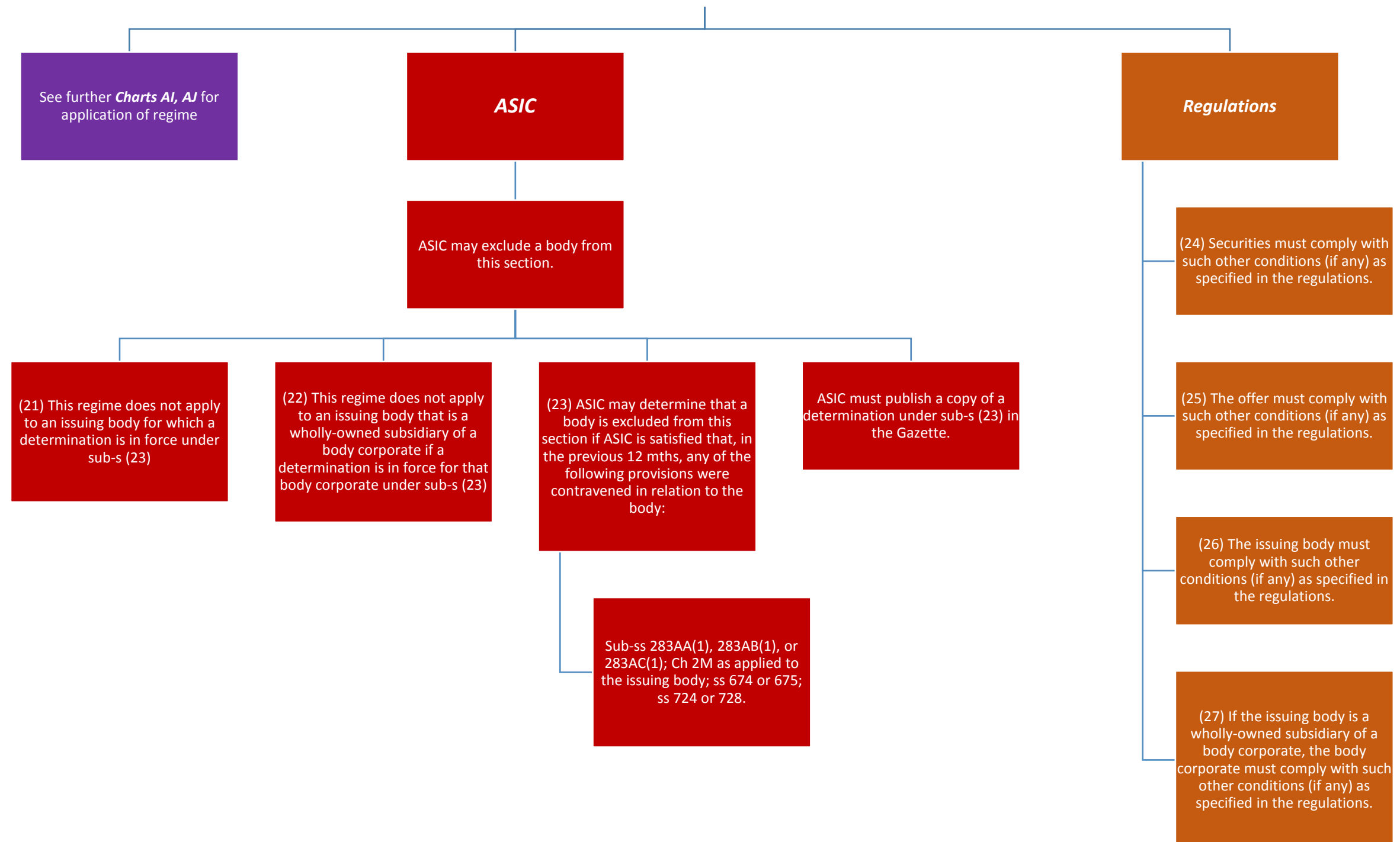
APPLICATION OF SIMPLE CORPORATE BONDS REGIME

PART TWO



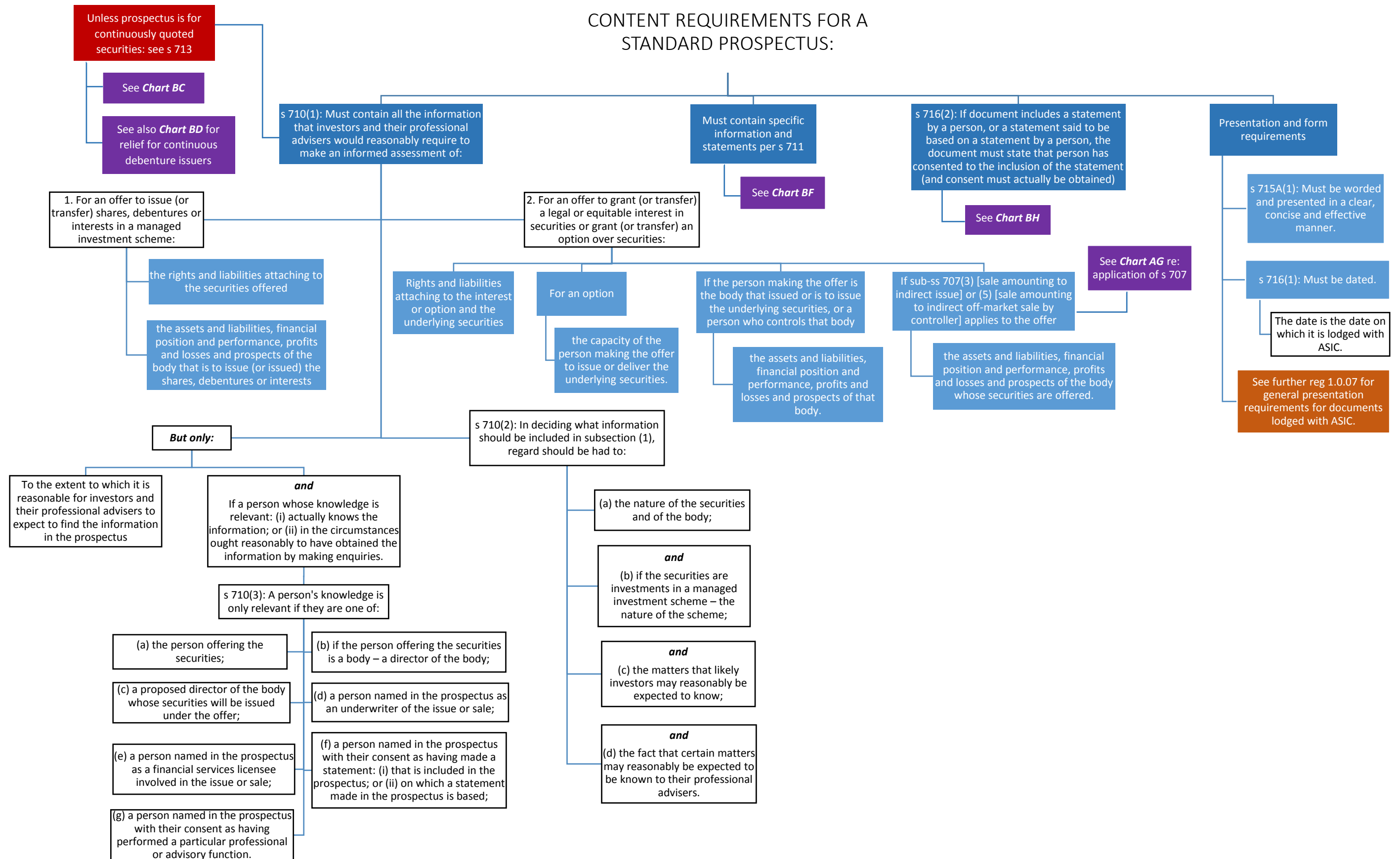
Corps Act s 713A

EXEMPTIONS AND MODIFICATIONS BY ASIC AND REGULATIONS



Corps Act Pt 6D.2 Div 4

CONTENT REQUIREMENTS FOR A STANDARD PROSPECTUS:



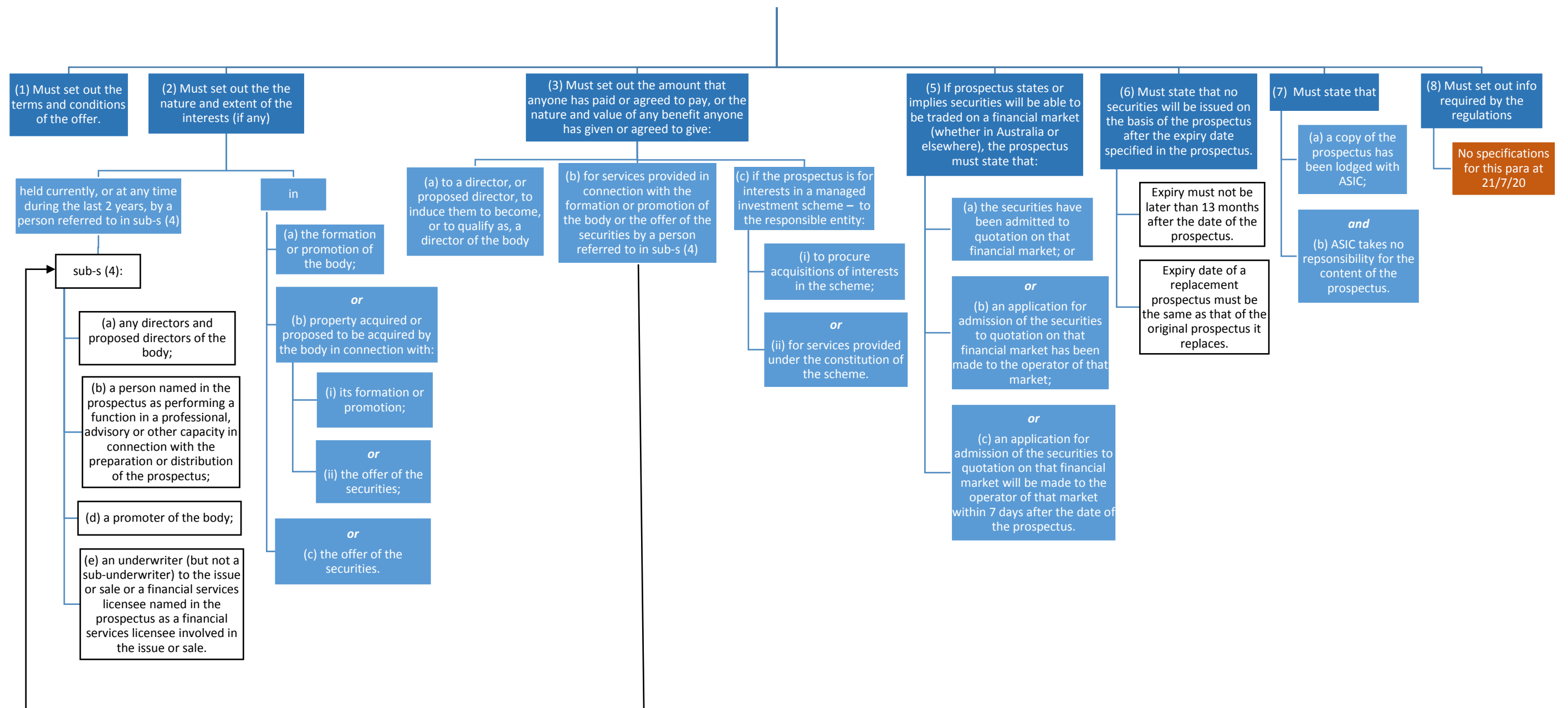


Corps Act s 711

A STANDARD PROSPECTUS MUST INCLUDE SPECIFIC DISCLOSURES:

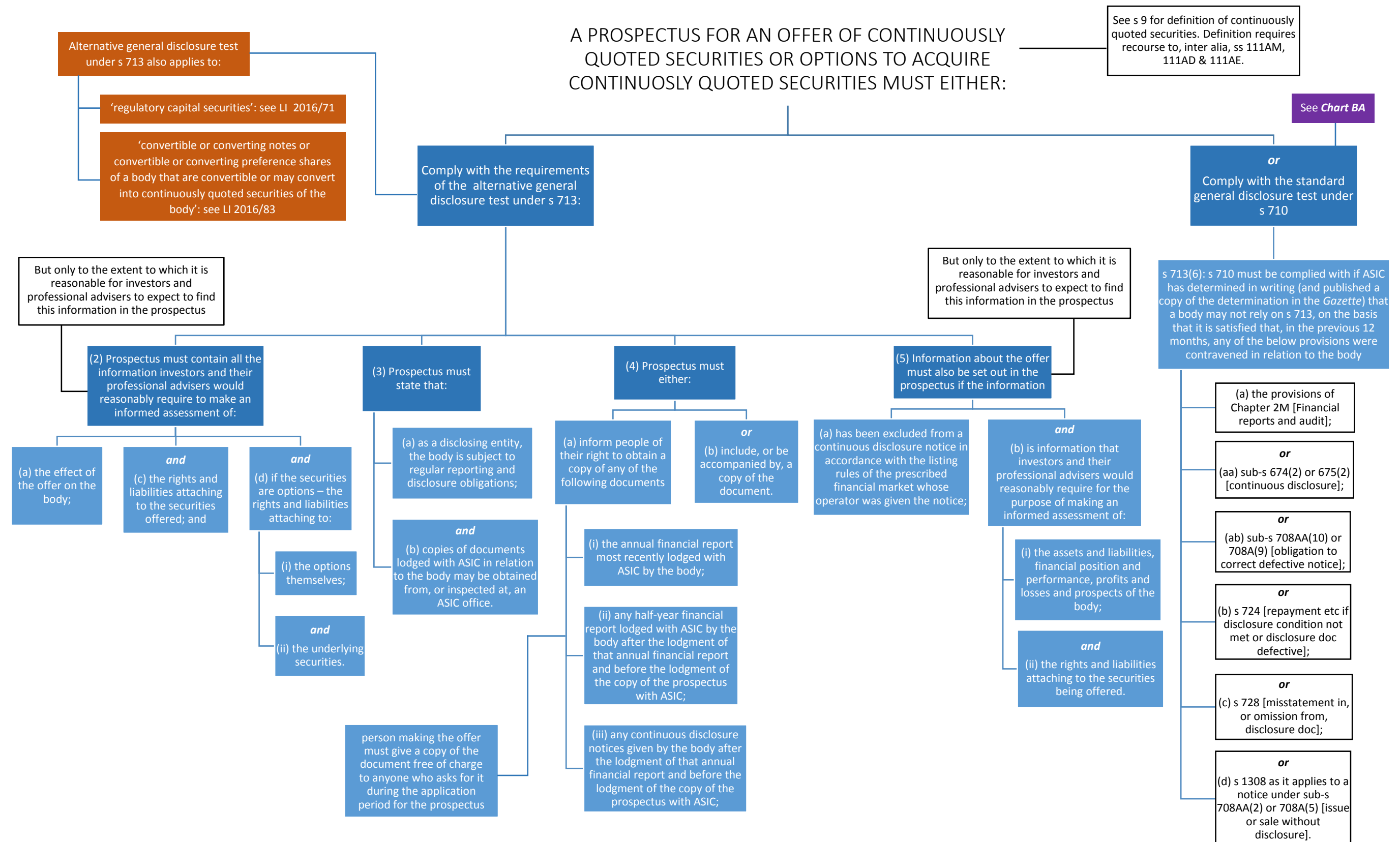
See **Chart BA** for general disclosure test and form requirements

See **Chart BD** for relief for continuous debenture issuers



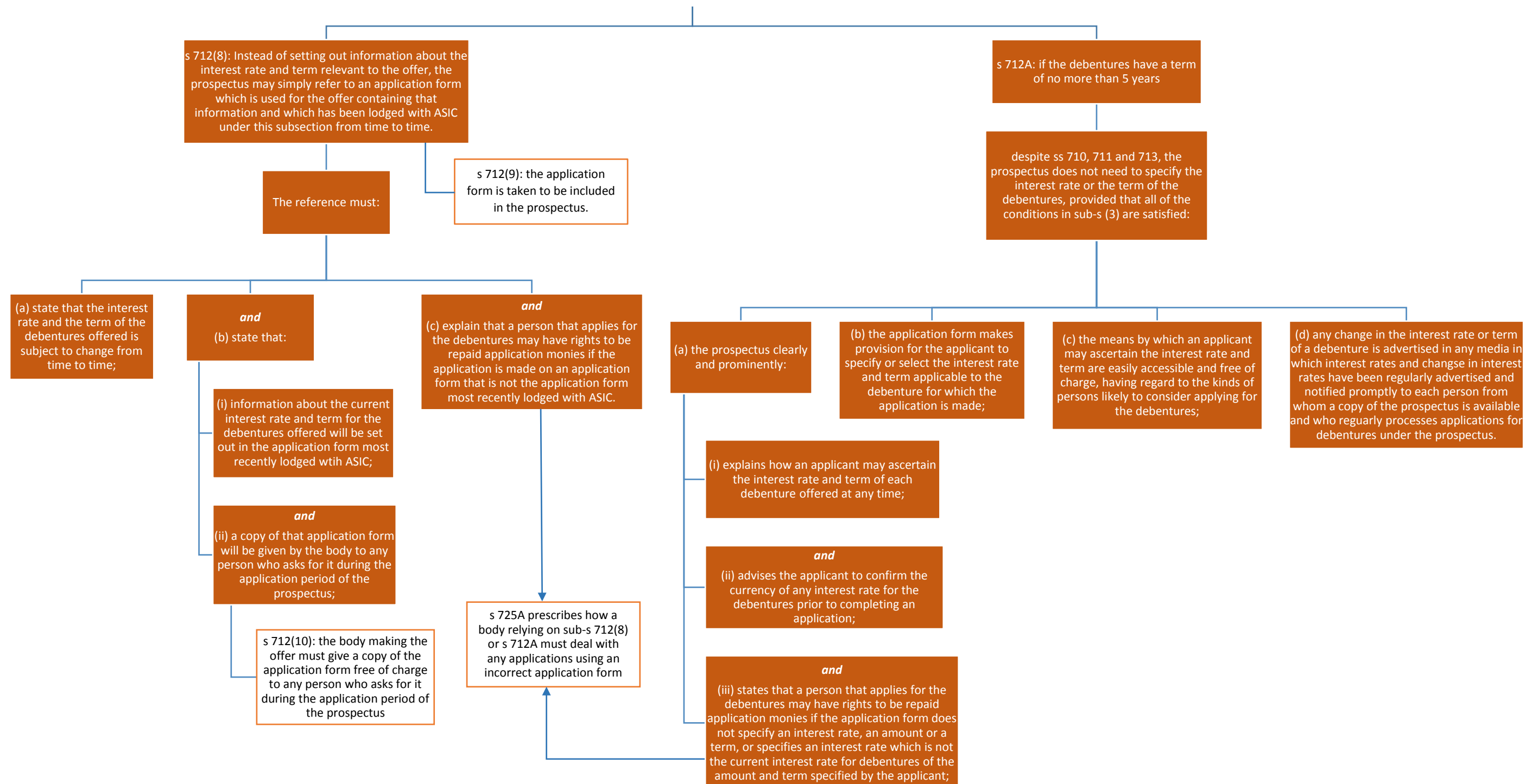


Corps Act s 713



Corps Act sub-ss 712(7)–(10) & s 712A, as notionally inserted by
ASIC Corporations (Debenture Prospectuses) Instrument 2016/75

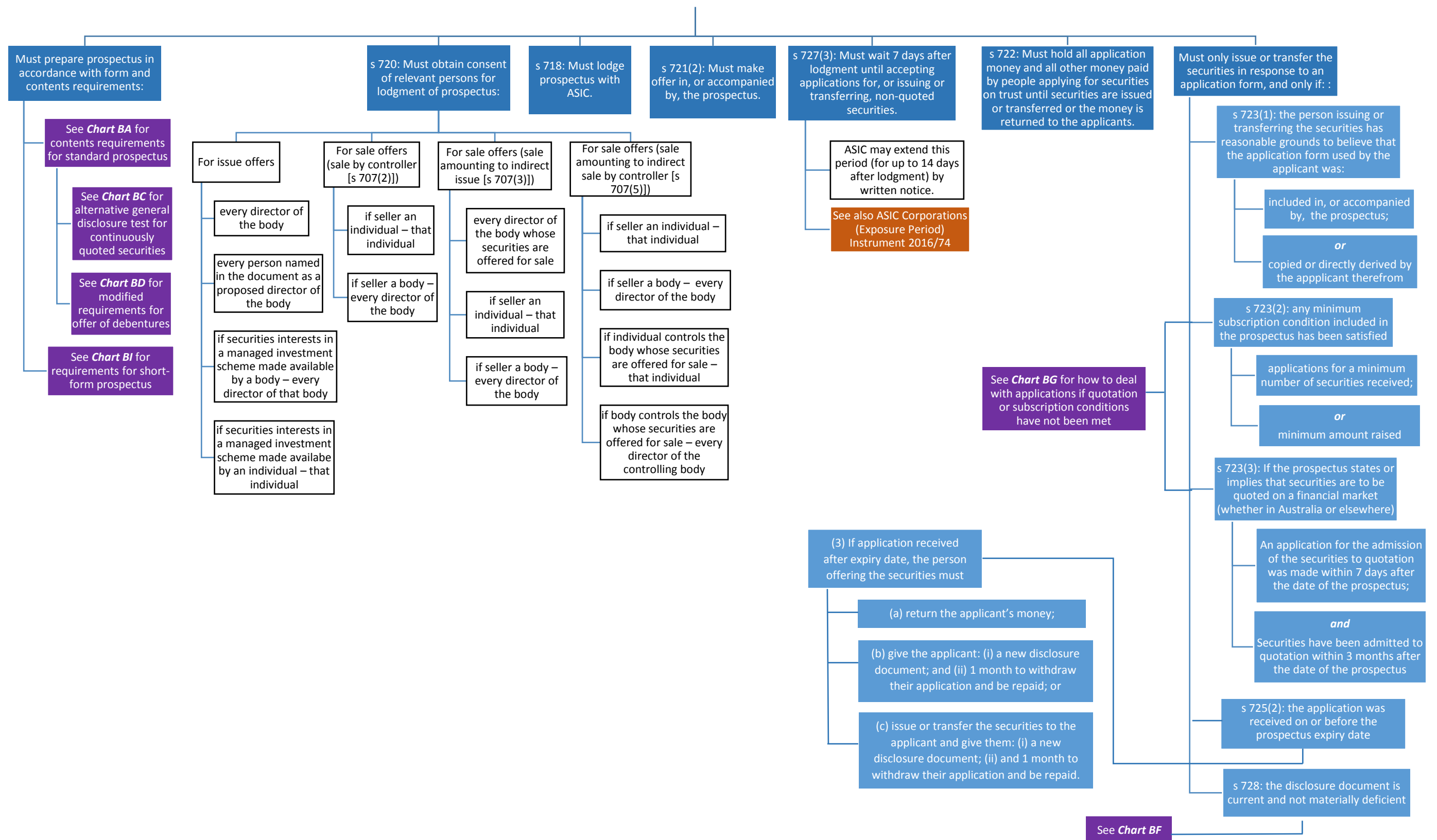
IF A PROSPECTUS RELATES TO AN OFFER OF A
BODY'S DEBENTURES FOR ISSUE IN THE
ORDINARY COURSE OF ITS BUSINESS:





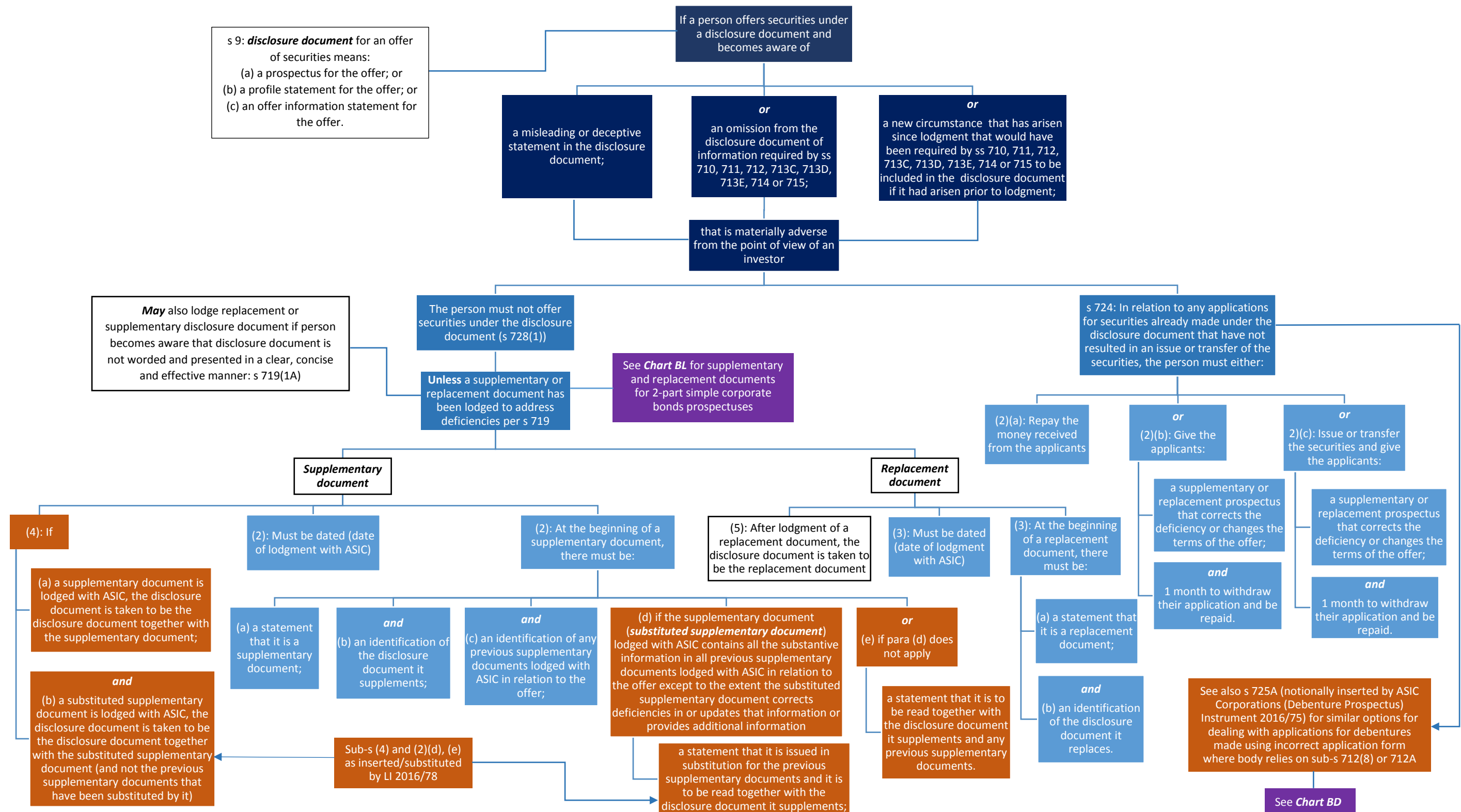
Corps Act Pt 6D.2 Div 5

PROCEDURE FOR MAKING AN OFFER OF SECURITIES THAT REQUIRES A STANDARD PROSPECTUS



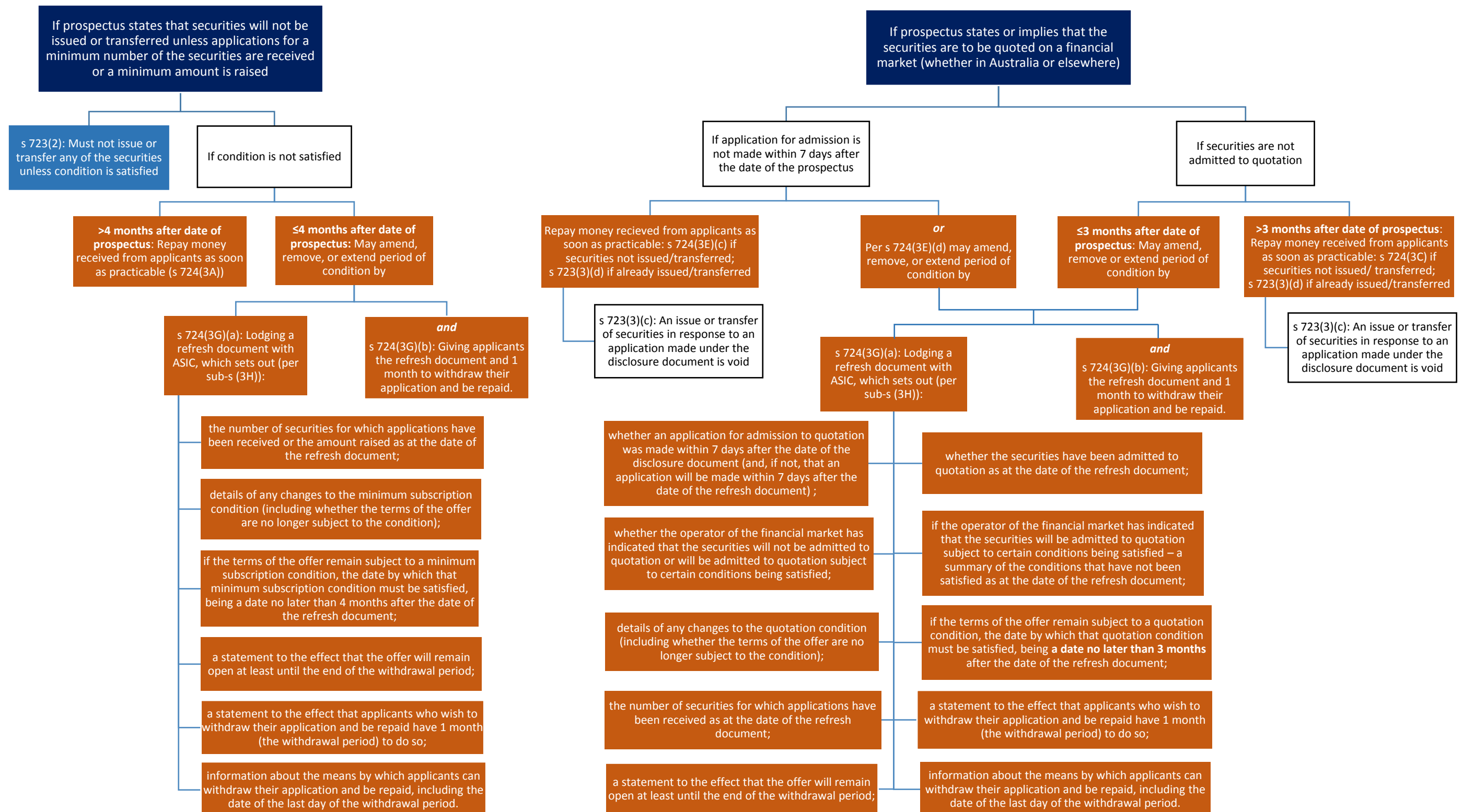
Corps Act ss 719, 724; ASIC Corporations (Substituted
Supplementary Disclosure Documents) Instrument 2016/78

PROCESS WHERE PROSPECTUS IS DEFICIENT OR NOT CURRENT



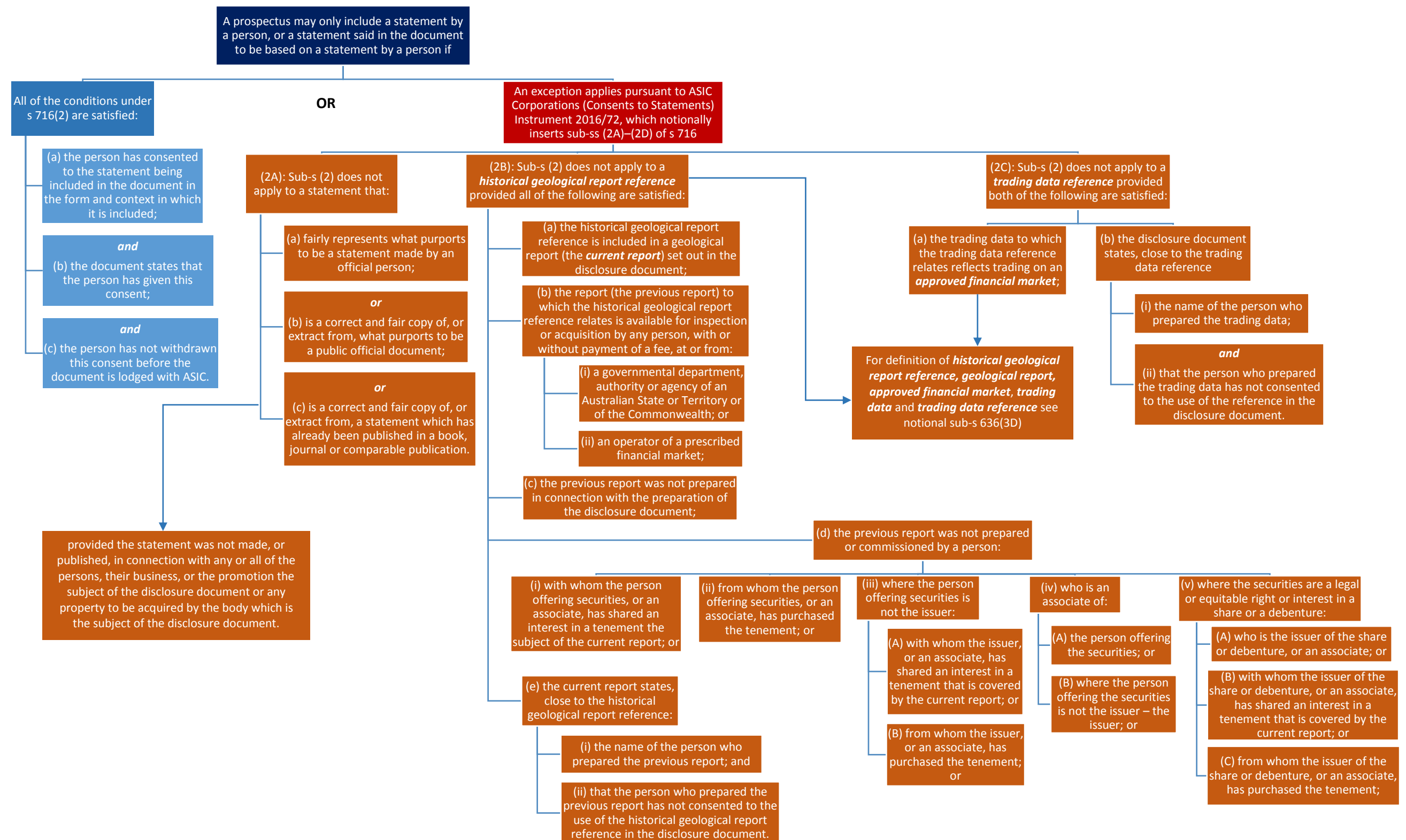
Corps Act ss 723, 724 as modified by ASIC Corporations (Minimum Subscription and Quotation Conditions) Instrument 2016/70

PROCEDURAL REQUIREMENTS IF A PROSPECTUS CONTAINS A MINIMUM SUBSCRIPTION OR QUOTATION CONDITION



Corps Act s 716, as modified by ASIC Corporations
(Consents to Statements) Instrument 2016/72

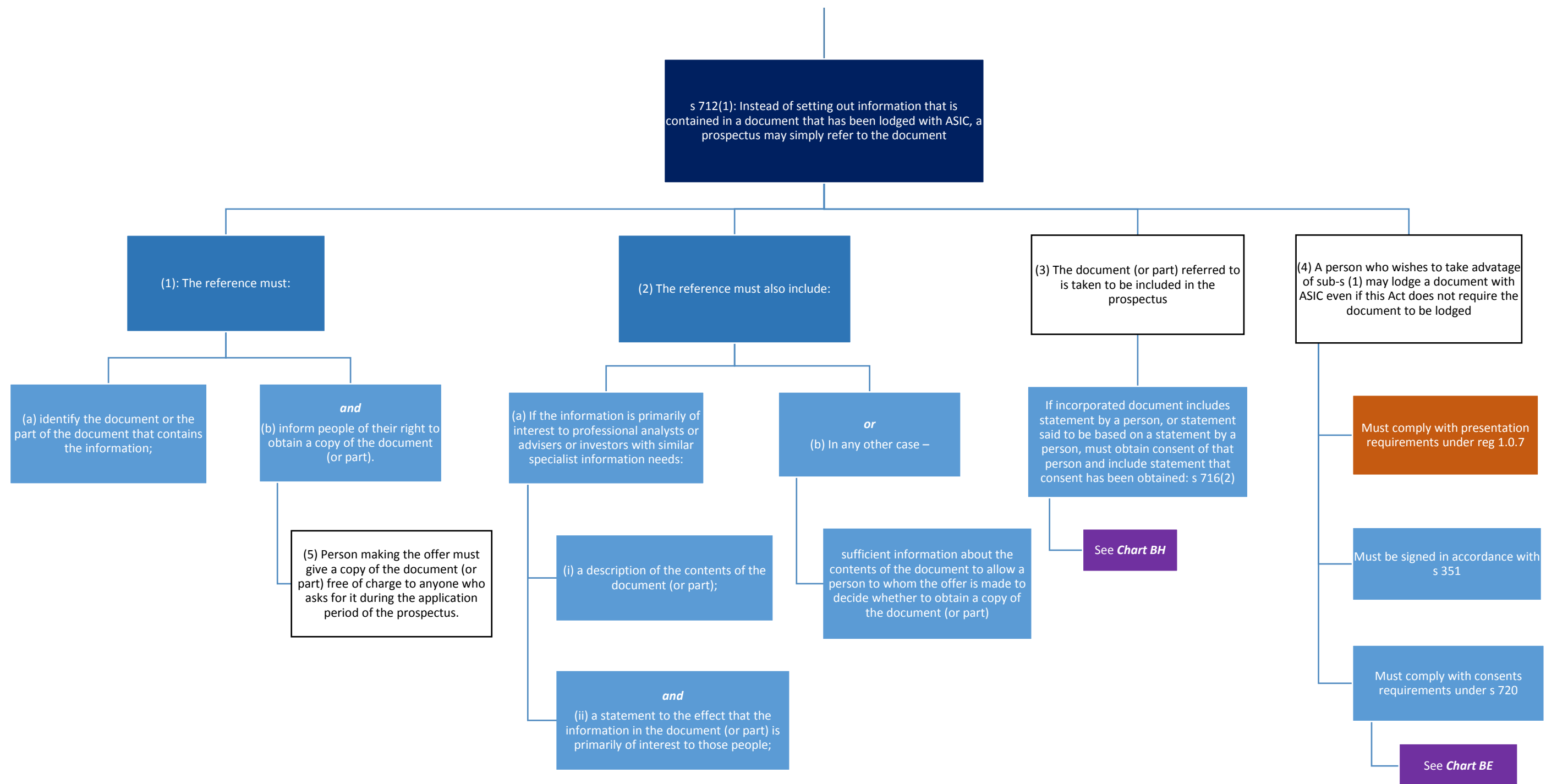
CONSENT REQUIREMENTS FOR INCLUSION OF A STATEMENT IN A PROSPECTUS





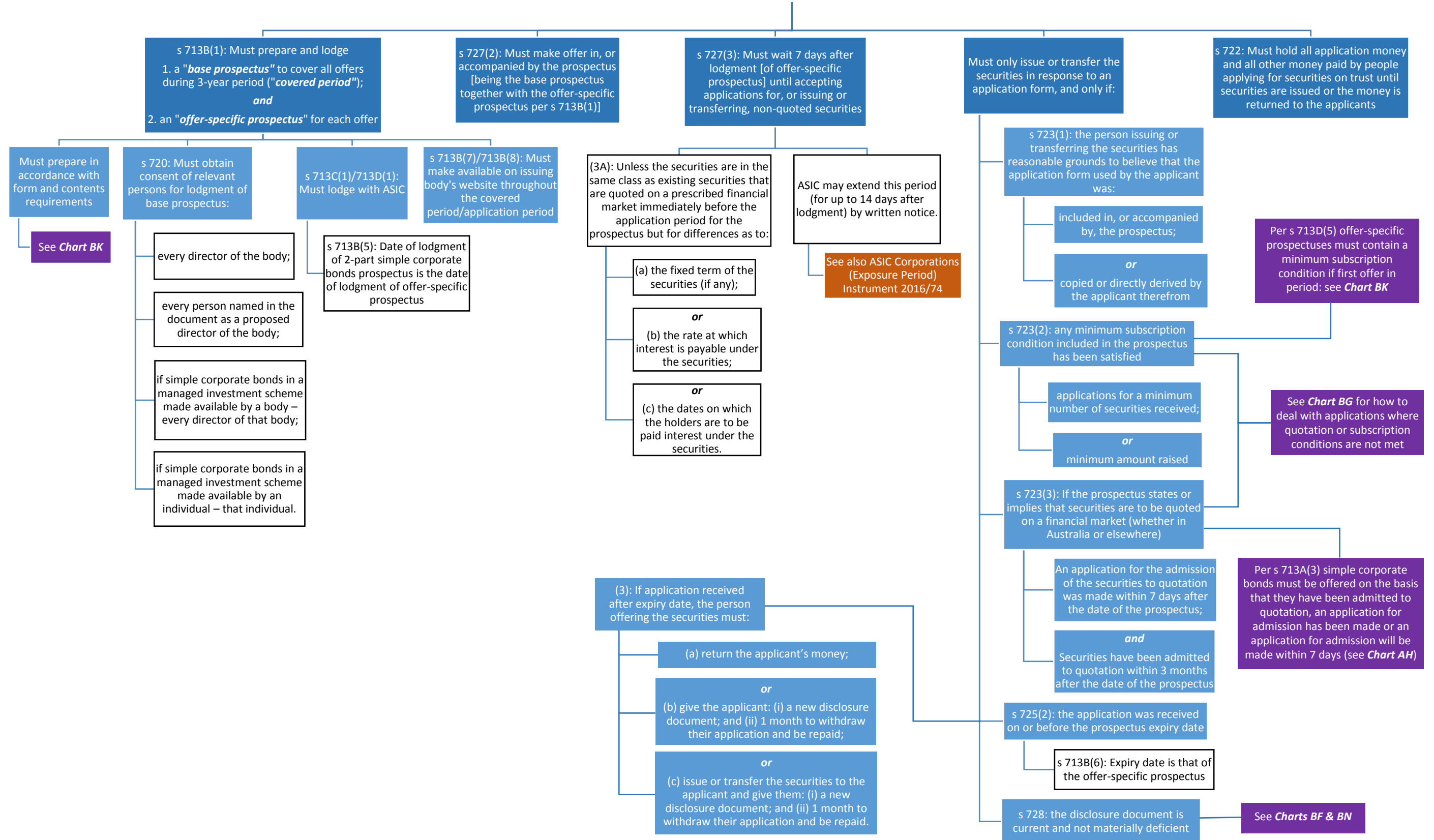
Corps Act s 712

SHORT-FORM PROSPECTUSES





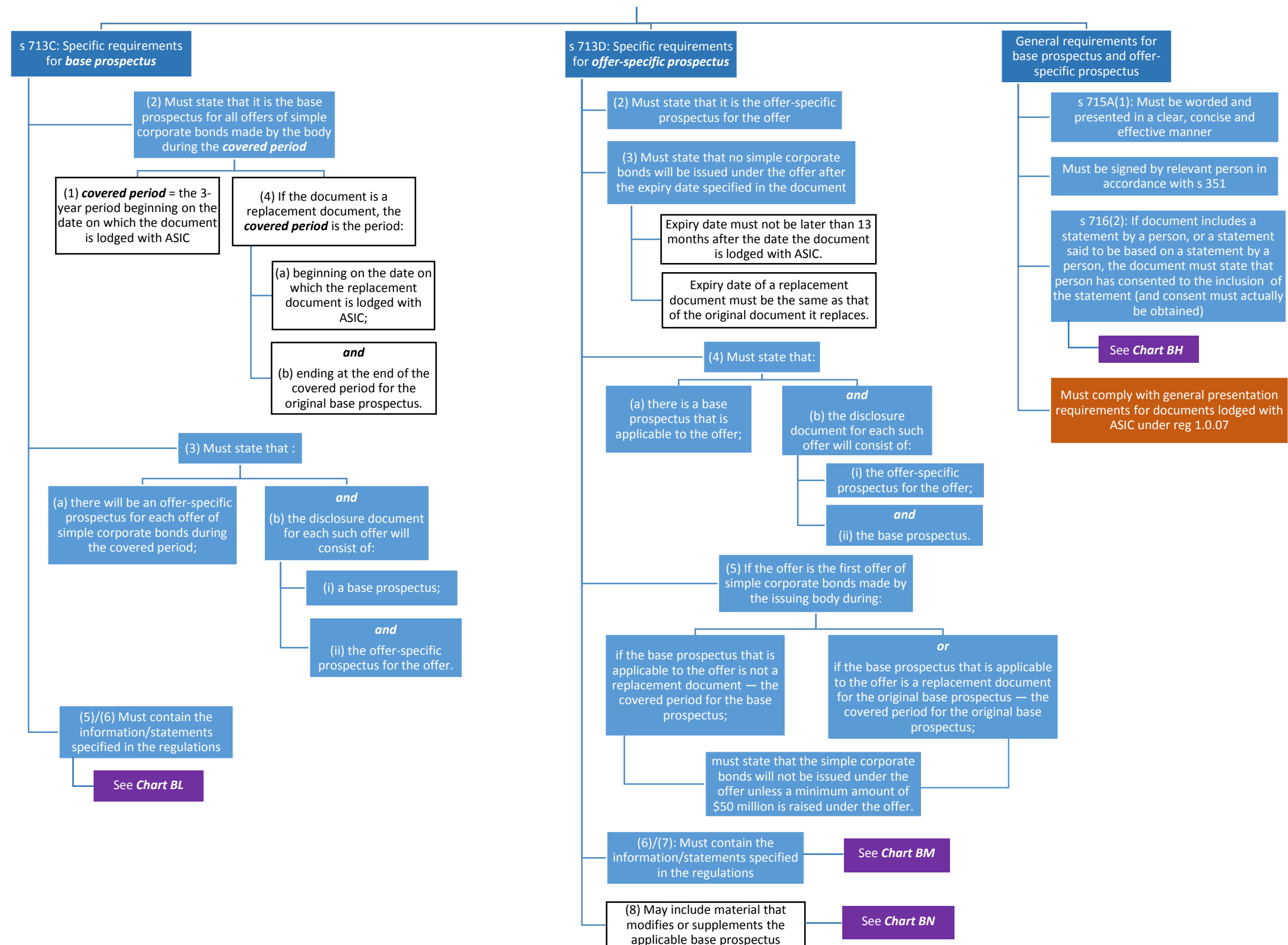
PROCEDURE FOR MAKING AN OFFER THAT REQUIRES A 2-PART SIMPLE CORPORATE BONDS PROSPECTUS

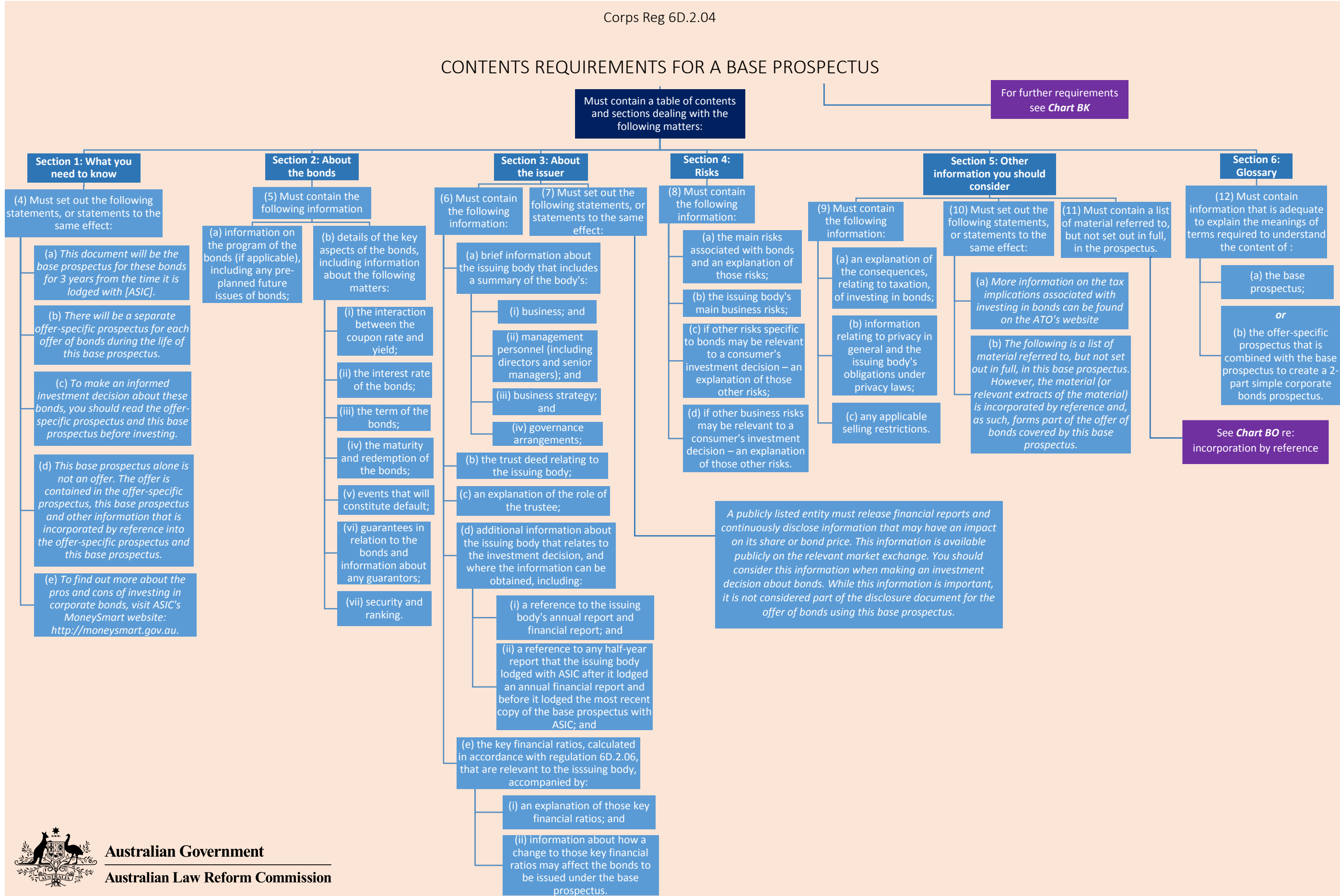


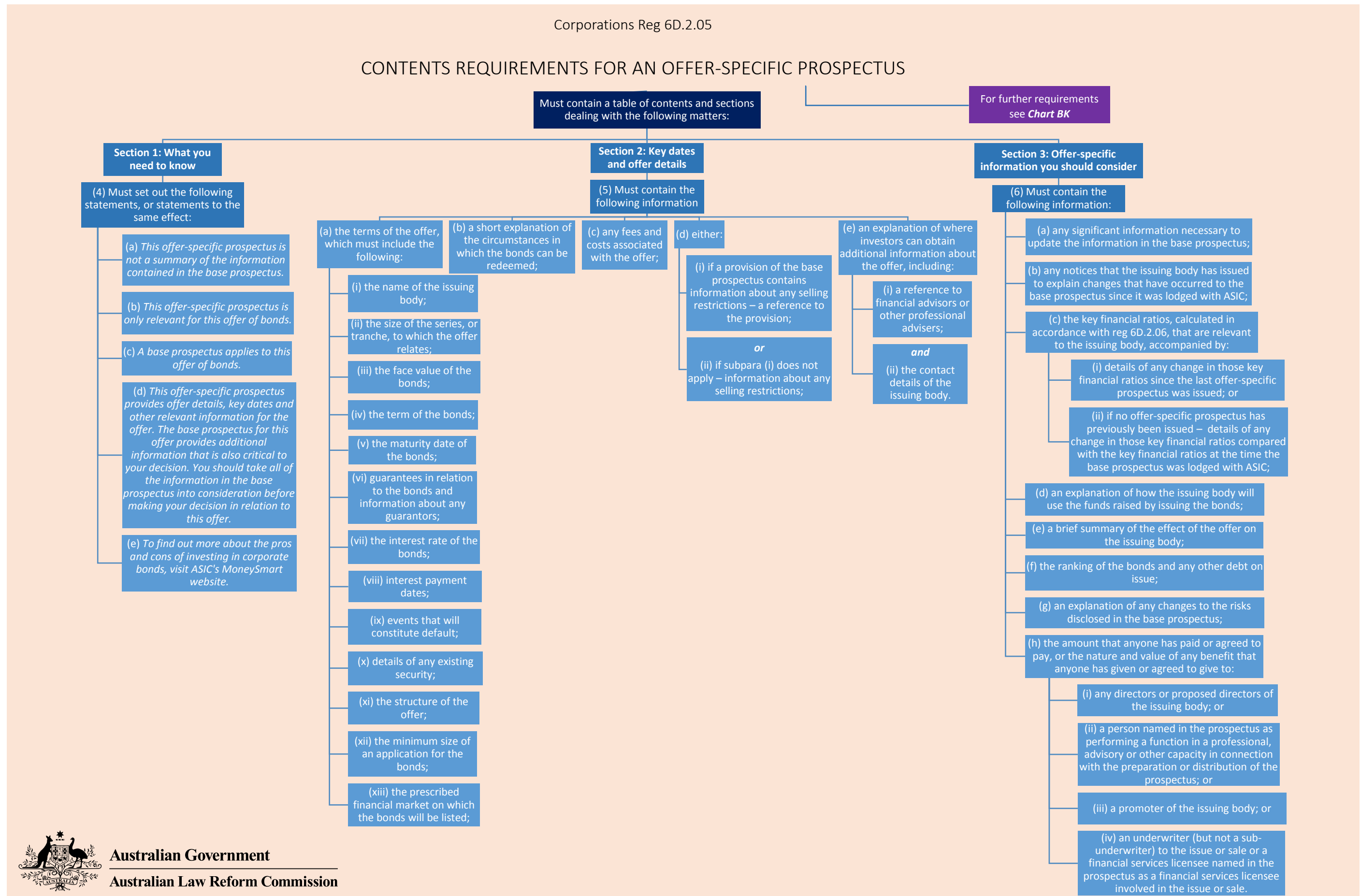


Corps Act ss 713, 713D

CONTENTS REQUIREMENTS FOR 2-PART SIMPLE CORPORATE BOND PROSPECTUSES

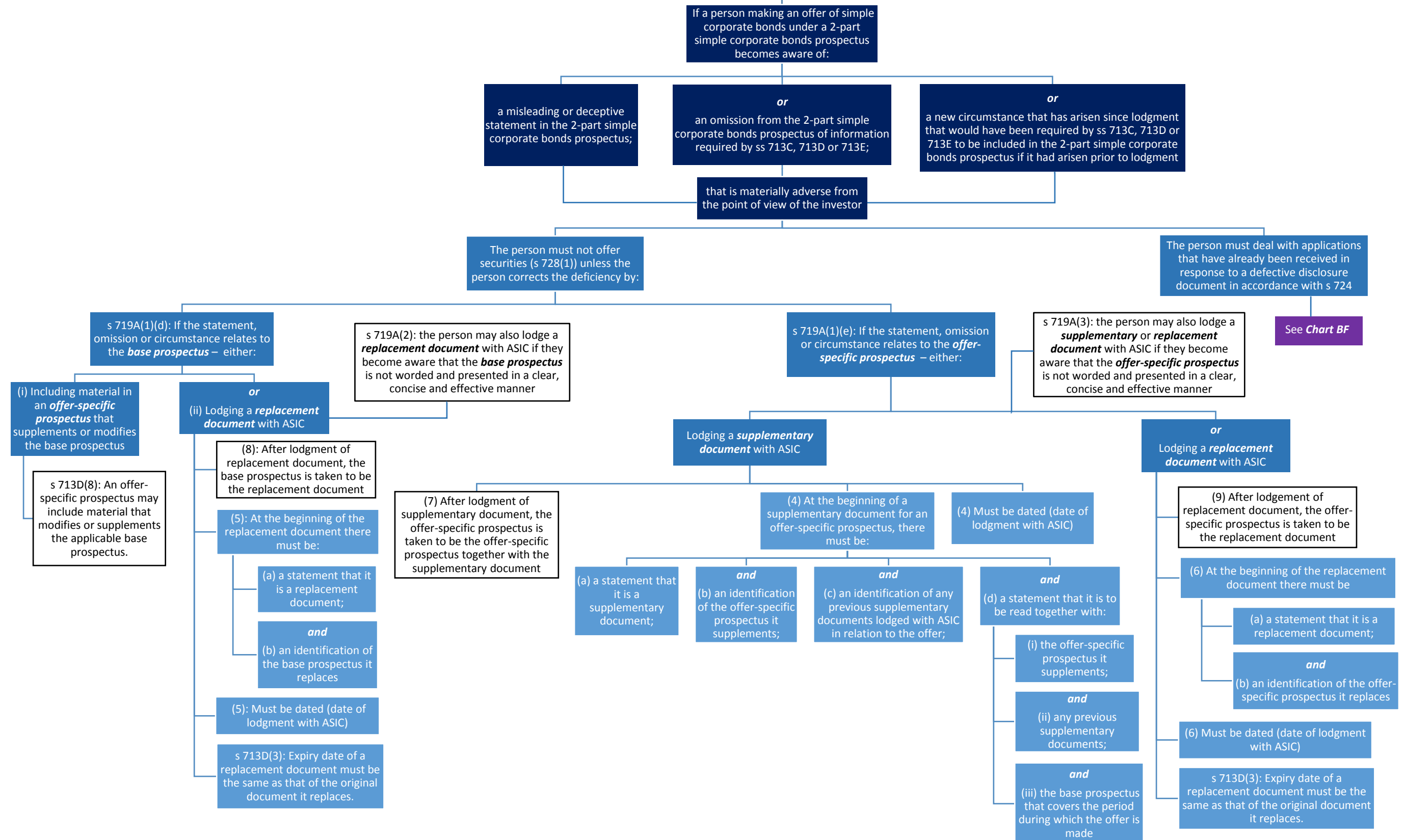






Corps Act s 719A

SUPPLEMENTARY AND REPLACEMENT DOCUMENTS FOR 2-PART SIMPLE CORPORATE BONDS PROSPECTUSES



Corps Act s 713E

INCORPORATION OF MATERIAL BY REFERENCE FOR 2-PART SIMPLE CORPORATE BONDS PROSPECTUSES

