

ASX Specialist Settlement Participant Application Form

This application form is for entities seeking admission as a Specialist Settlement Participant for the limited purpose of acting as a Participant Bidder under the Operating Rules in relation to the takeover bid specified in Part B of this application.

All applicants are encouraged to read Guidance Note 14 – *ASX Specialist Settlement Participants* to understand ASX’s admission requirements. Guidance Notes are available on the ASX website at: <http://www.asx.com.au/regulation/rules-guidance-notes-and-waivers.htm>.

Please contact the ASX Equity Operations team for any questions on the requirements for specialist settlement participants and the expected timeframe for completion of the admission process.

Instructions

Complete the relevant parts of this form detailed in the table below and ensure that it is dated and signed in section 2 of Part A.

Part A	Applicant information	All applicants must complete Part A and submit the associated annexures (if applicable).
Part B	Takeover bid information	All applicants must complete Part B and submit the associated annexures (if applicable).

This application form uses hyperlinks. To ensure the hyperlinks function correctly, please ensure that you select “enable macros” when opening the document. Double-click, or hold the control key and click once, to launch a hyperlink.

The completed parts and their related annexures should be provided in soft-copy via the application form upload facility under “Applications” on [ASX Online](#) using the log-on credentials provided by ASX Participant Transitions. The upload facility requires the application form and each relevant annexure to be uploaded as separate files.

Check	Annex #	Description
	A1	Statutory declaration(s) confirming applicant’s capacity
	A2	Written Certification as to resources and processes
	A3	Appointment of agent for service of process and acceptance of appointment (if applicable)
	A4	A legal opinion from a recognised law firm in the place where the applicant is incorporated dealing with the matters required by ASX (if applicable)
	A5	Statement of Overseas Activity and evidence of any necessary regulatory approvals (if applicable)
	B1	If available, a copy of the bid/offer documentation

ASX Contacts

For more information about the application documentation, please contact ASX Equity Operations by calling **1800 814 051 (+61 2 9227 0863 international)** or emailing CHESShelp@asx.com.au.

If you have not been issued with log-on credentials to the application form upload facility, please contact ASX Participant Transitions by calling **1300 735 713 (+61 2 8298 8249 International)** or emailing participant.transitions@asx.com.au.

Useful Websites

ASX Website	http://www.asx.com.au
ASX Online	https://www.asxonline.com/participants/index.html
ASX Settlement Operating Rules	http://www.asx.com.au/regulation/rules/asx-settlement-operating-rules.htm

Glossary

In this application form:

ASX means ASX Settlement Pty Limited ACN 008 504 532.

Corporations Act means the Corporations Act 2001 (Cth).

Operating Rules means the ASX Settlement Operating Rules and related procedures.

Capitalised terms have the meanings assigned to them in the relevant Operating Rules.

Privacy Statement

This is the Notification of Collection Statement ASX is required to provide at the time of obtaining personal information. It forms part of ASX's Privacy Policy.

As part of this application, the applicant is required to provide personal information about its officers and employees. This information is required to assess whether the applicant meets the requirements for admission as a participant under the relevant Operating Rules. Failure to provide this information is likely to prevent ASX from being able to process this application.

Information provided with this application may be disclosed to any person where disclosure is permitted by, and made in accordance with, the relevant Operating Rules; is required to comply with any legal, statutory or regulatory requirement; or consented to by the individual in question.

The individual's personal information will be held securely and will be kept only for as long as necessary, as required under the relevant Operating Rules. Individuals are able to access their personal information by contacting ASX Participant Transitions on 1300 735 713 (+61 2 8298 8249 International) or via email to participant.transitions@asx.com.au.

ASX may from time to time use external service providers but will not disclose personal information you provide to any other organisations or individuals, unless it is required or authorised by law to do so or unless you consent to the disclosure. ASX does not generally provide personal information to overseas parties but does use international service providers for technological solutions.

If relevant individuals would like to contact us or lodge a complaint, please refer them to ASX's Privacy Statement at www.asx.com.au/about/privacy-statement.htm for further details.

By completing and submitting this application the applicant represents and warrants to ASX that it has obtained the relevant individuals' consent to provide their personal information to ASX for the purposes of this application and/or the applicant's participation on ASX, and that those individuals have read, understood and agree to ASX's Privacy Policy.

PART A

Section 1 – Applicant Information

NO.	REQUIREMENT	APPLICANT RESPONSE
A.1	Applicant Details	
A.1.1	Full legal name	
A.1.2	Country of incorporation	
A.1.3	ABN / ACN / ARBN (if any)	
A.1.4	Address of registered office	
A.1.5	Address of principal place of business (specify if same as A.1.4)	
A.1.6	Postal address (specify if same as A.1.4 or A.1.5)	
A.1.7	Website URL	
A.1.8	Primary contact for this application	Name: Title: Telephone: Email:
A.2	Technical and Performance Requirements	
A.2.1	Provide details of the electronic CHES interface system the applicant will use for the purposes of transmitting CHES messages as a Specialist Settlement Participant	<p>Select one of the next 2 options:</p> <p><input type="checkbox"/> Applicant is operating its own electronic CHES interface system for the purposes of transmitting CHES messages, as follows: System name:</p> <p><input type="checkbox"/> Applicant is appointing the following CHES accredited third party provider for the purposes of transmitting CHES messages through the following system: Provider name: System name: Contact name: Contact number: Contact email:</p>

NO.	REQUIREMENT	APPLICANT RESPONSE
A.2.2	State whether the electronic CHES interface system specified in the response to A.2.1 above has been accredited by the CHES User Testing Division, including for the additional messages required for takeover bids	Select one of the next 2 options: <input type="checkbox"/> Yes, the system has been accredited for the CHES messages required for takeovers under the Operating Rules by the CHES User Testing Division <input type="checkbox"/> No, the system requires accreditation for the CHES messages required for takeovers under the Operating Rules by the CHES User Testing Division <i>Note: Confirmation of the completion of CHES connectivity testing will be a condition of admission.</i>

A.3 Capacity Requirements

A.3.1	The applicant must certify that it meets the capacity requirements (as applicable) by providing a statutory declaration confirming that: (a) for an applicant that is a body: <ul style="list-style-type: none"> • if the body is a body corporate, the body is not an externally administered body corporate; or • if the body is not a body corporate, the body is not under any equivalent form of insolvent administration; (link to sample statutory declaration) or (b) for an applicant that is a natural person: <ul style="list-style-type: none"> • the person is at least 18 years of age; • the person is not an insolvent under administration; • no person has been appointed under any Incapacity Law to administer the estate of the person; and • no order has been made under the Corporations Act prohibiting the person from managing a corporation. (link to sample statutory declaration) 	<input type="checkbox"/> Required statutory declaration(s) attached as Annexure A1 <i>Note: if an applicant consists of two or more partners or trustees, each of those persons must comply with the requirements specified.</i> Statutory Declaration Guidance: <ul style="list-style-type: none"> • Declarations must be made by a natural person • For declarations regarding corporations, the declaration must be by a natural person who knows the facts (usually an officer of the corporation) making the declaration in his/her own right • Declarations must be made using the form of the state or territory in which the person is making the declaration • Where a declaration is made in a foreign country, it must be made: <ul style="list-style-type: none"> • pursuant to the equivalent local law; or • in an Australian or British Consulate before a Consular Officer pursuant to the Statutory Declarations Act 1959 (Cth); or • pursuant to the Imperial Declarations Act 1835 (United Kingdom). • A reference to the statutory provision or equivalent law pursuant to which the declaration was made must be included.
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A.4 Resources and Processes

A.4.1	The applicant must provide a written certification to ASX that it has the resources and processes to comply with its obligations as a Specialist Settlement Participant for the limited purpose of acting as a Participant Bidder under the relevant Operating Rules. In providing this certification to ASX, the applicant must have regard to the Operating Rules and ASX Settlement Operating Rules Guidance Note 14 <i>Specialist Settlement Participants</i>	<input type="checkbox"/> Signed certification is attached as Annexure A2 .
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NO.	REQUIREMENT	APPLICANT RESPONSE
A.5 Applicants Incorporated Overseas		
A.5.1	<p>If the applicant is incorporated in a place outside Australia, it must either be registered as a foreign company carrying on business in Australia under Part 5B.2 Division 2 of the Corporations Act or appoint an agent in Australia approved by ASX for service of process in Australia</p>	<p>Select one of the next 5 options:</p> <p><input type="checkbox"/> Not applicable – applicant is incorporated in Australia</p> <p><input type="checkbox"/> Applicant is registered as a foreign company carrying on business in Australia with the ARBN mentioned in A.1.3 above</p> <p><input type="checkbox"/> Applicant intends to register as a foreign company carrying on business in Australia <i>Note: if this option is selected, the applicant must complete the registration process before it will be admitted as a participant.</i></p> <p><input type="checkbox"/> Applicant has appointed the following agent for service of process in Australia and the appointment and the agent’s acceptance of that appointment is attached as Annexure A3: Agent name: Agent address: Agent telephone: Agent email: <i>Note: if this option is selected, the applicant must provide a copy of the appointment and the agent’s acceptance of the appointment before it will be admitted as a participant.</i></p>
A.5.2	<p>If the applicant is incorporated in a place outside Australia and does not hold an ARBN, it must provide a legal opinion from a recognised law firm in the applicant’s place of incorporation dealing with the matters required by ASX</p>	<p>Select one of the next 2 options:</p> <p><input type="checkbox"/> Not applicable – applicant is incorporated in Australia or holds an ARBN.</p> <p><input type="checkbox"/> A legal opinion from a recognised law firm in the applicant’s place of incorporation has been attached as Annexure A4 confirming:</p> <ul style="list-style-type: none"> • the company is duly incorporated; and • a copy of its certificate of incorporation and an English translation (as applicable). <p><i>Note: ASX may require additional information to be included in the legal opinion.</i></p>
A.6 Applicants with Overseas Activities		
A.6.1	<p>If the applicant proposes to locate any part of its ASX activities (including, without limitation, any infrastructure through which it will send settlement messages to ASX or any Employees) outside Australia (Overseas Activity), annex a statement setting out full details of the proposed Overseas Activity and evidence that it has obtained all necessary regulatory approvals from any relevant governmental agency or regulatory authority in Australia or elsewhere in respect of the Overseas Activity</p> <p><i>Note: this requirement applies whether the applicant is incorporated in Australia or elsewhere and regardless of the nature, scale or materiality of the Overseas Activity.</i></p>	<p>Select one of the next 2 options:</p> <p><input type="checkbox"/> Not applicable – applicant’s activities will take place wholly in Australia</p> <p><input type="checkbox"/> Statement of Overseas Activity and evidence of any necessary regulatory approvals attached as Annexure A5</p> <p><i>Note: ASX may apply additional requirements to applicants with Overseas Activities. This may include requiring the applicant to provide a legal opinion from a recognised law firm in the place where it intends to conduct its Overseas Activity confirming either that the applicant holds all necessary overseas licences and authorisations to conduct the Overseas Activity or that the applicant is not required to hold any overseas licence or authorisation to conduct the Overseas Activity (as the case may be).</i></p>

Part A

Section 2 – Applicant Agreement

The entity specified at Part A Section 1 Item A.1.1 of this application form (the **applicant**):

1. represents and warrants that all information provided by the applicant to ASX in relation to this application is complete and accurate;
2. undertakes to notify ASX immediately of any material change to the information provided by the applicant;
3. acknowledges that ASX relies on the information provided by the applicant in assessing this application;
4. consents to ASX disclosing any information regarding this application (including, without limitation, any information provided by the applicant) to any third party (including, without limitation, any regulatory authority, financial market or clearing and settlement facility) as ASX considers necessary or appropriate in connection with this application;
5. consents to any third party (including for the purposes of a creditworthiness assessment, and, without limitation, any regulatory authority, financial market or clearing and settlement facility) disclosing any information in respect of the applicant and each director to ASX for the purpose of ASX’s assessment of this application; and
6. agrees to comply in full with any condition imposed on it by ASX in connection with its admission as a Specialist Settlement Participant for the limited purpose of acting as a Participant Bidder in relation to the takeover bid specified in Part B of this application form and, if it is admitted as a Specialist Settlement Participant for this purpose, that it will be bound by and comply with the Operating Rules.

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Signature

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Signature

.....
Name and office/ capacity

.....
Name and office/ capacity

.....
Date

.....
Date

Execution Instructions

- For Australian registered companies, execution should be under section 127 Corporations Act or power of attorney.
- Execution must be by a person or persons authorised to execute this document on behalf of the applicant. The execution block above can be adapted where necessary to meet the requirements of the form of execution.
- Execution under power of attorney must be witnessed and a certified copy of the power of attorney provided together with the application form. Each attorney executing this document declares that the attorney has no notice of the revocation or suspension of the power of attorney.
- If execution is by an entity other than an Australian registered company, additional evidence of authorisation may be required.

PART B – TAKEOVER BID INFORMATION

NO.	REQUIREMENT	APPLICANT RESPONSE
B.1 Bidder Information		
B.1.1	The applicant confirms that it is the bidder, and if admitted will be the Participant Bidder, for the takeover bid specified in Part B.2 below	<input type="checkbox"/> Confirmed
B.2 Takeover Bid Information		
B.2.1	Type of bid	Select one of the next 3 options: <input type="checkbox"/> off-market takeover bid <input type="checkbox"/> equal access buy-back offer <input type="checkbox"/> other <i>Note: ASX may, without limitation and at its discretion, treat a bid by a company to buy back its own shares, where some or all of those shares are held on the CHESSE Subregister, as part of a takeover bid for the purposes of the Operating Rules (see Operating Rule 14.12.1).</i> <i>Note: if the last option is selected, please contact ASX to determine whether the transaction can be supported in CHESSE as a takeover bid under Operating Rule 14.12.1.</i>
B.2.2	Full legal name of issuer whose financial products are the subject of the bid	
B.2.3	Description of the financial products the subject of the bid <i>Note: If the bid relates to multiple classes of financial products, please provide a description of each financial product involved</i>	
B.2.4	ASX code for the financial products the subject of the bid <i>Note: If the bid relates to multiple classes of financial products, please provide details of each ASX code involved</i>	
B.2.5	Over what period is the bid proposed to be open?	Commencement date: Closing date:
B.2.6	Is the bid conditional or unconditional?	Select one of the next 2 options: <input type="checkbox"/> Conditional <input type="checkbox"/> Unconditional
B.2.7	The documentation for the bid was, or will be, dispatched to holders of the financial products on what date?	Dispatch date: <input type="checkbox"/> If available, a copy of the bid/offer documentation is attached as Annexure B1 . <i>Note: the applicant must provide a copy of the bid/offer documents to the ASX Post Trade Operations Team prior to the commencement of the offer period.</i>