

## Chapter 17

### Trading halts, suspension, removal

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#### Explanatory note

This chapter deals with <sup>+</sup>trading halts, suspending <sup>+</sup>quotation of an entity's <sup>+</sup>securities and removal of an entity from the <sup>+</sup>official list.

An entity's <sup>+</sup>securities, or a <sup>+</sup>class of them, are quoted if they have been granted <sup>+</sup>quotation under chapter 2. If ASX ends <sup>+</sup>quotation of the <sup>+</sup>class, they are no longer a <sup>+</sup>class of quoted <sup>+</sup>securities. Application for <sup>+</sup>quotation would have to be made again in relation to them, and granted, before they could be quoted again. On the other hand, suspension does not amount to a permanent ending of <sup>+</sup>quotation, and does not mean that the <sup>+</sup>securities are not quoted <sup>+</sup>securities.

<sup>+</sup>Securities are not suspended merely because:

- transactions in them are interrupted (ie, cannot be effected on <sup>+</sup>SEATS because ASX has received a market sensitive announcement in relation to the entity); or
- they are subject to a <sup>+</sup>trading halt.

Note: For Corporations Act purposes securities which are suspended may lose the character of being quoted. See, for example, Division 2 of Part 1.2A.

<sup>+</sup>Securities that are suspended, or subject to a <sup>+</sup>trading halt or interruption, may be reinstated to <sup>+</sup>quotation without a fresh application.

If the entity is removed from the <sup>+</sup>official list, <sup>+</sup>quotation of all its <sup>+</sup>securities ends. Application for admission to the <sup>+</sup>official list and <sup>+</sup>quotation of <sup>+</sup>securities would have to be made again, and granted, before the <sup>+</sup>securities could be quoted again.

ASX has issued a Guidance Note on <sup>+</sup>trading halts.

#### Trading Halts

##### How and when a trading halt occurs

17.1 ASX may grant a <sup>+</sup>trading halt at the request of an entity. ASX may require the request to be in writing. ASX is not required to act on the entity's request. The entity must tell ASX each of the following.

- Its reasons for the <sup>+</sup>trading halt.
- How long it wants the <sup>+</sup>trading halt to last.
- The event it expects to happen that will end the <sup>+</sup>trading halt.

- That it is not <sup>+</sup>aware of any reason why the <sup>+</sup>trading halt should not be granted.
- Any other information necessary to inform the market about the <sup>+</sup>trading halt, or that ASX asks for.

17.1.1 The length of the <sup>+</sup>trading halt cannot exceed the period permitted under ASX's Operating Rules.

Amended 11/03/04

Note: ASX Operating Rule 16.4.2 says that a trading halt can be applied for a period not exceeding the commencement of normal trading on the second trading day following the day on which it is requested.

Example: On a Monday afternoon a company tells ASX that it expects an important announcement to be made regarding a major acquisition. Owing to the status of negotiations it is uncertain whether the announcement will be made that day or the following day. The company asks for and is granted a trading halt. The trading halt will operate until the announcement is made or the commencement of trading on the Wednesday, whichever occurs sooner.

17.1.2 ASX may suspend <sup>+</sup>quotation of an entity's <sup>+</sup>securities, even if the <sup>+</sup>securities are subject to a <sup>+</sup>trading halt. However, if the entity requested the <sup>+</sup>trading halt (without ASX's intervention) to prevent trading in its <sup>+</sup>securities taking place in an uninformed market, ASX will not suspend <sup>+</sup>quotation of the <sup>+</sup>securities before the expiry of the <sup>+</sup>trading halt.

Introduced 01/07/96 Amended 01/07/98

Example: ASX intervenes by querying a price or volume movement that results in the request for the trading halt.

Cross reference: ASX Guidance Note on trading halts.

## Suspension of securities from quotation

### Suspension at entity's request

17.2 ASX may at any time suspend an entity's <sup>+</sup>securities, or a <sup>+</sup>class of them, from <sup>+</sup>quotation at the request of the entity. ASX may require the request to be in writing. ASX is not required to act on the entity's request. The entity must tell ASX each of the following.

- Its reasons for the suspension.
- How long it expects the suspension to last.
- The event it expects to happen that will end the suspension.
- That it is not <sup>+</sup>aware of any reason why its <sup>+</sup>securities should not be suspended.
- Any other information necessary to inform the market about the suspension, or that ASX asks for.

Introduced 01/07/96

### Suspension not at entity's request

#### General rule

17.3 ASX may at any time suspend an entity's <sup>+</sup>securities, or a <sup>+</sup>class of them, from <sup>+</sup>quotation if in ASX's opinion any of the following applies.

17.3.1 The entity is unable or unwilling to comply with, or breaks, a listing rule.

Note: Listing rule 8.1 requires an entity to comply with the ASX Settlement Operating Rules. Listing rule 17.3 may therefore operate if an entity breaks an ASX Settlement Operating Rule.

17.3.2 It is necessary to suspend <sup>+</sup>quotation to prevent a disorderly or uninformed market.

17.3.3 ASX's rules require the suspension.

Note: ASX's rules are its listing rules, market rules, and articles of association.

17.3.4 It is appropriate for some other reason.

Introduced 01/07/96

Example: If ASX Settlement suspends an entity's participation in CHESS, ASX may suspend quotation of the entity's securities. This may occur for a reason that does not break the ASX Settlement Operating Rules, but it would still affect transfers.

### Compulsory acquisition

17.4 In the case of a compulsory acquisition following a takeover bid, ASX will suspend <sup>+</sup>quotation of an entity's <sup>+</sup>securities 5 <sup>+</sup>business days after it receives a copy of the compulsory acquisition notice sent to holders of <sup>+</sup>securities in the bid class that the bidder is entitled to acquire their <sup>+</sup>securities.

Introduced 01/07/96 Origin: Procedure 2(a) Amended 13/03/00

Note: At 13/3/2000, section 9 of the Corporations Act says that the bid class of securities for a takeover bid is the class of securities to which the securities being bid for belong.

17.4.1 ASX may decide not to suspend <sup>+</sup>quotation of <sup>+</sup>securities in a <sup>+</sup>class that was not the bid class.

Introduced 01/07/96 Origin: Procedure 2(a) Amended 01/07/97, 13/03/00

Note: At 13/03/00, section 9 of the Corporations Act says that the bid class of securities for a takeover bid is the class of securities to which the securities being bid for belong.

Cross reference: Listing rule 17.14 deals with removal of the entity.

17.4A In the case of a compulsory acquisition under Part 6A.2 of the Corporations Act, ASX will suspend <sup>+</sup>quotation of an entity's <sup>+</sup>securities 5 <sup>+</sup>business days after it receives written notice from the entity of either of the following.

- The objection period set out in the compulsory acquisition notice has ended and holders of at least 10% of the <sup>+</sup>securities covered by the compulsory acquisition notice have not objected to the acquisition before the end of the objection period.
- The court has approved the acquisition under section 664F of the Corporations Act.

Introduced 13/03/00 Amended 30/09/01

Note: As at 13/3/2000, if holders of at least 10% of the securities covered by a compulsory acquisition notice object to the proposed acquisition, the 90% holder may apply to the court under section 664F for court approval of the compulsory acquisition.

17.4A.1 ASX may decide not to suspend <sup>+</sup>quotation of <sup>+</sup>securities in a <sup>+</sup>class that was not the <sup>+</sup>class to which the <sup>+</sup>securities covered by the compulsory acquisition notice belong.

Introduced 13/3/00

Cross reference: Listing rule 17.14 deals with removal of the entity.

### Failure to lodge documents

17.5 If an entity fails to give ASX the documents required under rules 4.2A, 4.3A, 4.4A, 4.5, 4.7B, 5.1, 5.2, 5.3, 5.4 or 5.5 or the <sup>+</sup>annual report required under rule 4.7, ASX will suspend its <sup>+</sup>securities from <sup>+</sup>quotation on the <sup>+</sup>trading day after the date on which the documents were due. ASX will not waive this rule.

Introduced 01/07/96 Origin: Procedures 8(a)(i), 8(b) Amended 01/09/99, 31/03/00, 01/07/00, 01/01/03, 11/01/10, 01/07/14

Note: The entity's securities are suspended before trading commences.

### Failure to pay annual listing fees

17.6 If ASX does not receive payment of an entity's annual listing fees within 15 <sup>+</sup>business days after the due date, ASX will suspend <sup>+</sup>quotation of the entity's <sup>+</sup>securities on the next business day. ASX will not waive this rule.

Introduced 01/07/96 Origin: Procedures 8(c)(i), 8(d) Amended 01/07/97

Note: The due date is 31 July (see rule 16.5 and Guidance Note on fees). The entity's securities are suspended before trading commences.

Cross reference: rule 17.15 deals with removal of the entity.

## Reinstatement of securities to quotation

### General rule

17.7 ASX may at any time reinstate an entity's +securities to +quotation.

Introduced 01/07/96

Note: Reinstatement does not necessarily mean that ASX accepts that the entity is complying with the rules.

### Reinstatement after lodging documents

17.8 If an entity's +securities are suspended under rule 17.5 for failure to lodge documents, ASX will normally reinstate +quotation of the +securities before the commencement of trading on the day after ASX receives the documents and any fee payable.

Introduced 01/07/96 Origin: Procedure 8(a)(ii)

Note: ASX may decide not to reinstate quotation if the securities should be suspended for another reason. See rule 17.3.

Cross reference: rule 16.7.

### Reinstatement after payment of annual listing fees

17.9 If an entity's +securities are suspended under rule 17.6 for failure to pay the listing fees, ASX will normally reinstate +quotation of the +securities before the commencement of trading on the +business day after it receives the listing fees.

Introduced 01/07/96 Origin: Procedure 8(c)(ii) Amended 01/07/97

Note: ASX may decide not to reinstate quotation if the securities should be suspended for another reason. See rule 17.3.

Cross reference: rule 17.15.

## Ending quotation

17.10 ASX may at any time end +quotation of a +class of an entity's +securities if either of the following applies.

- The entity requests it.
- The +securities no longer meet the requirements necessary for +quotation.

ASX is not required to act on the entity's request.

Introduced 01/07/96

Note: ASX may require the entity to advise security holders before ending quotation.

Example: A class of preference shares may no longer be held by enough holders, because of redemption or conversion of them, and ASX may end quotation of the class.

## Removal from the official list

### Removal at entity's request

17.11 ASX may at any time remove an entity from the +official list at the request of the entity. ASX may require the entity to establish the authority of the +person making the request. If the entity has a seal, ASX may require the request to be under seal. ASX is not required to act on the entity's request, or may require conditions to be satisfied before it will act on the request.

Introduced 01/07/96 Origin: Procedure 2(b)

Note: Removal is usually effective from the close of business on a date ASX chooses.

## Removal not at entity's request

### General rule

17.12 ASX may at any time remove an entity from the <sup>+</sup>official list if, in ASX's opinion, any of the following applies.

- The entity is unable or unwilling to comply with, or breaks, a listing rule.

Note: Rule 8.1 requires an entity to comply with the ASX Settlement Operating Rules if the securities of the entity are CHESS Approved. Rule 17.12 may therefore operate if an entity breaks an ASX Settlement Operating Rule.

- The entity has no quoted <sup>+</sup>securities.
- It is appropriate for some other reason.

Introduced 01/07/96

### Automatic removal after a long suspension

17.13 [Deleted]

Introduced 01/07/96 Deleted 30/09/01

### Removal following compulsory acquisition notices

17.14 If all the quoted <sup>+</sup>securities of an entity have been suspended under rule 17.4 or rule 17.4A, ASX will remove the entity at the close of trading on a date decided by ASX.

Introduced 01/07/96 Origin: Procedure 2(a) Amended 01/07/97, 13/03/00

Note: Normally the removal takes place on the 3rd business day following the date on which the entity's securities were suspended. No request for removal is required.

### Removal for non-payment of annual listing fee

17.15 If an entity does not pay an annual listing fee as required under rule 16.5, ASX will remove the entity from the <sup>+</sup>official list at the close of trading on the 20th <sup>+</sup>business day after the due date. ASX will not waive this rule.

Introduced 01/07/96 Origin: Procedure 8(c)(i) Amended 01/07/97

Cross reference: rule 17.6.

### When removal from the official list occurs

17.16 If ASX's decision to remove an entity from the <sup>+</sup>official list is conditional, the entity is removed after the conditions are met on a date decided by ASX. If the decision is unconditional, the entity is removed on the date specified in the decision. If no date is specified, the entity is removed on a date decided by ASX.

Introduced 01/07/96 Amended 01/07/00

Note: Removal is usually effective from the close of trading on a date decided on by ASX.

Example: ASX may require an entity to notify its security holders that it has requested removal and the removal will take place on a set date.

**End of Section. Next page is no. 1801.**