

TABLE OF KEY ANNOTATIONS

Key section annotations, originally by Jason Harris, and now by Edmund Finnane, supplement the Corporations Act 2001 (Cth), providing readers with an additional level of guidance. The following sections of the Corporations Act 2001 are annotated:

9	Dictionary
95A	Solvency and insolvency
109X	Service of documents
124	Legal capacity and powers of a company
128	Entitlement to make assumptions
129	Assumptions that can be made under section 128
136	Constitution of a company
140	Effect of constitution and replaceable rules
175	Correction of registers
177	Use of information on registers
180	Care and diligence—civil obligation only
181	Good faith—civil obligations
182	Use of position—civil obligations
183	Use of information—civil obligations
197	Directors liable for debts and other obligations incurred by corporation as trustee
206C	Court power of disqualification—contravention of civil penalty provision
232	Grounds for Court order
233	Orders the Court can make
236	Bringing, or intervening in, proceedings on behalf of a company
237	Applying for and granting leave
246B	Varying and cancelling class rights
249D	Calling of general meeting by directors when requested by members
249G	Calling of meetings of members by the Court
249J	Notice of meetings of members to members and directors
254T	Circumstances in which a dividend may be paid
256B	Company may make reduction not otherwise authorised
256C	Shareholder approval
257D	Buy-back procedure—special shareholder approval for selective buy-back
260A	Financial assistance by a company for acquiring shares in the company or a holding company
292	Who has to prepare annual financial reports and directors' reports
301	Audit of annual financial report
342	Exemption orders—criteria for orders for companies, registered schemes and disclosing entities
411	Administration of compromises etc
412	Information as to compromise with creditors
419	Liability of controller
420	Powers of receiver
420A	Controller's duty of care in exercising power of sale
424	Controller may apply to Court
436A	Company may appoint administrator if board thinks it is or will become insolvent
436B	Liquidator may appoint administrator
436C	Secured party may appoint administrator
437A	Role of administrator
439A	Administrator to convene meeting and inform creditors
440D	Stay of proceedings
444A	Effect of creditors' resolution
444D	Effect of deed on creditors
445D	When Court may terminate deed
447A	General power to make orders
447D	Administrator may seek directions
459A	Order that insolvent company be wound up in insolvency
459C	Presumptions to be made in certain proceedings
459E	Creditor may serve statutory demand on company
459G	Company may apply
459H	Determination of application where there is a dispute or offsetting claim
459J	Setting aside demand on other grounds
459P	Who may apply for order under section 459A
459S	Company may not oppose application on certain grounds

Table of Key Annotations

461	General grounds on which company may be wound up by Court
467	Court's powers on hearing application
471B	Stay of proceedings and suspension of enforcement process
472	Court to appoint official liquidator
477	Powers of liquidator
479	Exercise and control of liquidator's powers
482	Power to stay or terminate winding up
503	Removal of liquidator
510	Arrangement: when binding on creditors
555	Debts and claims proved to rank equally except as otherwise provided
556	Priority payments
563A	Postponing subordinate claims
563C	Debt subordination
588FA	Unfair preferences
588FB	Uncommercial transactions
588FF	Courts may make orders about voidable transactions
588FG	Transaction not voidable as against certain persons
588FGA	Directors to indemnify Commissioner of Taxation if certain payments set aside
Pt 5.7B Div 2A	Vesting of PPSA security interests if not continuously perfected
Pt 5.7B Div 2B	Security interests in favour of company officers etc.
588G	Director's duty to prevent insolvent trading by company
588H	Defences
596B	Discretionary examination
597	Conduct of examination
601AH	Reinstatement
601EE	Unregistered schemes may be wound up
606	Prohibition on certain acquisitions of relevant interests in voting shares
608	Relevant interests in securities
611	Exceptions to the prohibition
623	Collateral benefits not allowed
636	Bidder's statement content
655A	ASIC's power to exempt and modify
657A	Declaration of unacceptable circumstances
657D	Orders that Panel may make following declaration
661E	Holder may apply to Court to stop acquisition
793C	Enforcement of operating rules
920A	ASIC's power to make a banning order
1041H	Misleading or deceptive conduct (civil liability only)
1043A	Prohibited conduct by person in possession of inside information
1071F	Remedy for refusal to register transfer or transmission
1292	Powers of Board in relation to auditors and liquidators
1317E	Declarations of contravention
1317G	Pecuniary penalty orders
1317H	Compensation orders—corporation/scheme civil penalty provisions
1317J	Who may apply for a declaration or order
1318	Power to grant relief
1321	Appeals from decisions of receivers, liquidators etc
1322	Irregularities
1323	Power of Court to prohibit payment or transfer of money, financial products or other property
1324	Injunctions
1335	Costs