



Listed Entities Update

16 May 2014

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Update no 04/14

1. Proposed governance-related ASX Listing Rule amendments

On 6 May ASX released:

- a [Supplementary Consultation Response](#) outlining the changes it has made to its proposed governance-related Listing Rule amendments, which were the subject of an initial consultation in August-November 2013 and a supplementary consultation in February-March 2014
- the [final version of its governance-related Listing Rule amendments](#)
- a [mark-up](#) identifying the changes made in the final version compared to the proposed changes issued with its supplementary consultation paper in February 2014.

The changes to the ASX Listing Rules released with the supplementary consultation response are intended to come into effect on 1 July 2014, subject to receipt of the necessary regulatory approvals under the Corporations Act.

The changes include the final version of Appendix 4G, which has been updated to reflect the third edition of the *Corporate Governance Council's Corporate Governance Principles and Recommendations* released on 27 March 2014.

2. Corporate Governance Roadshow

ASX will be conducting a national road show during May and June of 2014 to inform listed entities and other interested stakeholders about the [third edition of the Corporate Governance Principles and Recommendations](#) and the Listing Rules changes mentioned above. Details are below:

Location	Date and time	Registration
Brisbane: Novotel 200 Creek Street Brisbane	Thurs 29 May 2014, 9.00am – 11.00am	Brisbane Session
Sydney: ASX Auditorium, Exchange Square 20 Bridge Street Sydney	Mon 2 June 2014, 9.00am – 11.00am	Sydney Session
Melbourne: Telstra Conference Centre 242 Exhibition Street Melbourne	Tues 3 June 2014, 9.00am – 11.00am	Melbourne Session
Adelaide: Adelaide Convention Centre North Terrace Adelaide	Wed 4 June 2014, 9.00am – 11.00am	Adelaide Session
Perth: Parmelia Hilton 14 Mill Street Perth	Thurs 5 June 2014, 9.00am – 11.00am	Perth Session

3. Online forms for announcing corporate actions: new implementation date

The new implementation date for ASX's online forms for announcing dividends/distributions, interest payments, security splits/consolidations and cash capital returns is **21 July 2014**. There will be a six-month period before use of the forms becomes mandatory.

Dividend announcements relating to 30 June 2014 financial results will therefore be able to be made either using the new online forms or using conventional PDF announcements.

ASX is also introducing new Appendices for calls and in-specie capital returns to be filled out and lodged as PDF announcements.

Listed entities who wish to access ASX's test system to allow them to test the process for creating and lodging online forms for announcements (the test announcements will not be released to the market) may do so from 9am Monday 26 May to 5pm Friday 6 June during business hours. In order to request access for the test period please email: ASXCorporateInformation.STP@asx.com.au prior to Monday 26 May.

ASX has made available the following materials on the [ASX Online Companies landing page](#):

- The proposed listing rule amendments which support the online forms process, including the new ASX Listing Rule appendices which set out the information to be included in the online forms;
- The proposed changes to ASX Listing Rules and Guidance Notes 14 and 20 in mark-up; and
- A draft webinar demonstrating the features of online forms and how to access the forms through ASX Online.

A draft user manual will also be posted shortly.

ASX will conduct free online training to educate listed entities on how to access and use the new ASX online forms. The sessions will consist of a teleconference and screen sharing facility to demonstrate the new functionality in ASX Online. Details of the training seminars are below:

Date	Time	Registration
Wednesday 4 June 2014	2.30pm Sydney time	Register here
Wednesday 18 June 2014	2.30pm Sydney time	Register here
Thursday 19 June 2014	2.30pm Sydney time	Register here
Wednesday 25 June 2014	2.30pm Sydney time	Register here

All registrants for the previously scheduled training seminars will receive an email inviting them to register for one of the new seminars.

If you have any questions please email ASXCorporateInformation.STP@asx.com.au or telephone Giri Tenneti on +61 2 9227 0594.

4. New ASX Listing Rules Guidance Note 19: Performance Shares

On 28 April 2014 ASX released [ASX Listing Rules Guidance Note 19 Performance Shares](#) to assist listed entities in structuring the terms of performance shares to comply with the ASX Listing Rules. The Guidance note replaces the former, now withdrawn ASX Listing Rules Guidance Note 19 *Non-Business Days and Non-Trading Days*.

5. New information forms and checklists

ASX has made available on the [Compliance Downloads page](#) the following new information forms and checklists to be completed by applicants applying for admission to the ASX official list:

- [Information Form and Checklist – ASX Listing:](#)
 - [Annexure I \(Mining Entities\);](#)
 - [Annexure II \(Oil & Gas Entities\);](#)
 - [Annexure III \(Foreign Entities\);](#)
 - [Annexure IV \(Externally Managed Entities\);](#) and
 - [Annexure V \(Stapled Entities\);](#)
- [Information Form and Checklist – ASX Debt Listing;](#) and
- [Information Form and Checklist – ASX Foreign Exempt Listing.](#)

6. Changes to ASX Compliance web pages

The ASX Compliance section of the ASX website has been restructured to make it easier to find information.

The Downloads page on the ASX Website has been restructured so that it only contains forms, check lists and other documents for download.

A new “Presentations and webinars” page on the ASX Website under regulation/compliance/ presentations-and-webinars has been added to host information about ASX roadshows and include copies of presentations from those roadshows and other compliance-related webcasts.

7. ASX Online Companies: external notification functionality

ASX Online Companies offers users the ability to nominate any third party to receive an email notifying them that the listed entity has released an announcement and enclosing a copy of the announcement. The notification to third parties will happen automatically upon release of the announcement and will be the same as the email acknowledgment that goes to entity’s nominated ASX Online users.

A maximum of thirty individual email addresses may be added. Should a user choose, the email address can be a distribution list email address, such as “committee@company.com”. Any distribution list and its component email addresses will need to be set up within the entity’s email system as a single email address. It is not possible to create a separate distribution list within the external notification screen – only email addresses can be added. Users should consult their technology providers or support team if further information is required.

More detail on how to use the external notification feature was provided in ASX [Listed Entities Update 04/13](#).

8. Listing Fees

As advised in January 2014, ASX will be implementing new listing fee schedules, with effect from 1 July 2014. Annual listing fees will be calculated as at 31 May 2014 and will apply from 1 July 2014 with respect to the 2015 financial year.

The new fee schedules are available [here](#). From 1 July ASX Listing Rules Guidance Note 15 and 15A will be updated for the fee changes and made available on the ASX Website.

Going forward, a fee increase broadly in line with CPI will be applied on an annual basis. ASX will notify customers in January each year of fee changes that will become effective in July of that year.

9. Last election date for Dividend Reinvestment Plans – New Zealand entities

ASX recently introduced a requirement that the last election date for Dividend Reinvestment Plans be at least one business day after the record date. Refer ASX's [consultation document](#) and ASX Listing Rule [Appendix 6A Paragraph 1](#).

ASX advises that New Zealand entities that are listed on NZX and ASX may use 5.00pm New Zealand time as the closing time for elections under the plan (even though this would only be 3:00pm Sydney time).

10. ASX listed company response to diversity recommendations

On 10 April 2014 ASX released an [independent report by KPMG measuring the adoption of the Corporate Governance Council's gender diversity recommendations by listed entities](#). In the second full year of reporting on diversity, the research found that the benefits of diversity are now well recognised and articulated by listed entities.

A key finding of the report was that entities outside the top 200 have been slower to implement measurable diversity objectives.

Resources are available to assist listed entities to set and achieve meaningful numerical gender targets. These include the Workplace Gender Equality Agency's guidelines on setting diversity targets and a target setting calculator available at <https://www.wgea.gov.au/learn/about-setting-gender-targets>, and the Women on Boards and Governance Institute's guidelines for gender balance and a tool for data collection, analysis and measurement available at: <http://www.womenonboards.org.au/pubs/guidelines/>.

The Male Champions of Change publication "Accelerating the advancement of women in leadership: Listening, Learning, Leading" www.humanrights.gov.au/sites/default/files/document/publication/2013_AHRC_MCC_accelerating_advancement_women.pdf) also directs attention to setting ambitious female participation targets.

ASX will be working with relevant industry bodies over the coming months to arrange further training for listed entities wishing to learn how to set and monitor measurable diversity objectives.

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