

Queensland



**CORPORATIONS
(ANCILLARY PROVISIONS)
BILL 2001**

Queensland



CORPORATIONS (ANCILLARY PROVISIONS) BILL 2001

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2001

A BILL

FOR

**An Act to enact ancillary provisions relating to the enactment by the
Parliament of the Commonwealth of new corporations legislation
and new ASIC legislation and for other purposes**

| | |
|---|----------------------------------|
| The Parliament of Queensland enacts— | 1 |
| | |
| PART 1—PRELIMINARY | 2 |
| | |
| 1 Short title | 3 |
| This Act may be cited as the <i>Corporations (Ancillary Provisions) Act 2001</i> . | 4 5 |
| | |
| 2 Commencement | 6 |
| (1) This Act, other than schedule 3, comes into operation immediately before the <i>Corporations Act 2001</i> (Cwlth), as originally enacted, comes into operation. | 7 8 9 |
| (2) Schedule 3 comes into operation when the <i>Corporations Act 2001</i> (Cwlth), as originally enacted, comes into operation. | 10 11 |
| | |
| 3 Purpose | 12 |
| The purpose of this Act is to enact ancillary provisions, including transitional provisions, relating to the enactment by the Parliament of the Commonwealth of new corporations legislation and new ASIC legislation under its legislative powers, including powers with respect to matters referred to that Parliament for the purposes of section 51(xxxvii) of the Commonwealth Constitution. | 13 14 15 16 17 18 |
| <i>Note—</i> | 19 |
| The <i>Corporations (Commonwealth Powers) Act 2001</i> refers certain matters relating to corporations and financial products and services to the Parliament of the Commonwealth for the purposes of section 51(xxxvii) of the Constitution. | 20 21 22 |
| | |
| 4 Definitions | 23 |
| (1) In this Act— | 24 |
| “ASIC” means the Australian Securities and Investments Commission. | 25 |
| “carried over provision”— | 26 |

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|---|----------------------|
| (a) of the old corporations legislation means a provision of that legislation that— | 1 2 |
| (i) was in force immediately before the relevant time; and | 3 |
| (ii) corresponds to a provision of the new corporations legislation; and | 4 5 |
| (b) of the old ASIC legislation means a provision of that legislation that— | 6 7 |
| (i) was in force immediately before the relevant time; and | 8 |
| (ii) corresponds to a provision of the new ASIC legislation. | 9 |
| “cooperative scheme law” has the meaning given by the <i>Corporations (Queensland) Act 1990</i> , section 84. | 10 11 |
| “corresponds” has a meaning affected by section 5. ¹ | 12 |
| “law of the State” includes a statutory instrument and any other instrument of a legislative character made under an Act. | 13 14 |
| “liability” includes duty and obligation. | 15 |
| “made” includes issued, given and published. | 16 |
| “national scheme law of this jurisdiction” has the same meaning as in the <i>Corporations (Queensland) Act 1990</i> , section 3(1). | 17 18 |
| “new ASIC Act” means the <i>Australian Securities and Investments Commission Act 2001</i> (Cwlth). | 19 20 |
| “new ASIC legislation” means— | 21 |
| (a) the new ASIC Act; and | 22 |
| (b) the new ASIC Regulations (as amended and in force from time to time) and any other regulations made under the new ASIC Act; and | 23 24 25 |
| (c) the laws of the Commonwealth referred to in paragraph (a)(ii) and (in relation to the State) paragraph (b)(iii) of the definition “old ASIC legislation” in section 254(1) of the new ASIC Act, being those laws as they apply after the relevant time; and | 26 27 28 29 |
| (d) the preserved instruments. | 30 |

1 Section 5 (Corresponding provision)

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- “new ASIC Regulations”** means the old ASIC Regulations that, because of section 264 of the new ASIC Act, have effect as if they were made under section 251 of that Act. 1
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3
- “new Corporations Act”** means the *Corporations Act 2001* (Cwlth). 4
- “new corporations legislation”** means— 5
- (a) the new Corporations Act; and 6
 - (b) the new Corporations Regulations (as amended and in force from time to time) and any other regulations made under the new Corporations Act; and 7
8
9
 - (c) the laws of the Commonwealth referred to (in relation to the State) in paragraph (c) of the definition “old corporations legislation” in section 1371(1) of the new Corporations Act, being those laws as they apply after the relevant time; and 10
11
12
13
 - (d) the preserved instruments. 14
- “new Corporations Regulations”** means the old Corporations Regulations that, because of section 1380 of the new Corporations Act, have effect as if they were made under section 1364 of that Act. 15
16
17
- “old application Act”** means the *Corporations (Queensland) Act 1990* as in force from time to time before the relevant time. 18
19
- “old ASIC Act”** means the *Australian Securities and Investments Commission Act 1989* (Cwlth) as in force from time to time before the relevant time. 20
21
22
- “old ASIC Law”** means the ASIC Law of Queensland, within the meaning of the old application Act, as in force from time to time before the relevant time. 23
24
25
- “old ASIC legislation”** means— 26
- (a) the old ASIC Law and the old ASIC Regulations, and any instruments made under that law or those regulations; and 27
28
 - (b) the old application Act, and any instruments made under that Act, as applying in relation to the old ASIC Law and the old ASIC Regulations from time to time before the relevant time; and 29
30
31
 - (c) the laws of the Commonwealth as applying in relation to the old ASIC Law and the old ASIC Regulations from time to time before the relevant time as laws of, or for the government of, the State because of part 8 of the old application Act, and any instruments made under those laws as so applying. 32
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Corporations (Ancillary Provisions) Bill 2001

- “old ASIC Regulations”** means the ASIC Regulations of Queensland, within the meaning of the old application Act, as in force from time to time before the relevant time. 1
2
3
- “old Corporations Law”** means the Corporations Law of Queensland, within the meaning of the old application Act, as in force from time to time before the relevant time. 4
5
6
- “old corporations legislation”** means— 7
- (a) the old Corporations Law and the old Corporations Regulations, and any instruments made under that law or those regulations; and 8
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 - (b) the old application Act, and any instruments made under that Act, as applying in relation to the old Corporations Law and the old Corporations Regulations from time to time before the relevant time; and 11
12
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14
 - (c) the laws of the Commonwealth as applying in relation to the old Corporations Law and the old Corporations Regulations from time to time before the relevant time as laws of, or for the government of, the State because of part 8 of the old application Act, and any instruments made under those laws as so applying. 15
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- “old Corporations Regulations”** means the Corporations Regulations of Queensland, within the meaning of the old application Act, as in force from time to time before the relevant time. 20
21
22
- “order”**, in relation to a court, includes any judgment, conviction or sentence of the court. 23
24
- “preserved instrument”** means— 25
- (a) in relation to the new corporations legislation, an instrument that, because of section 1399 of the new Corporations Act, has effect after the relevant time as if it were made under a provision of the new corporations legislation; and 26
27
28
29
 - (b) in relation to the new ASIC legislation, an instrument that, because of section 275 of the new ASIC Act, has effect after the relevant time as if it were made under a provision of the new ASIC legislation. 30
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- “previous State corporations law”** means— 34
- (a) the repealed *Companies Act 1961*; or 35
 - (b) the repealed *Marketable Securities Act 1970*; or 36

Corporations (Ancillary Provisions) Bill 2001

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| (c) the repealed <i>Securities Industry Act 1975</i> ; or | 1 |
| (d) a cooperative scheme law; or | 2 |
| (e) any other Act, or provision of an Act, specified under a regulation under subsection (2). | 3 4 |
| “provision” of a law includes any portion of the law. | 5 |
| “referring State” has the meaning given by section 4 of the new Corporations Act. | 6 7 |
| “relevant time” means the time when the new Corporations Act, as originally enacted, comes into operation. | 8 9 |
| “right” includes interest and status. | 10 |
| “State” includes the Northern Territory. | 11 |
| “Territory” means the Australian Capital Territory or the Jervis Bay Territory. | 12 13 |
| (2) A regulation may provide that a specified Act, or a specified provision of an Act, is a previous State corporations law for the purposes of this Act. | 14 15 16 |
| | |
| 5 Corresponding provision | 17 |
| (1) For this Act, a provision (the “old provision”) of the old corporations legislation or the old ASIC legislation corresponds to a provision (the “new provision”) of the new corporations legislation or the new ASIC legislation (and vice versa) if— | 18 19 20 21 |
| (a) the old provision and the new provision are substantially the same, unless a regulation specifies that the 2 provisions do not correspond; or | 22 23 24 |
| (b) a regulation specifies that the 2 provisions correspond. | 25 |
| (2) For this Act, a provision (the “old provision”) of a previous State corporations law corresponds to a provision (the “new provision”) of a national scheme law of this jurisdiction (and vice versa) if— | 26 27 28 |
| (a) the old provision and the new provision are substantially the same, unless a regulation specifies that the 2 provisions do not correspond; or | 29 30 31 |
| (b) a regulation specifies that the 2 provisions correspond. | 32 |

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- (3)** For subsection (1)(a), differences of all or any of the following kinds are not enough to mean that 2 provisions are not substantially the same—
- (a) the fact that—
 - (i) the old provision allowed a court to exercise powers on its own initiative or motion but the new provision does not; or
 - (ii) the old provision required a court to apply a criterion of public interest but the new provision requires a court to apply a criterion of justice and equity; or
 - (iii) the new provision requires ASIC to take account of public interest but the old provision did not;
 - (b) other differences that are attributable to the fact that the new corporations legislation and the new ASIC legislation apply as Commonwealth laws in this and other States and in the internal Territories.
- (4)** For subsection (1)(a) or (2)(a), differences of all or any of the following kinds are not enough to mean that 2 provisions are not substantially the same—
- (a) differences in the numbering of the provisions;
 - (b) differences of a minor technical nature (for example, differences in punctuation, or differences that are attributable to the correction of incorrect cross references);
 - (c) the fact that one of the provisions refers to a corresponding previous law and the other does not;
 - (d) other differences of a kind prescribed under a regulation for this paragraph.
- (5)** Subsections (3) and (4) are not intended to otherwise limit the circumstances in which 2 provisions are, for subsection (1)(a) or (2)(a), substantially the same.
- (6)** A regulation may provide that—
- (a) a specified provision of the old corporations legislation does, or does not, correspond to a specified provision of the new corporations legislation; or
 - (b) a specified provision of the old ASIC legislation does, or does not, correspond to a specified provision of the new ASIC legislation; or

| | | |
|----------|---|----------------------------|
| (c) | a specified provision of a previous State corporations law does, or does not, correspond to a specified provision of a national scheme law of this jurisdiction. | 1 2 3 |
| 6 | Operation of Act | 4 |
| | This Act has effect despite any provision of the old application Act or of the applicable provisions (as defined in that Act) of the State. | 5 6 |
| | PART 2—TRANSITIONAL PROVISIONS | 7 |
| 7 | National scheme laws | 8 |
| | (1) The national scheme laws of this jurisdiction operate of their own force only in relation to— | 9 10 |
| | (a) matters arising before the relevant time; and | 11 |
| | (b) matters arising, directly or indirectly, out of matters mentioned in paragraph (a); | 12 13 |
| | in so far as those matters are not dealt with by the new corporations legislation, the new ASIC legislation or the cooperative scheme law. | 14 15 |
| | (2) Except as provided by subsection (1) and section 10, ² the national scheme laws of this jurisdiction have no operation of their own force at and after the relevant time. | 16 17 18 |
| 8 | Effect of section 7 | 19 |
| | (1) To the extent that a national scheme law of this jurisdiction ceases to operate of its own force because of section 7, the effect is that which would have resulted had this Act and that law been Commonwealth Acts in relation to which the <i>Acts Interpretation Act 1901</i> (Cwlth) as in force on 1 November 2000 applied. | 20 21 22 23 24 |

2 Section 10 (Court proceedings and orders)

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Note—

Part III of the *Acts Interpretation Act 1901* (Cwlth) contains provisions dealing with the effect of repeal of an Act. These provisions protect accrued rights and liabilities and allow legal proceedings in respect of them to be commenced or continued. However, this section and section 10 have the effect of cancelling certain rights and liabilities and terminating certain legal proceedings.

(2) Despite subsection (1), if by force of chapter 10 of the new Corporations Act or part 16 of the new ASIC Act a person acquires, accrues or incurs a right or liability in substitution for a pre-commencement right or liability, the pre-commencement right or liability is cancelled at the relevant time and ceases at that time to be a right or liability under a law of the State.

(3) Despite subsection (1), a proceeding in a court that—

(a) was started before the relevant time; and

(b) was—

(i) under a provision of the old corporations legislation or the old ASIC legislation; or

(ii) brought as, or connected with, a prosecution for an offence against a provision of the old corporations legislation or the old ASIC legislation; and

(c) was a proceeding to which section 1383 of the new Corporations Act or section 267 of the new ASIC Act applies at the relevant time; and

(d) had not been concluded or terminated before the relevant time;

is terminated at the relevant time by force of this subsection.

(4) Despite subsection (1), if by force of a Commonwealth Act (other than the new Corporations Act) referred to in sections 1393 to 1396 of the new Corporations Act a person becomes liable to pay an amount that is the same, and is in respect of the same matter, as an amount (the “**pre-commencement amount**”) that was payable by the person before the relevant time under a provision of the old corporations legislation, the person’s liability to pay the pre-commencement amount is cancelled at the relevant time and ceases at that time to be a liability under a law of the State.

(5) In subsection (2)—

“**pre-commencement right or liability**” means a right or liability, whether civil or criminal, other than a right or liability under an order

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| made by a court before the relevant time or a liability referred to in section 1397(4) of the new Corporations Act, that— | 1 2 |
| (a) was acquired, accrued or incurred under— | 3 |
| (i) a carried over provision of the old corporations legislation or the old ASIC legislation; or | 4 5 |
| (ii) a provision of the old corporations legislation or the old ASIC legislation that was no longer in force immediately before the relevant time; and | 6 7 8 |
| (b) was in existence immediately before the relevant time. | 9 |
| (6) Nothing in this Act revives the cooperative scheme law or otherwise affects the superseding of those laws by the national scheme laws of this jurisdiction as provided by division 2 of part 13 of the old application Act and any regulations made under section 80 of that Act for the purposes of that division. | 10 11 12 13 14 |
| 9 Certain provisions of State law taken to operate despite national scheme law | 15 16 |
| (1) Any provision of a relevant law of the State that— | 17 |
| (a) makes (or, if not in force, would make on coming into force) provision in relation to a matter in a way that is inconsistent with a provision or provisions of a national scheme law of this jurisdiction; or | 18 19 20 21 |
| (b) but for the operation of section 5 of the old application Act would have made (or, if not in force, would have made on coming into force) provision in relation to a matter in a way that is inconsistent with a provision or provisions of a national scheme law of this jurisdiction; | 22 23 24 25 26 |
| is declared by this subsection to have effect despite the provision or provisions of the national scheme law of this jurisdiction with which it is inconsistent and as if the relevant law, or (in the case of a relevant law that is not an Act) the Act under which the relevant law was made, had itself provided expressly for this outcome. | 27 28 29 30 31 |
| <i>Note—</i> | 32 |
| Section 5G of the Corporations Act applies to a provision of a State law that is inconsistent with a provision of the Corporations legislation to which part 1.1A of that Act applies if that provision operated, immediately before the commencement of that Act, despite the | 33 34 35 |

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provision of the old Corporations Law or the old ASIC Law that corresponds to the Commonwealth provision.

(2) Any provision of a relevant law of the State that provides that the whole of a previous State corporations law or a specified provision of a previous State corporations law does not apply to a matter is declared by this subsection to also provide that the whole of the old Corporations Law and the old ASIC Law or the corresponding provision (if any) of the old Corporations Law or the old ASIC Law (as the case requires) does not apply to that matter.

Note—

Under section 5F(4) of the Corporations Act if the old Corporations Law or the old ASIC law, or a provision of that Law, did not apply to a matter immediately before the commencement of that Act, then the Corporations legislation to which part 1.1A of that Act applies, or the corresponding provision of that legislation, does not apply to the matter.

(3) Subsection (1) or (2) does not apply to a provision of a relevant law of the State (or a class of provision of relevant laws of the State) specified under a regulation as a provision (or class of provision) to which the subsection does not apply.

(4) For subsection (1), a provision of a relevant law of the State is inconsistent with a provision of a national scheme law of this jurisdiction if it would be inconsistent within the meaning of section 109 of the Commonwealth Constitution if the national scheme law were an Act of the Commonwealth.

(5) Nothing in this section affects the operation of section 6 of the old application Act in relation to an Act (a “**relevant Act**”) enacted before the commencement of that section or an instrument made under a relevant Act.

(6) In this section—

“**matter**” includes act, omission, body, person or thing.

“**relevant law of the State**” means a law of the State enacted or made before the relevant time (whether or not it is in force before that time) other than a national scheme law of this jurisdiction or a previous State corporations law.

10 Court proceedings and orders

(1) This section applies to a proceeding, whether criminal or civil, in relation to which the following paragraphs are satisfied—

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- (a) the proceeding was started in a court before the relevant time; 1
- (b) the proceeding was— 2
- (i) under a provision of the old corporations legislation or the 3
old ASIC legislation; or 4
- (ii) brought as, or connected with, a prosecution for an offence 5
against a provision of the old corporations legislation or the 6
old ASIC legislation; 7
- (c) the proceeding was not a proceeding to which section 1383 or 8
1384 of the new Corporations Act or section 267 or 268 of the 9
new ASIC Act applies; 10
- (d) the proceeding had not been concluded or terminated before the 11
relevant time. 12
- (2) Without limiting section 8(1)³ but subject to subsection (3), a 13
proceeding (a **“relevant proceeding”**) to which this section applies may be 14
continued, and any order made by a court in a relevant proceeding may be 15
appealed against, reviewed or enforced as if section 7⁴ had not been 16
enacted. 17
- (3) Nothing in this part, or in the *Acts Interpretation Act 1901* (Cwlth) as 18
applying by force of section 8(1), operates to preserve the effect of an order 19
(a **“relevant order”**) to which section 1383(5) of the new Corporations Act 20
or section 267(5) of the new ASIC Act applies and, at the relevant time, that 21
order ceases to have effect as an order of the court by which it was made 22
and any proceeding in relation to a relevant order is terminated by force of 23
this subsection. 24
- (4) For the avoidance of doubt, part 9 of the old application Act 25
continues to have the same application to a proceeding to which this 26
section applies as it did before the relevant time. 27
- (5) In this section— 28
- “proceeding”** includes— 29
- (a) a proceeding by way of appeal against, or otherwise seeking 30
review of, an order made by a court; and 31
- (b) a proceeding to enforce an order made by a court; and 32

3 Section 8 (Effect of section 7)

4 Section 7 (National scheme laws)

| | |
|---|----------------------------------|
| (c) any other proceeding in respect of a breach of an order made by a court. | 1 2 |
| 11 Existing rules of court continue to have effect | 3 |
| (1) The corporation rules of court, as in force immediately before the relevant time, continue to have effect (and may be dealt with) at and after the relevant time as if— | 4 5 6 |
| (a) they were rules of court in force under section 24 ⁵ and the <i>Supreme Court of Queensland Act 1991</i> ; and | 7 8 |
| (b) they were made for the purposes of the provisions of the corporations legislation (within the meaning of section 24) that correspond to the provisions of the old Corporations Law for which they were made. | 9 10 11 12 |
| (2) In this section— | 13 |
| “ corporation rules of court ” means rules of court made under the <i>Supreme Court of Queensland Act 1991</i> , section 118 in relation to a matter mentioned in schedule 1, section 22, and all other enabling powers. | 14 15 16 17 |
| 12 References to old/new corporations legislation or old/new ASIC legislation | 18 19 |
| (1) Subject to subsections (2) and (3), a reference in, or taken immediately before the relevant time to be in, an Act, an instrument made under an Act or a law applying as a law of the State by force of an Act to— | 20 21 22 |
| (a) a law, regulations or instrument of a kind specified in column 1 of the table in schedule 1 is taken, at and after the relevant time, to include a reference to the Act, regulations or instrument of the kind specified opposite it in column 2 of that table; or | 23 24 25 26 |
| (b) a provision or group of provisions of a law, regulations or instrument of a kind specified in column 1 of the table in schedule 1 is taken, at and after the relevant time, to include a reference to the corresponding provision or provisions (if any) of the Act, regulations or instrument of the kind specified opposite it in column 2 of that table. | 27 28 29 30 31 32 |

5 Section 24 (Rules of the Supreme Court)

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- (2) A regulation may do either or both of the following— 1
- (a) provide that subsection (1) does not apply in relation to 2
prescribed references, or references of a prescribed kind— 3
- (i) in prescribed Acts or instruments made under Acts; or 4
- (ii) in prescribed laws applying as laws of the State by force of 5
an Act; or 6
- (iii) in Acts, instruments made under Acts, or laws applying as 7
laws of the State by force of an Act, of a prescribed kind; 8
- (b) provide that subsection (1) applies in relation to prescribed 9
references, or references of a prescribed kind— 10
- (i) in prescribed Acts or instruments made under Acts; or 11
- (ii) in prescribed laws applying as laws of the State by force of 12
an Act; or 13
- (iii) in Acts, instruments made under Acts, or laws applying as 14
laws of the State by force of an Act, of a prescribed kind; 15
- as if, in that subsection, the words ‘to be a reference’ were 16
substituted for the words ‘to include a reference’. 17
- (3) Subsection (1) does not apply in relation to references in, or taken 18
immediately before the relevant time to be in— 19
- (a) the old application Act or the applicable provisions (as defined in 20
that Act) of the State; or 21
- (b) a previous State corporations law or an instrument made under a 22
previous State corporations law; or 23
- (c) this Act or any regulation made under this Act; or 24
- (d) the *Acts Interpretation Act 1954*; or 25
- (e) any other Act, or any provision of an Act, or any kind of Act or 26
provision of an Act, specified under a regulation; or 27
- (f) an instrument made under an Act, or any provision of an 28
instrument made under an Act, or any kind of instrument (an 29
“**identified instrument**”) made under an Act or provision of an 30
identified instrument, specified under a regulation; or 31
- (g) a law applying as a law of the State by force of an Act, or any 32
provision of a law applying as a law of the State by force of an 33
Act, or any kind of law (an “**identified law**”) applying as a law 34

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of the State by force of an Act or provision of an identified law,
specified under a regulation.

(4) For this Act, a regulation may provide that a reference of a specified kind in, or taken immediately before the relevant time to be in, a specified Act or instrument made under an Act or a specified law applying as a law of the State by force of an Act is to be taken to be a reference of the kind specified in relation to the reference in the regulation.

(5) An express reference in an Act, an instrument made under an Act or a law applying as a law of the State by force of an Act to—

- (a) an Act, regulations or other instrument forming part of the new corporations legislation or the new ASIC legislation; or
- (b) a provision or group of provisions of an Act, regulations or other instrument mentioned in paragraph (a);

is taken, in relation to events, circumstances or things that happened or arose at a time before the relevant time, to include (unless the contrary intention appears or the context of the reference otherwise requires) a reference to the corresponding provision or provisions of the old corporations legislation, or the old ASIC legislation, as the case requires, of this jurisdiction and of each other jurisdiction referred to in sections 12(2) and (3) and 64(2) and (3) of the old application Act.

(6) A regulation may do either or both of the following—

- (a) provide that subsection (5) does not apply in relation to prescribed references, or references of a prescribed kind—
 - (i) in prescribed Acts or instruments made under Acts; or
 - (ii) in prescribed laws applying as laws of the State by force of an Act; or
 - (iii) in Acts, instruments made under Acts, or laws applying as laws of the State by force of an Act, of a prescribed kind;
- (b) provide that subsection (5) applies in relation to prescribed references, or references of a prescribed kind—
 - (i) in prescribed Acts or instruments made under Acts; or
 - (ii) in prescribed laws applying as laws of the State by force of an Act; or
 - (iii) in Acts, instruments made under Acts, or laws applying as laws of the State by force of an Act, of a prescribed kind;

as if, in that subsection, the words ‘of a jurisdiction specified under a regulation’ were substituted for the words ‘of this jurisdiction and of each other jurisdiction referred to in sections 12(2) and (3) and 64(2) and (3) of the old application Act’.

13 References to companies incorporated in a State or Territory

(1) Unless the contrary intention appears and subject to subsections (2) and (4), a reference (however expressed) in, or taken immediately before the relevant time to be in, an Act, an instrument made under an Act or a law applying as a law of the State by force of an Act to—

- (a) a company (within the meaning of the Corporations Law of Queensland or of another State or a Territory) incorporated in Queensland or that other State or that Territory; or
- (b) a company that is incorporated under the Corporations Law of Queensland or of another State or a Territory; or
- (c) a company that is registered or taken to be registered under the Corporations Law of Queensland or of another State or a Territory; or
- (d) a body that is taken to be registered as a company under the Corporations Law of Queensland or of another State or a Territory;

is taken, after the relevant time, to be a reference to a company that, under section 119A or 1378(4) of the new Corporations Act, is taken to be registered in Queensland or that other State or that Territory, as the case requires.

(2) Unless the contrary intention appears and subject to subsection (4), a reference (however expressed) in, or taken immediately before the relevant time to be in, an Act, an instrument made under an Act or a law applying as a law of the State by force of an Act to a foreign company (within the meaning of the Corporations Law of Queensland or of another State or a Territory) is taken, after the relevant time, to be a reference to a foreign company within the meaning of the new Corporations Act.

(3) Unless the contrary intention appears and subject to subsection (4), a reference (however expressed) in, or taken immediately before the relevant time to be in, an Act, an instrument made under an Act or a law applying as a law of the State by force of an Act to the jurisdiction of incorporation of a corporation, being a company registered or taken to be registered under the

- Corporations Law of Queensland or of another State or a Territory, is taken, 1
 after the relevant time, to be a reference to the State or Territory in which 2
 the corporation is taken to be registered under section 119A or 1378(4) of 3
 the new Corporations Act. 4
- (4) A regulation may do either or both of the following— 5
- (a) provide that subsection (1), (2) or (3) does not apply in relation to 6
 prescribed references, or references of a prescribed kind— 7
- (i) in prescribed Acts or instruments made under Acts; or 8
- (ii) in prescribed laws applying as laws of the State by force of 9
 an Act; or 10
- (iii) in Acts, instruments made under Acts, or laws applying as 11
 laws of the State by force of an Act, of a prescribed kind; 12
- (b) provide that subsection (1), (2) or (3) applies in relation to 13
 prescribed references, or references of a prescribed kind— 14
- (i) in prescribed Acts or instruments made under Acts; or 15
- (ii) in prescribed laws applying as laws of the State by force of 16
 an Act; or 17
- (iii) in Acts, instruments made under Acts, or laws applying as 18
 laws of the State by force of an Act, of a prescribed kind; 19
- as if, in that subsection, the words ‘to include a reference’ were 20
 substituted for the words ‘to be a reference’. 21

PART 3—APPLICATION OF COMMONWEALTH 22 CORPORATIONS LEGISLATION TO STATE MATTERS 23

- 14 Definitions for pt 3 24**
- In this part— 25
- “**applied law**” means a provision or provisions of the Corporations 26
 legislation, or of an Act, regulations or other instrument forming part 27
 of the Corporations legislation, that this part applies to a matter as if 28
 the provision or provisions were a law or laws of the State. 29
- “**confer**” includes impose. 30

- “Corporations legislation”** means the Corporations legislation to which part 1.1A of the new Corporations Act applies. 1
2
- “declaratory provision”** means a provision of a law of the State to which this part applies by operation of section 15. 3
4
- “function”** includes power. 5
- “matter”** includes act, omission, body, person or thing. 6
- “change”** includes addition, exception, omission or substitution. 7
- “perform”** includes exercise. 8

15 State provisions to which this part applies 9

(1) This part applies to a provision of a law of the State if the provision declares a matter to be an applied Corporations legislation matter for the purposes of this part in relation to any of the following (whether with or without changes)— 10
11
12
13

- (a) the whole of the Corporations legislation; 14
- (b) a specified Act, regulations or other instrument forming part of the Corporations legislation; 15
16
- (c) a specified provision or provisions of the Corporations legislation or of an Act, regulations or other instrument forming part of the Corporations legislation. 17
18
19

(2) Subsection (1) does not apply to a provision of a law of the State to the extent that it declares a matter to be an applied Corporations legislation matter for the purposes of this part in relation to a provision or provisions of the Corporations legislation, or of an Act, regulations or other instrument forming part of the Corporations legislation, that already applies to the matter as a law of the Commonwealth. 20
21
22
23
24
25

16 Effect of declaratory provisions 26

(1) Subject to this part, a declaratory provision has effect in relation to a matter as follows— 27
28

- (a) if the declaratory provision is one to which section 15(1)(a) applies—the whole of the Corporations legislation applies to the matter as if it were a law of the State; 29
30
31

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- (b) if the declaratory provision is one to which section 15(1)(b) applies—the Act, regulations or other instrument specified by the declaratory provision applies or apply to the matter as if it or they were a law or laws of the State;
- (c) if the declaratory provision is one to which section 15(1)(c) applies—the provision or provisions specified by the declaratory provision applies or apply in relation to the matter as if it or they were a law or laws of the State.
- (2) A provision applied to a matter by a declaratory provision, or taken by force of section 20(1)⁶ to apply to the matter, is applied as in force for the time being unless the declaratory provision applies it as in force at a particular time specified by the declaratory provision.

17 Changes to applied law

(1) This part operates to apply a provision of the Corporations legislation, or of an Act, regulations or other instrument forming part of the Corporations legislation, as a law of the State subject to the following changes—

- (a) the changes that may be specified by or under the law containing the declaratory provision;
- (b) a reference to ASIC is (unless a function under an applied law is conferred on ASIC as referred to in section 18) taken to be a reference to—
- (i) the Minister administering the declaratory provision or the other person (or person belonging to a class of person) who may be specified under a regulation (whether generally or in relation to a particular applied law); or
- (ii) another person who may be specified by or under the declaratory provision;
- (c) a reference to the gazette is a reference to the Queensland Government Gazette;
- (d) a reference to the Minister is a reference to the Minister administering the declaratory provision;

⁶ Section 20 (Implied application of regulations and other provisions of Corporations legislation)

| | |
|---|--------------------------|
| (e) a reference to this jurisdiction is a reference to Queensland; | 1 |
| (f) the other changes that are necessary or that are prescribed under a regulation made under this Act, whether generally or in relation to a particular applied law. | 2 3 4 |
| (2) Any power to make regulations under an Act containing a declaratory provision extends to the making of regulations specifying changes for the purposes of this part. | 5 6 7 |
| (3) Except as provided by subsection (1), definitions and other interpretation provisions of the Corporations legislation, or of the Act, regulations or other instrument forming part of the Corporations legislation, relevant to the applied law are taken also to apply to the matter that is the subject of the declaratory provision. | 8 9 10 11 12 |
| (4) This section has effect subject to sections 18 to 21. | 13 |
| 18 Conferral of functions on ASIC | 14 |
| (1) Neither a declaratory provision nor an applied law operates to confer a function on ASIC in relation to the applied law unless— | 15 16 |
| (a) the declaratory provision provides for ASIC to perform that function pursuant to an agreement or arrangement of the kind referred to in section 11(8) or (9A)(b) of the new ASIC Act; and | 17 18 19 |
| (b) ASIC is authorised to perform that function under section 11 of the new ASIC Act. | 20 21 |
| (2) If a declaratory provision operates to confer a function on ASIC in relation to an applied law, the conferral of that function is taken not to impose a duty to perform that function despite anything to the contrary in the applied law. | 22 23 24 25 |
| 19 Conferral of functions or duties on State courts | 26 |
| An applied law that confers a function or duty on a court or on the Court is taken to confer that function or duty (along with the jurisdiction to perform that function or duty) on the Supreme Court or another court of the State that may be specified by or under the declaratory provision. | 27 28 29 30 |

| | | |
|-----------|--|----------------------------|
| 20 | Implied application of regulations and other provisions of Corporations legislation | 1 2 |
| | (1) Unless a declaratory provision provides otherwise, the following provisions of the Corporations legislation, or of an Act, regulations or other instrument forming part of the Corporations legislation, are also taken to apply to a matter that is the subject of a declaratory provision as if they were laws of the State— | 3 4 5 6 7 |
| | (a) the provisions of any regulations made under the applied law; | 8 |
| | (b) any provision of the Corporations legislation, or of an Act, regulations or other instrument forming part of the Corporations legislation, that creates an offence in relation to a contravention of the applied law or specifies the penalty for an offence created by a provision of the applied law; | 9 10 11 12 13 |
| | (c) the provisions of part 9.4B ⁷ of the new Corporations Act for the purposes of any provision of the applied law that is a civil penalty provision within the meaning of that part. | 14 15 16 |
| | (2) The regulations may prescribe changes (whether generally or in relation to a particular applied law) of any of the provisions that are also taken to apply to a matter by force of subsection (1) for the purposes of that application. | 17 18 19 20 |
| 21 | Proceedings for offences | 21 |
| | (1) Proceedings for an offence against an applied law may be dealt with as an offence against a law of the State. | 22 23 |
| | (2) For the purposes of an offence against an applied law— | 24 |
| | (a) the amount of a penalty unit specified in relation to that offence by the applied law, or a provision taken by force of section 20(1) to apply to the matter that is the subject of the declaratory provision, is the amount stated in the <i>Penalties and Sentences Act 1992</i> , section 5(1)(b); ⁸ and | 25 26 27 28 29 |
| | (b) the laws of the State apply in relation to that offence as if the applied law, or a provision taken by force of section 20(1) to | 30 31 |

7 *Corporations Act 2001*, part 9.4B (Civil consequences of contravening civil penalty provisions)

8 *Penalties and Sentences Act 1992*, section 5 (Meaning of penalty unit)

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| | |
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| apply to the matter that is the subject of the declaratory provision, were a law or laws of the State. | 1 2 |
| (3) Without limiting subsection (2)(b), the laws of the State referred to in that subsection as applying in relation to an offence include laws with respect to— | 3 4 5 |
| (a) the investigation and prosecution of offences; and | 6 |
| (b) the arrest, custody, bail, trial, finding of guilt and conviction of persons charged with offences; and | 7 8 |
| (c) proceedings relating to a matter mentioned in paragraph (a) or (b); and | 9 10 |
| (d) the classification of offences as indictable or summary or indictable offences that may be prosecuted summarily; and | 11 12 |
| (e) appeals and reviews relating to criminal proceedings and to proceedings of the kind mentioned in paragraph (c); and | 13 14 |
| (f) the sentencing, punishment and release of persons found guilty or convicted of offences; and | 15 16 |
| (g) fines, penalties and forfeitures; and | 17 |
| (h) confiscation of the proceeds of crime. | 18 |
| | |
| 22 Application of Corporations legislation by other means | 19 |
| Nothing in this part prevents a law of the State from applying any provision of the Corporations legislation, or of an Act, regulations or other instrument forming part of the Corporations legislation, as a law of the State otherwise than by means of a declaratory provision. | 20 21 22 23 |
| | |
| PART 4—GENERAL | 24 |
| | |
| 23 Power to amend certain statutory instruments | 25 |
| (1) The Governor in Council may make a regulation amending a statutory instrument made or approved by the Governor in Council in the exercise of a power conferred by any Act. | 26 27 28 |

(2) The Minister may recommend the making of a regulation under subsection (1) only if he or she considers that each amendment proposed to be made by a regulation is consequential on the enactment, or the proposed enactment, by the Parliament of the Commonwealth of the new Corporations Act or the new ASIC Act.

(3) The *Statutory Instruments Act 1992*, part 5⁹ does not apply to regulations made under this section.

(4) Nothing in this section prevents a statutory instrument from being amended otherwise than by a regulation made under this section, including an amendment of a kind mentioned in subsection (2).

24 Rules of the Supreme Court

(1) Rules of court may be made in accordance with the *Supreme Court of Queensland Act 1991*, part 9—

- (a) with respect to proceedings, and the practice and procedure, of the Supreme Court under the Corporations legislation; and
- (b) with respect to any matter or thing that is—
 - (i) required or permitted by the Corporations legislation to be prescribed by rules within the meaning of the Corporations legislation; or
 - (ii) necessary or convenient to be prescribed by those rules for carrying out or giving effect to the Corporations legislation; and
- (c) without limitation, with respect to costs, and with respect to rules as to meetings ordered by the Supreme Court.

(2) When a lower court of Queensland is exercising jurisdiction with respect to matters arising under the Corporations legislation, the court must apply the rules of court made under subsection (1) with the alterations that are necessary.

(3) In this section—

“Corporations legislation” means—

- (a) the new Corporations Act; and
- (b) the new ASIC Act; and

⁹ *Statutory Instruments Act 1992*, part 5 (Guidelines for regulatory impact statements)

| | |
|--|-----------------------|
| (c) the regulations made under the new Corporations Act and the new ASIC Act. | 1 2 |
| 25 ASIC has certain functions and powers | 3 |
| (1) The Minister, or a person authorised in writing by the Minister, may enter into an agreement or arrangement with ASIC for the performance of functions or the exercise of powers by ASIC as an agent of the State, even if those functions or powers are or may be conferred on another person or body by or under a law of the State. | 4 5 6 7 8 |
| (2) An agreement or arrangement of a kind mentioned in subsection (1) has effect by force of this section despite any provision of a law of the State with respect to any function or power that is the subject of the agreement or arrangement. | 9 10 11 12 |
| <i>Note—</i> | 13 |
| Section 11(9) of the <i>Australian Securities and Investments Commission Act 2001</i> (Cwlth) provides that ASIC has, but is not under a duty to perform, the functions and powers that are the subject of the agreement or arrangement with the State. | 14 15 16 |
| 26 Notes in Act | 17 |
| A note in the text of this Act is part of the Act. | 18 |
| 27 Regulation-making power | 19 |
| (1) The Governor in Council may make regulations under this Act. | 20 |
| (2) Without limiting subsection (1), a regulation may provide that certain provisions of part 2 ¹⁰ are taken to be changed as set out in the regulation. | 21 22 |
| (3) Those provisions then have effect as if they were so changed. | 23 |
| (4) Without limiting subsection (1), a regulation may— | 24 |
| (a) declare a matter to be an excluded matter for the purposes of section 5F of the new Corporations Act in relation to— | 25 26 |
| (i) the whole of the Corporations legislation to which part 1.1A of that Act applies; or | 27 28 |
| (ii) a specified provision of that legislation; or | 29 |

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- (iii) that legislation other than a specified provision; or 1
- (iv) that legislation otherwise than to a specified extent; or 2
- (b) declare a provision of a law of the State, or a provision of a law 3
of the State as amended as specified in the regulation, to be a 4
Corporations legislation displacement provision for the purposes 5
of section 5G of the new Corporations Act (either generally or 6
specifically in relation to a provision of the Corporations 7
legislation to which part 1.1A of that Act applies). 8
- (5) Without limiting subsection (1), a regulation may make provision for 9
or with respect to enabling jurisdiction (the **“declared jurisdiction”**) 10
conferred by or under the old corporations legislation or the old ASIC 11
legislation or a previous State corporations law to be exercised by a court of 12
the State, or confirming that the declared jurisdiction is exercisable by a 13
court of the State, including (without limitation) provisions for or with 14
respect to— 15
- (a) conferring jurisdiction on courts of the State; and 16
- (b) the construction of references in the old corporations legislation 17
or the old ASIC legislation or a previous State corporations law 18
to Commonwealth authorities and officers; and 19
- (c) the disapplication of provisions of the old corporations 20
legislation or the old ASIC legislation or a previous State 21
corporations law, including provisions that contemplate the 22
administration or enforcement of laws as if they were 23
Commonwealth laws or that contemplate offences and other 24
matters as being offences against and matters under 25
Commonwealth laws; and 26
- (d) the treatment of offences arising under the old corporations 27
legislation or the old ASIC legislation or a previous State 28
corporations law (including the specification of penalties); and 29
- (e) prescribing changes of the old corporations legislation or the old 30
ASIC legislation or a previous State corporations law; and 31
- (f) associated, procedural and consequential matters. 32
- (6) Without limiting subsection (1), a regulation may deal with matters 33
of a transitional nature relating to the transition from the application of 34
provisions of the old corporations legislation or a previous State 35
corporations law to the application of provisions of the new corporations 36
legislation or the new ASIC legislation. 37

(7) Any provision of a regulation may be expressed to take effect from a time that is earlier than the beginning of the day on which the regulation containing the provision is made, not being a time earlier than immediately before the relevant time. 1
2
3
4

(8) To the extent to which a provision of a regulation takes effect from a time that is earlier than the beginning of the day on which the regulation containing the provision is made, the provision does not operate so as— 5
6
7

(a) to affect in a manner prejudicial to any person (other than the State or an authority of the State), the rights of that person existing before the date of making of the regulation; or 8
9
10

(b) to impose liabilities on any person (other than the State or an authority of the State) in respect of anything done or omitted to be done before the date of making of the regulation. 11
12
13

(9) A regulation has effect despite anything to the contrary in part 2.¹¹ 14

(10) In this section— 15

“**matters of a transitional nature**” includes matters of an application or savings nature. 16
17

28 Transitional regulation-making powers 18

(1) The following provisions, and any regulations made under the provisions, expire at the end of 30 June 2003— 19
20

(a) section 5(6); 21

(b) section 9(3); 22

(c) section 12(2), (4) and (6); 23

(d) section 13(4); 24

(e) section 17(1)(f) and (2); 25

(f) section 27(2) to (10). 26

(2) Subsection (1) does not prevent the regulations expiring or being repealed before that time. 27
28

(3) A regulation made under a provision mentioned in subsection (1) must declare that it expires at the end of 30 June 2003. 29
30

11 Part 2 (Transitional provisions)

Corporations (Ancillary Provisions) Bill 2001

| | | |
|-----------|--|---|
| 29 | Consequential amendments | 1 |
| | Schedules 2 and 3 amend the Acts they mention. | 2 |

SCHEDULE 1

1

section 12

2

3

| Column 1 | Column 2 |
|---|--|
| the Corporations Law of Queensland | the new Corporations Act |
| the Corporations Regulations of Queensland | the new Corporations Regulations |
| an instrument made under the Corporations Law of Queensland or the Corporations Regulations of Queensland | a corresponding preserved instrument under the new corporations legislation |
| the Corporations Law | the new Corporations Act |
| the Corporations Regulations | the new Corporations Regulations |
| the Corporations Law of a jurisdiction other than Queensland that is a referring State | the new Corporations Act |
| the Corporations Regulations of a jurisdiction other than Queensland that is a referring State | the new Corporations Regulations |
| an instrument made under the Corporations Law, or the Corporations Regulations, of a jurisdiction other than Queensland that is a referring State | a corresponding preserved instrument under the new corporations legislation |
| the old ASIC Law | part 3 of the new ASIC Act except to the extent to which that part operates in relation to a contravention of part 2 of that Act |
| the ASC Law of Queensland | part 3 of the new ASIC Act except to the extent to which that part operates in relation to a contravention of part 2 of that Act |

SCHEDULE 1 (continued)

| Column 1 | Column 2 |
|---|--|
| the old ASIC Regulations | the new ASIC Regulations made for the purposes of part 3 of the new ASIC Act except to the extent to which they operate in relation to a contravention of part 2 of that Act |
| the ASIC Regulations of Queensland | the new ASIC Regulations made for the purposes of part 3 of the new ASIC Act except to the extent to which they operate in relation to a contravention of part 2 of that Act |
| an instrument made under the old ASIC Law or the old ASIC Regulations | a corresponding preserved instrument under the new ASIC legislation |
| an instrument made under the ASIC Law of Queensland or the ASIC Regulations of Queensland | a corresponding preserved instrument under the new ASIC legislation |
| the ASIC Law | Part 3 of the new ASIC Act except to the extent to which that part operates in relation to a contravention of part 2 of that Act |
| the ASIC Law | Part 3 of the new ASIC Act except to the extent to which that part operates in relation to a contravention of part 2 of that Act |
| the ASIC Regulations | the new ASIC Regulations made for the purposes of part 3 of the new ASIC Act except to the extent to which they operate in relation to a contravention of part 2 of that Act |

SCHEDULE 1 (continued)

| Column 1 | Column 2 |
|---|--|
| the ASC Regulations | the new ASIC Regulations made for the purposes of part 3 of the new ASIC Act except to the extent to which they operate in relation to a contravention of part 2 of that Act |
| the ASIC Law of a jurisdiction other than Queensland that is a referring State | Part 3 of the new ASIC Act except to the extent to which that part operates in relation to a contravention of part 2 of that Act |
| the ASC Law of a jurisdiction other than Queensland that is a referring State | Part 3 of the new ASIC Act except to the extent to which that part operates in relation to a contravention of part 2 of that Act |
| the ASIC Regulations of a jurisdiction other than Queensland that is a referring State | the new ASIC Regulations made for the purposes of part 3 of the new ASIC Act except to the extent to which they operate in relation to a contravention of part 2 of that Act |
| the ASC Regulations of a jurisdiction other than Queensland that is a referring State | the new ASIC Regulations made for the purposes of part 3 of the new ASIC Act except to the extent to which they operate in relation to a contravention of part 2 of that Act |
| an instrument made under the ASIC Law, or the ASIC Regulations, of a jurisdiction other than Queensland that is a referring State | a corresponding preserved instrument under the new ASIC legislation |
| an instrument made under the ASC Law, or the ASC Regulations, of a jurisdiction other than Queensland that is a referring State | a corresponding preserved instrument under the new ASIC legislation |

| | |
|---|----------|
| SCHEDULE 2 | 1 |
| CONSEQUENTIAL AMENDMENTS | 2 |
| section 29 | 3 |
| BUILDING UNITS AND GROUP TITLES ACT 1980 | 4 |
| 1 Section 27(2), ‘Companies (Queensland) Code’— | 5 |
| <i>omit, insert—</i> | 6 |
| ‘Corporations Law’. | 7 |
| CASINO CONTROL ACT 1982 | 8 |
| 1 Section 31— | 9 |
| <i>insert—</i> | 10 |
| ‘(24) This section applies despite the Corporations Law.’. | 11 |
| CHARITABLE AND NON-PROFIT GAMING ACT 1999 | 12 |
| 1 Section 66— | 13 |
| <i>insert—</i> | 14 |
| ‘(5) This section and section 65(3)(b)(iii) apply despite the Corporations Law.’. | 15 16 |

SCHEDULE 2 (continued)

| | | |
|---|---|-------|
| COMPANIES (APPLICATION OF LAWS) ACT 1981 | | 1 |
| 1 | Section 6, after ‘Commonwealth Act’— | 2 |
| | <i>insert—</i> | 3 |
| | ‘as in force on 31 December 1990’. | 4 |
| 2 | Section 7, ‘for the time being’— | 5 |
| | <i>omit, insert—</i> | 6 |
| | ‘on 31 December 1990’. | 7 |
| COOPERATIVES ACT 1997 | | 8 |
| 1 | Section 9(3), ‘parts 1.2A, 7.11 and 7.12’— | 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘part 1.2A, chapters 2L and 6D and part 7.11 ¹² ’. | 11 |
| 2 | Section 133(4), ‘part 7.12’— | 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘chapters 2L and 6D ¹³ ’. | 14 |

12 Corporations Act, Part 1.2A (Disclosing entities), chapter 2L (Debentures), chapter 6D (Fundraising) and part 7.11 (Conduct in relation to securities)

13 Corporations Act, Chapters 2L (Debentures) and 6D (Fundraising)

SCHEDULE 2 (continued)

| | | |
|----------|---|----------------|
| 3 | Section 144A(1), ‘sections 1025, 1026, 1027, 1032, 1035, 1036 and 1043’— | 1 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘sections 716(2), 722, 723(2), 724(1)(a) and (2)(a) and 734 ¹⁴ ’. | 4 |
| 4 | Section 144A(2) and (3)— | 5 |
| | <i>omit, insert—</i> | 6 |
| | ‘(2) To apply the provisions of the Corporations Law mentioned in subsection (1)— | 7 8 |
| | (a) the provisions apply as if a cooperative were a company; and | 9 |
| | (b) a reference in the provisions to ASIC is to be read as a reference to the registrar; and | 10 11 |
| | (c) a reference in the provisions to a disclosure document is to be read as a reference to a disclosure statement, of any type, under this Act; and | 12 13 14 |
| | (d) a reference in the provisions to securities is to be read as a reference to shares.’. | 15 16 |
| 5 | Section 208(1)(b)(iii), ‘section 232, 344, 590, 592, 704, 705 or 996’— | 17 18 |
| | <i>omit, insert—</i> | 19 |
| | ‘section 184, 344, 590, 592, 670A or 728’. | 20 |
| 6 | Section 208(2)(b), ‘section 599’— | 21 |
| | <i>omit, insert—</i> | 22 |
| | ‘part 2D.6’. | 23 |

14 Corporations Act, Sections 716 (Disclosure document date and consents), 722 (Application money to be held on trust), 723 (Issuing or transferring the securities under a disclosure document), 724 (Choices open to person making the offer if disclosure document condition not met or disclosure document defective) and 734 (Restrictions on advertising and publicity)

SCHEDULE 2 (continued)

| | | |
|-----------|--|----------|
| 7 | Section 208(2)(d), ‘section 1317EA’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘section 206C’. | 3 |
| 8 | Section 208(8), ‘section 599’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘part 2D.6’. | 6 |
| 9 | Section 232(2)(a), after ‘part 2F.3’— | 7 |
| | <i>insert—</i> | 8 |
| | ‘, section 249K or 249V’. | 9 |
| 10 | Section 256(1), ‘parts 1.2A, 7.11 and 7.12’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘part 1.2A, chapters 2L and 6D and part 7.11’. | 12 |
| 11 | Section 256A(1), ‘sections 1025, 1026, 1027 and 1043’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘sections 722 and 734 ¹⁵ ’. | 15 |
| 12 | Section 256A(2)— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘(2) To apply the provisions of the Corporations Law mentioned in subsection (1)— | 18 19 |
| | (a) the provisions apply as if a cooperative were a company; and | 20 |

15 Corporations Act, Sections 722 (Application money to be held on trust) and 734 (Restrictions on advertising and publicity)

SCHEDULE 2 (continued)

| | |
|--|-------------|
| (b) a reference in the provisions to ASIC is to be read as a reference to the registrar; and | 1 2 |
| (c) a reference in the provisions to a disclosure document is to be read as a reference to a disclosure statement under section 257; and | 3 4 5 |
| (d) a reference in the provisions to securities is to be read as a reference to debentures.’. | 6 7 |
| 13 Section 259, ‘section 1051 is adopted by this section and applies’— <i>omit, insert—</i> | 8 9 |
| ‘sections 124(1)(b) and 563AAA ¹⁶ are adopted by this section and apply’. | 10 11 |
| 14 Section 287(8), after ‘section 746’— <i>insert—</i> | 12 13 |
| ‘as applying on 12 March 2000’. | 14 |
| 15 Section 308(3)(f), ‘section 246AA’— <i>omit, insert—</i> | 15 16 |
| ‘part 2F.1 ¹⁷ ’. | 17 |

16 Corporations Act, Sections 124 (Legal capacity and powers of a company) and 563AAA (Redemption of debentures)

17 Corporations Act, Part 2F.1 (Oppressive conduct of affairs)

SCHEDULE 2 (continued)

| | | |
|----------|--|----------------------|
| | CORPORATIONS (QUEENSLAND) ACT 1990 | 1 |
| 1 | Section 7, ‘for the time being’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘immediately before the repeal of that section’. | 4 |
| 2 | Section 8(1), ‘for the time being’— | 5 |
| | <i>omit, insert—</i> | 6 |
| | ‘, immediately before the repeal of the Corporations Act,’. | 7 |
| 3 | Section 8(1), ‘the Corporations Act, section 22’— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘section 22 of that Act’. | 10 |
| 4 | Section 12(2), ‘as in force for the time being’— | 11 |
| | <i>omit.</i> | 12 |
| 5 | Section 12(3), ‘in force for the time being’— | 13 |
| | <i>omit.</i> | 14 |
| 6 | Section 31— | 15 |
| | <i>insert—</i> | 16 |
| | ‘(5) A Commonwealth law applying because of section 29 or 30 applies as if it did not contain any provision empowering a Minister of State for the Commonwealth to give any directions in relation to the performance of a function or the exercise of a power conferred by subsection (1) or (2).’. | 17 18 19 20 |
| 7 | Section 33— | 21 |
| | <i>omit.</i> | 22 |

SCHEDULE 2 (continued)

| | |
|--|------------------|
| 8 Section 37— | 1 |
| <i>insert—</i> | 2 |
| ‘(5) A Commonwealth law applying because of section 35 or 36 applies as if it did not contain any provision empowering a Minister of State for the Commonwealth to give any directions in relation to the performance of a function or the exercise of a power conferred by subsection (1) or (2).’. | 3 4 5 6 |
| 9 Section 39— | 7 |
| <i>omit.</i> | 8 |
| 10 Section 58(1), after “Act”— | 9 |
| <i>insert—</i> | 10 |
| ‘as in force immediately before its repeal’. | 11 |
| 11 Section 59, ‘for the time being’— | 12 |
| <i>omit, insert—</i> | 13 |
| ‘, immediately before the repeal of the ASIC Act,’. | 14 |
| 12 Section 59, ‘the ASIC Act, section 251’— | 15 |
| <i>omit, insert—</i> | 16 |
| ‘section 251 of that Act’. | 17 |
| 13 Section 64(3), ‘in force for the time being’— | 18 |
| <i>omit.</i> | 19 |
| 14 Section 67— | 20 |
| <i>omit.</i> | 21 |

SCHEDULE 2 (continued)

| | |
|---|----|
| 15 Section 68— | 1 |
| <i>omit, insert—</i> | 2 |
| ‘68 Conferral of other functions and powers for purposes of law in Queensland | 3 |
| | 4 |
| ‘The commission has power to do acts in Queensland in the performance or exercise of any function or power expressed to be conferred on the commission by a national scheme law of another jurisdiction.’ | 5 |
| | 6 |
| | 7 |
| 16 Section 69— | 8 |
| <i>omit.</i> | 9 |
| 17 Section 85(1), after ‘in so far as the national scheme laws’— | 10 |
| <i>insert—</i> | 11 |
| ‘or the Corporations legislation’. | 12 |
| 18 Section 85— | 13 |
| <i>insert—</i> | 14 |
| ‘(4) In this section— | 15 |
| “Corporations legislation” means the Corporations legislation to which the <i>Corporations Act 2001</i> (Cwlth), part 1.1A applies.’. | 16 |
| | 17 |
| 19 Part 13— | 18 |
| <i>insert—</i> | 19 |
| ‘Division 7—Functions of Commonwealth authorities and officers of the Commonwealth | 20 |
| | 21 |
| ‘96E Definitions | 22 |
| ‘In this division— | 23 |
| “function” includes a power. | 24 |

SCHEDULE 2 (continued)

| | |
|---|----|
| “old corporations legislation” has the same meaning as in the | 1 |
| <i>Corporations (Ancillary Provisions) Act 2001.</i> | 2 |
| “perform” includes exercise. | 3 |
| 96F Functions of Commonwealth authorities and officers of the Commonwealth | 4 |
| ‘If a Commonwealth authority or an officer of the Commonwealth has a | 6 |
| function expressed to be conferred on the authority or officer by or under | 7 |
| the old corporations legislation, the authority or officer is not under a duty | 8 |
| to perform that function.’. | 9 |
| | |
| FUNERAL BENEFIT BUSINESS ACT 1982 | 10 |
| | |
| 1 Section 17— | 11 |
| <i>insert—</i> | 12 |
| ‘(2) Subsection (1) applies despite the Corporations Law.’. | 13 |
| | |
| 2 Section 29(1)(d), ‘incorporation of the applicant’— | 14 |
| <i>omit, insert—</i> | 15 |
| ‘the registration of the applicant as a company under the Corporations | 16 |
| Law’. | 17 |
| | |
| 3 Section 41— | 18 |
| <i>insert—</i> | 19 |
| ‘(1A) Subsection (1) applies despite the Corporations Law.’. | 20 |
| | |
| 4 Section 56— | 21 |
| <i>insert—</i> | 22 |
| ‘(20) This section applies despite the Corporations Law.’. | 23 |

SCHEDULE 2 (continued)

| | | |
|----------|---|----|
| 5 | Section 59— | 1 |
| | <i>insert—</i> | 2 |
| | ‘(3) This section applies despite the Corporations Law.’. | 3 |
| 6 | Section 60— | 4 |
| | <i>insert—</i> | 5 |
| | ‘(3) This section applies despite the Corporations Law.’. | 6 |
| 7 | Section 63(2) and (3)(a), ‘incorporation’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘the registration under the Corporations Law’. | 9 |
| | FUTURES INDUSTRY (APPLICATION OF LAWS) ACT | 10 |
| | 1986 | 11 |
| 1 | Section 5, after ‘Commonwealth Act’— | 12 |
| | <i>insert—</i> | 13 |
| | ‘as in force on 31 December 1990’. | 14 |
| 2 | Section 6, ‘for the time being’— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘on 31 December 1990’. | 17 |

SCHEDULE 2 (continued)

GAMING MACHINE ACT 1991

- | | |
|--|--------|
| | 1 |
| 1 Section 106— | 2 |
| <i>insert—</i> | 3 |
| ‘(3) This section and sections 107 and 108 apply despite the Corporations Law.’. | 4 5 |
| 2 Section 147— | 6 |
| <i>insert—</i> | 7 |
| ‘(6) Subsections (2)(f) and (4)(b) apply despite the Corporations Law.’. | 8 |
| 3 Section 324— | 9 |
| <i>insert—</i> | 10 |
| ‘(4) This section applies despite the Corporations Law.’. | 11 |

**INTERACTIVE GAMBLING (PLAYER PROTECTION)
ACT 1998**

- | | |
|---|----|
| | 12 |
| | 13 |
| 1 Section 52— | 14 |
| <i>insert—</i> | 15 |
| ‘(4) This section applies despite the Corporations Law.’. | 16 |
| 2 Section 53— | 17 |
| <i>insert—</i> | 18 |
| ‘(6) This section applies despite the Corporations Law.’. | 19 |

SCHEDULE 2 (continued)

| | |
|--|----------|
| JURISDICTION OF COURTS (CROSS-VESTING) ACT 1987 | 1 2 |
| 1 After section 3— | 3 |
| <i>insert—</i> | 4 |
| ‘3A Corporations Act | 5 |
| ‘This Act does not apply to the jurisdiction of courts with which the Corporations Act, part 9.6A, division 1 deals.’ | 6 7 |
| | |
| KENO ACT 1996 | 8 |
| | |
| 1 Section 33— | 9 |
| <i>insert—</i> | 10 |
| ‘(5) This section and section 32(1)(b)(iii) apply despite the Corporations Law.’ | 11 12 |
| | |
| LOTTERIES ACT 1997 | 13 |
| | |
| 1 Section 33— | 14 |
| <i>insert—</i> | 15 |
| ‘(6) This section and section 32(1)(b)(iii) apply despite the Corporations Law.’ | 16 17 |

SCHEDULE 2 (continued)

| | |
|---|--------------|
| NATIONAL RAIL CORPORATION (AGREEMENT) ACT 1991 | 1 2 |
| 1 Section 7— | 3 |
| <i>insert—</i> | 4 |
| ‘(4A) This section applies despite the Corporations Law.’ | 5 |
| SANCTUARY COVE RESORT ACT 1985 | 6 |
| 1 Section 66(3), ‘Companies (Queensland) Code’— | 7 |
| <i>omit, insert—</i> | 8 |
| ‘Corporations Law’. | 9 |
| SECURITIES INDUSTRY (APPLICATION OF LAWS) ACT 1981 | 10 11 |
| 1 Section 6, after ‘Commonwealth Act’— | 12 |
| <i>insert—</i> | 13 |
| ‘as in force on 31 December 1990’. | 14 |
| 2 Section 7, ‘for the time being’— | 15 |
| <i>omit, insert—</i> | 16 |
| ‘on 31 December 1990’. | 17 |

SCHEDULE 2 (continued)

| | | |
|----------|--|--------|
| | SECURITY PROVIDERS ACT 1993 | 1 |
| 1 | Section 3, definition “accountant”, paragraphs (a) and (c), ‘Corporations Law’— | 2 3 |
| | <i>omit, insert—</i> | 4 |
| | ‘Corporations Act’. | 5 |
| | TRANSPORT OPERATIONS (ROAD USE MANAGEMENT) ACT 1995 | 6 7 |
| 1 | Schedule 4, definition “address”, from ‘corporation incorporated’ to ‘so incorporated or registered’— | 8 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘corporation, its registered office or, if the registered office is not’. | 11 |
| | TRAVEL AGENTS ACT 1988 | 12 |
| 1 | Section 6, definition “officer”, ‘by the Corporations Law’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘under the Corporations Act, section 82A’. | 15 |

SCHEDULE 2 (continued)

WAGERING ACT 1998

1

1 Section 53—

2

insert—

3

‘**(6)** This section and section 51(1)(b)(iii) apply despite the Corporations Law.’

4

5

| | |
|--|-------------|
| SCHEDULE 3 | 1 |
| CONSEQUENTIAL AMENDMENTS | 2 |
| section 29 | 3 |
| ACTS INTERPRETATION ACT 1954 | 4 |
| 1 Section 36, definitions “ASIC Law”, “ASIC Regulations”, “change”, “Corporations Law”, “Corporations Regulations” and “modification”— | 5 6 7 |
| <i>omit.</i> | 8 |
| 2 Section 36— | 9 |
| <i>insert—</i> | 10 |
| “ASC Law” has the same meaning as “ASIC Law”. | 11 |
| “ASC Regulations” has the same meaning as “ASIC Regulations” has when ASIC Regulations is used in relation to the ASIC Law. | 12 13 |
| “ASIC” means the Australian Securities and Investments Commission. | 14 |
| “ASIC Act” means the <i>Australian Securities and Investments Commission Act 2001</i> (Cwlth). | 15 16 |
| “ASIC Law” has the meaning given by the <i>Corporations (Queensland) Act 1990</i> , part 11. ¹⁸ | 17 18 |
| “ASIC Regulations”— | 19 |
| (a) when used in relation to the ASIC Law, has the meaning given by the <i>Corporations (Queensland) Act 1990</i> , part 11; ¹⁹ and | 20 21 |

18 *Corporations (Queensland) Act 1990*, part 11 (The ASIC Law, and the ASIC Regulations, of Queensland)

19 *Corporations (Queensland) Act 1990*, part 11 (The ASIC Law, and the ASIC Regulations, of Queensland)

SCHEDULE 3 (continued)

| | |
|---|----------------|
| (b) when used in relation to the ASIC Act, means regulations made, or that have effect as if they were made, under the ASIC Act. | 1 2 |
| “ change ” includes change by addition, exception, omission or substitution. | 3 |
| “ Corporations Act ” means the <i>Corporations Act 2001</i> (Cwlth). | 4 |
| “ Corporations Law ” has the meaning given by the <i>Corporations (Queensland) Act 1990</i> , part 3. ²⁰ | 5 6 |
| “ Corporations legislation ” means the Corporations legislation to which the Corporations Act, part 1.1A ²¹ applies. | 7 8 |
| “ Corporations Regulations ”— | 9 |
| (a) when used in relation to the Corporations Law, has the meaning given by the <i>Corporations (Queensland) Act 1990</i> , part 3; ²² and | 10 11 |
| (b) when used in relation to the Corporations Act, means regulations made, or that have effect as if they were made, under the Corporations Act. | 12 13 14 |
| “ modification ” includes addition, exception, omission and substitution.’. | 15 |

AMBULANCE SERVICE ACT 1991 16

| | |
|---|----------|
| 1 Section 3C(2)— | 17 |
| <i>omit, insert—</i> | 18 |
| ‘(2) Without limiting subsection (1), the service has all the privileges and immunities of the State.’. | 19 20 |

20 *Corporations (Queensland) Act 1990*, part 3 (Citing the Corporations Law and the Corporations Regulations)

21 Corporations Act, part 1.1A (Interaction between Corporations legislation and State and Territory laws)

22 *Corporations (Queensland) Act 1990*, part 3 (Citing the Corporations Law and the Corporations Regulations)

SCHEDULE 3 (continued)

| | | |
|----------|--|----------|
| | ANTI-DISCRIMINATION ACT 1991 | 1 |
| 1 | Section 4, definition “affairs”, ‘section 53 of the Corporations Law’— | 2 3 |
| | <i>omit, insert—</i> | 4 |
| | ‘the Corporations Act, section 53 ²³ ’. | 5 |
| | ANZAC DAY ACT 1995 | 6 |
| 1 | Section 6(2)— | 7 |
| | <i>omit.</i> | 8 |
| | ARCHITECTS ACT 1985 | 9 |
| 1 | Section 3, definition “company”— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘ “ company ” means a company within the meaning of the Corporations Act.’. | 12 13 |
| | ASSOCIATIONS INCORPORATION ACT 1981 | 14 |
| 1 | In part 1, division 2— | 15 |
| | <i>insert—</i> | 16 |

23 Corporations Act, section 53 (Affairs of a body corporate)

SCHEDULE 3 (continued)

| | |
|--|----------------------------|
| ‘1A Excluded matter for Corporations legislation | 1 |
| ‘(1) An incorporated association is declared to be an excluded matter for the Corporations Act, section 5F, ²⁴ in relation to the Corporations legislation other than to the extent specified in subsection (2). | 2 3 4 |
| ‘(2) Subsection (1) does not apply so as to exclude an incorporated association that is a company under the Corporations Act from the provisions of Part 5A.1 ²⁵ of that Act, other than section 601AD(2), (3) and (4). ²⁶ | 5 6 7 8 |
| ‘(3) Subsection (1) extends to a company within the meaning of the Corporations Act as soon as it becomes an incorporated association under this Act. | 9 10 11 |
| ‘(4) Subsection (1) has effect only for so long as a body is an incorporated association under this Act.’. | 12 13 |
| | |
| 2 Section 59(1)(b)(i) and (iii), ‘Corporations Law’— | 14 |
| <i>omit, insert—</i> | 15 |
| ‘Corporations Act’. | 16 |
| | |
| 3 Section 91— | 17 |
| <i>omit, insert—</i> | 18 |
| ‘91 Declaration of applied Corporations legislation | 19 |
| ‘(1) The voluntary winding-up of an incorporated association under section 89 is declared to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 in relation to the Corporations Act, parts 5.5 and 5.6, ²⁷ subject to the following changes to the provisions of parts 5.5 and 5.6— | 20 21 22 23 24 |
| (a) the changes referred to in subsection (3); | 25 |

24 Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

25 Corporations Act, part 5A.1 (Deregistration)

26 Corporations Act, section 601AD (Effect of deregistration)

27 Corporations Act, parts 5.5 (Voluntary winding up) and 5.6 (Winding up generally)

SCHEDULE 3 (continued)

- (b) any other changes, within the meaning of the *Corporations (Ancillary Provisions) Act 2001*, part 3 that are prescribed under a regulation.²⁸ 1
2
3
- ‘(2) The winding-up of an incorporated association, under section 90 is declared to be an applied Corporations legislation matter for the *Corporations (Ancillary Provisions) Act 2001*, part 3, in relation to the Corporations Act, part 5.7,²⁹ subject to the following changes to the provisions of part 5.7— 4
5
6
7
8
- (a) the changes referred to in subsection (3); 9
- (b) any other changes, within the meaning of the *Corporations (Ancillary Provisions) Act 2001*, part 3 that are prescribed under a regulation. 10
11
12
- ‘(3) The following changes to the text of the Corporations Act apply for subsections (1) and (2)— 13
14
- (a) a reference to a company or body is to be read as a reference to an incorporated association; 15
16
- (b) a reference to the directors of a company is to be read as a reference to the members of the management committee of an unincorporated association; 17
18
19
- (c) a reference to the secretary of a company is to be read as a reference to the secretary of an incorporated association; 20
21
- (d) a reference to the principal place of business of a company is to be read as a reference to the registered office of an incorporated association.’. 22
23
24

28 The *Corporations (Ancillary Provisions) Act 2001*, part 3, provides for the application of provisions of the Corporations Act and the ASIC Act, part 3 as laws of the State in respect of any matter declared by a law of the State, whether with or without modification, to be an applied Corporations legislation matter for that part in relation to those Commonwealth provisions.

29 Corporations Act, part 5.7 (Winding up bodies other than companies))

SCHEDULE 3 (continued)

| | | |
|----------|--|---|
| 4 | Section 92(2A) and 94A, definition “deregistered association”, paragraph (a), definition “deregistration”, paragraph (a), ‘Corporations Law adopted’— | 1 |
| | | 2 |
| | | 3 |
| | <i>omit, insert—</i> | 4 |
| | ‘Corporations Act applied’. | 5 |

| | |
|---|---|
| BILLS OF SALE AND OTHER INSTRUMENTS ACT 1955 | 6 |
|---|---|

| | | |
|----------|------------------------------|---|
| 1 | Section 18B(5)(b)— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘(b) the Corporations Act;’. | 9 |

| | |
|---|----|
| BODY CORPORATE AND COMMUNITY MANAGEMENT ACT 1997 | 10 |
| | 11 |

| | | |
|----------|--|----|
| 1 | Sections 33 and 212(3) and schedule 4, definition “registered company auditor”, ‘Corporations Law’— | 12 |
| | | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘Corporations Act’. | 15 |

| | |
|---|----|
| BRISBANE CRICKET GROUND ACT 1993 | 16 |
|---|----|

| | | |
|----------|-------------------|----|
| 1 | Section 6— | 17 |
| | <i>omit.</i> | 18 |

SCHEDULE 3 (continued)

| | | |
|----------|--|----------------------|
| | BUILDING AND CONSTRUCTION INDUSTRY (PORTABLE LONG SERVICE LEAVE) ACT 1991 | 1 2 |
| 1 | Section 7(3)— <i>omit.</i> | 3 4 |
| 2 | Section 62A(4)— <i>omit, insert—</i> '(4) In this section— | 5 6 7 |
| | “externally-administered body corporate” see the Corporations Act, section 9. | 8 9 |
| | “insolvent under administration” see the Corporations Act, section 9.’. | 10 |
| 3 | Schedule, definition “government entity”, ‘Corporations Law’— <i>omit, insert—</i> ‘Corporations Act’. | 11 12 13 |
| 4 | Schedule, definition “non-Queensland government entity”, ‘Corporations Law’— <i>omit, insert—</i> ‘Corporations Act’. | 14 15 16 17 |
| | BUILDING UNITS AND GROUP TITLES ACT 1980 | 18 |
| 1 | Section 27(2), ‘Corporations Law’— <i>omit, insert—</i> ‘Corporations Act’. | 19 20 21 |

SCHEDULE 3 (continued)

| | | |
|----------|---|----|
| 2 | Section 29B(2)(a), ‘Companies (Queensland) Code’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| | BUSINESS NAMES ACT 1962 | 4 |
| 1 | Sections 3, definition “corporation”, 19(1)(d) and 26(2)(a), | 5 |
| | ‘Corporations Law’— | 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘Corporations Act’. | 8 |
| 2 | Section 3, definition “secretary”, ‘Corporations Law, part 4.1’— | 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘Corporations Act, part 5B.2’. | 11 |
| 3 | Section 4A, before ‘Commission’— | 12 |
| | <i>insert—</i> | 13 |
| | ‘and Investments’. | 14 |
| 4 | Section 12(2A), ‘Commission under the Corporations Law’— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘and Investments Commission under the Corporations Act’. | 17 |

SCHEDULE 3 (continued)

| | | |
|----------|--|----|
| | CASINO CONTROL ACT 1982 | 1 |
| 1 | Section 31(1)(g), ‘Companies (Queensland) Code’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| 2 | Section 31(24), ‘Corporations Law’— | 5 |
| | <i>omit, insert—</i> | 6 |
| | ‘Corporations Act’. | 7 |
| 3 | Section 82(1)(a)— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘(a) is registered as an auditor under the Corporations Act; and’. | 10 |
| | CHARITABLE AND NON-PROFIT GAMING ACT 1999 | 11 |
| 1 | Section 58(1)(i) and (5), ‘Corporations Law’— | 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘Corporations Act’. | 14 |
| 2 | Section 58(5), ‘the Law’— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘that Act’. | 17 |
| 3 | Section 66(5), ‘Corporations Law’— | 18 |
| | <i>omit, insert—</i> | 19 |
| | ‘Corporations Act’. | 20 |

SCHEDULE 3 (continued)

| | | |
|----------|--|--------|
| 4 | Section 85, definition “accountant”, paragraph (c), ‘Corporations Law’— | 1 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| 5 | Section 85, definition “accountant”, paragraph (d)(ii), ‘Corporations Law, section 1280(2);’— | 5 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘Corporations Act, section 1280(2); ³⁰ ’. | 8 |
| | CHARITABLE FUNDS ACT 1958 | 9 |
| 1 | Section 24(2)(c)(i) and (iii), ‘Corporations Law’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act’. | 12 |

30 Corporations Act, section 1280 (Registration of auditors)

SCHEDULE 3 (continued)

| | | |
|----------|--|----------|
| | CHILD CARE ACT 1991 | 1 |
| 1 | Section 3, definition “affairs”, ‘section 53 of the Corporations Law’— | 2 3 |
| | <i>omit, insert—</i> | 4 |
| | ‘the Corporations Act, section 53 ³¹ ’. | 5 |
| 2 | Section 3, first definition “director”, ‘section 60 of the Corporations Law’— | 6 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘the Corporations Act, section 9 ³² ’. | 9 |
| | CHIROPRACTORS AND OSTEOPATHS ACT 1979 | 10 |
| 1 | Section 4A, definition “chiropractic and osteopathy company”, ‘Corporations Law’— | 11 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘Corporations Act’. | 14 |
| | CHIROPRACTORS REGISTRATION ACT 2001 | 15 |
| 1 | Section 126(4)(c)(i) and (ii), ‘Corporations Law’— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘Corporations Act’. | 18 |

31 Corporations Act, section 53 (Affairs of a body corporate)

32 Corporations Act, section 9 (Dictionary)

SCHEDULE 3 (continued)

| | |
|--|----|
| COAL MINING SAFETY AND HEALTH ACT 1999 | 1 |
| 1 Section 222(1)(b), ‘articles of association’— | 2 |
| <i>omit, insert—</i> | 3 |
| ‘constitution’. | 4 |
| | |
| COLLECTIONS ACT 1966 | 5 |
| | |
| 1 Section 31(1)(f)(i) and (iii), ‘Corporations Law’— | 6 |
| <i>omit, insert—</i> | 7 |
| ‘Corporations Act’. | 8 |
| | |
| COOPERATIVES ACT 1997 | 9 |
| | |
| 1 Part 1, division 1— | 10 |
| <i>insert—</i> | 11 |
| ‘5A Interpretation | 12 |
| ‘A reference in this Act to the Corporations Act or a provision of the | 13 |
| Corporations Act applying under this Act (or a part of this Act) is a | 14 |
| reference to that Act or provision to the extent that it is declared to apply to | 15 |
| a matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 ³³ as a | 16 |
| law of this State.’. | 17 |

33 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth Corporations legislation to State matters)

SCHEDULE 3 (continued)

| | |
|---|----|
| 2 Part 1, division 4— | 1 |
| <i>omit, insert—</i> | 2 |
| <i>‘Division 4—Application of Corporations legislation</i> | 3 |
| | |
| ‘9 Definition for div 4 | 4 |
| ‘In this division— | 5 |
| “excluded Corporations legislation provision” means any provision of | 6 |
| the Corporations legislation that does not apply to cooperatives as a | 7 |
| law of the Commonwealth. | 8 |
| | |
| ‘10 Excluded matter | 9 |
| ‘(1) A cooperative is declared to be an excluded matter for the purposes | 10 |
| of the Corporations Act, section 5F, ³⁴ in relation to the Corporations | 11 |
| legislation other than to the extent specified in subsection (2). | 12 |
| <i>Note—</i> | 13 |
| This section ensures that neither the Corporations Act nor part 3 of the ASIC Act will | 14 |
| apply in relation to a cooperative, other than to the extent specified in this section. | 15 |
| Section 5F of the Corporations Act provides that if a State law declares a matter to be an | 16 |
| excluded matter in relation to the whole of the Corporations legislation other than to a | 17 |
| specified extent, then that legislation will not apply, except to the specified extent, in | 18 |
| relation to that matter in the State concerned. However, other provisions of this Act apply | 19 |
| certain provisions of the Corporations legislation to cooperatives as laws of this State. | 20 |
| ‘(2) Subsection (1) does not exclude the operation of the following | 21 |
| provisions of the Corporations legislation to cooperatives to the extent that | 22 |
| the provisions would otherwise be applicable to them— | 23 |
| (a) provisions relating to a matter that a regulation provides is not to | 24 |
| be excluded from the operation of the Corporations legislation; | 25 |
| (b) provisions relating to the role of a cooperative in the formation of | 26 |
| a company; | 27 |
| (c) provisions relating to substantial shareholdings, by or involving a | 28 |
| cooperative, in a company; | 29 |

34 Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

SCHEDULE 3 (continued)

| | |
|---|----------------------|
| (d) provisions conferring or imposing functions on a cooperative as a member, or former member, of a corporation; | 1 2 |
| (e) provisions relating to dealings by a cooperative in securities of a corporation, other than securities of the cooperative itself; | 3 4 |
| (f) provisions conferring or imposing functions on a cooperative in its dealings with a corporation, other than dealings in securities of the cooperative; | 5 6 7 |
| (g) provisions relating to securities of a cooperative, other than shares in, debentures of, or deposits with, a cooperative; | 8 9 |
| (h) provisions relating to the futures industry; | 10 |
| (i) provisions relating to participants in the securities industry; | 11 |
| (j) provisions relating to the conduct of securities business; | 12 |
| (k) provisions relating to dealers' accounts and audit; | 13 |
| (l) provisions relating to money and scrip of dealers' clients; | 14 |
| (m) provisions relating to registers of interests in securities. | 15 |
| ‘(3) To remove doubt, it is declared that subsection (1) does not operate to exclude the operation of the following provisions of the Corporations Act, except in relation to shares in, debentures of, or deposits with, a cooperative— | 16 17 18 19 |
| (a) part 1.2A; | 20 |
| (b) chapter 2L; | 21 |
| (c) chapter 6D; | 22 |
| (d) part 7.11. ³⁵ | 23 |
| ‘(4) If the cooperative is directed by an order of the Supreme Court under section 87(1)(i) ³⁶ to become registered as a company under the Corporations Act, subsection (1) does not apply to the extent necessary for a cooperative to be registered as a company under chapter 5B ³⁷ of that Act. | 24 25 26 27 |

35 Corporations Act, part 1.2A (Disclosing entities), chapter 2L (Debentures), chapter 6D (Fundraising) and part 7.11 (Conduct in relation to securities)

36 Section 87 (Orders the Supreme Court may make)

37 Corporations Act, chapter 5B (Bodies corporate registered as companies, and registrable bodies)

SCHEDULE 3 (continued)

| | |
|--|--------------------------|
| ‘11 Applying the Corporations legislation to cooperatives | 1 |
| ‘(1) A regulation may declare any matter relating to cooperatives to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 ³⁸ in relation to any excluded Corporations legislation provision or provisions (with any changes specified in the declaration). | 2 3 4 5 6 |
| <i>Note—</i> | 7 |
| Part 3 of the <i>Corporations (Ancillary Provisions) Act 2001</i> provides for the application of provisions of the Corporations Act and part 3 of the ASIC Act as laws of the State in respect of any matter declared by a law of the State (whether with or without change) to be an applied Corporations legislation matter for the purposes of that part in relation to those Commonwealth provisions. | 8 9 10 11 12 |
| ‘(2) Without limiting subsection (1), a regulation made under subsection (1) may— | 13 14 |
| (a) specify changes to the definitions and other interpretative provisions of the Corporations legislation relevant to any excluded Corporations legislation provision that is the subject of the declaration; and | 15 16 17 18 |
| (b) provide for ASIC to exercise a function under any excluded Corporations legislation provision that is the subject of the declaration, but only if— | 19 20 21 |
| (i) ASIC is to exercise the function under an agreement mentioned in the ASIC Act, section 11(8) or (9A)(b), ³⁹ and | 22 23 |
| (ii) ASIC is authorised to exercise the function under the ASIC Act, section 11; and | 24 25 |
| (c) specify that a reference to ASIC in any excluded Corporations legislation provision that is the subject of the declaration is to be a reference to another person; and | 26 27 28 |
| (d) identify any excluded Corporations legislation provision to which the declaration relates by reference to the provision as in force at a particular time; and | 29 30 31 |

38 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth Corporations legislation to State matters)

39 *Australian Securities and Investments Commission Act 2001* (Cwlth), section 11 (Corporations legislation functions and powers and other functions and powers conferred by States and Territories)

SCHEDULE 3 (continued)

| | |
|--|----------------------------|
| (e) specify a court (other than the Supreme Court) to exercise any function conferred on a court or the Court by any excluded Corporations legislation provision to which the declaration relates. | 1 2 3 4 |
| ‘(3) Words used in this section and also in the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 have the same meanings as they have in that part. | 5 6 7 |
| ‘12 Changes to applied provisions | 8 |
| ‘(1) If a provision of this Act or a regulation declares a matter to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 (the “ declaratory provision ”) in relation to any provisions of the Corporations legislation (the “ applied provisions ”), the declaratory provision is taken to specify the following changes— | 9 10 11 12 13 |
| (a) a reference in the applied provisions to articles or memorandum of association or constitution or replaceable rules is to be read as a reference to rules; | 14 15 16 |
| (b) a cross-reference in the applied provisions to another provision of the Corporations Act is, if that cross-reference is not appropriate (because for example the provision cross-referred to is not among the applied provisions), to be read as a cross-reference to the equivalent provision of this Act; | 17 18 19 20 21 |
| (c) a reference in the applied provisions to the Gazette is to be read as a reference to the Queensland Government Gazette; | 22 23 |
| (d) a reference in the applied provisions to the Commonwealth is to be read as a reference to Queensland; | 24 25 |
| (e) any of the applied provisions that are not relevant to cooperatives or that are incapable of application to cooperatives are to be ignored; | 26 27 28 |
| (f) changes prescribed under a regulation under subsection (2). | 29 |
| ‘(2) A regulation may prescribe the changes that are necessary or desirable for the effective operation of the applied provisions.’ | 30 31 |

SCHEDULE 3 (continued)

| | | |
|----------|---|----------------|
| 3 | Section 22(a), ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 4 | Section 64(4), ‘Corporations Law’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘Corporations Act’. | 6 |
| 5 | Section 87(1)(i), ‘Corporations Law’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| 6 | Section 129(b)— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘(b) if the cooperative is under administration under the Corporations Act, part 5.3A, ⁴⁰ as applying under this Act; or’. | 12 13 |
| 7 | Section 129(f), ‘Corporations Law’— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘Corporations Act’. | 16 |
| 8 | Section 133(4)— | 17 |
| | <i>omit, insert—</i> | 18 |
| | ‘(4) The following provisions of the Corporations Act, as applied by section 256 ⁴¹ of this Act, do not apply to an allotment or issue of debentures under this section— | 19 20 21 |

40 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement)

41 Section 256 (Application of Corporations Law to issues of debentures)

SCHEDULE 3 (continued)

| | |
|--|-------------------|
| (a) chapter 2L; | 1 |
| (b) chapter 6D. ⁴² . | 2 |
| 9 Section 144A— | 3 |
| <i>omit, insert—</i> | 4 |
| ‘144A Application of Corporations Act for particular share subscriptions | 5 |
| | 6 |
| ‘(1) The shares of a cooperative are declared to be applied Corporations legislation matters for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 in relation to the Corporations Act, sections 716(2), 722, 723(2), 724(1)(a) and (2)(a) and 734, ⁴³ subject to the following changes— | 7 8 9 10 |
| (a) the provisions apply as if a cooperative were a company; | 11 |
| (b) a reference in the provisions to ASIC is to be read as a reference to the registrar; | 12 13 |
| (c) a reference in the provisions to a disclosure document is to be read as a reference to a disclosure statement, of any type, under this Act; | 14 15 16 |
| (d) a reference in the provisions to securities is to be read as a reference to shares; | 17 18 |
| (e) any other changes (within the meaning of the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3) that are prescribed under a regulation. | 19 20 21 |
| ‘(2) However, subsection (1) applies only if— | 22 |
| (a) the shares are offered to persons who are not shareholders in the cooperative; or | 23 24 |
| (b) the invitation is made to persons who are not shareholders in the cooperative. | 25 26 |

42 Corporations Act, chapters 2L (Debentures) and 6D (Fundraising)

43 Corporations Act, sections 716 (Disclosure document date and consents), 722 (Application money to be held on trust), 723 (Issuing or transferring the securities under a disclosure document), 724 (Choices open to person making the offer if disclosure document condition not met or disclosure document defective) and 734 (Restrictions on advertising and publicity)

SCHEDULE 3 (continued)

| | |
|---|----------------------|
| <i>Note—</i> | 1 |
| See note under section 11(1). ⁷ . | 2 |
| 10 Section 208(1)(b)(iii)— | 3 |
| <i>omit, insert—</i> | 4 |
| ‘(iii) of an offence under the Corporations Act, section 184, 344, 590, 592, 670A or 728; ⁴⁴ or’. | 5 6 |
| 11 Section 208(2)(b), (c) and (d)— | 7 |
| <i>omit, insert—</i> | 8 |
| ‘(b) is disqualified from managing corporations under the Corporations Act, part 2D.6; ⁴⁵ or | 9 10 |
| (c) is an insolvent under administration (as defined in the Corporations Act, section 9 ⁴⁶).’. | 11 12 |
| 12 Section 208(8)— | 13 |
| <i>omit, insert—</i> | 14 |
| ‘(8) Subject to this section, a cooperative is declared to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions)</i> <i>Act 2001</i> , part 3 ⁴⁷ in relation to the provisions of the Corporations Act, part 2D.6, subject to the following changes— | 15 16 17 18 |
| (a) a reference in the provisions to a corporation is to be read as a reference to a cooperative; | 19 20 |

44 Corporations Act, section 184 (Good faith, use of position and use of information—criminal offences), 344 (Contravention of Part 2M.2 or 2M.3), 590 (Offences by officers of certain companies), 592 (Incurring of certain debts; fraudulent conduct), 670A (Misstatements in, or omissions from, takeover and compulsory acquisition and buy-out documents) or 728 (Misstatement in, or omission from, disclosure document)

45 Corporations Act, part 2D.6 (Disqualification from managing corporations)

46 Corporations Act, section 9 (Dictionary)

47 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth Corporations legislation to State matters)

SCHEDULE 3 (continued)

| | |
|--|----------------------|
| (b) a reference in the provisions to a company is to be read as a reference to a cooperative; | 1 2 |
| (c) a reference in the provisions to ASIC is to be read as a reference to the registrar; | 3 4 |
| (d) any other changes (within the meaning of the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3) that are prescribed under a regulation. | 5 6 7 |
| <i>Note—</i> | 8 |
| See note under section 11(1). ⁷ . | 9 |
| 13 Section 214, definition “officer”, paragraph (f)— | 10 |
| <i>omit, insert—</i> | 11 |
| ‘(f) an administrator of the cooperative appointed under the Corporations Act, part 5.3A, ⁴⁸ as applying under this Act; or’. | 12 13 |
| 14 Section 221— | 14 |
| <i>omit, insert—</i> | 15 |
| ‘221 Application of Corporations Act provisions concerning officers of cooperatives | 16 17 |
| ‘A cooperative is declared to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 ⁴⁹ in relation to the Corporations Act, sections 344, 589 to 598 and 1307, subject to the following changes— | 18 19 20 21 |
| (a) in section 344, ‘a company, registered scheme or disclosing entity’ is to be read as ‘a cooperative’; | 22 23 |
| (b) a reference in the sections (other than section 344) to a company is to be read as a reference to a cooperative; | 24 25 |

48 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement)

49 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth Corporations legislation to State matters)

SCHEDULE 3 (continued)

| | |
|--|----------------|
| (c) a reference in the sections to ASIC is to be read as a reference to the registrar; | 1 2 |
| (d) in section 592(1)(a), ‘before 23 June 1993’ is to be read as ‘up to and including 30 June 2001’; | 3 4 |
| (e) any other changes (within the meaning of the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3) that are prescribed under a regulation. | 5 6 7 |
| <i>Note—</i> | 8 |
| See note under section 11(1). ⁵⁰ | 9 |
| 15 Section 231, ‘Corporations Law’— | 10 |
| <i>omit, insert—</i> | 11 |
| ‘Corporations Act’. | 12 |
| 16 Section 232(2)(a)— | 13 |
| <i>omit, insert—</i> | 14 |
| ‘(a) a matter for which provision is made under the Corporations Act, part 2F.3, section 249K or 249V or chapter 2M ⁵⁰ (including the conferring of jurisdiction on a court);’. | 15 16 17 |
| 17 Section 232(2)(b), ‘Corporations Law’— | 18 |
| <i>omit, insert—</i> | 19 |
| ‘Corporations Act’. | 20 |
| 18 Section 232(3)— | 21 |
| <i>omit.</i> | 22 |

50 Corporations Act, part 2F.3 (Inspection of books), section 249K (Auditor entitled to notice and other communications) or 249V (Auditor’s right to be heard at general meetings) or chapter 2M (Financial reports and audit)

SCHEDULE 3 (continued)

| | |
|--|----|
| 19 Section 255(3), ‘Corporations Law, part 5.6, division 6 (as adopted’— | 1 |
| | 2 |
| <i>omit, insert—</i> | 3 |
| ‘Corporations Act, part 5.6, division 6 ⁵¹ (as applied’. | 4 |
| | |
| 20 Sections 256 and 256A— | 5 |
| <i>omit, insert—</i> | 6 |
| ‘256 Application of Corporations Act to issues of debentures | 7 |
| ‘(1) The debentures of a cooperative are declared to be applied | 8 |
| Corporations legislation matters for the <i>Corporations (Ancillary</i> | 9 |
| <i>Provisions) Act 2001</i> , part 3 in relation to the provisions of the | 10 |
| Corporations Act, part 1.2A, chapter 2L, chapter 6D and part 7.11, ⁵² | 11 |
| subject to the following changes— | 12 |
| (a) the provisions apply as if a cooperative were a company; | 13 |
| (b) a reference in the provisions to a corporation includes a reference | 14 |
| to a cooperative; | 15 |
| (c) a reference in the provisions to ASIC is to be read as a reference | 16 |
| to the registrar. | 17 |
| <i>Note—</i> | 18 |
| See note under section 11(1). | 19 |
| ‘(2) However, the provisions of the Corporations Act applying to the | 20 |
| debentures of a cooperative by this section do not apply to the following— | 21 |
| (a) a loan to which section 260 applies; | 22 |
| (b) an issue of debentures of a cooperative that is made— | 23 |
| (i) solely to members; or | 24 |
| (ii) solely to members and employees of the cooperative; or | 25 |

51 Corporations Act, part 5.6 (Winding up generally), division 6 (Proof and ranking of claims)

52 Corporations Act, part 1.2A (Disclosing entities), chapter 2L (Debentures), chapter 6D (Fundraising) and part 7.11 (Conduct in relation to securities)

SCHEDULE 3 (continued)

| | |
|---|--------------------|
| (iii) to a person who on becoming an inactive member of the cooperative has had his or her share capital converted to debt. | 1 2 3 |
| ‘(3) Words used in this section that are not defined in this Act have the same meaning as in the Corporations Act. | 4 5 |
| ‘256A Application of Corporations Act to particular issues of debentures | 6 7 |
| ‘An issue of debentures to which section 257 applies is declared to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 ⁵³ in relation to the Corporations Act, sections 722 and 734, ⁵⁴ subject to the following changes— | 8 9 10 11 |
| (a) the provisions apply as if a cooperative were a company; | 12 |
| (b) a reference in the provisions to a disclosure document is to be read as a reference to a disclosure statement under section 257; | 13 14 |
| (c) a reference in the provisions to securities is to be read as a reference to debentures; | 15 16 |
| (d) a reference in the provisions to ASIC is to be read as a reference to the registrar; | 17 18 |
| (e) any other changes (within the meaning of the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3) that are prescribed under a regulation. | 19 20 21 |
| <i>Note—</i> | 22 |
| See note under section 11(1).’. | 23 |
| 21 Section 259— | 24 |
| <i>omit, insert—</i> | 25 |

53 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth Corporations legislation to State matters)

54 Corporations Act, section 722 (Application money to be held on trust) and 734 (Restrictions on advertising and publicity)

SCHEDULE 3 (continued)

| | |
|---|-----------------------|
| ‘259 Application of Corporations Act—reissue of redeemed debentures | 1 2 |
| ‘Debentures issued by a cooperative to any of its members or employees are declared to be applied Corporations legislation matters for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 in relation to the Corporations Act, section 124(1)(b) or 563AAA, ⁵⁵ as if a cooperative were a company. | 3 4 5 6 7 |
| <i>Note—</i> | 8 |
| See note under section 11(1).’. | 9 |
| 22 Section 268(1)(b), ‘Corporations Law’— | 10 |
| <i>omit, insert—</i> | 11 |
| ‘Corporations Act’. | 12 |
| 23 Section 279(1) and (2)(b) and (c), ‘Corporations Law’— | 13 |
| <i>omit, insert—</i> | 14 |
| ‘Corporations Act’. | 15 |
| 24 Section 283(1)(b), ‘Corporations Law’— | 16 |
| <i>omit, insert—</i> | 17 |
| ‘Corporations Act’. | 18 |
| 25 Section 287(1) and (2)(b), ‘Corporations Law’— | 19 |
| <i>omit, insert—</i> | 20 |
| ‘Corporations Act’. | 21 |

55 Corporations Act, section 124 (Legal capacity and powers of a company) or 563AAA (Redemption of debentures)

SCHEDULE 3 (continued)

| | |
|---|----|
| 26 Section 288, ‘Corporations Law’— | 1 |
| <i>omit, insert—</i> | 2 |
| ‘Corporations Act’. | 3 |
| 27 Section 300(a), ‘Corporations Law’— | 4 |
| <i>omit, insert—</i> | 5 |
| ‘Corporations Act’. | 6 |
| 28 Section 306(2), ‘Corporations Law’— | 7 |
| <i>omit, insert—</i> | 8 |
| ‘Corporations Act’. | 9 |
| 29 Section 307(4), ‘Corporations Law’— | 10 |
| <i>omit, insert—</i> | 11 |
| ‘Corporations Act’. | 12 |
| 30 Section 307A, ‘Corporations Law’— | 13 |
| <i>omit, insert—</i> | 14 |
| ‘Corporations Act’. | 15 |
| 31 Section 308— | 16 |
| <i>omit, insert—</i> | 17 |
| ‘308 Application of Corporations Act to winding-up and deregistration | 18 |
| ‘The winding-up or deregistration of a cooperative and a deregistered | 19 |
| cooperative are declared to be applied Corporations legislation matters for | 20 |
| the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 ⁵⁶ in relation to the | 21 |

56 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth Corporations legislation to State matters)

SCHEDULE 3 (continued)

| | |
|--|----------------------|
| provisions of the Corporations Act, parts 5.4, 5.4A, 5.4B, 5.5, 5.6, 5.7 and 5A.1, ⁵⁷ subject to the following changes— | 1 2 |
| (a) a reference in the provisions to a special resolution or an extraordinary resolution is to be read as a reference to a special resolution within the meaning of this Act; | 3 4 5 |
| (b) a reference in the provisions to ASIC is to be read as a reference to the registrar; | 6 7 |
| (c) in section 513B, ⁵⁸ by inserting after paragraph (d)— | 8 |
| ‘(da)if the winding up is on the certificate of the registrar—on the date that the certificate is given; or’; | 9 10 |
| (d) in section 516, ⁵⁹ by inserting after ‘past member’, ‘together with any charges payable by him or her to the cooperative in accordance with the rules’; | 11 12 13 |
| (e) a reference in the provisions to a registered liquidator is to be read as including a reference to a person approved by the registrar as a liquidator of a cooperative; | 14 15 16 |
| (f) a reference in the provisions to the Corporations Act, part 2F.1 ⁶⁰ , is to be read as a reference to part 4, division 5 ⁶¹ of this Act; | 17 18 |
| (g) for the purposes of the application of the provisions to a winding-up on the certificate of the registrar, the winding-up is to be considered to be a voluntary winding-up (but the Corporations Act, section 490 ⁶² , does not apply); | 19 20 21 22 |
| (h) the provisions are to be read subject to sections 70 and 314 ⁶³ of this Act for the purposes of determining the liability of members | 23 24 |

57 Corporations Act, parts 5.4 (Winding up in insolvency), 5.4A (Winding up by the Court on other grounds), 5.4B (Winding up in insolvency or by the Court), 5.5 (Voluntary winding up), 5.6 (Winding up generally), 5.7 (Winding up bodies other than companies) and 5A.1 (Deregistration)

58 Corporations Act, section 513B (Voluntary winding up)

59 Corporations Act, section 516 (Company limited by shares)

60 Corporations Act, part 2F.1 (Oppressive conduct of affairs)

61 Part 4 (Membership), division 5 (Oppressive conduct of affairs)

62 Corporations Act, section 490 (When company cannot wind up voluntarily)

63 Sections 70 (Liability of members to cooperative) and 314 (Liability of member to contribute in a winding-up if shares forfeited etc.)

SCHEDULE 3 (continued)

| | |
|--|----------------------|
| and former members to contribute on a winding-up of a cooperative; | 1 2 |
| (i) any other changes (within the meaning of the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3) that are prescribed under a regulation. | 3 4 5 |
| <i>Note—</i> | 6 |
| See note under section 11(1). ⁶ | 7 |
| 32 Section 312, ‘Corporations Law’— | 8 |
| <i>omit, insert—</i> | 9 |
| ‘Corporations Act (as applied by this division)’. | 10 |
| 33 Part 12, division 4— | 11 |
| <i>omit, insert—</i> | 12 |
| <i>‘Division 4—Administration of cooperative—application of Corporations Act</i> | 13 14 |
| ‘315 Application of Corporations Act to administration of cooperative | 15 |
| ‘A cooperative is declared to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 ⁶⁴ in relation to the provisions of the Corporations Act, part 5.3A and part 5.9, division 3 ⁶⁵ subject to the following changes— | 16 17 18 19 |
| (a) the provisions are to be read as if a cooperative were a company; | 20 |

64 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth Corporations legislation to State matters)

65 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement) and part 5.9 (Miscellaneous), division 3 (Provisions applying to various kinds of external administration)

SCHEDULE 3 (continued)

| | |
|--|----------------------|
| (b) a reference in the provisions to the Corporations Act, sections 128 and 129, ⁶⁶ is to be read as a reference to sections 42, 43, 44 and 46 ⁶⁷ of this Act; | 1 2 3 |
| (c) a reference in the provisions to ASIC is to be read as a reference to the registrar; | 4 5 |
| (d) any other changes (within the meaning of the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3) that are prescribed under a regulation. | 6 7 8 |
| <i>Note—</i> | 9 |
| See note under section 11(1). ⁷ | 10 |
| 34 Section 329(1), after ‘part 5.7A’— | 11 |
| <i>insert—</i> | 12 |
| ‘as in force on 30 June 2001’. | 13 |
| 35 Section 330— | 14 |
| <i>omit, insert—</i> | 15 |
| ‘330 Application of Corporations Act for insolvent cooperatives | 16 |
| ‘A cooperative is declared to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 ⁶⁸ in relation to the provisions of the Corporations Act, part 5.7B, ⁶⁹ subject to the following changes— | 17 18 19 20 |
| (a) the provisions are to be read as if a cooperative were a company; | 21 |
| (b) a reference in the provisions to any provision of the Corporations Act, sections 286 to 290, if applied by a regulation made under | 22 23 |

66 Corporations Act, sections 128 (Entitlement to make assumptions) and 129 (Assumptions that can be made under section 128)

67 Sections 42 (Assumptions entitled to be made), 43 (Assumptions), 44 (Person who knows or ought to know can not make assumptions) and 46 (Effect of fraud)

68 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth Corporations legislation to State matters)

69 Corporations Act, part 5.7B (Recovering property or compensation for the benefit of creditors of insolvent company)

SCHEDULE 3 (continued)

| | |
|--|----------------------|
| section 232 of this Act, is to be read with any changes prescribed under the regulation; | 1 2 |
| (c) any other changes (within the meaning of the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3) that are prescribed under a regulation. | 3 4 5 |
| <i>Note—</i> | 6 |
| See note under section 11(1). ⁷ | 7 |
| 36 Section 336, heading— | 8 |
| <i>omit, insert—</i> | 9 |
| ‘336 Application of Corporations Act to person appointed’. | 10 |
| 37 Section 336(2)— | 11 |
| <i>omit, insert—</i> | 12 |
| ‘(2) A person appointed to administer a compromise or arrangement is declared to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 ⁷⁰ in relation to the Corporations Act, section 536, ⁷¹ as if— | 13 14 15 16 |
| (a) the appointment were an appointment as a liquidator of the cooperative; and | 17 18 |
| (b) a reference in the section to a liquidator were a reference to the person; and | 19 20 |
| (c) a reference in the section to ASIC were a reference to the registrar. | 21 22 |
| <i>Note—</i> | 23 |
| See note under section 11(1). ⁷ | 24 |

70 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth Corporations legislation to State matters)

71 Corporations Act, section 536 (Supervision of liquidators)

SCHEDULE 3 (continued)

| | |
|--|------------------------|
| 38 Section 344(1)(b), ‘Corporations Law’— | 1 |
| <i>omit, insert—</i> | 2 |
| ‘Corporations Act’. | 3 |
| | |
| 39 Section 351(3)— | 4 |
| <i>omit, insert—</i> | 5 |
| ‘(3) Anything paid or transferred to the registrar under subsection (2) is declared to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3 ⁷² in relation to the provisions of the Corporations Act, part 9.7, ⁷³ subject to the following changes— | 6 7 8 9 10 |
| (a) a reference in the provisions to unclaimed property is to be read as a reference to the thing paid or transferred to the registrar under subsection (2); | 11 12 13 |
| (b) a reference in the provisions to ASIC is to be read as a reference to the registrar; | 14 15 |
| (c) a reference in the provisions to the Commonwealth is to be read as a reference to Queensland; | 16 17 |
| (d) any other changes (within the meaning of the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3) that are prescribed under a regulation. | 18 19 20 |
| <i>Note—</i> | 21 |
| See note under section 11(1).’. | 22 |
| | |
| 40 Section 355, heading, ‘Corporations Law’— | 23 |
| <i>omit, insert—</i> | 24 |
| ‘Corporations Act’. | 25 |

72 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth Corporations legislation to State matters)

73 Corporations Act, part 9.7 (Unclaimed property)

SCHEDULE 3 (continued)

| | |
|---|----|
| 41 Section 355, ‘Corporations Law’ (second mention)— | 1 |
| <i>omit, insert—</i> | 2 |
| ‘Corporations Act (as applied under this Act)’. | 3 |
| 42 Section 406(3), ‘the Corporations Law, part 5.3A as adopted and’— | 4 |
| <i>omit, insert—</i> | 5 |
| ‘the Corporations Act, part 5.3A, ⁷⁴ as’. | 6 |
| 43 Section 412(2), ‘the Corporations Law, part 5.3A as adopted and’— | 8 |
| <i>omit, insert—</i> | 9 |
| ‘the Corporations Act, part 5.3A, ⁷⁵ as’. | 10 |
| 44 Section 466A, ‘, 256(6)’— | 12 |
| <i>omit.</i> | 13 |
| 45 After section 466A— | 14 |
| <i>insert—</i> | 15 |
| ‘466B Notes in text | 16 |
| ‘A note in the text of this Act is part of the Act.’. | 17 |
| 46 Schedule 2, section 16, ‘Corporations Law’— | 18 |
| <i>omit, insert—</i> | 19 |
| ‘Corporations Act’. | 20 |

74 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement)

75 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement)

SCHEDULE 3 (continued)

| | | |
|-----------|--|------------------|
| 47 | Schedule 3, section 1, definition “marketable security”— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘“marketable security” see the Corporations Act, section 9. ⁷⁶ ’. | 3 |
| 48 | Schedule 3, section 26, definition “relevant day”, paragraph (a)— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘(a) if, when the administration began, a winding-up of the cooperative was in progress—the day on which the winding-up is taken because of the Corporations Act, part 5.6, division 1A, ⁷⁷ as applying under this Act, to have begun; or’. | 6 7 8 9 |
| 49 | Schedule 3, section 27(1)(c)— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘(c) an administrator of a cooperative is appointed under the Corporations Act, part 5.3A, ⁷⁸ as applying under this Act; or’. | 12 13 |
| 50 | Schedule 3, section 28(1)(b)— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘(b) an administrator of a cooperative is appointed under the Corporations Act, part 5.3A, ⁷⁹ as applying under this Act; or’. | 16 17 |
| 51 | Schedule 3, section 31(1)(c)— | 18 |
| | <i>omit, insert—</i> | 19 |

76 Corporations Act, section 9 (Dictionary)

77 Corporations Act, part 5.6 (Winding up generally), division 1A (When winding up taken to begin)

78 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement)

79 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement)

SCHEDULE 3 (continued)

| | |
|--|----------------------|
| ‘(c) an administrator of the cooperative being appointed under the Corporations Act, part 5.3A, ⁸⁰ as applying under this Act; or’. | 1 2 |
| 52 Schedule 4, section 1, definition “administrator”— | 3 |
| <i>omit, insert—</i> | 4 |
| ‘ “administrator” , in relation to a deed of arrangement, means an administrator of the deed appointed under the Corporations Act, part 5.3A, ⁸¹ as applying under this Act.’. | 5 6 7 |
| 53 Schedule 4, section 3(1)(d), ‘Corporations Law’— | 8 |
| <i>omit, insert—</i> | 9 |
| ‘Corporations Act’. | 10 |
| 54 Schedule 4, section 24(2)(a)— | 11 |
| <i>omit, insert—</i> | 12 |
| ‘(a) first, an amount that in a winding-up is payable in priority to unsecured debts under the Corporations Act, section 556, ⁸² as applying under this Act;’. | 13 14 15 |
| 55 Schedule 4, section 24(2)(c)— | 16 |
| <i>omit, insert—</i> | 17 |
| ‘(c) subject to subsections (4) and (5), next, a debt or amount that in a winding-up is payable in priority to other unsecured debts under the Corporations Act, section 556(1)(e), (g) or (h) or 560, ⁸³ as applying under this Act.’. | 18 19 20 21 |

80 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement)

81 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement)

82 Corporations Act, section 556 (Priority payments)

83 Corporations Act, section 556 (Priority payments) or 560 (Advances for company to make priority payments in respect of employees)

SCHEDULE 3 (continued)

| | | |
|-----------|---|----------|
| 56 | Schedule 4, section 24(3), ‘the Corporations Law, part 5.6, division 6 (as adopted and’— | 1 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘the Corporations Act, part 5.6, division 6 ⁸⁴ (as’. | 4 |
| 57 | Schedule 4, section 24(7), ‘the Corporations Law, part 5.6, division 6 (as adopted and’— | 5 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘the Corporations Act, part 5.6, division 6 ⁸⁵ (as’. | 8 |
| 58 | Schedule 8, definition “deed of arrangement”, ‘the Corporations Law, part 5.3A (as adopted and’— | 9 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘the Corporations Act, part 5.3A ⁸⁶ (as’. | 12 |
| 59 | Schedule 8, definition “foreign cooperative”, paragraph (a), ‘Corporations Law’— | 13 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘Corporations Act’. | 16 |
| 60 | Schedule 8, definition “officer” (first mention), paragraph (f)(i)— | 17 |
| | <i>omit, insert—</i> | 18 |

84 Corporations Act, part 5.6 (Winding up generally), division 6 (Proof and ranking of claims)

85 Corporations Act, part 5.6 (Winding up generally), division 6 (Proof and ranking of claims)

86 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement)

SCHEDULE 3 (continued)

| | |
|---|----------------|
| (i) the Corporations Act, part 5.3A, ⁸⁷ as applying under this Act; or’. | 1 2 |
| 61 Schedule 8, definition “subsidiary”, ‘Corporations Law’— | 3 |
| <i>omit, insert—</i> | 4 |
| ‘Corporations Act’. | 5 |
| CRIME COMMISSION ACT 1997 | |
| 1 Section 12(3)(c)— | 7 |
| <i>omit.</i> | 8 |
| CRIMINAL JUSTICE ACT 1989 | |
| 1 Section 6— | 10 |
| <i>insert—</i> | 11 |
| (2) The commission is declared to be an excluded matter for the Corporations Act, section 5F, ⁸⁸ in relation to the following provisions of the Corporations Act— | 12 13 14 |
| (a) chapters 2K and 2L; | 15 |
| (b) parts 5.7, 5.7B and 5B.2. ⁸⁹ . | 16 |
| <hr/> | |
| 87 Corporations Act, part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement) | |
| 88 Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter) | |
| 89 Corporations Act, chapter 2K (Charges), chapter 2L (Debentures), part 5.7 (Winding up bodies other than companies), part 5.7B (Recovering property or compensation for the benefit of creditors of insolvent company) and part 5B.2 (Registrable bodies) | |

SCHEDULE 3 (continued)

| | | |
|----------|---|----------|
| | CROWN PROCEEDINGS ACT 1980 | 1 |
| 1 | Section 7, definition “Crown”, after ‘Act’— | 2 |
| | <i>insert—</i> | 3 |
| | ‘or incorporated or registered under the Corporations Act’. | 4 |
| 2 | Section 8(2), after ‘Act’— | 5 |
| | <i>insert—</i> | 6 |
| | ‘or incorporated or registered under the Corporations Act’. | 7 |
| | DANGEROUS GOODS SAFETY MANAGEMENT ACT 2001 | 8 9 |
| 1 | Section 176(1)(b)(ii), ‘Corporations Law’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act’. | 12 |
| | DEBITS TAX ACT 1990 | 13 |
| 1 | Schedule 2, item 2— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘2. In section 3(2), other than section 3(2)(b)(i), for ‘Australia’ there were substituted ‘Queensland’ in each case. | 16 17 |
| | 2A. For section 3(2)(b)(i), there were substituted— | 18 |
| | (i) the company was, at that time, incorporated under a | 19 |
| | Queensland Act or a company within the meaning of the | 20 |

SCHEDULE 3 (continued)

Corporations Act that was taken to be registered in 1
Queensland under that Act; or’.’ 2

DENTAL ACT 1971 3

1 Section 4, definition “company”— 4

omit, insert— 5

‘**“company”** means a company within the meaning of the Corporations 6
Act.’. 7

DENTAL PRACTITIONERS REGISTRATION ACT 2001 8

1 Section 148(4)(c)(i) and (ii), ‘Corporations Law’— 9

omit, insert— 10

‘Corporations Act’. 11

**DENTAL TECHNICIANS AND DENTAL 12
PROSTHETISTS REGISTRATION ACT 2001** 13

1 Section 130(4)(c)(i) and (ii), ‘Corporations Law’— 14

omit, insert— 15

‘Corporations Act’. 16

SCHEDULE 3 (continued)

| | | |
|----------|---|----------|
| | DISPUTE RESOLUTION CENTRES ACT 1990 | 1 |
| 1 | Section 33(2)(a), ‘Corporations Law’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| | EDUCATION (CAPITAL ASSISTANCE) ACT 1993 | 5 |
| 1 | Section 24(2), ‘Corporations Law’— | 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘Corporations Act’. | 8 |
| | ELECTORAL ACT 1992 | 9 |
| 1 | Schedule, section 287(6)(b), ‘Corporations Law’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act’. | 12 |
| | EVIDENCE ACT 1977 | 13 |
| 1 | Section 55(1), ‘of a company incorporated or’— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘or registration of a company within the meaning of the Corporations Act that is taken to be’. | 16 17 |

SCHEDULE 3 (continued)

| | | |
|----------|---|----------|
| 2 | Section 55(1)(a), ‘securities commission’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Securities and Investments Commission’. | 3 |
| 3 | Section 55(2A), (2B) and (3)(a), ‘in Queensland’— | 4 |
| | <i>omit.</i> | 5 |
| 4 | Section 73, heading, after ‘incorporation’— | 6 |
| | <i>insert—</i> | 7 |
| | ‘or registration’. | 8 |
| 5 | Section 73, ‘of a company incorporated or’— | 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘or registration of a company within the meaning of the Corporations Act that is taken to be’. | 11 12 |
| 6 | Section 73, from ‘registrar’ to ‘Territory or’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘Australian Securities and Investments Commission or the proper officer or body in that’. | 15 16 |
| | FAIR TRADING ACT 1989 | 17 |
| 1 | Section 5G, ‘Corporations Law’— | 18 |
| | <i>omit, insert—</i> | 19 |
| | ‘Corporations Act’. | 20 |

SCHEDULE 3 (continued)

| | | |
|--|---|----------|
| 2 | Section 111(3)— | 1 |
| | <i>omit.</i> | 2 |
| FINANCIAL ADMINISTRATION AND AUDIT ACT 1977 | | 3 |
| 1 | Section 69(1), ‘Corporations Law’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘Corporations Act’. | 6 |
| 2 | Section 79(4), ‘Corporations Law’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| FINANCIAL INTERMEDIARIES ACT 1996 | | 10 |
| 1 | Section 3, ‘the schedule’— | 11 |
| | <i>omit, insert—</i> | 12 |
| | ‘schedule 2’. | 13 |
| 2 | Section 67(1), definition “approved financial contracts”, paragraph (a), ‘Corporations Law’— | 14 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘Corporations Act’. | 17 |
| 3 | Part 6, after division 4— | 18 |
| | <i>insert—</i> | 19 |

SCHEDULE 3 (continued)

| | |
|---|--------------|
| <i>Division 5—Application of Corporations legislation</i> | 1 |
| 97A Definitions for div 5 | 2 |
| ‘In this division— | 3 |
| “Part 5.1 body” see the Corporations Act, section 9. | 4 |
| “Part 5.7 body” see the Corporations Act, section 9. | 5 |
| “registered Australian body” see the Corporations Act, section 9. | 6 |
| 97B Excluded matter for corporations legislation | 7 |
| ‘(1) A society is declared to be an excluded matter for the Corporations Act, section 5F, ⁹⁰ in relation to the Corporations legislation other than the Corporations Act, parts 5B.1 and 5B.2. ⁹¹ | 8 9 10 |
| ‘(2) Subsection (1) does not apply to a society that is a registered Australian body, Part 5.1 body or Part 5.7 body. | 11 12 |
| 97C Application of Corporations legislation in relation to certain matters | 13 14 |
| ‘(1) This section applies in relation to the following provisions of the Corporations Act (the “applied provisions”)— | 15 16 |
| • chapter 2K | 17 |
| • part 5.2 | 18 |
| • part 5.3A | 19 |
| • part 5.4 | 20 |
| • part 5.4A | 21 |
| • part 5.4B | 22 |
| • part 5.5 | 23 |

90 Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

91 Corporations Act, parts 5B.1 (Registering a body corporate as a company) and 5B.2 (Registrable bodies)

SCHEDULE 3 (continued)

| | |
|--|----------------------|
| • part 5.6 | 1 |
| • section 1279(1)(b) and (c) and (2) | 2 |
| • section 1282(3), (5), (6), (9), (10) and (11) | 3 |
| • section 1284 | 4 |
| • part 9.7. ⁹² | 5 |
| ‘(2) A society, other than a society that is a registered Australian body, is declared to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3, ⁹³ in relation to the applied provisions. | 6 7 8 9 |
| ‘(3) A society that is a registered Australian body is declared to be an applied Corporations legislation matter for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3, in relation to the applied provisions other than chapter 2K and part 5.2. | 10 11 12 13 |
| ‘(4) Subsections (2) and (3) apply subject to the following changes to the applied provisions— | 14 15 |
| (a) a reference to a company or corporation is to be read as a reference to a society; | 16 17 |
| (b) a reference to ASIC is to be read as a reference to the registrar; | 18 |
| (c) a reference to a special resolution is to be read as a reference to a special resolution under this Act; | 19 20 |
| (d) a reference to a chapter is to be read as a reference to the applied provisions in the chapter; | 21 22 |

92 Corporations Act, chapter 2K (Charges), part 5.2 (Receivers, and other controllers, of property of corporations), part 5.3A (Administration of a company’s affairs with a view to executing a deed of company arrangement), part 5.4 (Winding up in insolvency), part 5.4A (Winding up by the Court on other grounds), part 5.4B (Winding up in insolvency or by the Court), part 5.5 (Voluntary winding up), part 5.6 (Winding up generally), section 1279 (Application for registration as auditor or liquidator), section 1282 (Registration of liquidators), section 1284 (Security to be given by liquidators) and part 9.7 (Unclaimed property)

93 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth corporations legislation to State matters)

SCHEDULE 3 (continued)

| | | |
|----------|---|-------------|
| (e) | a reference in part 5.4, 5.4A, 5.4B, 5.5 or 5.6 to a voluntary winding up is taken to include a winding up on a certificate of the registrar; | 1 2 3 |
| (f) | the applied provisions are taken to be changed— | 4 |
| (i) | in the ways specified in schedule 1; and | 5 |
| (ii) | in the other ways applying under the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3.’. | 6 7 |
| 4 | Section 105(c), ‘Corporations Law’— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘Corporations Act’. | 10 |
| 5 | Part 8— | 11 |
| | <i>omit.</i> | 12 |
| 6 | Part 10, divisions 1 and 2— | 13 |
| | <i>omit.</i> | 14 |
| 7 | Section 182— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘182 Winding up | 17 |
| | ‘Part 6, division 5 includes provision for applying certain provisions of the Corporations Act about winding up to societies.’. | 18 19 |
| 8 | Section 183, before subsection (1)— | 20 |
| | <i>insert—</i> | 21 |
| | ‘(1A) A society may be wound up, under this section, on a certificate of the registrar.’. | 22 23 |

SCHEDULE 3 (continued)

| | |
|--|----------|
| 9 Section 184— | 1 |
| <i>omit.</i> | 2 |
| 10 Section 186(1)(b) and (2), ‘Corporations Law, part 5.5’— | 3 |
| <i>omit, insert—</i> | 4 |
| ‘applied voluntary winding up provisions’. | 5 |
| 11 Section 186— | 6 |
| <i>insert—</i> | 7 |
| ‘(3) In this section— | 8 |
| “ applied voluntary winding up provisions ” means the provisions of the Corporations Act, part 5.5, as applied under part 6, division 5.’. | 9 10 |
| 12 Section 187, ‘this Act or the Corporations Law’— | 11 |
| <i>omit, insert—</i> | 12 |
| ‘the Corporations Act or a law applied under part 6, division 5’. | 13 |
| 13 Section 217(2)(a)(i), ‘under the Corporations Law, section 572(1) as applied by part 10, division 3 of this Act’— | 14 15 |
| <i>omit, insert—</i> | 16 |
| ‘stating that the registrar has no reason to believe that the society is carrying on business’. | 17 18 |
| 14 Section 217(2)(a)(ii), ‘under the Corporations Law, section 572(3) as so applied’— | 19 20 |
| <i>omit, insert—</i> | 21 |
| ‘of the proposed deregistration of the society’. | 22 |

SCHEDULE 3 (continued)

| | | |
|-----------|---|-------------------------|
| 15 | After section 264— | 1 |
| | <i>insert—</i> | 2 |
| | <i>‘Division 3—Transitional provision for Corporations (Ancillary Provisions) Act 2001</i> | 3 |
| | | 4 |
| | ‘265 Charges | 5 |
| | ‘(1) The amendment of this Act by the <i>Corporations (Ancillary Provisions) Act 2001</i> does not affect the validity of the registration of an existing charge on the property of a society. | 6 |
| | | 7 |
| | | 8 |
| | ‘(2) In this section— | 9 |
| | “existing charge” means a charge that, immediately before the commencement of the amendments of this Act by the <i>Corporations (Ancillary Provisions) Act 2001</i> , was registered under this Act.’. | 10 |
| | | 11 |
| | | 12 |
| 16 | Schedule— | 13 |
| | <i>renumber as schedule 2.</i> | 14 |
| 17 | Before schedule 2 (as renumbered by this Act)— | 15 |
| | <i>insert—</i> | 16 |
| | ‘SCHEDULE 1 | 17 |
| | ‘CHANGES TO THE APPLIED PROVISIONS OF THE CORPORATIONS ACT | 18 |
| | | 19 |
| | | section 97C(4)(f)(i) 20 |
| 1 | Section 261(1), definition “property”— | 21 |
| | <i>omit.</i> | 22 |
| 2 | Section 261(2) and (3), ‘subsection 263(3) or’— | 23 |
| | <i>omit.</i> | 24 |

SCHEDULE 3 (continued)

| | | |
|-----------|--|----|
| 3 | Section 263(1)(a)(vii), (1)(b), (2) to (4) and (6) to (8)— | 1 |
| | <i>omit.</i> | 2 |
| 4 | Section 263(1)(a)(viii)— | 3 |
| | <i>omit, insert—</i> | 4 |
| | ‘(viii)the name of the chargee;’. | 5 |
| 5 | Section 263(1)(c), ‘, in a case to which paragraph (b) does not apply,’— | 6 |
| | <i>omit.</i> | 7 |
| | | 8 |
| 6 | Section 263(5), ‘(1)(b) or (c) or (4)(b) or (c)— | 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘(1)(c)’. | 11 |
| 7 | Section 263(5), ‘or (3)— | 12 |
| | <i>omit.</i> | 13 |
| 8 | Section 264(1)(a)(iii), ‘(otherwise than as mentioned in paragraph 263(1)(b))’— | 14 |
| | <i>omit.</i> | 15 |
| | | 16 |
| 9 | Section 265(10) and (11)— | 17 |
| | <i>omit.</i> | 18 |
| 10 | Section 265A(2), ‘265(10), (12)— | 19 |
| | <i>omit, insert—</i> | 20 |
| | ‘265(12)’. | 21 |

SCHEDULE 3 (continued)

| | |
|---|----|
| 11 Section 266(1)(e) and (2)(b)— | 1 |
| <i>omit.</i> | 2 |
| 12 Section 268(4)— | 3 |
| <i>omit.</i> | 4 |
| 13 Section 269(3)— | 5 |
| <i>omit.</i> | 6 |
| 14 Section 416, definition “officer”— | 7 |
| <i>omit.</i> | 8 |
| 15 Section 417, ‘or Part 11.2’— | 9 |
| <i>omit.</i> | 10 |
| 16 Section 420A(2), ‘section 180, 181, 182, 183 or 184’— | 11 |
| <i>omit, insert—</i> | 12 |
| ‘the <i>Financial Intermediaries Act 1996</i> , section 117’. | 13 |
| 17 Section 429(1)— | 14 |
| <i>omit, insert—</i> | 15 |
| ‘(1) In this section— | 16 |
| “ reporting officer ”, for a society, in respect of property of which a person | 17 |
| is controller, means a person who was a director or secretary of the | 18 |
| society on the control day.’. | 19 |
| 18 Section 429(2)(c)(iii)— | 20 |
| <i>omit.</i> | 21 |

SCHEDULE 3 (continued)

| | | |
|-----------|---|----|
| 19 | Section 433(3)(b), (6) and (7), ‘subsection 329(6)’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘the <i>Financial Intermediaries Act 1996</i> , section 154(1),’. | 3 |
| 20 | Section 434(1)(a), ‘or trustee for debenture holders’— | 4 |
| | <i>omit.</i> | 5 |
| 21 | Section 434(2)(a), ‘or by a trustee for debenture holders’— | 6 |
| | <i>omit.</i> | 7 |
| 22 | Section 440J— | 8 |
| | <i>omit.</i> | 9 |
| 23 | Section 442F(1), ‘Sections 128 and 129’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘The <i>Financial Intermediaries Act 1996</i> , sections 240, 241 and 242’. | 12 |
| 24 | Section 442F(1)(b), ‘section 129’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘the <i>Financial Intermediaries Act 1996</i> , section 241’. | 15 |
| 25 | Section 442F(2), ‘sections 128 and 129’— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘the <i>Financial Intermediaries Act 1996</i> , sections 240, 241 and 242’. | 18 |
| 26 | Section 459C(1)(a), ‘234,’— | 19 |
| | <i>omit.</i> | 20 |

SCHEDULE 3 (continued)

| | | |
|-----------|---|----|
| 27 | Section 461(1)(h), from ‘in a report’ to ‘ASIC Act’— | 1 |
| | <i>omit.</i> | 2 |
| 28 | Section 461(1)(j)— | 3 |
| | <i>omit.</i> | 4 |
| 29 | Section 462(2)(h) and (3)— | 5 |
| | <i>omit.</i> | 6 |
| 30 | Section 464— | 7 |
| | <i>omit.</i> | 8 |
| 31 | Section 467B, ‘233,’— | 9 |
| | <i>omit.</i> | 10 |
| 32 | Section 482(1A)(b)— | 11 |
| | <i>omit.</i> | 12 |
| 33 | Section 486A(3)— | 13 |
| | <i>omit.</i> | 14 |
| 34 | Section 511(1A)— | 15 |
| | <i>omit.</i> | 16 |
| 35 | Section 513A, ‘233,’— | 17 |
| | <i>omit.</i> | 18 |

SCHEDULE 3 (continued)

| | | |
|-----------|---|----------------------|
| 36 | Section 513D(a), ‘233,’— | 1 |
| | <i>omit.</i> | 2 |
| 37 | Section 527, ‘according to the law of the Capital Territory’— | 3 |
| | <i>omit.</i> | 4 |
| 38 | Section 533(1)(d)— | 5 |
| | <i>omit.</i> | 6 |
| 39 | Section 539(4)(b)— | 7 |
| | <i>omit.</i> | 8 |
| 40 | Section 553(2)— | 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘(2) If, under the <i>Financial Intermediaries Act 1996</i> , section 201, the whole or a part of the expenses of and incidental to an investigation are payable by a society, the amount payable is admissible to proof against the society.’. | 11 12 13 14 |
| 41 | Section 553E, ‘and to section 279’— | 15 |
| | <i>omit.</i> | 16 |
| 42 | Section 556(1)(dc), ‘appointed in accordance with Part 2M.4’— | 17 |
| | <i>omit, insert—</i> | 18 |
| | ‘for the society’. | 19 |
| 43 | Section 566, ‘before 23 June 1993 and’— | 20 |
| | <i>omit.</i> | 21 |

SCHEDULE 3 (continued)

| | | |
|-----------|--|---|
| 44 | Section 567(1), (2) and (5)(a), ‘before 23 June 1993 and’— | 1 |
| | <i>omit.</i> | 2 |
| 45 | Part 5.6, division 9— | 3 |
| | <i>omit.’.</i> | 4 |
| 18 | Schedule 2 (as renumbered by this Act), definitions “accounting standard”, “affairs of a society” and “registered company auditor”, ‘Corporations Law’— | 5 |
| | | 6 |
| | | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |

FIRE AND RESCUE AUTHORITY ACT 1990 10

| | | |
|----------|---|----|
| 1 | Section 8C(2)— | 11 |
| | <i>omit, insert—</i> | 12 |
| | ‘(2) Without limiting subsection (1), the authority has all the privileges and immunities of the State.’. | 13 |
| | | 14 |

FOOD PRODUCTION (SAFETY) ACT 2000 15

| | | |
|----------|---|----|
| 1 | Section 13(4)— | 16 |
| | <i>omit.</i> | 17 |
| 2 | Section 19(2)(d), ‘Corporations Law, section 229’— | 18 |
| | <i>omit, insert—</i> | 19 |

SCHEDULE 3 (continued)

| | |
|---|--------------|
| ‘Corporations Act, part 2D.6’. | 1 |
| 3 Section 19(2)(e), ‘Corporations Law, section 243.’— | 2 |
| <i>omit, insert—</i> | 3 |
| ‘Corporations Act, section 1274AA. ⁹⁴ ’. | 4 |
| | |
| FOREIGN OWNERSHIP OF LAND REGISTER ACT 1988 | 5 |
| | |
| 1 Section 4, definition “last accounting date”, paragraph (a)— | 6 |
| <i>omit, insert—</i> | 7 |
| ‘(a) for a corporation—the last day of the most recent financial year for which the corporation reported, or was required to report, to its members under the Corporations Act, section 314; ⁹⁵ ’. | 8 9 10 |
| | |
| 2 Section 42(3)— | 11 |
| <i>omit, insert—</i> | 12 |
| ‘(3) In this section— | 13 |
| “registered office”, of a corporation, means— | 14 |
| (a) its registered office under the Corporations Act; or | 15 |
| (b) if paragraph (a) does not apply— | 16 |
| (i) its principal place of business in the State; or | 17 |
| (ii) if subparagraph (i) does not apply, its principal place of business in Australia.’. | 18 19 |

94 Corporations Act, part 2D.6 (Disqualification from managing corporations) and section 1274AA (Register of disqualified company directors and other officers)

95 Corporations Act, section 314 (Annual financial reporting to members)

SCHEDULE 3 (continued)

| | | |
|----------|---|----|
| | FREEDOM OF INFORMATION ACT 1992 | 1 |
| 1 | Section 11(1)(n), ‘Corporations Law’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| | FUEL SUBSIDY ACT 1997 | 5 |
| 1 | Section 42(2)(e) and (f)— | 6 |
| | <i>omit, insert—</i> | 7 |
| | (e) whether the person is an externally administered body corporate; | 8 |
| | (f) if the applicant is a corporation—whether a related body | 9 |
| | corporate of the applicant, or an executive officer of the applicant | 10 |
| | or a related body corporate of the applicant, is a person | 11 |
| | mentioned in paragraphs (a) to (c);’. | 12 |
| 2 | Schedule 2— | 13 |
| | <i>insert—</i> | 14 |
| | ‘ “externally administered body corporate” see the Corporations Act, | 15 |
| | section 9. | 16 |
| | “related body corporate” see the Corporations Act, section 9.’. | 17 |

SCHEDULE 3 (continued)

FUNERAL BENEFIT BUSINESS ACT 1982

- | | |
|---|-------------|
| | 1 |
| 1 Sections 5, definitions “authorised accountant” and “corporation”, 17(2), 29(1)(d), 41(1A), 56(20), 59(3), 60(3) and 63(2) and (3)(a), ‘Corporations Law’— | 2 3 4 |
| <i>omit, insert—</i> | 5 |
| ‘Corporations Act’. | 6 |
| 2 Section 52(17) to (17C)— | 7 |
| <i>omit.</i> | 8 |
| 3 Section 56(12) to (12C)— | 9 |
| <i>omit.</i> | 10 |

GAMING MACHINE ACT 1991

- | | |
|--|----------|
| | 11 |
| 1 Section 2, definition “approved accountant”, paragraph (c)(ii), ‘Corporations Law, section 1280(2)(a)(ii)’— | 12 13 |
| <i>omit, insert—</i> | 14 |
| ‘Corporations Act, section 1280(2)(a)(ii)’. | 15 |
| 2 Section 2, definition “body corporate”, paragraph (a), ‘Corporations Law’— | 16 17 |
| <i>omit, insert—</i> | 18 |
| ‘Corporations Act’. | 19 |

SCHEDULE 3 (continued)

| | | |
|----------|---|----|
| 3 | Section 2, definition “control action”, ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 4 | Section 2, definition “registered company auditor”, ‘Corporations Law, chapter 9, part 9.2’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘Corporations Act, part 9.2’. | 6 |
| 5 | Section 2— | 8 |
| | <i>insert—</i> | 9 |
| | ‘ “substantial holding” , in a body corporate, see the Corporations Act, section 9.’. | 10 |
| | | 11 |
| 6 | Section 6, ‘Corporations Law’— | 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘Corporations Act’. | 14 |
| 7 | Section 6, ‘the Law’— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘that Act’. | 17 |
| 8 | Section 66(3)(b)(iii), ‘Corporations Law’— | 18 |
| | <i>omit, insert—</i> | 19 |
| | ‘Corporations Act’. | 20 |

SCHEDULE 3 (continued)

| | | |
|-----------|---|----|
| 9 | Section 92(4)(d), ‘who are substantial shareholders of the body corporate under of the Corporations Law, section 708’— | 1 |
| | | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘who have a substantial holding in the body corporate’. | 4 |
| 10 | Section 97(1)(b)(iii), ‘Corporations Law’— | 5 |
| | <i>omit, insert—</i> | 6 |
| | ‘Corporations Act’. | 7 |
| 11 | Section 106(3), ‘Corporations Law’— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘Corporations Act’. | 10 |
| 12 | Section 139(1)(e), ‘Corporations Law’— | 11 |
| | <i>omit, insert—</i> | 12 |
| | ‘Corporations Act’. | 13 |
| 13 | Section 147(6), ‘Corporations Law’— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘Corporations Act’. | 16 |
| 14 | Section 153(2)(c), ‘Corporations Law’— | 17 |
| | <i>omit, insert—</i> | 18 |
| | ‘Corporations Act’. | 19 |
| 15 | Section 182(4)(c), ‘who are substantial shareholders of the responsible body under the Corporations Law, section 708’— | 20 |
| | | 21 |
| | <i>omit, insert—</i> | 22 |
| | ‘who have a substantial holding in the responsible body’. | 23 |

SCHEDULE 3 (continued)

| | | |
|-----------|---|----|
| 16 | Section 199(3)(b)(iii), ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 17 | Section 210(4)(d), ‘who are substantial shareholders of the body corporate under the Corporations Law, section 708’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘who have a substantial holding in the body corporate’. | 6 |
| 18 | Section 219(1)(b)(iv), ‘Corporations Law’— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘Corporations Act’. | 10 |
| 19 | Section 324(4), ‘Corporations Law’— | 11 |
| | <i>omit, insert—</i> | 12 |
| | ‘Corporations Act’. | 13 |
| | GAS ACT 1965 | 14 |
| 1 | Section 33(c)— | 15 |
| | <i>omit.</i> | 16 |
| 2 | Section 33(d)— | 17 |
| | <i>renumber</i> as section 33(c). | 18 |

SCHEDULE 3 (continued)

| | | |
|----------|--|--------------|
| 3 | Schedule 1, sections 3(a) and 4, after ‘terms of its’— | 1 |
| | <i>insert—</i> | 2 |
| | ‘constitution or’. | 3 |
| 4 | Schedule 1, section 6, after ‘and with the’— | 4 |
| | <i>insert—</i> | 5 |
| | ‘constitution or’. | 6 |
| | GOVERNMENT OWNED CORPORATIONS ACT 1993 | 7 |
| 1 | Section 3, definition “government company”, ‘Corporations Law’— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘Corporations Act’. | 10 |
| | | 11 |
| 2 | Section 3, definition “subsidiary”, ‘Corporations Law’— | 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘Corporations Act’. | 14 |
| 3 | Section 6(a), ‘Corporations Law’— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘Corporations Act’. | 17 |
| 4 | Section 7(2), (3), (5), (6) and (7), ‘Corporations Law’— | 18 |
| | <i>omit, insert—</i> | 19 |
| | ‘Corporations Act’. | 20 |

SCHEDULE 3 (continued)

| | | |
|-----------|--|----|
| 5 | Section 32(5), ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 6 | Section 53(2)(a), ‘Corporations Law’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘Corporations Act’. | 6 |
| 7 | Section 54A(4), ‘Corporations Law’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| 8 | Section 60 (heading), ‘Corporations Law’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act’. | 12 |
| 9 | Section 60(1), ‘Corporations Law and become registered under part 2.2, division 3 of the Corporations Law’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘Corporations Act and become registered under chapter 2A of that Act’. | 15 |
| | | 16 |
| 10 | Section 60(2), ‘part 2.2, division 3 of the Corporations Law’— | 17 |
| | <i>omit, insert—</i> | 18 |
| | ‘the Corporations Act, chapter 2A’. | 19 |
| 11 | Section 62(3)(a), ‘Corporations Law’— | 20 |
| | <i>omit, insert—</i> | 21 |
| | ‘Corporations Act’. | 22 |

SCHEDULE 3 (continued)

| | |
|---|----|
| 12 Section 62E(3), ‘Corporations Law’— | 1 |
| <i>omit, insert—</i> | 2 |
| ‘Corporations Act’. | 3 |
| 13 Section 62F(3), ‘Corporations Law’— | 4 |
| <i>omit, insert—</i> | 5 |
| ‘Corporations Act’. | 6 |
| 14 Section 65(1), ‘Corporations Law’— | 7 |
| <i>omit, insert—</i> | 8 |
| ‘Corporations Act’. | 9 |
| 15 Section 66, ‘Corporations Law’— | 10 |
| <i>omit, insert—</i> | 11 |
| ‘Corporations Act’. | 12 |
| 16 Chapter 3, part 2, heading, ‘CORPORATIONS LAW’— | 13 |
| <i>omit, insert—</i> | 14 |
| ‘CORPORATIONS ACT’. | 15 |
| 17 Section 67, ‘Corporations Law’— | 16 |
| <i>omit, insert—</i> | 17 |
| ‘Corporations Act’. | 18 |
| 18 Section 68— | 19 |
| <i>omit.</i> | 20 |

SCHEDULE 3 (continued)

| | | |
|-----------|---|----|
| 19 | Section 81(2) and (4), ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 20 | Section 81(4), ‘that law’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘that Act’. | 6 |
| 21 | Section 85(4), ‘Corporations Law’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| 22 | Section 96(3)(b), ‘Corporations Law’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act’. | 12 |
| 23 | Section 96A(2), ‘Corporations Law’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘Corporations Act’. | 15 |
| 24 | Section 96B(4)(b), ‘Corporations Law’— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘Corporations Act’. | 18 |
| 25 | Section 102(2), ‘Corporations Law’— | 19 |
| | <i>omit, insert—</i> | 20 |
| | ‘Corporations Act’. | 21 |

SCHEDULE 3 (continued)

| | | |
|-----------|--|----|
| 26 | Section 131(3) and (4), ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 27 | Section 133(2), ‘Corporations Law’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘Corporations Act’. | 6 |
| 28 | Section 145, ‘Corporations Law’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| 29 | Section 146, ‘Corporations Law’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act’. | 12 |
| 30 | Section 147(8), ‘Corporations Law’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘Corporations Act’. | 15 |
| 31 | Section 152(1), ‘Corporations Law’— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘Corporations Act’. | 18 |
| 32 | Section 153(2), ‘Corporations Law’— | 19 |
| | <i>omit, insert—</i> | 20 |
| | ‘Corporations Act’. | 21 |

SCHEDULE 3 (continued)

| | | |
|-----------|---|----|
| 33 | Section 153A(3), definition “subsidiary”, ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 34 | Section 159(6), ‘Corporations Law’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘Corporations Act’. | 6 |
| 35 | Section 163C, ‘Corporations Law’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| 36 | Section 168(2), ‘Corporations Law’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act’. | 12 |
| 37 | Schedule 1, section 11(3)(b), ‘Corporations Law, section 229’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘Corporations Act, part 2D.6’. | 15 |
| 38 | Schedule 3, section 46F(1), ‘Corporations Law’— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘Corporations Act’. | 18 |
| 39 | Schedule 3, section 46J(3)(b), ‘Corporations Law’— | 19 |
| | <i>omit, insert—</i> | 20 |
| | ‘Corporations Act’. | 21 |

SCHEDULE 3 (continued)

| | | |
|-----------|--|-----------|
| 40 | Schedule 3, section 79(4), ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 41 | Schedule 4, section 66, ‘Corporations Law’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘Corporations Act’. | 6 |
| 42 | Schedule 4, chapter 3, part 2, heading, ‘CORPORATIONS LAW’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘CORPORATIONS ACT’. | 9 |
| | | 10 |
| 43 | Schedule 4, section 81(2) and (4), ‘Corporations Law’— | 11 |
| | <i>omit, insert—</i> | 12 |
| | ‘Corporations Act’. | 13 |
| 44 | Schedule 4, section 81(4), ‘that law’— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘that Act’. | 16 |
| 45 | Schedule 4, section 96(3)(b), ‘Corporations Law’— | 17 |
| | <i>omit, insert—</i> | 18 |
| | ‘Corporations Act’. | 19 |
| 46 | Schedule 4, section 96A(2), ‘Corporations Law’— | 20 |
| | <i>omit, insert—</i> | 21 |
| | ‘Corporations Act’. | 22 |

SCHEDULE 3 (continued)

| | | |
|-----------|--|----|
| 47 | Schedule 4, section 102(2), ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 48 | Schedule 4, section 131(3) and (4), ‘Corporations Law’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘Corporations Act’. | 6 |
| 49 | Schedule 4, section 133(2), ‘Corporations Law’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| 50 | Schedule 4, section 146 (heading), ‘Corporations Law’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act’. | 12 |
| 51 | Schedule 4, section 152(1), ‘Corporations Law’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘Corporations Act’. | 15 |
| 52 | Schedule 4, section 153(2), ‘Corporations Law’— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘Corporations Act’. | 18 |

SCHEDULE 3 (continued)

| | |
|--|----------|
| GUARDIANSHIP AND ADMINISTRATION ACT 2000 | 1 |
| 1 Schedule 4, definition “insolvent”, ‘Corporations Law’— | 2 |
| <i>omit, insert—</i> | 3 |
| ‘Corporations Act’. | 4 |
| | |
| INDUSTRIAL RELATIONS ACT 1999 | 5 |
| | |
| 1 Section 71(10), definition “subsidiary”— | 6 |
| <i>omit, insert—</i> | 7 |
| ‘“subsidiary” has the meaning given by the Corporations Act.’. | 8 |
| | |
| 2 Sections 410(1)(a), 558(3), 591(1)(a), 635(4) and 726(1)(a), ‘Corporations Law’— | 9 10 |
| <i>omit, insert—</i> | 11 |
| ‘Corporations Act’. | 12 |
| | |
| 3 Section 417(2), definition “rules”, ‘and memorandum and articles of association’— | 13 14 |
| <i>omit.</i> | 15 |
| | |
| INTEGRATED RESORT DEVELOPMENT ACT 1987 | 16 |
| | |
| 1 Section 102(4) and 139(5), ‘Corporations Law’— | 17 |
| <i>omit, insert—</i> | 18 |
| ‘Corporations Act’. | 19 |

SCHEDULE 3 (continued)

| | |
|--|--------|
| INTERACTIVE GAMBLING (PLAYER PROTECTION) ACT 1998 | 1 2 |
| 1 Section 44(1)(i) and (4), ‘Corporations Law’— | 3 |
| <i>omit, insert—</i> | 4 |
| ‘Corporations Act’. | 5 |
| 2 Section 44(4), ‘the Law’— | 6 |
| <i>omit, insert—</i> | 7 |
| ‘that Act’. | 8 |
| 3 Section 52(4), ‘Corporations Law’— | 9 |
| <i>omit, insert—</i> | 10 |
| ‘Corporations Act’. | 11 |
| 4 Section 53(6), ‘Corporations Law’— | 12 |
| <i>omit, insert—</i> | 13 |
| ‘Corporations Act’. | 14 |
| 5 Section 261B(9), ‘Corporations Law’— | 15 |
| <i>omit, insert—</i> | 16 |
| ‘Corporations Act’. | 17 |
| 6 Section 263(6), ‘Corporations Law’— | 18 |
| <i>omit, insert—</i> | 19 |
| ‘Corporations Act’. | 20 |

SCHEDULE 3 (continued)

| | | |
|----------|---|----|
| | KENO ACT 1996 | 1 |
| 1 | Section 24(1)(k), ‘Corporations Law’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| 2 | Section 33(5), ‘Corporations Law’— | 5 |
| | <i>omit, insert—</i> | 6 |
| | ‘Corporations Act’. | 7 |
| 3 | Schedule 4, definition “registered company auditor”, | 8 |
| | ‘Corporations Law, chapter 9, part 9.2’— | 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘Corporations Act, part 9.2’. | 11 |
| | LAND ACT 1994 | 12 |
| 1 | Section 506C(3)— | 13 |
| | <i>omit.</i> | 14 |
| | LAND SALES ACT 1984 | 15 |
| 1 | Section 20(2), ‘Corporations Law’— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘Corporations Act’. | 18 |

SCHEDULE 3 (continued)

| | | |
|----------|--|----|
| | LAND TAX ACT 1915 | 1 |
| 1 | Section 3, definition “proprietary company”— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘“proprietary company” see the Corporations Act, section 9.’ | 4 |
| | LANG PARK TRUST ACT 1994 | 5 |
| 1 | Section 7— | 6 |
| | <i>omit.</i> | 7 |
| | LEGAL AID QUEENSLAND ACT 1997 | 8 |
| 1 | Section 42(3)(c)— | 9 |
| | <i>omit.</i> | 10 |
| 2 | Section 51(2)(f), ‘Corporations Law’— | 11 |
| | <i>omit, insert—</i> | 12 |
| | ‘Corporations Act’. | 13 |

SCHEDULE 3 (continued)

| | | |
|----------|--|----------------|
| | LIBRARIES AND ARCHIVES ACT 1988 | 1 |
| 1 | Section 9, ‘Corporations Law, section 229’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act, Part 2D.6’. | 4 |
| | LIENS ON CROPS OF SUGAR CANE ACT 1931 | 5 |
| 1 | Section 7I(5)(b)— | 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘(b) the Corporations Act;’. | 8 |
| | LOCAL GOVERNMENT (ABORIGINAL LANDS) ACT 1978 | 9 10 |
| 1 | Insertion of new section 45A— | 11 |
| | After section 45— | 12 |
| | <i>insert—</i> | 13 |
| | ‘45A Excluded matter for Corporations legislation | 14 |
| | ‘The law council is declared to be an excluded matter for the Corporations Act, section 5F, ⁹⁶ in relation to the following provisions of the Corporations Act— | 15 16 17 |

⁹⁶ Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

SCHEDULE 3 (continued)

| | |
|--|----------|
| (a) chapters 2K and 2L; | 1 |
| (b) parts 5.7, 5.7B and 5B.2. ⁹⁷ . | 2 |
| | |
| LOCAL GOVERNMENT ACT 1993 | 3 |
| | |
| 1 Sections 3, definition “company limited by shares”, 631(1), 633(1), 635 and 716(1), ‘Corporations Law’— | 4 5 |
| <i>omit, insert—</i> | 6 |
| ‘Corporations Act’. | 7 |
| | |
| 2 Section 417(b), from ‘a corporation’— | 8 |
| <i>omit, insert—</i> | 9 |
| ‘a body corporate is decided to be related to another body corporate under the Corporations Act.’. | 10 11 |
| | |
| 3 Chapter 8, part 7, division 3, subdivision 2, heading— | 12 |
| <i>omit, insert—</i> | 13 |
| ‘ <i>Subdivision 2—Application of Corporations Act</i> ’. | 14 |
| | |
| 4 Sections 636, 699(12) and 733(5)— | 15 |
| <i>omit.</i> | 16 |

97 Corporations Act, chapter 2K (Charges), chapter 2L (Debentures), part 5.7 (Winding up bodies other than companies), part 5.7B (Recovering property or compensation for the benefit of creditors of insolvent company) and part 5B.2 (Registrable bodies)

SCHEDULE 3 (continued)

| | | |
|---------------------------|---|----|
| 5 | Section 744(2), from ‘Corporations Law,’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act, because of section 201B of that Act.’ | 3 |
| LOTTERIES ACT 1997 | | 4 |
| 1 | Section 24(1)(i) and (4), ‘Corporations Law’— | 5 |
| | <i>omit, insert—</i> | 6 |
| | ‘Corporations Act’. | 7 |
| 2 | Section 24(4), ‘the Law’— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘that Act’. | 10 |
| 3 | Section 33(6), ‘Corporations Law’— | 11 |
| | <i>omit, insert—</i> | 12 |
| | ‘Corporations Act’. | 13 |
| 4 | Section 79(5), definition “small business”, paragraph (a), | 14 |
| | ‘Corporations Law’— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘Corporations Act’. | 17 |
| 5 | Schedule 3, definition “registered company auditor”, | 18 |
| | ‘Corporations Law, chapter 9, part 9.2’— | 19 |
| | <i>omit, insert—</i> | 20 |
| | ‘Corporations Act, part 9.2’. | 21 |

SCHEDULE 3 (continued)

| | | |
|----------|--|----------|
| | MAGISTRATES COURTS ACT 1921 | 1 |
| 1 | Section 10, ‘whether they are constituted under the laws of Queensland or not’— | 2 3 |
| | <i>omit.</i> | 4 |
| | MEAT INDUSTRY ACT 1993 | 5 |
| 1 | Section 135(3)— | 6 |
| | <i>omit.</i> | 7 |
| | MEDICAL ACT 1939 | 8 |
| 1 | Section 4, definition “company”— | 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘ “ company ” means a company within the meaning of the Corporations Act.’. | 11 12 |
| | MEDICAL PRACTITIONERS REGISTRATION ACT 2001 | 13 14 |
| 1 | Section 166(4)(c)(i) and (ii), ‘Corporations Law’— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘Corporations Act’. | 17 |

SCHEDULE 3 (continued)

| | |
|--|----------|
| MEDICAL RADIATION TECHNOLOGISTS REGISTRATION ACT 2001 | 1 2 |
| 1 Section 141(4)(c)(i) and (ii), ‘Corporations Law’— | 3 |
| <i>omit, insert—</i> | 4 |
| ‘Corporations Act’. | 5 |
| MINERAL RESOURCES ACT 1989 | 6 |
| 1 Section 158(5)(a) and 205(5)(a), ‘a registrable charge under the Corporations Law’— | 7 8 |
| <i>omit, insert—</i> | 9 |
| ‘a charge that, under the Corporations Act, part 2K.1, is required to be registered’. | 10 11 |
| 2 Schedule, definitions “company” and “officer”, ‘Corporations Law’— | 12 13 |
| <i>omit, insert—</i> | 14 |
| ‘Corporations Act’. | 15 |
| 3 Schedule, definition “company”, paragraph (b)— | 16 |
| <i>omit.</i> | 17 |
| 4 Schedule, definition “company”, paragraph (c)— | 18 |
| <i>renumber</i> as paragraph (b). | 19 |

SCHEDULE 3 (continued)

| | | |
|----------|---|----|
| | MIXED USE DEVELOPMENT ACT 1993 | 1 |
| 1 | Sections 167(8) and 168(8), ‘Corporations Law’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| | MOTOR ACCIDENT INSURANCE ACT 1994 | 5 |
| 1 | Section 4, definitions “officer” and “related body corporate”, | 6 |
| | ‘Corporations Law’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| | MOTOR VEHICLES SECURITIES ACT 1986 | 10 |
| 1 | Section 12(2), ‘Corporations Law, part 3.5’— | 11 |
| | <i>omit, insert—</i> | 12 |
| | ‘Corporations Act, chapter 2K ⁹⁸ ’. | 13 |
| 2 | Section 27(1)(c) and (2), ‘Corporations Law’— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘Corporations Act’. | 16 |

98 Corporations Act, chapter 2K (Charges)

SCHEDULE 3 (continued)

| | |
|---|----------|
| NATIONAL RAIL CORPORATION (AGREEMENT) ACT 1991 | 1 2 |
| 1 Section 7(4A), ‘Corporations Law’— | 3 |
| <i>omit, insert—</i> | 4 |
| ‘Corporations Act’. | 5 |
| | |
| OCCUPATIONAL THERAPISTS REGISTRATION ACT 2001 | 6 7 |
| 1 Section 126(4)(c)(i) and (ii), ‘Corporations Law’— | 8 |
| <i>omit, insert—</i> | 9 |
| ‘Corporations Act’. | 10 |
| | |
| OFFSHORE MINERALS ACT 1998 | 11 |
| | |
| 1 Section 37(2)— | 12 |
| <i>insert—</i> | 13 |
| ‘(c) a company that, under the Corporations Act, is taken to be registered other than in Queensland.’. | 14 15 |

SCHEDULE 3 (continued)

| | | |
|----------|--|----------------------|
| | OPTOMETRISTS REGISTRATION ACT 2001 | 1 |
| 1 | Section 126(4)(c)(i) and (ii), ‘Corporations Law’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| | OSTEOPATHS REGISTRATION ACT 2001 | 5 |
| 1 | Section 126(4)(c)(i) and (ii), ‘Corporations Law’— | 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘Corporations Act’. | 8 |
| | PARLIAMENTARY CONTRIBUTORY SUPERANNUATION ACT 1970 | 9 10 |
| 1 | After section 7— | 11 |
| | <i>insert—</i> | 12 |
| | ‘7A Excluded matter for Corporations legislation | 13 |
| | ‘The body corporate under the name ‘the Trustees of the Parliamentary Contributory Superannuation Fund’ is declared to be an excluded matter for the Corporations Act, section 5F, ⁹⁹ in relation to the following provisions of the Corporations Act— | 14 15 16 17 |
| | (a) parts 2D.1 and 2D.6; | 18 |

⁹⁹ Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

SCHEDULE 3 (continued)

| | |
|--|--------|
| (b) chapters 2K and 2L; | 1 |
| (c) parts 5.7, 5.7B, 5.9 and 5B.2. ¹⁰⁰ . | 2 |
| PAY-ROLL TAX ACT 1971 | |
| 1 Sections 3, definitions “corporation” and “voting share”, 16B and 16D(4), ‘Corporations Law’— | 4 5 |
| <i>omit, insert—</i> | 6 |
| ‘Corporations Act’. | 7 |
| 2 Section 16H(1), from ‘corporation that,’ to ‘related to’— | 8 |
| <i>omit, insert—</i> | 9 |
| ‘related corporation to’. | 10 |
| 3 Section 16H— | 11 |
| <i>insert—</i> | 12 |
| ‘(5) In this section— | 13 |
| “related corporation”, of a corporation, means a corporation that, under | 14 |
| the former Corporations Law or the Corporations Act, is a related | 15 |
| body corporate of the other corporation.’. | 16 |

100 Corporations Act, parts 2D.1 (Duties and powers), 2D.6 (Disqualification from managing corporations), chapter 2K (Charges), chapter 2L (Debentures), part 5.7 (Winding up bodies other than companies), part 5.7B (Recovering property or compensation for the benefit of creditors of insolvent company), 5.9 (Miscellaneous) and part 5B.2 (Registrable bodies)

SCHEDULE 3 (continued)

| | | |
|----------|--|----------|
| 4 | Section 25(6), ‘Corporations Law, section 556(a)’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act, section 556(1)(a) ¹⁰¹ ’. | 3 |
| 5 | Section 47(3)(b)— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘(b) the Corporations Act, section 109X or 601CX. ¹⁰² ’. | 6 |
| | PETROLEUM ACT 1923 | 7 |
| 1 | Section 2, definition “related corporation”— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘ “related corporation” , of a corporation, means another corporation that, under the Corporations Act, section 50, is related to the corporation.’. | 10 11 |
| 2 | Section 146(6), ‘Corporations Law’— | 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘Corporations Act’. | 14 |

101 Corporations Act, section 556 (Priority payments)

102 Corporations Act, sections 109X (Service of documents) and 601CX (Service of documents on registered body)

SCHEDULE 3 (continued)

PETROLEUM (SUBMERGED LANDS) ACT 1982 1**1 Section 92(5)(a), ‘related corporations within the meaning of the Companies Act 1961’—** 2
3*omit, insert—* 4‘corporations, that, under the Corporations Act, section 50, are related to each other’. 5
6**2 Section 138, ‘shall be served’—** 7*omit, insert—* 8

‘may be served’. 9

PHARMACISTS REGISTRATION ACT 2001 10**1 Section 130(3)(c)(i) and (ii), ‘Corporations Law’—** 11*omit, insert—* 12

‘Corporations Act’. 13

PHARMACY ACT 1976 14**1 Section 5, definition “friendly society”, paragraph (b)(i), ‘Corporations Law’—** 15
16*omit, insert—* 17

‘Corporations Act’. 18

SCHEDULE 3 (continued)

| | | |
|----------|--|----|
| | PHYSIOTHERAPISTS REGISTRATION ACT 2001 | 1 |
| 1 | Section 126(4)(c)(i) and (ii), ‘Corporations Law’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| | PLANT PROTECTION ACT 1989 | 5 |
| 1 | Section 21E(2), ‘Corporations Law’— | 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘Corporations Act’. | 8 |
| | PODIATRISTS REGISTRATION ACT 2001 | 9 |
| 1 | Section 126(4)(c)(i) and (ii), ‘Corporations Law’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act’. | 12 |
| | POWERS OF ATTORNEY ACT 1998 | 13 |
| 1 | Schedule 3, definition “insolvent”, ‘Corporations Law’— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘Corporations Act’. | 16 |

SCHEDULE 3 (continued)

| | | |
|----------|---|----|
| | PRIMARY INDUSTRY BODIES REFORM ACT 1999 | 1 |
| 1 | Section 11(3)(b), ‘laws concerning the incorporation of, and laws that apply to,’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | <i>omit, insert—</i> | 4 |
| | ‘laws of the State that apply to’. | 5 |
| 2 | Section 48(2), example, ‘Examples’— | 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘Example’. | 8 |
| 3 | Sections 48(2) and 95(1), example, first dot point— | 9 |
| | <i>omit.</i> | 10 |
| 4 | Section 48(3)— | 11 |
| | <i>omit.</i> | 12 |
| 5 | Section 48(4) and (5)— | 13 |
| | <i>renumber</i> as section 48(3) and (4). | 14 |
| 6 | Sections 54(2), 80(1), 86(5) and 95(1), after ‘with registration functions’— | 15 |
| | <i>insert—</i> | 16 |
| | <i>insert—</i> | 17 |
| | ‘under a law of the State’. | 18 |

SCHEDULE 3 (continued)

| | | |
|----------|---|-------------|
| 7 | Sections 54(3)(c), 81, 87(a)(ii) and (b) and 96 and schedule, definitions “company limited by guarantee”, “constitution” and “public company”, ‘Corporations Law’— | 1 2 3 |
| | <i>omit, insert—</i> | 4 |
| | ‘Corporations Act’. | 5 |
| 8 | Section 64(2)(d), ‘Corporations Law, section 229’— | 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘Corporations Act, part 2D.6’. | 8 |
| 9 | Section 64(2)(e), ‘Corporations Law, section 243’— | 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘Corporations Act, section 1274AA ¹⁰³ ’. | 11 |
| | PRIVATE HEALTH FACILITIES ACT 1999 | 12 |
| 1 | Section 80(1)(c) and (4), ‘Corporations Law’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘Corporations Act’. | 15 |
| 2 | Section 80(4), ‘the law’— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘that Act’. | 18 |

103 Corporations Act, part 2D.6 (Disqualification from managing corporations) and section 1274AA (Register of disqualified company directors and other officers)

SCHEDULE 3 (continued)

| | | |
|----------|--|--------------------|
| 3 | Schedule 3, definition “subsidiary”, ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| | PROPERTY AGENTS AND MOTOR DEALERS ACT 2000 | 4 5 |
| 1 | Sections 28(1)(f)(v), 37(a)(i), 86(1)(i), 261(3), definition “related body corporate” and 391, definition “qualified auditor”, paragraph (a), ‘Corporations Law’— | 6 7 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘Corporations Act ¹⁰⁴ ’. | 10 |
| 2 | Section 391, definition “qualified auditor”, paragraph (c), ‘Corporations Law’— | 11 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘Corporations Act’. | 14 |
| | PROPERTY LAW ACT 1974 | 15 |
| 1 | Section 226(7), from ‘, constituted’— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘— | 18 |
| | (a) incorporated under the <i>Associations Incorporation Act 1981</i> ; or | 19 |

104 See Corporations Act, section 1274AA (Register of disqualified company directors and other officers).

SCHEDULE 3 (continued)

| | |
|--|---------------|
| (b) incorporated or registered under the Corporations Act; or | 1 |
| (c) constituted under any other Act’. | 2 |
| 2 Section 226(8), ‘constituted under the Corporations Law’— | 3 |
| <i>omit, insert—</i> | 4 |
| ‘incorporated or registered under the Corporations Act’. | 5 |
| 3 Section 226(8), before ‘Commission’— | 6 |
| <i>insert—</i> | 7 |
| ‘and Investments’. | 8 |
| 4 Section 227(5)(b), ‘Corporations Law’— | 9 |
| <i>omit, insert—</i> | 10 |
| ‘Corporations Act’. | 11 |
| PSYCHOLOGISTS REGISTRATION ACT 2001 | 12 |
| 1 Section 142(4)(c)(i) and (ii), ‘Corporations Law’— | 13 |
| <i>omit, insert—</i> | 14 |
| ‘Corporations Act’. | 15 |
| PUBLIC TRUSTEE ACT 1978 | 16 |
| 1 Section 8(4)— | 17 |
| <i>omit, insert—</i> | 18 |

SCHEDULE 3 (continued)

| | |
|---|-------------|
| ‘(4) Without limiting subsection (3), the corporation has all the State’s privileges and immunities.’. | 1 2 |
| 2 Section 8— | 3 |
| <i>insert—</i> | 4 |
| ‘(9) ‘The corporation is declared to be an excluded matter for the Corporations Act, section 5F, ¹⁰⁵ in relation to the whole of the Corporations Legislation.’. | 5 6 7 |
| | |
| QUEENSLAND ART GALLERY ACT 1987 | 8 |
| | |
| 1 Section 8, ‘Corporations Law, section 229’— | 9 |
| <i>omit, insert—</i> | 10 |
| ‘Corporations Act, Part 2D.6’. | 11 |
| | |
| QUEENSLAND COMPETITION AUTHORITY ACT 1997 | 12 |
| | |
| 1 Section 9(2)— | 13 |
| <i>omit, insert—</i> | 14 |
| ‘(2) Without limiting subsection (1), the authority has all the rights, privileges and immunities of the State.’. | 15 16 |

¹⁰⁵ Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

SCHEDULE 3 (continued)

| | | |
|----------|--|----|
| 2 | Schedule, definition “director”— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘ “director” see the Corporations Act, section 9.’. | 3 |
| 3 | Schedule, definition “government company”, ‘Corporations Law’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘Corporations Act’. | 6 |
| | | 7 |
| 4 | Schedule, definition “related body corporate”, paragraph (a), ‘Corporations Law, section 50’— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘Corporations Act, section 50’. | 10 |
| | | 11 |
| | QUEENSLAND INTERNATIONAL TOURIST CENTRE | 12 |
| | AGREEMENT ACT REPEAL ACT 1989 | 13 |
| 1 | Section 3, definition “company”— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘ “company” means Iwasaki Sangyo Co. (Aust.) Pty. Ltd. (ACN 009 858 191).’. | 16 |
| | | 17 |

SCHEDULE 3 (continued)

| | |
|---|--------|
| QUEENSLAND INVESTMENT CORPORATION ACT | 1 |
| 1991 | 2 |
| 1 Section 3, definitions “holding company”, “public company”, “related body corporate” and “subsidiary”, ‘Corporations Law’— | 3 |
| | 4 |
| | 5 |
| <i>omit, insert—</i> | 6 |
| ‘Corporations Act’. | 7 |
| 2 Section 26(1)(b), ‘chapter 6 of the Corporations Law’— | 8 |
| <i>omit, insert—</i> | 9 |
| ‘the Corporations Act, chapter 6’. | 10 |
| 3 Section 26(2)(b), ‘chapter 6 of the Corporations Law’— | 11 |
| <i>omit, insert—</i> | 12 |
| ‘the Corporations Act, chapter 6’. | 13 |
| QUEENSLAND MUSEUM ACT 1970 | 14 |
| 1 Section 8, ‘Corporations Law, section 229’— | 15 |
| <i>omit, insert—</i> | 16 |
| ‘Corporations Act, Part 2D.6’. | 17 |

SCHEDULE 3 (continued)

| | |
|---|--------|
| QUEENSLAND PERFORMING ARTS TRUST ACT 1977 | 1 |
| 1 Section 8, ‘Corporations Law, section 229— | 2 |
| <i>omit, insert—</i> | 3 |
| ‘Corporations Act, Part 2D.6’. | 4 |
| | |
| QUEENSLAND TEMPERANCE LEAGUE LANDS ACT 1985 | 5 6 |
| | |
| 1 Section 9, ‘Companies (Queensland) Code’— | 7 |
| <i>omit, insert—</i> | 8 |
| ‘Corporations Act’. | 9 |
| | |
| QUEENSLAND TREASURY CORPORATION ACT 1988 | 10 |
| | |
| 1 After section 7— | 11 |
| <i>insert—</i> | 12 |
| ‘7A Excluded matter for Corporations legislation | 13 |
| ‘The Corporation is declared to be an excluded matter for the | 14 |
| Corporations Act, section 5F, ¹⁰⁶ in relation to the whole of the Corporations | 15 |
| legislation.’. | 16 |

¹⁰⁶ Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

SCHEDULE 3 (continued)

| | | |
|------------------------------------|---|----|
| 2 | Section 26(2)(b), ‘Corporations Law, section 112(1)’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act, section 115’. | 3 |
| RACING AND BETTING ACT 1980 | | 4 |
| 1 | Section 5, definition “registered company auditor”, ‘Companies (Queensland) Code’— | 5 |
| | <i>omit, insert—</i> | 6 |
| | ‘Corporations Act’. | 7 |
| 2 | Section 5, definition “related body corporate”, ‘Corporations Law, section 9.1’— | 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘Corporations Act, section 9. ¹⁰⁷ ’. | 11 |
| | | 12 |

107 Corporations Act, section 9—

related body corporate, in relation to a body corporate, means a body corporate that is related to the first-mentioned body corporate by virtue of section 50.

Corporations Act, section 50—

50 Related bodies corporate

Where a body corporate is:

- (a) a holding company of another body corporate;
- (b) a subsidiary of another body corporate; or
- (c) a subsidiary of a holding company of another body corporate;

the first-mentioned body and the other body are related to each other.

SCHEDULE 3 (continued)

| | | |
|----------|---|----------|
| 3 | Section 158(1)(e) and (4), ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 4 | Section 158(4)(a), (b) and (c), ‘the Law’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘that Act’. | 6 |
| | RESIDENTIAL TENANCIES ACT 1994 | 7 |
| 1 | Section 288(2)— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘(2) Without limiting subsection (1), the authority has all the privileges and immunities of the State.’. | 10 11 |
| | RETIREMENT VILLAGES ACT 1999 | 12 |
| 1 | Section 46(1)(d), ‘Corporations Law’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘Corporations Act, section 9’. | 15 |
| 2 | Section 87, definition “insolvent under administration”, ‘Corporations Law’— | 16 17 |
| | <i>omit, insert—</i> | 18 |
| | ‘Corporations Act, section 9’. | 19 |

SCHEDULE 3 (continued)

| | | |
|----------|---|--------|
| 3 | Schedule 2, definition “registered company auditor”, ‘Corporations Law’— | 1 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| | RETURNED & SERVICES LEAGUE OF AUSTRALIA (QUEENSLAND BRANCH) ACT 1956 | 5 6 |
| 1 | Section 3B, heading, ‘Corporations Law’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| 2 | Section 3B(1), ‘Corporations Law’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act’. | 12 |
| 3 | Section 3C(1)(a), ‘Corporations Law’— | 13 |
| | <i>omit, insert—</i> | 14 |
| | ‘Corporations Act’. | 15 |

SCHEDULE 3 (continued)

| | |
|--|---------------|
| REVENUE LAWS (RECIPROCAL POWERS) ACT 1988 | 1 |
| 1 Section 2, definition “officer”, ‘Corporations Law’— | 2 |
| <i>omit, insert—</i> | 3 |
| ‘Corporations Act’. | 4 |
| | |
| ROMAN CATHOLIC CHURCH (INCORPORATION OF CHURCH ENTITIES) ACT 1994 | 5 6 |
| | |
| 1 Section 40— | 7 |
| <i>omit.</i> | 8 |
| | |
| ROYAL NATIONAL AGRICULTURAL AND INDUSTRIAL ASSOCIATION OF QUEENSLAND ACT 1971 | 9 10 11 |
| | |
| 1 Section 4, definition “registered company auditor”, ‘Part 9.2 of the Corporations Law’— | 12 13 |
| <i>omit, insert—</i> | 14 |
| ‘the Corporations Act’. | 15 |
| | |
| 2 After section 5— | 16 |
| <i>insert—</i> | 17 |

SCHEDULE 3 (continued)

| | |
|---|-------------|
| ‘5A Excluded matter for Corporations legislation | 1 |
| ‘The Association is declared to be an excluded matter for the Corporations Act, section 5F, ¹⁰⁸ in relation to the following provisions of the Corporations Act— | 2 3 4 |
| (a) chapters 2K and 2L; | 5 |
| (b) parts 5.7, 5.7B and 5B.2. ¹⁰⁹ . | 6 |
| | |
| ROYAL QUEENSLAND THEATRE COMPANY ACT 1970 | 7 8 |
| | |
| 1 Section 8, ‘Corporations Law, section 229’— | 9 |
| <i>omit, insert—</i> | 10 |
| ‘Corporations Act, Part 2D.6’. | 11 |
| | |
| RURAL ADJUSTMENT AUTHORITY ACT 1994 | 12 |
| | |
| 1 Section 7(2)— | 13 |
| <i>omit, insert—</i> | 14 |
| ‘(2) Without limiting subsection (1), the authority has all the privileges and immunities of the State.’. | 15 16 |

108 Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

109 Corporations Act, chapter 2K (Charges), chapter 2L (Debentures), part 5.7 (Winding up bodies other than companies), part 5.7B (Recovering property or compensation for the benefit of creditors of insolvent company) and part 5B.2 (Registrable bodies)

SCHEDULE 3 (continued)

| | | |
|----------|--|----|
| | SANCTUARY COVE RESORT ACT 1985 | 1 |
| 1 | Sections 23(5) and 66(3), ‘Corporations Law’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| | SAWMILLS LICENSING ACT 1936 | 5 |
| 1 | Section 2, definition “company”, from ‘and without’ to ‘Corporations Law or’— | 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘including, for example,’. | 8 |
| | | 9 |
| | SECURITY PROVIDERS ACT 1993 | 10 |
| 1 | Section 3, definition “accountant”, paragraphs (a) and (c), ‘Corporations Law’— | 11 |
| | <i>omit, insert—</i> | 12 |
| | ‘Corporations Act’. | 13 |
| | | 14 |
| | SOUTH BANK CORPORATION ACT 1989 | 15 |
| 1 | Section 6(2)— | 16 |
| | <i>omit, insert—</i> | 17 |

SCHEDULE 3 (continued)

‘(2) Without limiting subsection (1), the corporation has all the privileges and immunities of the State.’. 1
2

SPEECH PATHOLOGISTS REGISTRATION ACT 2001 3

1 Section 126(4)(c)(i) and (ii), ‘Corporations Law’— 4
omit, insert— 5
‘Corporations Act’. 6

STAMP ACT 1894 7

1 Sections 2AA(1), 31AB(1), 31B(1), definitions “foreign company”, 8
“proper SCH transfer”, “SCH business rules”, “SCH 9
participant”, “SCH-regulated transfer” and “transfer 10
document”, section 31K(1), 31T(1), 56C(1), definition “stock 11
exchange”, 56FA(1), definition “rules”, 61B(1), definitions, 12
“public unit trust scheme” and “transitional period”, 68C(3), 13
definition “related corporation”, 90(5), definitions “custodian”, 14
and “transitional period”, schedule 2, definitions, “managed 15
investment scheme”, “primary custodian”, “registered scheme” 16
and “responsible entity”, ‘Corporations Law’— 17

omit, insert— 18
‘Corporations Act’. 19

2 Section 4(4)(c), ‘incorporated’— 20
omit, insert— 21
‘registered’. 22

SCHEDULE 3 (continued)

| | | |
|----------|--|----|
| 3 | Section 4(4)(g), ‘incorporated in’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘a Queensland company’. | 3 |
| 4 | Section 22A(3), from ‘for the purposes of the Companies’ to ‘Territory’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘under the Corporations Act, part 2K.1’. | 6 |
| | | 7 |
| 5 | Section 31B(1), definition “Queensland registered company”— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘“Queensland registered company” means— | 10 |
| | (a) a Queensland company; or | 11 |
| | (b) a foreign company that has a registered office, under the Corporations Act, in Queensland.’. | 12 |
| | | 13 |
| 6 | Sections 31GA(2), ‘corporation or’— | 14 |
| | <i>omit.</i> | 15 |
| 7 | Sections 31GA(2) and 31H(1), from ‘company incorporated’ to ‘in Queensland’— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘Queensland company’. | 18 |
| | | 19 |
| 8 | Section 31H, heading, ‘incorporated’— | 20 |
| | <i>omit.</i> | 21 |

SCHEDULE 3 (continued)

| | | |
|-----------|--|-------------|
| 9 | Section 35(1), definition “authorised dealer in the short-term money market”— | 1 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘ “authorised dealer in the short-term money market” means an eligible money market dealer within the meaning of the Corporations Act.’ | 4 5 6 |
| 10 | Section 35(1), definition “discount transaction”, paragraph (a), from ‘by virtue’ to ‘related’— | 7 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘a related body corporate under the Corporations Act’. | 10 |
| 11 | Section 35(4)(aa)(ii), from ‘deemed’ to ‘related’— | 11 |
| | <i>omit, insert—</i> | 12 |
| | ‘a related body corporate under the Corporations Act’. | 13 |
| 12 | Section 54(4), from ‘If’ to ‘acquires’— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘If a Queensland company acquires’. | 16 |
| 13 | Section 54(4), from ‘then’ to ‘incorporation’— | 17 |
| | <i>omit, insert—</i> | 18 |
| | ‘the certificate of registration’. | 19 |
| 14 | Section 54(4), ‘company or corporation’— | 20 |
| | <i>omit, insert—</i> | 21 |
| | ‘company’. | 22 |

SCHEDULE 3 (continued)

| | | |
|-----------|--|---------------------|
| 15 | Sections 55B(1), definition “family company” and 55C(1), definition “family company”, ‘within the meaning of the Companies (Queensland) Code’— | 1 2 3 |
| | <i>omit.</i> | 4 |
| 16 | Section 56B(1), definition “unit trust scheme”, paragraph (b), from ‘for the purposes of the Companies’— | 5 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘under the Corporations Act.’. | 8 |
| 17 | Sections 56C(1), definitions “company” and “officer”, 56FA(1), definitions “corporation”, “director” and “related corporation” and 68B(1), definition “prescribed short-term debenture”, ‘Companies (Queensland) Code’— | 9 10 11 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘Corporations Act’. | 14 |
| 18 | Section 56C(1), definition “stock exchange”, ‘law’— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘Act’. | 17 |
| 19 | Sections 56C(4) and 56FA(1), definition “subsidiary”, paragraph (a) and 56FL(4)(f), ‘Companies (Queensland) Code, section 7’— | 18 19 20 |
| | <i>omit, insert—</i> | 21 |
| | ‘Corporations Act, section 9’. | 22 |
| 20 | Sections 56FA(1), definition “acquire”, paragraph (f)(iii) ‘Companies (Queensland) Code, part 8’— | 23 24 |
| | <i>omit, insert—</i> | 25 |
| | ‘Corporations Act, part 5.1’. | 26 |

SCHEDULE 3 (continued)

| | |
|---|--------------|
| 21 Sections 56FA(1), definition “related corporation”— | 1 |
| <i>omit, insert—</i> | 2 |
| ‘ “related corporation” , of a corporation, means a corporation that is a related body corporate under the Corporations Act to the other corporation.’. | 3 4 5 |
| 22 Section 56FA(4), from ‘has a’— | 6 |
| <i>omit, insert—</i> | 7 |
| ‘, under the Corporations Act, would have a substantial holding in the corporation if the reference to 5% in the definition “substantial holding” in that Act were a reference to 50%.’. | 8 9 10 |
| 23 Sections 56FL(1)(a) and 59F(2), definition “stock exchange”, from ‘Corporations’ to ‘that law’— | 11 12 |
| <i>omit, insert—</i> | 13 |
| ‘Corporations Act, chapter 7’. | 14 |
| 24 Sections 67A(2)(d) and 71(1)(a), ‘company incorporated in Queensland’— | 15 16 |
| <i>omit, insert—</i> | 17 |
| ‘Queensland company’. | 18 |
| 25 Section 67A(3)(b), from ‘or a company’— | 19 |
| <i>omit, insert—</i> | 20 |
| ‘, a Queensland company or a foreign company under the Corporations Act that has its registered office under that Act in Queensland;’. | 21 22 |
| 26 Sections 68B(1AB), from ‘Companies’ to ‘the code’— | 23 |
| <i>omit, insert—</i> | 24 |
| ‘Corporations Act whether bodies corporate’. | 25 |

SCHEDULE 3 (continued)

| | | |
|-----------|--|----------|
| 27 | Schedule 1, under the heading ‘Conveyance or transfer’, paragraph (2A)(a), from ‘body incorporated’— | 1 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Queensland company;’. | 4 |
| 28 | Schedule 1, under the heading ‘Conveyance or transfer’, paragraph (2A)(b)(i), ‘Corporations Law’— | 5 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘Corporations Act’. | 8 |
| 29 | Schedule 1, under the heading ‘Conveyance or transfer’, paragraph (3)(b), ‘Corporations Law, sections 701 and 702’— | 9 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘Corporations Act, part 6A.1 or 6A.2’. | 12 |
| 30 | Schedule 1, under the heading ‘Conveyance or transfer’, exemption 16(1), ‘Corporations Law’— | 13 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘Corporations Act’. | 16 |
| 31 | Schedule 1, under the heading ‘Conveyance or transfer’, exemption 16(1), after ‘Securities’— | 17 18 |
| | <i>insert—</i> | 19 |
| | ‘and Investments’. | 20 |
| 32 | Schedule 1, under the heading ‘Conveyance or transfer’, exemption 17(1)(a), from ‘corporation within’— | 21 22 |
| | <i>omit, insert—</i> | 23 |
| | ‘body corporate within the meaning of the Corporations Act; or’. | 24 |

SCHEDULE 3 (continued)

| | | |
|-----------|--|-------------------------|
| 33 | Schedule 1, under the heading ‘Conveyance or transfer’, exemption 20(2), definition “Queensland company”— | 1 2 |
| | <i>omit.</i> | 3 |
| 34 | Schedule 2— | 4 |
| | <i>insert—</i> | 5 |
| | ‘ “exempt foreign company” ’ see the Corporations Act, section 9. | 6 |
| | “exempt proprietary company” means a proprietary company, other than an exempt foreign company, no share or interest in which is held by a body corporate other than another proprietary company that is not an exempt foreign company, whether directly or through interposed companies or trusts. | 7 8 9 10 11 |
| | “proprietary company” see the Corporations Act, section 9. | 12 |
| | “Queensland company” means a company within the meaning of the Corporations Act that is taken to be registered in Queensland under that Act.’. | 13 14 15 |
| | STATE FINANCIAL INSTITUTIONS AND METWAY MERGER FACILITATION ACT 1996 | 16 17 |
| 1 | Section 69 (heading) and 69(1), ‘Corporations Law’— | 18 |
| | <i>omit, insert—</i> | 19 |
| | ‘Corporations Act’. | 20 |
| 2 | Section 88, heading, ‘Corporations Law’— | 21 |
| | <i>omit, insert—</i> | 22 |
| | ‘Corporations Act’. | 23 |

SCHEDULE 3 (continued)

| | | |
|----------|---|-----------------------|
| 3 | Section 88(2)— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘(2) The issue of units in the unit trust and all matters incidental regarding the establishment of the trust and its ongoing operation are applied Corporations legislation matters for the <i>Corporations (Ancillary Provisions) Act 2001</i> , part 3, ¹¹⁰ in relation to the Corporations Act, chapter 7. ¹¹¹ ’. | 3 4 5 6 7 |
| | STATE HOUSING ACT 1945 | 8 |
| 1 | Section 22E— | 9 |
| | <i>omit.</i> | 10 |
| | STATE PENALTIES ENFORCEMENT ACT 1999 | 11 |
| 1 | Section 65(1) and 66(2)(a), ‘prescribed interests’— | 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘interests in managed investment schemes’. | 14 |
| 2 | Schedule 2, definition “prescribed interest”— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘ “interest in a managed investment scheme” has the meaning given by the Corporations Act, section 9.’. | 17 18 |

110 *Corporations (Ancillary Provisions) Act 2001*, part 3 (Application of Commonwealth corporations legislation to State matters)

111 Corporations Act, chapter 7 (Securities)

SCHEDULE 3 (continued)

| | |
|--|---------------|
| STATUTORY BODIES FINANCIAL ARRANGEMENTS ACT 1982 | 1 2 |
| 1 Section 6(1)(a), ‘Corporations Law’— | 3 |
| <i>omit, insert—</i> | 4 |
| ‘Corporations Act’. | 5 |
| 2 After section 13— | 6 |
| <i>insert—</i> | 7 |
| ‘13A Excluded matter for Corporations legislation | 8 |
| ‘A statutory body is declared to be an excluded matter for the Corporations Act, section 5F, ¹¹² in relation to the following provisions of the Corporations Act— | 9 10 11 |
| (a) parts 2D.1 and 2D.6; | 12 |
| (b) chapters 2K and 2L; | 13 |
| (c) parts 5.7, 5.7B, 5.9 and 5B.2. ¹¹³ ’. | 14 |
| SUGAR INDUSTRY ACT 1999 | 15 |
| 1 Section 123(5), ‘Corporations Law’— | 16 |
| <i>omit, insert—</i> | 17 |
| ‘Corporations Act, section 9’. | 18 |

112 Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

113 Corporations Act, parts 2D.1 (Duties and powers), 2D.6 (Disqualification from managing corporations), chapter 2K (Charges), chapter 2L (Debentures), part 5.7 (Winding up bodies other than companies), part 5.7B (Recovering property or compensation for the benefit of creditors of insolvent company), 5.9 (Miscellaneous) and part 5B.2 (Registrable bodies)

SCHEDULE 3 (continued)

| | | |
|----------|---|----|
| 2 | Sections 141(2) and 272(3), ‘Corporations Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘Corporations Act’. | 3 |
| 3 | Sections 149(d), 168(d), 184(d) and 225(d), ‘Corporations Law, section 229’— | 4 |
| | <i>omit, insert—</i> | 5 |
| | ‘Corporations Act, part 2D.6’ | 6 |
| | | 7 |
| 4 | Sections 149(e), 168(e), 184(e) and 225(e), ‘Corporations Law, section 243’— | 8 |
| | <i>omit, insert—</i> | 9 |
| | ‘Corporations Act, section 1274AA ¹¹⁴ ’. | 10 |
| | | 11 |
| 5 | Section 208(2), after ‘with registration functions’— | 12 |
| | <i>insert—</i> | 13 |
| | ‘under a law of the State’. | 14 |
| 6 | Section 208(2), example, ‘Examples’— | 15 |
| | <i>omit, insert—</i> | 16 |
| | ‘Example’. | 17 |
| 7 | Section 208(2), example, first dot point— | 18 |
| | <i>omit.</i> | 19 |

114 Corporations Act, part 2D.6 (Disqualification from managing corporations) and section 1274AA (Register of disqualified company directors and other officers)

SCHEDULE 3 (continued)

| | |
|---|----|
| 8 Section 208(3)— | 1 |
| <i>omit.</i> | 2 |
| 9 Section 208(4)— | 3 |
| <i>renumber</i> as section 208(3). | 4 |
| 10 Section 254— | 5 |
| <i>insert—</i> | 6 |
| ‘(5) The following are declared to be excluded matters for the Corporations Act, section 5F, in relation to the Corporations Act, part 2D.2, division 1 ¹¹⁵ — | 7 |
| | 8 |
| | 9 |
| (a) a person who is, or is to be, indemnified under this section; | 10 |
| (b) QSL; | 11 |
| (c) a cane production board; | 12 |
| (d) another body corporate established under this Act.’ | 13 |
| 11 Chapter 8, part 1— | 14 |
| <i>insert—</i> | 15 |
| ‘259A Excluded matters for Corporations legislation | 16 |
| ‘All matters provided for under this chapter are declared to be excluded matters for the Corporations Act, section 5F, in relation to the Corporations legislation to the extent the Corporations legislation is inconsistent with this chapter.’ | 17 |
| | 18 |
| | 19 |
| | 20 |
| 12 Chapter 9, part 1— | 21 |
| <i>insert—</i> | 22 |

115 Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter) and part 2D.2, division 1 (Indemnities and insurance for officers and auditors)

SCHEDULE 3 (continued)

| | |
|---|------------------|
| ‘287A Excluded matters for Corporations legislation | 1 |
| ‘All matters provided for under this chapter are declared to be excluded matters for the Corporations Act, section 5F, in relation to the Corporations legislation to the extent the Corporations legislation is inconsistent with this chapter.’ | 2 3 4 5 |
| | |
| SUPERANNUATION (STATE PUBLIC SECTOR) ACT 1990 | 6 7 |
| | |
| 1 Section 3(3)— | 8 |
| <i>omit, insert—</i> | 9 |
| ‘(3) The board is a statutory body under the <i>Financial Administration and Audit Act 1977</i> . | 10 11 |
| ‘(3A) The board is declared to be an excluded matter for the Corporations Act, section 5F, ¹¹⁶ in relation to the following provisions of the Corporations Act— | 12 13 14 |
| (a) parts 2D.1 and 2D.6; | 15 |
| (b) chapters 2K and 2L; | 16 |
| (c) parts 5.7, 5.7B, 5.9 and 5B.2. ¹¹⁷ ’ | 17 |

116 Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

117 Corporations Act, parts 2D.1 (Duties and powers), 2D.6 (Disqualification from managing corporations), chapter 2K (Charges), chapter 2L (Debentures), part 5.7 (Winding up bodies other than companies), part 5.7B (Recovering property or compensation for the benefit of creditors of insolvent company), 5.9 (Miscellaneous) and part 5B.2 (Registrable bodies)

SCHEDULE 3 (continued)

| | | |
|----------|---|----|
| 2 | Section 32(3), definition “ASIC”, ‘1989’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘2001’. | 3 |
| | TAB QUEENSLAND LIMITED PRIVATISATION ACT | 4 |
| | 1999 | 5 |
| 1 | Section 39(5), ‘Corporations Law’— | 6 |
| | <i>omit, insert—</i> | 7 |
| | ‘Corporations Act’. | 8 |
| 2 | Section 44(1), ‘Corporations Law’— | 9 |
| | <i>omit, insert—</i> | 10 |
| | ‘Corporations Act’. | 11 |
| 3 | Section 50(1), ‘Corporations Law’— | 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘Corporations Act’. | 14 |
| 4 | Schedule, definitions “holding company”, “related body | 15 |
| | corporate”, “voting share” and “wholly-owned subsidiary”— | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘ “holding company” see the Corporations Act, section 9. | 18 |
| | “related body corporate” see the Corporations Act, section 9. | 19 |
| | “voting share” , in relation to TABQ, see the Corporations Act, section 9. | 20 |
| | “wholly-owned subsidiary” see the Corporations Act, section 9.’. | 21 |

SCHEDULE 3 (continued)

| | | |
|---|--|------------|
| TOURISM QUEENSLAND ACT 1979 | | 1 |
| 1 | Section 29C(a), ‘Corporations Law’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| TOWNSVILLE BREAKWATER ENTERTANMENT CENTRE ACT 1991 | | 5 6 |
| 1 | Section 3, definition “Manager”, ‘incorporated in the State;’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘registered under the Corporations Act.’ | 9 |
| 2 | Section 5(a)(i), ‘incorporated in or outside the State’— | 10 |
| | <i>omit, insert—</i> | 11 |
| | ‘within the meaning of the Corporations Act’. | 12 |
| TRADING (ALLOWABLE HOURS) ACT 1990 | | 13 |
| 1 | Section 6(1)(a), ‘Companies’ to ‘7(5)’— | 14 |
| | <i>omit, insert—</i> | 15 |
| | ‘Corporations Act, section 9, ¹¹⁸ that is not a related body corporate under the Corporations Act, section 50 ¹¹⁹ ’. | 16 17 |

118 Corporations Act, section 9 (Dictionary)

119 Corporations Act, section 50 (Related bodies corporate)

SCHEDULE 3 (continued)

| | | |
|----------|--|----------------------|
| | TRANSPORT OPERATIONS (ROAD USE MANAGEMENT) ACT 1995 | 1 2 |
| 1 | Section 170(4)(b)(i), ‘Corporations Law’— <i>omit, insert—</i> ‘Corporations Act’. | 3 4 5 |
| | TRAVEL AGENTS ACT 1988 | 6 |
| 1 | Section 6, definition “officer”, ‘by the Corporations Law’— <i>omit, insert—</i> ‘under the Corporations Act, section 82A’. | 7 8 9 |
| | TRUST ACCOUNTS ACT 1973 | 10 |
| 1 | Section 15(1)(d)(i), (iii) and (iv) and (2)(d)(i), ‘Corporations Law’— <i>omit, insert—</i> ‘Corporations Act’. | 11 12 13 14 |

SCHEDULE 3 (continued)

TRUSTEE COMPANIES ACT 1968

- | | | |
|----------|--|----|
| | | 1 |
| 1 | Section 4, definition “corporation”, ‘, any foreign company and any recognised’— | 2 |
| | <i>omit, insert—</i> | 3 |
| | <i>omit, insert—</i> | 4 |
| | ‘and any foreign’. | 5 |
| 2 | Sections 4, definition “foreign company”, 21(8)(b), 50(3) and 63(2), ‘Corporations Law’— | 6 |
| | <i>omit, insert—</i> | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| 3 | Section 4, definition “recognised company”— | 10 |
| | <i>omit.</i> | 11 |
| 4 | Section 62, ‘is’— | 12 |
| | <i>omit, insert—</i> | 13 |
| | ‘on its incorporation was’. | 14 |
| 5 | Section 66A(1), from ‘Corporations Law’ to ‘articles of association’— | 15 |
| | <i>omit, insert—</i> | 16 |
| | <i>omit, insert—</i> | 17 |
| | ‘Corporations Act or in the constitution’. | 18 |
| 6 | Schedule 2, part 2, ANZ EXECUTORS & TRUSTEE COMPANY LIMITED, paragraph (e), ‘Corporations Law’— | 19 |
| | <i>omit, insert—</i> | 20 |
| | <i>omit, insert—</i> | 21 |
| | ‘Corporations Act’. | 22 |

SCHEDULE 3 (continued)

| | | |
|-------------------------------------|---|----------------|
| 7 | Schedule 2, part 2, TRUST COMPANY OF AUSTRALIA LIMITED, paragraph (e), ‘Corporations Law’— | 1 2 |
| | <i>omit, insert—</i> | 3 |
| | ‘Corporations Act’. | 4 |
| TRUSTS ACT 1973 | | 5 |
| 1 | Section 5, definition “public accountant”, paragraphs (a), (c) and (d), ‘Corporations Law’— | 6 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| VETERINARY SURGEONS ACT 1936 | | 10 |
| 1 | After section 5— | 11 |
| | <i>insert—</i> | 12 |
| | ‘5A Excluded matter for Corporations legislation | 13 |
| | ‘The board is declared to be an excluded matter for the Corporations Act, section 5F, ¹²⁰ in relation to the following provisions of the Corporations Act— | 14 15 16 |
| | (a) parts 2D.1 and 2D.6; | 17 |

120 Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

SCHEDULE 3 (continued)

| | |
|--|-----------|
| (b) chapters 2K and 2L; | 1 |
| (c) parts 5.7, 5.7B, 5.9 and 5B.2. ¹²¹ . | 2 |
| WAGERING ACT 1998 | |
| 1 Section 43(1)(g) and (4), ‘Corporations Law’— | 4 |
| <i>omit, insert—</i> | 5 |
| ‘Corporations Act’. | 6 |
| 2 Section 43(4), ‘the Law’— | 7 |
| <i>omit, insert—</i> | 8 |
| ‘that Act’. | 9 |
| 3 Section 53(6), ‘Corporations Law’— | 10 |
| <i>omit, insert—</i> | 11 |
| ‘Corporations Act’. | 12 |
| 4 Section 81(1)(f) and (3), ‘Corporations Law’— | 13 |
| <i>omit, insert—</i> | 14 |
| ‘Corporations Act’. | 15 |

121 Corporations Act, parts 2D.1 (Duties and powers), 2D.6 (Disqualification from managing corporations), chapter 2K (Charges), chapter 2L (Debentures), part 5.7 (Winding up bodies other than companies), part 5.7B (Recovering property or compensation for the benefit of creditors of insolvent company), 5.9 (Miscellaneous) and part 5B.2 (Registrable bodies)

SCHEDULE 3 (continued)

| | | |
|--|--|----------|
| 5 | Section 81(3), ‘the Law’— | 1 |
| | <i>omit, insert—</i> | 2 |
| | ‘that Act’. | 3 |
| WATER ACT 2000 | | 4 |
| 1 | Section 551(3)— | 5 |
| | <i>omit.</i> | 6 |
| 2 | Section 607(e), ‘Corporations Law’— | 7 |
| | <i>omit, insert—</i> | 8 |
| | ‘Corporations Act’. | 9 |
| WET TROPICS WORLD HERITAGE PROTECTION AND MANAGEMENT ACT 1993 | | 10 11 |
| 1 | Section 9(2)(b)— | 12 |
| | <i>omit.</i> | 13 |
| 2 | After section 9— | 14 |
| | <i>insert—</i> | 15 |

SCHEDULE 3 (continued)

| | |
|---|-------------|
| 9A Excluded matter for Corporations legislation | 1 |
| ‘The authority is declared to be an excluded matter for the Corporations Act, section 5F, ¹²² in relation to the following provisions of the Corporations Act— | 2 3 4 |
| (a) chapters 2K and 2L; | 5 |
| (b) parts 5.7, 5.7B and 5B.2. ¹²³ . | 6 |
| | |
| WORKCOVER QUEENSLAND ACT 1996 | 7 |
| | |
| 1 Sections 58(8), 379(4), 383(2), schedule 2A, section 7 and schedule 3, definition “holding company”, ‘Corporations Law’— | 8 9 |
| <i>omit, insert—</i> | 10 |
| ‘Corporations Act’. | 11 |
| | |
| 2 Section 423(1)(a)— | 12 |
| <i>omit.</i> | 13 |
| | |
| 3 Section 423(1)(b) and (c)— | 14 |
| <i>renumber</i> as section 423(1)(a) and (b). | 15 |
| | |
| 4 Schedule 3, definition “related bodies corporate”— | 16 |
| <i>omit, insert—</i> | 17 |
| ‘ “related body corporate” has the meaning given by the Corporations Act.’. | 18 19 |

122 Corporations Act, section 5F (Corporations legislation does not apply to matters declared by State or Territory law to be an excluded matter)

123 Corporations Act, chapter 2K (Charges), chapter 2L (Debentures), part 5.7 (Winding up bodies other than companies), part 5.7B (Recovering property or compensation for the benefit of creditors of insolvent company) and part 5B.2 (Registrable bodies)

