



CHARTERED SECRETARIES
AUSTRALIA

Leaders in governance

13 November 2006

David Sullivan
The Secretary
Parliamentary Joint Committee on Corporations and Financial Services
Parliament House
PO Box 6100
CANBERRA ACT 2600

By email: corporations.joint@aph.gov.au

Dear Mr Sullivan

Inquiry into the Exposure Draft of the Corporations Amendment
(Takeovers) Bill 2006

Chartered Secretaries Australia (CSA) welcomes the opportunity to comment on the Exposure Draft of the Corporations Amendment (Takeovers) Bill 2006. CSA is the peak professional body delivering accredited education and the most practical and authoritative training and information on governance, as well as thought leadership in the field. We represent over 8,000 governance professionals working in public and private bodies, many of whom have been involved in ensuring compliance with the law in a takeover, whether the company is a bidder or target company.

The recent challenge to the Takeover Panel's (the Panel) constitutional powers in the *Glencore* case has raised concerns that the Panel's existing powers and jurisdiction could be interpreted too narrowly to enable it to effectively perform the role envisaged for it by Parliament.

CSA supports the concept of the Panel and believes that it is not in a company's or its shareholders' interests for contentious takeovers to go before the Courts. CSA supports the proposals to amend the *Corporations Act* as set out in the Bill.

Yours sincerely

Tim Sheehy
CHIEF EXECUTIVE