



ASIC
Australian Securities &
Investments Commission

Committee	Parliamentary Joint Committee on Corporations and Financial Services
Inquiry	Oversight of ASIC, the Takeovers Panel and the Corporations Legislation No.1 of the 46th Parliament
Question No.	051-03
Date	9 February 2022
Topic	Nuix Prospectus
Reference	Written, 9 February 2022
Committee member	Senator O'Neill

Question

- a) I refer to page 5, point 23 of ASIC employee Jenny Truong's affidavit in respect of the Stephen Doyle and Ross Doyle insider trading matter. In it she refers to ASIC investigating whether Stephen Doyle gave information to the ASX in the prospectus relating to revenue forecasts that was false or misleading. Does ASIC allege that Stephen Doyle issued a prospectus that was false and misleading?
- b) What is the status of ASIC's review of the prospectus? What has caused the delay in ASIC releasing its findings given at the last hearing of this committee the report was expected to be released within two weeks then postponed? Can the committee get an update on the timing of the three investigations?

Answer

Question (a)

Ms Truong's affidavit was filed at an early stage in the investigation and in connection with an application for orders seeking the restraint of travel of Stephen Doyle's brother, Ross Doyle.

At the time of Ms Truong's affidavit, ASIC was investigating, among other things, whether Stephen Doyle gave to the ASX or permitted to be given to the ASX, a prospectus including information about the forecast revenue of Nuix for the financial year ending 30 June 2021 that was false or misleading in a material particular, without having taken reasonable steps to ensure that it was not false or misleading. As the investigation into the financial information in the NUIX's prospectus has now concluded. ASIC does not intend to take any further action against Mr Doyle in this regard.

Question (b)

A decision was made by ASIC on 9 February 2022 to take no further action in relation to the investigation into financial information contained in Nuix's prospectus, specifically the revenue forecast for the 2021 financial year.

In terms of the timing of the other ASIC investigation, ASIC has concluded its investigation into whether Macquarie Capital (Australia) Limited complied with its Australian Financial Services licence obligations to have in place adequate arrangements for the management of conflicts of interest in its dual role as vendor and joint lead manager in the Nuix IPO. ASIC has found there was insufficient

evidence to establish a breach of the law and has determined to take no further action in relation to the matter.

ASIC's investigation into the following matters is ongoing, and is expected to be completed by 30 June 2022:

- Alleged insider trading by Stephen Doyle (**Stephen**), then Nuix's CFO, and his brother Ross Doyle (**Ross**), and related dealing with proceeds of crime by Stephen, Ross and their father Ronald Doyle; and
- Alleged contraventions by Nuix of its disclosure obligations in the period from its listing on 4 December 2020 until its forecast downgrade announcement on 31 May 2021.