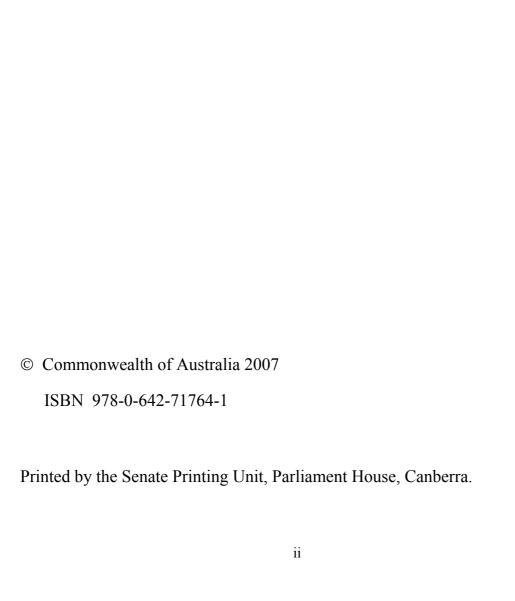


Parliamentary Joint Committee on Corporations and Financial Services

Corporations Amendment (Takeovers) Bill 2006 [Exposure Draft]

February 2007



Members of the Committee

Senator Grant Chapman, Chairman

Ms Anna Burke MP, Deputy Chair

Senator Andrew Murray

Senator Penny Wong

Senator the Hon Nick Sherry

Mr Mark Baker MP

Mr Kerry Bartlett MP

Mr Chris Bowen MP

Mr Stewart McArthur MP

SECRETARIAT

Mr David Sullivan, Secretary
Mr Stephen Palethorpe, Principal Research Officer
Mr Andrew Bomm, Senior Research Officer
Ms Laurie Cassidy, Executive Assistant

Suite SG.64 Parliament House Canberra ACT 2600

T: 61 2 6277 3583 F: 61 2 6277 5719

E: corporations.joint@aph.gov.au

W: www.aph.gov.au/senate/committee/corporations_ctte

Duties of the Committee

Section 243 of the *Australian Securities and Investments Commission Act 2001* sets out the duties of the committee as follows:

The Parliamentary Committee's duties are:

- (a) to inquire into, and report to both Houses on:
 - (i) activities of ASIC or the Panel, or matters connected with such activities, to which, in the Parliamentary Committee's opinion, the Parliament's attention should be directed; or
 - (ii) the operation of the corporations legislation (other than the excluded provisions), or of any other law of the Commonwealth, of a State or Territory or of a foreign country that appears to the Parliamentary Committee to affect significantly the operation of the corporations legislation (other than the excluded provisions); and
- (b) to examine each annual report that is prepared by a body established by this Act and of which a copy has been laid before a House, and to report to both Houses on matters that appear in, or arise out of, that annual report and to which, in the Parliamentary Committee's opinion, the Parliament's attention should be directed; and
- (c) to inquire into any question in connection with its duties that is referred to it by a House, and to report to that House on that question.

Table of Contents

Table of Contents	vii
Members of the Committee	iii
Duties of the Committee	V
Recommendations	ix
Chapter 1	1
Introduction	1
Conduct of the inquiry	1
Chapter 2	3
Background	3
The Takeovers Panel	3
The Glencore decisions	5
Chapter 3	9
Issues raised in evidence	9
Definition of 'substantial interest'	9
Committee view	14
Broadening the 'effect' test	15
Committee view	17
Submissions from affected persons	17
Committee view	18
Equity derivatives	18
Committee view	19
Appendix 1	21
Submissions received by the Committee	21

Appendix 2	23
Hearings and Witnesses	23