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# Procedures for appointment of new directors or senior officers to NSX

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## 1 INTRODUCTION

### **What is the purpose of these procedures?**

The purpose of these procedures is to ensure that NSX and its employees conduct its business in relation to appointment of new directors and senior officers in accordance with:

- The Corporations Act 2001 (the Act);
- Conditions of the NSX Australian Markets Licence

### **What are your responsibilities?**

These procedures are intended for all employees of NSX and are relevant to both permanent and temporary members of staff including consultant's advisers and contractors.

Nothing in these procedures permits you to do anything or omit to do anything that is not in accordance with Australian law, regulation or policy.

## 2 BACKGROUND

The NSX procedures for the appointment of New Directors or Senior Officers to the NSX are formulated to guide NSX staff in completing the task. The key components are:

- Approval by NSX Board
- Receipt of documentation from Appointee
- ASIC database checks
- Application to NSW police freedom of information unit for police check
- For Directors lodgement of correct forms with ASIC
- Letter of notice sent to ASIC concerning appointment

### **3 Approval by Board**

New Directors and Staff require board approval before appointment. The Board requires current Curriculum Vitae and in some cases will also require meeting the proposed appointee.

### **4 Required Documentation**

Documentation required includes:

- Current Curriculum Vitae
- Completed NSW Police Check Authorisation form
- Consent to act as a director (if applicable)
- Disclosure of personal interests (if applicable)
- Any other supporting documentation that may be required
- Acknowledgement of Confidentiality of Information and Dealing in Securities

### **5 ASIC database Checks**

Where applicable the following ASIC database checks should be completed online. Printouts of the checks performed should be filed with the applicant's documentation. Not all searches may be applicable to each applicant.

- Professional Register
- Non-AFS Authorised representatives register
- AFS Authorised representatives register
- AFS Licence register
- Banned & Disqualified persons and companies register
- Enforceable undertakings register
- Summary prosecutions of companies and directors register

If a listing is displayed that indicates that the appointee has been banned or disqualified then a more detailed report should be obtained from ASIC and the Board notified of the report.

### **6 Application to NSW Police Freedom of Information Unit or Equivalent**

The Federal Police have devolved their police checks to the relevant Freedom of Information unit in each state. A Freedom of Information Request form should be obtained for the appropriate state that the appointee has lived in and a Police Check requested. The appointee must sign the authority for the check to be performed. In some cases the appointee will receive the police check at their nominated address. This check should be forwarded to the NSX as soon as possible.

### **7 Lodgement of Forms with ASIC**

For new directors an ASIC form 484 Change to Company Details must be filled in, signed by a director and lodged with ASIC.



## **8 Inform ASIC, Markets & Regulation Department**

The Director, Markets Regulation, ASIC must be informed of the new appointment by the General Manager. The letter should contain the information provided above including:

- Curriculum Vitae
- Results of Police Check
- Consent to act as a director
- Disclosure of Personal Interests
- Declaration concerning bankrupt status

