

BASICS TRAINING MANUAL



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Copyright and Disclaimer



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This Training Manual has been prepared by BGL Corporate Solutions Pty Ltd for users of **CAS**. Every effort has been made to ensure the accuracy and completeness of this Manual. However, the software author or supplier cannot be held liable for any errors or omissions, and this Manual should not be relied upon as a detailed specification of the system. In addition, the software author and supplier reserve the right to issue revisions, enhancements and improvements to the software at any time without notice.

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Introduction

Welcome to the CAS Basics Training Manual.

This Training Manual will teach you to load a company register, process changes to that register and produce company forms and supporting documentation.

This manual is divided into the following sections:

CAS Help and Training Resources

This section provides an overview of **CAS** and will explain terms, concepts, definitions and functions that are used throughout your **CAS** software and documentation.

Lesson 1 - Loading a new company

Companies can be loaded onto **CAS** from information contained in the registers, and from an electronic data download from the ASIC. This section will teach you how to set up a company using either of these methods.

Lesson 2 - Officeholder Changes

This section will teach you to resign and appoint officers.

Lesson 3 - Member Changes

This section will teach you about the different types of share transactions and how to process these in **CAS**. It will also show you how to record calls on shares, allot shares to joint members, and record beneficial owners on shares.

Lesson 4 - Address Changes

Australian companies must have a Registered Office and a Business address. This section will teach you about these addresses and how to notify changes to ASIC. It will also teach you how to record changes to officer or member addresses.

Lesson 5 - Annual Reviews

This section will teach you how to manage the Annual Review process and prepare the necessary annual documents.

Lesson 6 - Reporting

This section will teach you how to prepare company reports and general reports and listings.

Training Manual Conventions

CAS Conventions

One of the main objectives of CAS is to enable company data to be entered as quickly as possible. The following design features are just some of the ways CAS speeds up the data entry process:

CAS has a number of concepts and functions that are used consistently throughout the software and documentation. Understanding these concepts is a pre requisite to the efficient and effective operation of CAS.

- 1. Within all transaction screens you are able to skip to the next field, using the *Tab* key if you do not wish to enter data.
- 2. Alternatively you can use the *Enter* key.
- 3. Clicking on *Print* or export to *PDF*, *Word*, *Excel* validates and prepares all documents and forms in CAS for electronic lodgement.
- 4. You can use the standard windows shortcut keys Cut (Ctrl + X), Copy (Ctrl + C) and Paste (Ctrl + V) to move data amongst fields.

CAS has its own shortcut keys should you prefer to use the keyboard rather than the mouse. Some common shortcut keys used throughout CAS are as follows:

- Alt + N creates a new record.
- Alt + E edits the current record.
- Alt + S posts (saves) the current data.
- Alt + X exits the current screen without saving.

Training Manual Conventions

- When "click" is used the user is required to move the mouse pointer to the field or button and press the left mouse button.
- When the word "highlight" is used the user is required to move the mouse pointer to the data and press the left mouse button.
- When the manual requests you to click on 🗐, for training purposes, you will be required to click on instead.

- Buttons to be clicked are shown on the screen in bold italics e.g. **Search**
- Keys to be pressed on the keyboard are shown in bold Italics e.g. Tab
- Data required to be input by you will be displayed in BOLD, ITALICS AND UPPERCASE.



CAS Help and Training Resources

Overview of Help

CAS, like many computer software packages, requires data to be input in certain ways and will not give you the correct result if data is not input correctly.

BGL has designed many sources of help information for **CAS** users. All Help resources can be access from the **Quick Access Toolbar** on the top left hand corner of **CAS**.



1. PHelp

Context sensitive screen by screen Help.

There are four main topics: Overview, Forms prepared by **CAS**, New Features in this Release and How Do I...that should be read by all new users before entering data into **CAS**.

2. Training Manuals

Training Manuals are included as part of Help. These include:

CAS Basics

This takes you through the most common tasks, from setting up a company, making most common officers, members and address change and generating reports.

CAS Advanced 1

Building on the knowledge gained in the Basics Training, this covers more complex **CAS** Administrative tasks.

CAS Advanced 2

Building on the knowledge gained in the Basics Training and Advanced 1, this covers more complex company changes in **CAS**.

All Training Manuals can also be downloaded in PDF format from the Client Centre via **Your Support | Training Manuals**

3. 5 BGL Wiki

From the BGL Wiki, current subscribers can access over 300 articles on your BGL software, from installations, instructions and trouble-shooting.

BGL Connect

BGL Connect is a program installed as part of your **Simple Fund** program. It connects and automates a number of BGL services, products, tasks, schedules and messaging in a single proactive software application.

Main Features of BGL Connect:

- It includes a reminder system for tasks and ability to drag and drop documents into your BGL application.
- It provides update notifications, access to the BGL Wiki and help resources.
- It allows you to log and track support calls.
- It gives you direct and easy access to the BGL Client Centre.
- It integrates with Portal by BGL and enables documents to be delivered to your clients, signed and received back into your BGL software automatically.

Once you have successfully installed **BGL Connect**, the **BGL Connect** icon will appear on the Windows Taskbar.



All features of BGL Connect can be accessed from the BGL Connect Panel.

Click on the **BGL Connect** icon on the **Windows Taskbar** to access the panel.



This panel provides you access to the following BGL resources and services:

- BGL Wiki
- Training Manuals
- Your Support Calls
- Log a Support Call
- Client Services
- Feedback
- Wishlist
- Contact BGL

Clicking on any of the links will provide you access to that particular function.

Refer to the BGL Connect Help File for more information.

BGL SmartDoc

BGL SmartDoc is a feature integrated into the **BGL Connect** program that allows users to drag and drop documents using the drop zone. These documents get saved in Document Management in the software in **Simple Fund** and are also pushed to **Portal by BGL**.

Using the **BGL SmartDoc** drop zone icon, you can drag and drop documents from any location on your computer to save into **CAS** or **Portal by BGL**.

Refer to the BGL Connect Help File for more information.

Part 1 - Checking Your Version

Objective

In this task you will learn how to check what version of CAS you are currently using.

By the end of this task, you will be able determine when you are required to download and install an update of **CAS**.

Instructions



CAS will display the Release and Release Date of the CAS program you are using.



To ensure you have the latest version of **CAS**, compare the software version and date with those shown on the BGL Client Centre

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Automatic software update notifications

CAS can automatically prompt you when a new release is available on BGL's internet site. **CAS** will check your version at startup and prompt you to update if there is a newer release.

From the Ribbon Toolbar:

On the **Administration** tab, in the **Setup** group, click **Defaults**.

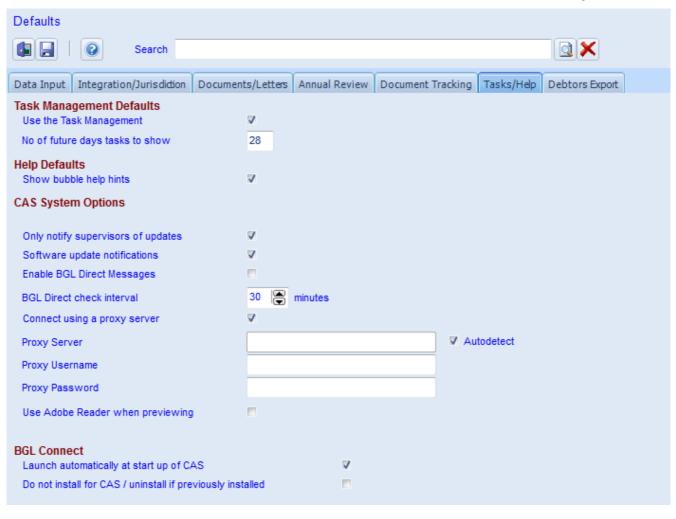


Click the *Tasks/Help* tab

you log in with a user name that has Supervisor access. This is set up in

Administration | User Maintenance.

Click Software update notifications



Save
 Save

Click

Part 2 - Client Centre

Objective

In this task you will learn:

- what the BGL Client Centre is
- the benefits of the BGL Client Centre
- how to set up your BGL Client Centre account

By the end of this task, you will be able to log into the BGL Client Centre and utilise all the available functions.

What is the BGL Client Centre?

The BGL Client Centre provides you with a direct connection to BGL. At the Client Centre you can:

- view your details
- log a support call
- monitor the status of current support calls and mark them as resolved
- modify the problem of logged calls
- view the problem and resolution details of your past calls
- view the consultant allocated to solving your problem
- view BGL announcements
- view and pay subscription invoices
- register for training courses, user groups and update seminars
- register for BGL functions
- book a call-back time for your support calls
- access BGL Wiki
- access BGL Forum
- download PDF copies of Training Manuals
- provide feedback to BGL
- add or vote for enhancements to the software using the Wishlist system

What are some of the benefits?

- Easier and quicker to log calls
- Ability to provide more information about your problem
- Faster response to your support queries
- Ability to see the status of your support call with BGL at any time

How do I set up my account?

It will take you a few minutes to set up your account. Each BGL client can only have one account so the account you set up will be used by everyone in your organisation.

- 1. Open up your web browser (e.g. Internet Explorer, Mozilla Firefox)
- 2. Input http://clients.bglcorp.com.au/ in the address line of your browser.
- 3. Click Register for the Client Centre on the left menu
- 4. Input the following details to set up your account:

Admin Contact Email: Input your admin contact email address. This is the email address to which BGL currently sends newsletters, invoices and subscription renewals

Product ID: Input the Product ID for one of your BGL products. The Product ID can be found

in your BGL software. From the Ribbon Toolbar, select the Administration tab,

in the **Help** group, or click **About**.

Username: Input a username that your organisation will use to access the BGL Client Centre

(at least 4 characters)

Password /Confirm

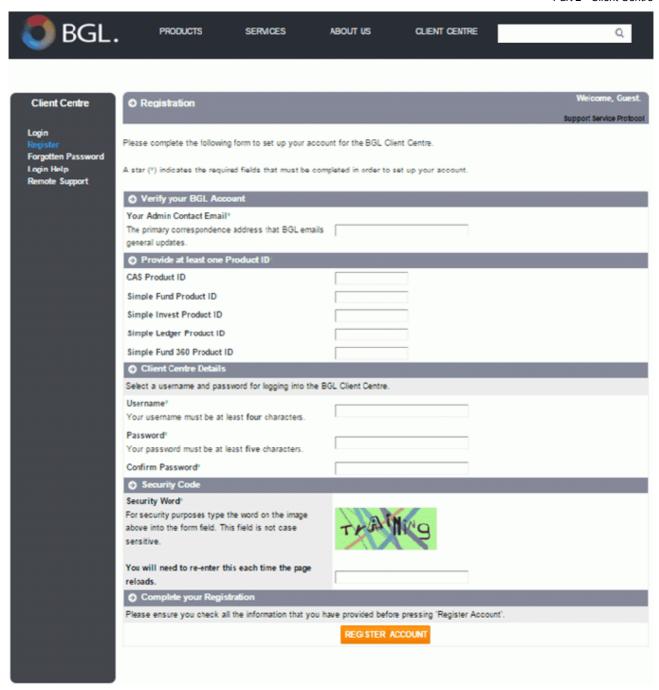
Password:

Input a password for your organisation to use to access the BGL Client Centre

(at least 5 characters)

Security Word: The word in the image must be typed into the box

Click: Register Account

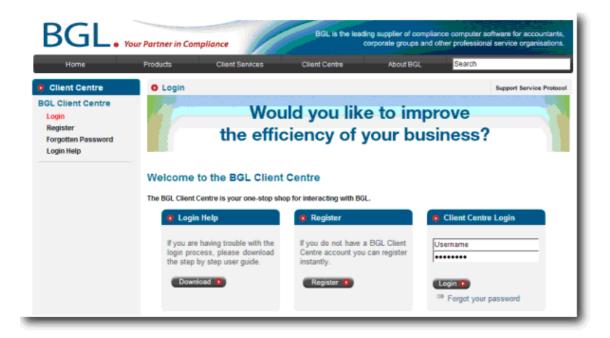


Your Client Centre account will now be activated. Make sure you record your Username and Password in a safe place. You will also need to pass the username and password detail to other people in your organisation who need to access the BGL Client Centre. Your login details will also be emailed to your admin contact email.

If you have any problems setting up your account, please email admin@bglcorp.com.au or call BGL on 1300 654 401.

Logging in to the Client Centre

You can now log in to the BGL Client Centre at http://clients.bglcorp.com.au by entering your **Username** and **Password.**



Proceed to Lesson 1.

Lesson 1 - Loading a new company

Objective

By the end of this lesson you will be able to:

- Add company name, type, A.C.N and other details into CAS
- Create new addresses and add to CAS
- Create individuals, companies and other entities in the people database
- · Appoint multiple directors and secretary
- Add members' share details into CAS
- Create a discretionary trust and add beneficiaries
- Input department and client details to ensure the company status is trading or trustee and is not showing as incomplete in the company selection screen.
- Input members and officers quorum.

Learning Tasks

Method 1 - Loading a company from a Company Register

What is a Company Register?

A company register is a record of information required to be kept under the Corporations Act 2001. The Corporations Act 2001 requires a company to keep a register of members, option holders, charges and debenture holders. Director's Consents to Act, Meeting Minutes or Resolutions and Share Certificates are also required to be kept. These documents are normally kept in a folder called a "Company Register".

CAS Training Company Data

The first method of loading a company is by input of the data from the company register. This training manual gives you step by step instructions on how to load *CAS Training Company Pty Ltd*. These steps are contained in Tasks 1.1 - 1.6 below. The details for *CAS Training Company Pty Ltd* are as follows:

Task 1.1 - Company Details

Company Name CAS Training Company Pty Ltd

A.C.N 111 111 114

Task 1.2 - Company Addresses

Registered Office Suite 2

606-608 Hawthorn Road

Brighton East Vic 3187

Telephone: (03) 9530 6077 Fax: (03) 9530 6964

Date of Change 01/01/1991

Business Office Address as above

Postal Address PO Box 8063, East Brighton Vic

3187

Task 1.3 - Officers

Director 1

Name Mr John David Brown

Address 101 Jones Street

Smiths Gully Vic 3760

Date of Birth 15/08/1958
Place of Birth Melbourne
State of Birth Victoria

Mobile/Cell No 0412 111 222

Email john@cas.com.au

Date of Appointment 01/01/1991

Signatory Signatory

Print Flag Do not print documents

Director 2

Name Mrs Margaret Anne Brown

Address 101 Jones Street

Smiths Gully Vic 3760

Date of Birth 02/07/1958

Place of Birth London

State of Birth Foreign

Country of Birth United Kingdom Mobile/Cell No 0412 111 223

Email mary@cas.com.au

Date Appointed 01/01/1991

Signatory Attendee

Print Flag Do not print documents

Secretary

Name Mr John David Brown (Details as above)

Date of Appointment 01/01/1991

Signatory Attendee

Print Flag Do not print documents

Task 1.4 - Members (Shareholders)

Member 1

Name Mr John David Brown (Details as above)

Date Allotted 01/01/1991

Share Type \$1.00 Ordinary Shares

No of Shares 100

Certificate Type Transaction

Certificate No

Certificate Kept Company Binder

Signatory Signatory

Print Flag Do not print documents

Member 2

Name Mrs Margaret Anne Brown (Details as above)

Date Allotted 01/01/1991

Share Type \$1.00 Ordinary Shares

No of Shares 100

Certificate Type Transaction

Certificate No 2

Certificate Kept Company Binder

Signatory Attendee

Print Flag Do not print documents

Task 1.5 - Trust Details

Name The CAS Discretionary Trust

Date Formed 01/01/1991
Date Appointed 01/01/1991
Settlor/Founder Harry Lang

Task 1.6 - Client Data

Client John Brown
Department Harry Lang

Client Number CASTRAIN123
Reference CASTRAIN123

Current Client Yes
Validate Authorised/Issued Capital No

Text Set Master Set 0

Officers Quorum 2
Members Quorum 2

Letter Addressee Signatory
Invoice Addressee Signatory

URL www.bglcorp.com.au
Email info@bglcorp.com.au

Office Seal Code C01

Location Seal Rack

Method 2 - Loading a company from an Electronic Data Download

The EDGE electronic lodgement system provides **CAS** clients with the ability to lodge common forms electronically with ASIC and also to receive Electronic Data Downloads from ASIC. An Electronic Data Download contains current data for companies including:

- Company Name
- ACN
- · Registered and business address
- Auditor
- Ultimate Holding Company
- Officers
- Members
- Charges

Task 1.7 - Loading a company from a data download

- 1. Prepare and lodge electronically a Form 362 Registered Agent Appointment and Cessation Form.
- 2. Prepare and lodge electronically a Form RA71 Request for Electronic Data Download.
- 3. Receive the Electronic Data Download from ASIC.
- 4. Load the Electronic Data Download into CAS.
- 5. Review the company details for completeness.

Task 1.1 - Adding Company Details

Objective

By the end of this task, you will be able to:

- Input a company name into CAS.
- Input the A.C.N and registration date.
- Set up this company as a portal client.
- Input the corporate key of a company into CAS.
- Select the company type and class.
- Input the next annual review date of a company.

Instructions

From the Ribbon Toolbar:

On the **Home** tab, in the **Company** group, click **Company Selection**.





Jurisdiction This will automatically default to Australia

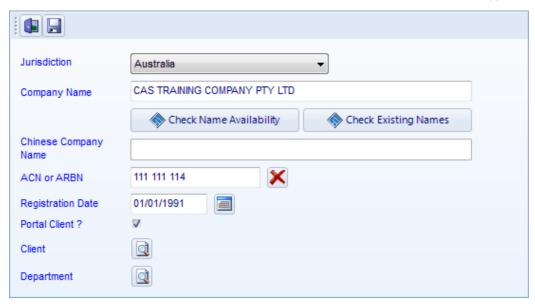
Company Name Input CAS TRAINING COMPANY PTY LTD. Press Tab

ACN Input 111 111 114.

Registration Date Input 01/01/1991.

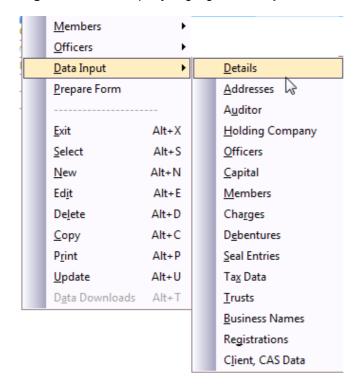
Portal Client? Tick this checkbox ▼

Note: Portal is a web based client collaboration tool that is fully integrated with your **CAS**. Portal automatically delivers forms and documents direct to your client via the web, reminds your client to process the form and document, informs you when your client has processed the form and document and automatically updates your **CAS** software document tracking and management systems for all stages of document processing.



The CAS TRAINING COMPANY PTY LTD will now appear on the Company Selection list.

Right click the company, highlight Data Input and select Details.



CAS will display the Company Add/Edit screen.

Corporate Key Input 12345678.

This number is provided by ASIC and it will appear on the Annual Company Statement. It will be required on documents that are lodged on paper. If you are unsure of the corporate key, you can prepare and lodge the RA71, requesting a company statement. This is covered in **Task 1.7**. Certain conditions apply.

Company Type

CAS will default "Small Proprietary".

Your selection here is dependent upon the type of company being loaded onto **CAS**. Alternatively, press *Tab* or click the **Company Type** list to select a different type of company.

Company Class

CAS will default "Limited by Shares".

Your selection here is dependent upon the type of company being loaded into **CAS**. Alternatively, press *Tab* or click the **Company Class** list to select a different class of company.

Sub Class

Leave this as None.

Super Fund Trustee

For the purpose of this exercise, do not click this box. If this company acts solely as trustee of a super fund, you would click this box.

Type Date

This is the date the company became a company "Limited by Shares". CAS will default the incorporation date. If the class of company has changed since incorporation, input the date it last changed.

Jurisdiction / State

Select "YOUR STATE". This will default to the State of Incorporation selected in your Administration / Defaults / Data Input screen.

Foreign Registration

This field cannot be accessed unless the company type is "Foreign".

Annual Review Date:

Input 01/01/2017. Click Add Task to add a reminder task about the Annual Review to Task Management. The reminder task is set to seven days prior to the Annual Review date by default. The number of days can be changed under Defaults | Annual Review. Defaults are covered in CAS Advanced 1 - Task 1.1.

Task Management is covered in more detail in Lesson 11 of the CAS Advanced 1 Training Manual.



Click the Activities tab

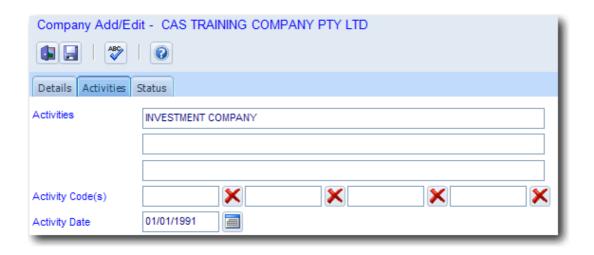
Activities Input INVESTMENT COMPANY.

Activity Activity codes do not apply to Australian companies.

Code

Activity Leave this as *01/01/1991* being the registration date. If the principal activity of the company

Date has changed since incorporation, input the date it last changed.



Click Next 1 to proceed to Adding Company Addresses or click 1 to Exit to the Explorer.

Task 1.2 - Adding Company Addresses

Objective

In this task you will learn how to load company addresses onto CAS

Every company is required to have a registered office and a business office. The registered office and the business office must be an Australian street address - not a post office box.

By the end of this task, you will be able to:

- create addresses in the address search screen
- add addresses to the registered office, business address, postal address, meeting address and ASIC Service address in CAS.

Instructions

Click on the Company Quick Search icon



Find Input CAS Training Company

Right click the company, highlight Data Input and select Addresses.

CAS will display the Addresses Add/Edit screen.

Current Registered Office Click Search to list Addresses. Click New to add a new address.

Input SUITE 2 on the first line.

Input 606-608 HAWTHORN ROAD on the second line.

Click Search at the third address line to list Suburbs and Postcodes. Input **BRIGHTON** E at the search bar. The highlight bar will move to **BRIGHTON**

EAST, VIC.Click **Select**. The address will now include the suburb, state and

postcode.

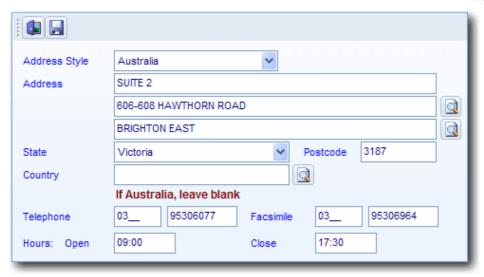
Telephone Input 03 95306077

Fax Input 03 95306964

Hours: Input 09 00 to 17 30.

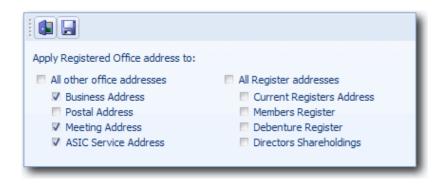
Note: Office open and close hours are only required to be entered for Public

Companies.



Click Apply address to...

Click **W Business Address**, **W Meeting Address** and **W ASIC Service Address**.



Click Save

Date of Change Input 01/01/1991. This date represents the last date of change to the

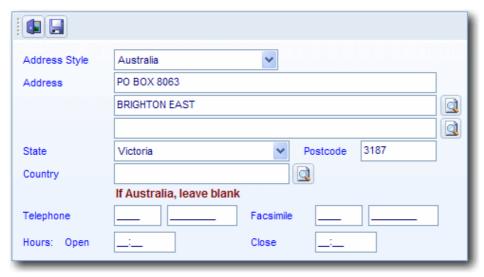
registered office address of the company.

Previous Registered Office Click **Clear** if this field contains a previous address.

Business Address - Date of Input 01/01/1991. This date represents the last date of change to the business office address.

Previous Business Address Click **Clear** if this field contains a previous address.

Add PO BOX 8063, BRIGHTON EAST, VICTORIA, 3187 to Addresses..



Click **Save** and then click **Select**.

Date of Change Input 01/01/1991. This date represents the last date of change to the postal

address.

Previous Postal Address Click **Clear** if the field contains a previous address.



Click Next three times to proceed to Adding Company Officers.

End of Task 1.2. Proceed to Task 1.3.

Task 1.3 - Adding Company Officers

Objective

By the end of this task, you will be able to:

- Create an individual in the people list.
- Add directors and secretaries to a company.
- Select a director as a signatory, attendee or non attendee.

Instructions

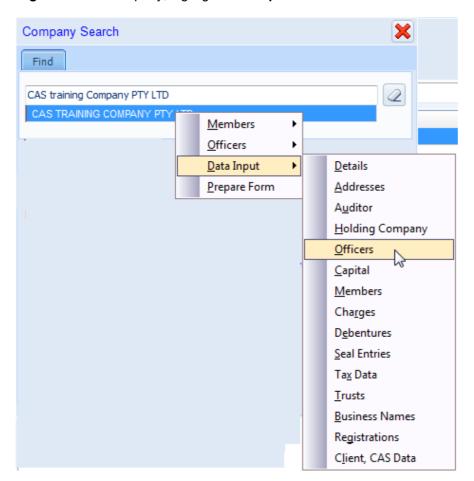
Click on the Company Quick Search icon



Find

Input CAS Training Company

Right click the company, highlight Data Input and select Officers.



CAS will display the Officers Search screen.

Officers Search Click | New

Search for the Officer by typing in the name. If the person has not been entered Officer's Name

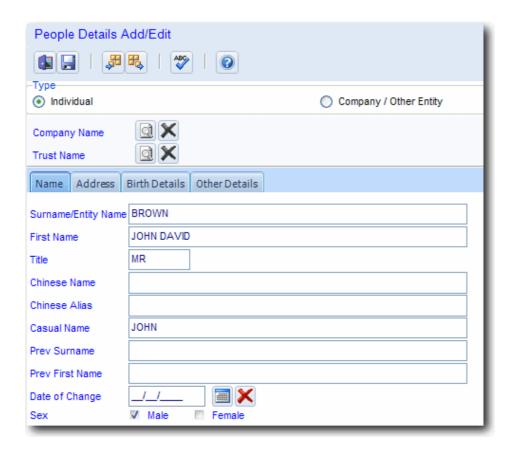
into CAS, select do open the People Search screen.

Type CAS will select *Individual* as the type of person. This is correct.

Surname/Entity Input BROWN.

First Name Input JOHN DAVID.

Title Input MR.

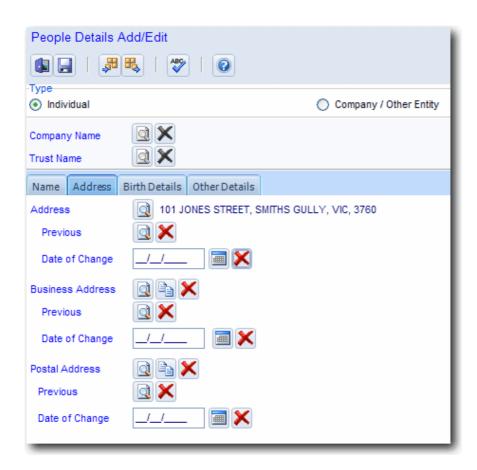


Click the Address Tab.

Address Click **Search** to list **Addresses** and click **New** to add a new address.

Input 101 JONES STREET on the first line. Click Search at the second address line to list Suburbs and Postcodes. Input SMITHS G at the search bar. The highlight bar will move to SMITHS GULLY, VIC. Click Select. The address will now include the suburb, state and postcode.



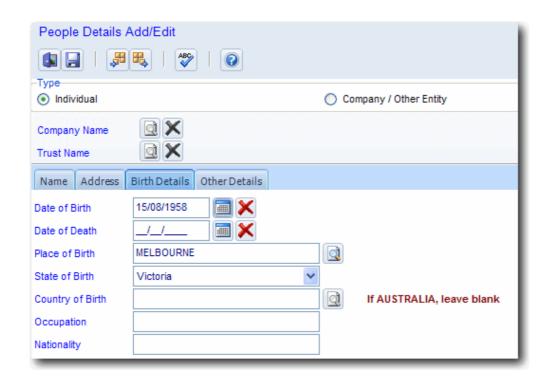


Click the Birth Details Tab.

Date of Birth Input 15/08/1958 as the date of birth.

Place of Birth Input MELBOURNE.

State of Birth Select Victoria.





CAS REQUIRES THE DATE OF BIRTH OF THE OFFICER TO BE ENTERED TO VERIFY THE MINIMUM AGE REQUIREMENT (18 YEARS OLD) OF AN OFFICER HAS BEEN MET

Click the Other Details Tab.

Mobile/Cell No Input 0412 111 222.

Email Input john@cas.com.au.

The mobile number and email address is required to enable digital signing of forms and documents in CAS.



Position

Leave this as *Director*.

Status

Leave this as *Appointed*.

Date Appointed

Input 01/01/1991.

Details

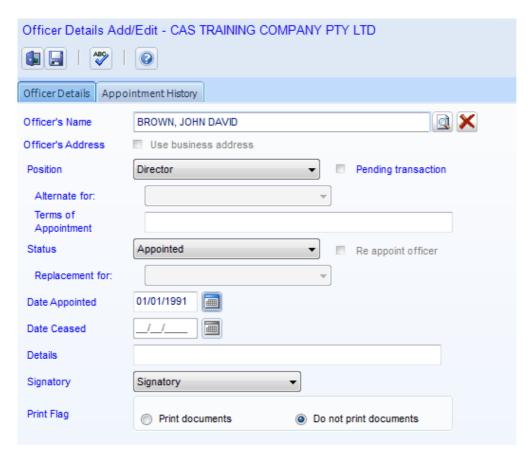
This is a freeform text field. Information input into this field will be displayed on the Register of Officeholders.

Signatory

CAS will default *Attendee*. Select *Signatory*. This officer will be the default ASIC form signatory and the Chairperson of directors meetings.

Print Flag

CAS will default *Do not print documents*. This will ensure that no ASIC form is generated for this change, since it is historical information and not required to be notified to ASIC.



Click | Save

Now repeat these steps to appoint *John David Brown* as Secretary:

Date of Appointment 01/01/1991

Signatory Attendee

Print Flag Do not print documents



SECRETARIES HAVE AN ADMINISTRATIVE ROLE IN CORPORATE GOVERNANCE AND ARE A REQUIREMENT FOR PUBLIC COMPANIES

You are also required to appoint a second director as follows:

Surname Brown

Title Mrs

First Names Margaret Anne

Address 101 Jones Street, Smiths Gully

Date of Birth 02/07/1958

Place of Birth London

State of Birth Foreign

Country of Birth United Kingdom

Email mary@cas.com.au

Position Director

Status Appointed

Date Appointment 01/01/1991

Signatory Attendee

Print Flag Do not print documents



Click Next twice to proceed to Adding Company Members or click to Exit to the Explorer.

End of Task 1.3. Proceed to Task 1.4.

Task 1.4 - Adding Company Members

Objective

By the end of this task, you will be able to:

- Identify the different share transaction types.
- Add share subsriptions to a company.

Instructions

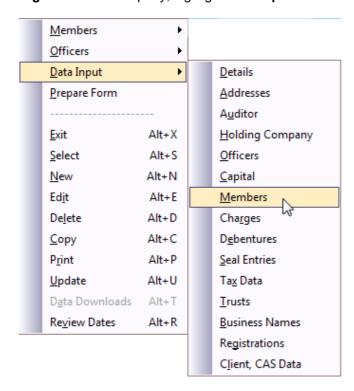
Click on the Company Quick Search icon



Find

Input CAS Training Company

Right click the company, highlight Data Input and select Members.



CAS will display the Member/Shareholders Search screen.



Share Type Click the first **Search** to list the **Share/Unit List** for this company. Highlight \$1.00 Ordinary Shares and click <a>Select Allottee Click first Search to list People. Highlight Brown, John David and click Select **Beneficial Owner** Leave blank. Shares can be held in trust by a person on behalf of another person. The person for whom the shares are held in trust is said to be the beneficial owner of the shares. Number of Shares Input 100. CAS will automatically calculate the type of share certificate and the next certificate number. Unique Share No's Leave blank. Shares do not commonly have unique numbers. Certificate Type Leave this as *Transaction* as the type of share certificate. This is correct. Certificate Number Leave this as 1 the share certificate number. This is correct. Certificate Location Input COMPANY BINDER as the location where copies of Share Certificates are held.

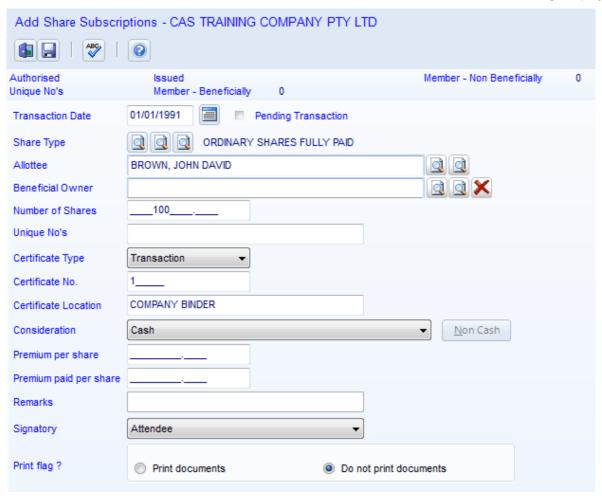
Consideration Leave *Cash* as the method of payment.

Premium per share Leave blank. Premiums and discounts no longer apply to Australian companies.

Signatory Select *Signatory*. This member will be the Chairperson of members' meetings.

Print Flag

CAS will select *Do not print documents*. This is correct as we do not require this transaction to print on a new Form 484 and generate new documents. When you enter a company into CAS, you would select *Do not print documents* since these transactions have already been notified to ASIC in the past.



Click | Save



SELECT SUBSCRIPTION FOR MEMBERS THAT PURCHASE SHARES WHEN THE COMPANY IS FORMED

Now repeat these steps to allot the following transaction:

Transaction Date 01/01/1991

Share Type \$1.00 Ordinary shares
Allottee Margaret Anne Brown

Number of Shares 100

Certificate Type Transaction

Certificate Number 2

Certificate Kept Company Binder

Signatory Attendee

Print Flag Do not print documents





Click Next in the times, proceed to Adding a Trust or click to Exit to the Explorer.



ANYWHERE IN CAS YOU SEE MULTIPLE .:

- THE FIRST ICON IS A GENERAL LIST
- THE SECOND OR THIRD ICON IS COMPANY SPECIFIC

End of Task 1.4. Proceed to Task 1.5.

Task 1.5 - Adding a Trust

Objective

In this task you will learn how to load a trust with a company as its trustee.

Trusts are formed for taxation purposes and are not required to be notified as part of your company information.



A TRUST IS NOT A SEPARATE LEGAL ENTITY AND REQUIRES A TRUSTEE TO CARRY OUT BUSINESS ON BEHALF OF THE MEMBERS OF THE TRUST

By the end of this task, you will be able to:

- Create a discretionary trust.
- Attach beneficiaries to a trust.
- Change the company status in company selection to *Trustee*.

Instructions

Click on the Company Quick Search icon



Find Input CAS Training Company

Right click the company, highlight Data Input and select Trusts.

CAS will display the Trust Search screen.

Click New

Trust Name Input THE CAS DISCRETIONARY TRUST

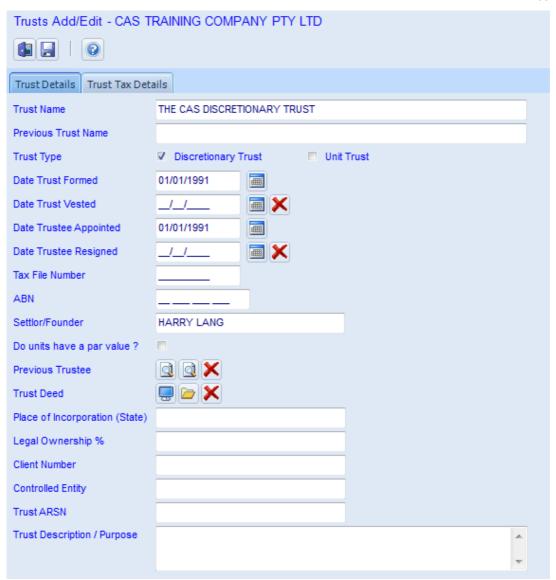
Trust Type CAS will automatically default *Discretionary Trust*. This is correct for this type of trust.

Date Formed Input 01/01/1991 as the date the trust was formed. Press *Tab* twice.

Date Appointed Input 01/01/1991 as the date the trustee was appointed. Press *Tab* four times.

Settlor/Founder Input HARRY LANG.

39



Click 📙 Save

Trust beneficiaries can also be entered by clicking the **Beneficiaries** button on the **Trust Search Add/Edit** screen.

Once this trust has been input, the status of the company on the Company List will change from 'Trading' to 'Trustee'.

Note: Since Client Data has not been input at this point, the company status will still show as 'Incomplete'.

Click Next three times to proceed to Adding Client Data or click to Exit to the Explorer.

End of Task 1.5. Proceed to Task 1.6.

Task 1.6 - Adding Client Data

Objective

In this task you will learn how to load a client and additional company details onto CAS.

By the end of this task, you will be able to:

- input client details and department or partner's details for a company to assist in reporting
- input the corporate key
- input the members and officer quorom the number of people reqiured for a meeting of directors or members
- input the location and code of the company seal
- ensure the company status in the Company Selection not incomplete

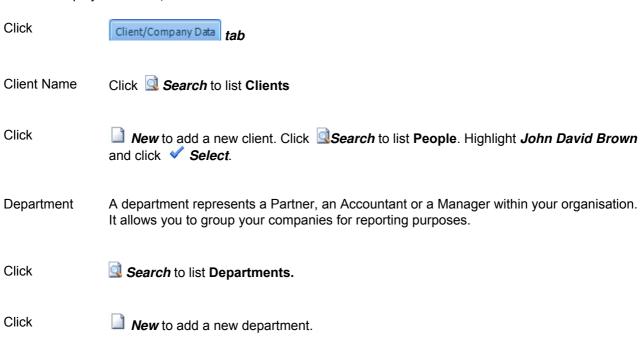
Instructions

Click on the Company Quick Search icon



Right click the company, highlight Data Input and select Client, CAS Data.

CAS will display the Client, CAS Data screen.

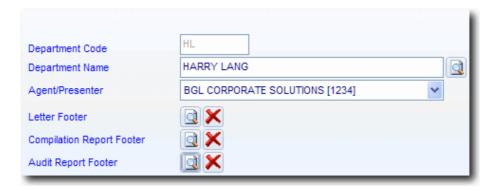


Input the initials of an accountant or company secretary from your office.

Department

Code

Department Name Input the name of an accountant or company secretary from your office.



Click Save then click Select.



This accountant (department) is now linked to this client (John Brown) for the purposes of signing letters to the client and for **CAS** reporting.

Click | Save

Reference

Highlight Brown, John David from your Clients list and click **Select**.

Client Number Input CASTRAIN12 This would usually be an internal filing code.

Input CASTRAIN12 This would usually be an internal invoicing or filing code.

This reference is displayed on the bottom of ASIC forms.

Billing Date Leave this blank. This field allows you to track when you last billed this client.

Current Client This box must be ticked as this company is a current client.

Client transferred from Leave this blank. This field allows you to enter whom this client was transferred

from.

Client transferred to Leave this blank This field allows you to enter who this client is transferred to.

Prepare company forms This box must be ticked to include this company on document tracking reports.

Capital?

Validate Authorised/ Issued Do *not* click this box. **CAS** will allow any share types to be issued, not just the shares that form part of its authorised capital.

Allow alphabetic certificate numbers?

visible to be able to key in alpha numeric characters for share/unit certificate numbers.

Number of decimal places for shares/units?

Text Set

Input the maximum number of decimal places for shares/units. You can enter up to 8 decimal places in CAS.

CAS will default Master Set 0. Leave this. Standard text paragraphs are used in meeting minutes, resolutions, reports, letters and documents prepared by

CAS.

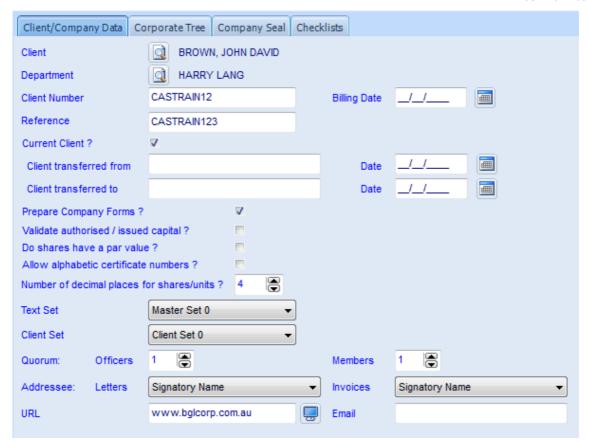
Officers Quorum CAS will default 1. This is correct.

CAS will default 1. This is correct. Members Quorum

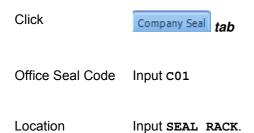
Letter Addressee Select Signatory Name.

Invoice Addressee Select **Signatory Name**.

URL Input www.bglcorp.com.au



Company Seal Details



Location Date Input 01/01/1991.



Click | Save

End of Task 1.6. Proceed to Task 1.7 .		

Task 1.7 - Loading a company from an Electronic Data Download

Objective

In this task you will learn how to obtain electronic data download from ASIC and how to load this data into **CAS**.

Overview

For this task, you need to complete the following steps:

Step 1

Advise ASIC you are the Agent for this company. This is done by preparing and lodging electronically a Form 362.

If you are unsure whether you have already advised ASIC that you are the lodging agent, you can lodge a Form RA61 - Request Review Dates report. You will receive the RA62 Review Dates Report, listing all your companies for whom you act as the Registered Agent.

NOTE:

This step is not required if you are already the agent for the company. You can proceed immediately to Step 2 below.

Step 2

Prepare and lodge the Form RA71 Request for Electronic Data Download. This form may also be lodged to request a reissue of the annual company statement within 28 days of the company's annual review date.

Step 3

Load the data download received from ASIC.

Step 4

Review the company details for completeness. Neither BGL nor the ASIC guarantees the data received in an electronic data download is complete or accurate.

Instructions

Step 1 - Prepare and lodge form 362

From the Ribbon Toolbar:

On the Home tab, in the Electronic Lodgement group, click on the drop down arrow besides Agent Forms.



Select Registered Agent Appointment and Cessation Form 362.

Form Date Leave this as *Today's Date*.

ASIC Agent If you have multiple agents, you can select an alternative lodging agent here for this

company.

Form Type Leave this as **Add company to your ASIC list**.

Company Name If the company is already added to your **Companies** list, click **Search** to select

the company. Otherwise, input JEBEDIAH SPRINGFIELD PTY LTD

ACN Input 093439760

Company Type Leave this as **Small Proprietary**.

Form Signatory Input Surname SIMPSON and First Names LISA JANE.

Position Leave this as *Director*.

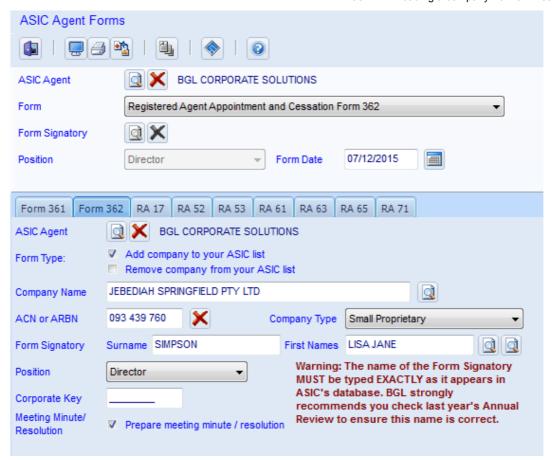
Corporate Key Leave this blank. This is only required if you intend to lodge this Form 362 on paper

and not electronically.

Meeting

✓ Click this box to prepare a Directors Meeting Minute to appoint the ASIC Agent.

Minute/Resolution



lodgement list.

** As mentioned in the **Training Manual Conventions**, instead of clicking to view forms and documents, we will be clicking on to export to PDF.

CAS will validate the Form 362 for electronic lodgement. If validation is successful, a Form 362 will print. This form must be signed by a Director and retained by the ASIC agent.

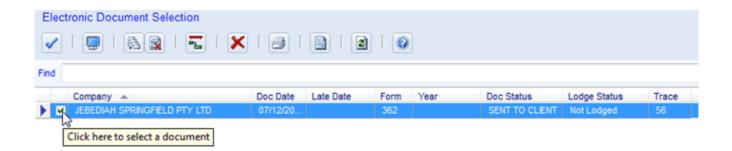
Transmit documents to ASIC?

Click Yes.

Cas will display the ASIC agent. If this is not correct, click Search. Highlight the correct ASIC agent and click ✓ Select.

Click Select Documents. Click the check box to the left of the Form 362. It is important to match the document trace number of the paper form with the trace number on this





Click Lodge ASIC Documents



Step 2 - Prepare and lodge the RA71

On the **Home** tab, in the **Electronic Lodgement** group, click on the drop down arrow besides **Agent Forms**.



Select Request for Electronic Data Download Form RA71 from the drop down list.

Form Signatory

Click Search. Input the surname of the person from your organisation who would normally be the ASIC agent, into the search bar. If this person is not a person on CAS, click New to add the person to the CAS People list. Highlight the person and click Select.

Position

Leave this as Agent.

Leave this as Today's Date.

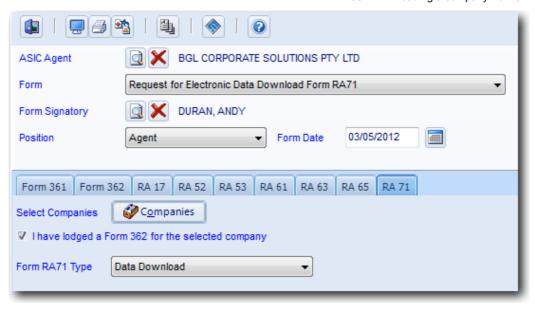
Select Companies Click Companies to list Companies. Tick the checkbox ✓ next to Jebediah Springfield Pty Ltd and click ✓ Select.

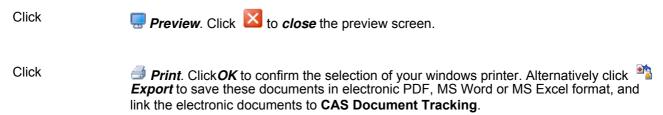
Note: Multiple companies can be selected from this list. **CAS** will then prepare a Form RA71 for each company. You can then proceed to the Select documents for lodgement screen and lodge multiple Form RA71s.

Click VI have lodged a Form 361 or Form 362 for this company.

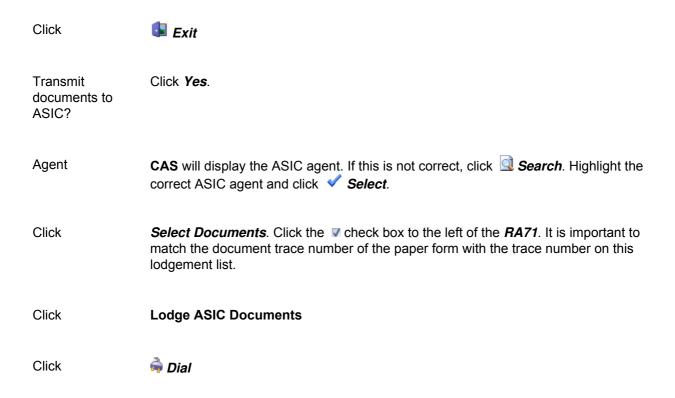
Form RA71 Type Leave this as **Data Download**.

If you are requesting a reprint of an Annual Company Statement, select **Reissue Annual Statement**.

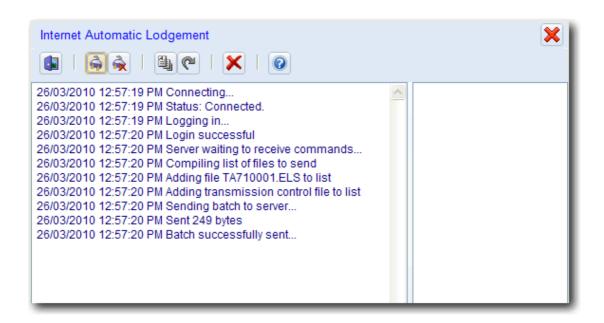




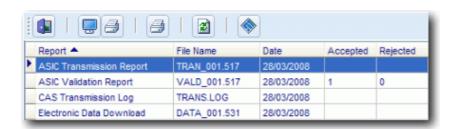
CAS will validate the form for electronic lodgement. If successful, a Form RA71 will print. This form must be signed and retained by the ASIC agent.



CAS will now proceed to lodge the RA71 and retrieve reports received from the ASIC.



After the transmission is complete, CAS will list the reports received from the ASIC.



The electronic company data download is not always received during the first transmission due to processing delays. If this is the case, you will need to wait a few minutes and connect to ASIC again, but this time no documents need to be lodged.

Click ## Print All.

CAS will print the reports received excluding the **CAS** Transmission Log. The Electronic Data Download must now be added into **CAS**.

Click 🚺 Exit

Step 3 - Load the data download received from ASIC

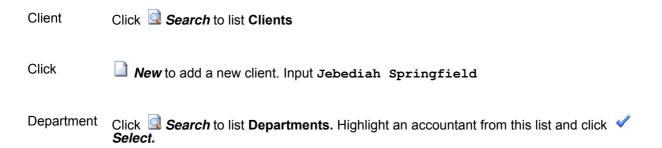
From the Ribbon Toolbar:

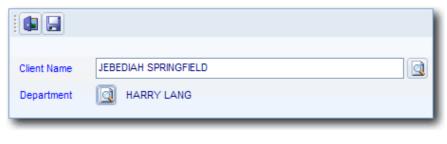
On the **Home** tab, in the **Company** group, click **Company Selection**.



Highlight Jebediah Springfield and click Load Data Download.

Note: Companies that have a data download will appear in the colour **Olive** in the Company Selection screen. This will help in identifying companies that have a data download.





Click Replace CAS database company data with data download data. Since this is a new company on CAS, there is no data being replaced.



Click Load Data Download

The following information from the electronic data download will be copied into your CAS database:

- Incorporation Date
- Business Office Address
- Company Type
- Address where Registers are kept
- Company Class
- Ultimate Holding Company (if applicable)
- Company Sub Class
- Auditor (if applicable)
- Principal Activity
- Current Directors' and Secretaries
- Registered Office Address
- Current Members' Balances



ELECTRONIC DATA DOWNLOAD ONLY LOADS CURRENT COMPANY INFORMATION. NO HISTORICAL DATA WILL BE LOADED

Step 4 - Review the data received / update Members

It is important that you review the data received from ASIC for completeness and correctness.

Not all company information is provided in the electronic data download and this should be input through data entry. This Training Manual covers:

- Adding Previous Names
- Adding Tax Data
- · Adding Company Charges and
- Adding Trusts

......

Update members transactions

Members (shareholders) load into your members register as 'Balance' transactions. The data download does not include allotment or share transfer dates, so you must add this detail manually.

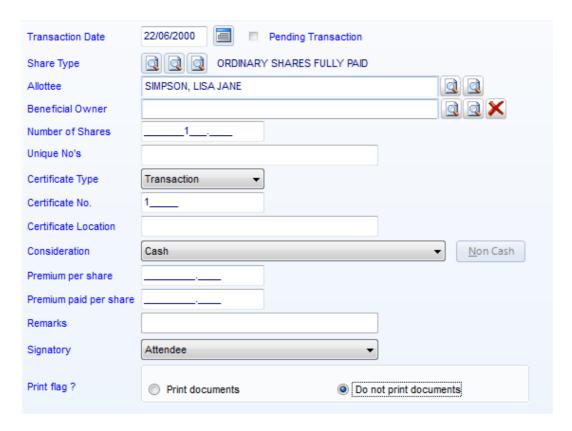
Change the two Balance transactions dated today, to be dated the original date 22/06/2000.

Right click the company, highlight Data Input and select Members.

CAS will display the Members/Shareholders screen

Highlight *Lisa Jane Simpson* and click **Edit**.

Transaction Date Change this from *Todays' Date* to *22/06/2000*.



Click | Save

Now change the	he transaction	type from	Balance	to <i>Allotment</i> .
----------------	----------------	-----------	----------------	-----------------------

Highlight and right click **Lisa Jane Simpson**.

Select Change Bal->Allot.

Repeat these steps for *Jebediah John Springfield*.

This completes the data download process.

End of Lesson 1. Proceed to **Lesson 2**.

Lesson 2 - Officeholder Changes

Objective

In this lesson you will learn how to resign and appoint officeholders.

By the end of this lesson you will be able to:

- resign an existing director and appoint a new director
- record a pending transaction
- appoint an alternate director
- prepare a Change to Company Details Form 484B
- push a form and other supporting documents to Portal
- view the status of documents pushed to Portal through the Document and Forms screen
- prepare additional documents required for an officer change transaction

Details

Officeholders are responsible for the overall management of a company. Officeholders consist of directors, secretaries and alternate directors. A proprietary company must have at least one director and may have a secretary if it chooses. A public company must have at least three directors and one secretary. An alternate director is appointed as a replacement when a director is unable to attend meetings or exercise powers as a director. Changes to officeholders must be notified to ASIC within 28 days on a *Form 484 Change to Company Details*.

Tasks

Task 2.1 - Changing Company Officers

Resignation

Officer's Name Margaret Anne Brown

Position Director

Date Ceased Today's Date
Signatory Non Attendee
Print Flag Print Documents

Appointment

Name Mr Robert Michael Smith

Address 99 Hawthorn Road, Hawthorn Vic 3122

Date of Birth 14/06/1965

Place of Birth Sydney, NSW

Email bob@cas.com.au

Position Director

Status Appointed

Date Appointed Today's Date

Signatory Attendee

Print Flag Print Documents

Task 2.2 - Appointing an Alternate Director

Name Mr Douglas Adams

Address 99 Hawthorn Road, Hawthorn VIC 3122

Date of Birth 01/05/1965

Place of Birth Parramatta, NSW

Mobile/Cell No 0412 111 225

Email doug@cas.com.au

Position Alternate Director

Alternate for Mr Robert Michael Smith

Terms Robert Smith in Cambodia for three months.

Status Appointed

Date Appointed Today's Date

Signatory Attendee

Print Flag Print Documents

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Task 2.1 - Changing Company Officers

Objective

By the end of this task, you will be able to prepare the relevant forms and documents to resign and appoint a director.

Instructions

From the Ribbon Toolbar:

On the **Home** tab, in the **Company** group, click **Company Selection**.



Right click CAS Training Company highlight Officers.

Highlight Resigned from the list and select Margaret Anne Brown



CAS will display the Officer Details Add/Edit screen.

CAS will automatically prefill the relevant information for the resignation of Margaret Anne Brown.

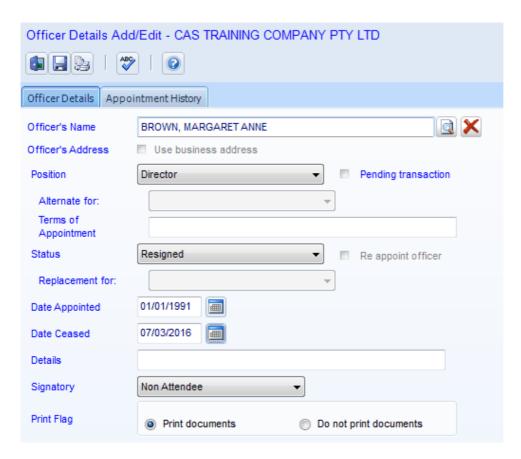
Ceased Date CAS will default to Today's Date. This is correct.

Signatory This could now be set to *Non-Attendee* to ensure Margaret no longer shows as an

attendee on Directors Meeting Minutes..

Print Flag

CAS will select *Print documents*. This is correct to print the company form and supporting documents for this resignation.



Click | Save

Next, appoint Robert Michael Smith as a Director of the company. His details are as follows:

Surname Smith First Names Robert Michael Title Mr Address 99 Hawthorn Road, Hawthorn, 3122 Date of Birth 04/06/1965 Place of Birth Sydney, New South Wales Mobile/Cell No 0412 111 224 **Email** bob@cas.com.au Position Director

Status Appointed (Pending Transaction)

Date Appointed Today's Date

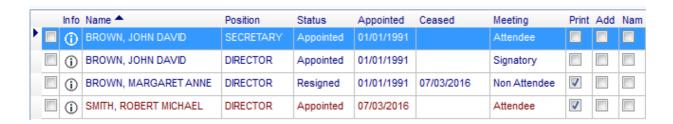
Signatory Attendee



Click **Pending** as the appointment has not been confirmed at this point. Robert can be excluded from documents such as the Register of Officers if the option to **"Exclude pending transactions from documents"** has been selected in the **Administration | Defaults | Documents** screen.

Note: Pending transactions will appear in maroon in the Officer Search screen

Click 📙 Save



CAS will *automatically* select the documents required:

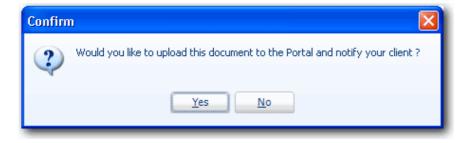
- Register of Officers (optional)
- Directors Meeting Minute or Resolution
- Change to Company Details Form 484B (signed and electronic)
- Consent to Act as Director
- Resignation letter



Click Preview to check your documents prior to printing. Click to Close the preview screen.

Click **Export** to save these documents in electronic PDF, MS Word or MS Excel format, and save the electronic documents in **CAS** Document Tracking..

Note: CAS Training Company is a Portal client. Therefore, you will receive the following message:



Click **Yes** to push all documents you have printed or exported to PDF to **Portal**.



TO PRINT ONLY THE FORMS, CLICK ON ∠ TO CLEAR THE DOCUMENTS SELECTED, THEN SELECT ✓ Electronic



End of Task 2.1. Proceed to Task 2.2.

Task 2.2 - Appointing an Alternate Director

Objective

In this task you will learn how to appoint alternate directors.

By the end of this task, you will be able to appoint an alternate director and push the documents and forms to Portal.



ALTERNATE DIRECTORS ARE APPOINTED FOR A SPECIFIC PERIOD AND HAVE THE SAME DUTIES AND RESPONSIBILITIES AS THE DIRECTOR FOR WHOM THEY ACT AS AN ALTERNATE FOR

Instructions

Click on the Company Quick Search icon



Find Input CAS Training Company

Right click the company, highlight Officers and select Appointment.

CAS will display the People Search screen.

Click New to add Douglas Adams to the People list as

Name **Douglas Adams**

Address 99 Hawthorn Road, Hawthorn

Date of Birth 01/05/1965

Place of Birth Parramatta, New South Wales

Mobile/Cell No 0412 111 225

Email doug@cas.com.au

Highlight **Douglas Adams** and click **Select**.

Position Select Alternate

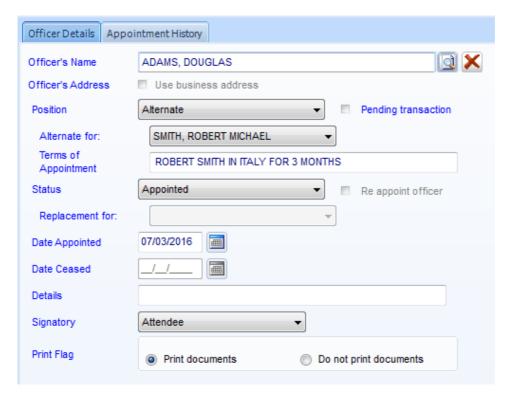
Alternate for Select Robert Michael Smith

Terms of Appointment Input ROBERT SMITH IN ITALY FOR 3 MONTHS.

Status Select Appointed

Date Appointed Input Today's Date Signatory Leave this as **Attendee**

Print Flags Leave this as *Print Documents*



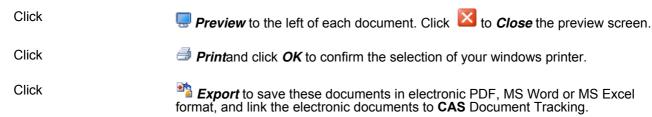
Click to save the changes and prepare documents.

CAS will *automatically* select the documents required:

- Register of Officers (optional)
- Directors Meeting Minute or Resolution
- Change to Company Details Form 484B (signed and electronic)
- Consent to Act

Document Date Leave this as *Today's Date*. This field is located at the bottom right hand corner of the screen.





Note: CAS Training Company is a Portal client.

Click Yes to push all documents you have printed or exported to PDF to Portal.

End of Lesson 2. Proceed to Lesson 3.

Lesson 3 - Member Changes

Objective

In this lesson you will learn how process changes to members in CAS.

By the end of this lesson, you will be able to:

- Identify what a member of a company represents
- Identify members that are companies
- Allot shares in a company
- Change signatories on share certificates
- Transfer shares to a new member
- Prepare a form in response to an annual company statement
- Create joint members in CAS
- Allot shares to joint members
- Prepare a form to change the beneficial ownership status of a share
- Transfer shares to a trustee as trustee for a trust
- Consolidate duplicate people in CAS
- Prepare a Change to Company Details Form 484 Section C
- Push a form and other supporting documents to Portal

Details

Members are the owners of a company. In a company limited by shares, they are called shareholders. In a company limited by guarantee, they are called members. Members provide capital to a company, usually through the purchase of shares. Changes to members must be notified to ASIC within 28 days on a *Form 484 Change to Company Details*.

Tasks

Task 3.1 - Allotment of Shares

Allot the following shares:

Date Today's Date

Share Type \$1 Ordinary Shares

Allottee John David Brown

Number 100

Certificate location Company Binder

Task 3.2 - Transfer of Shares

Transfer the following shares:

Date Today's Date

Share Type \$1 Ordinary Shares

Member Margaret Anne Brown

New Members Robert Michael Smith

Number 100

Certificate location Company Binder

Task 3.3 - Joint Shareholders

Allot shares to Ronald Reagan and Nancy Reagan jointly.

Date Today's Date

Share Type \$1 Ordinary Shares

Allottee Ronald & Nancy Reagan

Address 99 Hawthorn Road, Hawthorn

Number 100

Kept Company Binder

Task 3.4 - Change to Beneficially Owned Status

Change John Brown's shares allotted from beneficially held to non-beneficially held (held in trust).

Task 3.1 - Allotment of Shares

Objective

In this task you will learn how to prepare the documents to allot new shares in a company.

By the end of this task, you will be able to:

- allot new shares in a company
- prepare Change to Company Details Form 484 C within 28 days of the allotment
- push the Form 484 C to Portal

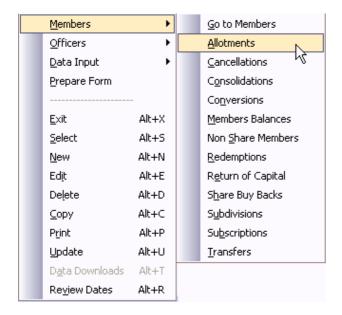
Instructions

From the Ribbon Toolbar:

On the **Home** tab, in the **Company** group, click **Company Selection**.



Right click CAS Training Company, highlight Members from the list and select Allotments.



CAS will display the Add Share Allotments screen.

Transaction Date Input Today's Date

Share Type

Click the third Search to list the Issued Shares. Highlight \$1 Ordinary

Shares fully paid and click < Select.

Allottee Search and select **John David Brown**.

Beneficial Owner Leave this blank as these shares are not held in trust.

Number of Shares Input 100.

Certificate Type Leave this as *Transaction*.

Certificate Number CAS will input 3 as the next share certificate number.

Certificate Location Input COMPANY BINDER.

Consideration Leave this as *Cash*.

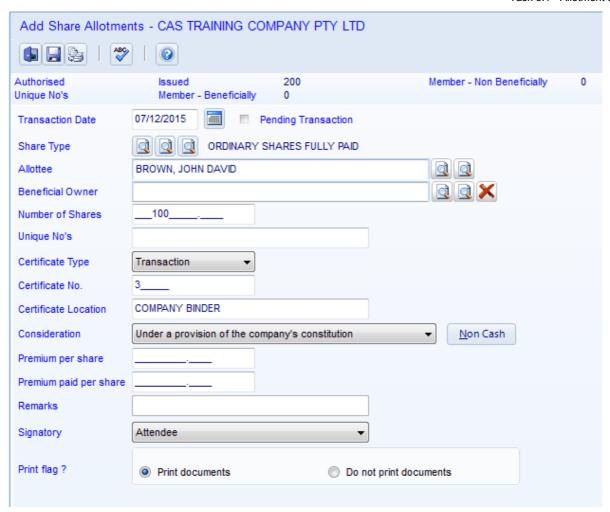
Premium per share/paid

per share

Leave blank. Premiums and discounts no longer apply to Australian companies.

Signatory Leave this as *Attendee*.

Print Flag CAS will select *Print documents* as this allotment must be notified to ASIC.



Click

to save the changes and prepare documents.

CAS will automatically select the documents required for the share allotment:

- Registers Members (optional)
- Register of Notices of Beneficial Ownership (optional)
- Allotment Journal (optional)
- Directors Meeting Minute or Resolution
- ASIC Form Change to Company Details Form 484 Section C
- Share Certificates
- Application for shares

Click Preview to the left of each document. Click to Close the preview screen. Click Print and click OK to confirm the selection of your windows printer. Alternatively click **Export** to save these documents in electronic PDF, MS Word or MS Excel format, and link the electronic documents to **CAS** Document Tracking.

Note: CAS Training Company is a Portal client.

Click Yes to push all documents you have printed or exported to PDF to Portal.

End of Task 3.1. Proceed to Task 3.2.

Task 3.2 - Transfer of Shares

Objective

To teach you how to prepare the documents to transfer ownership of shares from one party to another.

By the end of this task, you will be able to:

- Transfer shares to a new member in the company
- Prepare Change to Company Details Form 484 C within 28 days of the allotment
- Push a form and other supporting documents to Portal
- Notify a change share transfer or allotment in response to an annual review

Instructions

Click on the Company Quick Search icon



Find Input CAS Training Company

Right click the company, highlight Members and select Transfers.

CAS will display the Add Share Transfer screen.

Transaction Date Input Today's Date.

Share Type Click the Search to list the Issued Shares. Highlight \$1 Ordinary Shares

and click **Select**.

Member Click the **Search** to list **Members**. Highlight **Margaret Anne Brown** and click

Select.

Number of Shares Input 100

Unique Share No's Leave this blank as Margaret will not be left with any shares.

Certificate Type: Leave this as *None* as Margaret will not be left with any shares.

Certificate Number Leave this blank.

Certificate Location Leave this blank.

Click the first Search to list People. Highlight Robert Michael Smith and New Member:

click **Select**.

Paid Per Share Leave this as \$1. However this amount is commonly different to the original

amount paid on the share, and must be recorded correctly as some states apply

stamp duty on share transfers

Leave this as *Transaction*. Certificate Type

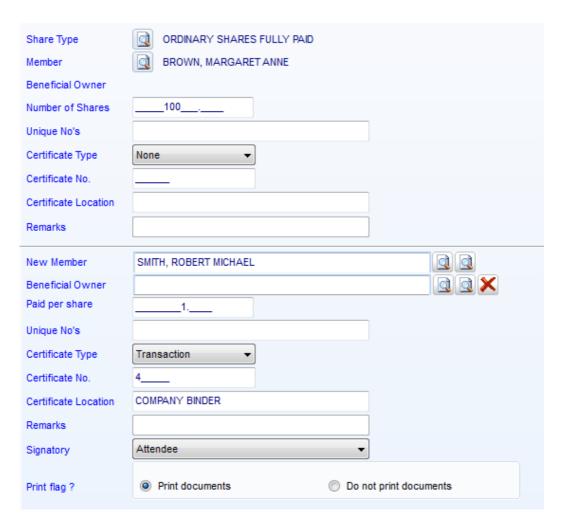
Certificate Number Leave this as 4.

Certificate Kept Input COMPANY BINDER.

Leave this as Attendee. Signatory

Print Flag Leave this as *Print documents* as this transfer must print on the Form 484 and

supporting documents.



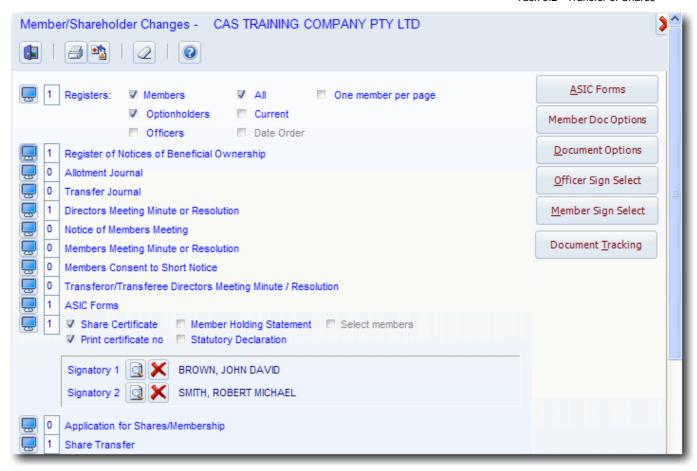
Click

b to save the changes and prepare documents.

CAS will automatically select the documents required for the share transfer.

- Registers Members/Option Holders (optional)
- Register of Notices of Beneficial Ownership (optional)
- Transfer Journal (optional)
- Directors Meeting Minute or Resolution
- ASIC Form Change to Company Details Form 484 Section C
- Share Certificates
- Share Transfer

75



Share Certificate Signatories

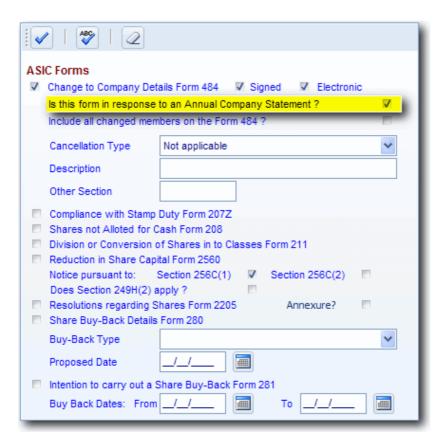
Signatory 1	Leave this as <i>John David Brown</i> .
Signatory 2	Select <i>Robert Michael Smith</i> as the second director to sign share certificates.
Date	Input 10/03/2010 as the date of the documents. This is located on the bottom right corner.
Click	■ Preview to the left of each document. Click to Close the preview screen.
Click	Print and click OK to confirm the selection of your windows printer.
Click	Export to save these documents in electronic PDF, MS Word or MS Excel format, and link the electronic documents to CAS Document Tracking.

Note: CAS Training Company is a Portal client.

Click **Yes** to push all documents you have printed or exported to PDF to **Portal**.

Notifying member changes in response to an Annual Review.

If you are notifying a share transfer or allotment to update details received on the Annual Review, you must click **ASIC Forms**. Then click the check box "**Is this form in response to an Annual Company Statement ?**" Late lodgement penalties still apply where changes are not notified within 28 days.





REFER TO ARTICLE 570 FOR MORE INFORMATION ON LODGING FORMS IN RESPONSE TO AN ANNUAL STATEMENT

End of Task 3.2. Proceed to Task 3.3.

Task 3.3 - Joint Shareholders

Objective

In this task you will learn how to allot shares to a joint shareholder.

By the end of this task, you will be able to:

- create joint entities and attach representatives to the entity or company
- allot shares to a new joint shareholder
- prepare Change to Company Details Form 484 C to notify ASIC of the new shareholder
- push the form and other supporting documents to Portal

Instructions

Click on the Company Quick Search icon



Find Input CAS Training Company

Right click the company, highlight Members and select Allotments.

CAS will display the Add Share Allotment screen.

Transaction Date Input Today's Date

Click the third **Search** to list the **Issued Shares** for this company. Highlight Share Type

\$1 Ordinary Shares and click Select.

Allottee Click the first Search to list CAS People.

Create the joint member/shareholder Ronald Reagan and Nancy Reagan.

Step 1 - Adding Ronald Reagan as an Individual

Click ■ New

Leave this as Individual Type

Surname Input REAGAN

First Name Input RONALD

Click the **Address** Tab.

Address Click Search to select an address from the CAS Address list. Highlight 99

Hawthorn Road and click V Select.

Click the Other Details Tab.

Email Input reagan@cas.com.au



Step 2 - Adding Nancy Reagan as an Individual

Highlight Ronald Reagan and click | Copy

First Name Input NANCY



Highlight Nancy Reagan's name and click on <a>
.

Click the Other Details tab and input reagan@cas.com.au as the email address.

Step 3 - Merging Ronald and Nancy Reagan into a Joint Record/Member

Click the $\ensuremath{\,^{\triangledown}}$ check boxes to the left of Reagan, Ronald and Reagan, Nancy.

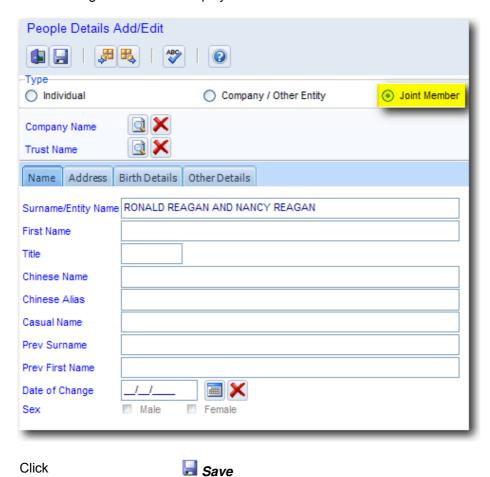


Click Joint Member/Representatives

The following message will appear:



The following screen will be displayed:

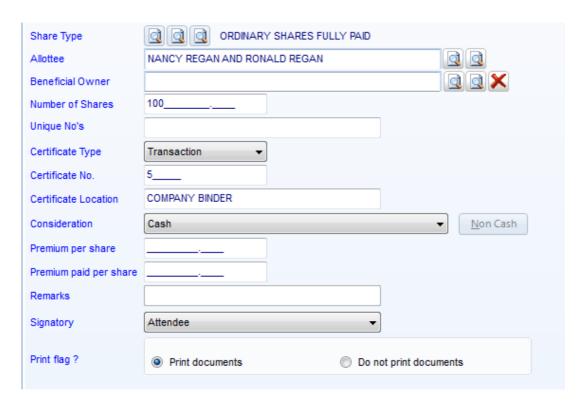


Highlight *Ronald Reagan and Nancy Reagan* on the CAS People List.



Certificate Location Input COMPANY BINDER.

Click



Click

b to save the changes and prepare documents.

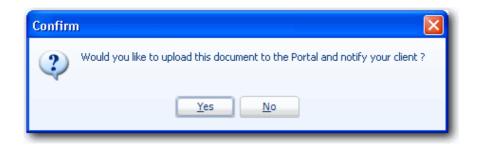
CAS will automatically select the documents required for the share allotment:

- Registers Members/Option Holders (optional)
- Register of Notices of Beneficial Ownership (optional)
- Allotment journal (optional)
- Directors Meeting Minute or Resolution
- ASIC Form Change to Company Details Form 484 Section C
- Share Certificate
- Application for Shares

Click Preview to the left of each document. Click to Close the preview screen.

Click Print and click OK to confirm the printer. Alternatively, click Export to save these documents in electronic format, and link the electronic documents to CAS Document Tracking.

Note: CAS Training Company is a **Portal** client. Therefore, you will receive the following message:



Click Yes to push all documents you have printed or exported to PDF to Portal.

End of Task 3.3. Proceed to Task 3.4.

Task 3.4 - Change to Beneficially Owned Status

Objective

By the end of this task, you will be able to:

- Transfer shares to the new member as trustee for a trust.
- Select the trustee as the new member and the trust as the beneficial owner.
- Prepare Change to Company Details Form 484 C to notify ASIC of the change.
- Push the form and other supporting documents to **Portal**.

Details

When changes to shareholders are notified to ASIC on the Form 484, the question 'beneficially owned?' must be answered. This question is asking whether the shares are owned by this shareholder or are held in trust by this person for the benefit of another party. If the shares are not held in trust, the shares are beneficially owned by the shareholder. If the shares are held in trust for another party, the shares are not beneficially owned by the shareholder. Occasionally shares may be held in trust and change back to being beneficially owned, or alternatively, may originally be beneficially owned and change to being held in trust. If a change to this beneficial owner status takes place, this must be notified to ASIC on the **Form 484 within 28 days of the change**.

The following steps are required to change the beneficially owned status:

- Step 1 Create John Brown in the people list a second time with the exact same details as the original John Brown.
- Step 2 Process the transfer to the second John and attach 'CAS Discretionary Trust' as the beneficial owner. This will produce a transfer form.
- Step 3 Once the form is lodged, do a consolidation of the two Johns to remove the duplicate record in the people list.

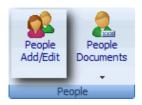
Instructions

Step 1 - Create another entry for John Brown in the people list

A copy of John David Brown will need to be created in the people list.

From the Ribbon Toolbar:

On the **Home** tab, in the **People** group, click **People Add/Edit**.



CAS will display the People Search screen.

Highlight Brown, John David

New First Name Input John David

You should now have two entries for John David Brown.

Step 2 - Transfer the shares

Transfer the shares from the first John David Brown to the second one and attach *The CAS Discretionary Trust* as the beneficial owner

Click on the Company Quick Search icon



Find Input CAS Training Company

Right click the company, highlight Members and select Tranfers.

CAS will display the Add Share Transfer screen.

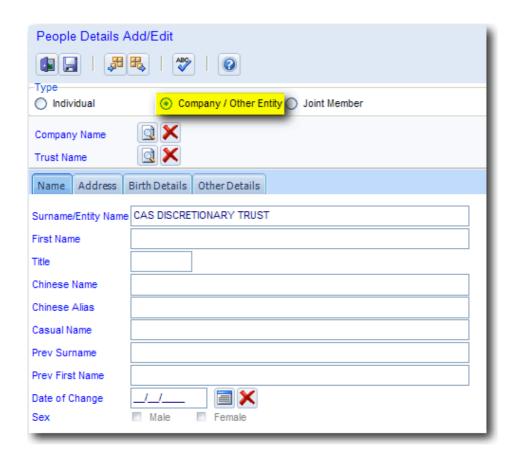
Transaction Date Input Today's Date

Share Type Click on Search to list the Issued Shares. Highlight \$1 Ordinary Shares

fully paid and click **Select**.

Allottee Click on Search to list Members. Highlight John David Brown and click Select. **Number of Shares** Input 100. Leave this blank. Unique Share No's Leave this as Balance. Certificate Type: Certificate Number It will default to 3. Certificate Location Input COMPANY BINDER New Member: Click the first **Search** to list **People**. Highlight the second **John David Brown** and click **Select**. Click the first **Search** to list **People**. **Beneficial Owner**

Add The CAS Discretionary Trust at 101 Jones St, Smiths Gully to the People List.



Paid Per Share Leave this as **\$1**. However this amount is commonly different to the original

amount paid on the share, and must be recorded correctly as some states apply

stamp duty on share transfers.

Certificate Type Leave this as *Transaction*.

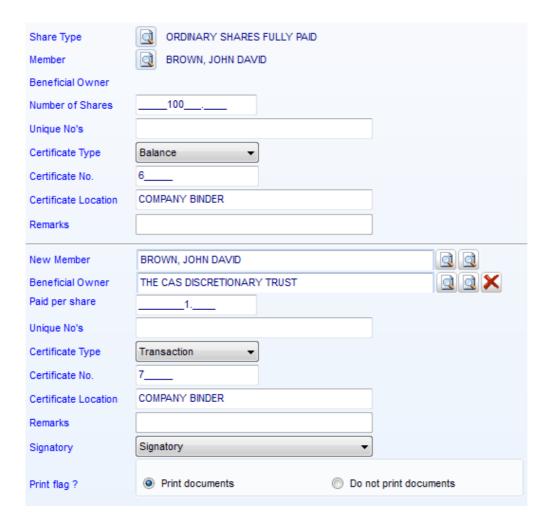
Certificate Number Leave this as 4.

Certificate Kept Input COMPANY BINDER.

Signatory Leave this as Attendee.

Print Flag Leave this as Print documents as this transfer must print on the Form 484 and

supporting documents.



Click

b to save and prepare the documents.

CAS will automatically select the documents required for the share transfer.

- Registers Members/Option Holders (optional)
- Register of Notices of Beneficial Ownership (optional)
- Transfer Journal (optional)
- Directors Meeting Minute or Resolution
- ASIC Form Change to Company Details Form 484 Section C
- Share Certificates
- Share Transfer

Share Certificate Signatories

Signatory 1 Leave this as John David Brown.

Date Leave as today's date.

Click Preview to the left of each document. Click to Close the preview screen.

Click Print and click OK to confirm the selection of your windows printer.

Export to save these documents in electronic PDF, MS Word or MS Excel format, and link the electronic documents to **CAS** Document Tracking. Click

Note: CAS Training Company is a Portal client.

Click Yes to push all documents you have printed or exported to PDF to Portal.



BENEFICIAL OWNER DETAILS DO NOT APPEAR ON THE ASIC FORM. THE BENEFICIALLY HELD OPTION IN THE ASIC FORM WILL DISPLAY AS NO INDICATING THAT THE ALLOTTEE DOES NOT OWN THE SHARES

Share class code	Shares increased by (number)	Shares decreased by (number)	Total number now held	Total \$ paid on these shares	Total \$ unpaid on these shares	Fully paid (y/n)	Beneficially held (y/n)
ORD	1		1	1.00	0.00	Yes	No

Step 3 - Lodge the form and consolidate the duplicate entries

You will need to lodge the transfer form and then do a consolidation of the two "Johns" to remove the duplicate record in the people list. To consolidate, refer to the CAS Advanced 1 Training Manual -**Lesson 10 - Consolidating Duplicate Records**



REFER TO ARTICLE 492 FOR INFORMATION ON SETTING A MEMBER AS TRUSTEE FOR A TRUST

End of Lesson 3. Proceed to Lesson 4.

Lesson 4 - Changing Addresses

Objective

By the end of this lesson, you will be able to:

- Identify the various address details that must be maintained by a company.
- Identify a registered office address.
- Identify the principal place of business of a company.
- Change the registered address and business address of a company.
- Update the meeting address of a company.
- Change a member or an officer's residential address.
- Update a persons business or postal address.
- Push the forms and other documents to Portal.
- Prepare a people group report to view the address details of a member or officer.

Details

Company Address Changes

Australian companies have a Registered Office and a Principal Place of Business. The Registered Office is the official address where notices may be served on a company and where registers are kept. The principal place of business, or the business address, is the address where business is carried out by the company. Changes to these two addresses must be notified to ASIC within 28 days on a *Form 484 Change to Company Details*.

Member Address Changes

Officeholders or Members address changes must also be notified to ASIC within 28 days on a *Form 484 Change to Company Details*.

Multiple address changes for Officers of a same Company

Multiple address changes for officers of a same company can be notified on the same 484.

Listed Public Company Members

Member address changes for listed public companies do not need to be notified as they occur. They are only notified once a year in response to the Annual Company Statement.

Shareholders who are Companies

If a shareholder is a company, the company address must be changed and lodged with ASIC on the Form 484 before the change of address of member can be lodged on the Form 484.

Tasks

Task 4.1 - Changing Company Addresses

New Registered Office 99 Hawthorn Road, Brighton East Vic 3187

New Business Address 99 Hawthorn Road, Brighton East Vic 3187

Date of Change Today's date

Task 4.2 - Changing the Residential Address of an officer and member

Name Robert Michael Smith

Address 1 Yarra Street, Toorak, Vic, 3142

Date of Change Today's date

Task 4.1 - Changing Company Addresses

Objective

In this task you will learn how to process a change to the registered office and the principal place of business of a company.

Details

Registered Office

The registered office is the official address where notices may be served on the company. The registered office must be an Australian street address, not a post office box. Public companies are required to have their registered office open to the public for at least 3 hours each business day. Proprietary companies are not required to have their registered office open to the public but are required to have facilities for the inspection of their registers available at the registered office.

Public companies are required to prominently display the name of the company and the words "Registered Office" at the registered office of the company.

All companies are required to display the name of the company at every place at which the company carries on business that is open to the public. A sign within the premises is sufficient.

Where a company does not occupy the registered office, it must obtain written consent for the company's use of those premises as its registered office.

Principal Place of Business

The principal place of business must be an Australian street address. The name of the company should be displayed at the principal place of business.

Instructions

From the Ribbon Toolbar:

On the **Home** tab, in the **Company** group, click **Company Selection**.



Highlight CAS Training Company and click Select.

On the **Changes & Documents** tab, in the **Single Company Changes** group, click on **Company Addresses**.



Registered Address

New Address Click Search to list Addresses. Highlight 99 Hawthorn Road, Hawthorn.

Click

This will prepare an address usage report for the new Registered Address.

Date of Change Leave this as *Today's Date*.

Office Occupier For the purpose of this exercise, leave this blank. If the company **does not**

occupy the premises, the name of the office occupier must be input.

Business Address

New Address Click Search to list Addresses. Highlight 99 Hawthorn Road, Hawthorn

3122 and click V Select.

Click

This will prepare an address usage report for the new Business Address.

Date of Change Leave this as *Today's Date*.

Business Names
Leave this *checked*. If the company is a proprietor of a business name

entered into CAS, you will be prompted to update the address for business

names also.

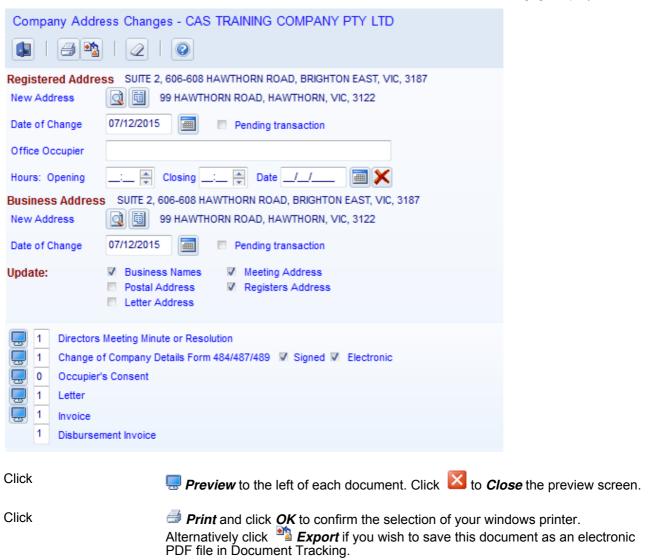
address to the new registered office. The postal address is located in the Data

Input | Addresses screen.

Document Date Leave this as *Today's Date*.

CAS will automatically select the documents required for the change to the registered office and the principal place of business. These are:

- Directors Meeting Minute or Resolution
- Change of Company Details Form 484 (signed and electronic)
- Occupier's Consent to Specification (if required)



Note: CAS Training Company is a Portal client.

Click **Yes** to push all documents you have printed or exported to PDF to **Portal**.

End of Task 4.1. Proceed to Task 4.2.

Task 4.2 - Changing the Residential Address of an officer and member

Objective

In this task you will learn how to process a change of an officer or member's residential address.

By the end of this task, you will be able to:

- change an officer or member's address in one company or in multiple companies
- apply a officer or member's new address change to the company's registered office address, business and meeting address
- prepare a People Group report to check address change details

Instructions

From the **Ribbon Toolbar**:

On the **Home** tab, in the **Company** group, click **Company Selection**.



Highlight CAS Training Company and click Select.

On the **Changes & Documents** tab, in the **Multi-Company** group, click on the drop down arrow below **Multi-Company Documents**.



Select Address/Name Change from the list.

CAS will display the Officer/Member Address and Name Change screen.

Select

New to display changes screen

Click the first Search to list People. Highlight Smith, Robert Michael and click ✓ Select.

Click

This will prepare an address usage report for the current address.

New Address

Click Search to list Addresses and click New to add a new address.

Input 1 YARRA STREET on the first line. Click Search at the second address line to list Suburbs and Postcodes. Input TOORAK into the search bar. The highlight bar will move to TOORAK VIC. Click Select. The address will now contain this suburb, state and postcode.

Click **Save**. **CAS** will highlight the new address. Click **Select**.

Update person's business address?

✓ Leave this box checked. If you have recorded a separate business address for this person, **CAS** will update this to the new address as well.

Update person's postal address?

Leave this box checked. If you have recorded a separate postal address for this person, **CAS** will update this to the new address as well.

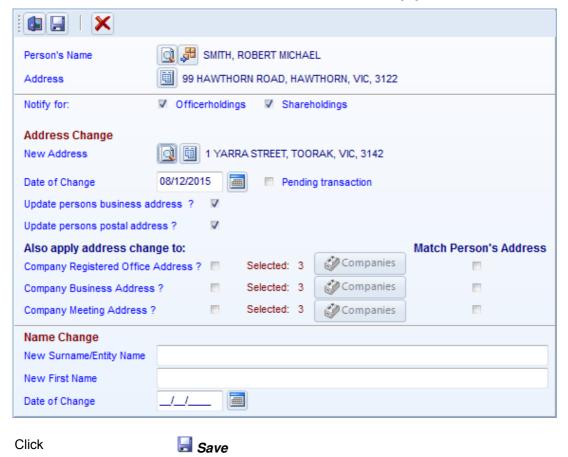
Also apply address change to:

Company Registered Office Address?	Do not click this check box as for the purpose of this exercise, you are not required to update the company registered office address to the new address.
Company Business Address?	Do not click this check box as for the purpose of this exercise, you are not required to update the company business address to the new address.
Company Meeting Address?	Do not click this check box as for the purpose of this exercise, you are not required to update the company meeting address to the new address.

If you choose to update all or any the above addresses to the new address as well, **CAS** will prepare the relevant 484A form for this change.

Note: Changes to the Company Meeting Address will not show on the form 484A as you are not required to lodge this with ASIC.

Date of Change Leave this as *Today's date*.



CAS will display a list of companies where the person is an officer or member. This list will also contain multiple people whom you wish to update details for. To add more address and name changes you will need to click on **New**, and repeat the steps above.



CAS will display a list of companies where this person is an officer or member. Click the ✓ checkbox to select or deselect the companies for which you wish to prepare forms.



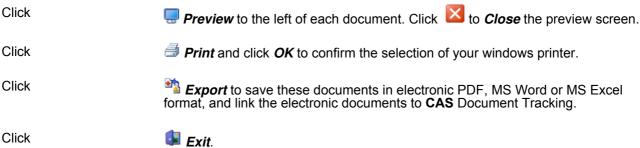
CAS will then display the Officer Changes screen if the person was an officer only. **CAS** will display the Members Changes screen if the person was a shareholder as well as an officer. The form 484A will contain a ?check? against the appropriate changes that are selected to be notified.

CAS will automatically select the documents required:

ASIC Forms - Change to Company Details Form 484A

Date Leave this as *Today's date*.





CAS will then display the Officer Changes or Member Changes screen for the next company for which this person is an officer or member.

Click *Print* or **Export** to prepare the documents for this company.

.....

Note: CAS Training Company is a Portal client.

Click Yes to push all documents you have printed or exported to PDF to Portal.

CAS will continue through all companies for which this person is an officer. After all companies have been processed, **CAS** will return to the **Document Process** screen.



AN OFFICER'S OR MEMBER'S ADDRESS CAN ALSO BE CHANGED VIA THE CUSTOMISED EXPLORER|CHANGES DOCUMENTS|ADDRESS/NAME CHANGE

Prepare a People Group Report

To ensure you have notified the address change for all companies, you can check against a People Group Report.

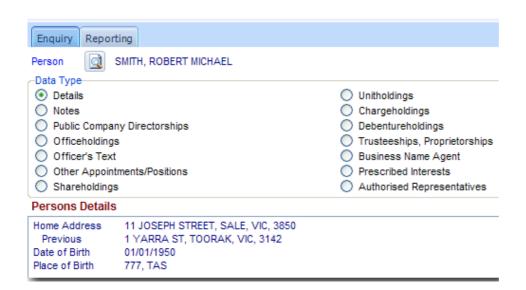
From the Ribbon Toolbar:

On the Enquiries & Reporting tab, in the Enquiries group, click People Group Report.

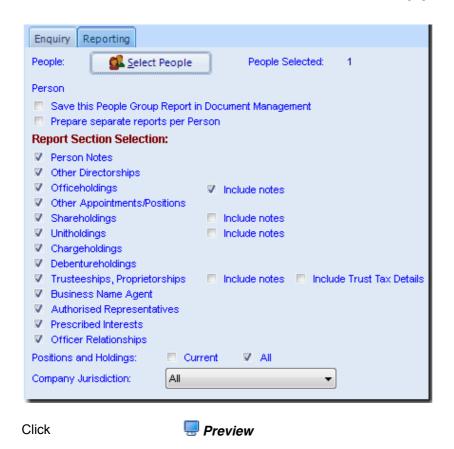


Person Click Search to list People. Highlight Smith, Robert Michael and click Select.

Data Type Select **Details** to display Robert's address.



Click the **Reporting** tab



End of Lesson 4. Proceed to Lesson 5.

Lesson 5 - Annual Reviews

Objective

In this lesson you will learn how to manage the Annual Review process.

By the end of this lessson, you will:

- Understand what an Annual Statement is and when it is provided to you by ASIC
- Understand how the Annual Statement is sent electronically to you in CAS
- Know all the annual fees for proprietary, public and special purpose companies
- Know the late penalty fees for late payment of annual fees
- Know the requirements for a solvency declaration
- Know the criteria required to change the annual review date
- Be able to prepare a review date listing from data in CAS
- Be able to prepare and lodge a Request Review Date Report Form 61
- Collect Annual Statement from ASIC's electronic lodgement system EDGE
- Be able to prepare a comparison report to compare the Annual Statement
- Be able to prepare a solvency minutes/resolution, ASIC invoice and other supporting documents
- Be able to push the CAS Annual Company Statement, Solvency Minutes and other supporting documents to Portal
- Be able to reprint Annual Statements
- Be able to prepare and lodge a Request Debtors Ledger Report From RA67

Overview

Annual Statement

Each year ASIC is required to provide a company with its Annual Statement. This statement must be provided within 14 days of the Annual Review Date. The Annual Review Date is the anniversary of the company registration date, however the review date can be changed under certain circumstances.

ASIC must be contacted **within five days** after the review date if the annual statements have not been received.

This Annual Company Statement Package comprises of the:

- Annual Company Statement Form 480; and
- Annual Fee Invoice.

The Annual Fee must be paid within 2 months of the Annual Review Date.

How will I receive my Annual Statements?

For electronic lodging agents, the Annual Statement will be sent to your EDGE mailbox on the review date of your companies. This means you will need to connect to EDGE through your **CAS** software to retrieve the Annual Statements. Agents need to have processes in place to ensure your EDGE mailbox is accessed regularly to receive Annual Statements after the review dates. If you are regularly lodging documents electronically, then this is taken care of.

When received electronically, **CAS** will update your document tracking system to include the Form 480 with the status Document Received and will have a link to the PDF copy received from ASIC.

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Can I get a listing of my Review Dates?

A Review Date Listing is available in **CAS** through **Reporting | Listings**. You can also lodge the RA61 Request Review Date Listing to get a listing of the review dates for all the companies who you are the registered agent for.

It is recommended that you lodge an RA61 regularly to ensure that you are aware of any review dates approaching or any outstanding. The RA61 can only be lodged electronically, not manually on paper.

Do I have to lodge anything to ASIC?

The Annual Company Statement must be checked for accuracy. If the Annual Company Statement is correct and up to date, there is nothing to lodge. The company simply pays the annual invoice. Any corrections to the Annual Company Statement must be notified to ASIC within 28 days of the Annual Review Date. Corrections are notified on a Change of Company Details Form 484. ASIC late lodgement penalties may apply.

Solvency Declaration

As part of the Annual Review process, the directors of the company are required to pass a Solvency Resolution within 2 months of the Annual Review Date. This solvency resolution does not need to be lodged with ASIC but Directors must sign this document and keep it with company minutes and resolutions.

If the company is insolvent and passes a negative solvency resolution (resolving the company is not solvent), the Statement in Relation to Solvency Form 485 must be lodged with ASIC within 7 days of the negative solvency resolution. If the company is unable to pass a solvency resolution, where for example, the company cannot tell if it is solvent, the company must lodge a Form 485 within 7 days of the original solvency resolution due date (67 days from the annual review date). The Form 485 can be lodged electronically.

Solvency resolutions are not required for companies that have lodged their financial report and directors report with ASIC under Chapter 2M of the Corporations Act in the 12 months prior to the review date.

From the Annual Review screen, you will be able to print a solvency minute or resolution. The resolution will be as follows:

It was resolved after reviewing the result of the company for the previous year, reviewing the cash flow budgets for the ensuing year and considering the ability of the company to realise assets that the company would/would not be able to pay its debts as and when they fall due.

Tasks

Task 5.1 - Prepare Review Date Listing

This task will lead you through preparing a Companies Listing in Review Date order.

Task 5.2 - Prepare RA61 Request Review Date Report

This task will lead you through preparing a Companies Listing in Review Date order.

Task 5.3 - Collect Annual Statements from EDGE

This task will lead you through collecting Annual Statements from ASIC's electronic lodgement system.

Task 5.4 - Compare Company Statement

This task will lead you through receiving the Annual Company Statement and comparing the details sent by ASIC with the details on your **CAS** database.

Task 5.5 - Prepare Annual Documents

This task will lead you through preparing the Annual Company Statement, including the Annual Company Statement Form 480 and Annual Invoice, as well as preparing a Solvency Declaration.

Task 5.6 - Reprint Annual Statements

Once the Annual Statement has been printed, it is no longer listed on the Annual Review screen. You can reprint annual reviews by using the *Reprint Documents* function in **CAS**. You may also request another copy from ASIC within 28 days of the review date by lodging the RA71.

Task 5.7 - RA67 Request Company Debt Report

ASIC can provide you with a list of your companies that have any outstanding fees. This is a handy report to show any companies that have outstanding annual review fees, or who have incurred late lodgement penalties.

Task 5.1 - Prepare Review Date Listing

Objective

In this task you will learn how to prepare a companies listing in annual review date order.

By the end of this task you will be able to prepare a report with the annual review dates for all companies in your **CAS** database.

Instructions

From the Ribbon Toolbar:

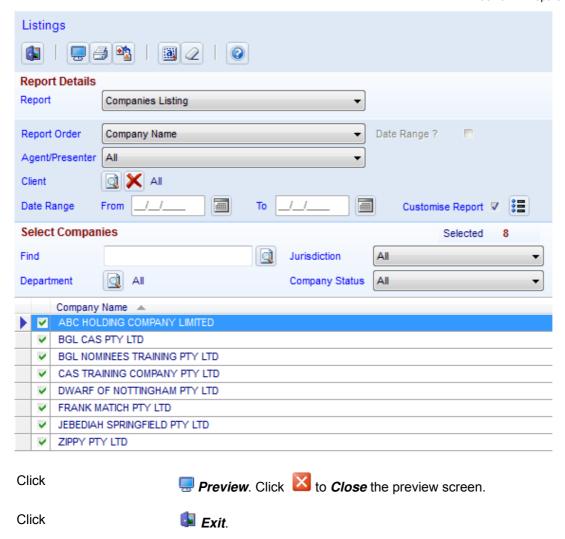
On the **Enquiries & Reporting** tab, in the **Reporting** group, click the drop down arrow below **Listing Reports**.



Select Companies Listing from the list.

Report Details

Order	Select Annual Review Date	
Date Range?	\Box Leave this unticked. You will tick this only if you wish to display annual review dates within a certain date range on the Companies Listing.	
Agent/Presenter	Leave this as ALL	
Tick Customise Report	Click to customise the report options and set the report order.	



End of Task 5.1. Proceed to Task 5.2.

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Task 5.2 - Form RA61 - Request Review Date Report

Objective

In this task you will learn how to prepare and lodge a Request Review Date Report Form RA61.

By the end of this task, you will be able to:

- Prepare the RA 61 to view a list of all companies that you act as an ASIC agent for as well as a list of the annual review dates
- Identify forms that do not have a paper copy and only are electronic files
- Compare annual review dates entered into CAS with the data received from ASIC
- Update annual review dates entered into CAS with data received from ASIC

It is recommended that you lodge an RA61 regularly to ensure that you are aware of any review dates approaching or any outstanding.

Instructions

From the Ribbon Toolbar:

On the **Home** tab, in the **Electronic Lodgement** group, click on the drop down arrow besides **Agent Forms**.



Select Request Review Date Report Form RA61 from the list.

Form Signatory Click **Search** to list **People**. Select a person from your office.

Position Leave this as **Agent.**

Form Date Leave this as *Today's Date*.

Period Start Date: Leave this as *1 January*.

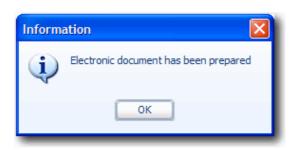
Period End Date: Leave this as **31 December**.



Click

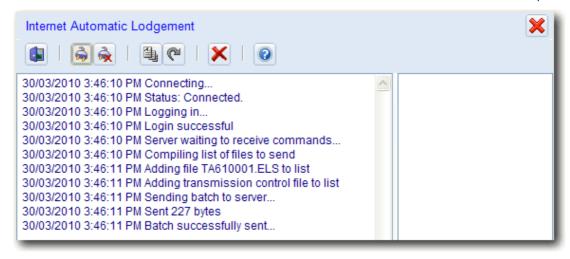
Form. CAS will prepare an electronic form for lodgement. There is no paper RA61 form.

Click *Ok* to the following message.



Click	Exit
Transmit documents to ASIC?	Click Yes as this form is now ready for lodgement.
ASIC Agent	CAS will display the ASIC agent linked to this CAS username. If this is not correct, click Search to select an alternate ASIC electronic agent.
Click	Select Documents . Click the ▼ checkbox to select the RA61 with today's date and click ✓ Accept .
Click	Lodge ASIC Documents
Click	🤿 Dial

......



CAS will now proceed to lodge the *Request Review Date Report* and retrieve reports received from the ASIC. You will receive the *RA62 EDGE Review Date Report*. Use the Annual Review Manangement screen to upload the RA62 and track your annual reviews.

Annual Review Management

From the Ribbon Toolbar:

On the **Annual Documents** tab, in the **Multi-Company Returns** group, click on **Annual Review Management.**



Step 1 - Compare Review Dates

Select to review the RA62.



Click to generate a CAS/ASIC Annual Review Date Comparison Report.

Sample Comparison Report:

BGL CORPORATE SOLUTIONS

CAS/ASIC ANNUAL REVIEW DATE COMPARISON REPORT AT 26/03/2016

Note: Companies shown in Part A of this report can be removed from the ASIC's list by lodging a Form 361. A Form 361 is prepared through Agent Forms.

Company Name ACN ASIC Review Date CAS Review Date

Part A - Companies on ASIC list not in CAS

NARNIA PTY LTD 234 567 89 01/01/2016 SALAMANCA PTY LTD 987 654 32 01/01/2016

Part B - Companies in CAS and not on ASIC list

BGL SOFTWARE PTY LTD 050 000 43 01/01/2016

JEBEDIAH SPRINGFIELD PTY LTD 093 439 76 31/01/2016

Part C - Companies in CAS and ASIC list

ZIPPY PTY LTD 550 350 270 8/08/2016 08/08/2016

Step 2 - Upload

Select to update the CAS annual review dates with the ASIC annual review dates

from the RA62.

Step 3 - Prepare Annual Review Management Report

From the Annual Review Management screen, create the Annual Review Management Report

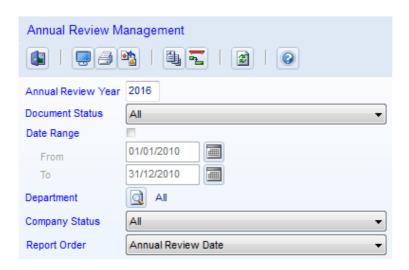
Annual Review Year Input 2016

Document Status Select All

Date Range Leave Unticked

Department Select All

Report Order Select Annual Review Date



Click

Preview to the Annual Review Management Report.

Print or Export

Print or *Export to PDF* to export the Annual Review Management Report.

End of Task 5.2. Proceed to Task 5.3.

Task 5.3 - Collect Annual Statements from EDGE

Objective

In this task you will learn how to collect your electronic Annual Company Statements from your ASIC's electronic lodgement system EDGE mailbox.

By the end of this task, you will be able to:

- connect to ASIC's EDGE mailbox to retrieve the Annual Company Statements and ASIC invoice from ASIC
- view the annual statement documents from Document Tracking
- understand the procedures required if the annual statement is not received within five days of the annual review date

Details

ASIC will create the company statement on the day of the review date with the current data at that date. The company statement will then be placed into your EDGE mailbox. BGL recommends agents connect to EDGE the day after the review date to collect their statements.

If the statement is not in your EDGE mailbox within a day, the company may not be on your Registered Agent list. You can lodge the Request Review Date Report Form RA61 to check this.

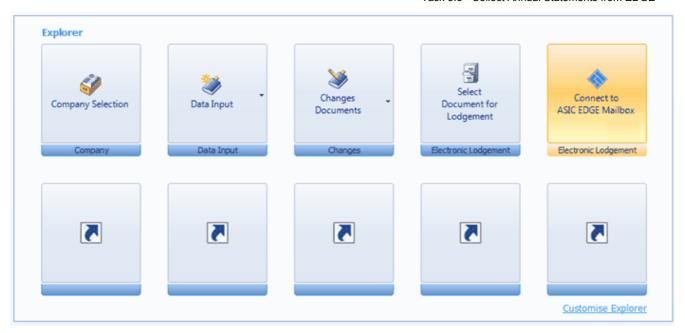
If the statement is still not in your mailbox within five days of the review date, please contact ASIC for further assistance.

NOTE: ASIC sends the Annual Return to <u>both</u> EDGE and the ASIC Portal. If clients log in to the Portal first, the Annual Return will **NOT** come through the EDGE system, i.e they will not receive it in **CAS**. However, if they receive the Annual Return in **CAS**, they can also view it on the ASIC Portal.

Instructions

From the Customised Explorer, click Connect To ASIC EDGE Mailbox

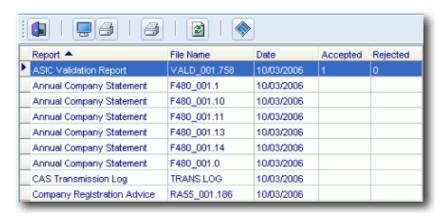
© BGL Corporate Solutions Pty Ltd



CAS will now proceed to retrieve reports from ASIC.

After the transmission is complete, **CAS** will list the reports received from ASIC. The reports received for this transmission could include:

- Validation Reports
- Transmission Reports
- ASIC Data Downloads
- Annual Company Statements



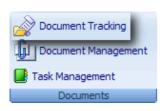
CAS will print the reports received excluding the **CAS** Transmission Log. Assuming that the Annual Company Statement has been received from ASIC, you may now complete the Annual review from the Annual Review screen, as detailed in **Task 5.4**.

Document Tracking

The Company Statement Form 480 will be recorded in Document Tracking with the status level **Document Received**.

From the **Ribbon Toolbar**:

On the **Home** tab, in the **Documents** group, click **Document Tracking**.



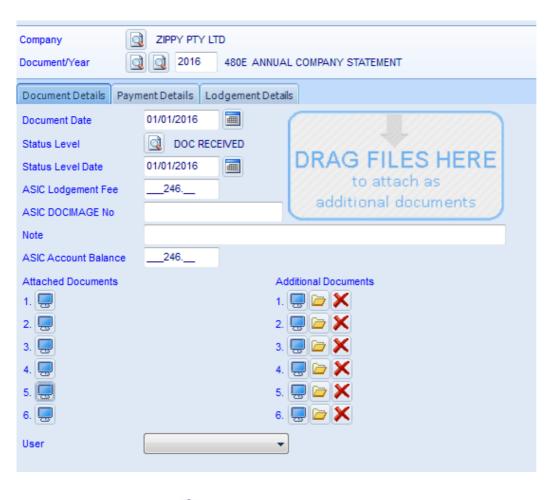
Company Name Click Search to list the CAS Company List. Highlight the company and click

✓ Select.

Document/Year Click the second **Search** to list **Documents Prepared** for this company.

Highlight 2006 and click Select.

Status This will display as **Doc Received.**



Click



End of Task 5.3. Proceed to Task 5.4.

Task 5.4 - Compare Company Statement

Objective

In this task you will learn how to compare your company data with the details on the Annual Statement received from ASIC.

By the end of this task, you will be able to prepare a comparison report and replace your company data in **CAS** with data received from ASIC.

Instructions

From the Ribbon Toolbar:

On the Annual Documents tab, in the Multi-Company Returns group, click Annual Review.



CAS will display the **Australian Company Annual Review** screen.



Click

the **Print** checkbox to the left of **TEST NON PROFIT PTY. LTD**.

Click





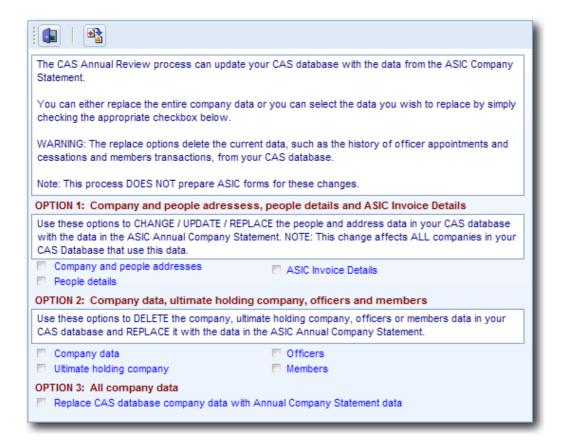
Click Yes

CAS will prepare a report comparing your **CAS** database with the details on ASIC's Company Statement.

Click to **Close** the preview screen.

If there are any differences between your **CAS** data and ASIC's data, you can then choose to overwrite certain details on **CAS** with the information from ASIC.

Click Update or ALT + A



OPTION 1: Company and people addresses, people details and ASIC Invoice Details.

You can replace your company details in CAS with the data from the ASIC's Annual Review for

- Company and people addresses
- ▼ People details
- ASIC Invoice details

OPTION 2: Company data, ultimate holding company, officers and members

These options will delete the information in **CAS** and replace it with the data from the ASIC's Annual Review for

- Company data
- Officers
- ✓ Ultimate holding company
- ✓ Members

BGL recommends you use this option with extreme care as your history for this company will be deleted, including all members share history.

OPTION 3: Replace all company data

BGL recommends you use this option with extreme care as your entire history for this company will be deleted from **CAS** and replaced with the balances from ASIC's annual statement.

Should you choose a replace option, click ** *Replace* to replace data in CAS* with data from the ASIC. For the purposes of this exercise, do not replace any data in CAS.

End of Task 5.4. Proceed to Task 5.5.

Task 5.5 - Prepare Annual Documents

Objective

In this task you will learn how to prepare the Annual Statement for a company.

By the end of this task, you will be able to:

- preview, export to PDF, MS Word, MS Excel and print the CAS generated annual statement
- prepare a solvency directors meeting minute/resolution
- prepare the annual statement received from ASIC
- push the Annual Company Statement and supporting documents to Portal
- select various options to customise the data that appears in the CAS generated annual statement

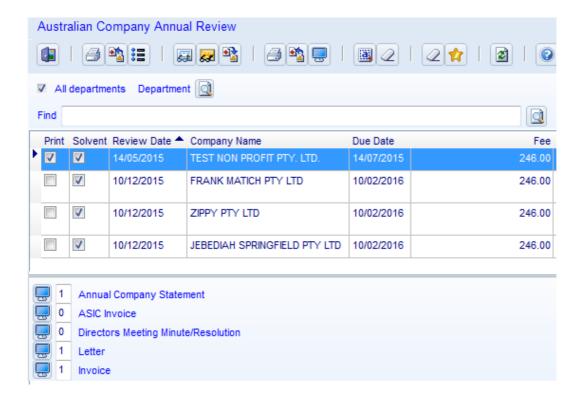
Instructions

From the Ribbon Toolbar:

On the Annual Documents tab, in the Multi-Company Returns group, click Annual Review.



CAS will display the Australian Company Annual Review screen.



Print Click this check box to select Annual Reviews for printing.

Solvent Leave the Solvent check box. This will include a positive solvency resolution.

in the Directors Meeting Minute/Resolution.

Use current data? Leave this checked to include the most current information on the CAS

generated annual statement, rather than the company information as at the

review date.

Print signatory? ✓ Leave this checked to include a signatory line for the Director to sign on the

CAS generated annual statement.

Leave this checked to include a date on the Directors Meeting Date Minute/Resolution

Minute/Resolution (solvency declaration). This will be dated the Annual Review

date.

Preview to the left of the documents to preview the CAS generated Annual Company Statement Form 480, the Annual Fee Invoice or the Directors Meeting Click

Minute. Click to *close* the preview screens.

Click Preview at the top of the screen or press ALT + W to access the ASIC's

annual statement through Adobe Acrobat Reader, Click to close the

preview screens.



ASIC'S ANNUAL STATEMENT CONTAINS ASIC'S LOGO AS WELL AS THE COMPANY'S CORPORATE KEY

CAS will automatically select the following documents to print:

- Annual Company Statement
- ASIC Invoice
- Directors Meeting Minute/Resolution (solvency declaration)

Click Print to print the selected documents.

Click Export to save these documents in electronic PDF, MS Word or MS Excel

format, and link the electronic documents to CAS Document Tracking.

Note: CAS Training Company is a **Portal** client.

Click Yes to push the CAS Annual Company Statement and all documents you have printed or exported to PDF to Portal.



REFER TO ARTICLE 440, 567 & 568 FOR MORE INFORMATION ON THE PREPARATION OF ANNUAL STATEMENTS IN CAS

End of Task 5.5. Proceed to Task 5.6 .	

Task 5.6 - Reprint Annual Statements

Objective

In this task you will learn how to reprint Annual Statements. Once an Annual Statement is printed from the Annual Review screen, it no longer appears on this screen.

By the end of this task, you will be able to:

- reprint an annual review from the **Reprint Documents** screen to display the company statement on the Annual Review screen again.
- reprint an annual review from **Document Tracking** screen
- prepare and lodge an RA71 to request another copy of the Annual Review from ASIC electronically where you originally received the review through **CAS** electronically, and if the review was received within the last 28 days.

Instructions

Method 1 - Reprinting from CAS

From the Ribbon Toolbar:

On the **Home** tab, in the **Company** group, click **Company Selection**.



Highlight TEST NON PROFIT PTY. LTD. and click Select.

From the Ribbon Toolbar:

On the Changes & Documents tab, in the Reprint group, click Reprint Documents.



Document Type Select *Annual Review*

Reprint by: Click

Click the **v** checkbox for the review years you wish to reprint for this company.



CAS will now display the Australian Company Annual Review screen.

Method 2 - Requesting another copy from ASIC

If you have already retrieved the Annual Statement from EDGE, a request to reprint an Annual Statement can be made electronically, providing:

- 1. the original Annual Statement was dispatched within the last 28 days and,
- 2. The original Annual Statement was dispatched to the same agent making the reprint request and,
- 3. the original Annual Statement was dispatched electronically.

If the submitted request meets all of the criteria, the Annual Statement will be 'redelivered' to the EDGE mailbox as a Form 480, identical to the original Annual Statement-Form 480. If the submitted request does not meet all of the criteria, a validation report message *V505* "No annual statement package dispatched electronically to this agent for this company in the last 60 days" will be returned.

If you have not retrieved the Annual Statement within 28 days from EDGE, you have another 32 days to receive a copy of the Annual Company Statement package by requesting an RA71 report - Reissue Annual Statement. However, if there were changes to be made in response to the annual company statement, you would get a late fee from ASIC as this was not done within 28 days from the Annual Review date.

A request can be sent by preparing and lodging the RA71 Request for Electronic Data Download. Also refer to **Task 1.7** for details on preparing and lodging the RA71.

From the **Ribbon Toolbar**:

On the Home tab, in the Electronic Lodgement group, click on the drop down arrow besides Agent Forms.



Select Request for Electronic Data Download Form RA71 from the drop down list.

Form Signatory Click **Search** and select the name of the agent signing this document.

Position Leave this as **Agent**.

Form Date Leave this as *Today's Date*.

Company Name Click Search to list Companies. Highlight CAS Training Company Pty Ltd

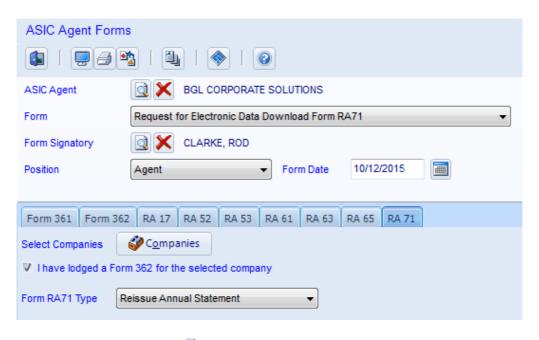
and click **Select**.

Lodged Form 361/362 CAS will check this box if a Form 362 has been lodged through CAS. If a Form

361/362 has been lodged previously, check this box. This form must be lodged

prior to lodging the RA71.

Form RA71 Type Select *Reissue Annual Statement*



CAS will validate the Form RA71 for electronic lodgement. You can now lodge this form electronically. If ASIC EDGE validation is successful, an exact copy of the original annual company statement will be received. This can be reprinted

from the Annual Review screen.

Click





REFER TO ARTICLE 584 TO ADD A PAPER COPY OF THE ANNUAL STATEMENT TO CAS

End of Task 5.6. Proceed to Task 5.7.

Task 5.7 - Form RA67 - Request Company Debt Report

Objective

In this task you will learn how to prepare and lodge a Request Debtors Ledger Report Form RA67.

By the end of this task, you will be able to prepare a report to advise of any outstanding ASIC fees for companies you are the registered agent for.

Instructions

On the Home tab, in the Electronic Lodgement group, click on the drop down arrow besides Agent Forms.



Select Request Company Debt Report Form RA67 from the drop down list.

Form Signatory Click **Search**. Input the surname of the person from your organisation who

signs ASIC forms in the Search bar. If this person is not listed, click New to add the person to the People list. Highlight the person and click Select.

Position Leave this as **Agent**.

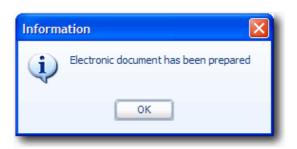
Form Date Leave this as *Today's Date*.

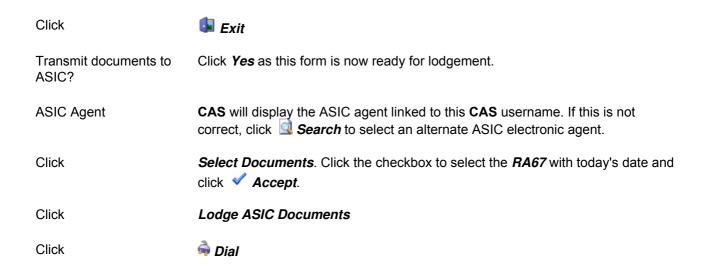


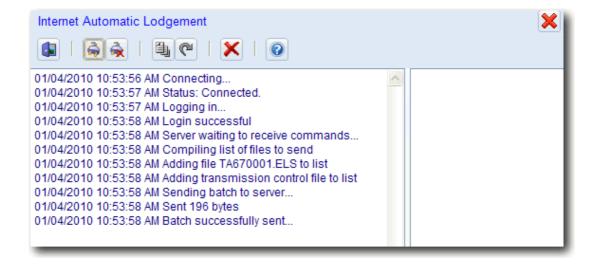
Click

Form. CAS will prepare an electronic form for lodgement. There is no paper RA67 form.

Click **Ok** to the following message







CAS will now proceed to lodge the *Request Debtors Ledger Report* and retrieve reports received from ASIC.

End of Lesson 5. Proceed to Lesson 6.

Lesson 6 - Reporting

Objective

By the end of this lesson, you will be able to prepare reports through the company report, listing reports and management reports screen.

Overview

CAS has an extensive reporting system. Users can prepare company reports or general reports and listings. Some of the reports that can be produced by the reporting system are:

Address Listing - Lists the address, opening and closing times, telephone and fax numbers. This report can be prepared for a single address or a range of addresses.

Address Usage Report- Displays information relating to an address and its purpose. For example, the address may be a registered office address, a business office address, or residential address for an officer and/or member. Available in full **CAS** only.

Address Log - Displays information relating to all addresses and where the address is used within **CAS** for all addresses, company addresses only or addresses attached to people. Available in full **CAS** only.

Clients and Companies - Displays information relating to clients and their companies. This report can be prepared for a single department or a range of departments and for a single client or a range of clients. Available in full **CAS** only.

Companies Listing - Lists companies that are audited, current **CAS** companies, dormant, no longer client, de-registered, liquidated, super fund trustee or trustee of a unit or discretionary trust or all of the above. This report can be prepared for a single department or a range of departments and for a single company or a range of companies.

Deleted Companies - Lists companies that have been deleted from **CAS**.

Dividend Listing - Lists dividends recorded on CAS.

Officers Listing - Displays information relating to the officers of a single company or a range of companies including position held, appointment and resignation dates, member's details, meeting status e.g. Signatory, Form Signatory, Chairperson, Attendee, Non Attendee or Apology.

People Listing - Displays information relating to a single person or a range of people.

People Group Report - Displays personal information relating to a single person or a range of people, including addresses, phone and fax numbers, dates and places of birth and tax file numbers. This report will also display information relating to office holding, share holding, unit holding, proper authority holding, public officer holding and any other positions held by a person or a range of selected people. The names of the companies in which these positions are held will be displayed on the report.

Registered Office - Lists companies whose registered office is located at a specified address. This report will list companies for a single department or a range of departments and for a single company or a range of companies.

Trustee/Proprietorship Listing. Displays information for trusts, business names, super funds, URL's and patents/trademarks.

Tasks

Task 6.1 - Company Report

Prepare a Company Report for CAS Training Company Pty Ltd.

Task 6.2 - Reporting

Prepare a Companies Listing for only Current companies.

Task 6.3 - Reporting/Management

Prepare an Address Usage Report.

Task 6.1 - Company Report

Objective

By the end of this task you will be able to:

- view on screen information for a particular company
- prepare a company report for multiple companies
- select only certain options to print on the company report

Instructions

From the **Ribbon Toolbar**:

On the Enquiries & Reporting tab, in the Enquiries group, click Company Report.



Company Click Search to list Companies on your CAS system. Highlight CAS

Training Company Pty Ltd and click Select

Data as at date Click **Calendar** and double-click **Today's Date**.

To preview specific information (screen only), click the relevant heading under *Data Type*.

For Example:

Selecting the *Company Details* Data Type will display the company's information such as incorporation date, the type of company and class and activity.



To print or preview a complete company report, click the *Reporting* Tab.

Click the relevant boxes to include the information required.



End of Task 6.1. Proceed to Task 6.2.

Task 6.2 - Reporting

Objective

By the end of this task, you will be able to prepare various reports from the listing reports screen.

Instructions

From the **Ribbon Toolbar** select **Enquiries & Reporting**, from the **Reporting** group, select **Listing Reports**.



Select Companies Listing from the drop down list.

Order Leave this as *Company Name*.

Client Leave this as **All**.

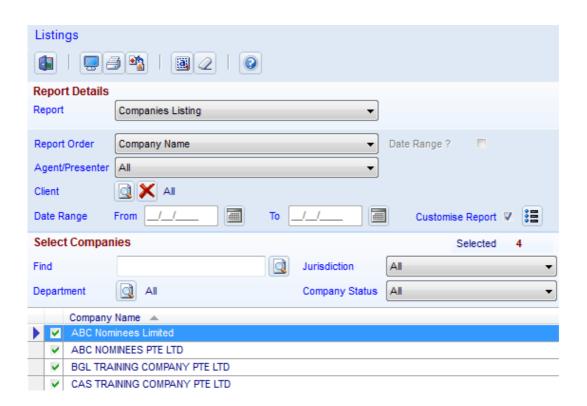
Tick Customise Report

Click

Click

to customise the report options and set the report order.

Select Companies Leave all the companies selected.



Click **Exit**.

End of Task 6.2. Proceed to Task 6.3.

Task 6.3 - Reporting / Management

Objective

By the end of this task, you will be able to create an Address Usage Report from the Management Reports screen. The Address Usage Report can be used to create a list of companies and people in **CAS** that use a particular address.

Instructions

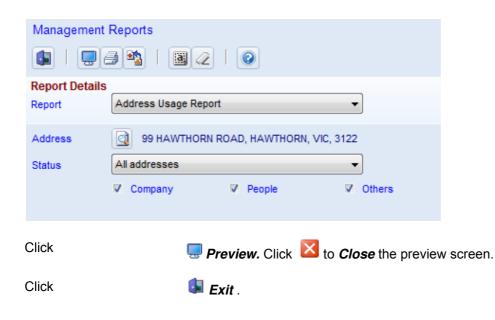
From the **Ribbon Toolbar** select **Enquiries & Reporting**, from the **Reporting** group, select **Management Reports**.



Select the Address Usage Report.

Address Search to list the Addresses. Highlight 99 Hawthorn Road and click Select.

Status Select All addresses, and tick Company, People and Others.



End of Lesson 6.

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Exercise 1 - Company Register for Red Rocket Pty Ltd

Load the data for Red Rocket using the	ne company register provided.	

Company Details

Company Name Red Rocket Pty Ltd

A.C.N 068 376 769 Registration Date 26/02/1995

Type Small Proprietary
Class Limited by Shares

Type Date 26/02/1995

Jurisdiction/State New South Wales

Activity Go-Cart Manufacturer

Activity Date 26/02/1995

Company Addresses

Registered Office Shop B

95 Brock Street

Avalon, NSW, 2107

Telephone: (02) 9910 9910

Fax: (03) 9910 9911

Business Office Address as above

Postal Address PO Box 95, Avalon, NSW, 2107

Signatory

Officers **Director 1 Director 2** Name Mrs Bernice Cannon Miss Molly Jones Address 23 Avalon Parade 444 Pacific Highway Avalon Beach Chatswood NSW, 2107 NSW, 2067 Date of Birth 15/08/1950 02/07/1958 Place of Birth Parramatta, NSW California, USA Mobile/Cell No 0421 333 444 0421 333 555 Email bernice@red.com.au molly@red.com.au **Date of Appointment** 26/02/1995 26/02/1995

Members	Member 1	Member 2
Name	Mrs Bernice Cannon	Miss Molly Jones
Date Allotted	26/02/1995	26/02/1995
Share Type	\$10 Ordinary Shares	\$10 Ordinary Shares
No of Shares	1	1
Certificate No	1	2
Certificate Kept	Company Binder	Company Binder
Consideration	Cash	Cash
Signatory	Signatory	Attendee

Attendee

Signatory

Client Data

Client Bernice Cannon

Department Harry Lang
Reference REDROCK

Changes to Red Rocket Pty Ltd

Changing Company Officers

Resignation

Appointment

Officer's Name Molly Jones
Position Director

Date Ceased 20/05/2009

Appointment

Name Paddy McLaughlan

Address 10 Park Avenue, Bondi Beach, NSW, 2026

Date of Birth 14/06/1965
Place of Birth Sydney, NSW

Email paddy@red.com.au

Position Director

Date Appointed 20/05/2009

Changing a company officer/member's residential address

Name Bernice Cannon

Address 10 Park Avenue, Bondi Beach, NSW,

2026

Date of Change 26/05/2009

Changing Company Addresses

New Registered Office 10 Park Avenue, Bondi Beach, NSW, 2026

Date of Change 26/05/2009

Changing Members

Share Transfer

Date 20/05/2009

Share Type \$10 Ordinary Shares

Transferor (Seller) Molly Jones

Number of Shares 1

Transferee(Buyer) Paddy McLaughlan

Share Allotment

Date 20/05/2009

Share Type \$10 Ordinary Shares

Allottee Bernice Cannon

Number of Shares 3

Exercise 2 - Quiz

Companies - General

1. What is ASIC an abbreviation for?	
2. What form is lodged to advise ASIC that you are the registered agent for a company?	
3. What is the minimum number of directors in a proprietary company?	
4. What is the minimum number of directors in a public company?	
5. How many secretaries must a proprietary company have?	
6. What is A.C.N an abbreviation for?	
7. What are three statutory registers a company must keep?	
8. What are three non-statutory registers CAS keeps?	

9. What are three screens where I can print CAS Registers?
10. When a company is registered, a document sets out how the company must operate and comply with the Corporations Act. What are these rules of a company called?
Members
11. Who owns a company? What are the owners of a company better known as?
12. What is a beneficial owner?
13. Section C3 is printing on the Form 484 when I transfer shares. But this says it's only required when there is a change, so why is it printing anything here?
Addresses
14. What are the two official addresses of a company?

15. At which address are notices served on a company?
16. At which address are registers usually kept?
17. Which company address is usually the accountant?
18. Does a company postal address need to be notified to ASIC?
19. What types of companies need to notify changes to office hours. What is the lodgement period for notifying this change?
Forms and Lodgement
20. What are five changes that can be notified on a Form 484?
21. How many days do you commonly have to notify changes to ASIC?
22. What are the ASIC's late lodgement penalties?

Annual Review

23. What is the annual review fee for a proprietary and public company?
24. When must a public company notify shareholder changes?
25. By when must the Annual Review fee be paid?
26. What resolution must be made within 2 months of the annual review date?
27. Under what circumstances may an Annual Review date be changed?
28. I have 37 shareholders, but the annual review is missing many of them. Only 20 are listed. Why?
29. How do I find out the company corporate key? What ASIC forms require the Corporate Key to print?
30. Why does the beneficially owned status say YES on the Annual Company Statement? These shares are not held in trust, so shouldn?t this be NO?

31. My Annual Statement is missing. How can I get another copy of my Annual Company Statement?
32 I lodged the RA61 and got back the RA62. How do I run a CAS/ASIC comparison report to find out if there are any companies missing on my system, or whether ASIC are missing some of my companies?
33. How can I request a reprint of an Annual Company Statement?
Corrections
34. What is the difference between a Form 492 and Form 902?
35. I incorrectly lodged a form to ASIC. Can I request to withdraw the form?
Other
36. What form of security for a borrowing can be registered with ASIC? This is also a statutory register required to be kept by CAS.
Agent Forms
37. Which Agent Form can be lodged to find outstanding debts for your companies?
38. When an accountant wins a new client, what is the first form they would lodge to ASIC? What is usually the second form they would lodge to ASIC?

What form must be lodged before an RA71 will validate with ASIC?
V Errors 39. What usually causes a V491 error? (Refer to BGL Wiki's Knowledge Base articles)
Electronic Lodgement 40. I lodged electronically to ASIC and got D01 invalid user ID or password. How do I fix this?
41. I lodged a document to ASIC, but didn't get the validation report back. How do I get this?
42. I?m trying to lodge the Form 410, but get "digital signature password has not been input". Why am I getting this message?
Data Entry 43. I prepared a change of address for John Brown. He's a director of three companies, but only two company forms printed. Why might this be?
44. Why is my company showing as "incomplete" on the Companies screen? I have recorded addresses, directors and shareholders. Is there something I?ve missed?

Glossary

Alternate Director

Section 201K of the Corporations Act (one of the Replaceable Rules) and many company Constitutions allow a director to appoint an alternate to act on their behalf. Alternate directors have the same powers, duties and responsibilities as the director for whom they act as alternate for. Their appointment may be for a specified period but ceases on the cessation of the director for whom they are an alternate for. Any appointment or termination of an Alternate Director requires a notice signed by the director making the appointment or termination.

Articles of Association

See Constitution

ASCOT

ASIC's database is known as ASCOT. This database contains statutory information on all companies and bodies registered in Australia such as details of addresses, officers and members. ASCOT also contains details of Company Auditors, Liquidators, Securities Dealers, Investment Advisers, Futures Brokers or Advisers and Futures representatives. ASCOT also contains a list of all business names registered by State and Territory authorities. This National Names Index is updated by state authorities on a daily basis. Details of Business Names must however be searched in the respective state or territory of registration.

Australian Securities and Investments Commission (ASIC)

ASIC is an organisation formed in 1991 by the Australian Parliament to regulate companies in Australia. ASIC took over this responsibility from the state Corporate Affairs Offices on 1 January 1991. This was the beginning of national rather than state regulation for companies in Australia governed by a single law. ASIC operates in regional Centre and business Centre located in each State and Territory and at the information processing centre in Traralgon, Victoria. In 1998, the responsibility of ASIC was extended to include regulatory functions for certain banking, superannuation and insurance legislation.

Australian Company Number (ACN)

This is a unique number given to every Australian company upon registration. An ACN can be found by checking the National Names Index on ASIC's internet site www.asic.gov.au. A company must set out its name and ACN on every public document issued by the company. This includes letterheads, business cards, account statements, invoices, purchase orders, company notices, newsletters, promotional material, receipts, Cheque, any other negotiable instruments and any documents lodged with ASIC or any other government authority.

Beneficial Owner

The name of each company shareholder will be shown in the Register of Members. However, this person may not be the person who is entitled to benefit from the ownership of the shares as he/she may be holding the shares for another person. In such a case, the person who is entitled to benefit from the shares is called the *Beneficial Owner*.

Capital

A company's capital is the amount the shareholders of company have paid the company for their shares in the company.

Charge

See Register of Charges.

Common Seal

A common seal is used to execute documents, and is usually a rubber stamp with the company name and ACN. From 1st July 1998 companies are no longer required to have a Common Seal. Should a company wish to have a Common Seal, it must show the full name of the company (including any punctuation) and the company's ACN. A company with a Common Seal should set out how that application of the Common Seal is to be witnessed in the Company's Constitution. Section 127 of the Corporations Act 2001 applies to the execution of documents where the Company's Constitution does not include these details (see *Execution of Documents* below).

Company

A company is a legal entity registered under the Corporations Act 2001. A company is registered under the Corporations Act 2001 when an *Application for Registration of an Australian Company Form 201* is completed and lodged with ASIC. Any person or organisation can complete and lodge a Form 201. A company has Directors, Members, Issued shares, a Registered Office and a Principal Place of Business. A company must keep registers.

Company Registers

The Corporations Act 2001 requires companies to maintain a:

- Register of Members
- Register of Option Holders
- Register of Charges
- Register of Debenture Holders

Companies that deal in financial services may be required by the Corporations Act to maintain a:

- Register of Prescribed Interests
- Register of Authorised Representatives

The Corporations Act no longer requires companies to maintain a:

- Register of Office Holders
- Register of Directors? Shareholding
- Register of Substantial Shareholders?
- Register of Notices of Beneficial Ownership
- Seal Register

A Company's Constitution may require the keeping of registers that are not prescribed by the Corporations Act 2001.

A company must give a person a copy of the register (or a part of the register) within 7 days if the person asks for the copy and pays any fee required by the company. A member, option holder or debenture holder may inspect the registers without charge. ASIC may allow a longer period to comply with this request. If the register is kept on a computer and the person asks for the data electronically, the company must provide an electronic copy.

Constitution

These are rules that determine how a company acts and what a company is able to do. A company may have its own Constitution (one that has been specifically designed for the company) or may use the Replaceable Rules set out in Section 141 of the Corporations Act 2001. Companies can adopt the *Replaceable Rules* and then replace some (or all) of the *Replaceable Rules* with their own rules. **CAS** does not have a sample company constitution, but if you have a constitution in electronic format, you can link this to your **CAS** company through the **CAS** Legal Documents register.

Prior to 1 July 1998, these rules were called a *Memorandum and Articles of Association*. When the Corporations Act 2001 changed on 1 July 1998, the existing Memorandum and Articles of Association became a new Constitution for the company. The changes in the Corporations Act 2001 on 1 July 1998 also removed the need for companies to have Authorised Capital. As a result, when the Memorandum and Articles of Association of existing companies became Constitutions, any provisions stating the amount of the company's share capital, and dividing that share capital into shares of a fixed amount, were automatically removed.

Corporate Key

The corporate key is ASIC's new security feature to protect your company information. The corporate key is an eight digit number uniquely associated with the company's ACN. It is located on the annual company statement.

This number is required when lodging documents on paper, but not required when lodging electronically through **CAS**. If you lose the corporate key, you can apply through ASIC's website for a new corporate key.

Corporations Act 2001

The Corporations Act 2001 governs the day to day operations of corporate Australia. ASIC administers this Act.

Debenture

See Register of Debentures.

Director

A director is a person responsible for the overall management of the company. A public company must have at least 3 directors and 1 secretary. At least 2 directors and 1 secretary must reside in Australia.

A proprietary company must have at least 1 director and at least 1 director must reside in Australia. It is optional for a proprietary company to have a secretary, but if they do, at least one secretary must reside in Australia.

A director must be 18 years of age at their date of appointment. Public company directors must resign on attaining 72 years of age unless the members of the company consent to his/her continued appointment. There is no age limit on the directors of proprietary companies.

The primary duty of a director is to manage the business of a company. Directors exercise all powers for a company as if the company was a natural person subject to any limitations outlined in the Company's Constitution. Section 180 - 186 of the Corporations Act sets out the liability and responsibility of all company officers.

Dividend

Shareholders receive their share of the profits of a company when the company pays them a dividend. Generally there are two types of dividend - an Interim Dividend paid during the year and a Final Dividend paid at year end.

DOCIMAGE

The DOCIMAGE system is ASIC's database which contains all documents received by ASIC which are scanned and retained in an electronic form. Each document lodged with ASIC is given a DOCIMAGE Number. If documents are lodged electronically, **CAS** records these numbers in Document Tracking.

Execution of Documents

Section 127 and 129 of the Corporations Act 2001 state that people may rely on a document executed by a company where it is signed by:

- 2 directors of the company: or
- 1 director and 1 company secretary of the company; or
- for a proprietary company that has a sole director and no secretary, that director.

These sections of the Corporations Act do not limit the ways in which a company may execute a document but apply in the case where the Constitution of the company does not include an execution of documents

clause. Constitution that have not been updated from 1st July 1998 will usually require a common seal to execute a document.

Holding Company

If a company owns more than 50% of the shares in another company this company is known as a holding company and the company it owns as a subsidiary company. However, a subsidiary cannot be a member of its holding company, nor can it acquire shares or an equitable interest in shares of that company.

Large Proprietary Company

Any proprietary company that is not a small proprietary company is a large proprietary company. The Corporations Act 2001 requires large proprietary companies to lodge audited financial statements with ASIC each year. In 1996, ASIC exempted certain large proprietary companies from lodging financial statements if:

- 1. The Directors review management financial statements of the company on a quarterly basis.
- 2. The Directors monitor the company's cash flow.
- 3. The total liabilities at year end of the company must do not exceed 70% of the total tangible assets.
- 4. The company is profitable.
- 5. The company has not been audited since 1993.
- 6. A professional accountant, who may be an employee, has been involved in the preparation of the year end financial statements, and
- 7. the directors and members of the company have unanimously agree in writing that an audit is not required.

A small group of large proprietary companies that were audited prior to the 1995 amendments to the Corporations Act 2001 are also not required to lodge their financial statements with ASIC.

A proprietary company must have at least 1 director and the office of secretary is optional. At least 1 director must reside in Australia and if there is a secretary, at least 1 secretary must reside in Australia. A proprietary company must have at least 1 member. The member can be an entity or a natural person.

Limited by Guarantee

The liability of the members to pay the debts of the company is limited to an amount each member agrees to contribute to the assets of the company in the event of it being wound up. The guarantee amount given by the members is set out in the Constitution of the company and is included on the Application for Registration of an Australian Company Form 201.

An example of the guarantee is as follows:-

"Every member of the company undertakes to contribute to the assets to the company in the event of it being wound up while he is a member or within one year afterwards for payment of the debts and liabilities of the company contracted before he ceases to be a member such amount as may be required not exceeding \$50."

The guaranteed amount will differ depending on the organisation.

This structure is commonly used for non-profit organisations and those with a Section 150 Licence to omit the word "Limited" from its name ie charitable organisations.

Limited by Shares

The liability of members to pay the debts of the company is limited to the amount (if any) unpaid on their shares. This limitation will normally be specified in the constitutional documents. Creditors of a company limited by shares have only limited rights to recover from the shareholders in the event of the company be wound up.

Limited by Shares and Guarantee

Prior to 1st July 1998 companies could be classified as Limited by both Shares and Guarantee. The members incurred two types of liability - firstly, the amounts unpaid on their shares, and secondly an amount the member agrees to contribute to the assets of the company in the event of it being wound up. It is possible in a company limited by both shares and guarantee to have some members who hold shares and others who do not. All members must be liable to honor the guarantee. Companies that were of this class will continue to be recognised by ASIC until they resolve to change to another class.

Member

The word member and shareholder describe individuals or entities who own part of a company. Contrary to belief, they are not identical. Most companies are share-based, with membership of the company being dependent upon the ownership of the shares. In the case of a company limited by guarantee, there are no shares. Therefore, the company has members, not shareholders. However, in practice, this difference is of little importance and shareholders are commonly referred to as members and likewise, guarantee members are often referred to as shareholders.

Also see Register of Members.

Memorandum of Association

See Constitution.

No Liability Company

A company that imposes no legal obligation on the members to pay any amounts outstanding on shares they have purchased. In a company (other than a No Liability company) where shares in the company have been issued below the amount agreed to be paid, the uncalled balance represents a debt to the company by the member. In the case of a No Liability company, members may decide not to pay any further amounts on shares. If a member does not pay these further amounts (known as a call on shares), his/her right to those shares is forfeited. Only mining companies may be registered as a no liability company. A no liability company must include the words "No Liability or its abbreviation "NL" in its name. To become a no liability company, a company's sole objective must be "mining". No Liability companies must have a constitution.

Option

Companies sometimes issues share options. A share option gives a person the right to purchase a share in the company at some time in the future. Usually, the price to exercise the option - that is convert the option into a share - is fixed. When a company issues options, the date or period when the options are to be exercised or an event that must take place before the options can be exercised will be set out by the company. When this date or event is reached, the company will ask option holders to convert their options into shares by paying the amount required to purchase the share. There is no obligation for option holders to convert their options into shares. If they do not convert their options by the required date, the option simply lapses.

Also see Register of Option Holders.

PAR Value

From 1st July 1998, shares in a company no longer have a par or nominal value. This change gives company directors the flexibility to issue any number of share of any class for any value. Shares may therefore be issued for different values yet holders of these shares may have the same rights. As a result, the amount paid for shares issued will now truly reflect the value of the company at that point in time.

The change to par values also removes references in the Corporations Act to the issue of shares at either a premium (where the member pays more for the shares than the value attributed to the shares) or a discount (where the member pays less for the shares than the value attributed to the shares).

Preference Shares

Preference shares will normally confer some preferential rights to their holders. The company must set out details of the rights that accrue to preference shares. Generally, preference shareholders are given preference through a profit allocation before ordinary shareholders and a preferential return of capital in the event that the company is wound up. Preference shares can also be classified as cumulative or non-cumulative.

Cumulative preference shares entitle the holder to a dividend at a fixed rate. If there is a fall in the profit one year and the full dividend rate cannot be paid, the deficit must be made up in future years. For example, a 6% cumulative preference share having a net value of \$1.00 guarantees the holders of this class a 6 cent dividend for each share held each year. Non-cumulative preference shares entitles the holder at the fixed rate only in the years in which the profits enable a dividend of that rate to be paid.

Redeemable preference shares give their holder either the right to be repaid their capital at a specified date or, alternatively, give the company the right to repay the capital at a fixed time or at the time of a particular event and are redeemable at the option of the company or the shareholder. Redemption monies may come from the proceeds of a new share issue or from accumulated profits. Redeemable preference shares can only be redeemed on the terms and in the manner provided in the Constitution and provided that the shares are fully paid.

Principal Place of Business

Every company is required to have a principal place of business in Australia. The principal place of business must be an Australian street address - not a post office box. The name of the company should be displayed at the principal place of business. The principal place of business may also be the company's registered office. Changes in the principal place of business must be notified to ASIC within 28 days of the date of change on a Change to Company Details Form 484.

Proprietary (Private) Companies

A proprietary company is a company that is not permitted to make an offer to the public. Proprietary companies must also have less than 50 members and can restrict the rights of members to transfer shares. There are two types of proprietary companies, Small Proprietary and Large Proprietary.

Public Company

A public company is a company that is permitted to make an offer to the public to:

- raise capital through the issue of shares,
- borrow money through the issue of debentures, or
- for any other purpose.

A public company cannot restrict the rights of members to transfer shares. Public company require at least 3 directors and 1 secretary. At least 2 directors and 1 secretary must reside in Australia. Public companies must have at least 1 member, who can be an entity (such as another company) or a natural person.

Registered Office

Every company is required to have a registered office. The registered office must be an Australian street address - not a post office box. Public companies are required to have their registered office open to the public between 10am and 12 noon and between 2pm and 4pm or for at least 3 hours each business day. Proprietary companies are not required to have their registered office open to the public but are required to have facilities for the inspection of their statutory registers available at the registered office.

Public companies are required to prominently display the name of the company and the words "Registered Office" at the registered office of the company.

All companies are required to display the name of the company at every place at which the company carries on business that is open to the public. Company names need no longer be displayed outside the premises - a sign within the premises is sufficient.

A notice or document may be served on the company by either leaving it at or sending it by post to the registered office of the company, or by personal delivery to its directors'.

Section 143 of the Corporations Act 2001 requires a company that does not occupy the premises at the address of its registered office to obtain a written consent for the company's use of those premises as its

registered office. This occupier consent should include a consent to accept the service of documents on behalf of the company. If the occupier of those premises has not consented or his/her consent has been withdrawn, ASIC can change the registered office of the company to the address of a director of the company.

Changes in the registered office must be notified to ASIC within 28 days of the date of change on a Change to Company Details Form 484.

Register of Charges

A charge is a form of security given by a company to a lender when the company borrows money to purchase property or assets. For example, a company would like to borrow money and offers the lender its Accounts Receivable (Debtors) as security. To secure this debt, the lender would register a charge over the Accounts Receivable of the company. This precludes the company from using its Accounts Receivable as security for another borrowing. This is what is called a fixed charge. Charges can be fixed, floating or a combination of both. A fixed charge can be attached to a specific asset. A floating charge is not attached to any specific asset but is over all the assets of the company. Charges allow potential lenders and creditors of the company to determine what property/assets of the company are available as security. Usually charges are registered with ASIC, but the Corporations Act 2001 does allow companies to have unregistered charges.

Section 271 of the Corporations Act requires every company to maintain a Register of Charges and to keep copies of documents relating to its charges with the register. This register must contain details of every charge over the assets of the company, whether the charge is registered with ASIC or not. The Register of Charges must be open to inspection by any member or creditor of the company without charge and by any other person upon payment of a fee not exceeding a prescribed amount. Copies of the register must be given to any person who requests it within 21 days of payment of a fee or within 21 days of receipt of a request where there is no fee.

Register of Debenture Holders

A debenture is a way for a company to raise capital. The term "debenture" describes any document given by a company to a person to acknowledge a debt. The rights of debenture holders are normally contained in a Deed of Trust that accompanies the issue of the debentures. A debenture may include a charge over the assets of the company's to secure the repayment of the debt.

Section 168 of the Corporations Act requires any company that issues debentures to keep a Register of Debenture Holders. The register must include the debenture holder's name and address and the amount of debentures held.

Debentures are normally issued at a fixed rate of interest and with a specified repayment date (or period), similar to a fixed term deposit with a bank.

Register of Members

Section 168 of the Corporations Act requires every company to maintain a Register of Members (Shareholders). The register must also show the names and addresses of persons who ceased being

members within the last seven years and the date ceased. These entries must be kept separate from the rest of the register.

Register of Option Holders

If a company grants options over unissued shares, Section 168 of the Corporations Act 2001 requires the company to set up and maintain a Register of Option Holders. The register of option holders must be updated within 14 days of the issue, exercise or expiry of options.

Registers Address

This is the address where the company registers are kept. This is commonly the *Registered Office* and must be an Australian street address.

Replaceable Rules

Section 141 of the Corporations Act 2001 is called the Replaceable Rules. Companies can adopt the Replaceable Rules as their constitution, or have their own constitution and replace some (or all) of the Replaceable Rules with their own rules.

As the Replaceable Rules govern the internal management of a company (ie the rules for meeting of directors) single director and member proprietary companies cannot adopt the Replaceable Rules. Also, "No Liability" companies and companies "Limited by Guarantee" that do not have the word "Limited" in their name, cannot adopt the Replaceable Rules - they must have their own Constitution. These companies are required to lodge their Constitution with ASIC upon registration.

Seal

See Common Seal.

Secretary

Generally, a company secretary has two roles:

- 1. Executive officer to the board of directors.
- 2. Administrative officer of the company.

The role of executive officer to the board of directors carries the responsibility of ensuring that all relevant business is put to the board and that the decisions of the board are implemented. In this role, the secretary is responsible for communication between the directors, shareholders and employees.

The role of administrative officer of the company requires the secretary to assume responsibility for the implementation and, where appropriate, supervision of the administrative functions of the company.

The secretary must also have a clear understanding of the company's constituent documents and the provisions of the Corporations Act 2001 which affect the company. If the company is a listed company, it is also the responsibility of the secretary to be conversant with the requirements of the Australian Stock Exchange (ASX).

The secretary must ensure that the company registers required to be kept under the Corporations Act are established and maintained properly and that all documents and returns required by ASIC are prepared and lodged within the prescribed period. The secretary must ensure that the company's accounting records are kept in accordance with the Corporations Act and that the annual accounts and reports are prepared and distributed in accordance with the provisions of the Corporations Act.

The secretary is required to be aware of meeting procedures (more particularly the relevant sections of the company Constitution such as quorum requirements, voting procedures, proxy provisions) so as to be able to advise the chairperson if called upon.

The secretary's duties, liability and responsibilities are set out in Section 232 of the Corporations Act as described above.

Share

Each shareholder owns a part of the capital of a company. This part of the capital is called a *share*. The number and type of shares owned by a member determines the amount of profit allocated to that member each year and the rights of that member to affect the affairs of the company. The rights attributed to shares are usually set out in the company's Constitution but if not must be approved by a Special Resolution at a meeting of members.

Share Allotment

An allotment of shares occurs when the directors on behalf of the company resolve to allocate a specified number of shares to a specified applicant. This applicant must provide the company with a signed application for shares. This application constitutes an offer to purchase. On acceptance of the offer, the company enters the applicant's details into the register of members, together with the details of the shares allotted to the applicant. The member is then issued with a Share Certificate. Once shares are issued, the applicant becomes a member and is bound by the company's Constitution.

A Change to Company Details Form 484 must be lodged with ASIC within 28 days of the issue of new shares. Public companies must also lodge a Notification of Details of Share Allotted other than for Cash Form 208 with ASIC within 28 days of the issue of new shares with details of the consideration paid for any shares not issued for cash.

Share Class

Shares issued in a company have certain rights, based on the type of *Class*. The vast majority of shares issued to members have the class Ordinary Shares. Ordinary shareholders are entitled to receive a share of company profits (called dividends) and usually have the right to vote at all meetings of members. Ordinary shareholders usually exercise the biggest say in the control of the company. See also *Preference Shares*..

Shareholder

See Member.

Share Transfer

A share transfer occurs when one members sells their shares and other party buys them. This must be recorded in the Register of Members, and for proprietary companies, this must be notified to ASIC when the member is in the top 20 shareholders by volume. The details of the new / ceasing member must be notified on the Change to Company Details Form 484 within 28 days of the transfer.

Small Proprietary Company

A company is a small proprietary company if, at the end of its financial year, satisfies at least two of the following criteria:

- The consolidated gross operating revenue for the financial year of the company is less than \$10 million.
- 2. The consolidated gross assets of the company is less than \$5 million.
- 3. The company has fewer than 50 employees.

Where a company acts as trustee of a trust, and consolidated financial statements are not required, the company will be a small proprietary company. However, if a company acts as trustee of a trust, and consolidated financial statements are required, the assets, revenue and number of employees of the trust will be included in the consolidated financial statements. As a result the Ultimate Holding Company may become a large proprietary company.

Subsidiary Company

See Holding Company.

Unlimited with a Share Capital Company

A company where the members are liable for the debts of the company ie the liability of members is unlimited.

Appendix A - Execution of Documents and the Use of a Common Seal

Rules Governing Companies

A company's internal management, including the execution of documents and use of a common seal, is governed by:

- Replaceable Rules;
- a Constitution; or
- a combination of both (s.135 and 136).

Replaceable rules do not apply to sole Director companies.

Use of Common Seal

If a company has adopted a constitution, then the company is bound by this constitution, and these rules determine whether a common seal is required on documents or not. However if a company has adopted the replaceable rules, then the company is not required to use a common seal.

Sample Constitution

Below is a very generalised sample *Execution of Documents* clause you may find in a constitution. This example below is very flexible and leaves the onus on the company directors as to whether they will use a common seal.

Common Seal

The company may have a common seal. If it does then:

- 1. the common seal must comply with the Act;
- 2. the Board will provide for the safe custody of the common seal;
- 3. the seal may only be used by the authority of the Board or of a committee of the Board authorised by the Board in that behalf.

Execution under Common Seal

If the Company does have a common seal, then it may execute a document (including a deed) if the seal is fixed to the document and the fixing of the seal is witnessed by one director or such other person as the Board may appoint for that purpose.

Execution without Common Seal

The Company may execute a document (including a deed) without using a common seal if the document is signed by one director or such other person as the Board may appoint for that purpose.

Directors' Interests

A director may sign a document to which the seal of the Company is fixed notwithstanding that the director is interested in the contract or arrangement which the document relates.

Replaceable Rules

The Replaceable Rules refer to Section 198B of the Corporations Act for executing documents as follows:

Any 2 directors of a company that has 2 or more directors, or the director of a proprietary company that has only 1 director, may sign, draw, accept, endorse or otherwise execute a negotiable instrument. The directors may determine that a negotiable instrument may be signed, drawn, accepted, endorsed or otherwise executed in a different way.

Appendix B - Sample ASIC Requisition

Below is a sample request from ASIC to clarify information previously lodged by lodging a **Notification of Supplementary Information Form 902.** These can be received on paper, but are more commonly being received electronically during lodgements, and are received as a RC05 ASIC Requisition.

The Form 484B was lodged with ASIC, and ASIC found the date of birth of the Director Andy Duran did not match their records. The letter below has been sent to the lodging agent, requesting supplementary information to clarify the correct date of birth. These requisitions are commonly received electronically after connecting to EDGE.

14-22 Grey Street, Traralgon

PO Box 4000

Gippsland Mail Centre VIC 3841

Customer Enquiries (03) 5177 3988

Facsimile (03) 5177 3999

ASIC Homepage: www.asic.gov.au

BGL CORPORATE SOLUTIONS

SUITE 2

606-608 HAWTHORN ROAD

BRIGHTON EAST VIC 3187

16 December 2006

Dear Sir/Madam,

ZIPPY PTY LTD

ACN 050 000 434

FORM 484B - CHANGE TO COMPANY DETAILS - OFFICERS

Document number 0E9041339 was submitted electronically to the Australian Securities and Investments Commission (ASIC) by you on behalf of the above company on 15 November 2006. We have found that the following items are inconsistent with the company records held by ASIC.

The following discrepancies have been noted in the date of birth of a director.

ASIC : Director Andy Duran, born 04/04/1970 in MELBOURNE, VIC, address SUITE 2, 606-608 HAWTHORN ROAD, BRIGHTON EAST, VIC, 3187

EDGE : Director Andy Duran, born 04/04/1972 in MELBOURNE, VIC, address SUITE 2, 606-608 HAWTHORN ROAD, BRIGHTON EAST, VIC, 3187

If the advice given by the electronic document or a previously lodged document is to be amended, please lodge a Form 902 Notification of Corrections within 28 days. Your prompt action will help us to provide an accurate and up to date corporate data base.

If you believe that the electronic document is correct, or if you need any assistance to comply with this request, please do not hesitate to phone me on (03) 5177 3988.

Yours faithfully,

Joanne Bloggs

Customer Service Officer

Appendix C - Setting up an ASIC Agent and ASIC Lodgement

Part 1 - Setting up ASIC Agent Details

Instructions

From the **Ribbon Toolbar**:

On the Administration tab, in the Setup group, click Agent / Presenter



Number Input the ASIC agent number. Input 1111

Name Input the ASIC agent's name. Input CAS Corporate Solutions Pty Ltd

Address Click Search to select an address from the CAS Address list. If the address

Select

Email Input the Agent's email address.Input cas@solutions.com.au

ABN Input the agent's Australian Business Number (if applicable).

Agent forms Signatory Click **Search** to select a signatory. This will be the default signatory

whenever an Agent Form is prepared.

EDGE User ID Input your EDGE user ID as advised by ASIC. Input \$11111

EDGE Password Input your EDGE password as advised by ASIC. Input A111111

Date Input the date the password last changed.

EDGE Version Leave this as 0500.

EDGE Machine Select the ASIC's *Primary Mailbox* or *Secondary Mailbox*. This is the EDGE

machine that will receive your documents. Both machines will send and receive

documents in the same manner.

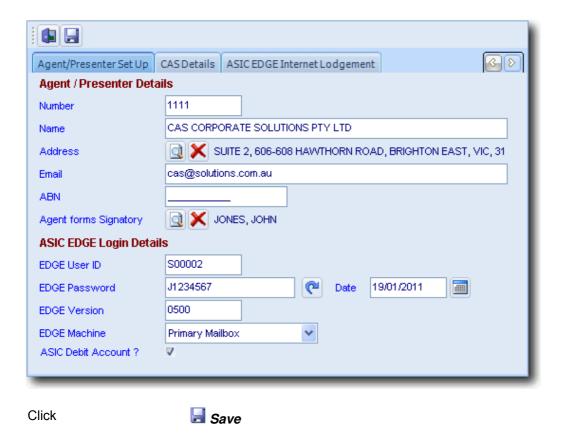
ASIC Debit Account

✓ Clients that have an existing ASIC account can click this option to credit their

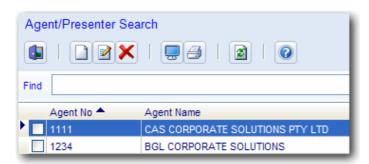
account for the lodgement fees. Clients who do not have this option should not

click this option and ASIC will invoice the company for the lodgement fee.

Clients can open a debit account with ASIC if they wish.



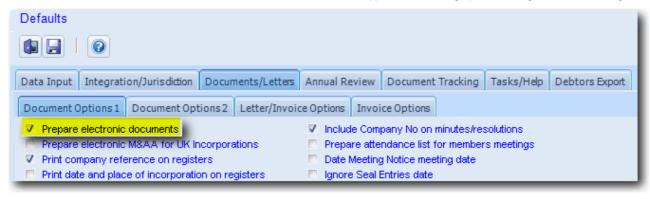
The Agent Presenter Search screen will now display the agent's details.



Part 2 - Preparing a Form and the Electronic File for lodgement

Instructions

1. Ensure *Prepare electronic documents* is selected in **Administration | Defaults | Documents/Letters | Document Options 1**.

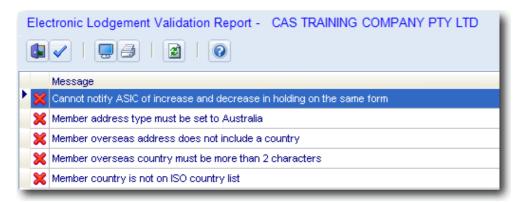


2. Refer to Lesson 2, Lesson 3, Lesson 4 for information on how to prepare a form.

Note: Ensure you click on *Print* or export to *PDF, Word, Excel* to validate and prepare all documents and forms in **CAS** for electronic lodgement.

Clicking on the **Preview** icon will not validate and create forms for electronic lodgement.

- 3. **CAS** will validate the form to ensure there are no errors.
- 4. If **CAS** identifies any errors, an electronic lodgement validation report screen will appear allowing you to correct the errors.
- 6. Double clicking on the error message will allow you fix the error instantly.



7. Once all the errors have been fixed, **CAS** will prepare a copy of the form and an electronic file for lodgement. The electronic file will be saved in **?:\CASWIN\ELS\OUT**.

Part 3 - Lodging the Form

Details

To successfully lodge document forms to ASIC in CAS, ASIC agents must ensure:

- the workstation you are lodging from must be connected to the Internet at the time of lodging
- ASIC Internet Lodgement settings as specified in Article 548 have been configured
- ASIC agent details, username and password have been entered into CAS (refer to Part 1)

Instructions

Once the form has been prepared, you will need to follow the following steps to lodge:

From the Customised Explorer:

Click on Select Document for Lodgement:

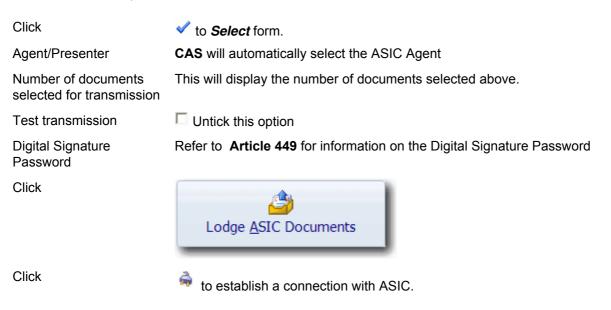


CAS will display the Electronic Document Selection screen.

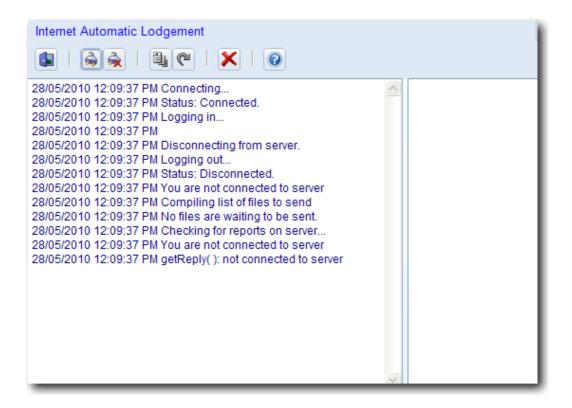
Select very next to the document you wish to lodge.



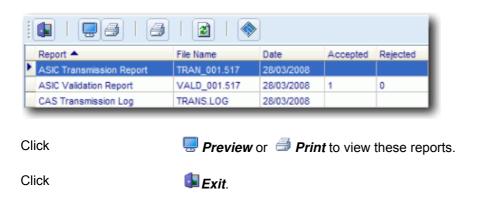
You can select multiple documents.



CAS will now proceed with the lodgement process.



Once the lodgement is complete you will receive an ASIC Validation Report, ASIC Transmission Report and the **CAS** Transmission Log.



Conclusion and Summary

Thank you for investing your time to complete this **CAS 6 Ug]Wg Training**. Your investment will be reflected in improved productivity and the efficient use of your **CAS** software.

You will now be able to:

- manually load company details into CAS
- load company details automatically using data from an RA71- Electronic Data Download
- record various officer changes and prepare relevant forms and documents
- record various member changes and prepare relevant forms and documents
- record a company address change and a member/officer address change and prepare relevant forms and documents
- receive annual reviews and generate various supporting documents
- track documents that have been prepared and lodged in CAS
- prepare various additional reports in CAS