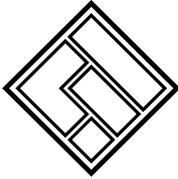


lodging party or agent name _____
 office, level, building name or PO Box no. _____
 street number & name _____
 suburb/city _____ state/territory _____ postcode _____
 telephone () _____
 facsimile () _____
 DX number _____ suburb/city _____

	ASS. <input type="checkbox"/>	REQ-A <input type="checkbox"/>
	CASH. <input type="checkbox"/>	REQ-P <input type="checkbox"/>
	PROC. <input type="checkbox"/>	



Australian Securities & Investments Commission

application for consent to
resign as auditor

form **342**

Corporations Act 2001
 329(5)

Refer to Australian Securities and Investments Commission (ASIC) Policy Statement 26 before completing this form.

company name _____
 A.C.N. _____
 postal address _____
 suburb/city _____ postcode _____

name of auditor _____
 firm (if applicable) _____
 postal address _____
 suburb/city _____ postcode _____

Statement by auditor

I apply for ASIC's consent to resign as auditor of the above-named company and state the following:

- All Section 311 matters have been reported to ASIC at the date of this application and any further Section 311 matters which come to my attention before resignation will be reported.
- Other than stated in the annexure to this form, there are no disputes with company management connected with my ceasing to hold office.
- Other than stated in the annexure to this form, in my opinion there are no circumstances connected with my ceasing to hold office which should be brought to ASIC's attention.
- If the company concerned holds a dealers licence - all Section 861 matters have been reported to ASIC at the date of this application and any further Section 861 matters which come to my attention before resignation will be reported.
- If the company concerned holds a futures brokers licence - all Section 1220 matters have been reported at the date of this application and any further Section 1220 matters which come to my attention before resignation will be reported.

The reasons for the application are:

I enclose an annexure of " " pages. (State "nil" if there is no annexure).

Please indicate when you wish the resignation to take effect -

- (tick one box only) At the company's next AGM, which is to be held on / / ; or
- on a date other than the company's next AGM.
- If you wish the resignation to take effect at a date other than the company's next AGM, ASIC will not grant its consent unless exceptional circumstances exist. You will need to provide the following additional information in an annexure to this form:
- (a) details of the exceptional circumstances (see ASIC Policy Statement 26 for examples of exceptional circumstances)
 - (b) an explanation as to why a date other than the next AGM is appropriate
 - (c) a copy of a directors' resolution appointing a replacement auditor subject to ASIC's approval of your resignation
 - (d) confirmation from the proposed replacement auditor stating that he or she is prepared to accept the appointment subject to ASIC's approval of your resignation.

Signature

This form must be signed by the auditor.

print name _____

sign here _____ date / /

Small Business (less than 20 employees), please provide an estimate of the time taken to complete this form

Include

- The time actually spent reading the instructions, working on the question and obtaining the information
- The time spent by all employees in collecting and providing this information

hrs mins

GUIDE

This guide does not form part of the form and is included by ASIC to assist you in completing and lodging form 342.

Signature	This form must be signed by the auditor
Lodging period	Nil (should be lodged at least 3 weeks prior to company's AGM)
Lodging Fee	\$30 (lodged with application) A receipt will not be issued unless requested.
Additional information	<p>ASIC's consent is not required for an auditor to resign if the company concerned is a proprietary (PTY) company (unless the company holds a dealers licence or futures brokers licence - if this is the case, contact ASIC for further information on how to apply for consent to resign).</p> <p>Timing</p> <p>ASIC's consent to an auditor's resignation cannot be back-dated. The resignation can only take effect on the day that ASIC grants its consent, or on a later date set by ASIC or the auditor in the notice of resignation.</p> <p>If the resignation is to take effect at the company's next AGM, the application for ASIC's consent to resign should be lodged <i>at least</i> three (3) weeks before the date on which the AGM is to be held. If the application is not lodged and approved before the AGM is held, the resignation cannot take effect at that AGM. The auditor will need to apply for ASIC's consent to resign either at the company's <u>next</u> AGM or before the next AGM (in which case exceptional circumstances would need to exist).</p> <p>Do not proceed on the assumption that ASIC's consent will be automatically granted.</p> <p>If ASIC does not grant its consent to the resignation, the applicant will continue to hold office as the company's auditor.</p> <p>Procedure</p> <p>The auditor is required by Paragraph 329(5)(a) to advise the company in writing that the application has been made. ASIC will advise the auditor and the company in writing of the result of the application.</p> <p>If ASIC's consent has been given, the auditor is then required by Subsection 329(5) to give written notice of the resignation to the company. This notice cannot be given to the company until <u>after</u> ASIC's consent has been received.</p> <p>Within 14 days after the company receives the notice of resignation from the auditor, the company is required by Subsection 329(11) to lodge a Form 315.</p> <p>Exceptional Circumstances</p> <p>ASIC Policy Statement 26 sets out details of when ASIC will grant an application for consent to resign as auditor and contains some examples of situations which may be considered as exceptional circumstances.</p> <p>An application made as a result of a tender will not be granted if the resignation does not take effect at the company's next AGM, as it is not considered that exceptional circumstances exist in that case.</p>
Send to	<p>Australian Securities & Investments Commission PO Box 4000 Gippsland Mail Centre VIC 3841</p>
Annexures	<p>To make any annexure conform to the regulations, you must</p> <ol style="list-style-type: none"> 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides 2 show the corporation name and A.C.N. or A.R.B.N. 3 number the pages consecutively 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied 5 identify the annexure with a mark such as A, B, C, etc 6 endorse the annexure with the words: <i>This is annexure (mark) of (number) pages referred to in form (form number and title)</i> 7 sign and date the annexure The annexure must be signed by the same person(s) who signed the form.