

CHAPTER 9

SPONSORS AND RESEARCH PANELLISTS

SPONSORS AND RESEARCH PANELLISTS

This **Chapter** sets out the requirements to become a * sponsor or a * research panellist.

*Sponsors and research panellists will normally be corporate brokers or investment banks but may also be other professional advisers.

Details of the application process for *sponsors may be obtained from the *Sponsor Regulation Department of *APX.

Details of the application process for *research panellist may be obtained from the *Research Panellist Regulation Department of *APX.

PART A: SPONSORS.

APPLICATION PROCEDURE.

- 9.1.1.** A person or a partnership may apply to *APX for recognition as a *sponsor. The application must be in the form approved by *APX. Each application must be signed by the applicant.
- 9.1.2.** *APX may request, and each applicant must provide, such additional information in relation to an application as *APX reasonably requires to assess the application.
- 9.1.3.** *APX will make a determination in relation to an application under **Rule 9.1.1** within 6 months after receiving the application and any additional information requested under **Rule 9.1.2**.

ADMISSION REQUIREMENTS.

- 9.2.** The requirements for any applicant who wishes to be recognised as a *sponsor are that the applicant must:
- (a) either:
 - (i) be a financial services licensee;
 - (ii) hold a current practicing certificate under the Legal Practice Act 1996 in the state of Victoria, or its equivalent in another State or Territory of Australia; or
 - (iii) be a qualified accountant (as defined in the *Act);
 - (b) satisfy *APX that it is competent to discharge the responsibilities of a *sponsor;
 - (c) give an undertaking to *APX in the form set out in **Appendix 9-1**; and
 - (d) pay to *APX all prescribed fees.

REFUSAL OF APPLICATION.

- 9.3.1.** Subject to **Rule 9.13.1**, *APX must refuse an application under **Rule 9.1.1**, if the applicant does not satisfy the requirements of **Rule 9.2** or if *APX forms the opinion (on reasonable grounds) that the applicant:
- (a) is not of good fame and character and high business integrity; or
 - (b) is the subject of a banning order under section 920A of the *Act.
- 9.3.2.** In considering whether or not an applicant is of good fame and character, but without limiting the discretion of *APX, *APX shall be entitled to take into account:
- (a) any conviction of the applicant for any offence (other than a traffic offence) and whether the applicant has been charged with such an offence at any time;
 - (b) whether the applicant has at any time been adversely mentioned in a report made by or at the request of any government or governmental authority or agency.

REGISTER.

- 9.4.1.** *APX must maintain a register of *sponsors recording the following information about each *sponsor:
- (a) the name and business address of the *sponsor;
 - (b) such other details as may be prescribed by *APX.
- 9.4.2.** Each *sponsor must provide to *APX such information about the *sponsor as *APX may reasonably request in order to maintain the register of *sponsors.
- 9.4.3.** Any *sponsor may examine the register of *sponsors during business hours.
- 9.4.4.** *APX may publish details set out in the *register as it thinks fit and no *sponsor will have any claim against *APX in relation to such publication.

DISCIPLINARY PROCEEDINGS.

- 9.5.1.** If *APX finds that a *sponsor has been in breach of its obligations under the *Listees' Listing Standards it may do one or more of the following:
- (a) privately censure the *sponsor and advise relevant *listees of the censure;
 - (b) publicly censure the *sponsor and publicise the censure;
 - (c) subject to **Rule 9.13.1**, withdraw its recognition of a person as a *sponsor and publicise that withdrawal.
- 9.5.2.** If *APX imposes a sanction on a *sponsor under **Rule 9.5.1(a) or (b)**, it must within 14 days after imposing the sanction give to the *sponsor its written reasons for doing so.

CEASING TO BE A SPONSOR.

- 9.6.** Subject to **Rule 9.13.1**, *APX may withdraw its recognition of a person as a *sponsor if:
- (a) the *sponsor is insolvent, is an externally administered body corporate or is deregistered;
 - (b) the *sponsor ceases to satisfy the requirements of **Rule 9.2** or breaches the undertaking given to *APX under **Rule 9.2(c)**;
 - (c) the *sponsor, or a person acting for or on behalf of the *sponsor, made a willful omission or material misstatement in connection with the *sponsor's application for recognition; or
 - (d) *APX forms the opinion referred to in **Rule 9.3.1** in relation to the *sponsor.

PART B: RESEARCH PANEL.

APPLICATION PROCEDURE.

- 9.7.1.** A person or a partnership may apply to *APX for recognition as a *research panellist. The application must be in the form approved by *APX. Each application must be signed by the applicant.
- 9.7.2.** *APX may request, and each applicant must provide, such additional information in relation to an application as *APX reasonably requires to assess the application.
- 9.7.3.** *APX will make a determination in relation to an application under **Rule 9.7.1** within 6 months after receiving the application and any additional information requested under **Rule 9.7.2**.

ADMISSION REQUIREMENTS.

- 9.8.** The requirements for any applicant who wishes to be recognised as a *research panellist are that the applicant must:
- (a) be a financial services licensee;
 - (b) satisfy *APX that it is competent to discharge the responsibilities of a *research panellist;
 - (c) give an undertaking to *APX in the form set out in **Appendix 9-2**; and
 - (d) pay to *APX all prescribed fees.

REFUSAL OF APPLICATION.

- 9.9.1.** Subject to **Rule 9.13.1**, *APX must refuse an application under **Rule 9.7.1**, if the applicant does not satisfy the requirements of **Rule 9.8** or if *APX forms the opinion (on reasonable grounds) that the applicant:
- (a) is not of good fame and character and high business integrity; or
 - (b) is the subject of a banning order under section 920A of the *Act.
- 9.9.2.** In considering whether or not an applicant is of good fame and character, but without limiting the discretion of *APX, *APX shall be entitled to take into account:
- (a) any conviction of the applicant for any offence (other than a traffic offence) and whether the applicant has been charged with such an offence at any time;
 - (b) whether the applicant has at any time been adversely mentioned in a report made by or at the request of any government or governmental authority or agency.

REGISTER.

- 9.10.1.** *APX must maintain a register of *research panellists recording the following information about each *research panellist:

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- (a) the name and business address of the * research panellist;
- (b) such other details as may be prescribed by * APX.

9.10.2. Each * research panellist must provide to * APX such information about the * research panellist as * APX may reasonably request in order to maintain the register of * research panellists.

9.10.3. Any * research panellist may examine the register of * research panellists during business hours.

9.10.4. * APX may publish details set out in the * register as it thinks fit and no * research panellist will have any claim against * APX in relation to such publication.

DISCIPLINARY PROCEEDINGS.

9.11.1. If * APX finds that a * research panellist has been in breach of its obligations responsibilities under the * Listees' Listing Standards it may do one or more of the following:

- (a) privately censure the * research panellist and advise relevant * listees of the censure;
- (b) publicly censure the * research panellist and publicise the censure;
- (c) subject to **Rule 9.13.1**, withdraw its recognition of a person as a * research panellist and publicise that withdrawal.

9.11.2. If * APX imposes a sanction on a * research panellist under **Rule 9.11.1(a) or (b)**, it must within 14 days after imposing the sanction give to the * research panellist its written reasons for doing so.

CEASING TO BE A RESEARCH PANELLIST.

9.12. Subject to **Rule 9.13.1**, * APX may withdraw its recognition of a person as a * research panellist if:

- (a) the * research panellist is insolvent, is an externally administered body corporate or is deregistered;
- (b) the * research panellist ceases to satisfy the requirements of **Rule 9.8** or breaches the undertaking given to * APX under **Rule 9.8(c)**;
- (c) the * research panellist, or a person acting for or on behalf of the * research panellist, made a willful omission or material misstatement in connection with the * research panellist's application for recognition; or
- (d) * APX forms the opinion referred to in **Rule 9.9.1** in relation to the * research panellist.

PROCEDURAL MATTERS.

9.13.1. If * APX intends to:

- (a) reject an application by a person for recognition as a * sponsor or as a * research panellist; or
- (b) withdraw its recognition of a person as a * sponsor or as a * research panellist;

then *APX must notify the person concerned of its intention and inform the person of their right to request a hearing before *APX and make submissions to *APX in relation to the rejection of the application or withdrawal of recognition. The person concerned may elect to make submissions to *APX without appearing at a hearing. If *APX does not receive a written request for a hearing from the person concerned within 14 days after notifying the person in accordance with this **Rule**, then the person is deemed to have waived their right to a hearing.

9.13.2. The following provisions apply to each hearing by *APX conducted in accordance with these Rules:

- (a) The hearing must be held in private, provided that *APX may consider submissions or information received from any person and may give directions as to the persons who may be present at the hearing.
- (b) All evidence and material placed before *APX or considered by it at a hearing must be kept confidential, but nothing in this **Rule** prevents *APX from disclosing confidential information to its employees, related corporations and advisers on a “need to know” basis or otherwise disclosing confidential information as required by these Rules or by the *Act.
- (c) The person who requested the hearing, and any other person authorised by *APX, may appear in person and make submissions and is entitled to be represented by:
 - (i) an employee or officer of the person;
 - (ii) a barrister or solicitor of the Supreme Court of a State or Territory of Australia or of the High Court of Australia; or
 - (iii) any other person approved by *APX.
- (d) The hearing must be conducted with as little formality and technicality and with as much expedition as a proper consideration of the matters before *APX permits. *APX may make a transcript of proceedings at a hearing.
- (e) *APX must make its decision free of bias and shall give the person who requested the hearing a fair hearing and shall in all other respects observe the rules of natural justice.

9.13.3. If, after a hearing has been held or the right to a hearing has been waived, *APX intends to:

- (a) reject an application by a person for recognition as a *sponsor or as a *research panellist; or
- (b) withdraw its recognition of a person as a *sponsor or as a *research panellist;

then *APX must give the person concerned written notice of its determination and the reasons for its determination. If *APX has determined to withdraw its recognition of a person as a *sponsor or as a *research panellist, the notice must specify the date that the person ceases to be a *sponsor or as a *research panellist. *APX gives its written reasons by dispatching them, within 30 days after the conclusion of the hearing, to the person concerned at the address of the person last known to *APX.

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9.13.4. *APX and any other party to a hearing must bear their own costs and expenses incurred in connection with the hearing.

APPEALS.

9.14.1. Each of the following persons is a “person aggrieved” by a decision of *APX:

- (a) a person whose application for recognition as a *sponsor or a *research panellist has been rejected by *APX; and
- (b) a person whose recognition as a *sponsor or a *research panellist has been withdrawn by *APX.

9.14.2. A person aggrieved may appeal to the *Appeal Tribunal by lodging with the *secretary a notice of appeal in the form approved by *APX. The notice of appeal must set out the grounds of appeal and must be lodged within 30 days after *APX has notified the person aggrieved of the decision the subject of the appeal.

9.14.3. The appeal shall be conducted in the manner provided by **Rules 8.27.1 to 8.29(k)**.

The decision of the *Appeal Tribunal shall be final and binding upon the parties.