



MEMO

To: Board of Directors
From: Company Secretary
Subject: **CORPORATE KEY REPLACEMENT**

All companies are issued with a corporate key (in writing) when they are incorporated.

The corporate key has to be used when lodging the following documents with ASIC on paper, which must be noted in the space provided on the form:

- Form 362 “Notification of Appointment or Cessation of a Registered Agent by a Company”
- Form 484 “Change to Company Details”
- Form 486 “Notification to Nominate, Change or Cease a Contact Address for a Company”.

If the correct corporate key is not provided on the form, ASIC will contact the company for this information. Therefore, to ensure timely processing of documents/changes, the Directors and/or Company Secretary (“officers”) need to ensure that the current corporate key is provided in the space allocated on the form.

How can a Corporate Key be Cancelled

A corporate key is fixed for the life of a company unless one of the following occurs:

- a Form 361 “Notification of a Registered Agent Ceasing to Act for a Company” or Form 362 appointing or ceasing a registered agent is lodged with ASIC; or
- a new corporate key is requested by an authorised person; or
- in some instances, if correspondence sent by ASIC to the company is returned to ASIC as ‘return to sender’ mail.

Changes to Corporate Key

Apart from the situations noted above, a company may wish/need to change its corporate key for one of a number of reasons.

For example, a company might need a new corporate key if they misplace or forget the number, or when an officer resigns, or the company feels that the security of the



corporate key has been compromised (e.g. an unauthorised person gains access to the number).

A company officer can request the cancellation of a company's existing corporate key and ask for a new corporate key to be issued online at www.asic.gov.au/corporatekey or by phoning ASIC on 1300 300 630.

Who Can Request a New Corporate Key

A company officer, registered agent, liquidator or administrator can request a new corporate key from ASIC. The corporate key will only be sent to the registered office of the company, to avoid it being sent to an unauthorised recipient. If the new corporate key is unable to be sent to the registered office address, for whatever reason, it may be possible to send the new corporate key to a contact address or an officer's residential address recorded on the ASIC database. To ask for a new corporate key to be sent to an address other than the registered office, the person requesting it must contact ASIC to discuss by phone on 1300 300 630.

Application for a Corporate Key

To apply for a new/replacement corporate key a Form RC98 must be completed on-line with ASIC (as such form is not available in hard copy).

The following was extracted from an on-line application for a new corporate key:

Form setup

This request must be completed by a current officeholder of the company.

A corporate key is normally issued to a company as part of the Annual Statement package.

If you can locate your most recent Company Statement, you will be able to register now for immediate [online access](#) to view and update your company details.

If not, you can apply for a new corporate key to be issued to your company at its registered office address. When you receive the new corporate key, you will then be able to register for online access.

Provide the following details

ACN/ABN

Officeholders details as notified to ASIC on company documents

Given names

Family name

Date of birth (DD-MM-YYYY)

Office held



Submit now

A new corporate key will be posted to your company at its registered office address. When you receive the new corporate key, you will be able to register for immediate online access.

I declare that

- This request is submitted under the terms and conditions of the ASIC Electronic Lodgement Protocol
- I am authorised to lodge documents on behalf of the company

Yes No

Date: 01-06-2010

Heavy penalties can be imposed for giving false or misleading information.

Confirmation

Your request has been submitted to ASIC on 01/06/2010 at 16:20:10.

A corporate key will be posted to the company at its registered office address.

DISCLAIMER

The comments in this memo reflect some commercial aspects and observations on the matter experienced or observed by the writer in practice as he understands them. The information is given as a guide only and does not represent a definitive or legal view of any of the issues raised, covered or referred to and the reader is urged to seek his own professional advice on all aspects of, or pertaining to, this and any related matter.