

FORM C5

Application to Register an Existing Corporation as a Co-operative

Co-operatives National Law (NSW) Part 2.1, Division 5



1800 502 042 fairtrading.nsw.gov.au

Please read this information before completing this form.
This form can be completed in Adobe Reader and saved for your records.

When to use this form?

This form is to be used by an existing body (including corporations, indigenous corporations and incorporated associations) applying to transfer its incorporation to a co-operative.

Before applying for registration of a co-operative you must have the rules and, if applicable, the formation disclosure statement approved by NSW Fair Trading. If you have not already done this, before lodging this form you must first complete an 'Application to Approve Co-operative Rules and Formation Disclosure Statement' (Form C1) available on the [NSW Fair Trading website](http://www.fairtrading.nsw.gov.au).

This form **must** be lodged as soon as practicable after the formation meeting.

Eligibility

To be eligible for registration, a proposed co-operative must meet both the following criteria:

- Must have a membership of:
 - in the case of a co-operative group, 2 or more co-operatives; or
 - in the case of any other co-operative, 5 or more active members.
- Must have held a formation meeting.
- Must have a formation meeting which deals with the matters required by section 30 of the Co-operatives National Law.

How to pay the lodgement fee

Pay by credit card or PayPal using the following link:
www.fairtrading.nsw.gov.au/registrypayments

Step 1 - Click on the link or type the URL into your web browser.

Step 2 - Follow the instructions online to complete payment. (select 'Registry and Accreditation' as the agency)

Step 3 - You will receive a receipt upon payment.

Step 4 - Attach a copy of the receipt to the form.

Alternatively, if you intend to pay by cheque or money order this can be done in person at a Service NSW Centre accepting this form of payment. Please telephone 13 77 88 or visit www.service.nsw.gov.au/service-centre prior to attending, to confirm accepted payment methods.

Cheques or money orders should be made payable to NSW Fair Trading.

Not providing all required information and a copy of the receipt may result in delays in processing your application.

Fees

Application fee: \$39.00
There is no GST payable.

How to lodge

- **By email** to registrylodgements@customerservice.nsw.gov.au ensuring a copy of the receipt of payment is attached.
- **By post** to Registry and Accreditation, PO Box 22, Bathurst NSW 2795, ensuring a copy of the receipt of payment is included.
- **In person** at any **Service NSW Centre**. Before visiting your nearest Service NSW Centre, please telephone 13 77 88 or visit www.service.nsw.gov.au/service-centre to confirm accepted payment methods prior to attending.

What happens when you lodge your application?

- The application will be reviewed. You will be notified in writing if further information is required.
- If your application is approved, the co-operative will be registered and you will receive a certificate of registration.
- If your application is refused, you will receive written notification of the reasons.
- If any change occurs in the information you have provided in your application, you must notify NSW Fair Trading as soon as possible.

The *Co-operatives National Law (NSW)* can be found at the Appendix to the *NSW Co-operatives (Adoption of National Law) Act 2012*.

Contacting Registry and Accreditation

Telephone 1800 502 042
Mail Registry and Accreditation, PO Box 22
Bathurst NSW 2795
Website www.fairtrading.nsw.gov.au/associations-and-co-operatives/co-operatives

Assistance

Telephone - 13 14 50
Ask for an interpreter in your language.
TTY - 133 677
Telephone service for the hearing impaired.

The above information is intended as a guide only and is included to assist you in completing and lodging this form. This page is not part of the form. If required, professional advice should be obtained regarding the matters dealt with in this form.



FORM C5

Application to Register an Existing Corporation as a Co-operative

Co-operatives National Law (NSW) Part 2.1, Division 5

1800 502 042 fairtrading.nsw.gov.au

Please read the information before completing this form.
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Fee (GST free) - \$39.00

1. Name of proposed co-operative

 LIMITED

2. Details of existing corporation

This application for the registration of a co-operative is made on behalf of: *(choose one only)*

a company registered under the *Corporations Act 2001*

Name

Registration number OR

an incorporated association registered under the *Associations Incorporation Act 2009*

Name

Registration number OR

an Aboriginal and Torres Strait Islander corporation registered under the *Corporations (Aboriginal and Torres Strait Islander) Act 2006*

Name

Indigenous Corporation Number

3. Date formation meeting held

 (DD/MM/YYYY)

4. Type of co-operative

- A distributing co-operative with share capital
- A non-distributing co-operative that has share capital
- A non-distributing co-operative that has no share capital

5. Address of the proposed co-operative's registered office

This must be located in New South Wales and must be a street address. PO boxes cannot be accepted.

Address

Suburb

State

Postcode

6. Postal address of the proposed co-operative's (can be a PO box)

Same as registered office Yes No, specify different address below

Address

Suburb

State

Postcode

7. Co-operative contact number and email

Contact number

Email address

8. Date of financial year end (mm/yyyy) (As set out in the co-operative's rules)

(MM/YYYY)

9. For the first financial year of the proposed co-operative is it estimated:

The co-operative will issue shares to more than 20 prospective members during the financial year and the amount raised in that year by the issue of those shares will exceed \$2 million?

Yes No

The co-operative will have securities on issue to non-members other than:

- shares in the co-operative; and
- securities issued in respect of the co-operative's obligations under section 163 of the Law.

Yes No

The consolidated revenue of the co-operative and the entities it controls (if any) calculated in accordance with accounting standards, will be \$8 million or more at the end of the financial year?

Yes No

The value of the consolidated gross assets of the co-operative and the entities it controls (if any) calculated in accordance with accounting standards, will be \$4 million or more at the end of the financial year?

Yes No

The number of employees of the co-operative and the entities it controls (if any) will be 30 or more at the end of the financial year? In counting employees, part-time employees are to be taken into account as an appropriate fraction of a full-time equivalent. For example, four half-time employees should be counted as two employees.

Yes No

10. Provide details of the directors elected to the co-operative board at the formation meeting

The board **must** consist of at least 3 directors, at least 2 of whom ordinarily reside in Australia. If more than 5 board members, attach a separate list with the additional board member details as specified below.

Director 1

Title

Given name(s)

Family/Surname

Former name(s)

Residential address

Suburb

State

Postcode

Date of birth (DD/MM/YYYY)

Place of birth (Town and State or Country if overseas)

10. Provide details of the directors elected to the co-operative board at the formation meeting

(continued)

Director 2

Title	Given name(s)	Family/Surname
<input type="text"/>	<input type="text"/>	<input type="text"/>
Former name(s)		
<input type="text"/>		
Residential address		
<input type="text"/>		
Suburb	State	Postcode
<input type="text"/>	<input type="text"/>	<input type="text"/>
Date of birth (DD/MM/YYYY)	Place of birth (Town and State or Country if overseas)	
<input type="text"/>	<input type="text"/>	

Director 3

Title	Given name(s)	Family/Surname
<input type="text"/>	<input type="text"/>	<input type="text"/>
Former name(s)		
<input type="text"/>		
Residential address		
<input type="text"/>		
Suburb	State	Postcode
<input type="text"/>	<input type="text"/>	<input type="text"/>
Date of birth (DD/MM/YYYY)	Place of birth (Town and State or Country if overseas)	
<input type="text"/>	<input type="text"/>	

Director 4

Title	Given name(s)	Family/Surname
<input type="text"/>	<input type="text"/>	<input type="text"/>
Former name(s)		
<input type="text"/>		
Residential address		
<input type="text"/>		
Suburb	State	Postcode
<input type="text"/>	<input type="text"/>	<input type="text"/>
Date of birth (DD/MM/YYYY)	Place of birth (Town and State or Country if overseas)	
<input type="text"/>	<input type="text"/>	

10. Provide details of the directors elected to the co-operative board at the formation meeting

(continued)

Director 5

Title	Given name(s)	Family/Surname
<input type="checkbox"/>	<input type="text"/>	<input type="text"/>
Former name(s)		
<input type="text"/>		
Residential address		
<input type="text"/>		
Suburb	State	Postcode
<input type="text"/>	<input type="text"/>	<input type="text"/>
Date of birth (DD/MM/YYYY)	Place of birth (Town and State or Country if overseas)	
<input type="text"/>	<input type="text"/>	

11. Co-operative Secretary

The co-operative **must** have a Secretary, who must ordinarily reside in Australia.

Title	Given name(s)	Family/Surname
<input type="checkbox"/>	<input type="text"/>	<input type="text"/>
Former name(s)		
<input type="text"/>		
Residential address		
<input type="text"/>		
Suburb	State	Postcode
<input type="text"/>	<input type="text"/>	<input type="text"/>
Date of birth (DD/MM/YYYY)	Place of birth (Town and State or Country if overseas)	
<input type="text"/>	<input type="text"/>	

Also a director? Yes No

12. Chief Executive Officer (optional)

If the co-operative is to have a chief executive officer (CEO) please provide details here.

Title	Given name(s)	Family/Surname
<input type="checkbox"/>	<input type="text"/>	<input type="text"/>
Former name(s)		
<input type="text"/>		
Residential address		
<input type="text"/>		
Suburb	State	Postcode
<input type="text"/>	<input type="text"/>	<input type="text"/>
Date of birth (DD/MM/YYYY)	Place of birth (Town and State or Country if overseas)	
<input type="text"/>	<input type="text"/>	

Also a director? Yes No

13. Document checklist

Your application cannot be processed without the following documents:

- 2 copies of the proposed rules of the new co-operative. Both copies must be signed and certified by the persons who acted as chairperson and secretary at the formation meeting.
- If you are proposing to be a distributing co-operative or you were directed by the Registrar to present a disclosure statement, you must also attach one copy of the formation disclosure statement presented at the formation meeting. The copy must be certified by the directors or committee of management of the corporation.
- A written declaration, signed by the directors or committee of management of the corporation, no more than 28 days before the application for registration and stating that at a meeting of the directors or committee they formed the opinion the corporation will be able to pay its debts as they fall due.
- A report in the approved form (balance sheet) as to the affairs of the corporation and showing its assets and liabilities, made up to the latest practicable date before the application.
- A copy of the constituent documents of the corporation in force at the date of the application.
- A registration document to evidence the incorporation or registration of the corporation.
- A statement setting out the connection the proposed co-operative would have to this jurisdiction.

14. Privacy statement

NSW Fair Trading, Department of Customer Service gives priority to protecting the privacy of your personal information. We do this by handling personal information in a responsible manner and in accordance with the *Privacy and Personal Information Protection Act 1998* (PIIP Act). Service NSW acts as a shopfront for us and performs transactions for you, on our behalf.

The personal information contained in your application is collected and held by NSW Fair Trading and Service NSW will collect and hold personal information on our behalf as part of the application process.

We are collecting your personal information for the following purposes:

1. For determining an application to Register an Existing Corporation as a Co-operative in accordance with section 31 of *Co-operatives (Adoption of National Law) Act 2012* No 29 (CNL Act) and clause 8.1 of *Co-operatives National Regulations* (2013 SI 601).
2. Internal administrative purposes, including liaising with you in relation to your application.
3. We may use the information to support more informed policy making, program management, evaluation, research and service planning as it can facilitate more efficient service delivery for co-operatives in NSW.
4. As required by legislation to record information on a public register, parts of which will be published online.

The consequence of not providing it is that your application may not be able to be determined. We may use the personal information contained in your application to confirm your details if you make any subsequent applications. We may also use it to administer/update our public register, including to send you information that we consider important such as information and updates regarding Co-operative's obligations under the CNL Act.

We will store and manage your personal information in accordance with provisions under the PIIP Act.

If required, we may make enquiries and exchange information with other NSW government agencies (including the NSW Police Force), or other States, Territories and/or the Commonwealth for the purpose of assessing your application and for compliance purposes. We may disclose your personal information for these purposes.

We will not disclose your personal information to anybody else unless you have given consent, or we are authorised or permitted to do so by law. Our [Privacy Statement](#) describes when this may occur. You can find this information and our [Privacy Management Plan](#) on the Department of Customer Service website.

Please see the [Fair Trading Privacy Code of Practice](#) for more information about how we handle your personal information, how you can request access to or correct the personal information we hold about you (if the information is inaccurate, incomplete, not relevant or out of date) and who to contact if you have a privacy enquiry or complaint, or email brdprivacy@customerservice.nsw.gov.au.

For more information about how Service NSW handles personal information please visit www.service.nsw.gov.au/privacy.

FORM CONTINUES NEXT PAGE

15. Declaration

Who must sign this application

- **For existing corporation applicants** – 2 directors of the corporation or if a sole director corporation, 1 director and the secretary of the corporation.
- **For existing incorporated association applicants** – 2 authorised signatories of the incorporated association.

I declare that:

- A resolution has been passed approving the proposed registration and any amendment of its existing constituent documents necessary to enable the corporation to comply with the *Co-operatives National Law (NSW)*.
- A formation meeting was held on the date specified in this application, at which the attached co-operative rules were approved by a two-thirds majority of eligible members present at that meeting.
- If a disclosure statement is attached, the disclosure statement has been presented at the formation meeting in accordance with the *Co-operatives National Law (NSW)*.
- No director of the proposed co-operative is disqualified under sections 181 and 182 of the *Co-operatives National Law (NSW)*.
- At least two directors of the proposed co-operative are ordinarily resident in Australia in accordance with s172 of the *Co-operatives National Law (NSW)*.
- The proposed co-operative has the prescribed number of active members in accordance with the *Co-operatives National Law (NSW)*.
- The primary and majority of activities of the proposed co-operative will be conducted in New South Wales.
- The particulars contained in this application and other documents are true and correct. I acknowledge that it is an offence under section 514 of the *Co-operatives National Law (NSW)* to provide the Registrar with false or misleading documents.

Signature 1

Date signed (DD/MM/YYYY)

This form is designed to be completed in Adobe Reader. A cross appearing in the digital signature field above may indicate a compatibility issue. If a cross appears please sign here

Printed name

Position (office) held

Signature 2

Date signed (DD/MM/YYYY)

This form is designed to be completed in Adobe Reader. A cross appearing in the digital signature field above may indicate a compatibility issue. If a cross appears please sign here

Printed name

Position (office) held

Who should NSW Fair Trading contact if there is a query about this form?

Title	Given name(s)	Family/Surname
<input type="text"/>	<input type="text"/>	<input type="text"/>
Contact number	Mobile number	
<input type="text"/>	<input type="text"/>	
Address		
<input type="text"/>		
Suburb	State	Postcode
<input type="text"/>	<input type="text"/>	<input type="text"/>
Email address		
<input type="text"/>		

Payment details

Application fee: \$39.00

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Receipt number