NSW GOVERNMENT Fair Trading

ABN 81 913 830 179

Form C2

September 2021

Application to Approve Disclosure Statement for Merger of Co-operatives

Co-operatives National Law (NSW) Sections 397 and 477

Fee must accompany form
See information under fees

Web: www.fairtrading.nsw.gov.au/associations-and-co-operatives/co-operatives

Registry and Accreditation, PO Box 22, Bathurst, NSW 2795

Telephone: 1800 502 042

THINGS TO KNOW BEFORE STARTING YOUR APPLICATION

Before applying to merge two or more co-operatives, each co-operative must send to each of its members a disclosure statement approved by the Registrar stating:

- the financial position of each co-operative concerned in the proposed merger as shown in financial statements prepared as at a date not more than 6 months before the date of the statement; and
- any interest any officer of each co-operative has in the proposed merger; and
- compensation or other consideration proposed to be paid, or other incentive proposed to be given, to any officer or member of each co-operative in relation to the proposed merger; and
- the reason for the merger; and
- any other information the Registrar directs.

How to complete this form

- Please use a blue or black pen and print clearly using block letters.
- **Complete all parts of the form and the contact details in all cases.**
- Each co-operative proposing to merge must complete one of these forms and provide a copy of a disclosure statement for approval.

Fees

- The application fee is $281.00
  The fee must be paid at the time of application. 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**. For the address of your nearest Service NSW Centre please telephone 13 77 88 or visit www.service.nsw.gov.au/service-centre

How to pay

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.

Not providing this information may result in delays in processing your form.

Alternatively, if you intend to pay by cheque or money order this can be done in person at any Service NSW Centre.

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

What happens when you lodge your application

- The application and attachments will be reviewed. You will be notified in writing if further information is required.
- When the form is completed correctly and all necessary documents are attached, within 28 days you will receive notification of the next steps in the merger process.
- 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*.

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 C2
Application to Approve Disclosure Statement for Merger of Co-operatives

Co-operatives National Law (NSW) Sections 397 and 477

Applicant

1. Who is making this application?

Surname	
Given name(s)	
Address (including state and postcode)	Town/Suburb State Postcode
Daytime telephone number	
Email address	

Details of co-operatives proposing to merge

2. Name of co-operative to which this application relates:

Co-operative registration number	NSWC
Name of co-operative	Limited

3. Details of co-operatives with which the co-operative is proposing to merge:

Name of co-operative	Where registered (Australian state)	Registration number

4. What will be the name of the proposed merged co-operative?

The name you propose will not be accepted if it is deemed unsuitable, or similar or identical to an existing name. To check to see if your name already exists or is similar you can search ASIC's Organisation and Business Names Register.

The name **must** include `Co-operative', `Cooperative', `Co-op' or `Coop' and **must** end in `Limited' or `Ltd'.

You will be contacted if the name is unavailable.

Proposed name	Limited

5. What type of co-operative are you proposing to form? (choose one option only)

- ☐ **A distributing co-operative with share capital.**
  Distributing co-operatives may give returns or distributions on surplus or share capital to members.
- ☐ **A non-distributing co-operative that has share capital.**
  These co-operatives **are prohibited** from giving returns or distributions on surplus or share capital to members, other than the nominal value of shares at winding up.
- ☐ **A non-distributing co-operative that has no share capital.**
  These co-operatives **are prohibited** from giving returns or distributions on surplus to members.

Document checklist

6. Your application cannot be processed without the following documents:

☐	A copy of the disclosure statement for approval. The disclosure statement must contain the information necessary to ensure prospective members are adequately informed of the nature and extent of a person's financial involvement or liability as a member of the merged co-operative, including if applicable: • the financial position of each co-operative concerned in the proposed merger as shown in financial statements prepared as at a date not more than 6 months before the date of the statement • any interest any officer of each co-operative has in the proposed merger • compensation or other consideration proposed to be paid, or other incentive proposed to be given, to any officer or member of each co-operative in relation to the proposed merger • the reason for the merger • the estimated costs of the merger • the active membership provisions of the proposed merged co-operative • the rights and liabilities attaching to shares in the proposed merged co-operative • the capital required for the co-operative at the time of merger • the projected income and expenditure of the merged co-operative for its first year of operation • information about any contracts required to be entered into by the merged co-operative • any other information the Registrar directs to be included

Declaration and signature

7. I declare that:

- I am authorised to lodge this application on behalf of the Co-operative.
- The particulars contained in this form and any attachments are true and correct. I acknowledge that it is an offence under section 514 of the *Co-operatives National Law (NSW)* to give the Registrar a document containing false or misleading information.

Signature	
Printed name	
Date of signing (dd/mm/yyyy)	/ /
Position (office) held	

Privacy - NSW Fair Trading is committed to responsible and fair handling of your personal information, consistent with the laws we administer and the *Privacy and Personal Information Protection Act 1998*. Some information on this form will be placed on a public register in accordance with the *Co-operatives National Law (NSW)*. We may be unable to process this form if you do not provide the required information. You can contact us at any time to request access to the personal information we hold about you. In exceptional circumstances, you may apply to have public access to your personal information restricted. Our privacy statement and other privacy information are available at the **NSW Fair Trading website** or on request.

THIS PAGE DOES NOT CONSTITUTE PART OF THE FORM AND WILL NOT BE PLACED ON THE REGISTER OF CO-OPERATIVES.

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

Surname		Given name(s)	
Title		Daytime telephone	
Address			
Town/suburb		State	Postcode
Email			