

30 October 2020

Manager
Market Conduct Division
The Treasury
Langton Crescent
Parkes ACT 2600

via email: businesscomms@treasury.gov.au

Computershare's submission to Treasury on permanent reforms in respect of virtual meetings and electronic execution

Background

Computershare (ASX: CPU) is a global market leader in transfer agency and share registration, employee equity plans, mortgage servicing, proxy solicitation and stakeholder communications. We also specialise in corporate trust, bankruptcy, class action and a range of other diversified financial and governance services.

Founded in 1978, Computershare is renowned for its expertise in high integrity data management, high volume transaction processing and reconciliations, payments and stakeholder engagement. Many of the world's leading organisations use us to streamline and maximise the value of relationships with their investors, employees, creditors and customers.

Computershare is represented in all major financial markets and has over 12,000 employees worldwide. For more information, visit www.computershare.com.

Annually, in Australia, Computershare administers over 700 annual general meetings across our listed clients and other member group organisations. In Australia, Computershare has supported 180 virtual meetings to date and will administer approximately another 246 virtual meetings in the coming months. Computershare has also administered virtual meetings around the globe, including a total of 854 virtual meetings in Canada and the United States of America.

Summary

Computershare is pleased to see that swift action is being taken to reform the Corporations Act (2001) (*Cth*) as it pertains to virtual meetings, electronic document delivery and electronic execution.

Computershare is broadly supportive of the reforms proposed by Treasury and the themes of modernisation and digitisation that underpin them. We have long campaigned for reform in these areas to allow the market to innovate and provide solutions to better meet the demands of modern issuers and their members, as recently indicated in our comments in response to the Senate Select Committee hearing on Financial Technology and Regulatory Technology held on 30 June 2020.

Rationale

Below are the key foundations that underpin Computershare's support for the proposed reforms. We have sought to align our comments to Treasury's stated aims and our industry experience.

Virtual meetings and electronic documents

- Computershare supports the removal of doubt and facilitation of choice for issuers and other bodies that are required to convene meetings. We expect that we will have useful data in early 2021 that will provide insights into the peak AGM season currently underway. Insights from the mini-peak season are available [here](#).
- We are pleased that engagement with members is a key aim of the proposed reforms in respect of virtual meetings. Computershare is geared to support a best practice model in

relation to member engagement and transparency, whether a meeting is in a hybrid or fully virtual format, and as such we are well placed to assist our clients to maintain high standards of corporate governance in this digital age.

- We welcome efforts to increase transparency and accountability under the proposed reforms for example, in the form of requiring the minutes of electronic meetings of members to include questions or comments submitted by a member before or during the meeting. We would suggest that consideration is given to the advantages of including answers to such questions in the minutes.
- Computershare commends the additional facilitation of electronic delivery of documents and we expect that this will reap environmental and other benefits. We would suggest that consideration is given to the merits of notices of meeting and proxy forms only being sent (either by post or electronically) in accordance with the proposed legislation, where a member opts in to receive the same (and otherwise, the member is deemed to have received those documents). This would follow the approach taken some time ago in respect of annual reports.

Electronic execution of documents

- Computershare welcomes clear and practical parameters for the electronic execution of documents under the Corporations Act.

Next steps

We respectfully suggest that:

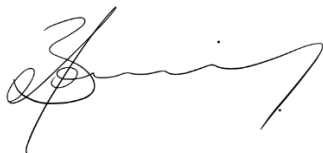
- as the proposed reforms progress through the various stages of deliberation and enhancement, continued focus remains on delivering these proposed changes into law, given the importance of the overarching aims and importance for delivering certainty to issuers; and
- the proposed reforms are in time supported by clear and practical guidance from ASIC, as has been provided for the temporary measures in place in response to Covid-19 (available [here](#)).

We anticipate that such guidance will provide additional comfort and useful direction to the multitude of stakeholders that the proposed reforms impact. This would help to ensure that the proposed reforms, as enacted, are applied consistently and are responsive to evolving expectations, opportunities and challenges.

Computershare would be pleased to provide input to the development of such guidance, drawing on our local and global experience in conducting such meetings.

Should you wish to discuss any aspect of the proposed reforms with Computershare, please contact me.

Yours sincerely,



Ann Bowering

CEO Issuer Services, Australia and New Zealand