



ASIC
Australian Securities &
Investments Commission

Inquiry into Corporations (Review Fees) Amendment (Technical Amendments) Bill 2025

Submission by the Australian Securities and Investments Commission

21 November 2025

ASIC welcomes the opportunity to provide this submission to the Senate Economics Legislation Committee for the Inquiry into the Corporations (Review Fees) Amendment (Technical Amendments) Bill 2025 (the **Bill**).

ASIC collects fees from regulated entities, such as companies, as part of its regulatory activities.

The *Corporations (Review Fees) Act 2003* (**Review Fees Act**) imposes fees in relation to “review dates” for certain regulated entities. Typically, a “review fee” falls due on an entity’s anniversary of registration on ASIC’s register.

The review fees are prescribed by the *Corporations (Review Fees) Regulations 2003* (**Review Fees Regulations**). Regulation 4 sets out how the fees apply and are calculated, including an indexation mechanism, and Schedule 1 sets out dollar amounts that apply to particular entities and circumstances.

In 2010, the *Corporations (Review Fees) Amendment Regulations 2010 (No.1)* amended the Review Fees Regulations to introduce annual indexation of the dollar amounts in Schedule 1. The purpose of the 2010 amendments was to maintain the rate of review fees at the 2009 level in real terms from 1 July 2010 and address the diminishing effect that inflation has in real terms on the value of those fees.

In 2011, the *Corporations (Review Fees) Amendment Regulations 2011 (No. 1)* amended the Review Fees Regulations to increase the base rate for a subset of the review fees and continue the annual indexation of those fees using the increased base rate. The purpose of these amendments was to offset increased appropriations in the Commonwealth Budget 2011-12 to the Australian Accounting Standards Board and the Auditing and Assurance Standards Board.

However, the 2011 amendment incorrectly and inadvertently was worded to re-set *all* review fees from the amended date of 1 July 2011, not just the increased fees. The drafting of the amendment meant that the fees which did not have an increased base rate were worded in effect to re-set to their 2009 base rates and indexation previously applied to those fees on 1 July 2010 was incorrectly erased. This was not the intended policy outcome of indexation or the amendments.

This inconsistency with the intended policy outcome was technical in nature, not immediately obvious and was not identified at the time the amendments were made. Accordingly, ASIC continued to apply indexation in line with its understanding of the changes and in line with the intended policy outcome.

ASIC identified the error in September 2024 as part of an unrelated review of the operation of Schedule 1 of the Review Fees Regulations. ASIC took immediate steps to investigate the error and identified impacts to the calculation of fees:

- (a) Paid by 1.56 million current registered entities.
- (b) Invoiced to a further 440,000 entities which remain unpaid.
- (c) Paid by, and unpaid invoices issued to, 795,000 entities that are now deregistered.

If the fee calculations had strictly followed the 2011 amendments rather than continuing indexation, the result is a total difference of \$68,096,532 for the period 1 July 2011 to 11 March 2025. Of this difference, ASIC has collected \$50,720,850. The remaining \$17,375,591 has been invoiced and remains unpaid.

The difference in fees charged per entity ranges between \$4 and \$578 over the 14 year period from 1 July 2011 to 11 March 2025. For over 70% of the entities involved, the difference in fees was less than \$22.

In March 2025 the Government made the *Corporations (Review Fees) Amendment (2025 Measures No.1) Regulations 2025* to ensure that ASIC is authorised to collect review fees consistently with the

long-standing fee structure that has been applied by ASIC since 2011 and the intended policy outcome of the 2010 and 2011 amendments.

The Bill will amend the Review Fees Act to clarify that ASIC was authorised to charge the amounts it charged from 2011 in line with the policy intent. As noted in the Explanatory Memorandum:

“The retrospective nature of this amendment provides continuity for affected entities who are already paying or have already paid their review fees annually to ASIC. In practice, these amendments do not affect these entities, nor do they impact their interests or rights”.