

South Australia



**SOUTH AUSTRALIAN MEAT CORPORATION (SALE OF ASSETS)  
ACT 1996**

**No. 16 of 1996**

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*Consequential Amendments to South Australian Meat Corporation Act 1936*



ANNO QUADRAGESIMO QUINTO

**ELIZABETHAE II REGINAE**

A.D. 1996

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No. 16 of 1996

**An Act to provide for the sale of assets of the South Australian Meat Corporation; to amend the South Australian Meat Corporation Act 1936; and for other purposes.**

[Assented to 24 April 1996]

The Parliament of South Australia enacts as follows:

**PART 1  
PRELIMINARY**

**Short title**

1. This Act may be cited as the *South Australian Meat Corporation (Sale of Assets) Act 1996*.

**Commencement**

2. This Act will come into operation on a day to be fixed by proclamation.

**Interpretation**

3. In this Act, unless the contrary intention appears—

"asset" means—

- (a) a present, contingent or future legal or equitable estate or interest in real or personal property; or
- (b) a present, contingent or future right, power, privilege or immunity,

(and includes a present or future cause of action in favour of the Corporation);

"authorised project"—see section 9(1);

"Corporation" means the South Australian Meat Corporation;

"liability" means a present, contingent or future liability or obligation (including a non-pecuniary obligation and a present or future cause of action against the Corporation);

**"transferred asset"** means an asset transferred to a purchaser under Part 2.

**Territorial application of this Act**

4. (1) This Act applies both within and outside the State.

(2) This Act applies outside the State to the full extent of the extra-territorial legislative power of the State.

**PART 2  
SALE OF ASSETS****Sale of assets**

5. (1) The Treasurer may by agreement (a **sale agreement**) with another (the **purchaser**) transfer to the purchaser assets of the Corporation.

- There may be two or more agreements relating to different assets with the same purchaser or with different purchasers.

(2) A sale agreement vests the relevant assets in accordance with its terms.

(3) On the vesting of an asset under a sale agreement, the asset is discharged from any trust in favour of the Crown.

(4) If a sale agreement so provides, a charge to which a transferred asset is subject ceases to apply to the asset on its transfer under the sale agreement.

(5) The transfer of an asset under this section operates by force of this Act and despite the provisions of any other law or instrument.

(6) A sale agreement may require the purchaser to indemnify the Corporation against specified liabilities or liabilities of a specified class.

(7) The Treasurer—

- (a) may apply the net proceeds of a sale under this section in discharging or recouping outstanding liabilities of the Corporation; and
- (b) must pay the balance to the *Asset Management Task Force Operating Account* at the Treasury to be used for the purpose of retiring State debt.

**Lease of land**

6. (1) The Treasurer may act as agent for the Corporation in leasing land of the Corporation.

(2) The Treasurer may, by agreement with the Corporation, relinquish the powers conferred by this section.

(3) An apparently genuine document purporting to be a lease executed by the Treasurer as agent of the Corporation must, in the absence of proof to the contrary, be accepted by any court or administrative official as a lease duly executed under the powers conferred by this section.

**Transferred instruments**

7. (1) A sale agreement may provide that instruments identified in the agreement, or to be identified as provided in the agreement, are to be transferred instruments.

(2) If an instrument is identified in, or under, a sale agreement as a transferred instrument, the instrument operates, as from a date specified in the agreement, subject to any modifications specified in the agreement.

**Registering authorities to note transfer**

8. The Registrar-General or any other authority required or authorised under a law of the State to register or record transactions affecting assets, or documents relating to such transactions, must, on application by the Treasurer or a person nominated by the Treasurer for the purpose, register or record the transfer of an asset or the lease of land under this Act.

**PART 3  
PREPARATION OF ASSETS FOR SALE****Preparation of assets for sale**

9. (1) The following actions (collectively referred to as the **authorised project**) are authorised:

- (a) the examination of the Corporation's undertaking with a view to sale of its assets;
- (b) the preparation of the Corporation's assets for sale;
- (c) other action that the Treasurer authorises, after consultation with the Corporation, in preparation for, or anticipation of, the sale of assets.

(2) The authorised project is to be carried out by—

- (a) persons employed by the Crown and assigned to work on the project; and
- (b) officers of the Corporation assigned to work on the project; and
- (c) other persons whose services are engaged by the Crown or the Corporation for the purpose of carrying out the project; and
- (d) other persons approved by the Treasurer whose participation or assistance is, in the Treasurer's opinion, reasonably required for the purposes of the project.

(3) The Treasurer (or the Treasurer's delegate) may, despite any other law, authorise purchasers or prospective purchasers and their agents to have access to information in the Corporation's possession or control that should, in the Treasurer's opinion (or the delegate's opinion), be made available to the purchasers or prospective purchasers for the purposes of the authorised project.

(4) The members and staff of the Corporation must, despite any other law, instrument contract or undertaking—

- (a) allow persons engaged on the authorised project access to information in the Corporation's possession or control that is reasonably required for, or in connection with, the carrying out of the authorised project; and
- (b) do whatever is necessary to facilitate the provision of the information to persons entitled to access to the information under subsection (3); and
- (c) provide other co-operation, assistance and facilities that may be reasonably required for, or in connection with, the carrying out of the authorised project.

(5) A person who is in a position to grant or refuse access to information to which this section relates may deny access to a person who seeks access to the information unless the person produces a certificate issued by the Treasurer (or the Treasurer's delegate) certifying that the person is entitled to access to information under this section and the basis of the entitlement.

**Authority to disclose and use information**

**10.** The disclosure or use of information in the possession or control of—

- (a) the Corporation; or
- (b) a current or former member of the Corporation; or
- (c) persons involved in the authorised project,

as reasonably required for, or in connection with, the carrying out of the authorised project is authorised.

**Evidence**

**11. (1)** In legal proceedings, a certificate of the Treasurer (or the Treasurer's delegate) certifying that action described in the certificate forms part of the authorised project, or that a person named in the certificate was at a particular time engaged on the authorised project, must be accepted as proof of the matter so certified in the absence of proof to the contrary.

**(2)** An apparently genuine document purporting to be a certificate under subsection (1) must be accepted as such in the absence of proof to the contrary.

**PART 4  
MISCELLANEOUS****Effect of things done, authorised or allowed under this Act**

12. Nothing done, authorised or allowed under this Act or a sale agreement under this Act—

- (a) constitutes a breach or, or default under, an Act or other law; or
- (b) constitutes a breach or, or default under, a contract, agreement, understanding or undertaking; or
- (c) constitutes a breach of a duty of confidence (whether arising by contract, in equity or by custom or in any other way); or
- (d) constitutes a civil or criminal wrong; or
- (e) terminates an agreement or obligation or fulfils any condition that allows a person to terminate an agreement or obligation, or gives rise to any other right or remedy; or
- (f) releases a surety or other obligee wholly or in part from an obligation.

**Closure of Gepps Cross abattoirs**

13. (1) If the Treasurer decides that it is desirable to do so to avoid continuing financial losses, the Treasurer may, by notice in the *Gazette*, close down the abattoirs at Gepps Cross.

(2) If the abattoirs are closed down, the Corporation must, at the Treasurer's direction, proceed with the orderly winding up of the business of the Gepps Cross abattoirs and the disposal of assets no longer required for that business.

**Interaction between this Act and other Acts**

14. (1) A transaction under this Act is not subject to the *Land and Business (Sale and Conveyancing) Act 1994*.

(2) No consent, approval or authorisation is required under Part 4 of the *Development Act 1993* for a transaction under this Act.

(3) An application under section 223ld of the *Real Property Act 1886* for the division of land need not be accompanied by a certificate from the Development Assessment Commission.<sup>1</sup>

<sup>1</sup> See section 223ld(3)(c) of the *Real Property Act 1886*.

**Accounts and audit—95/96 financial year**

15. (1) Despite the repeal of provisions of the *South Australian Meat Corporation Act 1936* by this Act, the members of the Corporation in office immediately before the amendments took effect are responsible for—

- (a) the preparation of accounts for the 1995/1996 financial year; and
- (b) having the accounts audited.

(2) The repealed provisions relevant to preparation of those accounts, audit of those accounts, and the laying of accounts before Parliament remain in force to the extent necessary for the purposes of this section.



(3) An auditor in office immediately before the repeal took effect remains in office until the audit is completed.

**Regulations**

16. The Governor may make regulations for the purposes of this Act.

**SCHEDULE***Consequential Amendments to South Australian Meat Corporation Act 1936*

The *South Australian Meat Corporation Act 1936* is amended as follows:

- (a) by striking out section 2;
- (b) by striking out section 3 and inserting—

**Interpretation**

3. In this Act—

"Corporation" means the South Australian Meat Corporation;

"secretary" means the person nominated as secretary of the Corporation by the Minister.;

- (c) by striking out sections 9 to 24 and substituting the following:

**Corporation**

9. The powers and functions of the Corporation are vested in, and exercisable by, the Minister.

**Powers of Corporation**

10. The Corporation has the same powers as a natural person of full age and capacity.

**Property**

11. The Corporation holds its property for and on behalf of the Crown.

**Dissolution of Corporation**

13. (1) The Governor may, by proclamation—

- (a) dissolve the Corporation; and
- (b) vest any of its remaining assets and liabilities in an authority or person nominated in the same or a later proclamation.

(2) Assets and liabilities remaining after dissolution of the Corporation, and disposition of its assets and liabilities under subsection (1), vest in the Crown.

(3) After dissolution of the Corporation, any statutory powers that might have been exercised by the Corporation if it had continued in existence are exercisable by the Minister.;

- (d) by striking out section 26;
- (e) by striking out sections 28 to 48;
- (f) by striking out section 52;
- (g) by striking out Part III (Sections 53 to 67);
- (h) by striking out from section 69 "or buildings other than the abbatoirs and the markets taken on lease, established, or erected by the Corporation under Part V of this Act for a hide and skin market," and substituting ", buildings, plant or other property";
- (i) by striking out Part IVA (Sections 93a to 93e);

- (j) by striking out Part VI (Sections 97 to 106);
- (k) by striking out Part VIII (Sections 111a to 114).

In the name and on behalf of Her Majesty, I hereby assent to this Bill.

ROMA MITCHELL Governor