



CORPORATIONS LAW

ALL CASES SUMMARISED

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Case summaries

Insider trading

Who is an insider:

R V Rivkin

- McGowan was a CEO of an airlines company that was being bought out by Qantas.
- McGowan wanted to buy a house from Rivkin on the basis that his company was bought by Qantas.
- McGowan told Rivkin not to trade Qantas shares as he was an insider, Rivkin disregarded this and bought shares in Qantas and sold the shares after the acquisition at a profit.
- Rivkin was found to have breached s1043 (A).
- **It was held** that Rivkin was an insider because he possessed information that was not generally available. Moreover, had this information been generally available then it might have had a material impact on the share price.

Information not generally available:

R V Firms

- Firm's father was a director of a publicly listed company that was in business to explore for gold in PNG.
- The company won a legal case granting them a license to mine for gold in PNG, in which the defendant was at the court hearing.
- Immediately following this result, Firms bought a large parcel of shares in the business.
- The ASX was notified of the court decision 3 days later and thus the information was made available on that day.
- **It was held** that the judgement was readily available, understandable and accessible to a significant number of the public. Information may be readily observable even if no-one observed it.

Possession of information:

Hannes V DPP

- Hannes was found to be an insider under S1042A of the insider trading provision.
- Hannes was a director of an investment bank, and used a false identity to purchase options in a company prior to the announcement of an acquisition his bank had been charged with to perform due diligence of the acquisition.
- **The court held** that Hannes possessed "information" for the purposes of the insider trading laws. Whilst he was not directly able to gain information. He drew inferences, based on the conduct of his company that there was an impending takeover.