ASIC
Australian Securities & Investments Commission

INFRINGEMENT NOTICE

Section 1317DAM of the *Corporations Act 2001* (Cth)

Date of giving this notice: 20 August 2026

Unique identification code: P00187889

TO: Downward Spiral Enterprises (Tas) Pty Ltd ACN 163 277 718

1. ASIC gives this infringement notice under section 1317DAM of the *Corporations Act 2001* (Cth) (the ***Corporations Act***).

2. ASIC believes on reasonable grounds that Downward Spiral Enterprises (Tas) Pty Ltd ACN 163 277 718 (**DSE**) has contravened section 319(1) of the Corporations Act (a provision that is subject to an infringement notice) as follows:

    a) On 12 April 2013, DSE was registered as an Australian proprietary company limited by shares.

    b) For the purposes of section 323D of the Corporations Act, DSE reports to a 30 June balance date for the 2025 financial year.

    c) DSE met the definition of a large proprietary company under section 45A(3) of the Corporations Act for the year ended 30 June 2025.

    d) Section 292(1) within Division 1 of Part 2M.3 of the Corporations Act requires large proprietary companies to prepare annual financial reports and director reports (**annual reports**).

    e) Large proprietary companies required to prepare annual reports under Part 2M.3 of the Corporations Act are required to lodge the annual reports with ASIC under section 319(1) of the Corporations Act within four months from the financial year end.

    f) For the financial year ended 30 June 2025, DSE did not apply to ASIC under section 340 of the Corporations Act to be relieved of its obligations under Part 2M.3 of the Corporations Act.

    g) DSE was required, and failed, to lodge with ASIC its annual report for the financial year ended 30 June 2025 by 30 October 2025.

3. The maximum penalty that a court could impose for the alleged contravention is $396,000.

Amount payable under this notice

4. The amount payable under this notice in relation to the alleged contravention is $198,000. This amount can be paid using the method detailed in the covering letter accompanying this notice.

5. The payment period for the notice will be 28 days, beginning after the day on which the notice is given, unless the period is extended, an arrangement is made for payment by instalments or the notice is withdrawn.

Consequences of paying the amount payable under this notice

6. If DSE pays the amount stated in this notice within the payment period then (unless the notice is withdrawn) DSE will not be liable to be prosecuted in a court for the alleged contravention.

7. The payment of the amount is not an admission of guilt or liability.

8. DSE may, in writing, apply to ASIC to have the period in which to pay the amount extended or for an arrangement to pay the amount by instalments.

Consequences of not paying the amount payable under this notice

9. DSE may choose not to pay the amount specified in this notice. If DSE does not pay the amount specified within the timeframe, DSE may be prosecuted in a court for the alleged contravention.

Withdrawal of the notice

10. DSE may, within 28 days after the infringement notice is given to it, make written representations to ASIC seeking the withdrawal of the notice. In deciding whether or not to withdraw the notice, ASIC must take into account DSE's written representations. If ASIC decides to withdraw the notice, ASIC will give DSE a withdrawal notice. ASIC may also withdraw the notice on ASIC's own initiative.

11. If the notice is withdrawn, DSE may be prosecuted in a court for the alleged contravention.

Signature of delegate giving the notice



Mel Smith
as a delegate of the Australian Securities and Investments Commission