



ASIC

Australian Securities &
Investments Commission

Commonwealth of Australia Gazette

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ASIC Gazette

From 1 July 2012, lists of companies to be deregistered under s601AA and 601AB of the Corporations Act 2001 will be published on the Insolvency notices website at insolvencynotices.asic.gov.au

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RIGHTS OF REVIEW

Persons affected by certain decisions made by ASIC under the *Corporations Act 2001* and the other legislation administered by ASIC may have rights of review. ASIC has published Regulatory Guide 57 *Notification of rights of review* (RG57) and Information Sheet *ASIC decisions – your rights* (INFO 9) to assist you to determine whether you have a right of review. You can obtain a copy of these documents from the ASIC Digest, the ASIC website at www.asic.gov.au or from the Administrative Law Co-ordinator in the ASIC office with which you have been dealing.

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12-1085

ASIC

Australian Securities & Investments Commission

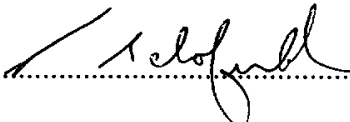
**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: Living and Leisure Australia Management Limited
ACN 101 634 315("the Licensee")
Level 3 Northbank Place
525 Flinders Street
Melbourne VIC 8007

Pursuant to section 915B of the Corporations Act 2001, the Australian Securities and Investments Commission hereby cancels Licence Number 280985 held by Living and Leisure Australia Management Limited with effect from the date on which this notice is given to the Licensee.

Dated this 24 August 2012

Signed 

Peter Schofield, a delegate of the Australian Securities and Investments Commission

12-1122

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 601QA(1)(b) – Declaration**

Under paragraph 601QA(1)(b) of the *Corporations Act 2001* (the *Act*), the Australian Securities and Investments Commission declares that Chapter 5C of the Act applies to the person specified in the Schedule as if the provisions of that Chapter as modified or varied by Class Order [CO 05/26] were modified or varied as follows:

1. after subsection 601GAB(2) insert:

“(2A) . If there is more than one class of interests in the scheme, a formula or method that is to be used to set the issue price is taken to comply with subsection (2) for interests in a class of interests that are not quoted on a financial market if the formula or method is based on the assets, liabilities, revenues and expenses properly attributable to the class and number of interests in the class.”

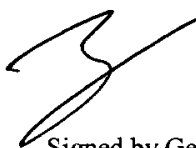
2. after subsection 601GAC(2) insert:

“(2A) If there is more than one class of interests in the scheme, a formula or method that is to be used to set the withdrawal amount is taken to comply with subsection (2) if the formula or method is based on the assets, liabilities, revenues and expenses properly attributable to the class and number of interests in the class.”

Schedule

BT Investment Management (RE) Limited ACN 126 390 627 in its capacity as responsible entity of the BT Global Emerging Markets Opportunities Fund ARSN 159 605 811.

Dated this 23 day of August 2012



Signed by Gerald Yip
as a delegate of the Australian Securities and Investments Commission

12-1145

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 655A(1) – Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this declaration under subsection 655A(1) of the *Corporations Act 2001*(Cth) (*the Act*).

Title

2. This is ASIC Instrument 12-1145.

Declaration

3. Chapter 6 of the Act applies to APT Pipelines Limited ABN 89 009 666 700 (*Bidder*) as if the following provisions were modified or varied:

- A. after subsection 617(2), insert:

“(2A) In addition to the securities referred to in subsections (1) and (2), where the target is a listed managed investment scheme, the bid may also extend to securities that come to be in the bid class during the period from the date set by the bidder under subsection 633(2) to the end of the offer period due to the issue of securities to the responsible entity of the Target in satisfaction of any performance fees if the bid is varied in accordance with s650BA to extend to those securities.”

- B. in section 650A omit “section 650B, 650C” (twice occurring), and insert “650B, 650BA, 650C”;

- C. after section 650B insert:

“650BA Off-market bids – securities in the bid class

- (1) The bidder may vary the bid and offers to extend to specified extension securities.
- (2) The bidder may only extend the bid and offers in accordance with subsection (1) if there are no less than 14 days before the end of the offer period.

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- (3) In this section *extension securities* means securities that come to be in the bid class during the period from and including the date set by the bidder under subsection 633(2) to the date on which a notice is lodged with ASIC under section 650D for the purpose of extending the bid and offers to those securities.
- (4) Any new offer resulting from a variation in accordance with the procedure under section 650D is, from the time of the variation, taken:
- (a) to be an offer under the bid;
 - (b) not to be made in contravention of s633; and
 - (c) not to give rise to a contravention of s631.
- D. after paragraph 650D(1)(a) insert:
- “(aa) if the offers are varied under section 650BA - prepare a supplementary bidder’s statement that:
- (i) describes the need for and effect of any exercise of ASIC’s powers under section 655A obtained by the bidder in order to facilitate the extension of the bid to the specified extension securities (as defined in section 650BA); and
 - (ii) states that the bid is extended to the specified extension securities; and
 - (iii) states that the holders of any extension securities to which the bid has been extended may apply to the bidder to obtain a copy of the documents referred to in paragraph (d); and”;

E. in subparagraph 650D(1)(c)(ii) omit “bid.” and substitute “bid; and”; and

F. after paragraph 650D(1)(c) insert:

“(d) if the offers are varied under section 650BA – send to the persons issued the extension securities, on a date no less than 14 days before the end of the offer period, the following documents:

 - (i) unless the bidder has already sent one to the person – a copy of the bidder’s statement lodged with ASIC in relation to the bid;

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- (ii) unless the bidder reasonably believes the person has already been sent one - a copy of any target's statement lodged with ASIC;
- (iii) unless the bidder does not need to send any documents referred to in paragraphs (i) and (ii) to the person - a copy of each supplementary statement lodged with ASIC under subsection 647(3) in relation to the bid up to and including that date; and
- (iv) a copy of the notice lodged with ASIC.”.

Where this instrument applies

4. This instrument applies to the all securities in the Target issued by the Target to Hastings Funds Management Limited (ABN 27 058 693 388) in respect of performance fees earned as responsible entity of each of the stapled schemes that comprise the Target where APT Pipelines Limited ABN 89 009 666 700 has made an off-market takeover bid for all the stapled securities in the Target in respect of which a bidder's statement was lodged with ASIC on 15 December 2011.

Target means HDUF Epic Trust (ARSN 109 770 961), HDUF Finance Trust (ARSN 109 770 765) and HDUF Further Investments Trust (ARSN 109 897 921), comprising Hastings Diversified Utilities Fund.

Dated this 23rd day of August 2012



Signed by Sebastian Strykowski
as a delegate of the Australian Securities and Investments Commission

12-1146

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 1020F(1)(c) – Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 1020F(1)(c) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 12-1146.

Commencement

3. This instrument commences upon execution.

Declaration

4. Part 7.9 of the Act applies in relation to Suncorp Portfolio Services Limited ACN 063 427 958 (*Trustee*) in its capacity as trustee of the Suncorp Master Trust RSE R1056655 (*Fund*) as if Subdivision 4.2B of Division 4 of Part 7.9 of the *Corporations Regulations 2001* were omitted.

Where this instrument applies

5. This instrument applies:
 - (a) for the period from 27 August 2012 until 31 January 2013 (*Relief Period*);
 - (b) where a Product Disclosure Statement is required to be given during the Relief Period:
 - (i) under sections 1012A and 1012F of the Act by a regulated person who provides financial product advice that consists of or includes a recommendation that another person acquire by way of issue interests in the Fund;
 - (ii) by the Trustee under section 1012B and 1012F of the Act for the issue of superannuation interests in what is known as Optimum Corporate Super for Standard Pacific, part of the Optimum Superannuation Master Division (a division of the Fund).

12-1146

Interpretation

In this instrument:

Superannuation interest has the meaning given in the *Superannuation Industry (Supervision) Act 1993*.

Dated this 27th day of August 2012



Signed by Sean Polivnick
as a delegate of the Australian Securities and Investments Commission



12-1147

ASIC

Australian Securities & Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: AVH Management Pty Ltd
ACN 082 074 495("the Licensee")
Bovells Cottage
13 Adelaide Street
Busselton WA 6280

Pursuant to section 915B of the Corporations Act 2001, the Australian Securities and Investments Commission hereby cancels Licence Number 235109 held by AVH Management Pty Ltd with effect from the date on which this notice is given to the Licensee.

Dated this 24 August 2012

Signed

A handwritten signature in black ink, appearing to read 'P. Schofield', written over a dotted line.

Peter Schofield, a delegate of the Australian Securities and Investments Commission

12-1148

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 992B(1)(a) - Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 992B(1)(a) of the *Corporations Act 2001* (the *Act*).

Title

2. This order is ASIC Instrument 12-1148.

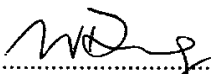
Commencement

3. This order commences on 27 August 2012.

Exemption

4. SB2 Securities Pty Ltd ACN 067 161 755 does not have to comply with section 989B of the Act for the financial year ended 30 June 2012.

Dated this 27th day of August 2012


.....

Signed by Waverley Duong
as a delegate of the Australian Securities and Investments Commission

12-1158

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 741(1) – Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission makes this instrument under subsection 741(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument [12-1158].

Commencement

3. This instrument commences on 28 August 2012.

Declaration

4. Chapter 6D of the Act applies to Reclaim Industries Limited (Subject to Deed of Company Arrangement) ACN 090 671 819 (the *Issuer*) as if Part 6D.2 were modified or varied as follows:
 - (a) omit paragraph 723(3)(b), substitute:
 - “(b) the securities are not admitted to quotation within 3 months after the later of:
 - (i) the date of the disclosure document; and
 - (ii) the date of the latest supplementary disclosure document for the offer lodged with ASIC which:
 - (A) discloses that the securities are not admitted to quotation; and
 - (B) gives applicants 1 month to withdraw their application and be repaid”;
 - (b) in paragraph 724(1)(a), omit the words “and that condition is not satisfied within 4 months after the date of the disclosure document”, substitute:
 - “and that condition is not satisfied within 4 months after the later of:
 - (iii) the date of the disclosure document; and
 - (iv) the date of the latest supplementary disclosure document for the offer lodged with ASIC which:
 - (A) discloses that the condition has not been satisfied; and
 - (B) gives applicants 1 month to withdraw their application and be repaid”;
 - (c) omit subparagraph 724(1)(b)(ii), substitute:
 - “(i) the securities are not admitted to quotation within 3 months after the later of:
 - (A) the date of the disclosure document; and
 - (B) the date of the latest supplementary disclosure document for the offer lodged with ASIC that discloses that the securities are not admitted to quotation and gives applicants 1 month to withdraw their application and be repaid”; and

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- (d) after subsection 724(1A), insert:
- “(1B) Where a supplementary disclosure document of the kind referred to in subparagraphs (1)(a)(iv) or (1)(b)(ii)(B) is lodged with ASIC, the person offering the securities must give the applicants:
- (i) that supplementary disclosure document; and
 - (ii) 1 month to withdraw their application and be repaid.”.

Where this instrument applies

5. This instrument applies in relation to an offer or issue of securities of the Issuer under a disclosure document lodged with ASIC on 31 May 2012 where the Issuer has lodged a supplementary disclosure document on or after the date of this instrument which describes the need for, and effect of, the relief provided in this instrument.

Dated this 28th day of August 2012



.....
Signed by Michelle Cobb
as a delegate of the Australian Securities and Investments Commission

12-1159

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 655A(1)(b) – Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 655A(1)(a) of the *Corporations Act 2001 (the Act)*.

Title

2. This instrument is ASIC Instrument [12-1159].

Commencement

3. This instrument commences on 27 August 2012

Declaration

4. Chapter 6 of the Act applies to FKP Limited ACN 010 729 950 (*FKP Limited*), FKP Funds Management Limited ACN 089 800 082 in its capacity as responsible entity for FKP Property Trust ARSN 089 800 754 (*FKP Property Trust*) (*together the FKP Group*) as though item 10A of section 611 of the Act, as notionally inserted into the Act by ASIC Class Order 09/459 were varied as follows:

- (a) By omitting paragraph (b) and substituting:

"(b) offers are made to every person who holds securities in that class to issue them with a percentage of securities to be issued that is the same as the percentage of securities in that class (disregarding, in the case of a managed investments scheme, any securities held by any person who is a member of the scheme that is a company if the shares in the company form part of a stapled security of which interests in the scheme also form part)."

Where this declaration applies

5. This declaration applies to holders of stapled securities of FKP Group (being one share in FKP Funds Limited and one unit in FKP Property Trust) or their associates.
6. This declaration applies where:
 - (a) any sub-underwriting of the Offer provided by a substantial holder, their associates or a related party of FKP Group is provided on Arms length terms; and
 - (b) the terms of the underwriting of the Offer, any potential effect on the control of FKP Group and the intention of any substantial holder of FKP Group acting as

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a sub-underwriter as a result of the Offer are in substantially the same form as provided to ASIC on 27 August 2012.

Interpretation

7. In this instrument:

Arms length terms have the meaning given by section 210 of the Act.

8. *Offer* means underwritten accelerated non-renounceable pro-rata entitlement offer of stapled securities of the FKP Group made on substantially the same terms as those outlined in the retail entitlement offer booklet provided to ASIC on or about 27 August 2012 and includes the FKP Property Group capital raising presentation.

Dated this 27th day of August 2012



Signed by Amanda Zeller
as a delegate of the Australian Securities and Investments Commission

12-1160

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 741(1)(b) and 1020F(1)(c) – Declarations**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 741(1)(b) and 1020F(1)(c) of the *Corporations Act 2001 (the Act)*.

Title

2. This instrument is ASIC Instrument [12-1160].

Commencement

3. This instrument commences on 27 August 2012.

Declarations

4. Chapter 6D and Part 7.9 of the Act applies to FKP Limited ACN 010 729 950 (*FKP Limited*), FKP Funds Management Limited ACN 089 800 082 in its capacity as responsible entity for FKP Property Trust ARSN 089 800 754 (*FKP Property Trust*) (*together the FKP Group*) as though section 9A were modified as follows:

- (a) By omitting section 9A(2) and substituting:

"9A(2) A *rights issue* is an offer of interests in a managed investments scheme for issue in respect of which the following conditions are met:

- (a) the interests being offered for issue are in a particular class;
- (b) either:
 - (i) the offer is made to every person who holds interests in that class to issue them, or their assignee, with the percentage of the interests to be issued to them that is the same as the percentage of the interests in that class that they hold before the offer (disregarding any interests held by any person who is a member of the scheme that is a company if the shares in the company form part of a stapled security of which interests in the scheme also form part); or
 - (ii) if the conditions in subsection (3) are met – such an offer is made to:

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(A) every person with a registered address in Australia or New Zealand; and

(B) every other person (if any) with a registered address outside Australia and New Zealand to whom the body decides to make offers;

who holds eligible interests in that class;

(c) the terms of each offer are the same.

Note: Paragraph (b) covers offers made to persons because they hold securities in the relevant class. It does not cover offers made to persons in some other capacity, for example, because they hold securities which are convertible into securities in the relevant class. Accordingly, these other offers do not affect whether the conditions in paragraph (b) or (c) are met."

(b) After section 9A(5)(c) insert:

"(d) **stapled security** means two or more financial products where under the terms on which they are traded, they must be traded together.

Where this declaration applies

5. This declaration applies where the FKP Group undertakes an underwritten accelerated non-renounceable pro-rata entitlement offer of stapled securities of FKP Group (being one share in FKP Funds Limited and one unit in FKP Property Trust) made on substantially the same terms as those outlined in the retail entitlement offer booklet provided to ASIC on or about 27 August 2012 and includes the FKP Property Group capital raising presentation.

Dated this 27th day of August 2012



Signed by Amanda Zeller
as a delegate of the Australian Securities and Investments Commission

12-1161

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 601QA(1) and Paragraph 1020F(1)(c) –
Declaration and Exemption**

1. Under paragraph 601QA(1)(b) of the *Corporations Act 2001* (the *Act*), the Australian Securities and Investments Commission (*ASIC*) declares that Chapter 5C of the Act applies to the person specified in Schedule A in the case set out in Schedule B as if section 601GAA of the Act as notionally inserted into the Act by ASIC Class Order [CO 05/26], were modified or varied as follows:
 - (a) after subsection 601GAA(3), insert:
 - "(3A) An issue is taken to comply with subsection 3(b), where the responsible entity excludes from the offer under which the issue is made a member of the scheme that is a company, if the shares in the company form part of a stapled security of which interests in the scheme also form part.
 - (3B) An issue is taken to comply with paragraph (3)(g) where the responsible entity offers the interests in the scheme to some members earlier than to other members where:
 - (a) under the terms of the offer no member can be issued interests in the scheme under the offer before a time at which every member could accept the offer and be issued interests in the scheme under the offer; and
 - (b) all members have a reasonable time, having regard to whether they are a retail client or not, to decide whether or not to accept the offer."
 - (b) in subsection 601GAA(13), in paragraph (b) of the definition of *stapled security*, after "separately", insert "except for interests in the scheme held by a company, where under the terms under which all the shares in the company are to be traded they must not be transferred separately from interests in the scheme".
2. Under paragraph 601QA(1)(a) of the Act, ASIC exempts the person specified in Schedule A in the case set out in Schedule B from paragraph 601FC(1)(d) to the extent that it would prevent the person from making an offer permitted by subsection 601GAA(3) of the Act, as notionally inserted into the Act by ASIC Class Order [CO 05/26], because offers of interests in the scheme exclude a member or are made to some members earlier than offers of interests to other members or are to be accepted by some members at an earlier date than other members.

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3. Under paragraph 1020F(1)(c) of the Act, ASIC declares that Part 7.9 of the Act applies in relation to the persons specified in Schedule A in the case set out in Schedule B as if section 1019A of the Act were modified or varied as follows:
- (a) in subsection (1), omit the words "Subject to subsection (2)," and substitute the words "Subject to subsections (2) and (2A)"; and
 - (b) after subsection (2) insert a new subsection (2A) as follows:

"(2A) This Division does not apply to the issue of interests in a registered scheme under a rights issue in circumstances where section 1012DAA applies."

Schedule A

FKP Funds Management Limited ACN 089 800 082 (*FKP Limited*) in its capacity as the responsible entity of FKP Property Trust ARSN 099 648 754 (*FKP Property Trust*).

Schedule B

An accelerated non-renounceable pro-rata offer of FKP Stapled Securities is made to FKP Stapled Securities Holders as at the Record Date under a rights issue:

- (a) which if the rights issue is to be underwritten, will be underwritten by Goldman Sachs Australia Pty Ltd ACN 006 797 897; and
- (b) which is made on substantially the same terms as that outlined in the Retail Entitlement Offer Booklet.

Interpretation

In this instrument:

FKP Property Group Capital Raising Presentation means the document to be provided to members of the FKP Property Trust, which is in substantially the same form as provided to ASIC on or about 27 August 2012.

FKP Stapled Security means an ordinary share in FKP Limited and an interest in the FKP Property Trust which, under the terms on which each is to be traded, must only be transferred together.

FKP Stapled Security Holder means a person who holds an FKP Stapled Security, excluding FKP Limited where FKP Limited holds 10 units in the FKP Property Trust as at the Record Date.

Record Date means 7.00pm AEST on 31 August 2012.

Retail Entitlement Offer Booklet means the document to be provided to Eligible Retail Securityholders (as defined therein), which:

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- (a) is in substantially the same form as provided to ASIC on or about 27 August 2012; and
- (b) includes the FKP Property Group Capital Raising Presentation.

Dated this 27th day of August 2012



Signed by Paul Woodburn
as a delegate of the Australian Securities and Investments Commission

12-1162

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 601QA(1)(b) – Declaration**

Under paragraph 601QA(1)(b) of the *Corporations Act 2001* (the *Act*) the Australian Securities and Investments Commission (*ASIC*) declares that Chapter 5C of the Act applies to the person specified in Schedule A in the case set out in Schedule B as if section 601GAA of the Act as notionally inserted into the Act by ASIC Class Order [CO 05/26], were modified or varied as follows:

- (a) after subsection 601GAA(3)(h), after "subsection (12A)", insert "or subsection (12AA)".
- (b) after subsection 601GAA(12A), insert:

"(12AA) For the purposes of subsection (3), the responsible entity may issue interests to an associate as a sub-underwriter where the issue is made under a sub-underwriting agreement between the underwriter and the associate that is entered into on terms that are no more favourable to the associate than terms that would be reasonable in the circumstances if the underwriter and the associate were dealing at arm's length."

Schedule A

FKP Funds Management Limited ACN 089 800 082 (*FKP Limited*) in its capacity as the responsible entity of FKP Property Trust ARSN 099 648 754 (*FKP Property Trust*).

Schedule B

An accelerated non-renounceable pro-rata offer of FKP Stapled Securities is made to FKP Stapled Securities Holders as at the Record Date under a rights issue:

- (a) which if the rights issue is to be underwritten, will be underwritten by Goldman Sachs Australia Pty Ltd ACN 006 797 897; and
- (b) which is made on substantially the same terms as that outlined in the Retail Entitlement Offer Booklet.

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Interpretation

In this instrument:

FKP Property Group Capital Raising Presentation means the document to be provided to members of the FKP Property Trust, which is in substantially the same form as provided to ASIC on or about 27 August 2012.

FKP Stapled Security means an ordinary share in FKP Limited and an interest in the FKP Property Trust which, under the terms on which each is to be traded, must only be transferred together.

FKP Stapled Security Holder means a person who holds an FKP Stapled Security, excluding FKP Limited, as at the Record Date.

Record Date means 7.00pm AEST on 31 August 2012.

Retail Entitlement Offer Booklet means the document to be provided to Eligible Retail Securityholders (as defined therein), which:

- (a) is in substantially the same form as provided to ASIC on or about 27 August 2012; and
- (b) includes the FKP Property Group Capital Raising Presentation.

Dated this 27th day of August 2012



Signed by Paul Woodburn
as a delegate of the Australian Securities and Investments Commission

12-1163

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 741(1)(a), 911A(2)(l), 992B(1)(a),
1020F(1)(a) and 1020F(1)(b) – Exemptions**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 741(1)(a), 911A(2)(l), 992B(1)(a), 1020F(1)(a) and 1020F(1)(b) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 12-1163.

Commencement

3. This instrument commences on the date of gazettal.

Exemption

4. Aquila Resources Limited ACN 092 002 769 (the *issuer*) does not have to comply with:
 - (a) Parts 6D.2 and 6D.3 (except section 736) of the Act where the issuer makes an eligible offer for the issue of Performance Rights or Share Appreciation Rights under the Plan on the conditions set out in paragraph 6 and for so long as the conditions are met;
 - (b) Part 7.9 of the Act where the issuer:
 - (i) makes an eligible offer;
 - (ii) offers to arrange for the issue of financial products under an eligible offer;
 - (iii) issues a financial product under an eligible offer; or
 - (iv) makes a recommendation to acquire Performance Rights or Share Appreciation Rights under the Plan;
 - (c) the requirement to hold an Australian financial services licence under subsection 911A(1) of the Act for:
 - (i) the provision of a financial service consisting of general advice reasonably given in connection with an offer under the Plan (including any general advice given in the offer document) where the issuer ensures that the offer document for the offer includes a statement to the effect that any advice given by the person in connection with the offer is general advice only, and that employees should consider obtaining

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- their own financial product advice from an independent person who is licensed by ASIC to give such advice;
- (ii) the provision of a custodial or depository service in connection with an offer under the Plan where the issuer or wholly-owned subsidiary of the issuer performs their duties in good faith and has sufficient resources to perform those duties;
 - (iii) dealing in a financial product in the course or providing a custodial or depository service covered by subparagraph (ii); and
 - (iv) dealing in a financial product in connection with an offer under the Plan where any acquisition by purchase or disposal of the product (by the issuer or a related body corporate) occurs either:
 - (A) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - (B) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place; and
- (d) sections 736 and 992A of the Act in relation to an offer under the Plan made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.
5. Under paragraph 1020F(1)(b) of the Act, ASIC exempts a financial product that is the subject of an eligible offer covered by paragraph 4 from Part 7.9 of the Act where:
- (a) a recommendation is made that a person to whom such an offer has been made, acquire the financial product as a retail client; and
 - (b) the person who made the recommendation is not aware, and ought not reasonably to be aware, that any of the conditions set out in this instrument have not been met.

Where this instrument applies

6. This instrument applies where the issuer:
- (a) meets the requirements (including, for the avoidance of doubt, definitions) of ASIC Class Order [CO 03/184] (the *class order*) as in force on the date of this instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the *Legislative Instrument Act 2003*, except the definition of:
 - (i) 'eligible employee' in paragraph 8 of the Interpretation;
 - (ii) 'eligible offer' in paragraph 9 of the Interpretation; and
 - (iii) 'offer document' in paragraph 15 of the Interpretation; and

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- (b) would meet the requirements of the class order if:
- (i) the definition of an 'eligible employee' in paragraph 8 of the Interpretation was to read:
- "8. "eligible employee" means, in relation to the issuer, a person who is at the time of an offer under the Plan:
- (a) a full or part-time employee of the issuer or of an associated body corporate of the issuer; or
 - (b) a director of the issuer, or of a related body corporate of the issuer, who holds a salaried employment or office in the issuer or in a related body corporate;" and
- (ii) the definition of an 'eligible offer' in paragraph 9 of the Interpretation was to read:
- "9. "eligible offer" means an offer for issue or sale of:
- (a) fully-paid shares in an issuer in the same class as shares which have been quoted on the ASX throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period; or
 - (b) performance rights or share appreciation rights in relation to shares referred to in paragraph (a),
made under the Plan as extended to eligible employees only of the issuer;" and
- (iii) in the definition of an 'offer document' in paragraph 15 of the Interpretation, subparagraphs 15(c) and (d) were to read:
- "(c) specifies in respect of the performance rights, share appreciation rights or the shares to which the performance rights or share appreciation rights relate:
- (i) the acquisition price in Australian dollars;
 - (ii) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the eligible offer; or
 - (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar or Australian dollar equivalent of that price were the formula applied at the date of the eligible offer; and
- (d) includes an undertaking, and an explanation of the way in which, the issuer who has a registered office in this jurisdiction will, during the period which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:

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- (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights or share appreciation rights relate; and
 - (ii) where subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date."; and
- (iv) would meet the requirements of the class order if, in the Interpretation, the following definitions were inserted:

"16A. "performance right" means a right to subscribe for and/or acquire one fully paid ordinary share in the capital of an issuer, where no consideration is payable for the exercise of the right to subscribe for and/or acquire such a share.

"16B. "share appreciation right" means a right to receive a number of fully paid ordinary shares in the capital of an issuer, where no consideration is payable for the exercise of the right to subscribe for and/or acquire such shares."

Conditions

7. The issuer must comply with the conditions of the class order as if it were read as amended by paragraph 6 of this instrument.

12-1163

Interpretation

8. In this instrument:

ASX means the financial market operated by ASX Limited ACN 008 624 691.

Plan means the Aquila Resources Limited ACN 092 002 769 Long Term Incentive Plan, the terms of which are substantially in the same form as those provided to ASIC by Ashurst (on behalf of the issuer) on 24 July 2012.

Performance Right means a right to subscribe for and/or acquire one share on the terms set out in the Plan, where no consideration is payable for the exercise of the right to subscribe for and/or acquire a share.

Share Appreciation Right means a right to receive a number of shares that is calculated by reference to the performance of the market price of the shares on the terms set out in the Plan.

Dated this 29th day of August 2012



Signed by Yu-chin Hsu
as a delegate of the Australian Securities and Investments Commission



Australian Government

Takeovers Panel

12 - 1168

**CORPORATIONS ACT
SECTION 657A
DECLARATION OF UNACCEPTABLE CIRCUMSTANCES**

AUSTOCK GROUP LIMITED**CIRCUMSTANCES**

1. On 25 June 2012, Mariner Corporation Limited (Mariner) announced an intention to make a takeover offer for all the shares in Austock Group Limited (Austock) at 10.5 cents per share. Mariner also announced that it intended to stand in the market and acquire up to 20% of the issued share capital of Austock at 10.5 cents per share.
2. On 29 June 2012, Mariner announced that it had increased its proposed offer to 11 cents per share and that it had decided to stand in the market at 11 cents per share for up to 15% of the issued share capital of Austock.
3. On 9 July 2012, Austock and Folkestone Limited (Folkestone) announced that they had reached agreement for Folkestone to acquire all of Austock's shares in its subsidiary Austock Property Funds Management Pty Ltd and related entities in the property management business. The transaction was conditional on shareholder approval by Austock shareholders.
4. On 11 July 2012, Mariner announced that it had decided to make an application to the Panel regarding the agreement with Folkestone and that it would not be bidding on-market for any Austock shares while the Panel was reviewing the matters set out in the application.
5. On 12 July 2012, Mariner made an application to the Panel for a declaration of unacceptable circumstances regarding the agreement with Folkestone.
6. The proposed bid by Mariner included the following condition:

"NO MATERIAL ACQUISITIONS, DISPOSALS OR CHANGES TO CAPITAL
That after the date of this announcement neither [Austock] nor any subsidiary (or registered scheme of [Austock]) ... sells, offers to sell or agrees to sell one or more companies, businesses or assets (or any interest therein) or makes an announcement in relation to such a disposal, offer or agreement."
7. The proposed bid did not contain a funding condition.
8. On 24 July 2012, after ASIC had made inquiries of Mariner regarding the funding of its proposed bid, Mariner announced that it had decided to invoke the condition set out in paragraph 6 and withdraw its proposed bid for Austock on the basis that

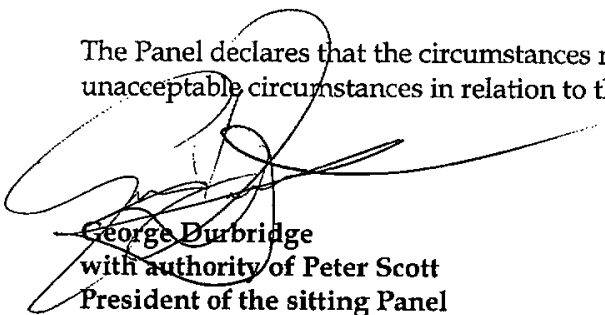
12 - 1168

Austock's agreement with Folkstone frustrated Mariner's proposed bid. On the same day, following the announcement, Mariner sold all of the Austock shares held by Mariner at 12 cents per share.

9. Mariner submitted to the Panel that, depending on the outcome of the Panel proceedings, it may consider making another bid for Austock.
10. Despite requests from the Panel, Mariner provided no evidence of any written agreement in relation to funding of its proposed bid. Previously, in response to an ASIC notice to produce, Mariner confirmed that the only written document regarding the proposed funding arrangements was a Mariner board paper. The paper included internal calculations showing support Mariner said it had obtained from brokers and investors. The Panel infers that Mariner did not have funding arrangements that had been formally documented or sufficiently detailed binding commitments in place when it announced its proposed bid.
11. While Mariner announced that it would not stand in the market during the Panel proceedings, it has made no announcement concerning whether it intends to continue to stand in the market to buy up to 15% of the issued share capital of Austock at 11 cents per share after the conclusion of the Panel proceedings.
12. It appears to the Panel that:
 - (a) Mariner did not have a reasonable basis to expect that it would have the funding in place to pay for all acceptances when its proposed bid became unconditional
 - (b) the market is uninformed as to the circumstances relating to the making of the proposed bid and its withdrawal and
 - (c) in the context of the vote to be undertaken on the Folkestone transaction, Austock shareholders do not have sufficient information regarding Mariner's proposed bid to assess the merits of the purported alternative of an offer by Mariner.
13. It appears to the Panel that the circumstances mentioned in paragraph 12 are unacceptable having regard to:
 - (a) the effect that the Panel is satisfied the circumstances have had, are having, will have or are likely to have on:
 - (i) the control, or potential control, of Austock or
 - (ii) the acquisition, or proposed acquisition, by a person of a substantial interest in Austock and
 - (b) the purposes of Chapter 6 set out in section 602 of the Corporations Act 2001 (Cth).
14. The Panel considers that it is not against the public interest to make a declaration of unacceptable circumstances. It has had regard to the matters in section 657A(3).

DECLARATION**12-1168**

The Panel declares that the circumstances mentioned in paragraph 12 constitute unacceptable circumstances in relation to the affairs of Austock.



George Durbridge
with authority of Peter Scott
President of the sitting Panel
Dated 10 August 2012

**Australian Government****Takeovers Panel****CORPORATIONS ACT
SECTION 657D
ORDERS****12 - 1169****AUSTOCK GROUP LIMITED**

The Panel made a declaration of unacceptable circumstances on 10 August 2012.

THE PANEL ORDERS

1. Mariner Corporation Limited (**Mariner**) must immediately advise the market, in a form approved by the Panel:
 - a) whether it intends to stand in the market to buy up to 15% of the issued share capital of Austock Group Limited (**Austock**) at 11 cents per share after the conclusion of the Panel proceedings and
 - b) if it does, whether it has sufficient funding to buy up to 15% of the issued share capital of Austock at 11 cents per share.
2. Mariner must not announce or make another bid for Austock unless it first obtains independent verification acceptable to ASIC that it has funding, or has a reasonable basis to expect that it will have funding, to pay for all acceptances. If Mariner asks ASIC to provide such confirmation, Mariner must provide any information that ASIC requests. In the event that ASIC and Mariner are unable to agree on any aspect of this order 2, either party may refer the matter to the Panel for determination.
3. Within 10 business days of the date of this order Mariner must pay:
 - (a) to Austock, \$22,500
 - (b) to Folkestone Limited, \$8,500 and
 - (c) to ASIC, \$4,384

representing an appropriate proportion of the costs actually, necessarily, properly and reasonably incurred in the course of the proceedings.

A handwritten signature in black ink, appearing to read 'George Durbridge', is written over the text of the signature block.

George Durbridge
with authority of Peter Scott
President of the sitting Panel
Dated 10 August 2012



12 - 1174

ASIC

Australian Securities & Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: Terence Edward Clarke
ABN 12 558 212 038 ("the Licensee")
212 Greens Road
Orielton, TAS 7172

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 338941 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 30 August 2012

A handwritten signature in black ink, appearing to be 'Joyce Krashow'.

Signed

Joyce Krashow, a delegate of the Australian Securities and Investments Commission

12-1176

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 741(1)(a) – Exemption**

Enabling Legislation

1. The Australian Securities and Investments Commission (**ASIC**) makes this instrument under paragraph 741(1)(a) of the *Corporations Act 2001* (**Act**).

Title

2. This instrument is ASIC Instrument 12-1176.

Commencement

3. This instrument commences on 29 August 2012.

Exemption

4. Peter Kiewit Sons' Inc. (**Kiewit**), a Delaware corporation, is exempt from the requirement to comply with paragraph 715(1)(i) and subsection 715(2) of the Act.

Where this exemption applies

5. This exemption applies to an offer of Interests under, and in accordance with the terms of, the Employee Ownership Plan (**Offer**) to an Australia-located US Employee (**Offeree**) made using an offer information statement (**OIS**).

Conditions

6. The OIS must include:
 - (a) financial statements for Kiewit that:
 - (i) are for a 12-month period and have a balance date that occurs within the last six months before the Offer;
 - (ii) have been prepared in accordance with US GAAP; and
 - (iii) have been audited in accordance with United States Generally Accepted Auditing Standards.
 - (b) a reconciliation of the material differences between US GAAP and AIFRS in relation to the key-line items in the financial statements.
7. In addition to the OIS, each Offeree must be given the US Offering Memorandum unless it is included in the OIS.

12-1176

Interpretation

8. In this instrument:

Australia-located US Employee means an employee of Kiewit Australia Pty Limited ACN 141 997 408 or a related body corporate, who is a citizen of the United States and who has been relocated to Australia on a temporary business (long stay) visa.

AIFRS means the Australian equivalents of the International Financial Reporting Standards.

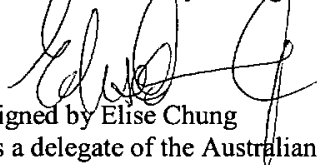
Employee Ownership Plan means the Peter Kiewit Sons' Inc. Employee Ownership Plan adopted on 28 December 2007 (as amended from time to time) or any like, similar or successor plan adopted by Peter Kiewit Sons' Inc. for the purposes of enabling employees to hold any class or series of common stock of Peter Kiewit Sons' Inc or interests therein.

Interest means interests in shares of common stock of Kiewit.

US Offering Memorandum means the offering memorandum given to eligible employees in the United States where an offer under the Employee Ownership Plan is being made pursuant to SEC Rule 701 of the *Securities Act of 1933*.

US GAAP means United States Generally Accepted Accounting Principles.

Dated this 29th day of August 2012



Signed by Elise Chung
as a delegate of the Australian Securities and Investments Commission



12 - 1182

ASIC

Australian Securities & Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: Alan James Nightingale
ABN 84 688 077 177 ("Licensee")
P O Box 121
Denman NSW 2328

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 330416 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 30th August 2012

Signed

Joyce Krashow, a delegate of the Australian Securities and Investments Commission



12-1183

ASIC

Australian Securities & Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: Mastering Wealth Pty Ltd
ACN 113 400 641 ("Licensee")
c/o Dean Willcocks Shepard Recovery & Strategy
GPO Box 3470
Sydney NSW 2001

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 298347 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 30th August 2012

Signed

Joyce Krashow, a delegate of the Australian Securities and Investments Commission

CORPORATIONS ACT 2001
Section 601CC(3)

ASIC will strike the companies listed below off the register three months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this thirty-first day of August 2012

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

HELEN FLAVEL FOUNDATION INCORPORATED

147 524 696

CORPORATIONS ACT 2001
Section 601CL(5)

ASIC has struck the foreign companies listed
below off the register.

Dated this thirty-first day of August 2012

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

CLAIRVOYANT TECH SOFT PRIVATE LIMITED
MCKENZIE & RIDLEY LIMITED
METABIT CO., LTD.

130 969 407
089 538 652
131 948 644

CORPORATIONS ACT 2001
Section 601CL(4)

ASIC will strike the foreign companies listed below off the register three months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this thirty-first day of August 2012

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

ALARIC SYSTEMS LIMITED	122 062 533
CALLPLUS SERVICES AUSTRALIA LIMITED	114 677 100
CINTERION WIRELESS MODULES GMBH	135 372 084
MARTINAIR HOLLAND NV	069 862 862
PROTECTALITE LIMITED	134 833 391

CORPORATIONS ACT 2001
Subsection 601PA(3)

ASIC may deregister the managed investment scheme(s) listed below two months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this thirty-first day of August 2012

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Scheme

ARSN

BENNELONG PROPERTY FUND	134 086 436
OPTIMAL CHOICE CASH	095 882 974
REDCAPE PROPERTY TRUST	125 526 016
WELLINGTON CAPITAL PROPERTY FUND	118 065 268

CORPORATIONS ACT 2001
Subsection 601PB(2)

ASIC may deregister the managed investment schemes listed below two months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this thirty-first day of August 2012

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Scheme

ARSN

AUSTRALIAN HARDWOOD PROJECT (QPF 8)	109 506 630
COMPASS HOTEL GROUP TRUST	128 197 197
LEGG MASON DIVERSIFIED FIXED INCOME TRUST	088 667 994
VALAD OPPORTUNITY FUND NO. 12	129 218 855

Corporations Act 2001

Subsection 164(3)

Notice is hereby given that ASIC will alter the registration details of the following companies 1 month after the publication of this notice, unless an order by a court or Administrative Appeals Tribunal prevents it from doing so.

BLLENHEIM RESOURCES LIMITED ACN 149 735 642 will change to a proprietary company limited by shares. The new name will be **BLLENHEIM RESOURCES PTY LTD** ACN 149 735 642.

EQUITRADE LTD ACN 105 905 833 will change to a proprietary company limited by shares. The new name will be **EQUITRADE PTY LTD** ACN 105 905 833.

CLOUD DATA CENTRE PTY LTD ACN 154 776 744 will change to a public company limited by shares. The new name will be **CLOUD DATA CENTRE LTD** ACN 154 776 744.

FUTURE INVESTMENT HOLDINGS LIMITED ACN 153 605 424 will change to a proprietary company limited by shares. The new name will be **FUTURE INVESTMENT HOLDINGS PTY LTD** ACN 153 605 424.