



ASIC

Australian Securities &
Investments Commission

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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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13-1550

NOTICE UNDER SECTION 915F OF THE CORPORATIONS ACT 2001

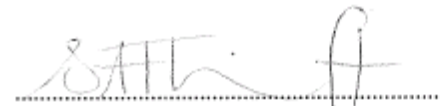
Notice is given under section 915F of the Corporations Act 2001 that the Australian Securities and Investments Commission has taken the action set out in the Notice below, which action took effect on 22 November 2013.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**NOTICE OF CANCELLATION OF
AUSTRALIAN FINANCIAL SERVICES LICENCE**

To: Accountants Plus Pty Ltd
Suite 610, 1 Colombo Street
MITCHAM, VIC 3132

Under s915C(1) of the *Corporations Act 2001*, the Australian Securities and Investments Commission hereby cancels Australian financial services licence number 273964 held by Accountants Plus Pty Ltd ACN 006 271 843.

Dated this 18th day of November 2013



Signed by Sarah Thrift,
as a delegate of the Australian Securities and Investments Commission

14-0015

**Australian Securities and Investments Commission
Corporations Act 2001 - Paragraph 1020F(1)(a) – Exemption**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 14-0015.

Commencement

3. This instrument commences upon execution.

Exemption

4. CFX Co Limited ACN 167 087 363 (CFXCo) and Commonwealth Managed Investments Limited ACN 084 098 180 (CMIL) as responsible entity of the CFS Retail Property Trust 1 ARSN 090 150 280 (CFX 1) and CFS Retail Property Trust 2 ARSN 156 647 853 (CFX 2) are exempt from complying with Division 5A of Part 7.9 of the Act.

Where this instrument applies

5. The exemption in paragraph 4 applies in relation to any unsolicited offer or invitation made to a CFX Securityholder to acquire interests in CFX 2, where the unsolicited offer or invitation is made under the Proposal, as described in the Explanatory Memorandum.

Interpretation

CFX Securityholder means a person who holds an interest in CFX1 and an interest in CFX2 which, under the terms on which each is to be traded, must be transferred together.

Explanatory Memorandum means the notice of meeting and explanatory memorandum issued by CMIL in its capacity as the responsible entity of CFX 1 and CFX 2 to CFX Securityholders, dated 7 February 2014.

14-0015

New CFX Stapled Security means, subject to the approval by members of CFX 1 and CFX 2, either:

- (a) an interest in CFX 1 and a share in CFX Co which, under the terms on which each is to be traded, must be transferred together; or
- (b) an interest in CFX 1, an interest in CFX 2 and a share in CFX Co which, under the terms on which each is to be traded, must be transferred together.

Proposal means the proposal outlined in the Explanatory Memorandum under which:

- (a) if approved, ordinary shares in CFX Co are to be issued to CFX Securityholders which would result in CFX Securityholders holding a New CFX Stapled Security; and
- (b) CFXCo would acquire all of the interests in CFX2, subject to the approval of CFX Securityholders under item 7 of section 611 of the Act.

Dated this 7th day of February 2014.



Signed by Jenny Taing
as a delegate of the Australian Securities and Investments Commission

14-0034

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 951B(1)(a) - Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission makes this instrument under paragraph 951B(1)(a) of the *Corporations Act 2001* (the Act).

Title

2. This instrument is ASIC Instrument 14-0034.

Commencement

3. This instrument commences upon execution.

Exemption

4. Commonwealth Managed Investments Limited ACN 084 098 180 (CMIL) as responsible entity of the CFS Retail Property Trust 1 ARSN 090 150 280 (CFX 1) and CFS Retail Property Trust 2 ARSN 156 647 853 (CFX 2) are exempt from complying with Division 2 of Part 7.7 of the Act.

Where this instrument applies

5. The exemption in paragraph 4 applies where CMIL provides or gives financial product advice to the CFX Securityholders where that advice is:
 - (a) General Advice;
 - (b) provided in connection with the Proposal; and
 - (c) contained in the Explanatory Memorandum.

14-0034

Interpretation

In this instrument:

CFX Securityholder means a person who holds an interest in CFX1 and an interest in CFX2 which, under the terms on which each is to be traded, must be transferred together.

Explanatory Memorandum means the notice of meeting and explanatory memorandum issued by CMIL in its capacity as the responsible entity of CFX 1 and CFX 2 to CFX Securityholders, dated 7 February 2014.

General Advice has the meaning given by subsection 766B(4) of the Act.

New CFX Stapled Security means, subject to the approval by members of CFX 1 and CFX 2, either:

- (a) an interest in CFX 1 and a share in CFX Co Limited ACN 167 087 363 (CFXCo) which, under the terms on which each is to be traded, must be transferred together; or
- (b) an interest in CFX 1, an interest in CFX 2 and a share in CFX Co which, under the terms on which each is to be traded, must be transferred together.

Proposal means the proposal outlined in the Explanatory Memorandum under which:

- (a) if approved, ordinary shares in CFX Co are to be issued to CFX Securityholders which would result in CFX Securityholders holding a New CFX Stapled Security; and
- (b) CFXCo would acquire all of the interests in CFX2, subject to the approval of CFX Securityholders under item 7 of section 611 of the Act.

Dated this 7th day of February 2014.



Signed by Jenny Taing
as a delegate of the Australian Securities and Investments Commission

14-0048

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

Title

2. This instrument is ASIC Instrument 14-0048.

Commencement

3. This instrument commences on gazettal.

Exemptions

4. The issuer does not have to comply with Part 7.9 of the Act where the issuer:
 - (a) makes an eligible incentive plan offer;
 - (b) offers to arrange for the issue of financial products under an eligible incentive plan offer; or
 - (c) issues a financial product under an eligible incentive plan offer;on the conditions set out in this instrument and for so long as the conditions are met.
5. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer is also exempt from the requirement to hold an Australian financial services licence for the provision of the following financial services:
 - (a) a financial service consisting of general advice reasonably given in connection with the eligible incentive plan offer (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 issuer in connection with the offer is general advice only, and that employees should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice;

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- (b) a custodial or depositary service in connection with an eligible incentive plan offer where the issuer performs their duties in good faith and has sufficient resources to perform those duties;
 - (c) dealing in a financial product in the course of providing a custodial or depositary service covered by paragraph (b);
 - (d) issuing a financial product under an eligible incentive plan offer covered by paragraph 4 of this instrument; and
 - (e) dealing in a financial product in connection with an eligible incentive plan offer where any acquisition by purchase or disposal of the product by the issuer occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
6. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer also does not have to comply with section 992A of the Act in relation to an eligible incentive plan offer made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.
7. ASIC exempts a financial product that is the subject of an eligible incentive plan offer from Part 7.9 of the Act where:
- (a) a recommendation is made by a person (other than the issuer) that a person to whom an eligible incentive plan 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;
- but only in relation to the recommendation by the person.

Where this instrument applies

8. This instrument applies where the issuer:
- (a) meets the requirements (including, for the avoidance of doubt, definitions) of the class order, except the definitions of:

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- (i) “eligible offer” in paragraph 9 of the Interpretation; and
 - (ii) “issuer” in paragraph 12 of the Interpretation; and
- (b) would meet the requirements of the class order if:
- (i) the definition of an “eligible offer” in paragraph 9 of the Interpretation were to read:

“9. “eligible offer” means an offer for issue or sale of performance rights in relation to fully-paid shares in the issuer in the same class as shares which have been quoted on the financial market operated by ASX Limited ACN 008 624 691 throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period made under an employee share scheme extended only to eligible employees of the issuer;”
 - (ii) in the Interpretation, the following definition were inserted:

“9A. “employee share scheme”, for a body corporate, means a scheme under which shares (or units of shares or options to acquire unissued shares or performance rights) in the body or a related body corporate may be acquired:

 - (a) by, or for the benefit of:
 - (i) employees of the body, or of the related body corporate; or
 - (ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate; or
 - (b) by a corporation all of whose members are:
 - (i) employees of the body, or of a related body corporate; or
 - (ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate;”
 - (iii) in the definition of an “offer document” in paragraph 15 of the Interpretation, subparagraphs (c) and (d) were to read:

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- “(c) specifies in respect of the performance rights or the shares to which the performance 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 in which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:
- (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 relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (iv) in the Interpretation, the following definition was inserted:
- “16A. “performance right” means a conditional right to be issued a fully-paid ordinary share in the capital of the issuer, where the performance right is offered for no more than nominal monetary consideration;”.

Conditions

9. The issuer can only rely on the exemptions in this instrument if the issuer complies with the following conditions:
- (a) the conditions of the class order (excluding the condition specified in paragraph 3 of the Schedule to the class order) as expressed to apply to them; and
 - (b) the issuer takes reasonable steps to ensure that the number of shares that may be issued in connection with any eligible incentive plan offer, when aggregated with:

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- (i) the number of shares in the same class which would be issued were every other outstanding offer with respect to shares, units of shares, options to acquire unissued shares and performance rights under every other employee share scheme of the issuer to vest or to be accepted or exercised;
- (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
 - (A) an eligible incentive plan offer extended only to eligible employees; and
 - (B) any other employee share scheme extended only to eligible employees of the issuer;

but disregarding any offer made, option or right acquired or share issued by way of or as a result of:

- (iii) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (iv) an offer that did not need disclosure to investors because of section 708 of the Act; or
- (v) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
- (vi) an offer made under a disclosure document or Product Disclosure Statement,

must not exceed 5% of the total number of issued shares in that class of the issuer as at the time of the offer.

Interpretation

10. In this instrument:

- (a) a word and phrase used in this instrument has the same meaning as it has in the class order unless the word or phrase is defined in paragraph 8 of this instrument in which case the word or phrase has that meaning;
- (b) **class order** means ASIC Class Order [CO 03/184] 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 Instruments Act 2003;

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- (c) *eligible incentive plan offer* means an offer for the issue or sale of performance rights, made under an arrangement known as the Liquefied Natural Gas Limited Incentive Rights Plan Rules under which the performance rights are referred to as Incentive Rights and for which an exercise price is not payable, the terms of which are substantially in the same form as those provided to ASIC on 5 December 2013; and
- (d) *issuer* means Liquefied Natural Gas Limited ACN 101 676 779 and any related body corporate.

Dated this 6th day of February 2014



Signed by Melissa Tara Trees
as a delegate of the Australian Securities and Investments Commission

14-0049

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

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 601QA(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 14-0049.

Commencement

3. This instrument commences on 7 February 2014.

Declaration

4. Chapter 5C of the Act applies to Dixon Advisory & Superannuation Services Limited ACN 103 071 665 (the *responsible entity*) in its capacity as responsible entity of US Select Private Opportunities Fund ARSN 158 625 284 (the *scheme*) as if section 601FL were modified or varied as follows:
 - (a) in subsection (1) omit all the text after the word “it”, substitute:

“must either:

 - (a) call a members’ meeting to explain its reason for wanting to retire and to enable the members to vote on a resolution (which must be an extraordinary resolution if the scheme is not listed) to choose a company to be the new responsible entity; or
 - (b) propose a related body corporate of the responsible entity to be the new responsible entity in accordance with subsection (1A).”;
 - (b) after subsection (1) insert:

“(1A) The requirements for proposing a related body corporate (the *proposed responsible entity*) to be the new responsible entity are as follows:

 - (a) The responsible entity must give members of the scheme notice of a proposal to choose the proposed responsible entity, to be the scheme’s new responsible entity.
 - (b) The notice to members must:

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- (i) set out the following information:
 - (A) the responsible entity's reasons for wanting to retire;
 - (B) such information as can reasonably be expected to be material to a member in forming a view as to the choice of the proposed responsible entity;
 - (C) information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur;
 - (D) how members can access on the responsible entity's website current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur; and
 - (ii) state prominently that if:
 - (A) members who together hold at least 5% of the total value of the interests held by members; or
 - (B) 100 members,who would be entitled to vote if the proposal were put as a proposed resolution to a meeting of members under paragraph (1)(a), ask for a vote on the choice of the proposed responsible entity by giving written notice received by the responsible entity within 21 days from the date the notice is sent, the responsible entity will either arrange a postal vote or convene a meeting to vote on a resolution for the choice of the proposed responsible entity; and
 - (iii) be accompanied by a form which can be ticked to ask for a vote; and
 - (iv) state prominently a reply paid address of the responsible entity to which the form may be sent.
- (c) The responsible entity must prominently disclose on its website current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur.
 - (d) If sufficient members ask for a vote in accordance with the notice, the responsible entity must arrange for a postal vote or, if the responsible entity chooses, convene a meeting in

14-0049

accordance with Part 2G.4 to vote on the choice of the proposed responsible entity as soon as possible.

- (e) If there is a postal vote:
- (i) a voting paper must be sent to each member stating a reply paid address of the responsible entity to which the voting paper may be sent; and
 - (ii) the responsible entity must notify the members in, or in a document accompanying, the voting paper that:
 - (A) the proposed responsible entity will be chosen as the new responsible entity if at least 50% of the total votes that may be cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the choice; and
 - (B) only votes received by the responsible entity within 28 days after the sending of the voting paper will be counted.
 - (f) If a meeting is convened the resolution to choose the new responsible entity must be an extraordinary resolution if the scheme is not listed.”;

- (c) after subsection (2) insert:

“(2A) If a postal vote is arranged under paragraph (1A)(d) and at least 50% of the total votes that may be cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the proposed responsible entity, that entity is taken for the purposes of subsection (2) to have been chosen by a resolution of members on the last day on which postal votes may be received in order to be counted.

- (2B) If:

- (a) a related body corporate is proposed to be the new responsible entity in accordance with subsection (1A); and
- (b) insufficient members ask for a vote to choose the entity in accordance with the notice referred to in paragraph (1A)(b); and
- (c) the entity has consented in writing to becoming the scheme’s responsible entity,

then:

14-0049

- (d) as soon as practicable and in any event within 2 business days after the end of the period in which a member may ask for such a vote, the current responsible entity must lodge a notice with ASIC asking it to alter the record of the scheme's registration to name the proposed responsible entity as the scheme's responsible entity; and
- (e) the notice must be accompanied by a certificate from the current responsible entity that it reasonably considers that the appointment of the proposed responsible entity would be in the best interests of members with a summary of the responsible entity's reasons as to why this is the case; and
- (f) unless ASIC reasonably believes that the appointment of the proposed responsible entity would not be in the best interests of members, ASIC must comply with the notice as soon as practicable after the notice and summary are lodged."

Where this declaration applies

- 5. This declaration applies where Walsh & Company Investments Limited ACN 152 367 649 has consented in writing to becoming the new responsible entity of the scheme.
- 6. This declaration ceases to apply on 30 April 2014.

Dated this 7th day of February 2014



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

14-0056

**Australian Securities and Investments Commission
Corporations Act 2001—Subsection 765A(2)—Declaration**

Enabling power

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 765A(2) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument [14-0056].

Commencement

3. This instrument commences on the date it is signed.

Declaration

4. The health savings network is not a financial product for the purposes of Chapter 7 of the Act.

Interpretation

5. In this instrument:

facility has a meaning affected by section 762C of the Act.


health savings network means a facility issued by Medibank Private under which:

- (a) a person (*member*) pays a fee to Medibank Private to acquire or use the facility; and
- (b) the member may purchase a health service from a relevant provider, or a person providing a health service on behalf of a relevant provider, for no more than the price agreed between Medibank Private and the relevant provider for the provision of the health service.

Medibank Private means Medibank Private Limited ACN 080 890 259.

relevant provider means a person who has entered into an agreement with Medibank Private under which the person agrees to charge members, for each health service covered by the agreement, no more than an agreed price.

Dated this 10th day of February 2014



Signed by Stephen Yen PSM
as a delegate of the Australian Securities and Investments Commission

14-0059

Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 741(1)(b) – Declaration

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 14-0059.

Commencement

3. This instrument commences on the date it is signed.

Declaration

4. Chapter 6D of the Act applies to Australia and New Zealand Banking Group Limited ACN 005 357 522 (*ANZ*) as if section 713 of the Act were modified or varied as follows:
 - (a) at the end of paragraph 713(1)(b) insert “or”;
 - (b) after paragraph 713(1)(b) insert:
 - “(c) convertible securities convertible into continuously quoted securities of a body; or
 - (d) convertible securities convertible into securities of a body that has become the holding company of another company (“subsidiary”) as a result of a Part 5.1 arrangement between the subsidiary and its members provided that:
 - (i) the securities of the subsidiary were continuously quoted securities at the time of the Part 5.1 arrangement; and
 - (ii) the body’s securities are ED securities at the time of conversion.”
 - (c) at the end of paragraph 713(2)(d) omit “securities.” and substitute “securities; and”;
 - (d) after subparagraph 713(2)(d) insert:
 - “(c) if the securities are convertible securities – the rights and liabilities attaching to:
 - (i) the convertible securities themselves; and

14-0059

(ii) the underlying securities.”

5. Chapter 6D of the Act applies to ANZ as if the definition of “underlying securities” in section 9 of the Act were modified or varied as follows:
- (a) at the end of subparagraph (b) omit “securities.” and substitute “securities; and”;
 - (b) after subparagraph (b), insert:
 - “(c) in relation to convertible securities – those securities into which the securities may be converted.”

Conditions

6. This instrument applies in relation to an offer by ANZ to issue convertible securities where the terms of the issue are substantially the same as the terms provided to ASIC on 24 January 2014 and the offer is made pursuant to a prospectus lodged with ASIC on or about 11 February 2014 or a replacement or a supplementary prospectus lodged with ASIC on or about 19 February 2014.

Dated this 11th day of January 2014



Signed by Junghee Ryu

as a delegate of the Australian Securities and Investments Commission

14-0064

Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 741(1)(b) – Declaration

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 14-0059.

Commencement

3. This instrument commences on the date it is signed.

Revocation

4. The following instrument is revoked:
 - (a) ASIC Instrument 14-0059.

Declaration

5. Chapter 6D of the Act applies to Australia and New Zealand Banking Group Limited ACN 005 357 522 (*ANZ*) as if section 713 of the Act were modified or varied as follows:
 - (a) at the end of paragraph 713(1)(b) insert “or”;
 - (b) after paragraph 713(1)(b) insert:
 - “(c) convertible securities convertible into continuously quoted securities of a body; or
 - (d) convertible securities convertible into securities of a body that has become the holding company of another company (“subsidiary”) as a result of a Part 5.1 arrangement between the subsidiary and its members provided that:
 - (i) the securities of the subsidiary were continuously quoted securities at the time of the Part 5.1 arrangement; and
 - (ii) the body’s securities are ED securities at the time of conversion.”
 - (c) at the end of paragraph 713(2)(d) omit “securities.” and substitute “securities; and”;

14-0064

- (d) after subparagraph 713(2)(d) insert:
- “(e) if the securities are convertible securities – the rights and liabilities attaching to:
 - (i) the convertible securities themselves; and
 - (ii) the underlying securities.”
6. Chapter 6D of the Act applies to ANZ as if the definition of “underlying securities” in section 9 of the Act were modified or varied as follows:
- (a) at the end of subparagraph (b) omit “securities.” and substitute “securities; and”;
 - (b) after subparagraph (b), insert:
 - “(c) in relation to convertible securities – those securities into which the securities may be converted.”

Conditions

7. This instrument applies in relation to an offer by ANZ to issue convertible securities where the terms of the issue are substantially the same as the terms provided to ASIC on 24 January 2014 and the offer is made pursuant to a prospectus lodged with ASIC on or about 11 February 2014 or a replacement or a supplementary prospectus lodged with ASIC on or about 19 February 2014.

Dated this 11th day of February 2014



Signed by Junghee Ryu

as a delegate of the Australian Securities and Investments Commission

14-0066

**Australian Securities and Investments Commission
Corporations Act 2001 — Subsection 259C(2) — Exemption and
Paragraph 741(1)(b) — Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 259C(2) and paragraph 741(1)(b) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 14-0066.

Commencement

3. This instrument commences on the date it is signed.

Variation

4. ASIC Instrument 14-0063 dated 11 February 2014 is varied as follows:
 - (a) in paragraph 2, omit "14-0060" and substitute "14-0063".
5. ASIC Instrument 14-0064 dated 11 February 2014 is varied as follows:
 - (a) in paragraph 2, omit "14-0059" and substitute "14-0064".

Dated this 11th day of February 2014



Signed by Junghee Ryu
as a delegate of the Australian Securities and Investments Commission

14-0070

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument [14-0070].

Commencement

3. This instrument commences on 11 February 2014.

Exemptions

4. Centric Wealth Limited ACN 100 375 237 (*CWL*) does not have to comply with:
 - (a) item 12 of the table in subsection 633(1) of the Act to the extent that it would require *CWL* to send a target's statement lodged with ASIC on 28 January 2014 (*Original Target's Statement*) to holders of securities the subject of the off-market bid by Findex Australia Pty Ltd ACN 128 588 714 (*Bidder*) for all of the ordinary shares in *CWL* (*Bid*); and
 - (b) paragraph 647(3)(c) of the Act to the extent that it would require *CWL* to send a supplementary target's statement lodged with ASIC on 11 February 2014 (*Supplementary Target's Statement*) to all holders of securities the subject of the Bid who have not accepted an offer under the Bid.

Where this instrument applies

5. The exemptions in this instrument apply in relation to the Bid where:
 - (a) *CWL* lodges the Supplementary Target's Statement with ASIC under paragraph 647(3)(a) of the Act before the Original Target's Statement has been sent to any holder of securities the subject of the Bid;
 - (b) *CWL* lodges with ASIC and sends to Findex Australia Pty Ltd ACN 128 588 714 (*Bidder*):
 - (i) a replacement target's statement; and
 - (ii) a copy of that replacement target's statement marked to show all changes from the Original Target's Statement;

14-0070

(c) CWL sends the replacement target's statement to each person who, as at the date set by the bidder under subsection 633(2) of the Act, holds:

- (i) securities in the bid class; or
- (ii) if the bid extends to securities that come to be in the bid class due to the conversion of or exercise of rights attached to other securities (see subsection 617(2)) – the other securities

no earlier than the day on which CWL sends the replacement target's statement to the Bidder and no later than 15 days after CWL receives a notice from the Bidder that all offers have been sent as required by item 6 of the table in subsection 633(1) of the Act;

(d) the replacement target's statement:

- (i) incorporates all the substantive information in the Original Target's Statement and in each supplementary target's statement that was lodged in relation to the Original Target's Statement before, or at the same time as, the time when the replacement target's statement is lodged with ASIC;
- (ii) explains that it replaces the Original Target's Statement and each supplementary statement and states the date or dates that the Original Target's Statement and each supplementary statement were lodged with ASIC; and
- (iii) bears a date that is the same as the date that it is lodged with ASIC.

Dated this 11th day of February 2014



Signed by Jerry Pearson

as a delegate of the Australian Securities and Investments Commission

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NOTICE UNDER SECTION 915F OF THE CORPORATIONS ACT 2001

Notice is given under section 915F of the Corporations Act 2001 that the Australian Securities and Investments Commission has taken the action set out in the Notice below, which action took effect on 30 January 2014.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**NOTICE OF CANCELLATION OF AUSTRALIAN FINANCIAL SERVICES LICENCE**

To: RCL Group Services Limited
C/- First Advisers
Suite 604, Level 6
309 Kent Street
SYDNEY NSW 2000

Under to paragraph 915B(3)(b) of the *Corporations Act 2001* (the Act), the Australian Securities and Investments Commission (ASIC) hereby cancels Licence Number 298788 held by RCL Group Services Ltd ACN 118 364 499 (the Licensee).

Under s 915H of the Act ASIC specifies that the licence continues in effect as though the cancellation had not happened for the purposes of the provisions of the Act specified in Schedule B in relation to the matters specified in Schedule A.

Schedule A

The provision by the Licensee of financial services that are reasonably necessary for or incidental to the winding up of

- (a) RCL Group Trust ARSN 119 613 848

Schedule B

- (a) s601FA
(b) Chapter 5C
(c) Chapter 7, other than the provisions of Parts 7.2, 7.3, 7.4 and 7.5

Dated this 21st day of January 2014.

Signed: 

Sarah Anne Thrift
Delegate of the Australian Securities and Investments Commission.

14-0075

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

Title

2. This instrument is ASIC Instrument 14-0075.

Commencement

3. This instrument commences on gazettal.

Exemptions

4. The issuer does not have to comply with Part 7.9 of the Act where the issuer:
 - (a) makes an eligible incentive plan offer;
 - (b) offers to arrange for the issue of financial products under an eligible incentive plan offer; or
 - (c) issues a financial product under an eligible incentive plan offer;on the conditions set out in this instrument and for so long as the conditions are met.
5. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer is also exempt from the requirement to hold an Australian financial services licence for the provision of the following financial services:
 - (a) a financial service consisting of general advice reasonably given in connection with the eligible incentive plan offer (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 issuer in connection with the offer is general advice only, and that employees should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice;
 - (b) a custodial or depositary service in connection with an eligible incentive plan offer where the issuer performs their duties in good faith and has sufficient resources to perform those duties;

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- (c) dealing in a financial product in the course of providing a custodial or depository service covered by paragraph (b);
 - (d) issuing a financial product under an eligible incentive plan offer covered by paragraph 4 of this instrument; and
 - (e) dealing in a financial product in connection with an eligible incentive plan offer where any acquisition by purchase or disposal of the product by the issuer occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
6. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer also does not have to comply with section 992A of the Act in relation to an eligible incentive plan offer made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.
7. ASIC exempts a financial product that is the subject of an eligible incentive plan offer from Part 7.9 of the Act where:
- (a) a recommendation is made by a person (other than the issuer) that a person to whom an eligible incentive plan 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;
- but only in relation to the recommendation by the person.

Where this instrument applies

8. This instrument applies where the issuer:
- (a) meets the requirements (including, for the avoidance of doubt, definitions) of the class order, except the definitions of:
 - (i) “eligible offer” in paragraph 9 of the Interpretation; and
 - (ii) “issuer” in paragraph 12 of the Interpretation; and
 - (b) would meet the requirements of the class order if:

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- (i) 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 performance rights in relation to fully-paid shares in an issuer in the same class as shares which have been quoted on the financial market operated by the NASDAQ Global Select Market throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period made under an employee share scheme extended only to eligible employees of the issuer;” and

- (ii) in the Interpretation, the following definition was inserted:

“9A. “employee share scheme”, for a body corporate, means a scheme under which shares (or units of shares or options to acquire unissued shares or performance rights) in the body or a related body corporate may be acquired:

- (a) by, or for the benefit of:

- (i) employees of the body, or of the related body corporate;
or
(ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate; or

- (b) by a corporation all of whose members are:

- (i) employees of the body, or of a related body corporate;
or
(ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate;” and

- (iii) in the definition of an “offer document” in paragraph 15 of the Interpretation, subparagraphs (c) and (d) were to read:

“(c) specifies in respect of the performance rights or the shares to which the performance 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

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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 in which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:
- (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 relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (iv) in the Interpretation, the following definition was inserted:

“16A. “performance right” means a conditional right:

- (a) to be issued a fully-paid ordinary share in the capital of the issuer; and
- (b) to receive, equivalent to the value of dividends or distributions paid or payable in respect of a share in the same class as the share to which the right relates, less any tax or other payment that the Issuer is required by law to withhold:
 - (i) further performance rights; or
 - (ii) cash if fractional shares are attributed to the value of the dividends or distributions paid or payable,

where the performance right is offered for no more than nominal monetary consideration;”.

Conditions

9. The issuer can only rely on the exemptions in this instrument if the issuer complies with the following conditions:
- (a) the conditions of the class order (excluding the condition specified in paragraph 3 of the Schedule to the class order) as expressed to apply to them; and
 - (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with any eligible incentive plan offer, when aggregated with:

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- (i) the number of shares in the same class which would be issued were every other outstanding offer with respect to shares, units of shares, options to acquire unissued shares and performance rights under every other employee share scheme of the issuer to vest or to be accepted or exercised;
- (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
 - (A) an eligible incentive plan offer extended only to eligible employees; and
 - (B) any other employee share scheme extended only to eligible employees of the issuer;

but disregarding any offer made, option or right acquired or share issued by way of or as a result of:

- (iii) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (iv) an offer that did not need disclosure to investors because of section 708 of the Act; or
- (v) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
- (vi) an offer made under a disclosure document or Product Disclosure Statement,

must not exceed 5% of the total number of issued shares in that class of the issuer as at the time of the offer.

Interpretation

10. In this instrument:

- (a) a word and phrase used in this instrument has the same meaning as it has in the class order unless the word or phrase is defined in paragraph 8 of this instrument in which case the word or phrase has that meaning;
- (b) *class order* means ASIC Class Order [CO 03/184] 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 Instruments Act 2003;
- (c) *eligible incentive plan offer* means an offer for the issue or sale of performance rights, made under an arrangement known as the QUALCOMM Incorporated 2006 Long-Term Incentive Plan (under which the performance rights are referred to as Restricted Stock Units) and the Australian Grant Policy, Offer Document, the Global Employee Restricted Stock Unit Agreement, the U.S. Plan Prospectus

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and the Grant Notice, the terms of which are substantially in the same form as those provided to ASIC on 9 January 2014; and

- (d) *issuer* means QUALCOMM Incorporated, a company incorporated under the laws of the State of Delaware, and any related body corporate.

Dated this 13th day of February 2014



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

14-1723

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 14-1723.

Commencement

3. This instrument commences on 24 January 2014.

Declaration

4. Chapter 6D of the Act applies to Australia and New Zealand Banking Group Limited ACN 005 357 522 (*ANZ*), a body (the *NOHC*) that becomes the holding company of ANZ as a result of a compromise or arrangement under Part 5.1 approved at a meeting held as a result of an order made under subsection 411(1) or (1A), a person who holds securities in ANZ and a person who holds securities in the NOHC as if:

- (a) the definition of *continuously quoted securities* in section 9 of the Act, as notionally modified by ASIC Class Order [CO 10/322], were further modified or varied by omitting “prospectus or Product Disclosure Statement or notice given under paragraph 708A(12C)(e) or 1012DA(12C)(e)” (twice occurring), and substituting “prospectus, Product Disclosure Statement or notice given under paragraph 708A(12C)(e), 708A(12G)(e) or 1012DA(12C)(e)”; and
- (b) section 708A, as notionally modified by ASIC Class Orders [CO 08/35] and [CO 10/322], were further modified or varied as follows:
 - (i) in paragraph (1)(a) omitting “(11), (12), (12A) or (12C),” and substituting “(11), (12), (12A), (12C) or (12G),”; and
 - (ii) after notional subsection (12F) (as inserted by ASIC Class Order [CO 10/322]) inserting:

“Sale offer of certain securities issued on conversion of convertible notes

(12G) The sale offer does not need disclosure to investors under this Part if:

- (a) the relevant securities:
 - (i) were issued by reason of the conversion of convertible notes; and
 - (ii) are either note issuer securities or NOHC securities; and

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- (b) on the day on which a notice in relation to the convertible notes was given under paragraph (c):
 - (i) securities in the same class as note issuer securities were continuously quoted securities; and
 - (ii) there was no determination under subsection 713(6) in force in respect of the note issuer; and
 - (c) trading in securities in the class of note issuer securities on the prescribed financial market on which they are quoted was not suspended for more than a total of 5 days during the shorter of the period during which the class of note issuer securities were quoted, and the period of 12 months before the day on which the convertible notes were issued; and
 - (d) the conversion of the convertible notes did not involve any further offer; and
 - (e) the note issuer gave the relevant market operator for the note issuer a notice that complied with subsection (12H) on the same day as, or within 2 business days before, the day on which the convertible notes were issued.
- (12H) A notice complies with this subsection if:
- (a) the notice contains the following information:
 - (i) for the convertible notes – the information required by subsection 713(2); and
 - (ii) for the note issuer securities – the information required by subsections 713(2) to (5);as if the notice were a prospectus; and
 - (b) the information in the notice is worded and presented in a clear, concise and effective manner; and
 - (c) where the notice includes a statement by a person, or a statement said in the notice to be based on a statement by a person:
 - (i) the person has consented to the statement being included in the notice in the form and context in which it is included; and
 - (ii) the notice states that the person has given this consent; and
 - (iii) the person has not withdrawn this consent before the notice is given to the relevant market operator.

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- (12I) If the note issuer gives a notice under paragraph (12G)(e) in relation to convertible notes, each financial report or directors' report required under section 298 of the note issuer or if the note issuer is a subsidiary of a NOHC, the NOHC, in relation to a financial year during which those convertible notes were on issue must contain the following information:
- (a) the:
 - (i) number of convertible notes in that class that have not converted as at the end of the financial year; and
 - (ii) number of note issuer securities or NOHC securities into which the convertible notes will convert; and
 - (iii) price (if any) to be paid on conversion; and
 - (iv) circumstances in which conversion may occur; and
 - (b) the remaining liability of the note issuer to make payments under convertible notes in that class as at the end of the financial year; and
 - (c) the average conversion price (if any) paid for any convertible notes in that class that were converted during the financial year and the number of note issuer securities or NOHC securities into which they converted; and
 - (d) any other matters relating to the convertible notes that holders of ED securities of the body (*reporting body*) providing the financial report would reasonably require to make an informed assessment of the financial position of the reporting body and its prospects for future financial years.
- (12J) The financial report and directors' report may omit material that would otherwise be included under paragraph (12I)(d) if it is likely to result in unreasonable prejudice to:
- (a) the reporting body; or
 - (b) if consolidated financial statements are required – the consolidated entity or any entity (including the reporting body and, if the reporting body is the NOHC, the note issuer) that is part of the consolidated entity.

If material is omitted, the report must say so.

- (12K) For the purposes of subsections (12G), (12H), (12I), (12J) and (12K):

NOHC means a body that becomes the holding company of a note issuer as a result of a compromise or arrangement under Part 5.1 approved at a meeting held as a result of an order made under subsection 411(1) or (1A).

NOHC securities means securities of a NOHC.

14-1723

note issuer means, in relation to convertible notes, the issuer of the notes.

note issuer securities means securities of a note issuer.”.

Where this instrument applies

5. This instrument applies to an offer of securities in ANZ or the NOHC for sale by a holder of the securities where:
- (a) the securities were issued by reason of the conversion of convertible notes issued by ANZ and:
 - (i) immediately after conversion the securities were continuously quoted securities of ANZ; or
 - (ii) both the following are satisfied:
 - (A) immediately after conversion the securities were quoted ED securities of the NOHC; and
 - (B) ordinary shares in ANZ were continuously quoted securities at the time the NOHC became the holding company of ANZ; and
 - (b) the convertible notes were issued by ANZ in the period beginning on the date of this instrument and ending on the date that is the third anniversary of this instrument; and
 - (c) the offers of convertible notes did not require disclosure to investors under Part 6D.2 of the Act; and
 - (d) the terms of the convertible notes are substantially the same as the terms provided to ASIC on 24 January 2014.

Dated this 24th day of January 2014



Signed by Michael Jukes
as a delegate of the Australian Securities and Investments Commission

CORPORATIONS ACT 2001
Section 601CL(5)

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

Dated this fourteenth day of February 2014

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

COURTVIEW JUSTICE CONSULTING INC.

140 919 660

RENESAS ELECTRONICS SINGAPORE PTE.LTD.

146 551 199

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 fourteenth day of February 2014

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

BANK LEUMI LE-ISRAEL B.M.

084 676 040

QATAR PETROCHEMICAL COMPANY (QAPCO) Q.S.C

134 517 061

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 fourteenth day of February 2014

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company	ARSN
ELDERS DIVERSIFIED FORESTRY PROJECT 2010	142 392 603
ITC DIVERSIFIED FORESTRY PROJECT 2007	123 283 625
ITC DIVERSIFIED FORESTRY PROJECT 2008	126 253 638
ITC DIVERSIFIED FORESTRY PROJECT 2009	133 621 995
ITC HARDWOOD PROJECT 2008	129 446 564
ITC PULPWOOD PROJECT 2007	124 103 724
ITC PULPWOOD PROJECT 2009	134 087 755

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.

BIOLIFE SCIENCE QLD LIMITED

ACN 158 039 831 will change to a proprietary company limited by shares. The new name will be BIOLIFE SCIENCE QLD PTY LTD
ACN 158 039 831.

MARKET SYSTEMS PTY. LTD.

ACN 162 942 261 will change to a public company limited by shares. The new name will be MARKET SYSTEMS LIMITED ACN 162 942 261.

SOMEONES GROUP HOLDINGS LIMITED

ACN 147 999 577 will change to a proprietary company limited by shares. The new name will be SOMEONES GROUP HOLDINGS PTY LTD
ACN 147 999 577.

IDP EDUCATION PTY LTD ACN 117 676 463 will change to a public company limited by shares. The new name will be IDP EDUCATION LIMITED
ACN 117 676 463.

PYRENEES VINEYARD MANAGEMENT LTD

ACN 078 249 019 will change to a proprietary company limited by shares. The new name will be PYRENEES VINEYARD MANAGEMENT PTY LTD
ACN 078 249 019.

TOURISM ASSET HOLDINGS LIMITED

ACN 060 896 568 will change to a proprietary company limited by shares. The new name will be PEARL HOTELS D 1993 PTY LIMITED
ACN 060 896 568.