



ASIC

Australian Securities &
Investments Commission

Commonwealth of Australia Gazette

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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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14-0142

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: P.B. Broking Pty Ltd
ACN 010 647 828
146 Mort Street
Toowoomba QLD 4350

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 246778 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 6 March 2014

Signed

A handwritten signature in black ink, appearing to be 'JK' followed by a flourish.

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

14-0157

**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 [14-0157].

Commencement

3. This instrument commences on 6 March 2014.

Declaration

4. Chapter 6D of the Act applies to Westpac Banking Corporation ACN 007 457 141 (*Westpac*), a body (the *NOHC*) that becomes the holding company of Westpac 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 Westpac 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 Orders [CO 01/1455] and [CO 10/322], were further modified or varied by:
 - (i) 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
 - (ii) in subparagraph (b)(ii), omitting ‘, or declaration under paragraph 741(1)(b),’; and
 - (iii) in subparagraph (b)(iii), after “section 340”, inserting “(other than an order under section 340 which relieves the entity, or any person as director or auditor of the entity, from the requirements of subsection 323D(3))”; 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

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- (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
- (b) on the day on which a notice in relation to the convertible notes was given under paragraph (e):
 - (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

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- (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;
 - (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.

- (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 or NOHC 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

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- (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.

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

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

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Where this instrument applies

5. This instrument applies to an offer of securities in Westpac 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 Westpac and:
 - (i) immediately after conversion the securities were continuously quoted securities of Westpac; 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 Westpac were continuously quoted securities at the time the NOHC became the holding company of Westpac; and
 - (b) the convertible notes were issued by Westpac 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 5 March 2014; and
 - (e) except for ASIC Instruments [07-1025], [09-00795], [11-0097], [13-0032], [13-0882] and [14-0157], no order under section 340 or declaration under paragraph 741(1)(b) relating to a disclosing entity provision for the purposes of Division 4 of Part 1.2 of the Act covered Westpac.

Dated this 6th day of March 2014



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



ASIC

Australian Securities & Investments Commission

14-0172

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Expatriate Services International Pty Ltd
ACN: 097 359 227 ("the Licensee")
16 Avenue Road
Hunters Hill NSW 2110

Pursuant to paragraph [915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 244600 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 7 March 2014

Signed

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

Joyce Krashow
A delegate of the Australian Securities and Investments Commission

14-0174

**Australian Securities and Investments Commission
Corporations Act 2001 — Paragraphs 601QA(1)(a), 741(1)(a), 911A(2)(l),
992B(1)(a), 1020F(1)(a) and 1020F(1)(b) — Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (**ASIC**) makes this instrument under paragraphs 601QA(1)(a), 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 [14-0174].

Commencement

3. This instrument commences on the date of its gazettal.

Exemptions

4. ASIC exempts:
 - (a) the issuer;
 - (b) a related body corporate of the issuer;
 - (c) the Custodian and the Manager; and
 - (d) any person who, by way of contract between the person and the issuer, in connection with an eligible offer, acts for or on behalf of the issuer,from Parts 6D.2, 6D.3 (except section 736 of the Act) and 7.9 of the Act where that person:
 - (e) makes an eligible offer;
 - (f) offers to arrange for the issue of financial products under an eligible offer; and
 - (g) issues a financial product under an eligible offer,on the conditions set out in paragraph 10 of this instrument and for so long as the conditions are met.
5. ASIC exempts a financial product that is the subject of an eligible offer from Part 7.9 where a person (other than a person covered by paragraph 4 of this instrument) makes a recommendation to acquire financial products under an eligible offer, except where the person is aware, or ought reasonably to be aware, that any of the conditions set out in paragraph 10 of this instrument have not been met.
6. ASIC exempts a person who is exempt from Part 6D.2 or Part 7.9 of the Act because of paragraph 4 of this instrument from the requirement to hold an Australian financial services licence for the provision of a financial service consisting of general advice reasonably given in connection with an offer referred to in that paragraph (including any general advice given in the offer document) where 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 their own financial product advice from an independent person who is licensed by ASIC to give such advice.
7. ASIC exempts:
 - (a) the issuer who is exempt from Part 6D.2 or Part 7.9 of the Act because of paragraph 4 of this instrument; and
 - (b) a related body corporate of the issuer,from the requirement to hold an Australian financial services licence for the provision of the following financial services:
 - (c) the provision of a custodial or depository service in connection with an eligible offer covered by paragraph 4 of this instrument where the provider of the service performs their duties in good faith and has sufficient resources to perform those duties;

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- (d) dealing in a financial product in the course of providing a custodial or depository service covered by paragraph 7(c) of this instrument; and
 - (e) dealing in a financial product in connection with an offer covered by the exemption in paragraph 4 of this instrument where any acquisition by purchase or disposal of the product (by the issuer or a related body corporate of the issuer) occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in those financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in those financial products in the relevant place.
8. ASIC exempts a person who is exempt from Part 6D.2 or Part 7.9 because of paragraph 4 of this instrument from sections 736, 992A and 992AA of the Act in relation to offers made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.
9. ASIC exempts:
- (a) the issuer;
 - (b) a related body corporate of the issuer;
 - (c) the Custodian and the Manager; and
 - (d) any person who, by way of contract between the person and the issuer, in connection with an eligible offer, acts for or on behalf of the issuer,
- from subsection 601ED(5) of the Act in relation to the operation of that managed investment scheme relating to an eligible offer covered by the exemption in paragraph 4 of this instrument.

Conditions

10. The following conditions apply:
- (a) the issuer must ensure that the eligible offer must be substantially on the terms set out in the letter from Herbert Smith Freehills to ASIC dated 21 February 2014, titled 'Saint-Gobain Employee Offering 2014' on behalf of the issuer;
 - (b) the person making the offer must:
 - (i) include that offer in an offer document;
 - (ii) take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document; and
 - (iii) provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the employee such as the identity or entitlement of the employee) and of each accompanying document not later than 7 days after the first provision of that material to an employee;
 - (c) the issuer must take reasonable steps to ensure that Saint-Gobain Abrasives complies with any undertaking required to be made in the offer document by reason of this instrument;
 - (d) the issuer must take reasonable steps to ensure that the number of shares the subject of the offer when aggregated with:
 - (i) the number of shares in the same class which would be issued were each outstanding offer with respect to shares and units of shares, under an employee share scheme to be accepted or exercised; and
 - (ii) the number of shares in the same class issued during the previous 5 years pursuant to the Group Savings Plan or any other employee share scheme extended only to eligible employees of the issuer;but disregarding any offer made, or option acquired or share issued by way of or as a result of:

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- (iii) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
 - (iv) an offer that was an excluded offer or invitation within the meaning of the Corporations Law as in force before the commencement of Schedule 1 to the *Corporate Law Economic Reform Program Act 1999*; or
 - (v) an offer that did not need disclosure to investors because of section 708 of the Act; or
 - (vi) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
 - (vii) 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; and
- (e) the Rules must contain provisions to the effect that the books of account maintained in respect of the activities of the FCPE must be audited annually;
 - (f) the issuer must take reasonable steps to ensure that the Manager and/or the Custodian may only levy any fees or charges for operating and administering the FCPE which are payable by the employees to a maximum amount provided for in the Rules and such fees must be fully disclosed in the offer document;
 - (g) the issuer, through Saint-Gobain Abrasives must make the statements of assets, balance sheets and statements of income (together with the related notes) of the FCPE and the auditors' reports of those statements delivered to them under the Rules available for inspection by eligible employees domiciled in this jurisdiction at a registered office or principal place of business in Australia during normal business hours or such other time as is agreed with an eligible employee;
 - (h) the issuer must take reasonable steps to ensure that upon Saint-Gobain Abrasives receiving notices relating to the buy-back/redemption of units as provided for in the Rules or otherwise under the eligible offer, it must forward these to the Manager without delay;
 - (i) the issuer must take reasonable steps to ensure that Saint-Gobain Abrasives must, on behalf of the issuer and the Manager, accept notices, correspondence and service of process at a registered office or principal place of business in Australia;
 - (j) upon Saint-Gobain Abrasives being advised that the buy-back arrangements/redemption facilities of units in the FCPE are suspended or terminated or that quotation of the shares of the issuer on any approved foreign market is suspended, the issuer through Saint-Gobain Abrasives must notify ASIC within 7 days;
 - (k) the issuer, through Saint-Gobain Abrasives, must make available for public inspection at Saint-Gobain Abrasives' registered office or principal place of business in Australia, and provide to eligible employees domiciled in this jurisdiction, copies of the Rules and the offer document and meet all reasonable requests for information;
 - (l) the issuer, through Saint-Gobain Abrasives, must maintain in Australia and make available to ASIC, upon request, records relating to the issue or sale of and the buy-back/redemption of units in the FCPE to or from eligible employees domiciled in this jurisdiction;
 - (m) the FCPE must at all times be approved or authorised or registered by the French Autorité des Marchés Financiers (the **Relevant Agency**) and the Group Savings Plan must at all times be authorised under the law of France;
 - (n) there must at all times be a custodian of the FCPE assets and the Rules must be complied with in appointing or changing the Custodian;
 - (o) within 14 days of the date of this instrument, ASIC must be provided with:

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- (i) copies of the Rules and any other related documents;
 - (ii) a copy of any written approval or authorisation issued by the Relevant Agency in relation to the eligible offer; and
 - (iii) if any document is not in English, a translation of that document into English;
- (p) the issuer must take reasonable steps to ensure that each related body corporate of the issuer must keep at a registered office or principal place of business in this jurisdiction, a register of its employees who participate in the eligible offer and enter in the register:
- (i) the names and addresses of each employee;
 - (ii) the extent of the holding of each employee;
 - (iii) the date at which the name of each employee was entered in the register; and
 - (iv) the date at which any employee's interest ceased;
- (q) except as may be required by French law, the Rules must not be modified or varied in any material respect that would adversely affect the rights and interests of eligible employees domiciled in this jurisdiction who participate in the eligible offer unless ASIC notifies Saint-Gobain Abrasives in writing that it does not object to the modification or variation;
- (r) the issuer must take reasonable steps to ensure that the Manager and the Custodian must comply with the provisions of the Rules; and
- (s) the eligible offer must at all times comply with the law of France.

Interpretation

11. In this instrument:

- except where otherwise stated, references to provisions are to provisions of the Act;
- an employee share scheme shall not be regarded as extended to a person other than an eligible employee only because such an employee may renounce an offer of financial products made to them under the scheme in favour of their nominee;

approved foreign market means NYSE Euronext Paris;

Australian dollar equivalent in relation to a price, means a price calculated by reference to the relevant exchange rate published by an Australian bank no earlier than the business day before the day to which the price relates;

current market price means in relation to a share, the price published by the NYSE Euronext Paris as the final price for the previous day on which the share was traded on that financial market;

Custodian means the custodian from time to time of the FCPE (presently CACEIS Bank France a company registered in France), where the Custodian, by way of contract with the issuer, in connection with an eligible offer acts for or on behalf of the issuer;

eligible employee means, in relation to an issuer, a person who is at the time of an offer under an employee share scheme, a full or part-time employee or director of the issuer or of a related body corporate of the issuer;

eligible offer means an offer to issue or transfer fully-paid shares in the issuer where:

- (a) the shares are in the same class as shares which have been quoted on an approved foreign market throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period;
- (b) the shares are to be held by the Custodian of the FCPE; and

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- (c) units in the FCPE are issued in accordance with the Rules to eligible employees who participate in the eligible offer;

made under the employee share scheme, as described as the Group Savings Plan, on terms not significantly different to those described in a letter to ASIC dated 21 February 2014, titled 'Saint-Gobain Employee Offering 2014', from Herbert Smith Freehills on behalf of the issuer, extended only to eligible employees of the issuer;

FCPE means the Fonds Commun de Placement D'Entreprise governed by the Rules of the *Saint-Gobain PEG Monde FCPE* (which includes the Saint-Gobain Avenir Monde compartment) approved on 9 March 1999 and the rules of the "*Saint-Gobain Relais 2014 Monde*" FCPE approved on 27 December 2013, each as amended from time to time;

financial product advice has the meaning given by section 766B of the Act;

general advice has the meaning given by section 766B of the Act;

Group Savings Plan means the Saint-Gobain Group Savings Plan for employees of non-French companies of the Saint-Gobain group dated on or about 22 January 1988;

issuer means Compagnie de Saint-Gobain, a company registered in France;

Manager means the management company from time to time of the FCPE (presently Amundi, a company registered in France), where the management company, by way of contract with the issuer in connection with an eligible offer, acts for or on behalf of the issuer;

offer has a meaning affected by sections 700, 702 and 1010C of the Act;

offer document means a document setting out an offer under an employee share scheme that:

- (a) includes or is accompanied by a copy or summary of the Rules under which the offer is made;
- (b) if a summary (rather than a copy) of the Rules is given - includes an undertaking that during the period (the **offer period**) during which an eligible employee domiciled in this jurisdiction may acquire the financial products offered, the issuer through Saint-Gobain Abrasives will, within a reasonable period of the employee so requesting, provide the employee without charge with a copy of the Rules;
- (c) specifies in respect of the shares:
- (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 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 that formula applied at the date of the offer;
- (d) includes an undertaking, and an explanation of the way in which, the issuer through Saint-Gobain Abrasives will, during the offer period, 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 shares in the same class as those offered; and
- (ii) where subparagraph (c)(ii) or (iii) apply, the information referred to in that paragraph as updated to that date;
- (e) discloses the conditions, obligations and risks associated with any loan or financial assistance offered by the issuer or a related body corporate of the issuer for the purpose of acquiring financial products under the Group Savings Plan; and
- (f) states prominently that the eligible offer is an offer for participation in a foreign scheme that is subject to the regulation of the Relevant Agency and to the law of France and describes the legal and practical effect (if any) this may have on the rights and ability of an eligible employee domiciled in this jurisdiction to

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make any claim or enforce any right arising out of or in connection with the eligible offer;

Rules means the rules of the Group Savings Plan dated on or about 22 January 1988, the rules of the *Saint-Gobain PEG Monde* FCPE (which includes the *Saint-Gobain Avenir Monde* compartment) approved on 9 March 1999 and the rules of the *Saint-Gobain Relais 2014 Monde* FCPE dated on 27 December 2013, each as amended from time to time;

Saint-Gobain Abrasives means Saint-Gobain Abrasives Pty Ltd ACN 068 931 420;

unit in relation to a share means a legal or equitable right or interest in the share.

Dated this 12th day of March 2014



Signed by James Nott
as a delegate of the Australian Securities and Investments Commission

14-0176

NOTICE UNDER SECTION 920F OF THE CORPORATIONS ACT 2001

Notice is hereby given under section 920F of the Corporations Act that the Australian Securities and Investments Commission has made an order in the terms set out below, which order took effect on the date of service of it on the Australian financial services licensee to whom it relates, being 10 March 2014.

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

To: New City Australia Funds Management Ltd ACN 121 556 303
'Podium' L 4
120 Collins Street
MELBOURNE VIC 3000

TAKE NOTICE that under s915C(1) of the *Corporations Act 2001* the Australian Securities and Investments Commission hereby suspends Australian financial services licence number 309136 held by New City Australia Funds Management Ltd ACN 121 556 303 until 30 May 2014.

Dated this 26th day of February 2014



Signed by Gai Di Bartolomeo,
as a delegate of the Australian Securities and Investments Commission

14-0177

**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 [14-0177].

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:
 - (i) “eligible offer” in paragraph 9 of the Interpretation; and

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- (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 an issuer in the same class as shares which have been quoted on the financial market operated by the Toronto Stock Exchange 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 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;"; 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;

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- (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 were inserted:
- “16A. “performance right” means a conditional right:
- (a) to receive a cash amount equivalent to the value of a fully-paid ordinary share in the capital of the issuer; or
 - (b) to receive a cash amount equivalent to the value of any dividend paid on a fully-paid ordinary share in the capital of the issuer, less any tax or other payment that the issuer is requirement by law to withhold;
- 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

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- (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:
- (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 schemes 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;

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- (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 Altus Group Limited Restricted Share Unit Plan (under which the performance rights are referred to as restricted stock units) and Australian Addendum to the Altus Restricted Share Unit Plan the terms of which are substantially in the same form as those provided to ASIC on 7 November 2013 and 25 February 2014 respectively; and
- (d) *issuer* means Altus Group Limited, a company incorporated under the laws of Ontario, Canada and any related body corporate.

Dated this 11th day of March 2014



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

14-0180

**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 (Act)*.

Title

2. This instrument is ASIC Instrument [14-0180].

Commencement

3. This instrument commences on gazettal.

Exemptions

4. The issuer does not have to comply with Parts 6D.2, and 6D.3 (except section 736) and 7.9 of the Act, and the trustee does not have to comply with Part 7.9 of the Act, where the issuer or trustee:
 - (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 and the trustee are exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer and the trustee are 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 or the trustee 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 provider of the service 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 subparagraph 5(b);

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- (d) issuing a financial product under an eligible incentive plan offer covered by paragraph 4; 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 or the trustee 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 6D.2 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 736 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. Where the issuer and the trustee are exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer and the trustee also do 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.
8. 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

9. This instrument applies where the issuer:
- (a) meets the requirements (including, for the avoidance of doubt, definitions) of the class order as varied by this instrument, including in relation to the definitions of:
 - (i) "current market price" in paragraph 7 of the Interpretation;
 - (ii) "eligible offer" in paragraph 9 of the Interpretation; and
 - (iii) "issuer" in paragraph 12 of the Interpretation; and
 - (iv) "offer document" in paragraph 15 of the Interpretation; and
 - (b) would meet the requirements of the class order if:
 - (i) the definition of "current market price" in paragraph 7 of the Interpretation were to read:

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"7. "current market price" means in relation to a bearer depository receipt, the price published by the operator of the principal financial market on which the bearer depository receipt is quoted as the final price for the previous day on which the bearer depository receipt was traded on that financial market;"

- (ii) 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 an issuer in the same class as shares which have been quoted on the financial market operated by the New York Stock Exchange 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

- (iii) 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;" and

- (iv) the definition of "issuer" in paragraph 12 of the Interpretation were to read:

"12. "issuer" means ING Groep N.V., a public limited liability company registered in Amsterdam, the Netherlands, and any related body corporate;" and

- (v) 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 bearer depository receipts to which the performance rights relate:
- (i) the acquisition price in Australian dollars;

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- (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 bearer depository receipts, 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 bearer depository receipts 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
- (vi) in the Interpretation, the following definition were inserted:

"16A. "performance right" means a conditional or unconditional right:

 - (a) to be issued or transferred a bearer depository receipt; or
 - (b) to receive a cash amount equivalent to the value of a bearer depository receipt; or
 - (c) either to be issued or transferred a bearer depository receipt or to receive a cash amount equivalent to the value of such a bearer depository receipt;

where the performance right is offered for no monetary consideration;".

Conditions

10. The issuer and the trustee can only rely on the exemptions in this instrument if the issuer and the trustee comply with the following conditions, as expressed to apply to them:
- (a) the issuer and the trustee must comply with the conditions of the class order (excluding the conditions specified in paragraphs 3 and 4 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; and

- (c) the trustee must hold the shares to which the bearer depository receipts relate on trust for each person (a "beneficiary") who acquires bearer depository receipts in connection with an eligible incentive plan offer; and
- (d) the trustee must cause proper written financial records to be maintained in respect of the activities of the trust and cause those records to be audited annually and made available for inspection by the beneficiaries at an office of the trustee or a place of business of the issuer or of ING Bank (Australia) Limited during normal business hours or such other time as is agreed with beneficiaries; and
- (e) the trustee must cause to be kept a register of all shares in respect of which bearer depository receipts acquired under an eligible incentive plan offer relate either at its registered office in Amsterdam, the Netherlands, or at the registered office of Algemeen Administratie – en Trustkantoor BV in Amsterdam, the Netherlands, and while the register is kept at the latter office the trustee must ensure that it has access to that register at all times; and
- (f) the issuer must keep at its registered office in this jurisdiction or in the Netherlands or in any other jurisdiction and make available to ASIC, upon request, a register of participants and enter in the register:
 - (i) the name and address of each participant;
 - (ii) the extent of the holding of each participant;

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- (iii) the date at which the name of each participant was entered into the register; and
- (iv) the date at which any participant's participation ceased; and
- (g) the trustee must not levy any fees or charges for operating and administering the trust, either payable directly by the beneficiaries or out of the assets of the trust except as provided in articles 9, 13(2) and 19 of the Trust Conditions; and
- (h) the trustee must provide a copy of the Trust Deed to ASIC at the same time as a copy of the offer document is provided to ASIC in accordance with this instrument; and
- (i) the issuer must ensure that the Trust Deed contains covenants binding the trustee and its agents, if any, to the effect that an eligible employee possesses substantially the same rights in respect of the shares to which the bearer depository receipts acquired by an eligible employee under an eligible incentive plan offer relate as if they were the legal owner of the shares, including the right to:
 - (i) direct the trustee how the voting rights attaching to the shares shall be exercised, either generally or in any particular case; and;
 - (ii) receive the income deriving from the shares, including dividends declared by the issuer in respect of those shares.

Interpretation

11. 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 89 of this instrument in which case the word or phrase has that meaning;
- (b) an employee share scheme shall not be regarded as extended to a person other than an eligible employee only because such an employee may renounce an offer of financial products made to them under the scheme in favour of their nominee;
- (c) *bearer depository receipt* means a bearer depository receipt issued by the trustee in respect of a fully paid share in the capital of the issuer that represents an equitable right or interest in that share as described in the Rules;
- (d) *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;
- (e) *eligible incentive plan offer* means an offer for the issue or transfer of performance rights, made under an arrangement known as the ING Long Term Sustainable Performance Plan (under which the performance rights are referred to as Upfront Shares, Deferred Shares and Performance Shares), the terms of which are substantially in the same form as those provided to ASIC on 11 March 2014;
- (f) *participant* means an eligible employee:
 - (i) to whom an eligible incentive plan offer is made;
 - (ii) who has accepted such an offer; and

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- (iii) who resides in and is a resident of Australia;
- (g) **Rules** means the rules of the ING Group Long Term Sustainable Performance Plan in substantially the same form provided to ASIC on the issuer's behalf in the letter from Clayton Utz dated 19 February 2014;
- (h) **Trust Conditions** means the Trust Conditions of the trustee as amended 11 September 2011 in substantially the same form as provided to ASIC on the issuer's behalf in the letter from Clayton Utz dated 19 February 2014;
- (i) **Trust Deed** means the constituent documents of the trustee, being the Trust Conditions and the Articles of Association of the trustee as amended 7 October 2010 in substantially the form provided to ASIC on the issuer's behalf in the letter from Clayton Utz dated 19 February 2014; and
- (j) **trustee** means Stichting ING Aandelen, a foundation with its registered office in Amsterdam, the Netherlands.

Dated this 12th day of March 2014



Signed by Davis Zhang
as a delegate of the Australian Securities and Investments Commission

14-0185

**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 14-0185.

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 depository 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 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 5, 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:
 - (i) the definition of an “eligible offer” in paragraph 9 of the Interpretation were to read:

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“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 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;” and

- (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:

“(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

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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
- (v) 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:
 - (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;

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- (iv) an offer that did not need disclosure to investors because of section 708 of the Act;
- (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 Alexium Performance Rights Plan (under which the performance rights are referred to as performance rights), the terms of which are substantially in the same form as those provided to ASIC on 19 February 2014; and
- (d) *issuer* means Alexium International Group Limited ACN 064 820 408 and any related body corporate.

Dated this 12th day of March 2014



Signed by Abigail Ong
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 March 2014

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

ALPHA AUSTRALIA SERVICES, LLC	149 640 620
BENARIS ENERGY N. V.	109 599 608
BENARIS PETROLEUM N.V.	113 569 029
BURO OFFICEWARE LIMITED	142 737 817
CYBELE LIMITED	127 155 533
DREDGING AND CONTRACTING ROTTERDAM B.V.	107 607 956
EUROPEAN DREDGING COMPANY S.A.	107 608 006
GREATSHIP SUBSEA SOLUTIONS SINGAPORE PTE. LTD.	147 432 184
NCP FINANCE AUSTRALIA, LLC	136 694 123
Q-FREE ASA	099 934 675

CORPORATIONS ACT 2001

Subsection 601CC(4)

ASIC has struck the registered Australian bodies listed below off the register.

Dated this fourteenth day of March 2014

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

IMPACTNATIONS AUSTRALIA INCORPORATED

158 399 172

ROBIN BARTSCH MINISTRIES INCORPORATED

088 845 103

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 March 2014

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

AMERICAN HOME ASSURANCE COMPANY

007 483 267

COUGAR HELICOPTERS INC.

133 817 428

SECURITEASE INTERNATIONAL LIMITED

118 147 710

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 March 2014

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARSN

CREDIT SUISSE GP100-AUSTRALIA TRUST

129 715 153

STOCKLAND DIRECT OFFICE TRUST NO.3

124 439 925

STOCKLAND HOLDING TRUST NO.2

132 129 134

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.

ANGUS & COOTE (HOLDINGS) LTD

ACN 000 111 213 will change to a proprietary company limited by shares. The new name will be ANGUS & COOTE (HOLDINGS) PTY LTD ACN 000 111 213.

BURRAGA COPPER LIMITED ACN 149 974 354 will change to a proprietary company limited by shares. The new name will be BURRAGA COPPER PTY LTD ACN 149 974 354.

ELECTRIC VEHICLE CORPORATION LTD

ACN 160 967 724 will change to a proprietary company limited by shares. The new name will be ELECTRIC VEHICLE CORPORATION PTY LTD ACN 160 967 724.

MICRO NICKEL LIMITED ACN 154 715 689 will change to a proprietary company limited by shares. The new name will be MICRO NICKEL PTY LIMITED ACN 154 715 689.

SYNCHRONISED SOFTWARE LIMITED

ACN 007 407 963 will change to a proprietary company limited by shares. The new name will be SYNCHRONISED SOFTWARE PTY LIMITED ACN 007 407 963.

ANZ ILP LTD ACN 008 417 089 will change to a proprietary company limited by shares. The new name will be ANZ ILP PTY LTD ACN 008 417 089.

DKN FINANCIAL GROUP LIMITED

ACN 008 112 150 will change to a proprietary company limited by shares. The new name will be DKN FINANCIAL GROUP PTY LTD ACN 008 112 150.

ENVISAGER SECURITIES PTY. LTD.

ACN 167 567 482 will change to a public company limited by shares. The new name will be ENVISAGER SECURITIES LIMITED ACN 167 567 482.

QUBE PIARA WATERS PTY LTD

ACN 166 194 529 will change to a public company limited by shares. The new name will be QUBE PIARA WATERS LIMITED ACN 166 194 529.