



**ASIC**

Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette

No. A13/13, Tuesday, 19 March 2013

Published by ASIC

# ASIC Gazette

## Contents

### Notices under Corporations Act 2001

13-0038	13-0196	13-0250	13-0260	13-0284	13-0285
13-0299	13-0301	13-0302	13-0305	13-0306	13-0309
13-0312	13-0314	13-0316	13-0323	13-0324	13-0325

### Company reinstatements

### Change of company type

#### 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](http://www.asic.gov.au) or from the Administrative Law Co-ordinator in the ASIC office with which you have been dealing.

ISSN 1445-6060 (Online version)  
ISSN 1445-6079 (CD-ROM version)

Available from [www.asic.gov.au](http://www.asic.gov.au)  
Email [gazette.publisher@asic.gov.au](mailto:gazette.publisher@asic.gov.au)

© Commonwealth of Australia, 2013

This work is copyright. Apart from any use permitted under the *Copyright Act 1968*, all rights are reserved. Requests for authorisation to reproduce, publish or communicate this work should be made to: Gazette Publisher, Australian Securities and Investment Commission, GPO Box 9827, Melbourne Vic 3001

13-0038

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

**Enabling Legislation**

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

**Title**

2. This instrument is ASIC Instrument 13-0038.

**Commencement**

3. This instrument commences on gazettal.

**Exemptions**

4. A Relevant Person does not have to comply with Parts 6D.2 and 6D.3 of the Act (except section 736) where the Relevant Person:
    - (a) makes an eligible offer;
    - (b) offers to arrange for the issue of a financial product under an eligible offer; or
    - (c) issues a financial product under an eligible offer;that does not involve a contribution plan, on the conditions set out in the Schedule and for so long as the conditions are met.
  5. Where a Relevant Person is exempt from Part 6D.2 in relation to an eligible offer referred to in paragraph 4, any Relevant Person associated with the eligible offer 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 an eligible offer made in the circumstances covered by paragraph 4 of this instrument (including any general advice given in the offer document) where the Relevant Person ensures that the offer document for the eligible offer includes a statement to the effect that any advice given by the Relevant 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;
    - (b) a custodial or depository service in connection with an eligible offer in the circumstances 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;
-

13-0038

- (c) dealing in a financial product in the course of providing a custodial or depository service covered by paragraph (b);
  - (d) dealing in a financial product in connection with an eligible offer covered by paragraph 4 of this instrument where any acquisition or disposal of the product by the Relevant Person 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. A Relevant Person does not have to comply with section 736 of the Act in relation to eligible offers made in the circumstances covered by paragraph 4 of this instrument made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the eligible offer.

### Schedule

The Issuer must ensure that the following conditions are met.

1. The person making the offer must:
  - (a) include the offer in an offer document;
  - (b) take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document.
2. The Issuer must take reasonable steps to ensure that the number of shares the subject of the offer or to be received on exercise of an option when aggregated with:
  - (a) the number of shares in the same class which would be issued were each outstanding offer with respect to shares, units of shares and options to acquire unissued shares, under an employee share scheme to be accepted or exercised; and
  - (b) the number of shares in the same class issued during the previous 5 years pursuant to the employee share scheme 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:
  - (c) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
  - (d) 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

13-0038

- (e) an offer that did not need disclosure to investors because of section 708 of the Act; or
  - (f) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
  - (g) 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.

3. Where an offer of shares made pursuant to the Total Group Plans is made through the Fund:
- (a) the custodian to the Fund must hold the shares on trust for each person (*a beneficiary*) who acquires units of shares under an eligible offer;
  - (b) the custodian or the management company to the Fund must cause proper written financial records to be maintained in respect of the activities of the Fund and cause those records to be audited annually and made available for inspection by the beneficiaries at an office of the custodian or management company to the Fund or a place of business of the Issuer during normal business hours or such other time as is agreed with beneficiaries;
  - (c) the custodian or the management company to the Fund must ensure that each share to which a unit is held by a beneficiary relates is identified in the written financial records as being held on account of that beneficiary;
  - (d) the custodian and the management company to the Fund must not levy any fees or charges for operating and administering the Fund, either payable directly by the beneficiaries or out of the assets of the Fund;
  - (e) the custodian or the management company to the Fund must provide a copy of the rules of the Fund to ASIC within 7 days of first providing a copy of the offer document to an eligible employee;
  - (f) the Issuer must take all reasonable steps to ensure that:
    - a. voting decisions in respect of the shares held under the Fund are made by a supervisory board, provided that decisions by the board are made by majority vote and the board is constituted by a majority of employees of the Issuer;
    - b. a beneficiary is entitled to receive the income deriving from the shares relating to the units he or she holds, including dividends declared by the Issuer in respect of those shares, upon the expiration of any applicable lock-up period or upon any early redemption of those shares under the relevant Rules of the Total Group Plans or rules of the Fund.

13-0038

**Interpretation**

In this instrument:

*associated body corporate* means:

- (a) a body corporate that is a related body corporate of the Issuer; or
- (b) a body corporate that has voting power in the Issuer of not less than 20%; or
- (c) a body corporate in which the Issuer has voting power of not less than 20%;

*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 operator of the Euronext Paris as the final price for the previous day on which the share was traded on Euronext Paris;

*eligible employee* means a person who is at the time of an offer, a full or part-time employee or director of the Issuer or associated body corporate;

*eligible offer* means an offer for the issue or sale of:

- (a) fully-paid shares in the Issuer in the same class as shares which have been quoted on the Euronext Paris throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period; or
- (b) units of fully-paid shares referred to in paragraph (a);

made under any of the Total Group Plans and extended only to eligible employees;

*Fund* means the Total Actionnariat International Capitalisation Fund, an investment fund established under the laws of France;

*Issuer* means Total S.A., a body incorporated under the laws of France;

*Offer document* means a document setting out an offer under the Total Group Plans and which:

- (a) includes or is accompanied by a copy or summary of the Rules of the Total Group Plans;
- (b) if a summary (rather than a copy) of the Rules of the Total Group Plans is given – includes an undertaking that during the period during which an eligible employee may acquire the financial product offered under the Total Group Plans, the Issuer or an associated body corporate will, within a reasonable period of the employee requesting, provide the employee without charge with a copy of the Rules of the Total Group Plans;

13-0038

- (c) specifies in respect of the shares or units of shares:
  - a. the acquisition price in Australian dollars;
  - b. where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the offer;
- (d) includes an explanation of the way in which the Issuer or associated body corporate will during the offer period, within a reasonable period of the employee requesting, make available to the employee:
  - a. the current market price or Australian dollar equivalent of that price of shares in the same class as those offered or subject to rights to which the offer relates;
  - b. the information referred to in paragraph (c) as updated to that date;
- (e) discloses the conditions, obligations and risks associated with any loans or financial assistance offered by the Issuer or an associated body corporate for the purposes of acquiring financial products under the Total Group Plans; and
- (f) specifies that a beneficiary does not have the right or capacity to authorise the custodian or management company of the Fund to sell at or above the current market price the shares to which he or she is entitled to under the relevant Total Group Plan;

**Relevant Person** means:

- (a) the Issuer;
- (b) any associated body corporate, which includes Australian subsidiaries of the Issuer as at the date of this instrument, being CCP Composites Australia Pty Ltd ACN 138 442 298, Atotech Australia Pty Ltd ACN 008 444 200, Bostik Australia Pty Ltd ACN 003 893 838 and Total E&P Australia ARBN 112 603 880;
- (c) the custodian of the Fund, which at the date of this instrument is CACEIS Bank, a French public limited company;
- (d) the management company to the Fund, which at the date of this instrument is Amundi, a French public limited company; and
- (e) employees and officers of any of (a), (b), (c) or (d);

**Rules of the Total Group Plans** means the terms and rules of the Total Group Plans, the terms of which are substantially in the same form as those provided to ASIC by electronic email from DLA Piper dated 15 May 2012;

**Total Group Plans** the employee share schemes operated by the Issuer and known as at the date of this instrument as:

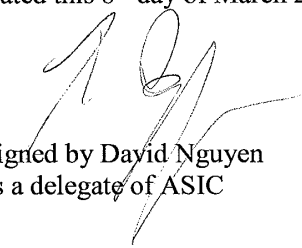
- (a) The Capital Increase Reserved for Employees Plan;

13-0038

- (b) The Total Free Share Plan;
- (c) The Total Restricted Stock Grants Plan; and
- (d) The Total Performance Share Grant Plan;

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

Dated this 8<sup>th</sup> day of March 2013



Signed by David Nguyen  
as a delegate of ASIC

13-0196

**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 13-0196.

**Commencement**

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

**Declaration**

4. Chapter 5C of the Act applies to BT Investment Management (RE) Limited ACN 126 390 627 (the *responsible entity*) in its capacity as responsible entity of the registered schemes specified in Schedule A (the *schemes*) 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:



## 13-0196

- (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.

## 13-0196

- (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 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.

## 13-0196

(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:

- (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.
- (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 BT Investment Management (Fund Services) Limited ACN 161 249 332 has consented in writing to becoming the new responsible entity of each of the registered schemes specified in Schedule A.
6. This declaration ceases to apply on the earlier of:
  - i. The date of the removal of the responsible entity's AFSL authorisation to operate a scheme as responsible entity; and
  - ii. 6 June 2013.

13-0196

Dated this 6<sup>th</sup> day of March 2013



.....  
**Signed by Tony Tran**  
**as a delegate of the Australian Securities and Investments Commission**

13-0196

## Schedule A

Scheme	ARSN
BT Wholesale Enhanced Cash Fund	088 863 469
BT Wholesale Managed Cash Fund	088 832 491
BT Institutional Enhanced Fixed Interest Fund	088 828 719
BT Institutional Enhanced Global Fixed Interest Fund	088 841 972
BT Wholesale Australian Sustainable Share Fund	097 661 857
BT Institutional International Sustainability Share Fund	095 445 864
BT Wholesale Cash Plus Fund	124 706 690
BT Enhanced Fixed Interest Sector Trust	099 765 947
BT Government Bond Fund	098 011 048
BT Wholesale Australian Long Short Fund	121 948 810
BT Institutional International Share Interfund	096 494 469
BT Institutional Hedged Global Bond Fund	097 009 893
BT Institutional Global Aggregate Bond Fund	097 012 238
BT Institutional Global Share Fund	088 826 911
BT Institutional Enhanced Australian Shares Fund	088 835 385
BT Institutional Enhanced Property Securities Fund	088 826 804
Westpac International Share Index Trust	088 832 802
BT Dynamic Global Equity Fund	140 921 311
BT Enhanced Sustainability Australian Share Fund	132 844 163
BT Institutional Core Australian Share Sector Trust	089 939 453
BT Institutional Ethical Sector Trust	096 328 531
BT Institutional Core Global Share Sector Trust	091 851 277
BT Institutional Liquidity Management Trust	090 652 083
BT Institutional Property Sector Trust	089 935 339
BT Institutional Small Companies Sector Trust	089 935 008
BT Institutional Global Fixed Interest Sector Trust	089 934 261
BT Institutional Imputation Sector Trust	094 645 468
BT Institutional Global Property Sector Trust	101 168 441
BT Total Return Fund	092 178 704
BT Institutional Geared Tax Effective Share Sector Trust	102 970 356
BT Wholesale Mid Cap Fund	130 466 581
BT Diversified Global Equity Fund	134 214 618
BT Wholesale Global Property Securities Fund	108 227 005
BT Global Macro Fund	132 551 181
BT Technology Sector Trust	091 736 677
BT Sustainable Conservative Fund	090 651 924
BT Wholesale Active Balanced Fund	088 251 496
BT Wholesale Core Australian Share Fund	089 935 964
BT Wholesale Fixed Interest Fund	089 939 542
BT Wholesale Imputation Fund	089 614 693
BT Wholesale Core Global Share Fund	089 938 492
BT Wholesale Ethical Share Fund	096 328 219
BT Wholesale Enhanced Credit Fund	089 937 815
BT Wholesale Property Investment Fund	089 939 819

13-0196

<b>Scheme</b>	<b>ARSN</b>
BT Wholesale Smaller Companies Fund	089 939 328
BT Wholesale Core Hedged Global Share Fund	098 376 151
BT Wholesale Global Fixed Interest Fund	099 567 558
BT Global Return Fund	097 575 730
BT Wholesale Geared Imputation Fund	102 970 089
BT Wholesale Focus Australian Share Fund	113 232 812
BT Wholesale Conservative Outlook Fund	087 593 100
BT Wholesale Balanced Returns Fund	087 593 011
BT Wholesale American Share Fund	087 594 509
BT Wholesale European Share Fund	087 594 429
BT Wholesale Future Goals Fund	087 593 682
BT Wholesale Japanese Share Fund	090 666 621
BT Wholesale Australian Share Fund	087 593 191
BT Wholesale International Share Fund	087 593 299
BT Wholesale Asian Share Fund	087 593 468
BT Wholesale Property Securities Fund	087 593 584
BT Wholesale Monthly Income Plus Fund	137 707 996
BT – Wholesale MicroCap Opportunities Fund	118 585 354
BT Global Emerging Markets Opportunities Fund	159 605 811
BT Defensive Equity Income Fund	159 947 298
BT Balanced Equity Income Fund	159 947 270
BT Pure Alpha Fixed Income Fund	161 859 936

13-0250

**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 [13-0250].

**Commencement**

3. This instrument commences on 1 March 2013.

**Declaration**

4. Chapter 6D of the Act applies to Macquarie Group Limited ACN 122 169 279 (the *issuer*) as if it were modified or varied as follows:
  - (a) in subparagraph (b)(ii) of the definition of “continuously quoted securities” in section 9, after “paragraph 741(1)(b)”, insert “(other than ASIC Instruments [13-0250], [12-1580], [12-0773] and [12-0288])”;
  - (b) in subparagraph (b)(iii) of the definition of “continuously quoted securities” in section 9, after “section 340”, insert “(other than ASIC Instruments [13-0151], [12-1311] and [12-0250] which relieve the body from the requirements of subsection 323D(3))”;
  - (c) in paragraph 708AA(2)(e), after “section 340”, insert “(other than ASIC Instruments [13-0151], [12-1311] and [12-0250])”;
  - (d) in subparagraph 708AA(7)(c)(i), after “the body”, insert “(except where ASIC Instruments [13-0151], [12-1311] and [12-0250] relieve the body from the requirements of subsection 323D(3))”;
  - (e) in paragraph 708A(5)(d), after “section 340”, insert “(other than ASIC Instruments [13-0151], [12-1311] and [12-0250] which relieve the body from the requirements of subsection 323D(3))”; and
  - (f) in subparagraph 708A(6)(d)(i), after “the body”, insert “(except where ASIC Instruments [13-0151], [12-1311] and [12-0250] relieve the body from the requirements of subsection 323D(3))”.

**Where this instrument applies**

5. Paragraphs 4(a), 4(b), 4(c) and 4(d) of this instrument apply in relation to an offer for the issue of ordinary securities in the issuer.

**13-0250**

6. Paragraphs 4(e) and 4(f) of this instrument apply in relation to an offer for sale of ordinary securities in the issuer, by a holder of those securities in the issuer, within 12 months after:
- (a) their issue; or
  - (b) their sale by a person who controlled the issuer at the time of their sale.

Dated this 1<sup>st</sup> day of March 2013



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



13-0260

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 13-0260.

**Commencement**

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

**Exemption**

4. ASIC exempts Platinum Investment Management Limited ACN 063 565 006 (*Platinum*) in its capacity as the responsible entity of:
  - (a) Platinum International Fund (ARSN 089 528 307);
  - (b) Platinum Asia Fund (ARSN 104 043 110);
  - (c) Platinum European Fund (ARSN 089 528 594);
  - (d) Platinum Japan Fund (ARSN 089 528 825);
  - (e) Platinum International Brands Fund (ARSN 092 429 813);
  - (f) Platinum International Health Care Fund (ARSN 107 023 530); and
  - (g) Platinum International Technology Fund (ARSN 092 429 555),

(collectively *Schemes*) from paragraph 601FC(1)(d) of the Act in relation to allowing Platinum to pay different Compensation Amount to different members in each of the Schemes.

**Where this instrument applies**

5. Platinum pays Compensation Amount in the following manner:
  - (a) Platinum determines the Compensation Amount for each member in each of the Schemes by comparing the value that would have accumulated for the member if the errors had not arisen with the value that accumulated in the presence of the error(s), from the date the error(s) started to the date the effect of the errors ceased.
  - (b) If the Compensation Amount is equal to or greater than \$20.00, Platinum will pay the Compensation Amount to the member of the Scheme.
  - (c) If the Compensation Amount is less than \$20.00 and is equal to or greater than 0.3% (30 basis points) of the value that would have accumulated without the errors, pay the Compensation Amount to the member of the Scheme.
  - (d) If the Compensation Amount is less than \$20 and is less than 0.3% (30 basis points) of the value that would have accumulated without the errors, such amount will be donated to charitable organisations as disclosed on Platinum's website.

13-0260

- (d) When conducting the comparison under (a), Platinum assumes any differential tax liabilities on the member of the Scheme resulted from the errors were deducted from the member's account.

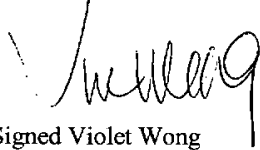
**Interpretation**

In this instrument:

**Compensation Amount**, an amount of compensation calculated by Platinum in respect of a member in connection with the errors.

the **errors**, means the under or over distribution to members of the Schemes for the years ending 30 June 2007 to 30 June 2011 resulted from an incident, reported to ASIC in letters dated 21 May 2012 and 2 July 2012, involving issues with the accounting system of the fund administration service provider for the Schemes.

Dated this 5<sup>th</sup> March 2013



Signed Violet Wong  
as a delegate of the Australian Securities and Investments Commission

**Australian Securities and Investments Commission  
Corporations Act 2001 — Paragraph 911A(2)(l) — Variation**

**Enabling legislation**

1. The Australian Securities and Investments Commission makes this instrument under paragraph 911A(2)(l) of the *Corporations Act 2001*.

**Title**

2. This instrument is ASIC Class Order [CO 13/284].

**Commencement**

3. This instrument commences on the later of:
  - (a) the date it is registered under the *Legislative Instruments Act 2003*; and
  - (b) the date of its gazettal; and
  - (c) 11 am Australian Eastern Daylight Time on 1 April 2013.

Note: An instrument is registered when it is recorded on the Federal Register of Legislative Instruments (*FRLI*) in electronic form: see *Legislative Instruments Act 2003*, section 4 (definition of *register*). The FRLI may be accessed at <http://www.frli.gov.au/>.

**Variations**

4. ASIC Class Order [CO 03/1099] is varied as follows:
  - (a) except for the definition of *FSA* in the Interpretation, omit all references to “FSA”, substitute “FCA”;
  - (b) omit the definition of *FSA* in the Interpretation, substitute:

“*FCA* means the Financial Conduct Authority of the United Kingdom and, for the avoidance of doubt, includes the Financial Services Authority of the United Kingdom as it was previously known before 1 April 2013;”.

Dated this 9<sup>th</sup> day of March 2013



Signed by Grant Moodie  
as a delegate of the Australian Securities and Investments Commission

**ASIC**

Australian Securities &amp; Investments Commission

13-0285

**Australian Securities & Investments Commission  
National Consumer Credit Protection Act 2009 Section 54**

**Notice of Cancellation of an Australian Credit Licence**

TO: Janet Mary HODGE  
ABN 41 989 218 455 ("the Licensee")  
Last notified principal place of business:  
17 Spy Glass Hill Circuit  
SEAFORD RISE SA 5169

Pursuant to paragraph 54(1)(b) of the **National Consumer Credit Protection Act 2009**, the Australian Securities and Investments Commission hereby cancels Australian Credit Licence number 393464 held by the Licensee, with effect from the date of this notice.

Dated *8<sup>th</sup> March 2013.*

Signed *[Signature]* .....

Frank Varga  
A delegate of the Australian Securities and Investments Commission

13-0299

**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 7 March 2013.

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

To: Lion Advantage Limited  
Wantrup & Associates  
L7, 160 Queen Street  
MELBOURNE VIC 3000

Under s915C of the *Corporations Act 2001*, the Australian Securities and Investments Commission hereby varies ASIC Instrument 12-1115 by omitting the words “31 December 2012” in Schedule A and substituting “31 March 2013”.

Dated this 5<sup>th</sup> day of March 2013



.....  
Signed by Casandra Francas,  
as a delegate of the Australian Securities and Investments Commission

13-0301

**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 9 February 2013.

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

To: Australian Public Trustees Limited  
Podium Level 4  
120 Collins Street  
NELBOURNE VIC 3000

Under s915C of the *Corporations Act 2001*, the Australian Securities and Investments Commission hereby varies ASIC Instrument 12-1114 as varied by ASIC Instrument 12-1670 by omitting the words "9 February 2013" in the first paragraph and substituting "19 July 2013".

Dated this 7<sup>th</sup> day of February 2013



Signed by Casandra Francas,  
as a delegate of the Australian Securities and Investments Commission

13-0302

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

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

1. after subsection 601GAB(2) insert:

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

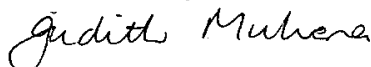
2. after subsection 601GAC(2) insert:

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

**Schedule**

Linear Asset Management Limited ACN 119 757 596 in its capacity as responsible entity of the TBF Small Cap Value Growth Fund ARSN 162 561 613

Dated this 11<sup>th</sup> day of March 2013



Signed by Judith Mulvena

as a delegate of the Australian Securities and Investments Commission

13-0305

**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**

**First Exemption: disclosure relief for offers not involving a contribution plan**

1. Under paragraphs 741(1)(a) and 1020F(1)(a) of the *Corporations Act 2001* (the *Act*) the Australian Securities and Investments Commission (*ASIC*) exempts:
  - (a) the Issuer; and
  - (b) any person who, by way of contract or other arrangement between the person and the Issuer, in connection with an eligible offer, acts for or on behalf of the Issuer,from Parts 6D.2 and 6D.3 (except section 736) and 7.9 where the Issuer:
  - (c) makes an eligible offer;
  - (d) offers to arrange for the issue of financial products under an eligible offer;
  - (e) issues a financial product under an eligible offer; or
  - (f) issues a financial product on the vesting of a Performance Right or Share Appreciation Right that was issued under an eligible offer,that does not involve a contribution plan, on the conditions set out in the Schedule and for so long as the conditions are met.
2. Under paragraph 1020F(1)(b) ASIC exempts a financial product that is the subject of an eligible offer from Part 7.9 where:
  - (a) a recommendation is made (by a person other than the Issuer) to a person to whom an eligible offer has been made to acquire the financial product as a retail client; and
  - (b) the person who made the recommendation is not aware, and ought not reasonably be aware, that any of the conditions set out in the Schedule have not been met.

**Second Exemption: licensing and hawking relief**

3. Under paragraph 911A(2)(l) ASIC exempts the Issuer 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



13-0305

in paragraphs 1 or 2 (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.

4. Under paragraph 911A(2)(l) ASIC exempts:

- (a) the Issuer; and
- (b) any person who, by way of contract or other arrangement between the person and the Issuer, in connection with an eligible offer, acts for or on behalf 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 the exemption in paragraphs 1 or 2 where the provider of the service performs their duties in good faith and has sufficient resources to perform those duties; and
  - (d) dealing in a financial product in the course of providing a custodial or depository service covered by paragraph (c); and
  - (e) dealing in a financial product in connection with an eligible offer covered by the exemption in paragraphs 1 or 2 where any acquisition by purchase or disposal of the product (by the Issuer or an associated body corporate) 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.
5. Under paragraphs 741(1)(a) and 992B(1)(a) ASIC exempts the Issuer from sections 736, 992A and 992AA in relation to offers referred to in paragraphs 1 or 2 made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.

#### **Schedule**

The following conditions apply:

- 1. the Issuer must ensure that the eligible offer is substantially on the terms set out in the Plan Rules provided to ASIC as an attachment to a letter dated 5 April 2012 from Ashurst Australia on behalf of the Issuer;

13-0305

2. when making the offer the Issuer must:
  - (a) include that offer in an offer document;
  - (b) take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document; and
  - (c) 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 eligible employee;
3. the Issuer must comply with any undertaking required to be made in the offer document by reason of this instrument; and
4. the Issuer must take reasonable steps to ensure that the number of shares to be issued on the vesting of a Performance Right or a Share Appreciation Right the subject of the offer when aggregated with:
  - (a) the number of shares in the same class which would be issued were each outstanding offer with respect to Performance Rights or Share Appreciation Rights under the Plan accepted or vested; and
  - (b) the number of shares in the same class issued during the previous 5 years pursuant to the Plan where the Performance Rights or Share Appreciation Rights issued under the Plan have been vested or any other employee share scheme extended only to eligible employees;but disregarding any offer made, or Performance Right or Share Appreciation Right acquired or share issued by way of or as a result of:
  - (c) an offer to a person situated at the time of receipt of the offer outside this jurisdiction;
  - (d) 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*;
  - (e) an offer that did not need disclosure to investors because of section 708;
  - (f) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D; or
  - (g) 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.

Note: where a document must be provided in writing it may be provided by electronic means. see s5C of the Act and s25 of the *Acts Interpretation Act 1901*.

13-0305

**Interpretation**

In this instrument:

1. except where otherwise stated, references to provisions are to provisions of the Act;
2. the Plan shall not be regarded as extended to a person other than an eligible employee only because an eligible employee may renounce an offer of financial products made to them under the scheme in favour of their nominee;
3. *associated body corporate* of the Issuer means a body corporate:
  - (a) that is a related body corporate of the Issuer;
  - (b) that has voting power in the Issuer of not less than 20%; or
  - (c) in which the Issuer has voting power of not less than 20%;
4. *ASX* means the financial market operated by ASX Limited ACN 008 624 691;
5. *Australian dollar equivalent* in relation to 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 price relates;
6. *contribution plan* means a plan under which a participating eligible employee may save money by regular deductions from wages or salary (including through salary sacrifice arrangements) towards paying for shares offered for issue or sale under an employee share scheme where the terms and conditions of the contribution plan include terms and conditions to the effect that:
  - (a) all deductions from wages or salary made in connection with participation in the contribution plan must be authorised by the employee on the same form of application which is used in respect of the offer, or on a form which is included in or accompanies the offer document;
  - (b) before transferring contributions to acquire shares, any contributions made by an employee as part of the contribution plan must be held by the Issuer in trust for the employee in an account of an Australian ADI which is established and kept by the Issuer only for the purpose of depositing contribution moneys and other money paid by employees for the shares on offer under the employee share scheme; and
  - (c) the employee may elect to discontinue their participation in the contribution plan at any time and as soon as practicable after that election is made all money deposited with the Australian ADI in relation to that employee, including any accumulated interest, must be repaid to that employee;

13-0305

7. **current market price** means in relation to a share, the price published by the operator of the ASX as the final price for the previous day on which the share was traded on the ASX;
8. **eligible employee** means, in relation to the Issuer, a person who is at the time of an offer under the Plan:
  - (a) a full or part-time employee of the Issuer or of a related body corporate of the Issuer; or
  - (b) a director of the Issuer, or of a related body corporate of the Issuer, who holds a salaried employment or office in the Issuer or in a related body corporate;
9. **eligible offer** means an offer for the issue or sale of:
  - (a) fully paid shares in the Issuer in the same class of shares that have been quoted on the financial market operated by the ASX or 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; or
  - (b) a Performance Right or Share Appreciation Right made under the Plan, extended only to eligible employees, which gives the holder the right to be issued, upon vesting of the Performance Right or Share Appreciation Right, shares in accordance with the Plan Rules;
10. **financial product advice** has the meaning given by section 766B;
11. **general advice** has the meaning given by section 766B;
12. **Issuer** means Atlas Iron Limited ACN 110 396 168;
13. **offer** has a meaning affected by sections 700, 702 and 1010C;
14. **offer document** means a document setting out an offer under the Plan that:
  - (a) includes or is accompanied by a copy, or a summary, of the Plan Rules; and
  - (b) if a summary (rather than a copy) of the Plan Rules is given - includes an undertaking that during the period (the **offer period**) during which an eligible employee may acquire the shares offered under the Plan or a Performance Right or a Share Appreciation Right issued to an eligible employee may vest under the Plan, the Issuer will, within a reasonable period of the eligible employee so requesting, provide the eligible employee without charge with a copy of the Plan Rules; and
  - (c) specifies in respect of the shares that may be acquired on the vesting of a Performance Right or a Share Appreciation Right:
    - (i) the acquisition price (if any) in Australian dollars;

13-0305

- (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 will, during the offer period and within a reasonable period of the eligible employee requesting, make available to the eligible 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 that will be acquired by the eligible employee when the Performance Right or Share Appreciation Right offered to the eligible employee vests; and
  - (ii) where subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date; and
- (e) discloses the conditions, obligations and risks associated with a loan or financial assistance offered by the Issuer or any associated body corporate of it for the purpose of acquiring shares, Performance Rights or Share Appreciation Rights under the Plan;
15. **Performance Right** means:
- (a) an unsecured right to acquire, by way of issue or transfer, a share; or
  - (b) where the right referred to in paragraph (a) has vested in accordance with the Plan Rules, but the share to which the right relates has not been issued or transferred to the eligible employee, an equitable interest in a share; or
  - (c) a right to receive cash payment in lieu of a share;
- where
- (d) each Performance Right or share is offered for nil consideration;
16. **Plan** means the employee incentive scheme of the Issuer that is known at the date of this instrument as the Atlas Iron Limited Long Term Incentive Plan where:
- (a) the scheme is extended only to eligible employees; and
  - (b) the terms of the scheme are substantially on the terms set out in the Plan Rules;
17. **Plan Rules** means the written terms of the Plan as at the date of this instrument that are substantially as set out in the draft terms of the Plan provided to ASIC on 5 April 2012 by Ashurst Australia on behalf of the Issuer;

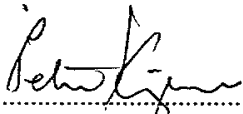
13-0305

18. *share* means a fully paid ordinary share in the Issuer in the same class as shares that have been quoted on ASX throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period; and
19. *Share Appreciation Right* means a right to receive a future payment to be paid in cash and/or shares that is calculated by reference to the performance of the market price of the shares on the terms set out in the Plan.

**Commencement**

This instrument commences on the date of its gazettal.

Dated this 11th day of March 2013.



.....  
Signed by Peter Francis Knight  
as a delegate of the Australian Securities and Investments Commission

13-0306

**Australian Securities and Investments Commission**  
**Corporations Act 2001 — Paragraphs 926A(2)(b), 992B(1)(b) and 1020F(1)(b) —**  
**Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 926A(2)(b), 992B(1)(b) and 1020F(1)(b) of the *Corporations Act 2001* (the *Act*).

**Exemption**

2. This exemption applies to an interest in a managed investment scheme (*serviced strata scheme*) which involves an owner (*investor*) of real property (*strata unit*), in the investor's discretion, making their strata unit available for use by a person (*operator*) as part of a serviced apartment, hotel, motel or resort complex located at 10 Kosciuszko Road, Jindabyne, New South Wales developed in accordance with an approval of a local government organisation (for Lots 11 and 12 on DP 703756) that has been given to ASIC and in relation to which, on 1 March 2000, there was no person who had bought or agreed to buy a strata unit and who, before agreeing to buy, had been offered an interest in the scheme.
3. An interest in the serviced strata scheme is exempt from the following provisions of the Act:
  - (a) Part 7.6 (other than Divisions 4 and 8); and
  - (b) section 992AA; and
  - (c) section 1017F.

**Where exemption applies**

4. The exemption in paragraph 3 only applies where all of the following requirements are satisfied:
  - (a) the sale of the strata unit is not and was not conditional on participation in the serviced strata scheme;
  - (b) each investor and the operator may withdraw from participation in the scheme on no more than 90 days notice and an investor that withdraws will not be bound after that notice expires to allow use of their strata unit except for occupation of the strata unit:
    - (i) by a person other than the operator or an associate of the operator; and
    - (ii) under an agreement that the operator made with that person before the notice of withdrawal was given;

## 13-0306

- (c) each investor may, if the investor withdraws from participation in the scheme, appoint another person to manage their strata unit;
  - (d) the operator is licensed in relation to the conduct of the letting services under the law of a State or Territory or is a financial services licensee;
  - (e) no payment is liable to be made by an investor to participate in the scheme other than:
    - (i) payment money to buy the strata unit; and
    - (ii) one or more payments of the investor's reasonable proportion of the operator's fees and expenses with respect to the management of the scheme where in any 3 month period the total of such payments relates to a period of no more than 3 months and where:
      - (A) that total is reasonably commensurate with the work done or to be done, or the expenses incurred or likely to be incurred (as the case may be), by the operator during the period to which the payments relate; and
      - (B) where a FFE Fund has been established for the investor — no payment or part thereof is used for the replacement, repair or refurbishment of furniture, fittings and equipment of the strata unit in relation to the period to which the payment relates unless all money in the Fund has first been expended; and
    - (iii) where a FFE Fund has been established for the investor — one or more payments into the Fund where:
      - (A) each payment is by way of a deduction from rental income of the scheme that would otherwise be paid to the investor in relation a period and does not exceed 3% of the gross rent attributable to the investor for the period; and
      - (B) the balance of the Fund at all times does not exceed \$5,000 for each strata unit made available by the investor for use as part of the scheme;
  - (f) there is no obligation on any person to ensure that other owners of strata units agree to participate in the scheme;
  - (g) the serviced apartment, hotel, motel or resort complex is operated in accordance with a written agreement entered into or to be entered into between the operator and each investor which agreement includes provisions as specified in paragraph 5;
  - (h) the operator takes reasonable steps to ensure that any part of the scheme property held in cash or on deposit with an Australian ADI or another
-



**13-0306**

financial institution is held on trust for the members in a trust account and subject to audit as to whether the moneys have been dealt with in accordance with the terms of the trust by a registered company auditor at least annually;

- (i) where a FFE Fund has been established for an investor, the operator takes reasonable steps to ensure that:
  - (A) the money comprising the Fund is held on trust for the investor in a trust account and subject to audit as to whether the money has been dealt with in accordance with the terms of the trust by a registered company auditor at least annually; and
  - (B) the balance of the Fund is promptly returned to the investor at the termination of the scheme or upon the investor's withdrawal from the scheme, whichever occurs first;
- (j) each person that is involved in making an offer of interests in the scheme for issue does not engage in any misleading or deceptive conduct or conduct that is likely to mislead or deceive in connection with those offers;
- (k) the operator complies with the provisions specified in paragraph 5 which are included in the agreement referred to in subparagraph (g).

**Terms of agreement between investor and operator**

- 5. The agreement specified in subparagraph 4(g) is to contain provisions to the following effect:
  - (a) *Transfer of management rights*
    - (i) If a majority of scheme members advise the operator in writing that they wish to terminate the operator's engagement, the operator must within 9 months transfer the management rights to a person that is chosen by the operator that has not been involved in the operation (including promotion) of the scheme and is not controlled by a person that has been involved in the operation (including promotion) of the scheme; and
    - (ii) If an operator fails to complete that transfer within the 9 month period, the operator must cause the transfer of the management rights to a replacement operator named in a written notice given by a majority of scheme members, at a price specified in the notice; and
    - (iii) A transfer referred to in subparagraph (i) or (ii) must be done as soon as practicable, but if there is a body corporate for the real property to which the scheme relates, there must be a reasonable time for members of the body corporate to consider whether to make a decision referred to in subparagraph (b)(i) unless the body corporate has consented to the transfer; and

## 13-0306

(b) *Consent of body corporate to new care-taking arrangements*

- (i) If an operator receives a notice under subparagraph (a)(i), the operator must advise all body corporate members of the name of the person to whom the transfer is to be made; and
- (ii) Unless the body corporate has consented to the transfer, an operator does not have to transfer the management rights to the person named in the notice described in subparagraph (a)(ii) if a majority of body corporate members state in writing to the operator that the person should not be engaged by the body corporate to perform care-taking functions; and
- (iii) If a majority of body corporate members make a decision referred to in subparagraph (b)(ii), a majority of scheme members may then at any time name a replacement operator by a written notice, to whom the operator must transfer the management rights at a price specified in the notice and the notice will be taken to be given in accordance with subparagraph (a)(ii); and
- (iv) This subparagraph does not apply if the body corporate or a majority of body corporate members agree in writing to the transfer to the person named in a notice under subparagraph (a)(ii) or (b)(iii) before that notice is given to the operator; and

(c) *Price payable on transfer*

The price scheme members specify in a notice under subparagraph (a)(ii) must be one of the following:

- (i) the average of two valuations of the management rights by independent qualified valuers nominated by the Australian Property Institute (or another relevant independent professional body approved by ASIC); or
- (ii) the highest bona fide bid for the management rights (excluding a bid by the operator or its associates) at an auction of which at least 60 days' notice had been given; or
- (iii) the highest bona fide amount tendered (excluding any tender by the operator or its associates) for the management rights following reasonable efforts to market the property for at least 60 days; and

(d) *Voting*

- (i) In determining if there is a majority of scheme members or body corporate members, the operator and its associates and any person nominated as a replacement operator and associates of that person must not be counted; and

## 13-0306

- (ii) For scheme members, a majority is based on their entitlement to vote at body corporate meetings if there is a body corporate for the property to which the scheme relates, and otherwise each member shall have one vote; and
  - (iii) For body corporate members, a majority is based on their entitlement to vote at body corporate meetings; and
  - (iv) A scheme member or a body corporate member makes a decision by signing a document that sets out the decision; and
- (e) *Costs*
- (i) Any member may arrange a valuation or auction of, or may market, the management rights before or after the expiration of the 9 month period referred to in subparagraph (a)(i) for the purposes of determining a price to be specified in a notice under subparagraph (a)(ii); and
  - (ii) If a member incurs any reasonable valuation, auction or marketing costs under subparagraph (i) that member is entitled to be reimbursed out of the price payable by any person nominated by the members as transferee of the management rights when the price is paid to the operator; and
- (f) *Assistance*
- The operator must give reasonable assistance to enable the transferee to operate the resort, hotel, motel or serviced apartment complex including making available information concerning any prospective bookings; and
- (g) *Definitions*

In this paragraph:

***scheme members*** means investors in the scheme excluding the operator and its associates.

***management rights*** means all real or personal property (including contractual rights) held by the operator or any of its associates that facilitates the operation of the scheme.

***transfer*** in relation to management rights means to assign or transfer the management rights or to cause another person to become the holder of those rights or rights substantially the same as those rights.

---

13-0306

**Interpretation**

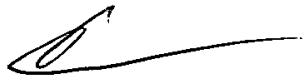
## 6. In this instrument:

*FFE Fund* means a fund established for an investor consisting of money paid by the investor and any interest accrued on that money, to be used from time to time in accordance with the written agreement referred to in subparagraph 4(g) for the replacement, repair or refurbishment of furniture, fittings and equipment of the strata unit made available by the investor for use as part of the scheme.

*offer* is to be interpreted in accordance with subsection 1010C(2) of the Act.

*Product Disclosure Statement* has the meaning given by section 761A of the Act.

Dated this 12<sup>th</sup> day of March 2013



Signed by Hamish Ratten  
as a delegate of the Australian Securities and Investments Commission



13-0309

**ASIC**

Australian Securities &amp; Investments Commission

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

To: Cumis Insurance Society Inc.  
ACN 000 562 121 (the Licensee)  
Level 21, Australia Square  
264 George Street  
Sydney, NSW 2000

Under s915B of the *Corporations Act 2001*, the Australian Securities and Investments Commission hereby varies ASIC Instrument 12-0997 (the Instrument) by omitting the words "12 months" in the Instrument and substituting "4 Months".

Dated this 13 March 2013

Signed by .....

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

13-0312

**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 [13-0312].

**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;

**13-0312**

- (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;
  - (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
    - (iii) “offer document” in paragraph 15 of the Interpretation; and

**13-0312**

- (b) would meet the requirements of the class order if 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 New York Stock Exchange throughout the 3 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

- (c) would meet the requirements of the class order if, 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

- (d) would meet the requirements of the class order if, 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



## 13-0312

- (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
- (e) would meet the requirements of the class order if, 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;”.

**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;
  - (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with a performance right, the subject of an eligible incentive plan 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, units of shares and options to acquire unissued shares under any other employee share scheme of the issuer 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:

13-0312

- (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

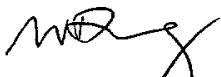
In this instrument:

- (a) unless a contrary intention appears, a word and phrase used in this instrument has the same meaning as it has in the class order;
- (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*;

*eligible incentive plan offer* means an offer for the issue or sale of performance rights, made under an arrangement known as the Pentair Ltd. 2012 Stock and Incentive Plan (under which the performance rights are referred to as restricted stock units), the Grant Agreement to the Pentair Ltd. 2012 Stock and Incentive Plan, the Pentair Ltd. US Plan Prospectus and the Australian Offer Document, the terms of which are substantially in the same form as those provided to ASIC on 8 February 2013.

*issuer* means Pentair Ltd., a foreign company incorporated under the laws of Switzerland and any related body corporate.

Dated this 12<sup>th</sup> day of March 2013



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

13-0314

## 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 7 March 2013.

**Australian Securities and Investments Commission  
Corporations Act 2001 sections 915B and 915H**

**Notice of Cancellation of Australian Financial Services Licence**

To: Secured Mortgage Management Limited ACN 089 571 184  
Ground Floor  
139 Coronation Drive  
Milton QLD 4064

TAKE NOTICE that under section 915B(3)(b) of the *Corporations Act 2001* (the Act), the Australian Securities and Investments Commission (ASIC) hereby cancels Australian financial services licence number 240980 (the Licence) held by Secured Mortgage Management Limited ACN 089 571 184 (the Licensee).

Under section 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.

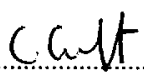
**Schedule A**

The provision by the Licensee until 28 February 2014 of financial services that are reasonably necessary for, or incidental to, the winding up of the Summit Mortgage Fund ARSN 090 119 592.

**Schedule B**

- (a) Section 601FA; and
- (b) The provisions of Chapter 7, other than the provisions in Parts 7.2, 7.2A, 7.3, 7.4 and 7.5.

Dated this 28<sup>th</sup> day of February 2013

Signed:  .....

Christine Croft, a delegate of the Australian Securities and Investments Commission



13-0316

ASIC

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

**Notice of Cancellation of an Australian Financial Services Licence**

**TO:** Addwealth Financial Services Pty Ltd  
 ACN 078 480 118 ("the Licensee")  
 Unit 4, 525 Stirling Highway  
 Cottesloe WA 6011

Pursuant to section 915B of the **Corporations Act 2001** ('the Act'), the Australian Securities and Investments Commission hereby cancels Australian financial services licence ('the licence') number 222755 held by Addwealth Financial Services Pty Ltd.

Pursuant to section 915H of the Act, the licence continues in effect, for the period of not more than twelve (12) months from the date of this notice, as though the cancellation had not happened for the purposes of:

- a) paragraph 912A(1)(g) of the Act to the extent that it requires Addwealth Financial Services Pty Ltd to maintain membership to an external dispute resolution scheme complying with paragraph 912A(2)(b) of the Act; and
- b) paragraph 912B of the Act to the extent that it requires Addwealth Financial Services Pty Ltd to maintain professional indemnity insurance complying with paragraph 912B(2) of the Act and Corporations Regulations 7.6.02AAA.

with effect from the date on which this notice is given to the Licensee.

Dated this 13 March, 2013.

Signed .....

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

13-0323

**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 13-0323.

**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;

13-0323

- (c) dealing in a financial product in the course of providing a custodial or depository service covered by subparagraph 5(b);
  - (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

13-0323

- (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:

“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:

13-0323

“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;
- (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;”.



13-0323

**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:
    - (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

13-0323

- (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 of address of each participant;
  - (ii) the extent of the holding of each participant;
  - (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.

13-0323

**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 9 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 1 March 2013;
- (f) **participant** means an eligible employee:
  - (i) to whom an eligible incentive plan offer is made;
  - (ii) who has accepted such an offer; and
  - (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 1 March 2013;
- (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 1 March 2013;
- (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 1 March 2013; and

13-0323

- (j) *trustee* means Stichting ING Aandelen, a foundation with its registered office in Amsterdam, the Netherlands.

Dated this 14<sup>th</sup> day of March 2013



Signed by Daniel Alexander Pallaras  
as a delegate of the Australian Securities and Investments Commission

13-0324

**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 13-0324.

**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

13-0324

- 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;
  - (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;
  - (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.

13-0324

**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
    - (iii) “offer document” in paragraph 15 of the Interpretation; and
  - (b) would meet the requirements of the class order if 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 ASX 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
  - (c) would meet the requirements of the class order if, 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

13-0324

- (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
- (d) would meet the requirements of the class order if, 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 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
- (e) would meet the requirements of the class order if, 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”.



13-0324

**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;
  - (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with a performance right, the subject of an eligible incentive plan 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, units of shares and options to acquire unissued shares under any other employee share scheme of the issuer 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.

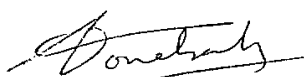
13-0324

**Interpretation**

In this instrument:

- a) unless a contrary intention appears, a word and phrase used in this instrument has the same meaning as it has in the class order.
- b) **ASX** means the financial market operated by ASX Limited ACN 008 624 691.
- c) **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*.
- d) **eligible incentive plan offer** means an offer for the issue or sale of performance rights, made under an arrangement known as the Erin Resources Limited Employee 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 15 January 2013.
- e) **issuer** means Erin Resources Limited ACN 116 800 269 and any related body corporate.

Dated this 14<sup>th</sup> day of March 2013



Signed by Tashreen Tourabaly  
as a delegate of the Australian Securities and Investments Commission

13-0325

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

**Title**

2. This instrument is ASIC Instrument [13-0325].

**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; and
- (c) the Custodian or 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;
- (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

13-0325

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; and
- (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 or the Manager; or
- (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.



13-0325

**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 11 February 2013, titled 'Saint-Gobain Employee Offering 2013' on behalf of the issuer; and
  - (b) the person making the offer must:
    - (i) include that offer in an offer document; and
    - (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; and
  - (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; and
  - (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:
    - (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,

13-0325

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; and
- (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; and
- (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; and
- (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; and
- (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; and
- (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; and
- (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; and
- (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; and
- (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 Saving Plan must at all times be authorised under the law of France; and
- (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; and

13-0325

- (o) within 14 days of the date of this instrument, ASIC must be provided with:
- (i) certified copies of the Rules and any other related documents;
  - (ii) a certified 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 certified translation of that document into English; and
- (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; and
- (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; and
- (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;

13-0325

**Custodian** means the custodian from time to time of the FCPE (presently CACEIS Bank 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:

- (i) 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;
- (ii) the shares are to be held by the Custodian of the FCPE; and
- (iii) 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 11 February 2013, titled 'Saint-Gobain Employee Offering 2013', 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) dated on or about 9 March 1999 and the rules of the "*Saint-Gobain Relais 2013 Monde*" FCPE dated on 14 January 2013, 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; and
- (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



13-0325

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; and

- (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; and
- (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), the information referred to in that paragraph as updated to that date; and
- (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 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) dated on or about 9 March 1999 and the rules of the "*Saint-Gobain Relais 2013 Monde* FCPE dated on or about 14 January 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: 15 March 2013



Signed by Hock Peng Lee  
as a delegate of the Australian Securities and Investments Commission

CORPORATIONS ACT 2001  
Subsection 601PA(3)

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

Dated this fifteenth day of March 2013

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Scheme**

**ARSN**

2012 GRAIN CO-PRODUCTION PROJECT

155 743 614

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 fifteenth day of March 2013

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

BRISTROL CUSTODIANS LIMITED	119 748 702
INTERNATIONAL ROYALTY CORPORATION	121 222 982
TBM CONSULTING GROUP, INC.	124 633 914
VERITAS ASSET MANAGEMENT (UK) LIMITED	140 116 972
YARA PHOSYN LIMITED	054 274 181
YARA UK LIMITED	135 890 238

CORPORATIONS ACT 2001  
Subsection 601CC(4)

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

Dated this fifteenth day of March 2013

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

ASSOCIATION OF PRACTICAL EXPERIENCES IN PROFESSIONAL  
EDUCATION INCORPORATED

065 078 293

MASTER BUILDERS AUSTRALIA INCORPORATED

008 383 453

CORPORATIONS ACT 2001  
Section 601CL(5)

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

Dated this fifteenth day of March 2013

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

KITCHENS REFRESHED FRANCHISING PTY LIMITED	137 724 871
ST LAURENCE LENDING LIMITED	107 328 343
ST LAURENCE LIMITED	116 378 897
VILLAGE FARMS LIMITED	096 001 375
VOESTALPINE KREMS FINALTECHNIK GMBH	121 495 190

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.

**FINE DAYS PTY LTD** ACN 152 390 951 will change to a public company limited by shares. The new name will be FINE DAYS LTD ACN 152 390 951.

**JV SCAFFOLDING LTD** ACN 134 453 688 will change to a proprietary company limited by shares. The new name will be JV SCAFFOLDING PTY LTD ACN 134 453 688.

**MACQUARIE AUSTRALIA SECURITIES LIMITED** ACN 074 453 286 will change to a proprietary company limited by shares. The new name will be MACQUARIE AUSTRALIA SECURITIES PTY LIMITED ACN 074 453 286.

**SETTLEMENT 22 ESTATE LTD** ACN 086 585 113 will change to a proprietary company limited by shares. The new name will be SETTLEMENT 22 ESTATE PTY LTD ACN 086 585 113.

**TOGA ACCOMMODATION FUND SUBSIDIARY 1 PTY LTD** ACN 117 373 887 will change to a public company limited by shares. The new name will be TOGA ACCOMMODATION FUND SUBSIDIARY 1 LTD ACN 117 373 887.

**TOGA ACCOMMODATION FUND SUBSIDIARY 2 PTY LTD** ACN 117 374 179 will change to a public company limited by shares. The new name will be TOGA ACCOMMODATION FUND SUBSIDIARY 2 LTD ACN 117 374 179.