



ASIC

Australian Securities &
Investments Commission

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RIGHTS OF REVIEW

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

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[14-0413]

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

Enabling power

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

Title

2. This instrument is ASIC Instrument [14-0413].

Commencement

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

Declaration

4. The escrow facility is not a financial product for the purposes of Chapter 7 of the Act.

Interpretation

5. In this instrument:

bitcoin trading platform means a facility through which persons can buy or sell bitcoins.

escrow facility means a facility issued by Independent Reserve to support the purchase and sale of bitcoins through the bitcoin trading platform it operates under which:

- (a) a person (the *buyer*) purchasing bitcoins has transferred the agreed purchase price into an account held by Independent Reserve;
- (b) a person (the *seller*) selling bitcoins has transferred the bitcoins to be sold into a facility held by Independent Reserve for storing bitcoins; and
- (c) Independent Reserve transfers the purchase price to the seller and the bitcoins to the buyer in order to settle the transaction.

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

Independent Reserve means Independent Reserve Pty Limited ACN 164 257 069.

Dated this 16th day of June 2014



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



ASIC

Australian Securities & Investments Commission

14-0435

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Easton Asset Management Limited
ACN: 144 561 973 ("the Licensee")
Level 16, 90 Collins Street
Melbourne, VIC, 3000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 419558 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 2nd June 2014

Signed

Joyce Krashow
A delegate of the Australian Securities and Investments Commission



14-0487

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Rentsmart Finance Limited
A.C.N. 145 135 379 ("The Licensee")
8 201 Pacific Highway St Leonards
NSW 2065

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 383497 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 13th day of June 2014

Signed

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



ASIC

Australian Securities & Investments Commission

14-0510

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Miles Financial Group Pty Ltd
ACN 004 555 024 ("the Licensee")
2 Ivanhoe Court
Shepparton Vic 3630

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 247084 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated this 11th day of June 2014

Signed

A handwritten signature in black ink, appearing to be 'JK', written over a dotted line.

Joyce Krashow
A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities & Investments Commission

14-0512

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

Notice of Cancellation of an Australian Financial Services Licence

TO: UBS Global Asset Management (Australia) Investors Ltd
ACN 003 731 959 ("the Licensee")
Level 16, Chifley Tower
2 Chifley Square
Sydney NSW 2000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 233793 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated this 11th day of June 2014

Signed

Joyce Krashow
A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities & Investments Commission

14-0514

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Akamai Management Group Pty Ltd
ACN 124 847 187
Level 1, 99 St Georges Tce
Perth WA 6000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 320377 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated this 13th day of June 2014

Signed

A handwritten signature in black ink, appearing to be 'Joyce Krashow', written over a dotted line.

Joyce Krashow
A delegate of the Australian Securities and Investments Commission



14-0543

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Environmental Forest Farms Management Ltd
ACN 087 201 670 ("the Licensee")
AustAsia House
412 - 414 Newcastle Street,
West Perth WA 6005.

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 239635 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 6th June 2014.

Signed

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

14-0552

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument [14-0552].

Commencement

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

Declaration

4. Chapter 6D.2 of the Act applies to Spark Infrastructure in its capacity as the issuer of loan notes on the terms set out in the Note Trust Deed (*Loan Note*), and Part 7.9 of the Act applies to Spark Infrastructure in its capacity as the responsible entity of Spark Infrastructure Trust as if the Class Order were modified or varied as follows:
 - (a) in paragraph 4 of the Class Order, "or debentures" was inserted after "offer shares for issue";
 - (b) in paragraphs 7, 8, 9, 10, and 14 of the Class Order:
 - (1) "share or interest" was replaced by "share, interest or debenture", wherever it appears;
 - (2) "shares or interests" was replaced by "shares, interests or debentures" wherever it appears; and
 - (3) "shares and/or interests" was replaced by "shares and/or interests and/or debentures" wherever it appears;
 - (c) in the definition of 'registered holder' paragraph 14(a) of the Class Order:
 - (1) 'or' at the end of paragraph (a) is deleted;
 - (2) '!' at the end of paragraph (b) is deleted and, ' ; or' added; and
 - (3) a new paragraph (c) is added as follows:

14-0552

- (c) a person recorded in the register of debenture holders of a body as a holder of debentures of the body

Where this instrument applies

5. This instrument applies where there is an offer of Stapled Securities under a Security Purchase Plan.

Interpretation

6. In this instrument:
- (a) **Class Order** means ASIC Class Order [CO 09/425] as amended from time to time.
 - (b) **Note Trust Deed** means the Deed between Spark Infrastructure and Australian Executor Trustees Limited ACN 007 869 794 dated 9 November 2005 as amended.
 - (c) **Security Purchase Plan** means a purchase plan under which eligible holders have the opportunity to subscribe for up to approximately \$15,000 worth of Stapled Securities (subject to any scale-back) without brokerage or other transaction costs.
 - (d) **Spark Infrastructure** means Spark Infrastructure RE Limited ACN 114 940 984.
 - (e) **Spark Infrastructure Trust** means Spark Infrastructure Trust ARSN 116 870 725.
 - (f) **Stapled Security** means an interest in Spark Infrastructure Trust and Loan Note, where, under the terms on which they are to be traded, they must only be transferred together.

Dated this 11 day of June 2014



Signed by Rachel Howitt
as a delegate of the Australian Securities and Investments Commission

14 - 0553

NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001

Notice is hereby given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made an order, a copy of which is set out below, which order took effect on the date of service of the order on the person to whom it relates, being 10 June 2014.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**IN THE MATTER OF NIGEL FLOWERS****SECTIONS 920A AND 920B OF THE CORPORATIONS ACT 2001**

To: Mr Nigel Flowers

**ORDER UNDER SECTIONS 920A AND 920B OF THE
CORPORATIONS ACT 2001**

TAKE NOTICE that under paragraph 920A(1)(d), paragraph 920A(1)(e) and section 920B of the Corporations Act 2001 the Australian Securities and Investments Commission prohibits Nigel Flowers permanently from providing any financial services.

Dated this 30th day of May 2014.

Signed: 
Graeme Darcy Plath
Delegate of the Australian Securities and
Investments Commission

Your attention is drawn to sections 920C and 1311 of the Corporations Act 2001 that provide that a person commits an offence if they engage in conduct that breaches a banning order that has been made against them (Penalty \$2,750 or imprisonment for 6 months or both).

14 - 0557



Australian Market Licence (Reuters Transaction Services Limited) Variation 2014 (No. 1)

Corporations Act 2001

I, MATHIAS CORMANN, Acting Assistant Treasurer, make this Variation under section 796A of the *Corporations Act 2001*.

Dated 2/6/2014

A handwritten signature in black ink, appearing to be "AL".

Acting Assistant Treasurer

Name of instrument

1. This instrument is the Australian Market Licence (*Reuters Transaction Services Limited*) Variation 2014 (No. 1).

Commencement

2. This Variation commences on the day it is published in the *Gazette*.

Amendment of Australian Market Licence (*Reuters Transaction Services Limited*) 2004

3. Schedule 1 amends the Australian Market Licence (*Reuters Transaction Services Limited*) 2004.

14 - 0557

Schedule 1

Amendments

2

Schedule 1 Amendments

(Section 3)

[1] Paragraph 5 (b)

omit

derivatives that are:

- (i) foreign exchange or interest rate derivatives;
- (ii) entered into under the current International Swaps Derivatives Association, Inc. Master Agreement or another commonly used master agreement for foreign exchange or interest rate derivatives.

insert

derivatives that are:

- (i) foreign exchange or interest rate derivatives; and
- (ii) entered into under the current International Swaps Derivatives Association, Inc. Master Agreement or another commonly used master agreement for foreign exchange or interest rate derivatives; or
- (iii) transactions for the exchange of gold, silver, platinum or palladium for currency.

14/0559

**Australian Securities and Investments Commission
Corporations Act—Paragraph 907D(2)(a)—Variation of exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 907D(2)(a) of the *Corporations Act 2001*.

Title

2. This instrument is ASIC Instrument [14/0559].

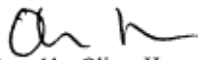
Commencement

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

Variation

4. ASIC Instrument [13/1178] dated 30 September 2013 relating to Macquarie Bank Limited (ACN 008 583 542) (which was varied by ASIC Instrument [14/0232] dated 26 March 2014) is varied as follows:
 - (a) in Table 2, column B, in relation to the period of exemption for an Exempt Derivative (Middleware) that is an Equity Derivative reported through the Confirmation Platform MarkitWire, omit “29 June 2014”, substitute “10 August 2014”; and
 - (b) in Table 2, column D, in relation to the Revised Reporting Date for an Exempt Derivative (Middleware) that is an Equity Derivative reported through the Confirmation Platform MarkitWire, omit “30 June 2014”, substitute “11 August 2014”.

Dated this 19th day of June 2014



Signed by Oliver Harvey
as a delegate of the Australian Securities and Investments Commission

14-0560

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 14-0560.

Commencement

3. This instrument commences on 13 June 2014.

Declaration

4. Chapter 5C of the Act applies to Elanor Funds Management Limited ACN 125 903 031 in its capacity as responsible entity of Elanor Investment Fund ARSN 169 450 926 (the *scheme*) as if the following provisions of that Chapter were modified or varied:
 - (a) after section 601FE insert:

“601FEA Modification of duties: stapled securities

- (1) This section applies to a registered scheme where the interests in the scheme and shares in a company are components of stapled securities.
- (2) For the purposes of paragraphs 601FC(1)(c) and 601FD(1)(c), an obligation to act in the best interests of the members of the scheme is an obligation to act in the best interests of the members of the scheme having regard to their interests as members of the scheme and of the company.
- (3) For the purposes of paragraphs 601FC(1)(e), 601FD(1)(d) and 601FD(1)(e), and subsection 601FE(1), an obligation to not make use of information, or not make improper use of position, in order to cause detriment to the members of the scheme is an obligation not to do those things in order to cause detriment to the members of the scheme having regard to their membership of both the scheme and the company.”;

14-0560

(b) after subsection 208(2) as notionally inserted by section 601LC, insert:

“(2A) Member approval is not required for the giving of a financial benefit and the benefit need not be given within 15 months if all the following conditions are satisfied:

(a) the benefit either:

- (i) is given out of the scheme property of a registered scheme; or
- (ii) could endanger the scheme property;

(b) all of the interests in the scheme and all of the shares in a company are components of stapled securities;

(c) the benefit is given by:

- (i) the responsible entity of the scheme; or
- (ii) an entity that the responsible entity controls; or
- (iii) an agent of, or person engaged by, the responsible entity;

(d) the benefit is given to:

- (i) an entity wholly owned, whether directly or indirectly, by the scheme; or
- (ii) the company or an entity that is wholly owned, whether directly or indirectly, by the company; or
- (iii) an entity wholly owned, whether directly or indirectly, jointly by the scheme and the company.

(2B) For the purposes of this section:

(a) an entity is wholly owned by another entity if all of the shares or interests (as applicable) in the first-mentioned entity are held by, or held by a nominee for (in the case of the second-mentioned entity being a company), or form part of the trust property of (in the case of the second-mentioned entity being a trust), the second-mentioned entity or a wholly owned entity of it; and

(b) a reference to the giving of a benefit to an entity which is a trust is a reference to the giving of a benefit to the trustee of the trust

14-0560

so as to form part of the trust property of the trust or for the benefit of the trust beneficiaries.”;

- (c) insert after section 601PC:

“601PD Stapled securities

For the purposes of this Chapter:

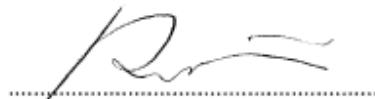
stapled securities means two or more financial products including at least one interest in a registered scheme where:

- (a) under the terms on which each of the products are to be traded, they must be transferred together; and
- (b) there are no financial products in the same class as those financial products which may be transferred separately.”.

Where this declaration applies

4. This declaration applies where each interest in the scheme must, under the terms upon which it is to be traded, only be transferred with a share in Elanor Investors Limited ACN 169 308 187.

Dated this 13th day of June 2014



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

14-0561

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

Enabling Legislation

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

Title

2. This instrument is ASIC Instrument 14-0561.

Commencement

3. This instrument commences on 13 June 2014.

Declaration

4. Chapter 5C of the Act applies to Elanor Funds Management Limited ACN 125 903 031 (*Responsible Entity*) in its capacity as responsible entity of Elanor Investment Fund ARSN 169 450 926 (*Trust*) as follows:
 - (a) Part 5C.6 is deleted;
 - (b) the words "if the right may be exercised while the scheme is liquid (as defined in section 601KA) –" in paragraph 601GA(4)(b) are deleted;
 - (c) "; and" is deleted and "." in paragraph 601GA(4)(b) is substituted; and
 - (d) paragraph 601GA(4)(c) is deleted.

Exemption

5. The Responsible Entity in its capacity as responsible entity for the Trust does not have to comply with paragraph 601FC(1)(d) of the Act, to the extent that it requires the Responsible Entity to treat members of the same class equally.

Where this instrument applies

6. This instrument applies in relation to a withdrawal, and any provision of the Trust constitution that relates to such withdrawal, where:
 - (a) the Responsible Entity is acting in accordance with a provision of the constitution of the Trust in relation to the withdrawal;

14-0561

- (b) the withdrawal relates only to interests in the Trust held by Tourism and Leisure No.6 Pty Limited (ACN 154 820 818); and
- (c) the Responsible Entity discloses the full particulars of the withdrawal in the product disclosure statement lodged with ASIC on or around 16 June 2014.

Dated this 13th day of June 2014



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

14-0562

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 741(1) and 1020F(1) - Declaration**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 14-0562.

Commencement

3. This instrument commences on 13 June 2014.

Declaration

4. Chapter 6D of the Act applies to Elanor Investors Limited ACN 169 308 187 (the *body*) as if that Chapter were modified or varied by omitting paragraph 708(13)(b) and substituting:
 - “(b) an offer of fully-paid shares in a body to one or more existing holders of shares in the body, under a plan for the reinvestment of at least one of the following:
 - (i) dividends in respect of shares in the body;
 - (ii) distributions in respect of managed investment products which, under the terms on which they may be traded, must only be transferred together with shares in the body.”.
5. Part 7.9 of the Act applies in relation to Elanor Funds Management Limited ACN 125 903 031 in its capacity as responsible entity of Elanor Investment Fund ARSN 169 450 926 (the *scheme*) as if:
 - (a) subsection 1010A(l) were modified by omitting “section 1017F” and substituting “sections 1012D and 1017F,”; and
 - (b) subsection 1012D(3) were modified by:
 - (i) omitting “either” at the beginning of paragraph 1012D(3)(b) and substituting “one or more of the following applies”;
 - (ii) omitting “or” at the end of subparagraph 1012(3)(b)(i);

14-0562

- (iii) omitting “.” at the end of subparagraph 1012D(3)(b)(ii) and substituting “;”;
- (iv) after subparagraph 1012D(3)(b)(ii) inserting:
 - “(iii) in a recommendation situation — the advice that constitutes the relevant conduct relates to an offer of interests in a registered managed investment scheme, under a plan for the reinvestment of at least one of the following:
 - (A) distributions in respect of interests in the scheme;
 - (B) dividends in respect of shares in a body which, under the terms on which they may be traded, must only be transferred together with interests in the scheme;
 - (iv) in an issue situation - the offer or issue that constitutes the relevant conduct is an offer or issue of interests in a registered managed investment scheme, under a plan for the reinvestment of at least one of the following:
 - (A) distributions in respect of interests in the scheme;
 - (B) dividends in respect of shares in a body which, on the terms on which they may be traded, must only be transferred together with interests in the scheme.”

Where this instrument applies

5. This declaration applies to offers or issues of, and recommendations to acquire, shares in the body or interests in the scheme, under a plan for the reinvestment of dividends in respect of shares in the body or distributions in respect of interests in the scheme, where under the terms on which a share in the body and an interest in the scheme are to be traded, they must only be transferred together.

Dated this 13th day of June 2014.



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

14-0565

**Australian Securities and Investments Commission
Corporations Act 2001 (Cth) – Sections 655A(1)(b) and 673(1)(b) – Declaration**

Enabling Legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under sections 655A(1)(b) and 673(1)(b) of the *Corporations Act 2001 (Cth) (Act)*.

Title

2. This instrument is ASIC Instrument 14-0565.

Commencement

3. This instrument commences on 13 June 2014.

Declaration

4. Chapter 6 and Chapter 6C of the Act apply to The PAS Group Limited ACN 169 477 463 (*Company*) as if section 609 of the Act was modified or varied by adding after subsection (13), as notionally inserted by ASIC Class Order [CO 13/520]:

"(14) A body corporate does not have a relevant interest in its own securities merely because the body corporate applies restrictions on the disposal of the securities by the holder";

and Part 6C.1 of the Act was further modified or varied by inserting the following section after section 671B:

"671BA Escrow Arrangements

For the purposes of section 671B and the definition of *substantial holding* in section 9, a body corporate has a relevant interest in securities if the person would have a relevant interest in the securities but for subsection 609(14)".

Where this instrument applies

5. This instrument applies to the acquisition of a relevant interest in 31,880,112 ordinary shares in the Company (*Escrow Shares*) arising as a result of Security Holders holding ordinary shares in the Company that are subject to escrow arrangements (*Escrow Arrangements*) in connection with the proposed listing of the Company on the official list of the ASX and where the Escrow Arrangements:
 - (a) restrict disposal of, but not the exercise of voting rights attaching to, the Escrow Shares;
 - (b) provide that the Escrow Arrangements terminate no later than 30 September 2015;
 - (c) allow the holder of the relevant Escrow Shares to accept a takeover offer where holders of at least half of the securities in the relevant class of securities to which the takeover offer relates and which are not subject to any escrow

14-0565

- arrangement restricting disposal of the Company's securities, have accepted the takeover offer;
- (d) require the shares to be returned to escrow if the above takeover offer does not become unconditional; and
 - (e) allow the Escrow Shares to be transferred or cancelled as part of a merger by scheme of arrangement under Part 5.1 of the Act.

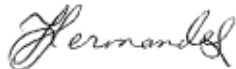
Interpretation

6. In this instrument:

Security Holders are:

- (a) all vendors of equity interests in PASCO Group Pty Ltd ACN 117 244 943 (***PAS***) who are issued fully paid ordinary shares in the Company as part consideration payable by the Company for the acquisition by the Company of all of the equity interests in the Company contemporaneously with its initial public offering; and
- (b) all vendors of equity interests in Breakaway Apparel Pty Ltd ACN 112 065 559 and The Hopkins Group Aust Pty Ltd ACN 119 023 273 (***Minority Entities***) who are issued fully paid ordinary shares in the Company as part consideration payable by PAS Operations Pty Ltd ACN 112 078 547 (***PAS Operations***) for the acquisition by PAS Operations of all of the equity interests in the Minority Entities that it does not already own contemporaneously with the initial public offering of the Company.

Dated this 13th day of June 2014



Signed by Liselle Fernandes
As a delegate of the Australian Securities and Investments Commission

14-0566

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

Enabling Legislation

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

Title

2. This instrument is ASIC Instrument 14-0566.

Commencement

3. This instrument commences on 13 June 2014.

Declaration

4. Chapter 6D of the Act applies to a person who holds ordinary shares in The PAS Group Limited ACN 169 477 463 (*PAS*) as if section 707 was modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:

"(3) An offer of a body's securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:

(a) without disclosure to investors under this Part; and

(b) with the purpose of the person to whom they were issued:

(i) selling or transferring them; or

(ii) granting, issuing or transferring interests in, or options or warrants over, them;

and section 708 and 708A does not say otherwise.

(4) Unless the contrary is proved, a body is taken to issue securities with the purpose referred to in paragraph 3(b) if any of the securities are subsequently sold, or offered for sale, within 12 months after their issue."

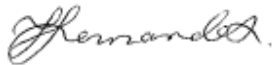
Where this instrument applies

5. This instrument applies to an offer of ordinary shares in PAS for sale by the holder of those shares where:
 - (a) the offer of those shares for sale occurs within 12 months of the issue of those shares:
 - (i) as consideration for the acquisition by PAS of shares in PASCO Group Pty Ltd ACN 117 244 943;
 - (ii) as consideration for the acquisition by PAS of shares in Breakaway Apparel Pty Ltd ACN 112 065 559;

14-0566

- (iii) as consideration for the acquisition by PAS of shares in The Hopkins Group Aust Pty Ltd ACN 119 023 273; or
 - (iv) to investors to whom disclosure is not required under section 708 of the Act in connection with a bookbuild or other process for the subscription for ordinary shares in PAS prior to lodgement of a prospectus for a public offer of fully paid ordinary shares in PAS (*IPO*),
on or immediately prior to the completion of the IPO; and
- (b) a prospectus was lodged with ASIC on 23 May 2014 by PAS, and a replacement prospectus was lodged with ASIC on 5 June 2014, in relation to the IPO.

Dated this 13th day of June 2014



Signed by Liselle Fernandes
as a delegate for the Australian Securities and Investments Commission

14-0567

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Superannuation Industry (Supervision) Act 1993
Subsection 130F(2)(c)(i)

DISQUALIFICATION ORDER

To: Ian Rae

Approved SMSF auditor registration number 100247238

Under subsection 130F(2)(c)(i) of the *Superannuation Industry (Supervision) Act 1993* the Australian Securities and Investments Commission disqualifies Ian Rae from being an approved SMSF auditor.

Dated this 13 June 2014



Signed by Craig Angove
as a delegate for the Australian Securities and Investments Commission

14-0568

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 669(1)(b) – Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 669(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument [14-0568].

Commencement

3. This instrument commences on 13 June 2014.

Declaration

4. Chapter 6A of the Act applies to Lupin Holdings BV (*Lupin*) as if paragraph 664D(3)(d) were modified or varied by omitting the words "under the notice".

Where this instrument applies

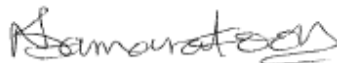
5. The declaration applies to the giving of a benefit by Lupin to each person holding Shares as at the date of this instrument (*Holder*) by entry into, and, pursuant to, a share sale and settlement deed (*Agreement*) between Lupin, Generic Health Pty Ltd ACN 110 617 859 (*Generic*) and each Holder, where:
 - (a) under the Agreement Lupin will acquire each Holder's entire holding of Shares for the same consideration per share; and
 - (b) the Agreement is in substantially the same form as the draft agreement given to ASIC on 13 June 2014.

Interpretation

6. In this instrument:

Shares means ordinary shares in Generic in respect of which notices under subsection 664C(2) were lodged with ASIC on 10 July 2013.

Dated this 13th day of June 2014



Signed by Nayanisha Samarakoon
as a delegate of the Australian Securities and Investments Commission

14-0573

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 250PAB(4) – Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 250PAB(4) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 14-0573.

Commencement

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

Order

4. ASIC exempts Pasmenco Limited (subject to deed of company arrangement) ACN 004 368 674 (the *company*) from the obligation to hold an annual general meeting (*AGM*) under section 250N of the Act:
 - a. at least once in each calendar year; and
 - b. within 5 months after the end of each financial year ending during the period between the commencement and cessation of this instrument.

Conditions

5. This order applies for so long as the deed administrators maintain arrangements for answering, free of charge, reasonable enquiries from the company's members about the consequences of the external administration and deed of company arrangement.
6. Within 3 months of the termination of the deed of company arrangement, the company must hold an AGM.

Where this instrument ceases to apply

7. This instrument ceases to apply at the earlier of:
 - a. 16 September 2016; and
 - b. 3 months after the date of termination of the deed of company arrangement of the company.
-

14-0573


2

Interpretation:

In this instrument:

deed administrators has the meaning given in paragraph (b) of the definition of *administrator* in section 9 of the Act.

deed of company arrangement means the deed of company arrangement that was executed and dated 4 October 2002 appointing Peter Damien McCluskey and John Menzies Spark of Ferrier Hodgson as deed administrators, where John Ross Lindholm of Ferrier Hodgson replaced John Menzies Spark as a deed administrator on 30 October 2007.

Dated this 16th day of June 2014

Signed by Pamela Smith

As a delegate of the Australian Securities and Investments Commission

14-0574

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

Enabling Legislation

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

Title

2. This instrument is ASIC Instrument 14-0574.

Commencement

3. This instrument commences on 16 June 2014.

Exemptions

4. The following persons do not have to comply with subsection 606(1) of the Act:
 - (a) Smartgroup SaleCo Limited ACN 168 715 562 (*SaleCo*);
 - (b) Tarcisio Medalla, as the sole shareholder of SaleCo; and
 - (c) Smartgroup Corporation Ltd ACN 126 266 831 (*Company*),
(each, an *Applicant*).

Where this instrument applies

5. This instrument applies where:
 - (a) the acquisition of a relevant interest in Shares occurs as a result of SPPL participating in a facility or other arrangement established by SaleCo, the Company and SPPL under which:
 - (i) SPPL agrees to sell or transfer a portion of its Shares at the direction of SaleCo (or the Company on behalf of SaleCo) pursuant to a Deed entered into between SPPL, the Company and SaleCo (*Share Sale Deed*) (*Sale Shares*); and
 - (ii) following a direction by SaleCo (or the Company on behalf of SaleCo) under the Share Sale Deed, SPPL sells or transfers the Sale Shares under offers made under the IPO prospectus;
 - (b) SaleCo (or the Company on behalf of SaleCo) provides consideration to SPPL for the sale or transfer referred to in paragraph (a)(ii) which is referable to the consideration received by SaleCo (or the Company on behalf of SaleCo) for the sale or transfer referred to in paragraph(a)(ii);
 - (c) each Applicant will cease to have a relevant interest in the Sale Shares by the earlier of:

14-0574

- (i) the date on which the Sale Shares are transferred under an offer of Shares under the IPO Prospectus lodged with ASIC; and
 - (ii) 30 days from the date SaleCo (or the Company on behalf of SaleCo) accepts the offer under the Share Sale Deed and provides the direction referred to in paragraph (a)(ii);
- (d) SPPL does not sell a Sale Share to a person if it knows or believes that person would contravene section 606 of the Act by acquiring the share; and
- (e) SaleCo does not exercise any voting rights attaching to Sale Shares, without ASIC's consent.

Interpretation

6. In this instrument:

IPO means the initial public offering of ordinary shares in the Company.

Share means a fully-paid ordinary share in the Company.

SPPL means Smart Packages Pte Ltd (a company registered in Singapore with Company Registration Number: 201133243D)

Dated this 16th day of June 2014



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

14-0575

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 655A(1)(b) and 673(1)(b) – Declarations**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 655A(1)(b) and 673(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument 14-0575.

Commencement

3. This instrument commences on 16 June 2014.

Declarations

4. Chapter 6 of the Act applies to Smartgroup Corporation Ltd ACN 126 266 831 (the *Company*) as if section 609, as notionally varied by Class Order [CO 13/520], were further modified or varied by inserting:

“(14) A person does not have a relevant interest in its own securities merely because under an escrow agreement entered into by the person, the person applies restrictions on the disposal of the securities by the holder.”.

5. Chapter 6C of the Act applies to the Company as if Part 6C.1, as notionally varied by Class Order [CO 13/520], were further modified or varied by inserting:

“671BA Escrow Agreements

For the purposes of section 671B and the definition of *substantial holding* in section 9, a person has a relevant interest in securities if the person would have a relevant interest in the securities but for subsection 609(14).”.

Where this instrument applies

6. This instrument applies to an acquisition of a relevant interest in securities in the Company (*Escrowed Shares*) arising as a result of the entry into an escrow agreement (*Escrow Agreement*) between the Company and Smart Packages Pte Ltd (a company registered in Singapore with Company Registration Number: 201133243D) (*SPPL*) where the Escrow Agreement:
 - (a) is in connection with the Company being admitted to the official list of the financial market operated by ASX Limited ACN 008 624 691 (*IPO*);

14-0575

- (b) restricts disposal of, but not the exercise of voting rights attaching to, the Escrowed Shares;
- (c) terminates no later than 2 years after the date of execution of the Escrow Agreement;
- (d) allows SPPL to accept a takeover bid (or tender any Escrowed Shares into a bid acceptance facility established in connection with a takeover bid) where:
 - (i) holders of at least half of the bid class securities that are not the subject of a voluntary escrow agreement entered into in connection with the IPO have accepted or tendered their shares into the bid acceptance facility, as applicable, and the takeover bid is unconditional or all conditions to the takeover bid have been satisfied or waived (in the case of acceptance of a takeover bid); and
 - (ii) the Escrow Agreement requires that the Escrowed Shares be returned to escrow if the Escrowed Shares are not transferred in accordance with the bid;
- (e) allows the Escrowed Shares to be transferred or cancelled as part of a merger being implemented by way of a scheme of arrangement under Part 5.1 of the Act; and
- (f) is in substantially the same form provided to ASIC on 23 May 2014.

Dated this 16th day of June 2014



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

14-0576

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 655A(1)(b) and 673(1)(b) – Declarations**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 655A(1)(b) and 673(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument 14-0576.

Commencement

3. This instrument commences on 19 June 2014.

Declarations

4. Chapter 6 and Chapter 6C of the Act apply to APN Funds Management Limited ACN 080 674 479 (*APNFM*) as if:
 - (a) section 609 of the Act was modified or varied by inserting the following after subsection 13 as notionally inserted by Class Order [CO 13/520]:

“(14) A person does not have a relevant interest in its own securities merely because under an escrow agreement entered into by the person, the person applies restrictions on the disposal of the securities by the holder.”; and
 - (b) Part 6C.1 of the Act, as notionally modified or varied by Class Order [CO 13/520], was further modified or varied by inserting the following after section 671B:

“671BA Escrow Agreements

For the purposes of section 671B and the definition of *substantial holding* in section 9, a person has a relevant interest in securities if the person would have a relevant interest in the securities but for subsection 609(14).”

Where this instrument applies

5. This instrument applies to an acquisition of a relevant interest in up to 12,083,333 ordinary units (*Escrowed Units*) in Generation Healthcare REIT ARSN 118 712 584 (*GHC*) arising as a result of a Security Holder holding ordinary units in *GHC* that are subject to an escrow arrangement (**Escrow Agreement**) where

14-0576

the Escrow Agreement:


- (a) restricts disposal of, but not the exercise of voting rights attaching to, the Escrowed Units;
- (b) allows the Security Holder to accept into a takeover bid where:
 - (i) holders of at least half of the bid class securities that are not subject to an Escrow Agreement, and to which the offers under the bid relate, have accepted; and
 - (ii) the Escrow Agreement requires that the Escrowed Shares be returned to escrow if the bid does not become unconditional;
- (c) allows the Escrowed Shares to be transferred or cancelled as part of a merger by scheme of arrangement; and
- (d) provides that the Escrow Agreement terminates no later than the date that is 18 months after the date the Escrowed Units are issued; and
- (e) is substantially in the form provided to ASIC on 18 June 2014.

Interpretation

6. In this instrument:

Security Holder means Stourton Properties Pty Ltd ACN 096 949 772, who is issued fully paid ordinary units in GHC on or around 20 June 2014 as part consideration payable by GHC for the acquisition by GHC of an asset.

Dated this 19th day of June 2014



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

14 - 0578

NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001

Notice is hereby given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made an order, a copy of which is set out below, which order took effect on the date of service of the order on the person to whom it relates, being 12 June 2014.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**IN THE MATTER OF GRANT PATRICK THOMPSON****SECTIONS 920A AND 920B OF THE CORPORATIONS ACT 2001**

To: Mr Grant Patrick Thompson

**ORDER UNDER SECTIONS 920A AND 920B OF THE
CORPORATIONS ACT 2001**

TAKE NOTICE that under paragraph 920A(1)(d) and section 920B of the Corporations Act 2001 the Australian Securities and Investments Commission prohibits Grant Patrick Thompson permanently from providing any financial services.

Dated this 13th day of June 2014.

Signed: 
Graeme Darcy Plath
Delegate of the Australian Securities and
Investments Commission

Your attention is drawn to s920C and s1311 of the Corporations Act 2001 that provide that a person commits an offence if they engage in conduct that breaches a banning order that has been made against them (Penalty \$2,750 or imprisonment for 6 months or both).

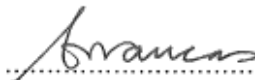
14-0579

Australian Securities and Investments Commission**Corporations Act 2001 – Subsection 713(6) - Determination**

Under s713(6) of the *Corporations Act 2001* (the Corporations Act), the Australian Securities and Investments Commission determines that the person specified in the Schedule may not rely on s713 of the Corporations Act from the date of this instrument until 16 June 2015.

Schedule

Global Metals Exploration NL ACN 124 140 889

Dated this 17th day of June 2014.Signed: 

Casandra Francas

as a delegate of the Australian Securities and Investments Commission

14-0581

NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001

Notice is given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 16 June 2014

AUSTRALIAN SECURITIES & INVESTMENTS COMMISSION
IN THE MATTER OF CHRISTOPHER ANTHONY VASSALLO

BANNING ORDER UNDER SECTIONS 920A AND 920B
OF THE CORPORATIONS ACT 2001

To: Mr Christopher Anthony Vassallo
11/11 Willow Street
ESSENDON VIC 3040

TAKE NOTICE that under sections 920A(1) and s920B(2) of the Corporations Act 2001 the Australian Securities & Investments Commission prohibits **CHRISTOPHER ANTHONY VASSALLO** from providing any financial services permanently.

Dated this 16th day of June 2014

Signed: 

John Mazurkiewicz
Delegate of the Australian Securities & Investments Commission

Your attention is drawn to subsection 920C(2) of the Corporations Act 2001 which provides that a person must not engage in conduct which breaches a banning order that has been made against the person. Contravention of subsection 920C(2) is an offence.

14-0585

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument [14-0585].

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;

14-0585

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

but only in relation to the recommendation by the person.

Where this instrument applies

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

14-0585

“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 or the NASDAQ Global Select Market throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period made under an employee share scheme extended only to eligible employees of the issuer;” and

(ii) in the Interpretation, the following definition were inserted:

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

(a) by, or for the benefit of:

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

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

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

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

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

- (i) the acquisition price in Australian dollars;
- (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

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- (d) includes an undertaking, and an explanation of the way in which, the issuer who has a registered office in this jurisdiction will, during the period in which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:
- (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (iv) in the Interpretation, the following definition were inserted:
- “16A. “performance right” means a conditional right:
- (a) to be issued a fully-paid ordinary share in the capital of the issuer; or
 - (b) to receive a cash amount equivalent to the value of a fully-paid ordinary share in the capital of the issuer; and
 - (c) in addition to (a) or (b) above, to receive additional performance rights equivalent to the value of dividends paid in respect of a share in the same class as the share to which the right relates, less any tax or other payment that the issuer is required by law to withhold;
- where the performance right is offered for no more than nominal monetary consideration;”.

Conditions

9. The issuer can only rely on the exemptions in this instrument if the issuer complies with the following conditions:
- (a) the conditions of the class order (excluding the condition specified in paragraph 3 of the Schedule to the class order) as expressed to apply to them; and
 - (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with any eligible incentive plan offer, when aggregated with:
 - (i) the number of shares in the same class which would be issued were every other outstanding offer with respect to shares, units of shares, options to acquire unissued shares and performance rights under every other employee share schemes of the issuer to vest or to be accepted or exercised;

14-0585

- (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
 - (A) an eligible incentive plan offer extended only to eligible employees; and
 - (B) any other employee share scheme extended only to eligible employees of the issuer;

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

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

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

Interpretation

10. In this instrument:

- (a) a word and phrase used in this instrument has the same meaning as it has in the class order unless the word or phrase is defined in paragraph 8 of this instrument in which case the word or phrase has that meaning;
- (b) *class order* means ASIC Class Order [CO 03/184] as in force on the date of this instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the *Legislative Instruments Act 2003*;
- (c) *eligible incentive plan offer* means an offer for the issue or sale of performance rights, made under an arrangement known as the Oracle Corporation Amended and Restated 2000 Long-Term Equity Incentive Plan (under which the performance rights are referred to as stock units), the Australian offer document and the Stock Unit Award Agreement for Employees Outside the U.S., the terms of which are substantially in the same form as those provided to ASIC on 20 May 2014; and

14-0585

- (d) *issuer* means Oracle Corporation., a company incorporated under the laws of the State of Delaware, United States of America and any related body corporate.

Dated this 18th day of June 2014



Signed by Elizabeth Korpi
as a delegate of the Australian Securities and Investments Commission

14-0589

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument [14-0589].

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;

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

Where this instrument applies

8. This instrument applies where the issuer:
- (a) meets the requirements (including, for the avoidance of doubt, definitions) of the class order, except the definitions of:
 - (i) “eligible employee” in paragraph 8 of the Interpretation;
 - (ii) “eligible offer” in paragraph 9 of the Interpretation; and
 - (iii) “offer document” in paragraph 15 of the Interpretation; and
 - (b) would meet the requirements of the class order if:

14-0589

- (i) the definition of an “eligible employee” in paragraph 8 of the Interpretation were to read:
- “8. “eligible employee” means, in relation to an issuer, a person who is at the time of an offer under an employee share scheme:
- (a) a full or part-time employee of the issuer or of a related body corporate of the issuer;
 - (b) a director of the issuer who holds a salaried employment or office in the issuer or in a related body corporate; or
 - (c) a contractor which is:
 - (i) an individual that has:
 - (A) performed work for the issuer, or a related body corporate of the issuer, for more than 12 months; and
 - (B) received 80% or more of their income in the preceding year from the issuer or a related body corporate of the issuer; or
 - (ii) a company where each of the following are satisfied in relation to the company:
 - (A) throughout the previous 12 months, the company has had a contract in place with the issuer, or a related body corporate of the issuer, for the provision of the services of an individual (the *contracting individual*) to the issuer or a related body corporate of the issuer;
 - (B) the contracting individual has performed work for the issuer, or a related body corporate of the issuer, for more than 12 months;
 - (C) the contracting individual has been the only member of the company for more than 12 months; and
 - (D) more than 80% of the aggregate income of the company and the contracting individual from all sources (other than from each other) in the preceding 12 months was received from the issuer or a related body corporate of the issuer.”

14-0589

- (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:

- (a) performance rights in relation to fully-paid shares in an issuer in the same class as shares which have been quoted on the financial market operated by ASX Limited ACN 008 624 961 (*ASX*) throughout the 12 month period (or if the shares have been quoted for a period of less than 12 months, that period) immediately before the offer without suspension for more than a total of 2 trading days; or
- (b) options for the issue or transfer of fully-paid shares in an issuer, which shares are in the same class as shares which have been quoted on the financial market operated by ASX throughout the 12 month period (or if the shares have been quoted for a period of less than 12 months, that period) immediately before the offer without suspension for more than a total of 2 trading days, where each of the options is offered for no more than nominal consideration,

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

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- (iv) 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 options, shares to which the options relate, performance rights or 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
- (v) in the Interpretation, the following definition were inserted:
- “16A. “performance right” means a conditional right:
- (a) to be issued or transferred a fully-paid ordinary share in the capital of the issuer; or
 - (b) to receive a cash amount determined by reference to the value of a fully-paid ordinary share in the capital of the issuer; or
 - (c) either to be issued or transferred a number of fully-paid ordinary share in the capital of the issuer or to receive a cash amount determined by reference to the value of such shares;
- where the performance right is offered for no more than nominal monetary consideration.”.
-

Conditions

9. The issuer can only rely on the exemptions in this instrument if the issuer complies with the following conditions:
- (a) the conditions of the class order (excluding the condition specified in paragraph 3 of the Schedule to the class order) as expressed to apply to them; and
 - (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with any eligible incentive plan offer, when aggregated with:
 - (i) the number of shares in the same class which would be issued were every other outstanding offer with respect to shares, units of shares, options to acquire unissued shares and performance rights under every other employee share schemes of the issuer to vest or to be accepted or exercised;
 - (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
 - (A) an eligible incentive plan offer extended only to eligible employees; and
 - (B) any other employee share scheme extended only to eligible employees of the issuer;but disregarding any offer made, option or right acquired or share issued by way of or as a result of:
 - (iii) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
 - (iv) an offer that did not need disclosure to investors because of section 708 of the Act; or
 - (v) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
 - (vi) an offer made under a disclosure document or Product Disclosure Statement,must not exceed 5% of the total number of issued shares in that class of the issuer as at the time of the offer.
 - (c) where eligible offers are made within the first 3 months of the issuer being admitted to the official list of the Australian Securities Exchange, the issuer must

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provide, or make available, to the eligible employee the prospectus lodged with ASIC on 13 June 2014.

Interpretation

10. In this instrument:

- (a) a word and phrase used in this instrument has the same meaning as it has in the class order unless the word or phrase is defined in paragraph 8 of this instrument in which case the word or phrase has that meaning;
- (b) *class order* means ASIC Class Order [CO 03/184] as in force on the date of this instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the Legislative Instruments Act 2003;
- (c) *eligible incentive plan offer* means an offer for the issue or sale of performance rights, made under an arrangement known as, as at the date of this instrument, as the Monash IVF Group Limited Long Term Incentive Plan (under which the performance rights are referred to as "Share Appreciate Right" and "Performance Right"), the terms of which are substantially on terms of which are substantially in the same form as those provided to ASIC on 19 May 2014; and
- (d) *issuer* means Monash IVF Group Limited ACN 169 302 309 and any related body corporate.

Dated this 19th day of June 2014



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

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Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 283GA(1)(a), 601QA(1)(a), 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 283GA(1)(a), 601QA, 741(1)(a), 911A(2)(l), 992B(1)(a), 1020F(1)(a) and 1020F(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument [14-0590].

Commencement

3. This instrument commences on gazettal.

Exemptions

4. The issuer and the plan trustee do not have to comply with:
 - (a) Parts 2L.1, 2L.2, 2L.3, 2L.4 and 2L.5;
 - (b) Parts 6D.2, 6D.3; and
 - (c) 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;that may involve a contribution plan or a loan or similar financial assistance for the purpose of, or in connection with, the acquisition of financial products to which the eligible incentive plan offer relates, on the conditions set out in this instrument and for so long as the conditions are met.
5. For the avoidance of doubt, under paragraph 601QA(1)(a) ASIC exempts a person who operates a managed investment scheme only by reason of operating a contribution plan

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relating to an eligible offer to which paragraph 4 relates from section 601ED in relation to the operation of that managed investment scheme.

6. Where the issuer is exempt from Part 6D.2 and 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;
 - (c) dealing in a financial product in the course of providing a custodial or depositary service covered by paragraph (b);
 - (d) issuing a financial product under an eligible incentive plan offer covered by paragraph 4 of this instrument; and
 - (e) dealing in a financial product in connection with an eligible incentive plan offer where any acquisition by purchase or disposal of the product by the issuer occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
7. Where the issuer is exempt from Part 6D.2 and 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 sections 736, 992A and 992AA 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

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

“9. “eligible offer” means an offer for issue or sale of shares in an issuer in the same class as shares which have been quoted on the financial market operated by the New Zealand Stock Exchange immediately before the offer without suspension for more than a total of 2 trading days during that period, made under an employee share scheme extended only to eligible employees of the issuer;” and

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

“9A. “employee share scheme”, for a body corporate, means a scheme under which shares 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

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- (ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate;” and
- (iii) in the definition of an “offer document” in paragraph 15 of the Interpretation, subparagraphs (c) and (d) were to read:
 - “(c) specifies in respect of the 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 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; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and

Conditions

10. 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 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 or options to

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acquire unissued shares under every other employee share schemes of the issuer to vest or to be accepted or exercised;

- (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
 - (A) an eligible incentive plan offer extended only to eligible employees; and
 - (B) any other employee share scheme extended only to eligible employees of the issuer;

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

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

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

- (a) in the case where an offer of shares under the eligible incentive plan offer is made through a trust:
 - (i) the trustee must hold the shares on trust for each person (a "beneficiary") who acquires the shares under an eligible incentive plan offer; and
 - (ii) 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 during normal business hours or such other time as is agreed with beneficiaries; and
 - (iii) the trustee must ensure that each share held on trust for a beneficiary is identified in the written financial records as being held on account of that beneficiary; and

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- (iv) 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; and
- (v) except as expressly provided by the trust deed, a beneficiary must have the capacity to authorise the trustee to sell at or above the current market price the shares to which he or she is entitled to under the deed; and
- (vi) 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
- (vii) the issuer must ensure that the trust deed contains covenants binding the trustee and their agents, if any, to the effect that a beneficiary possesses substantially the same rights in respect of the shares to which the units of shares they hold relate as if they were the legal owner of the shares, including the right to:
 - (A) direct the trustee how the voting rights attaching to the shares shall be exercised, either generally or in any particular case; and
 - (B) receive the income deriving from the shares, including dividends declared by the issuer in respect of those shares.

Interpretation

11. In this instrument:

- (a) a word and phrase used in this instrument has the same meaning as it has in the class order unless the word or phrase is defined in paragraph 9 of this instrument in which case the word or phrase has that meaning;
- (b) **class order** means ASIC Class Order [CO 03/184] as in force on the date of this instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the *Legislative Instruments Act 2003*;
- (c) **contribution plan** means a contribution plan as defined in the class order;
- (d) **eligible incentive plan offer** means an offer for the issue of shares, made under arrangements known as the Serko Limited Employee Restricted Share Plan and the Serko Salary Sacrifice Scheme and the terms of which are substantially in the same form as those provided to ASIC on 23 May 2014;
- (d) **employee share trust**, in relation to an eligible incentive plan offer, means the trust established by a trust deed entered into between the issuer and the plan trustee, the terms of which are substantially in the same form as those provided to ASIC on 23 May 2014.

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- (e) *issuer* means Serko Limited, a company duly incorporated in New Zealand, and any related body corporate.
- (f) *plan trustee* means Serko Trustee Limited, a company duly incorporated in New Zealand.

Dated this 19 day of June 2014



Signed by Nayanisha Samarakoon
as a delegate of the Australian Securities and Investments Commission

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 twentieth day of June 2014

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

PEOPLE IN AID

ARBN

136 184 695

CORPORATIONS ACT 2001

Section 601CL(5)

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

Dated this twentieth day of June 2014

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

AMERICAN HOME ASSURANCE COMPANY

007 483 267

COUGAR HELICOPTERS INC.

133 817 428

SECURITEASE INTERNATIONAL LIMITED

118 147 710

Corporations Act 2001
Subsection 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.

AURORA OIL & GAS LIMITED ACN 008 787 988 will change to a proprietary company limited by shares. The new name will be AURORA OIL & GAS PTY LTD ACN 008 787 988.

BROWNLOW RESOURCES LIMITED ACN 128 906 730 will change to a proprietary company limited by shares. The new name will be BROWNLOW RESOURCES PTY LTD ACN 128 906 730.

CONSOLIDATED PRODUCTIONS LIMITED ACN 064 788 263 will change to a proprietary company limited by shares. The new name will be CONSOLIDATED PRODUCTIONS PTY LTD ACN 064 788 263.

IMPERIAL RESOURCES AUSTRALIA NL ACN 151 185 652 will change to a proprietary company limited by shares. The new name will be IMPERIAL RESOURCES AUSTRALIA PTY LTD ACN 151 185 652.

PACIFIC CORPORATION LIMITED ACN 002 547 999 will change to a proprietary company limited by shares. The new name will be PACIFIC CORPORATION PTY LTD ACN 002 547 999.

BIOSCIENCE MANAGERS PTY LTD ACN 124 669 192 will change to a public company limited by shares. The new name will be BIOSCIENCE MANAGERS LIMITED ACN 124 669 192.

CARABELLA RESOURCES LIMITED ACN 143 355 471 will change to a proprietary company limited by shares. The new name will be CARABELLA RESOURCES PTY LTD ACN 143 355 471.

CV CHECK PTY LTD ACN 111 728 842 will change to a public company limited by shares. The new name will be CV CHECK LTD ACN 111 728 842.

NXT ENTERPRISE PTY LTD ACN 165 379 162 will change to a public company limited by shares. The new name will be NXT ENTERPRISE LTD ACN 165 379 162.

PLATINUM EXPLORATION NL ACN 091 868 423 will change to a proprietary company limited by shares. The new name will be PLATINUM EXPLORATION PTY LTD ACN 091 868 423.