



ASIC

Australian Securities &
Investments Commission

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RIGHTS OF REVIEW

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

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13-710

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

Enabling Legislation

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

Title

2. This instrument is ASIC instrument 13-710.

Commencement

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

Exemption

4. BetaShares Capital Ltd ACN 139 566 868 (*Responsible Entity*) in its capacity as the responsible entity for the BetaShares FTSE RAFI Australia 200 ETF ARSN 155 637 219 (*Scheme*) does not have to comply with paragraph 601FC(1)(d) of the Act to the extent that it would prevent the Responsible Entity from treating members who hold interests of the same class differently in relation to permitting only Authorised Participants to redeem interests in the Scheme.

Where Exemption Applies

5. The exemption in paragraph 4 applies where all of the following are satisfied:
 - (a) The investment strategy of the Scheme as disclosed in any current Product Disclosure Statement (the *PDS*) includes statements to the effect that the Scheme invests in a portfolio of equity securities of 200 issuers on the financial market operated by ASX Limited ACN 008 624 691 (*ASX*) as represented in the FTSE RAFI Australia 200 Index (*Share Portfolio*). The weighting of each security in the Share Portfolio will generally mirror the weighting of the security within the FTSE RAFI Australia 200 Index.
 - (b) The PDS prominently discloses full particulars of how the Responsible Entity may treat members of the same class differently as permitted by this instrument.
 - (c) The PDS contains a statement to the effect that the issue of interests in the Scheme to Authorised Participants and the redemption of interests in the Scheme by Authorised Participants will generally be effected by in specie transfers.

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- (d) The PDS contains statements to the effect that all members of the Scheme have a right to cash redemptions where interests in the Scheme are suspended from quotation for more than 5 consecutive trading days, unless the Scheme has been terminated, is not a liquid scheme or the Responsible Entity suspends redemption where to do so would be reasonable and in doing so will be acting in the best interests of members.
- (e) Interests in the Scheme remain admitted to Trading Status as an ETF Security on the financial market operated by ASX known as the AQUA market.
- (f) The constitution of the Scheme contains provisions to the following effect:
 - (i) all members of the Scheme have a right to cash redemptions where interests in the Scheme are suspended from quotation for more than 5 consecutive trading days, unless the Scheme has been terminated, is not a liquid scheme or the Responsible Entity suspends redemption where to do so would be reasonable and in doing so will be acting in the best interests of members; and
 - (ii) any redemption fee for retail members is limited to the amount equal to the amount proportionate to that payable by an Authorised Participant when redeeming the minimum parcel of interests that an Authorised Participant may redeem from the Scheme.

Conditions

- 6. The Responsible Entity must take reasonable steps to ensure that:
 - (a) full particulars of the composition of the Share Portfolio as disclosed to Authorised Participants each trading day be disclosed to members who are not Authorised Participants before the commencement of the next trading day after the day on which disclosure is made to Authorised Participants; and
 - (b) an indicative Net Asset Value per interest for the Scheme is published so that:
 - (i) it is up to date within every 15 minutes during each trading day; and
 - (ii) it is publicly available.

13-710

Interpretation

7. For the purpose of this instrument:

Authorised Participant means a Trading Participant who has entered into an authorised participant agreement with the Responsible Entity and is an Australian resident for tax purposes.

ETF Security has the same meaning as defined in the ASX operating rules as at the date of this instrument.

FTSE RAFI Australia 200 Index means an index of securities listed on the financial market operated by ASX, published by FTSE International Limited, which comprises the 200 largest issuers measured by fundamental values.

Trading Participant has the same meaning as defined in the ASX operating rules as at the date of this instrument.

Trading Status has the same meaning as defined in the ASX operating rules as at the date of this instrument.

Dated this 21st day of June 2013



Signed by Hema Raman
as a delegate of the Australian Securities and Investments Commission

13-711

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

Enabling Legislation

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

Title

2. This instrument is ASIC instrument 13-711.

Commencement

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

Exemption

4. BetaShares Capital Ltd ACN 139 566 868 (*Responsible Entity*) in its capacity as the responsible entity for the BetaShares FTSE RAFI Australia 200 ETF ARSN 155 637 219 (*Scheme*) does not have to comply with section 1017B of the Act.

Where Exemption Applies

5. The exemption in paragraph 4 applies where interests in the Scheme remain admitted to Trading Status as an ETF Security on the financial market operated by ASX Limited ACN 008 624 691 known as the AQUA market.

Conditions

6. The Responsible Entity must:
 - (a) comply with the provisions of the Act that apply to an unlisted disclosing entity as if the Scheme were an unlisted disclosing entity; and
 - (b) include statements in any current Product Disclosure Statement for interests in the Scheme to the effect that the Responsible Entity will comply with the provisions of the Act that apply to an unlisted disclosing entity as if the Scheme were an unlisted disclosing entity.

Interpretation

7. In this instrument

13-711

Trading Status has the same meaning as defined in the ASX operating rules as at the date of this instrument.

ETF Security has the same meaning as defined in the ASX operating rules as at the date of this instrument.

Dated this 21st day of June 2013



Signed by Hema Raman
as a delegate of the Australian Securities and Investments Commission

13-712

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

Enabling Legislation

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

Title

2. This instrument is ASIC Instrument 13-712.

Commencement

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

First Declaration

4. Chapter 6 of the Act applies to a person who has a relevant interest in or voting power in relation to the securities held by the BetaShares FTSE RAFI Australia 200 ETF ARSN 155 637 219 (*Scheme*) as a result of a holding of interests in the Scheme while the responsible entity of the Scheme is BetaShares Capital Limited ACN 139 566 868 (*Responsible Entity*) as if section 609 of the Act were modified or varied by inserting after subsection 609(6) the following subsections:

"(6A) If a person:

- (a) has a relevant interest in a security arising from the facility offered by the responsible entity of the registered scheme to redeem an interest in the scheme; and
- (b) has no power to control voting or disposal of the security as a result of a holding of interests in the registered scheme other than if the interest in the registered scheme is redeemed,

that particular relevant interest in the security shall be disregarded until a request for a redemption of the interest in the registered scheme is made.

- (6B) If a person has a relevant interest in a security that is disregarded because of subsection (6A) and then subsection (6A) ceases to apply to the relevant interest because a request for a redemption of an interest in the registered scheme is made, the person is taken to acquire a relevant interest in the security at that time by a transaction in relation to the security."

Where the first declaration Applies

13-712

5. The first declaration applies where:
- (a) interests in the Scheme remain admitted to Trading Status as an ETF Security on the financial market operated by ASX Limited ACN 008 624 691 (*ASX*) known as the AQUA market; and
 - (b) the Responsible Entity of the Scheme offers an application and redemption facility in respect of interests in the Scheme on a substantially continuous basis, where the principal consideration due in respect of an issue or redemption may comprise either a parcel of securities published by or on behalf of the Responsible Entity from time to time or cash (for the avoidance of any doubt, the application and redemption facility will be taken to be offered on a substantially continuous basis despite its suspension for limited periods in connection with corporate actions such as the payment of regular distributions); and
 - (c) the securities held by the Scheme are composed of no more than 10% of any one security in a manner that may give a person a relevant interest in any of the securities held by the Scheme.

Second Declaration

6. Chapter 6C of the Act applies to a person who has a relevant interest in or voting power in relation to the securities held by the Scheme as a result of the person's holding of interests in the Scheme as if section 671B of the Act were modified or varied by inserting after subsection 671B(7) the following subsection:

"(7A) For the purposes of this section and of the definition of "substantial holding" in section 9, any relevant interest in securities which is disregarded for the purposes of Chapter 6 because of subsections 609(6A) to (6B) as notionally inserted by ASIC Instrument 13-712, is a relevant interest and a person holding this relevant interest may calculate whether they have a substantial holding for the purposes of s671B of the Act with reference to the full particulars of the composition of the share portfolio of the registered scheme as published by the responsible entity of the registered scheme before the commencement of each trading day."

Where the second declaration applies

7. The second declaration applies where:
- (a) interests in the Scheme remain admitted to Trading Status as an ETF Security on the financial market operated by ASX known as the AQUA market; and

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- (b) the Responsible Entity of the Scheme offers an application and redemption facility in respect of interests in the Scheme on a substantially continuous basis, where the principal consideration due in respect of an issue or redemption may comprise either a parcel of securities published by or on behalf of the Responsible Entity from time to time or cash (for the avoidance of any doubt, the application and redemption facility will be taken to be offered on a substantially continuous basis despite its suspension for limited periods in connection with corporate events such as the payment of regular distributions); and
- (c) the Scheme publishes the full particulars of the composition of its share portfolio of equity securities of 200 issuers on the financial market operated by ASX as represented in the FTSE RAFI Australia 200 Index as disclosed to Authorised Participants each trading day before the commencement of the next trading day after the day on which disclosure is made to Authorised Participants.

Interpretation

8. In this instrument:

Authorised Participant means a Trading Participant who has entered into an authorised participant agreement with the Responsible Entity and is an Australian resident for tax purposes.

ETF Security has the same meaning as defined in the ASX operating rules as at the date of this instrument.

FTSE RAFI Australia 200 Index means an index of securities listed on the financial market operated by ASX, published by FTSE International Limited, which comprises the 200 largest issuers measured by fundamental values.

Trading Participant has the same meaning as defined in the ASX operating rules as at the date of this instrument.

Trading Status has the same meaning as defined in the ASX operating rules as at the date of this instrument.

Dated this 21st day of June 2013



Signed by Hema Raman
as a delegate of the Australian Securities and Investments Commission



13-0747

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Match Funds Management Limited
ACN 104 185 739 ("the Licensee")
c/o Macquarie Legal Practice Pty Limited
Suite 1, Level 8
97 Pacific Highway
North Sydney NSW 2060

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 231207 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 21 June 2013

Signed

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



13 - 0756

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: FSI Advisory Services Pty Ltd
ACN 146937091 ("the Licensee")
Level 1
2 Nind Street
SOUTHPORT QLD 4215

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 391657 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 21 June 2013

Signed

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

13-0758

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-0758.

Commencement

3. This instrument commences on 12 June 2013.

Exemption

4. Bushveld Minerals Limited 163 878 215 (*BML*), a company incorporated in Guernsey, company number 54506, does not have to comply with item 6 of the table in subsection 633(1) of the Act to the extent that it would require BML to send a bidder's statement lodged with ASIC on 15 May 2013 (*Original Bidder's Statement*) to holders of securities the subject of the Bid by no later than 12 June 2013.

Where this instrument applies

5. The relief in this instrument applies in relation to the Bid where:
 - (a) BML lodges the Replacement Bidder's Statement with ASIC on or before 10 July 2013;
 - (b) BML prepares and provides ASIC, Lemur and the financial market operated by ASX Ltd ACN 008 624 691 with:
 - a. the Replacement Bidder's Statement; and
 - b. a copy of that Replacement Bidder's Statement marked to show all changes from the Original Bidder's Statement;on or before 10 July 2013;
 - (c) BML sends the Replacement Bidder's Statement to all holders of securities the subject of the Bid by 10 July 2013;

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(d) BML dates the Replacement Bidder's Statement with the day on which it provides ASIC with the Replacement Bidder's Statement; and

(e) BML in the Replacement Bidder's Statement:

- a. explains that the Replacement Bidder's Statement replaces the Original Bidder's Statement; and
- b. gives the date that the Original Bidder's Statement was provided to ASIC.

Interpretation

In this instrument:

Bid means the off-market takeover bid by BML for all of the shares in Lemur in relation to which the Original Bidder's Statement was lodged on 15 May 2013;

Lemur means Lemur Resources Limited ACN 147 241 361; and

Replacement Bidder's Statement means the updated Original Bidder's Statement lodged with ASIC by BML on or before 10 July 2013.

Dated this 12th day of June 2013



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

13-0783

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

Under paragraph 601QA(1)(b) of the *Corporations Act 2001* (the *Act*), the Australian Securities and Investments Commission declares that Chapter 5C of the Act applies to Perpetual Investment Management Limited ACN 000 866 535 in its capacity as the responsible entity of the Perpetual Dynamic Global Property Fund ARSN 164 093 270 as if the provisions of that Chapter as modified or varied by Class Order [CO 05/26] were modified or varied as follows:

1. after subsection 601GAB(2) insert:

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

2. after subsection 601GAC(2) insert:

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

Dated this 17th day of June 2013



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



13-0789

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Harvesting Funds Management Pty Ltd
ACN: 131 461 151 ("the Licensee")
c/- A C Geermans & Associates Pty Ltd
Level 1, 180 Albert Road
South Melbourne VIC 3205

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 326853 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 21 June, 2013.

Signed

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



13-0802

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Sports Syndications Pty Limited
ACN: 107 727 042 ("the Licensee")
L 10, 1 Margaret Street
Sydney NSW 2000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 289780 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 24th June, 2013.

Signed

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



13-0803

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: EMIT Environmental Brokers Pty Ltd
ACN: 118 243 093 ("the Licensee")
14 Glen Huntly Road
Elwood VIC 3184

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 298493 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 24th June, 2013.

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

13-0807

**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 [13-0807].

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;

13-0807

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

13-0807

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

“9. “eligible offer” means an offer for issue or sale of performance rights in relation to fully-paid shares in an issuer in the same class as shares which have been quoted on the financial market operated by the 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

- (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

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equivalent of that price were the formula applied at the date of the eligible offer; and

- (d) includes an undertaking, and an explanation of the way in which, the issuer who has a registered office in this jurisdiction will, during the period in which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:
 - (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (iv) in the Interpretation, the following definition were inserted:

“16A. “performance right” means a conditional right to be issued or transferred a fully-paid ordinary share in the capital of the issuer, where the performance right is offered for no 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;

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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 in relation to shares in the issuer, made under an arrangement known as the Jacobs Engineering Group Inc. 1999 Stock Incentive Plan (as Amended and Restated) (*Plan*) and the Australian Addendum and Australian Offer Document to the Plan (under which the performance rights are referred to as Restricted Stock Units), the terms of which are substantially in the same form as those provided to ASIC on 3 June 2013; and
- (d) *issuer* means Jacobs Engineering Group Inc., a foreign company incorporated under the laws of the State of California of the United States of America and any related body corporate.

Dated this 24th day of June 2013



Signed by Nathania Nero
as a delegate of the Australian Securities and Investments Commission

13-0808

**Australian Securities and Investments Commission
Corporations Act 2001 — Paragraphs 741(1)(a) and 741(1)(b) — Exemption and
Declaration**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-0808.

Commencement

3. This instrument commences on 24th June 2013.

Exemption

4. Food and Beverage Australia Limited ACN 007 996 081 (**FABAL**), as responsible entity of the National Viticultural Fund of Australia Project 5 ARSN 119 388 911 (**the Fund**) does not have to comply with s734(1)(b).

Declaration

5. Chapter 6D of the Act applies to members of the NVFA5 (Consolidation) Pty Ltd ACN 164 180 625 (the Company) offering the ordinary shares of the Company for sale, as if section 707 were modified or varied by omitting subsections 707(3) and 707(4) and substituting:

“(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 or 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

6. The exemption applies to an offer of the Company's shares issued to members of the Fund pursuant to a reconstruction process as described in the Documents.

13-0808

7. The declaration applies to members of the Fund exchanging their shares in the Company for shares in National Vineyard Fund of Australia (No.5) Limited ACN 119 072 650 pursuant to a reconstruction process as described in the Documents.

Interpretation

8. In this instrument:

- (a) *Documents* mean:

- (i) a letter from FABAL to the Fund's members titled "National Viticultural Fund of Australia – Project No.5 Restructure Documents", enclosing a Background Paper, Standard Transfer Form and an Offer for the Issue of Shares in the Company as provided to ASIC on 17 May 2013.

Dated this 24th day of June 2013



Signed by Alyssa Frederick
as a delegate of the Australian Securities and Investments Commission

13-0812

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 [13-0812].

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 of the Act in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer is also exempt from the requirement to hold an Australian financial services licence for the provision of the following financial services:
 - (a) a financial service consisting of general advice reasonably given in connection with the eligible incentive plan offer (including any general advice given in the offer document) where the issuer ensures that the offer document for the offer includes a statement to the effect that any advice given by the issuer in connection with the offer is general advice only, and that employees should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice;
 - (b) a custodial or depositary service in connection with an eligible incentive plan offer where the issuer performs their duties in good faith and has sufficient resources to perform those duties;

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- (c) dealing in a financial product in the course of providing a custodial or 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 of the Act 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
 - (b) would meet the requirements of the class order if:

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- (i) the definition of an “eligible offer” in paragraph 9 of the Interpretation 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 to persons eligible to receive offers which, in Australia, includes only 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

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- (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar or Australian dollar equivalent of that price were the formula applied at the date of the eligible offer; and
- (d) includes an undertaking, and an explanation of the way in which, the issuer who has a registered office in this jurisdiction will, during the period in which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:
 - (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (iv) in the Interpretation, the following definition was inserted:
 - “16A. “performance right” means a conditional right offered for no monetary consideration to:
 - (a) be issued or transferred a fully-paid ordinary share in the capital of the issuer; or
 - (b) receive a cash amount equivalent to the value of a fully-paid ordinary share in the capital of the issuer,and subject to the terms of the offer of the performance right to receive a cash payment equal to the amount of any dividend paid on a full-paid ordinary share in the capital of the issuer, less any tax or other payment that the issuer is required by law to withhold;”.

Conditions

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

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

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

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

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

Interpretation

10. In this instrument:

- (a) a word and phrase used in this instrument has the same meaning as it has in the class order unless the word or phrase is defined in paragraph 8 of this instrument in which case the word or phrase has that meaning;
- (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 H&R Block, Inc. 2013 Long Term Incentive Plan (under which the performance rights are referred to as Restricted Share Units with our without Dividend Equivalents), the terms of

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which are substantially in the same form as those provided to ASIC on 29 April 2013; and

- (d) *issuer* means H&R Block, Inc., a foreign company incorporated under the laws of the State of Missouri, United States of America and any related body corporate.

Dated this 25th day of June 2013



Signed by Leanne Damary
as a delegate of the Australian Securities and Investments Commission

13-0813

**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 [13-0813].

Commencement

3. This instrument commences on gazettal.

Exemptions

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

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

Where this instrument applies

8. This instrument applies where the issuer:
- (a) meets the requirements (including, for the avoidance of doubt, definitions) of the class order, except the definitions of:
 - (i) “eligible offer” in paragraph 9 of the Interpretation; and
 - (ii) “issuer” in paragraph 12 of the Interpretation; and
 - (iii) “offer document” in paragraph 15 of the Interpretation; and
 - (b) would meet the requirements of the class order if:

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- (i) the definition of an “eligible offer” in paragraph 9 of the Interpretation 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 NASDAQ Global Select Market throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period made under an employee share scheme extended only to eligible employees of the issuer;” and

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

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

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

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

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

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

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

“(c) specifies in respect of the performance rights:

- (i) the conditions which must be satisfied before an eligible employee who has selected to participate in the employee share scheme will be issued shares; and
- (ii) how the number of shares in subparagraph (c)(i) will be determined; and
- (iii) that the rights will be offered and issued for no monetary consideration; 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 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"; and
- (iv) in the Interpretation, the following definition was inserted:
 - "16A. "performance right" means a conditional right to be issued a fully-paid ordinary share in the capital of the issuer where the performance right is offered for no 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

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- (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 SunPower Corporation Third Amended and Restated 2005 Stock Incentive Plan as at 15 November 2011 and on substantially the same terms as the rules of the Plan and the offer document that were provided to ASIC on 24 May 2013 and the Australian Sub-Plan that was provided to ASIC on 11 June 2013; and
- (d) *issuer* means SunPower Corporation, a foreign company incorporated under the laws of the State of Delaware, United States of America and any related body corporate.

Dated this 25th day of June 2013


Signed by David Nguyen
as a delegate of the Australian Securities and Investments Commission

13-0820

**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 13-0820.

Commencement

3. This instrument commences on gazettal.

Exemptions

4. The issuer does not have to comply with Parts 6D.2, 6D.3 (except section 736) and 7.9 of the Act where the issuer:
 - (a) makes an eligible incentive plan offer;
 - (b) offers to arrange for the issue of financial products under an eligible incentive plan offer; or
 - (c) issues a financial product under an eligible incentive plan offer;on the conditions set out in this instrument and for so long as the conditions are met.
5. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer is also exempt from the requirement to hold an Australian financial services licence for the provision of the following financial services:
 - (a) a financial service consisting of general advice reasonably given in connection with the eligible incentive plan offer (including any general advice given in the offer document) where the issuer ensures that the offer document for the offer includes a statement to the effect that any advice given by the issuer in connection with the offer is general advice only, and that employees should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice;

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

Where this instrument applies

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

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- (ii) “issuer” in paragraph 12 of the Interpretation; and
 - (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 performance rights in relation to one or more of the following:

 - (i) fully-paid shares in the common stock of the issuer in the same class as shares which are quoted on the financial market operated by the NASDAQ Global Select Market 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; or
 - (ii) CDIs representing fully-paid shares in the common stock of the issuer in the same class as CDIs which are quoted on the financial market operated by the Australian 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; or
 - (iii) cash consideration equivalent to the fair market value of the shares referred to in paragraph (i) or the CDIs referred to in paragraph (ii) calculated in accordance with the rules of the employee share scheme;”;
 - (ii) in the Interpretation, the following definition was inserted:

“9A. “employee share scheme”, for a body corporate, means a scheme under which shares (or CDIs or units of shares or options to acquire unissued shares or CDIs or performance rights) in the body or a related body corporate, or cash consideration equivalent to the fair market value of such shares or CDIs, 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

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- (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 fully-paid ordinary shares or CDIs representing fully-paid ordinary 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 or CDIs representing fully-paid ordinary 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 or the CDIs representing fully-paid ordinary shares to which the performance rights relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (iv) in the Interpretation, the following definition was inserted:
 - “16A. “performance right” means a conditional right:
 - (a) to be issued a fully-paid ordinary share or a CDI representing a fully-paid ordinary share in the capital of the issuer; or

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- (b) to receive a cash amount equivalent to the value of a fully-paid ordinary share in the capital of the issuer or a CDI representing a fully-paid share in the capital of the issuer; or
- (c) either to be issued a fully-paid ordinary share, a CDI representing a fully-paid ordinary share in the capital of the issuer or to receive a cash amount equivalent to the value of such a share or CDI;

where the performance right is offered for no 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, whether issued to CDN or to an employee, 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, CDIs, 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 such offer or issue made 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

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- (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) **CDI** means a unit of beneficial ownership in a foreign body's securities registered in the name of CDN for the purpose of enabling the securities of a foreign body to be recorded in and transferred through CHESS and being described in the operating rules of ASX Settlement as CHESS Depository Interests or CDIs;

CDN means CHESS Depository Nominees Pty Limited ABN 75 071 346 506;

CHESS means Clearing House Electronic Subregister System;

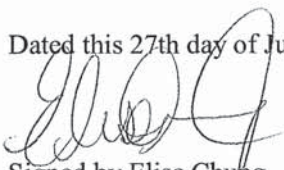
class order means ASIC Class Order [CO 03/184] as in force on the date of this instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the *Legislative Instruments Act 2003*;

eligible incentive plan offer means an offer for the issue or sale of performance rights, made under an arrangement known as the New NewsCorp LLC Long Term Incentive Plan 2013 (under which the performance rights are referred to as Awards and on substantially the same terms as the rules of the Plan provided to us on 16 May 2013 and the offer documents that were provided to ASIC on 24 June 2013; and

foreign body means a body formed or incorporated outside this jurisdiction;

issuer means New NewsCorp Inc, a foreign entity incorporated under the laws of the State of Delaware, United States of America and any related body corporate.

Dated this 27th day of June 2013



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

13-0821

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 [13-0821].

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);

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- (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
 - (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 performance rights in relation to fully-paid shares in an issuer in the same class as shares which have

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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

- (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

- (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:

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- (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights 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 to be issued a fully-paid ordinary share in the capital of the issuer where the performance right is offered for no 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

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(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 ServiceNow, Inc. 2012 Equity Incentive Plan (under which the performance rights are referred to as restricted stock units) and the Australian Supplement to the ServiceNow, Inc. 2012 Incentive Plan, the terms of which are substantially in the same form as those provided to ASIC on 21 May 2013; and
- (d) *issuer* means ServiceNow, Inc., a foreign company incorporated under the laws of the State of Delaware, United States of America and any related body corporate.

Dated this 27th day of June 2013



Signed by Leanne Damary
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 twenty-eighth day of June 2013

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Scheme

BARCLAYS DYNAMIC VIX FUND
BARCLAYS WORLD TACTICAL OPPORTUNITY FUND
C&M STRATEGIC RESOURCES FUND

ARSN

160 937 879
158 640 067
140 397 011

CORPORATIONS ACT 2001
Subsection 601PB(2)

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

Dated this twenty-eighth day of June 2013

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Scheme

DUNSBOROUGH HOTEL PROPERTY SYNDICATE

ARSN

098 946 733

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 twenty-eighth day of June 2013

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

COTTON INTERNATIONAL, INC.

ARBN

149 017 096

CORPORATIONS ACT 2001
Section 601CL(5)

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

Dated this twenty-eighth day of June 2013

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

L&M ENERGY LIMITED
SCHM PTY LIMITED
SIGNUM BLUE LIMITED

ARBN

122 323 871
112 546 924
112 651 420

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.

ADELHILL LTD ACN 003 301 666 will change to a proprietary company limited by shares. The new name will be **ADELHILL PTY LTD** ACN 003 301 666.

AVOCET RESOURCES LIMITED

ACN 113 446 352 will change to a proprietary company limited by shares. The new name will be **AVOCET RESOURCES PTY LTD** ACN 113 446 352.

COVENTRY RESOURCES LIMITED

ACN 082 901 362 will change to a proprietary company limited by shares. The new name will be **COVENTRY RESOURCES PTY LTD** ACN 082 901 362.

EBOOKS CORPORATION LIMITED

ACN 079 960 679 will change to a proprietary company limited by shares. The new name will be **PROQUEST EBL PTY LTD** ACN 079 960 679.

LIFEPLAN AUSTRALIA FRIENDLY SOCIETY LIMITED ACN 087 649 492 will change to a public company limited by shares.

NIUMINCO LTD ACN 120 278 168 will change to a proprietary company limited by shares. The new name will be **NIUMINCO PTY LIMITED** ACN 120 278 168.

REAL ESTATE INVESTAR GROUP PTY LIMITED ACN 141 276 959 will change to a public company limited by shares. The new name will be **REAL ESTATE INVESTAR GROUP LIMITED** ACN 141 276 959.

ADVERTISING & PRINTING AUSTRALIA PTY LTD ACN 153 045 759 will change to a public company limited by shares. The new name will be **ADVERTISING PRINTING AUSTRALIA LTD** ACN 153 045 759.

BGA AGRISERVICES LTD ACN 011 057 079 will change to a proprietary company limited by shares. The new name will be **BGA AGRISERVICES PTY LTD** ACN 011 057 079.

EBOOKS.COM LIMITED ACN 146 279 370 will change to a proprietary company limited by shares. The new name will be **EBOOKS.COM PTY LIMITED** ACN 146 279 370.

HARDROCK MINING RESOURCES LTD.

ACN 149 784 743 will change to a proprietary company limited by shares. The new name will be **HARDROCK MINING RESOURCES PTY LTD** ACN 149 784 743.

LIFEPLAN AUSTRALIA FRIENDLY SOCIETY LIMITED ACN 087 649 492 will change to a public company limited by shares.

OZ CONTACTS PTY. LTD. ACN 137 805 371 will change to a public company limited by shares. The new name will be **OZ CONTACTS LIMITED** ACN 137 805 371.

SILVER TOP TAXI SERVICE LIMITED

ACN 004 213 969 will change to a proprietary company limited by shares. The new name will be **SILVER TOP TAXI SERVICE PTY LTD** ACN 004 213 969.