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# **ASIC Gazette**

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# **RIGHTS OF REVIEW**

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

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Australian Securities & Investments Commission

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

# Notice of Cancellation of an Australian Financial Services Licence

# TO: SALAMANDER RESEARCH PTY. LTD. A.C.N. 153 679 040 15 HENRY ST CHEWTON VICTORIA 3451

Pursuant to section 915B of the Corporations Act 2001 the Australian Securities and Investments Commission hereby cancels Australian financial services licence number 416137 held by Salamander Research Pty. Ltd. ("Licensee") with effect from the date on which this notice is given to the Licensee.

Dated this 14th Day of July, 2014

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Signed

Joyce Krashow a delegate of the Australian Securities and Investments Commission

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ASIC

Australian Securities & Investments Commission

# 14-0693

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

# Notice of Cancellation of an Australian Financial Services Licence

TO: Electricity Retail Corporation ABN 71 743 446 839 ("the Licensee") 228 Adelaide Terrace 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 321269 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 21 July 2014

Signed

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George Podaras A delegate of the Australian Securities and Investments Commission

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Australian Securities & Investments Commission

# 14-0700

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

# Notice of Cancellation of an Australian Financial Services Licence

TO: VM Capital Pty Ltd ACN: 151 438 229 ("the Licensee") Grosvenor Business Centre 16-18 Grosvenor St 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 406705 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated

1514 July 2014 .....

Signed

Joyce Krashow A delegate of the Australian Securities and Investments Commission

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# 14-0702

# Australian Securities and Investments Commission Corporations Act 2001 — Paragraph 911A(2)(I) — Exemption

# Enabling legislation

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

# Title

2. This instrument is ASIC instrument 14-0702

# Commencement

3. This instrument commences on gazettal.

# Exemption

4. Douse Associates LLP a limited liability partnership incorporated in England and Wales (*Partnership*) is exempt from the requirement to hold an Australian financial services licence in relation to the provision of financial services specified in paragraph 1 of Schedule B of the class order in this jurisdiction to wholesale clients.

# Where this instrument applies

 This instrument applies where the Partnership meets the requirements specified in Schedules A (except for paragraphs (d), (e) and (f)) and B of the class order.

# Conditions

The Partnership must take reasonable steps to comply with the requirements specified in Schedule C of the class order.

### Where this instrument ceases to apply

- 7. This instrument ceases to apply if both of the following are satisfied:
  - (a) the Partnership becomes aware or should reasonably have become aware of matters that give it reason to believe that it has failed, other than in an immaterial respect, to comply with a requirement set out in Schedule C of the class order;

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# 14-0702

(b) the Partnership has not provided full particulars of the failure to ASIC (to the extent that the Partnership knows those particulars or would have known them if it had undertaken reasonable enquiries) within 15 business days after the Partnership became so aware or should reasonably have become so aware.

# Interpretation

8. In this instrument:

class order means ASIC Class Order CO 03/1099 as in force on the date of the instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the *Legislative Instruments Act 2003*.

wholesale client has the meaning given by section 761G of the Act.

Dated 23rd day of July 2014

Signed by Jeremy Holiday as a delegate of the Australian Securities and Investments Commission

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# 14-0707

# Australian Securities and Investments Commission Corporations Act 2001 – Paragraph 655A(1)(b) Declaration

# Enabling legislation

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

# Title

2. This instrument is ASIC Instrument 14-0707.

### Commencement

3. This instrument commences on 10 July 2014.

### Declaration

- Chapter 6 of the Act applies to PrimePartners Corporate Finance Pte. Ltd. (PPCF) as if section 609 of the Act, 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 securities merely because they apply restrictions on the disposal of the securities by the holder".

# Where this instrument applies

- 5. This instrument applies to an acquisition of a relevant interest in the securities of Alliance Mineral Assets Limited ACN 147 393 735 (*Escrowed Securities*) arising as a result of the entry into one or more moratorium contractual undertakings or deeds (each an *Escrow Agreement*) between PPCF and any one or more of the Security Holders where each Escrow Agreement:
  - (a) restricts disposal of, but not the exercise of voting rights attaching to, the Escrowed Securities;
  - (b) terminates no later than:
    - 6 months after the date of execution of the relevant Escrow Agreement regarding the Group One Security Holder;
    - (ii) 12 months after the date of execution of the relevant Escrow Agreements regarding Group Two Security Holders; and
    - (iii) 18 months after the date of execution of the relevant Escrow Agreements regarding Group Three Security Holders.

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# 14-0707

- (c) allows the Security Holders to accept into a takeover bid where:
  - holders of at least half of the bid class securities that are not the subject of an escrow agreement to which the offer under the bid relates have accepted; and
  - the Escrow Agreement requires that the Escrowed Securities be returned to escrow if the bid does not become unconditional.
- (d) allows the Escrowed Securities to be transferred or cancelled as part of an arrangement under Part 5.1 of the Act; and
- (e) is in substantially the same form as provided to ASIC on 1 July 2014.

# Interpretation

6. In this instrument:

Security Holders are the following persons:

- (a) Group One Security Holder
- (b) Group Two Security Holders
- (c) Group Three Security Holders

Group One Security Holder is the following person:

(a) Lionbridge Group Pte. Ltd.

Group Two Security Holders are the following persons:

- (a) Griffin Prive Fund SPC for and on behalf of Bravo Segregated Portfolio
- (b) Wang Yu Huei
- (c) Teh Chong Sian Johnson
- (d) Teo Khiam Chong
- (e) Chang Wei Chian Benjamin
- (f) Griffin Prive Fund SPC for and on behalf of Crystal Segregated Portfolio
- (g) Kairos 300 Resources Limited

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- (h) Ciliandra Fangiono
- (i) Ng Han Meng
- (j) Wang Fang
- (k) Evancarl Limited
- (I) Sim Siew Tin Carol
- (m) Lusmiati Marsudidjaja

Group Three Security Holders are the following persons:

- (a) Living Waters Mining (Australia) Pty Ltd ACN 138 540 422
- (b) Suen Sze Man
- (c) Tjandra Pramako
- (d) Timothy Monks
- (e) Jonathan Wightman
- (f) Pauline Gately
- (g) Vernon William Tidy
- (h) Leaw Mun Ni
- Dated 10 July 2014

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Signed by Allan Erceg as a delegate of the Australian Securities and Investments Commission

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# 14-0708

# Australian Securities and Investments Commission Corporations Act 2001 – Paragraph 655A(1)(b) Declaration

# Enabling legislation

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

### Title

2. This instrument is ASIC Instrument 14-0708.

### Commencement

3. This instrument commences on 10 July 2014.

# Declaration

- Chapter 6 of the Act applies to Alliance Mineral Assets Limited ACN 147 393 735 (Alliance) as if section 609 of the Act, 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 securities merely because they apply restrictions on the disposal of the securities by the holder".

### Where this instrument applies

- 5. This instrument applies to an acquisition of a relevant interest in the securities of Alliance Mineral Assets Limited ACN 147 393 735 (*Escrowed Securities*) arising as a result of the entry into one or more moratorium contractual undertakings or deeds (each an *Escrow Agreement*) between Alliance and any one or more of the Security Holders where each Escrow Agreement:
  - restricts disposal of, but not the exercise of voting rights attaching to, the Escrowed Securities;
  - (b) terminates no later than:
    - 6 months after the date of execution of the relevant Escrow Agreements regarding Group One Security Holders;
    - (ii) 12 months after the date of execution of the relevant Escrow Agreements regarding Group Two Security Holders; and
    - (iii) 18 months after the date of execution of the relevant Escrow Agreements regarding Group Three Security Holders.

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# 14-0708

- (c) allows the Security Holders to accept into a takeover bid where:
  - holders of at least half of the bid class securities that are not the subject of an escrow agreement to which the offer under the bid relates have accepted; and
  - the Escrow Agreement requires that the Escrowed Securities be returned to escrow if the bid does not become unconditional.
- (d) allows the Escrowed Securities to be transferred or cancelled as part of an arrangement under Part 5.1 of the Act; and
- (e) is in substantially the same form as provided to ASIC on 1 July 2014.

# Interpretation

6. In this instrument:

Security Holders are the following persons:

- (a) Group One Security Holders
- (b) Group Two Security Holders
- (c) Group Three Security Holders

Group One Security Holders are the following persons:

- (a) PrimePartners Corporate Finance Pte. Ltd.
- (b) Lionbridge Group Pte. Ltd.

Group Two Security Holders are the following persons:

- (a) Griffin Prive Fund SPC for and on behalf of Bravo Segregated Portfolio
- (b) Wang Yu Huei
- (c) Teh Chong Sian Johnson
- (d) Teo Khiam Chong
- (e) Chang Wei Chian Benjamin
- (f) Griffin Prive Fund SPC for and on behalf of Crystal Segregated Portfolio

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- (g) Kairos 300 Resources Limited
- (h) Ciliandra Fangiono
- (i) Ng Han Meng
- (j) Wang Fang
- (k) Evancarl Limited
- (1) Sim Siew Tin Carol
- (m) Lusmiati Marsudidjaja

Group Three Security Holders are the following persons:

- (a) Living Waters Mining (Australia) Pty Ltd ACN 138 540 422
- (b) Suen Sze Man
- (c) Tjandra Pramako
- (d) Timothy Monks
- (c) Jonathan Wightman
- (f) Pauline Gately
- (g) Vernon William Tidy
- (h) Leaw Mun Ni

Dated 10 July 2014

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Signed by Allan Erceg as a delegate of the Australian Securities and Investments Commission

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

# Notice of Cancellation of an Australian Financial Services Licence

TO: Everstone Private Pty Ltd ACN 138 284 689 ("the Licensee") Level 2, 41 - 43 Ord Street West Perth WA 6872

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 339082 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this	16th July	2014	
	N		
Signed	Y		

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

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14 - 0738

# 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 15 July 2014.

# AUSTRALIAN SECURITIES & INVESTMENTS COMMISSION

# IN THE MATTER OF THANH QUOC TU

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

To: Thanh Quoc Tu

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

Dated this 9th day of July 2014

Signed: ......

Sarah Thrift 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.

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# 14-0741

# NOTICE UNDER SECTION 915F OF THE CORPORATIONS ACT 2001

Notice is given under section 915F of the Corporations Act 2001 that the Australian Securities and Investments Commission has taken the action set out in the Notice below, which action took effect on 16 July 2014.

# AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

# VARIATION OF NOTICE OF SUSPENSION OF AUSTRALIAN FINANCIAL SERVICES LICENCE

To: Integer Securities Limited ACN 078 098 245 Unit 12, 30 Maccrossan Street BRISBANE QLD 4000

Under s915C of the *Corporations Act 2001*, the Australian Securities and Investments Commission hereby varies ASIC Instrument 14-0378 by:

- (a) replacing the word "1Group" in the first paragraph with the word "Integer"; and
- (b) replacing the date "17 July 2014" in each of the first paragraph and Schedule A with the date "17 September 2014".

Dated this 11th day of July 2014

signed: Cart

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

14-0742

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Australian Securities & Investments Commission

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

# Notice of Cancellation of an Australian Financial Services Licence

TO: Virico Capital Pty Ltd ACN 126 342 578 ("the Licensee") 37 Randell Crescent OCEAN REEF WA 6027

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels AFS Licence Number 386288 held by the AFS Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 18 July 2014.

Signed

George Podaras, a delegate of the Australian Securities and Investments Commission

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Australian Securities & Investments Commission

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

# Notice of Cancellation of an Australian Financial Services Licence

TO: PFMTP Pty Ltd ("The Licensee") A.C.N. 086 076 011 19 Green Valley Avenue St Ives NSW 2075

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 296985 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 21st day of July 2014

Signed

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George Podaras, a delegate of the Australian Securities and Investments Commission

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### 14-0746

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

# Enabling legislation

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

### Title

This instrument is ASIC Instrument 14-0746.

# Commencement

This instrument commences on 18 July 2014.

### Declaration

- Chapter 6D of the Act applies to Connexion Media Limited ACN 004 240 313 (the *Issuer*) as if Part 6D.2 were modified or varied as follows:
  - (a) omit paragraph 723(3)(b), substitute:
    - "(b) the securities are not admitted to quotation within 3 months after the later of:
      - (i) the date of the disclosure document; and
      - the date of the latest supplementary disclosure document for the offer lodged with ASIC which:
        - (A) discloses that the securities are not admitted to quotation; and
        - (B) gives applicants 1 month to withdraw their application and be repaid";
  - (b) in paragraph 724(1)(a), omit the words "and that condition is not satisfied within 4 months after the date of the disclosure document", substitute:

"and that condition is not satisfied within 4 months after the later of:

- (iii) the date of the disclosure document; and
- (iv) the date of the latest supplementary disclosure document for the offer lodged with ASIC which:

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# 14-0746

- (A) discloses that the condition has not been satisfied; and
- (B) gives applicants 1 month to withdraw their application and be repaid";
- (c) omit subparagraph 724(1)(b)(ii), substitute:
  - "(ii) the securities are not admitted to quotation within 3 months after the later of:
    - (A) the date of the disclosure document; and
    - (B) the date of the latest supplementary disclosure document for the offer lodged with ASIC that discloses that the securities are not admitted to quotation and gives applicants 1 month to withdraw their application and be repaid"; and
- (d) after subsection 724(1A), insert:
  - "(1B) Where a supplementary disclosure document of the kind referred to in subparagraphs (1)(a)(iv) or (1)(b)(ii)(B) is lodged with ASIC, the person offering the securities must give the applicants:
    - (i) that supplementary disclosure document; and
    - (ii) 1 month to withdraw their application and be repaid."

### Where this instrument applies

5. This instrument applies in relation to an offer or issue of securities of the Issuer under a disclosure document lodged with ASIC on 2 June 2014 where the Issuer has lodged a supplementary disclosure document on or after the date of this instrument which describes the need for, and effect of, the relief provided in this instrument.

Dated this 18th day of July 2014

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

14-0747

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ASIC

Australian Securities & Investments Commission

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

# Notice of Cancellation of an Australian Financial Services Licence

TO: Blue Sky Stallion Services Pty Limited ACN 124 864 188 ("the Licensee") 2 / 1 Eastbourne Avenue Clovelly NSW 2031

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 316612 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 22 July 2014

Signed \_\_\_\_\_

George Podaras, a delegate of the Australian Securities and Investments Commission

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Australian Securities & Investments Commission

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

# Notice of Cancellation of an Australian Financial Services Licence

TO: Craigmile Research Pty Ltd ("The Licensee") A.C.N. 123 756 687 30 Blackboy Grove Wandi WA 6167

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 313238 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 22nd day of July 2014

Signed

George Podaras, a delegate of the Australian Securities and Investments Commission

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### 14-0750

# Australian Securities and Investments Commission Corporations Act 2001 — Paragraphs 601QA(1)(a), 911A(2)(l) and 1020F(1)(a) — Exemptions

### Enabling legislation

 The Australian Securities and Investments Commission (ASIC) makes this instrument under paragraphs 601QA(1)(a), 911A(2)(1) and 1020F(1)(a) of the Corporations Act 2001 (Act).

### Title

2. This instrument is ASIC Instrument 14-0750.

### Commencement

3. This instrument commences on gazettal.

### Exemptions

- IGas Energy plc (IGas) does not have to comply with:
  - (a) section 601ED of the Act in relation to the Sale Facility; and
  - (b) Divisions 2 to 5 of Part 7.9 of the Act in relation to an interest in the Sale Facility; and
  - (c) the requirement to hold an Australian financial services licence for the provision of the following financial services:
    - (i) dealing in an interest in the Sale Facility; and
    - the provision of general advice in relation to an interest in the Sale Facility.
- To avoid doubt, to the extent IGas invites a participating holder to make an offer to sell IGas Shares through the Sale Facility, IGas does not have to comply with Division 5A of Part 7.9 of the Act.

# Where this instrument applies

- The exemptions in paragraphs 4 and 5 apply in relation to the Sale Facility where that facility satisfies all of the following:
  - (a) the financial products that may be sold through the facility are IGas Shares that will be admitted to quotation on AIM;
  - (b) under the terms of the Sale Facility:

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### 14-0750

- the IGas Shares of participating holders to be sold through the facility are pooled; and
- (ii) a Broker sells the IGas Shares in the ordinary course of trading on AIM; and
- (iii) the proceeds of the sale net of expenses (to the extent (if any) that they are not met by IGas) are distributed to participating holders; and
- (iv) each participating holder is paid their proportion of the proceeds of sale as soon as practicable and, in any event, within 8 weeks after the later of the date on which IGas received the participating holder's election in relation to the facility and the Implementation Date.

# Conditions

- In order to rely on the exemptions in subparagraphs 4(a) or (b) or paragraph 5, IGas must
  - (a) include the following information in the Explanatory Statement:
    - information about the minimum and maximum number (if any) of IGas Shares a participating holder can sell through the Sale Facility; and
    - (ii) information about any expenses relating to the sale of IGas Shares that will be paid by the participating holders; and
    - (iii) information about how the proceeds of sale of IGas Shares sold through the facility will be allocated between participating holders; and
    - (iv) information about any other significant characteristics or features of the Sale Facility or of the rights and obligations of persons who participate in the Sale Facility; and
  - (b) take reasonable steps to ensure the facility is not operated during any period where a control transaction has been publicly proposed and has not ended.

### Exclusion from reliance

8. IGas is excluded from relying on subparagraph 4(c) of this instrument if it becomes aware of matters that give it reason to believe it has failed in a material respect to comply with a condition of this instrument and it does not give full particulars of the failure to ASIC in writing within 15 business days after becoming so aware.

### Interpretation

In this instrument:

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AIM means the Alternative Investment Market owned and operated by the London Stock Exchange in its capacity as a Recognised Investment Exchange under Part XVIII of the United Kingdom's Financial Services & Markets Act 2000.

Broker means a participant of AIM with whom IGas has entered into arrangements for the operation of the Sale Facility.

control transaction means a transaction or proposed transaction that affects the control, or potential control of IGas.

Dart Energy means Dart Energy Limited ACN 122 588 505

Explanatory Statement means the explanatory statement sent to holders of securities of Dart Energy under subsection 412(1) of the Act in relation to the Scheme.

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

IGas Share means one ordinary share in IGas.

Implementation Date has the meaning given in the Explanatory Statement.

Ineligible Foreign Shareholder has the meaning given in the Explanatory Statement.

licensed market has the meaning given by section 761A of the Act.

participating holder means a person who:

- (a) is an Ineligible Foreign Shareholder; or
- (b) is a Small Shareholder who has elected to participate in the Sale Facility in accordance with the requirements set out in the Explanatory Statement.

Sale Facility means a facility operated by IGas through which a participating holder can sell an IGas Share in accordance with the terms set out in the Explanatory Statement.

*Scheme* means a proposed scheme between the Dart Energy and its members as disclosed in its Explanatory Statement in the same form as that provided to ASIC on 21 July 2014.

securities has the meaning given by subsection 92(3) of the Act.

Small Shareholder has the meaning given in the Explanatory Statement.

Dated this 22nd day of July 2014

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Signed by Caitlin Siostrom as a delegate of the Australian Securities and Investments Commission

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### 14-0751

# 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

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

### Title

This instrument is ASIC Instrument [14-0751].

### Commencement

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;

14-0751

- (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:
  - 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.
- 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

- 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:
    - 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 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
      - 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
      - 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;
    - 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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- 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 or transferred a fully-paid ordinary share in the capital of the issuer; and
    - (b) in addition to paragraph (a) above, to receive either cash or fullypaid ordinary shares in the capital of the issuer equivalent to the value of any dividend paid on a fully-paid ordinary share in the capital of the issuer,

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

# Conditions

- 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:
    - 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:

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- (iii) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (iv) an offer that 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 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 Apple Inc. 2014 Employee Stock Plan (under which the performance rights are referred to as restricted stock units) and the Australian addendum, the Australian Offer Document, the Notice of Grant and Restricted Stock Unit Award Agreement, the terms of which are substantially in the same form as those provided to ASIC on 11 July 2014; and
  - (d) issuer means Apple Inc., a company incorporated under the laws of the State of California, United States of America and any related body corporate.

Dated this 22nd day of July 2014

Signed by Elise Chung

as a delegate of the Australian Securities and Investments Commission

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ASIC

Australian Securities & Investments Commission

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

# Notice of Cancellation of an Australian Financial Services Licence

TO: M2B Financial Services Pty Limited ACN 104 308 447 ("the Licensee") Suite 21, The Maddison 25-29 Hunter Street Hornsby NSW 2077

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 274604 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 23 July 2014

Signed

George Podaras, a delegate of the Australian Securities and Investments Commission

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### 14-0759

# 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

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

# Title

2. This instrument is ASIC Instrument 14-0759.

# Commencement

This instrument commences on gazettal.

# Exemptions

- 4. The issuer does not have to comply with Part 7.9 of the Act where the issuer:
  - 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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- 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:
  - 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.
- 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

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

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### 14-0759

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

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

### Conditions

- 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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- 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 Staples, Inc. 2014 Stock Incentive Plan (under which the performance rights are referred to as restricted

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stock units), the Australian offer document and the Restricted Stock Unit Award Agreement (Non-U.S.), the terms of which are substantially in the same form as those provided to ASIC on 18 July 2014; and

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

Dated this 23rd day of July 2014

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

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Australian Securities & Investments Commission

### 14-0761

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

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

TO: Rockwell Capital Pty Ltd ACN 146 330 672 ("the Licensee") Level 2, 189 Flinders Lane 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 398087 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 24 July 2014

Signed

George Podaras A delegate of the Australian Securities and Investments Commission

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#### 14-0763

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

#### Enabling legislation

 The Australian Securities and Investments Commission (ASIC) makes this instrument under paragraphs 601QA(I)(a), 741(I)(a), 911A(2)(1), 992B(I)(a), 1020F(I)(a) and 1020F(I)(b) of the Corporations Act 2001 (the Act).

#### Title

This instrument is ASIC Instrument 14-0763.

#### Commencement

This instrument commences on the date of its gazettal.

#### Exemptions

- ASIC exempts:
  - (a) the issuer;
  - (b) a related body corporate of the issuer; and
  - (c) the Custodian and the Manager; and
  - any person who, by way of contract between the person and the issuer, in connection with an eligible offer, acts for or on behalf of the issuer,

from Parts 6D.2, 6D.3 (except section 736 of the Act) and 7.9 of the Act where that person:

- (e) makes an eligible offer;
- (f) offers to arrange for the issue of financial products under an eligible offer; and
- (g) issues a financial product under an eligible offer,

on the conditions set out in paragraph 10 of this instrument and for so long as the conditions are met.

- 5. ASIC exempts a financial product that is the subject of an eligible offer from Part 7.9 where a person (other than a person covered by paragraph 4 of this instrument) makes a recommendation to acquire financial products under an eligible offer, except where the person is aware, or ought reasonably to be aware, that any of the conditions set out in paragraph 10 of this instrument have not been met.
- 6. ASIC exempts a person who is exempt from Part 6D.2 or Part 7.9 of the Act because of paragraph 4 of this instrument from the requirement to hold an Australian financial services licence for the provision of a financial service consisting of general advice reasonably given in connection with an offer referred to in that paragraph (including any general advice given in the offer document) where the offer document for the offer includes a statement to the effect that any advice given by the person in connection with the offer is general advice only, and that employees should consider obtaining their own

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#### 14-0763

financial product advice from an independent person who is licensed by ASIC to give such advice.

- ASIC exempts:
  - (a) the issuer who is exempt from Part 6D.2 or Part 7.9 of the Act because of paragraph 4 of this instrument; and
  - (b) a related body corporate of the issuer,

from the requirement to hold an Australian financial services licence for the provision of the following financial services:

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

from subsection 601ED(5) of the Act in relation to the operation of that managed investment scheme relating to an eligible offer covered by the exemption in paragraph 4 of this instrument.

#### Conditions

The following conditions apply:

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- (a) the issuer must ensure that the eligible offer must be substantially on the terms set out in the letter from Herbert Smith Freehills to ASIC dated 1 July 2014, titled 'Safran Employee Offering 2014' on behalf of the issuer; and
- (b) the person making the offer must:
  - (i) include that offer in an offer document; and
  - take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document; and
  - (iii) provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the employee such as the identity or entitlement of the employee) and of each accompanying document not later than 7 days after the first provision of that material to an employee; and
- (c) the issuer must take reasonable steps to ensure that Turbomeca Australasia complies with any undertaking required to be made in the offer document by reason of this instrument; and
- (d) the issuer must take reasonable steps to ensure that the number of shares the subject of the offer when aggregated with:
  - the number of shares in the same class which would be issued were each outstanding offer with respect to shares and units of shares, under an employee share scheme to be accepted or exercised; and
  - the number of shares in the same class issued during the previous 5 years pursuant to the Group Savings Plan or any other employee share scheme extended only to eligible employees of the issuer;

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

- (iii) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (iv) an offer that was an excluded offer or invitation within the meaning of the Corporations Law as in force before the commencement of Schedule 1 to the Corporate Law Economic Reform Program Act 1999; or
- (v) an offer that did not need disclosure to investors because of section 708 of the Act; or
- (vi) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
- (vii) an offer made under a disclosure document or Product Disclosure Statement,

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

(e) the Rules must contain provisions to the effect that the books of account maintained in respect of the activities of the FCPE must be audited annually; and



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- (f) the issuer must take reasonable steps to ensure that the Manager and/or the Custodian may only levy any fees or charges for operating and administering the FCPE which are payable by the employees to a maximum amount provided for in the Rules and such fees must be fully disclosed in the offer document; and
- (g) the issuer, through Turbomeca Australasia must make the statements of assets, balance sheets and statements of income (together with the related notes) of the FCPE and the auditors' reports of those statements delivered to them under the Rules available for inspection by eligible employees domiciled in this jurisdiction at a registered office or principal place of business in Australia during normal business hours or such other time as is agreed with an eligible employee; and
- (h) the issuer must take reasonable steps to ensure that upon Turbomeca Australasia receiving notices relating to the buy-back/redemption of units as provided for in the Rules or otherwise under the eligible offer, it must forward these to the Manager without delay; and
- the issuer must take reasonable steps to ensure that Turbomeca Australasia must, on behalf of the issuer and the Manager, accept notices, correspondence and service of process at a registered office or principal place of business in Australia; and
- (j) upon Turbomeca Australasia being advised that the buy-back arrangements/redemption facilities of units in the FCPE are suspended or terminated or that quotation of the shares of the issuer on any approved foreign market is suspended, the issuer through Turbomeca Australasia must notify ASIC within 7 days; and
- (k) the issuer, through Turbomeca Australasia, must make available for public inspection at Turbomeca Australasia's registered office or principal place of business in Australia, and provide to eligible employees domiciled in this jurisdiction, copies of the Rules and the offer document and meet all reasonable requests for information; and
- the issuer, through Turbomeca Australasia, must maintain in Australia and make available to ASIC, upon request, records relating to the issue or sale of and the buy-back/redemption of units in the FCPE to or from eligible employees domiciled in this jurisdiction; and
- (m) the FCPE must at all times be approved or authorised or registered by the French Autorité des Marchés Financiers (the *Relevant Agency*) and the Group Savings Plan must at all times be authorised under the law of France; and
- (n) there must at all times be a custodian of the FCPE assets and the Rules must be complied with in appointing or changing the Custodian; and
- (o) within 14 days of the date of this instrument, ASIC must be provided with:
  - copies of the Rules and any other related documents;
  - a copy of any written approval or authorisation issued by the Relevant Agency in relation to the eligible offer; and
  - (iii) if any document is not in English, a translation of that document into English; and



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

#### Interpretation

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

approved foreign market means NYSE Euronext Paris;

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

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

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

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

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

(i) the shares are in the same class as shares which have been quoted on an approved foreign market throughout the 12 month period immediately before



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the offer without suspension for more than a total of 2 trading days during that period;

- the shares are to be held by the Custodian of the FCPE; and
- units in the FCPE are issued in accordance with the Rules to eligible employees who participate in the eligible offer;

made under the employee share scheme, as described as the Group Savings Plan, on terms not significantly different to those described in a letter to ASIC dated 1 July 2014, titled 'Safran Employee Offering 2014', from Herbert Smith Freehills on behalf of the issuer, extended only to eligible employees of the issuer;

*FCPE* means the Fonds Commun de Placement D'Entreprise governed by the Rules of the Safran International FCPE (which includes the Safran International Classic compartment) approved on 8 August 2006 and the rules of the "Relais Safran International 2014" FCPE approved on 23 May 2014, and the Fonds Commun de Placement D'Entreprise governed by the Rules of the Safran Ouverture FCPE approved on 30 April 2004 and the rules of the "Relais Safran Ouverture 2014" FCPE approved on 23 May 2014, each as amended from time to time;

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

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

Group Savings Plan means the Safran International Group Savings Plan for employees of non-French companies of the Safran group;

issuer means Safran SA, a company registered in France;

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

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

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

- includes or is accompanied by a copy or summary of the Rules under which the offer is made; and
- (b) if a summary (rather than a copy) of the Rules is given includes an undertaking that during the period (the offer period) during which an eligible employee domiciled in this jurisdiction may acquire the financial products offered, the issuer through Turbomeca Australasia will, within a reasonable period of the employee so requesting, provide the employee without charge with a copy of the Rules; and
- (c) specifies in respect of the shares:
  - the acquisition price in Australian dollars;
  - (ii) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the offer; or

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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 that formula applied at the date of the offer; and
- (d) includes an undertaking, and an explanation of the way in which, the issuer through Turbomeca Australasia will, during the offer period, 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 shares in the same class as those offered; and
  - (ii) where subparagraph (c)(ii) or (iii), the information referred to in that paragraph as updated to that date; and
- (e) discloses the conditions, obligations and risks associated with any loan or financial assistance offered by the issuer or a related body corporate of the issuer for the purpose of acquiring financial products under the Group Savings Plan; and
- (f) states prominently that the eligible offer is an offer for participation in a foreign scheme that is subject to the regulation of the Relevant Agency and to the law of France and describes the legal and practical effect (if any) this may have on the rights and ability of an eligible employee domiciled in this jurisdiction to make any claim or enforce any right arising out of or in connection with the eligible offer;

**Rules** means the rules of the Group Savings Plan, the rules of the Safran International Classic FCPE (which includes the Safran International Classic compartment) approved on 8 August 2006, the rules of the "Relais Safran International 2014" FCPE dated 23 May 2014, the rules of the Safran Ouverture FCPE approved on 30 April 2004 and the rules of the "Relais Safran Ouverture 2014" FCPE dated 23 May 2014 each as amended from time to time;

Turbomeca Australasia means Turbomeca Australasia Pty Ltd ACN 063 102 198;

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

Dated: 25th July 2014

NAU .

Signed by Hock Peng Lee

as a delegate of the Australian Securities and Investments Commission

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ARBN

ASIC GAZETTE A32/14, Tuesday, 29 July 2014 Company/Scheme deregistrations

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# CORPORATIONS ACT 2001

Section 601CL(5)

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

Dated this twenty-fifth day of July 2014

Rosanne Bell DELEGATE OF THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

# Name of Company

ATIVO CAPITAL MANAGEMENT LLC	160 033 652
GLOBAL HUNTER SECURITIES, LLC	141 099 167
KISHU RAILWAY CO., LTD.	010 852 909
MAZUMA CAPITAL UK LIMITED	130 524 524
PARSONS TECHNICAL SERVICES INTERNATIONAL INC.	164 074 426

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ARBN

ASIC GAZETTE A32/14, Tuesday, 29 July 2014 Company/Scheme deregistrations

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-fifth day of July 2014

Rosanne Bell DELEGATE OF THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

# Name of Company

INTEL-GE CARE INNOVATIONS LLC149 108 396MENTON (PROPERTIES) LIMITED105 821 109WHARF RESOURCES PLC141 042 917

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**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-fifth day of July 2014

Rosanne Bell DELEGATE OF THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

## Name of Scheme

ARSN DDH AUSTRALIAN EQUITIES FUND 120 591 773 MACQUARIE REFLEXION EMERGING MARKETS TRUST 118 675 817

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ARSN

ASIC GAZETTE A32/14, Tuesday, 29 July 2014 Company/Scheme deregistrations

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-fifth day of July 2014

Rosanne Bell DELEGATE OF THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

### Name of Scheme

CHALLENGER HIGH YIELD FUND099 212 647COLCAP AAA FIXED INTEREST SECURITIES FUND138 710 200COLCAP FIXED INTEREST OPPORTUNITY FUND138 714 324COLCAP FIXED INTEREST SPECIAL SITUATION FUND138 710 102MERCURY CASH MANAGED TRUST127 748 636MERCURY TERM MANAGED TRUST144 580 469

ASIC GAZETTE A32/14, Tuesday, 29 July 2014 Change of company type

Corporations Act 2001 Subsection 164(3)

ACN 147 055 703.

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.

AUSCLOUD BDR LTD ACN 164 763 893 will change to a proprietary company limited by shares. The new name will be AUSCLOUD BDR PTY LTD ACN 164 763 893.

PEPPERSTONE FINANCIAL PTY LTD ACN 147 055 703 will change to a public company limited by shares. The new name will be PEPPERSTONE GROUP LIMITED

**5STAR4LESS LTD** ACN 164 468 133 will change to a proprietary company limited by shares. The new name will be 5STAR4LESS PTY LTD ACN 164 468 133. J F M BUILDING AND CONSTRUCTION PTY

ACN 169 811 465 will change to a proprietary company limited by shares. The new name will be J F M BUILDING AND CONSTRUCTION PTY LTD ACN 169 811 465.

**STERIHEALTH LIMITED** ACN 060 871 249 will change to a proprietary company limited by shares. The new name will be STERIHEALTH PTY LIMITED ACN 060 871 249.

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