



ASIC

Australian Securities &
Investments Commission

Commonwealth of Australia Gazette

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RIGHTS OF REVIEW

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

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13-1127

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: M. & S. ACCOUNTING SERVICES PTY. LTD.
ACN 005 063 892 ("the Licensee")
7-9 Albion Street
Locked Bag 888
Kyabram
Victoria 3620

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 238452 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 11th day of November 2013

Signed 

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

13-1306

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 741(1)(a) – Exemption**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument [13-1306].

Commencement

3. This instrument commences on 17th October 2013.

Exemptions

4. VA Australia Holdings Pty Limited ACN 124 306 958 (*Veda*) does not have to comply with subsection 734(2) of the Act.

Where this instrument applies

5. Subject to paragraph 8, this exemption applies to information communicated by Veda to Management Shareholders about the process and date on which Management Shareholders may seek reclassification of their management performance shares into fully paid ordinary shares in Veda.
6. Subject to paragraph 8, this exemption applies to the following information communicated by Veda to Employees:
 - (a) information about the timetable for the Initial Public Offer, including updates to the timetable for the Initial Public Offer;
 - (b) information alerting them to impending announcements about the Initial Public Offer;
 - (c) information about the ways in which employees may participate in the Initial Public Offer;
 - (d) details of any employee share plan, employee option plan or employee incentive plan under which offers to Employees may be made at or about the same time as the Initial Public Offer; and
 - (e) Information relating to:
 - (i) changes which may be made to the structure and administration of Veda at or about the same time as the Initial Public Offer;

13-1306

- (ii) the appointment of management, executive officers and directors of Veda; and
- (iii) the timetable for the Initial Public Offer, including updates to the timetable of the Initial Public Offer.

Conditions

7. This exemption does not apply if, in communicating any of the information set out in paragraphs 5 or 6 of this instrument, Veda communicates any advantages, benefits or merits of the Initial Public Offer.

Cessation

8. This exemption shall remain effective, unless otherwise revoked, until the date on which Veda lodges a prospectus for the Initial Public Offer with ASIC.

Interpretation

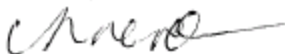
9. In this instrument:

Employees means employees, including Management Shareholders, of Veda or a related body corporate;

Initial Public Offer means the proposed initial public offer of fully paid ordinary shares in Veda to be made on around 18 November 2013; and

Management Shareholders means employees who are part of the management team of Veda or entities associated with those employees, who have been issued with management performance shares in Veda in accordance with the terms of Veda's management incentive scheme.

Dated this 17th day of October 2013



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

13-1344

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsections 741(1) – Declarations**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1344.

Commencement

3. This instrument commences on 28 October 2013.

Declaration

4. Chapters 6D of the Act applies to Sunbridge Group Ltd ACN 163 886 020 (*Sunbridge*) 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
 - (ii) 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) states that the person offering the securities will repay the money received by the person from the applicants and re-open the offer”;
 - (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:
 - (A) discloses that the condition has not been satisfied; and
 - (B) states that the person offering the securities will repay the money received by the person from the applicants and re-open the offer”;
 - (c) omit paragraph 724(1)(b)(ii), substitute:

“(ii) the securities are not admitted to quotation within 3 months after the

13-1344

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 states that the person offering the securities will repay the money received by the person from the applicants and re-open the offer"; and

(d) after subsection 724(1A), insert:

"(1B) Where a supplementary disclosure document is of a kind referred to in subparagraphs (1)(a)(iv) or (1)(b)(ii)(B) is lodged with ASIC, the person offering the securities must:

- (i) give the applicants that supplementary disclosure document; and
- (ii) repay money received by the person from the applicants and re-open the offer".

Where this instrument applies

5. This declaration applies in relation to an offer or issue of securities of the Company under a replacement prospectus lodged with ASIC on 15 August 2013, where the Company has lodged a supplementary disclosure document with ASIC on or after the date of this instrument, in a form provided to ASIC on 28 October 2013, which describes the need for, and effect, of, the relief provided in this instrument.

Dated this 28th day of October 2013



.....
Signed by Megan Dillon

as a delegate of the Australian Securities and Investments Commission

13-1381

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 741(1)(b) – Declaration**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1381.

Commencement

3. This instrument commences on 31 October 2013.

Declaration

4. Chapter 6D of the Act applies to each holder of ordinary shares in Orora Limited ACN 004 275 165 (*ORA*) as if section 707 was modified or varied by omitting subsections 707(3), (4), (5) and (6).

Where this instrument applies

5. This declaration applies where:
 - (a) An ORA shareholder makes an offer of ORA shares (*Shares*) for sale;
 - (b) the Shares were transferred to a holder of fully-paid ordinary shares in Amcor Limited ACN 000 017 372 (*Amcor*) or to a Sale Agent (or its related body corporate) under the Scheme of Arrangement within the previous 12 months; and
 - (c) the offer is not made within 12 months of a sale or transfer of the Shares by a person (other than Amcor) who:
 - (i) controls ORA;
 - (ii) would have been required by subsection 707(2) of the Act to give disclosure to investors under Part 6D.2 of the Act but for section 708 of the Act; and
 - (iii) did not give disclosure to investors under Part 6D.2 of the Act because of section 708 of the Act.

13-1381

Interpretation

6. In this instrument:

Sale Agent means a participant of the financial market operated by ASX Limited ACN 008 624 691 with whom, or with whose related body corporate, Amcor has entered into arrangements for the operation of the Sale Facility.

Sale Facility has the meaning defined in the copy of the explanatory statement for the Scheme of Arrangement registered by ASIC on or about 1 November 2013 in accordance with s412(8) of the Act.

Scheme of Arrangement means a compromise or arrangement under Part 5.1 of the Act between Amcor and the holders of fully paid ordinary shares in Amcor which is in substantially the same form as set out in the explanatory statement provided to ASIC on or about 28 October 2013.

Dated this 31st day of October 2013



Signed by Elise Chung

as a delegate of the Australian Securities and Investments Commission

13-1402

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument [13/1402].

Commencement

3. This instrument commences on 13 November 2013.

Exemption

4. Dick Smith Holdings Limited ACN 166 237 841 (*Dick Smith*) is exempt from compliance with subsection 734(2) of the Act.

Declaration

5. Chapter 6D of the Act applies to:

- (a) members of Dick Smith Sub-Holdings Pty Ltd ACN 160 162 925 (*Dick Smith Sub-Holdings*); and
- (b) investors to whom disclosure is not required under section 708 of the Act in connection with a bookbuild or other process for the subscription for ordinary shares in Dick Smith under the proposed initial public offer of fully paid ordinary shares in Dick Smith (*IPO*), conducted prior to lodgment of the prospectus for the IPO with ASIC,

who make an offer of ordinary shares in Dick Smith as if section 707 was modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:

- “(3) An offer of a body’s securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:
 - (a) without disclosure to investors under this Part; and
 - (b) with the purpose of the person to whom they were issued:
 - (i) selling or transferring them; or
 - (ii) granting, issuing or transferring interests in, or options or warrants over, them;

13-1402

and section 708 and 708A does not say otherwise.

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

Where this exemption applies

6. Subject to paragraph 9, this exemption applies to the following information communicated by Dick Smith to shareholders of Dick Smith Sub-Holdings (and, where a shareholder is a trust, beneficiaries of such shareholders) (*Dick Smith Sub-Holdings Shareholders*) in connection with an invitation to sell or dispose of their shares in Dick Smith Sub-Holdings to Dick Smith for consideration comprising either or both ordinary shares in Dick Smith and cash proceeds of the IPO:
- (a) information about the timetable for the IPO, including updates to the timetable for the IPO;
 - (b) information comprising no more than a description of the process and structure of the IPO to the extent that it is necessary to inform Dick Smith Sub-Holdings Shareholders of the value of the consideration to be received for their shares in Dick Smith Sub-Holdings; and
 - (c) information alerting them to impending announcements about the IPO.
7. Subject to paragraph 9, this exemption applies to the following information communicated by Dick Smith to its employees:
- (a) information about the ways in which employees may participate in the IPO;
 - (b) details of any employee share plan, employee option plan or employee incentive plan under which offers to employees may be made at or about the same time as the IPO;
 - (c) information relation to:
 - (i) changes made to the structure and administration of Dick Smith;
 - (ii) the appointment of management and executive officers of Dick Smith; and
 - (iii) the timetable for the IPO, including updates to the timetable of the IPO;and
 - (d) information alerting them to impending announcements about the IPO.

13-1402

Where this declaration applies

8. This declaration applies where a shareholder of Dick Smith makes an offer of ordinary shares in Dick Smith for sale within 12 months of their issue and where:
- (a) those shares were issued without disclosure under Chapter 6D of the Act:
 - (i) in consideration for their shares in Dick Smith Sub-Holdings; or
 - (ii) to investors to whom disclosure is not required under section 708 of the Act in connection with a bookbuild or other process for the subscription for ordinary shares in Dick Smith under the IPO, conducted prior to lodgment of the prospectus for the IPO with ASIC,on or immediately prior to the completion of the IPO; and
 - (b) a prospectus is lodged with ASIC on or about 14 November 2013 by Dick Smith, in relation to the IPO.

Conditions

9. This exemption does not apply if, in communicating any of the information set out in paragraphs 6 and 7 of this instrument, Dick Smith communicates any advantages, benefits or merits of the IPO.

Cessation

10. This exemption shall remain effective, unless otherwise revoked, until the earlier of:
- (a) the date on which Dick Smith lodges a prospectus for the IPO with ASIC; or
 - (b) 22 December 2013.

Dated this 13th day of November 2013



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

13/ 1418

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 741(1)(a)– Exemption**

Enabling Legislation

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

Title

2. This instrument is ASIC Instrument [13/1418].

Commencement

3. This instrument commences on 7 November 2013.

Exemption

4. Ambre Energy Limited ACN 114 812 074 (*Ambre Energy*) does not have to comply with Part 6D.2 or 6D.3 of the Act.

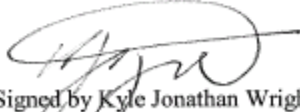
Where this instrument applies

5. This exemption applies to invitations by Ambre Energy to vote at a capital reduction meeting on the in specie transfer by Ambre Energy of common shares in Ambre Fuels Limited ACN 138 224 647 (*Ambre Fuels*), to the shareholders of Ambre Energy pursuant to a notice of meeting that is in substantially the same form as the draft notice of meeting given to ASIC on 6 November 2013.

Interpretation

6. In this instrument:
financial market has the meaning given by section 767A of the Act.

Dated 7 November 2013



Signed by Kyle Jonathan Wright
as a delegate of the Australian Securities and Investments Commission

13/ 1419

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

Enabling Legislation

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

Title

2. This instrument is ASIC Instrument [13/1419].

Commencement

3. This instrument commences on the Transfer Date.

Declaration

4. Chapter 6D of the Act applies to holders of shares in Amber Fuels Limited ACN 138 224 647 (*Ambre Fuels*) as if Division 2 of Part 6D.2 were modified or varied as follows:

- (a) omit subsections 707(3) and (4); and

- (b) omit subsections 707(5) and (6) and substitute:

"(5) An offer of a body's securities for sale within 12 months after their sale by a person who controlled the body at the time of the sale needs disclosure to investors under this Part if:

- (a) at the time of the sale by the controller either:

- (i) the securities were not quoted; or

- (ii) although the securities were quoted, they were not offered for sale in the ordinary course of trading on a relevant financial market on which they were quoted; and

- (b) the controller sold the securities without disclosure to investors under this Part; and

- (c) the controller sold the securities with the purpose of the person to whom they were sold:

- (i) selling or transferring the securities; or

13/ 1419

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

and section 708 does not say otherwise.

- (6) Unless the contrary is proved, a person who controls a body is taken to sell securities with the purpose referred to in paragraph (5)(c) if any of the securities are subsequently sold, or offered for sale, within 12 months after their sale by the controller."

Where this instrument applies

5. This instrument applies where:

- (a) a holder of shares in Ambre Fuels makes an offer (*Offer*) of Ambre Fuel shares (*Shares*) for sale;
- (b) the Shares were transferred to the Ambre Fuels shareholder by Ambre Energy Limited ACN 114 812 074 (*Ambre Energy*) pursuant to the invitation to vote on a capital reduction of Ambre Energy and resolution of members of Ambre Energy at the capital reduction meeting on 4 December 2013; and
- (c) the Offer is not made within 12 months of a sale or transfer of the Shares by a person, other than Ambre Energy, who:
- (i) controls Ambre Fuels;
- (ii) would have been required by subsection 707(2) of the Act to give disclosure to investors under Part 6D.2 of the Act but for section 708 of the Act; and
- (iii) did not give disclosure to investors under Part 6D.2 of the Act because of section 708 of the Act.

Interpretation

Transfer Date means the date on which the Shares are transferred to the Ambre Fuels shareholder by Ambre Energy pursuant to the invitation to vote on a capital reduction of Ambre Energy and resolution of members of Ambre Energy at the capital reduction meeting on 4 December 2013.

Dated 7 November 2013



Signed by Kyle Jonathan Wright
as a delegate of the Australian Securities and Investments Commission

13-1425

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 741(1)(b) – Declaration**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1425.

Commencement

3. This instrument commences on 12 November 2013.

Declaration

4. Chapter 6D of the Act applies to National Australia Bank Limited ACN 004 044 937 (*NAB*) as if:
 - (a) paragraph (b)(ii) of the definition of “continuously quoted securities” in section 9 as modified by Class Order [01/1455] was further modified or varied by removing the words “or declaration under paragraph 741(1)(b)”; and
 - (b) paragraph (b)(iii) of the definition of “continuously quoted securities” in section 9 as modified by Class Order [01/1455] was further modified by inserting after the number “340”, the text “(other than an order under section 340 which relieves the entity, or any person as director or auditor of the entity from the requirements of subsection 323D(3)).”
5. Chapter 6D of the Act applies to NAB as if section 713 of the Act were modified or varied as follows:
 - (a) at the end of paragraph 713(1)(b) insert “or”;
 - (b) after paragraph 713(1)(b) insert:
 - “(c) convertible securities convertible into continuously quoted securities of a body; or
 - (d) convertible securities convertible into securities of a body that has become the holding company of another company (“subsidiary”) as a result of a Part 5.1 arrangement between the subsidiary and its members provided that:
 - (i) the securities of the subsidiary were continuously quoted securities at the time of the Part 5.1 arrangement; and

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- (ii) the body's securities are ED securities at the time of conversion."
 - (c) at the end of paragraph 713(2)(d) omit "securities." and substitute "securities; and";
 - (d) after subparagraph 713(2)(d) insert:
 - "(e) if the securities are convertible securities – the rights and liabilities attaching to:
 - (i) the convertible securities themselves; and
 - (ii) the underlying securities."
6. Chapter 6D of the Act applies to NAB as if the definition of "underlying securities" in section 9 of the Act were modified or varied as follows:
- (a) at the end of subparagraph (b) omit "securities." and substitute "securities; and";
 - (b) after subparagraph (b), insert:
 - "(c) in relation to convertible securities – those securities into which the securities may be converted."

Where this instrument applies

7. This instrument applies:
- (a) in relation to an offer by NAB to issue convertible securities where the terms of the issue are substantially the same as the terms provided to ASIC on 16 October 2013 and the offer is made pursuant to a prospectus lodged with ASIC on or about 12 November 2013 or a replacement prospectus lodged with ASIC on or about 20 November 2013; and
 - (b) in relation to an offer by NAB to issue convertible securities under section 713 of the Act where, except for ASIC Instruments [06-0480], [06-0931], [12-1140], [13-0153] and 13-1425, no order under section 340 or declaration under paragraph 741(1)(b) relating to a disclosing entity provision for the purposes of Division 4 of Part 1.2A of the Act covered NAB.

Dated this 12th day of November 2013



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



13-1428

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: OneVue Fund Services Pty Limited
ACN 107 333 308 ("the Licensee")
Yarra Falls
452 Johnston Street
Abbotsford
VICTORIA 3067

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 278051 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 11th day of November 2013

Signed

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

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

13-1430

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1430.

Commencement

3. This instrument commences on 11 November 2013.

Declarations

4. Chapter 6 and Chapter 6C of the Act apply to McAleese Limited ACN 156 354 068 (*McAleese or Company*) as if:
 - a) section 609 of the Act was modified or varied by inserting the following section after subsection 13, as notionally inserted by ASIC Class Order [CO 03/634] (*CO 03/634*):

“(14) A person does not have a relevant interest in its own securities merely because under an escrow agreement entered into by the person, the person applies restrictions on the disposal of the securities by the holder.”; and
 - b) part 6C.1 of the Act was further modified or varied by inserting the following section after 671BA, as notionally inserted by CO 03/634:

“671BB Escrow Agreements

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

13-1430

Where this instrument applies

5. This instrument applies to an acquisition of a relevant interest in securities of McAleese (*Escrowed Securities*) arising as a result of entry into one or more escrow agreements or deeds (each an *Escrow Arrangement*) between the Company and any one or more of the persons named in Schedule A (*Security Holder*) in connection with the proposed admission of the Company's securities to the official list of the Australian Securities Exchange (*ASX*) where each Escrow Arrangement:
- a) restrict disposal of, but not the exercise of voting rights attaching to, the Escrowed Securities;
 - b) provide that the Escrow Arrangements terminate no later than the date which is 5 business days after the release to ASX of McAleese's audited financial accounts for the 2014 financial year;
 - c) allow the Security Holder to accept into a takeover bid where:
 - i. holders of at least half of the bid class securities to which the offer under the bid relates have accepted and which are not subject to any Escrow Arrangements; and
 - ii. the Escrow Arrangements required that the Escrowed Securities be returned to escrow if the bid does not become unconditional;
 - d) allow the Escrowed Securities to be transferred or cancelled as part of a merger by way of a compromise or arrangement under Part 5.1 of the Act; and
 - e) is substantially in the form provided to ASIC on 1 November 2013.

Schedule A

John Paul William Garaty

Wayne Graham Kent

Christopher Reginald Keast

MJ McSweeney and CP McSweeney in their capacity as trustees of the GSH Superannuation Fund

Kazakco Pty Ltd as trustee for the Kent Family Trust

Jawess Pty Ltd as trustee for Kent Family Super Fund

13-1430

Christopher Reginald Keast and Margaret Keast as trustee for CR Keast Family Super Fund

Stephen John Green

Paullisa Pty Ltd as trustee for Garaty Super Fund

Donald MacNichol Telford

Mostia Dion Nominees Pty Ltd in its capacity as trustee of the Mark Rowsthorn Family Trust

Mark Rowsthorn Superannuation Fund Pty Ltd in its capacity as trustee of the Mark Rowsthorn Superannuation Fund

Mostia Dion Nominees Pty Ltd in its capacity as trustee of the Mark Rowsthorn Superannuation Fund Bare Trust

D.C.M.F. Pty Ltd

H.K. Price Pty Ltd

Gainslip Pty Ltd

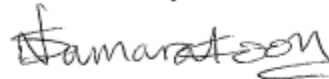
Havenfresh Pty Ltd

Rasmussen Holdings Pty Ltd

MG Pillhofer Pty Ltd in its capacity as trustee of the Pillhofer Family Trust

McAleese Investments Pty Ltd as trustee for the McAleese Employee Share Trust

Dated this 11th day of November 2013



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

13- 1431

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 4 November 2013

AUSTRALIAN SECURITIES & INVESTMENTS COMMISSION**IN THE MATTER OF GLENN RUSSELL EVANS****BANNING ORDER UNDER SECTIONS 920A AND 920B
OF THE CORPORATIONS ACT 2001**

To: Glenn Russell Evans

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

Dated this 21st day of October 2013

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.



13-1436

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Maxmos Corporate Pty. Limited
ACN: 154 196 317("the Licensee")
13 Trevally Close
Terrigal NSW 2260

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 415526 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 12th November, 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



13-1437

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Bell Asset Management (Holdings) Limited
ACN: 078 023 248("the Licensee")
Level 29, 101 Collins Street
Melbourne VIC 3000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 238026 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 12th November, 2013.

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

Signed

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

13-1438

**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 13-1438.

Commencement

3. This instrument commences on gazettal.

Revocation

4. This instrument revokes ASIC Instrument 11-1279.

Exemptions

5. 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.
6. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 5, the issuer 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 5 of this instrument; and
 - (e) dealing in a financial product in connection with an eligible incentive plan offer where any acquisition by purchase or disposal of the product by the issuer occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
7. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 5, the issuer also does not have to comply with section 992A of the Act in relation to an eligible incentive plan offer made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.
8. ASIC exempts a financial product that is the subject of an eligible incentive plan offer from Part 7.9 of the Act where:
- (a) a recommendation is made by a person (other than the issuer) that a person to whom an eligible incentive plan offer has been made, acquire the financial product as a retail client; and
 - (b) the person who made the recommendation is not aware, and ought not reasonably to be aware, that any of the conditions set out in this instrument have not been met;
- but only in relation to the recommendation by the person.

Where this instrument applies

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

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(iii) "issuer" in paragraph 12 of the Interpretation; and

(b) would meet the requirements of the class order if:

(i) the definition of an "eligible employee" in paragraph 8 of the Interpretation were to read:

"8. "eligible employee" means, in relation to an issuer, a person who is at the time of an offer under an employee share scheme:

(a) a full or part-time employee of the issuer or of a related body corporate of the issuer;

(b) a director of the issuer who holds a salaried employment or office in the issuer or in a related body corporate; or

(c) a contractor which is:

(i) an individual that has:

(A) performed work for the issuer, or a related body corporate of the issuer, for more than 12 months; and

(B) received 80% or more of their income in the preceding year from the issuer or a related body corporate of the issuer; or

(ii) a company where each of the following are satisfied in relation to the company:

(A) throughout the previous 12 months, the company has had a contract in place with the issuer, or a related body corporate of the issuer, for the provision of the services of an individual (the *contracting individual*) to the issuer;

(B) the contracting individual has performed work for the issuer, or a related body corporate of the issuer, for more than 12 months;

(C) the contracting individual has been the only member of the company for more than 12 months; and

(D) more than 80% of the aggregate income of the company and the contracting individual from all sources (other than from each other) in the preceding 12 months was received from the issuer or a related body corporate of the issuer.";

(ii) the definition of an "eligible offer" in paragraph 9 of the Interpretation were to read:

"9. "eligible offer" means an offer for issue or sale of performance rights in relation to fully-paid shares in an issuer in the same class as shares which

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have been quoted on the financial market operated by ASX Limited ACN 008 624 691 throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period made under an employee share scheme extended only to eligible employees of the issuer;”;

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

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

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

- (i) eligible 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;”

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

- “(c) specifies in respect of the 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

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reasonable period of the employee requesting, make available to the employee:

- (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (v) in the Interpretation, the following definition was inserted:

“16A. “performance right” means a conditional right:

- (a) to be issued a fully-paid ordinary share in the capital of the issuer;
- (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 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 monetary consideration;”.

Conditions

10. The issuer can only rely on the exemptions in this instrument if the issuer complies with the following conditions:
- (a) the conditions of the class order (excluding the 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

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- (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;
- (iv) an offer that did not need disclosure to investors because of section 708 of the Act;
- (v) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
- (vi) an offer made under a disclosure document or Product Disclosure Statement,

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

Interpretation

11. In this instrument:

- (a) a word and phrase used in this instrument has the same meaning as it has in the class order unless the word or phrase is defined in paragraph 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 Chalice Gold Mines Limited Employee Long Term Incentive Plan (under which the performance rights are referred to as performance rights), the terms of which are substantially in the same form as those provided to ASIC on 8 November 2013; and
- (d) *issuer* means Chalice Gold Mines Limited ACN 116 648 956 and any related body corporate.

Dated this 12th day of November 2013



Signed by Abigail Ong
as a delegate of the Australian Securities and Investments Commission

13-1439

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1439.

Commencement

3. This instrument commences on 12 November 2013.

Exemption

4. Mason Stevens Limited (*MSL*) ACN 141 447 207 in its capacity as the responsible entity of the 2020 Dynamic Australian Equity Fund ARSN 147 951 880 (the *Fund*) is exempt from complying with section 601ED of the Act, to the extent that it may require the Fund to be registered after the Fund is deregistered under the Act.

Declaration

5. Chapter 5C of the Act applies to MSL in its capacity as the responsible entity of the Fund as if Chapter 5C were modified or varied as follows:
 - (a) omit “.” at the end of paragraph 601PA(2)(c) and substitute “; or”;
 - (b) after paragraph 601PA(2)(c), insert:
 - “(d) all the members of the scheme:
 - (i) agree that the scheme should be deregistered under the Act;
 - (ii) were wholesale clients at the time they acquired (by way of issue or transfer) their interest in the scheme;
 - (iii) are wholesale clients at the time an application for deregistration is lodged under subsection (1); and
 - (iv) are each a body corporate.”

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Where this instrument applies

6. This instrument applies where:
- (a) the Fund has been deregistered under the Act; and
 - (b) all of the interests in the Fund are held by persons who are wholesale clients.

Interpretation

7. In this instrument:

wholesale client has the meaning given by subsection 761G(4) of the Act.

Dated this 12th day of November 2013.



Signed by Charlotte Som
as a delegate of the Australian Securities and Investments Commission

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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 [13-1440].

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

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“9. “eligible offer” means an offer for issue or sale of performance rights in relation to fully-paid shares in an issuer in the same class as shares which have been quoted on the financial market operated by the NASDAQ Stock Market throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period made under an employee share scheme extended only to eligible employees of the issuer;” and

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

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

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

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

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

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

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

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

- (i) the acquisition price in Australian dollars;
- (ii) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the eligible offer; or
- (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar or Australian dollar equivalent of that price were the formula applied at the date of the eligible offer; and

- (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 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;
- 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 International Game Technology 2002 Stock Incentive Plan (under which the performance rights are referred to as restricted stock units), the Offer Letter – RSU and the Restricted Stock Unit Award Agreement, the terms of which are substantially the same as those provided to ASIC on 8 November 2013; and
- (d) *issuer* means International Game Technology, a company incorporated under the laws of the State of Nevada, United States of America and any related body corporate.

Dated this 12th day of November 2013



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

13-1441

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 13-1441.

Commencement

3. This instrument commences on gazettal.

Exemptions

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

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

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- (d) includes an undertaking, and an explanation of the way in which, the issuer who has a registered office in this jurisdiction will, during the period in which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:
 - (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (iv) in the Interpretation, the following definition were inserted:
 - “16A. “performance right” means a conditional right:
 - (a) to be issued or transferred a fully-paid ordinary share in the capital of the issuer; or
 - (b) to receive fully paid ordinary shares with a value equal to the amount of any dividend paid on 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

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- (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 Clorox Company 2005 Stock Incentive Plan (under which the performance rights are referred to as Restricted Stock Units and Performance Shares) and the Australian Supplement the terms of which are substantially in the same form as those provided to ASIC on 9 October 2013; and
- (d) **issuer** means The Clorox Company, a company incorporated under the laws of the State of Delaware, United States of America, and any related body corporate.

Dated this 12th day of November 2013


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

13-1443

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 [13-1443].

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

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"9. "eligible offer" means an offer for issue or sale of performance rights in relation to fully-paid shares in an issuer in the same class as shares which have been quoted on the financial market operated by ASX Limited ACN 008 624 691 throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period made under an employee share scheme extended only to eligible employees of the issuer;"; and

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

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

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

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

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

- (i) employees of the body, or of a related body corporate; or
- (ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate;"; 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 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 scheme of the issuer to vest or to be accepted or exercised;
 - (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
 - (A) an eligible incentive plan offer extended only to eligible employees; and
 - (B) any other employee share scheme extended only to eligible employees of the issuer;
- but disregarding any offer made, option or right acquired or share issued by way of or as a result of:
- (iii) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
 - (iv) an offer that did not need disclosure to investors because of section 708 of the Act; or
 - (v) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or

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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 Dyesol Limited Performance Rights Plan (under which the performance rights are referred to as "Performance Rights"), the Invitation for senior executives, the invitation for senior managers and the Dyesol Performance Rights Plan Booklet, the terms of which are substantially in the same form as those provided to ASIC on 31 October 2013; and
- (d) *issuer* means Dyesol Limited ACN 111 723 883 and any related body corporate.

Dated this 14th day of November 2013



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

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument [13/1444].

Commencement

3. This instrument commences on 13 November 2013.

Declaration

4. Chapter 6 and Chapter 6C of the Act applies to Dick Smith Holdings Limited ACN 166 237 841 (*Dick Smith*) as if section 609 of the Act were modified or varied by adding after subsection (13), as notionally inserted by ASIC Class Order [CO 13/520]:

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

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

"671BA Escrow Agreements

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

Where this instrument applies

5. This instrument applies to the acquisition of a relevant interest in up to 75,679,111 ordinary shares in Dick Smith (*Escrow Shares*) arising as a result of Security Holders holding ordinary shares in Dick Smith that are subject to escrow arrangements (*Escrow Arrangements*) in connection with the proposed listing of Dick Smith on the official list of the ASX and where the Escrow Arrangements:
 - (a) restrict disposal of, but not the exercise of voting rights attaching to, the Escrow Shares;
 - (b) provide that the Escrow Arrangements terminate no later than 30 September 2015;

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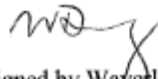
- (c) allow the holder of the relevant Escrow Shares to accept a takeover offer where holders of at least half of the securities in the relevant class of securities to which the takeover offer relates and which are not subject to any escrow arrangement restricting disposal of Dick Smith's securities, have accepted the takeover offer;
- (d) require the shares to be returned to escrow if the above takeover offer does not become unconditional;
- (e) allow the Escrow Shares to be transferred or cancelled as part of a merger by scheme of arrangement under Part 5.1 of the Act.

Interpretation

6. In this instrument:

Security Holders means all shareholders of Dick Smith Sub-Holdings Pty Limited ACN 160 162 925 (*Dick Smith Sub-Holdings*) who are issued fully paid ordinary shares in Dick Smith as part of consideration payable by Dick Smith for the acquisition by Dick Smith of all the equity interests in Dick Smith Sub-Holdings contemporaneously with its initial public offering.

Dated this 13th day of November 2013



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

CORPORATIONS ACT 2001

Section 601CL(4)

ASIC will strike the foreign companies listed below off the register three months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this fifteenth day of November 2013

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

FLOW TRADERS ASIA PTE. LTD.

133 045 137

SYSMEX ASIA PACIFIC PTE LTD

122 443 029

CORPORATIONS ACT 2001

Section 601CL(5)

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

Dated this fifteenth day of November 2013

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

BROADRIDGE CITY NETWORKS ASIA PACIFIC (SINGAPORE) PRIVATE LIMITED	073 818 078
DESTINATION HOME (AUST) LIMITED	107 891 896
GLOBAL ALLIANCE 2010 LIMITED	141 976 767
GLOBAL EXPERIENCE SPECIALISTS, INC.	153 846 149
HAROLD SERGEANT & SONS LTD	002 366 985
TRANSCREST LIMITED	153 118 248

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.

ACOMPLI LIMITED ACN 089 221 885 will change to a proprietary company limited by shares. The new name will be ACOMPLI PTY LTD ACN 089 221 885.

BORAL AUSTRALIAN GYPSUM LIMITED
ACN 004 231 976 will change to a proprietary company limited by shares. The new name will be BORAL AUSTRALIAN GYPSUM PTY LTD ACN 004 231 976.

CROSSLANDS RESOURCES LTD
ACN 061 262 397 will change to a proprietary company limited by shares. The new name will be CROSSLANDS RESOURCES PTY LTD ACN 061 262 397.

ELDERS INSURANCE LTD ACN 081 106 505 will change to a proprietary company limited by shares. The new name will be ELDERS INSURANCE PTY LIMITED ACN 081 106 505.

FSP PORTFOLIO ADMINISTRATION LTD
ACN 093 403 608 will change to a proprietary company limited by shares. The new name will be FSP PORTFOLIO ADMINISTRATION PTY LIMITED ACN 093 403 608.

GLOBAL SKILL EXCHANGE LTD
ACN 129 590 656 will change to a proprietary company limited by shares. The new name will be GLOBAL SKILL EXCHANGE PTY LTD ACN 129 590 656.

HILTON CENTRAL LTD ACN 134 224 856 will change to a proprietary company limited by shares. The new name will be HILTON CENTRAL PTY LTD ACN 134 224 856.

METROPOLITAN CAPITAL PROPERTY LTD
ACN 123 472 659 will change to a proprietary company limited by shares. The new name will be METROPOLITAN CAPITAL PROPERTY PTY LTD ACN 123 472 659.

STAVELY MINERALS PTY LTD
ACN 119 826 907 will change to a public company limited by shares. The new name will be STAVELY MINERALS LIMITED ACN 119 826 907.