



ASIC

Australian Securities &
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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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13-1350

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

Enabling Legislation

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

Title

2. This instrument is ASIC Instrument 13-1350.

Commencement

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

Exemptions

4. The following persons do not have to comply with subsection 606(1) of the Act:
 1. NEC SaleCo Pty Limited ACN 166 188 638 (*Sale Facility Operator*);
 2. Mr David Gyngell, as sole shareholder of the Sale Facility Operator;
 3. Nine Entertainment Co. Holdings Limited ACN 122 203 892 (*Company*);
 4. Apollo; and
 5. Oaktree,(each, an *Applicant*).

Where this instrument applies

5. This instrument applies where:
 - (a) the acquisition of a relevant interest in Shares from a Selling Shareholder occurs as a result of the Selling Shareholder participating in a facility or other arrangement established by the Sale Facility Operator and the Company under which:
 - (i) the Selling Shareholder sells or transfers their Shares to the Sale Facility Operator and agrees not to dispose of their Shares;
 - (ii) the Sale Facility Operator sells or transfers the Shares under offers made under the IPO prospectus; and
 - (iii) the Sale Facility Operator provides consideration to Selling Shareholders for the sale or transfer referred to in paragraph (i) which is referable to the consideration received by the Sale Facility Operator for the sale or transfer referred to in paragraph (ii),

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including, without limitation, the entry into a deed providing for the sale or transfer of Shares to the Sale Facility Operator on the above terms.

- (b) Each Applicant will cease to have a relevant interest in Shares which the Sale Facility Operator acquired under the facility or arrangement described in paragraph (a) above by the earlier of:
- (i) the date on which Shares are issued or sold (as the case may be) under an offer of Shares for issue or sale (as the case may be) in respect of which the IPO Prospectus is lodged with ASIC; and
 - (ii) 30 days from the date the Sale Facility Operator acquires legal title to the Shares under the facility or arrangement from Selling Shareholders;
- (c) the Sale Facility Operator does not sell a Share to a person if it knows or believes that person would contravene section 606 of the Act by acquiring the Share;
- (d) the Sale Facility Operator does not exercise any voting rights attaching to Shares which it acquires under the facility or arrangement described in paragraph (a), without ASIC's consent; and
- (e) The Company and the Sale Facility Operator uses their best endeavours to obtain as wide a placement of the Shares as practicable.

Interpretation

6. In this instrument:

Apollo means Apollo Management L.P., any funds advised or managed by Apollo Management L.P. (as well as entities controlled by those entities) who, directly or indirectly, hold Shares, or associates of, Apollo Management L.P.

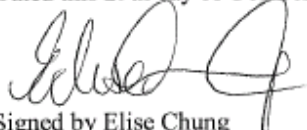
IPO means the initial public offering of ordinary shares in the Company.

Oaktree means Oaktree Capital Management L.P., any funds advised or managed by Oaktree Capital Management L.P. (as well as entities controlled by those entities) who, directly or indirectly, hold Shares, or associates of, Oaktree Capital Management L.P.

Selling Shareholder means a holder of Shares, who elects to sell their Shares to the Sale Facility Operator, who in turn will sell those Shares as part of the IPO.

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

Dated this 29th day of October 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 2011 – Subsection 601QA(1) – Declaration

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1403.

Commencement

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

Declaration

4. Chapter 5C of the Act applies to Australian Unity Property Funds Management Limited ACN 085 352 405 (the *responsible entity*) in its capacity as the responsible entity of the Australian Unity Diversified Property Fund ARSN 119 620 674, AUDPF No. 1 Trust ARSN 106 724 038 and AUDPF No. 2 Trust ARSN 119 620 790 (the *scheme*) as if section 601FL were modified or varied as follows:

- (a) in subsection (1) omit all the text after the word “it”, substitute:
“must either:
 - (a) call a members’ meeting to explain its reason for wanting to retire and to enable the members to vote on a resolution (which must be an extraordinary resolution if the scheme is not listed) to choose a company to be the new responsible entity; or
 - (b) propose a related body corporate of the responsible entity to be the new responsible entity in accordance with subsection (1A).”;
- (b) after subsection (1) insert:
“(1A) The requirements for proposing a related body corporate (the *proposed responsible entity*) to be the new responsible entity are as follows:
 - (a) The responsible entity must give members of the scheme notice of a proposal to choose the proposed responsible entity, to be the scheme’s new responsible entity.
 - (b) The notice to members must:
 - (i) set out the following information:
 - (A) the responsible entity’s reasons for wanting to retire;
 - (B) such information as can reasonably be expected to be material to a member in forming a view as to the choice of the proposed responsible entity;

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- (C) information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur;
 - (D) how members can access on the responsible entity's website current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur; and
 - (ii) state prominently that if:
 - (A) members who together hold at least 5% of the total value of the interests held by members; or
 - (B) 100 members,who would be entitled to vote if the proposal were put as a proposed resolution to a meeting of members under paragraph (1)(a), ask for a vote on the choice of the proposed responsible entity by giving written notice received by the responsible entity within 21 days from the date of the notice is sent, the responsible entity will either arrange a postal vote or convene a meeting to vote on a resolution for the choice of the proposed responsible entity; and
 - (iii) be accompanied by a form which can be ticked to ask for a vote; and
 - (iv) state prominently a reply paid address of the responsible entity to which the form may be sent.
- (c) The responsible entity must prominently disclose on its website current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur.
 - (d) If sufficient members ask for a vote in accordance with the notice, the responsible entity must arrange for a postal vote or, if the responsible entity chooses, convene a meeting in accordance with Part 2G.4 to vote on the choice of the proposed responsible entity as soon as possible.
 - (e) If there is a postal vote:
 - (i) a voting paper must be sent to each member stating a reply paid address of the responsible entity to which the voting paper may be sent; and
 - (ii) the responsible entity must notify the members in, or in a document accompanying, the voting paper that:
 - (A) the proposed responsible entity will be chosen as the new responsible entity if at least 50% of the total votes that are cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the choice; and

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- (B) only votes received by the responsible entity within 28 days after the issue of the voting paper will be counted.
- (f) If a meeting is convened the resolution to choose the new responsible entity must be an extraordinary resolution if the scheme is not listed.”
- (c) after subsection (2), insert:
- “(2A) If a postal vote is arranged under paragraph (1A)(d) and at least 50% of the total votes cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the proposed responsible entity, that entity is taken for the purposes of subsection (2) to have been chosen by a resolution of members on the last day on which postal votes may be received in order to be counted.
- (2B) If:
- (a) a related body corporate is proposed to be the new responsible entity in accordance with subsection (1A); and
- (b) insufficient members ask for a vote to choose the entity in accordance with the notice referred to in paragraph (1A)(b); and
- (c) the entity has consented in writing to becoming the scheme's responsible entity,
- then:
- (d) as soon as practicable and in any event within 2 business days after the end of the period in which a member may ask for such a vote, the current responsible entity must lodge a notice with ASIC asking it to alter the record of a scheme's registration to name the proposed responsible entity as the scheme's responsible entity; and
- (e) The notice must be accompanied by a certificate from the current responsible entity that it reasonably considers that the appointment of the proposed responsible entity would be in the best interests of the members with a summary of the responsible entity's reasons as to why this is the case.
- (f) unless ASIC reasonably believes that the appointment of the proposed responsible entity would not be in the best interests of members, ASIC must comply with the notice as soon as practicable after the notice and summary are lodged.”.

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Where this declaration applies

6. This declaration applies where Australian Unity Property Limited ACN 079 538 499 has consented in writing to becoming the new responsible entity of the scheme.
7. This declaration ceases to apply on 6 March 2014.

Dated this 15th day of November 2013



Signed by Anne Phelan

as a delegate of the Australian Securities and Investments Commission

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

Enabling provisions

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

Title

2. This instrument is ASIC Instrument 13-1404.

Commencement

3. This instrument commences on 5 November 2013.

Exemption

4. AMP Limited (ACN 079 354 519) does not have to comply with Division 5A of Part 7.9 of the Act for offers it makes to purchase AMP Notes from Eligible AMP Notes holders or invitations it gives to Eligible AMP Notes holders to make offers to sell AMP Notes to AMP Limited on the condition that the sale proceeds will be used to fund their subscription for subordinated notes issued by AMP Limited (*Reinvestment Offer*) as described in a prospectus lodged by AMP Limited with ASIC on or about 6 November 2013 (*Prospectus*).

Conditions of the relief

5. In order to rely on the exemption in paragraph 4, AMP Limited must give or send to each Eligible AMP Notes holder a copy of the Prospectus which complies with paragraph 6, by:
 - (a) giving the Prospectus to the Eligible AMP Notes holder personally; or
 - (b) sending the Prospectus:
 - (i) by post to the address for the Eligible AMP Notes holder in the AMPGFS Register or an alternative address (if any) nominated by the Eligible AMP Notes holder; or
 - (ii) to the fax number or electronic address (if any) nominated by the Eligible AMP Notes holder.
6. The Prospectus:

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- (a) must contain the following statements and information:
- (i) a statement that the Reinvestment Offer is open until the closing date set out in the Prospectus; and
 - (ii) information about the minimum and maximum number (if any) of AMP Notes an Eligible AMP Notes holder can sell through the Reinvestment Offer; and
 - (iii) a statement that the market price of AMP Notes is subject to change from time to time; and
 - (iv) a statement that an Eligible AMP Notes holder may be able to sell or dispose of their AMP Notes at a price higher or lower than the price they would receive if they were to sell their AMP Notes through the Reinvestment Offer; and
 - (v) information about how to obtain up-to-date information on the market price of AMP Notes; and
 - (vi) information about any other significant characteristics or features of the Reinvestment Offer or of the rights and obligations of Eligible AMP Notes holders who elect to participate in the Reinvestment Offer; and
 - (vii) information about any alternatives that the Eligible AMP Notes holder may have to participating in the Reinvestment Offer.

Interpretation

In this instrument:

AMP Notes means the Australian dollar tranche of the subordinated notes issued by AMP Group Finance Services Limited (ACN 084 247 914) (**AMPGFS**) on 9 April 2009.

AMPGFS Register means the register of noteholders of AMPGFS required to be set up and maintained under section 171 of the Act.

Eligible AMP Notes holder has the meaning given in the Prospectus.

Dated 5 November 2013



Signed by Fiona Laidlaw
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 13-1447.

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;
 - (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 the definition of an “eligible offer” in paragraph 9 of the Interpretation was 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 immediately before the offer without suspension for more than a total of 2 trading days during that period, made under an employee share scheme extended only to eligible employees of the issuer;” and

- (c) would meet the requirements of the class order if, in the Interpretation, the following definition was inserted:

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

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

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

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

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

- (d) would meet the requirements of the class order if, in the definition of an “offer document” in paragraph 15 of the Interpretation, subparagraphs (c) and (d) were to read:

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

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

- (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

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which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:

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

“16A. “performance right” means a conditional right to be issued or transferred a fully-paid ordinary share in the capital of the issuer;”.

Conditions

9. The issuer can only rely on the exemptions in this instrument if the issuer complies with the following conditions:
- (a) the conditions of the class order (excluding the condition specified in paragraph 3 of the Schedule to the class order) as expressed to apply to them;
 - (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with a performance right, the subject of an eligible incentive plan offer, when aggregated with:
 - (i) the number of shares in the same class which would be issued were each outstanding offer with respect to shares, units of shares and options to acquire unissued shares under any other employee share scheme of the issuer to be accepted or exercised;
 - (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
 - (A) an eligible incentive plan offer extended only to eligible employees; and
 - (B) any other employee share scheme extended only to eligible employees of the issuer;
- but disregarding any offer made, option or right acquired or share issued by way of or as a result of:
- (iii) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or

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

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

- (c) where eligible offers are made within the first 3 months of the issuer being admitted to the official list of the Australian Securities Exchange, the issuer must provide, or make available, to eligible employees the replacement prospectus lodged with ASIC on 8 November 2013.

Interpretation

In this instrument:

- (a) unless a contrary intention appears, a word and phrase used in this instrument has the same meaning as it has in the class order;
- (b) *class order* means ASIC Class Order [CO 03/184] as in force on the date of this instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the *Legislative Instruments Act 2003*;

eligible incentive plan offer means an offer for the issue or sale of performance rights, made under an arrangement known as the Nine Entertainment Co. Holdings Limited Performance Rights Plan, the terms of which are substantially in the same form as those provided to ASIC on 8 October 2013.

issuer means Nine Entertainment Co. Holdings Limited ACN 122 203 892 and any related body corporate.

Dated this 15th day of November 2013



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

13-1450

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1450.

Commencement

3. This instrument commences on 3 December 2013.

Revocation

4. ASIC Instrument 11-1240 dated 3 January 2012 is revoked.

Exemptions

5. PRE Services Limited ACN 115 967 087 (to be renamed The Trust Company (Sydney Airport) Limited) (the *SATI RE*) in its capacity as the responsible entity of Sydney Airport Trust 1 ARSN 099 597 921 (*SATI*) is exempt from paragraph 601FC(1)(d) of the Act, to the extent that it requires the responsible entity of a registered scheme to treat members who hold interests of the same class equally.

Where this instrument applies

6. Where SATI RE acts in accordance with the constitution of SATI that permits it to:
 - (a) require an Unacceptable Holder to dispose of SYD Stapled Securities; or
 - (b) dispose of SYD Stapled Securities held by an Unacceptable Holder on their behalf;in order:
 - (i) that an Unacceptable Ownership Situation does not arise in any Airport Investment of SATI or the Company; or

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- (ii) to avoid SAT1 RE or the Company becoming a Foreign Person under the Ownership Provisions; or
- (iii) to avoid any breach or potential breach of the Ownership Provisions in relation to any Airport Investment of SAT1, SAT1 RE or the Company.

Conditions of the relief

7. The SAT1 RE reasonably concludes and documents its conclusion in writing that it would be in the best interests of holders of SYD Stapled Securities to exclude Unacceptable Holders from holding SYD Stapled Securities;
8. Any Product Disclosure Statement for units in SAT1, or disclosure document for shares in the Company, that is required to be given under the Act discloses the disposal mechanisms provided for by this instrument;
9. The SAT1 RE forwards to Unacceptable Holders as soon as reasonably practicable the proceeds upon disposal of SYD Stapled Securities subject to any allowable deductions for all reasonable costs and expenses of, or incidental to, the disposal of SYD Stapled Securities;
10. SYD Stapled Securities are classified as 'FOR Financial Products' as defined in the ASX Settlement Operating Rules; and
11. A summary of all information regarding the ownership restrictions in the Ownership Provisions is provided to all holders of SYD Stapled Securities in:
 - (a) an announcement on ASX within 7 days of the date of this instrument;
 - (b) the annual financial reports and half-year financial reports that are required to be sent to members under the Act or the ASX Listing Rules; and
 - (c) the New Investor Packs.

Interpretation

In this instrument:

Airport Investment means any direct or indirect investment by SAT1 or the Company in or in connection with an airport operator company (as defined in the Ownership Provisions) or the holding company of an airport operator company.

ASX means the financial market operated by ASX Limited ACN 008 624 691.

ASX Listing Rules means the listing rules of ASX, as amended or replaced from time to time except to the extent of any express written waiver by ASX.

Company means Sydney Airport Limited ACN 165 056 360.

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Foreign Person has the same meaning as in the Ownership Provisions.

Foreign Ownership Trigger means the percentage that is specified and notified by the SAT1 RE to members of SAT1 from time to time, and which must not exceed the maximum total Stake in SAT1 or the Company that may be held in aggregate by all Foreign Persons, and the maximum Stake in SAT1 or the Company held by a single Foreign Person, that is permitted by the Ownership Provisions.

New Investor Pack means the documents that SAT1 RE or the Company sends to a person after that person has acquired SYD Stapled Securities on the ASX for the first time.

Ownership Provisions means Part 3 of, and the Schedule to, the *Airports Act 1996* (Cth) and the regulations and statutory instruments made under the *Airports Act 1996* (Cth) amending or affecting the interpretation of Part 3 of, and the Schedule to, the *Airports Act 1996* (Cth).

Stake has the meaning given in the Ownership Provisions.

SYD Stapled Securities means stapled securities each comprised of one unit in SAT1 and one share in the Company, which must be transferred together.

Unacceptable Airline-Ownership Situation has the same meaning as in the Ownership Provisions.

Unacceptable Cross-Ownership Situation has the same meaning as in the Ownership Provisions.

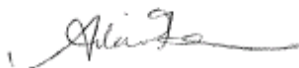
Unacceptable Foreign-Ownership Situation has the same meaning as in the Ownership Provisions.

Unacceptable Holder means a holder of SYD Stapled Securities whose holding of SYD Stapled Securities has resulted or is likely to result, in SAT1 RE's reasonable conclusion (as documented in accordance with paragraph 6 of this instrument), in one or more of the following:

- (a) the Foreign Ownership Trigger being exceeded;
- (b) the Unacceptable Cross-Ownership Situation occurring in respect of SAT1, the Company or any Airport Investment of SAT1 or the Company; or
- (c) an Unacceptable Airline-Ownership Situation occurring in respect of SAT1, the Company or any Airport Investment of SAT1 or the Company.

Unacceptable Ownership Situation means an Unacceptable Airline-Ownership Situation, Unacceptable Cross-Ownership Situation or an Unacceptable Foreign-Ownership Situation.

Dated this 15th day of November 2013



Signed by Aileen Tse
as a delegate of the Australian Securities and Investments Commission

13-1451

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1451.

Commencement

3. This instrument commences on 15 November 2013.

Declaration

4. Chapter 5C of the Act applies to Sydney Airport Holdings Limited ACN 075 295 760 (the *responsible entity*) in its capacity as the responsible entity of Sydney Airport Trust 2 ARSN 099 597 896 (the *Scheme*) as if section 601FL were modified or varied as follows:

- (a) in subsection (1) omit all the text after the word "it", substitute:

"must either:

- (a) call a members' meeting to explain its reason for wanting to retire and to enable the members to vote on a resolution (which must be an extraordinary resolution if the scheme is not listed) to choose a company to be the new responsible entity; or
- (b) where the scheme only has one member (*single member*), propose a company (the *proposed responsible entity*) to be the new responsible entity in accordance with subsection (1A).";

- (b) after subsection (1) insert:

"(1A) The responsible entity can retire and the proposed responsible entity can become the new responsible entity if all of the following requirements are met:

- (a) the proposed responsible entity must provide its consent in writing to become the scheme's responsible entity;
- (b) the responsible entity must provide the single member with:

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- (i) notice of a proposal to choose the proposed responsible entity to be the scheme's new responsible entity;
 - (ii) sufficient information to explain its reason for wanting to retire and to enable the single member to decide whether to consent to the appointment of the proposed responsible entity as the new responsible entity;
- (c) the single member must consent in writing to the retirement of the responsible entity and choose the proposed responsible entity to be the new responsible entity;
- (d) as soon as practicable and in any event within 2 business days after the single member has given its written consent, the responsible entity must lodge a notice with ASIC asking it to alter the record of the scheme's registration to name the proposed responsible entity as the scheme's responsible entity; and
- (e) ASIC must comply with the notice when it is lodged.
- (1B) The responsible entity must arrange for a vote within a reasonable time under paragraph (1)(a) on the choice of the proposed responsible entity, unless the single member gives their prior consent in writing to choose the proposed responsible entity without a meeting being held under paragraph (1)(a)."

Where this declaration applies

5. This instrument applies where PRE Services Limited ACN 115 967 087 (to be renamed The Trust Company (Sydney Airport) Limited) has consented in writing to becoming the new responsible entity of the Scheme and the only member of the Scheme is Sydney Airport Limited ACN 165 056 360.
6. This declaration ceases to apply on 30 March 2014.

Dated this 15th day of November 2013



Signed by Aileen Tse
as a delegate of the Australian Securities and Investments Commission

13-1452

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1452.

Commencement

3. This instrument commences upon execution.

Exemption

4. Sydney Airport Limited ACN 165 056 360 (*SAL*) is exempt from complying with Division 5A of Part 7.9 of the Act.

Where this instrument applies

5. This instrument applies in relation to any unsolicited offer or invitation made to holders of Existing Stapled Securities to purchase or make an offer to sell interests in SAT2 where the unsolicited offer or invitation is made in the Explanatory Memorandum.
6. This instrument ceases to apply on 30 March 2014.

Interpretation

In this instrument:

Existing Stapled Security means an interest in Sydney Airport Trust 1 ARSN 099 597 921 and an interest in Sydney Airport Trust 2 ARSN 099 597 896 (*SAT2*) which, under the terms on which each is to be traded, must be transferred together.

Explanatory Memorandum means the explanatory memorandum in respect of the Scheme which is substantially in the same form as that provided to ASIC on or about 25 October 2013.

Scheme means the arrangement under which SAL proposes to acquire all of the interests in SAT2 where the acquisition is approved by resolutions passed at a meeting of the members of SAT2:

13-1452

- (a) to approve amendments to the constitution of SAT2 under subsection 601GC(1) of the Act; and
- (b) under item 7 of section 611 of the Act.

Dated this 15th day of November 2013.



Signed by Aileen Tse
as a delegate of the Australian Securities and Investments Commission

13-1453

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 951B(1)(a) – Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 951B(1)(a) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 13-1453.

Commencement

3. This instrument commences upon execution.

Exemption

4. Sydney Airport Holdings Limited ACN 075 295 760 (*SAHL*) in its capacities as the responsible entity of Sydney Airport Trust 1 ARSN 099 597 921 (*SAT1*) and the responsible entity of Sydney Airport Trust 2 ARSN 099 597 896 (*SAT2*) does not have to comply with Division 2 of Part 7.7 of the Act.

Where this instrument applies

5. The exemption in paragraph 4 applies where SAHL provides or gives financial product advice to holders of Existing Stapled Securities where:
 - (a) that advice is General Advice;
 - (b) that advice is provided in connection with the Scheme; and
 - (c) that advice is contained in the Explanatory Memorandum.
6. This instrument ceases to apply on 30 March 2014.

Interpretation

In this instrument:

Existing Stapled Security means an interest in SAT1 and an interest in SAT2 which, under the terms on which each is to be traded, must be transferred together.

13-1453

Explanatory Memorandum means the explanatory memorandum in respect of the Scheme which is substantially in the same form as that provided to ASIC on or about 25 October 2013.

General Advice has the meaning given by subsection 766B(4) of the Act.

Scheme means the arrangement under which Sydney Airport Limited ACN 165 056 360 proposes to acquire all of the interests in SAT2 where the acquisition is approved by resolutions passed at a meeting of the members of SAT2:

- (a) to approve amendments to the constitution of SAT2 under subsection 601GC(1) of the Act; and
- (b) under item 7 of section 611 of the Act.

Dated this 15th day of November 2013.



Signed by Aileen Tse
as a delegate of the Australian Securities and Investments Commission

13-1454

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 911A(2)(l) – Exemption**

Enabling legislation

1. 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 13-1454.

Commencement

3. This instrument commences on gazettal.

Exemptions

4. Sydney Airport Limited ACN 165 056 360 (*SAL*) is exempt from Part 7.6 of the Act where it provides financial product advice in connection with the Scheme.

Where this instrument applies

5. This instrument applies where SAL provides financial product advice where that advice is general advice contained in the Explanatory Memorandum.
6. This instrument ceases to apply on 30 March 2014.

Interpretation

In this instrument:

Explanatory Memorandum means the explanatory memorandum in respect of the Scheme which is substantially in the same form as that provided to ASIC on or about 25 October 2013.

Scheme means the arrangement under which SAL proposes to acquire all of the interests in Sydney Airport Trust 2 ARSN 099 597 896 (*SAT2*) where the acquisition is approved by resolutions passed at a meeting of the members of SAT2:

- (a) to approve amendments to the constitution of SAT2 under subsection 601GC(1) of the Act; and
- (b) under item 7 of section 611 of the Act.

Dated this 15th day of November 2013



Signed by Aileen Tse
as a delegate of the Australian Securities and Investments Commission

13-1457

**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 declaration under paragraph 741(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument [13-1457].

Commencement

3. This instrument commences on 15th November 2013.

Declarations

4. Chapter 6D of the Act applies to an offer for sale of ordinary shares (*Shares*) in VA Australia Holdings Limited ACN 124 306 958 (*Company*) as if section 707 was modified or varied by omitting subsections 707(3) and (4) and substituting:

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

- (a) without disclosure to investors under this Part; and
- (b) with the purpose of the person to whom they were issued:
 - (i) selling or transferring them; or
 - (ii) granting, issuing or transferring interests in, or options or warrants over, them;

and sections 708 and 708A do not say otherwise.

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

Where this instrument applies

5. This declaration only applies to an offer for sale of Shares in the Company where:

13-1457

- (a) the Shares were issued by the Company to institutional investors to whom disclosure is not required under Chapter 6D of the Act in connection with a front-end bookbuild process conducted to set the offer price for Shares under the Company's initial public offer (*Institutional Shares*);
- (b) a prospectus (*Prospectus*) was lodged with ASIC in relation to Shares in the same class as the Institutional Shares, not more than 4 weeks prior to the issue by the Company of the Institutional Shares;
- (c) the offer for sale of Institutional Shares is within 12 months after those Institutional Shares were issued; and
- (d) the Shares are in a class of securities that are quoted securities of the Company listed on the financial market operated by ASX Limited ACN 008 624 691.

Dated this 15th day of November 2013



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

13-1458

**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 [13-1458].

Commencement

3. This instrument commences on 15th November 2013.

Declarations

4. Chapter 6 and Chapter 6C of the Act applies to VA Australia Holdings Limited ACN 124 306 958 (*Company*) as if:

- (a) section 609 of the Act were modified or varied by adding 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 were further modified or varied inserting the following section after 671B(7), as notionally inserted by [CO 13/520]:

“671B(8) 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).”

Where this instrument applies

5. This instrument applies to an acquisition of a relevant interest in securities of the Company (*Escrowed Securities*) arising as a result of the Company entering into one or more voluntary escrow arrangements (each an *Escrow Arrangement*)

13-1458

between the Company and any one or more holders of Escrowed Securities (*Security Holders*) where each Escrow Arrangement:

- (a) is in connection with the proposed listing of the Company's securities on the official list of the financial market operated by Australian Securities Exchange Limited ACN 008 624 691 (*ASX*);
- (b) restricts disposal of, but not the exercise of voting rights attaching to, the Escrowed Securities;
- (c) terminates no later than 24 months after the Company is admitted to the official list of the financial market operated by ASX;
- (d) allows the Security Holders of the relevant Escrowed Securities to accept into a takeover bid where holders of at least half of the bid class securities to which the offer under which the bid relates and which are not subject to the Escrow Arrangements, have accepted the bid;
- (e) requires the Escrowed Securities to be returned to escrow if the above bid does not become unconditional;
- (f) allows the Escrowed Securities to be transferred or cancelled as part of a merger by way of a compromise or scheme of arrangement under Part 5.1 of the Act; and
- (g) is substantially the same as the draft voluntary escrow deed provided to ASIC on 23 October 2013.

Dated this 15th day of November 2013



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

13-1460

**Australian Securities and Investments Commission
Corporations Act 2001 - Paragraph 601QA(1)(b) and 1020F(1)(a) – Exemption
and Declaration**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1460.

Commencement

3. This instrument commences upon execution.

Declaration

4. Chapter 5C of the Act applies to Arena Investment Management Limited (ACN 077 235 879) (*AIML*) in its capacity as responsible entity of the Sydney Healthcare Trust ARSN 101 067 878 (*SHCT*) as if Part 5C.6 of the Act were modified or varied as follows:
 - (a) Omitting the number '21' and substituting '19' in its place in paragraph 601KB(3)(a).

Exemption

5. *AIML* in its capacity as responsible entity of *SHCT* is exempt from complying with Division 5A of Part 7.9 of the Act.

Where this instrument applies

6. *AIML* makes a withdrawal offer to members of *SHCT* to redeem part or all of their interests where:
 - (a) the withdrawal offer is made on the terms set out in the Disclosure Document and Explanatory Memorandum in respect of the Transaction;
 - (b) *AIML* gives each member of *SHCT* a copy of the Disclosure Document; and
 - (c) members of *SHCT* and Arena REIT ARSN 106 891 641 (*ARF*) by resolutions on or around 9 December 2013 approve amendments to the constitutions of *SHCT* and *ARF* in respect of the Transaction.

13-1460

7. This instrument applies in relation to any unsolicited offer or invitation made to holders of units of SHCT, to purchase or make an offer to sell where the unsolicited offer or invitation is made in the Disclosure Document or the Explanatory Memorandum in respect of the Transaction.

Interpretation

Disclosure Document means the product disclosure statement issued by AIML on or about 1 November 2013.

Explanatory Memorandum means the notice of meeting and explanatory memorandum issued by AIML in its capacity as the responsible entity of SHCT and ARF, provided to ASIC on or about 31 October 2013.

Stapled Securities means a unit in SHCT and a unit in ARF which must, on the terms on which they are traded, only be transferred together on the Australian Securities Exchange.

Transaction means the transaction comprising the stapling of the units in SHCT and ARF and the offer of those securities as Stapled Securities under the terms and circumstances detailed in the Explanatory Memorandum and Disclosure Document, where the stapling and offer are approved by resolutions passed at a meeting of members of SHCT and ARF on or around 9 December 2013 to amend the constitutions of SHCT and ARF.

Dated this 15th day of November 2013.



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

13-1461

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1461.

Commencement

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

Exemption

4. The Issuer does not have to comply with Parts 6D.2 and 6D.3 of the Act.

Declaration

5. Chapter 6D.2 of the Act applies to each holder of New Stapled Securities as if section 707 of the Act were modified or varied:

- (a) By omitting subsection 707(3), and substituting:

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

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

- (b) with the purpose of the person to whom they were issued selling or transferring them, or granting, issuing or transferring interests in, or options or warrants over, them;

and section 708 or 708A does not say otherwise.”; and

- (b) by omitting subsection 707(4), and substituting:

“(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.”

13-1461

When this instrument applies

6. The exemption in paragraph 4 of this instrument applies to an offer of shares in the Issuer under, or in connection with, the Trust Scheme to persons who hold Existing Stapled Securities at the record date and in respect of which an Explanatory Memorandum is given.
7. The declaration in paragraph 5 of this instrument applies to any offer of New Stapled Securities for sale where the component shares in the Issuer were issued under, or in connection with, the Trust Scheme and the offer for sale is made within 12 months after the issue of the shares in the Issuer.

Interpretation

8. In this instrument:

Existing Stapled Securities means an ordinary interest in SAT1 and an ordinary interest in SAT2 which, on the terms on which they are traded on ASX, must only be transferred together.

Explanatory Memorandum means an explanatory memorandum issued by Sydney Airport Holdings Limited ACN 075 295 760 to holders of Existing Stapled Securities, substantially in the form provided to ASIC on 25 October 2013 containing all material information in relation to the Trust Scheme.

Issuer means Sydney Airport Limited ACN 165 056 360.

New Stapled Securities means an ordinary interest in SAT1 and an ordinary share in the Issuer which must, on the terms on which they are traded on ASX, only be transferred together.

record date means 7.00pm (Sydney time) on Monday, 2 December 2013.

SAT1 means Sydney Airport Trust 1 ARSN 099 597 921.

SAT2 means Sydney Airport Trust 2 ARSN 099 597 896.

Trust Scheme means an arrangement under which the Issuer proposes to acquire all the ordinary interests in SAT2, where the acquisition is approved by a resolution under item 7 of section 611 (as modified by ASIC Instrument 13-1463) passed at a meeting of securityholders of SAT2, to be held on or about 22 November 2013.

13-1461

Dated this 15th day of November 2013



Signed by Elise Chung

As a delegate of the Australian Securities and Investments Commission

13-1463

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1463.

Commencement

3. This instrument commences on the date it is signed

Declaration

4. Chapter 6 of the Act applies to Sydney Airport Limited ACN 165 056 360 (*SAL*) as if item 7 of section 611 of the Act were modified or varied by omitting paragraph (a) and substituting the following paragraph:

“(a) no votes are cast in favour of the resolution by the person proposing to make the acquisition and their associates (unless the associate is a custodian, nominee, trustee, responsible entity or other fiduciary which has received a specific instruction from a third party beneficiary, who is not an associate of the person, directing the associate how to vote); and”.

Where this instrument applies

5. This instrument applies to *SAL*'s acquisition of all the ordinary interests in *SAT2* under the Trust Scheme.

Interpretation

6. In this instrument:

SAT2 means Sydney Airport Trust 2 ARSN 099 597 896.

Trust Scheme means an arrangement under which *SAL* proposes to acquire all of the ordinary interests in *SAT2*, where the acquisition is approved by a resolution under item 7 of section 611 of the Act (as modified by this instrument) passed at a meeting of securityholders of *SAT2* to be held on or about 22 November 2013.

13-1463

Dated this 15th day of November 2013



Signed by Elise Chung

as a delegate of the Australian Securities and Investments Commission

13-1464

**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 13-1464.

Commencement

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

Declaration

4. Part 6D.2 of the Act applies to each holder of ordinary shares in Nine Entertainment Co. Holdings Limited ACN 122 203 892 (*Company*) as if section 707 of the Act were modified or varied:

- (a) by omitting subsection 707(3), and substituting:

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

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

(b) with the purpose of the person to whom they were issued selling or transferring them, or granting, issuing or transferring interests in, or options or warrants over, them;

and section 708 or 708A does not say otherwise.”; and

- (b) by omitting subsection 707(4), and substituting:

“(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.”

13-1464

Where this instrument applies

5. This declaration applies where:
- (a) a shareholder of the Company makes an offer of ordinary shares in the Company (*Shares*) for sale within the first 12 months from the date the Shares were issued;
 - (b) the Shares were issued to holders of Restricted Share Units (*RSUs*) granted on or around 6 February 2013 under the Restricted Share Unit Plan (*Plan*), in connection with the winding up of the Plan where the RSUs will be cancelled;
 - (c) the Shares were issued within the first two weeks of the Company being admitted to the official list of the Australian Securities Exchange.

Dated this 18th day of November 2013



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

13-1465

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument [13-1465].

Commencement

3. This instrument commences on 18 November 2013.

Declaration

4. Chapter 6D of the Act applies to a holder of ordinary shares in Air New Zealand Limited ARBN 000 312 685 (*Air New Zealand*) as if section 708A of the Act were modified or varied as follows:
 - (a) omit paragraph (1A)(b), substitute:

“(b) the securities were not sold by the controller with the purpose referred to in subparagraph 707(5)(c)(i) (other than a sale of the securities to NZX Firms for the purpose of transfer of the securities by NZX Firms to other persons); and”;
 - (b) after subsection (1A) insert:

“(1AA) For the purposes of subsection (1A), *NZX Firms* has the same meaning as in the NZX Limited Participant Rules as in force at the date of commencement of this subsection.”;
 - (c) omit paragraph (5)(c), substitute:

“(c) the controller is not aware that an exemption under section 111AS or 111AT covered the body, or any person as director or auditor of the body, at any time during the relevant period referred to in paragraph (b); and”;
 - (d) omit paragraph (5)(d);
 - (e) omit subparagraph 5(e)(ii), substitute:

“(ii) if this section applies because of subsection (1A)—the controller gives the relevant market operator for the body a

13-1465

notice that complies with subsection (6) before the sale offer is made.”;

(f) omit paragraph (6)(d), substitute:

“(d) states that, as at the date of the notice, the controller is not aware that the body has failed to comply with section 674; and”; and

(g) omit paragraph (6)(e), substitute:

“(e) states that the controller is not aware of any information that is excluded information as at the date of the notice (see subsections (7) and (8)).

For the purposes of the statements in paragraphs (d) and (e) of this subsection, the awareness of the controller is limited to the actual awareness of information of those employees, contractors, Ministers, officials or other agents of the controller who, prior to the date of the notice, took part in the decision of the controller to sell the relevant securities.”.

Where this instrument applies

5. This instrument applies to a sale offer of ordinary shares in Air New Zealand made within 12 months after their sale by the Crown in the right of New Zealand (the **Crown**) of up to approximately 27.5% of their approximately 73% shareholding in Air New Zealand (representing up to approximately 20% of all ordinary shares in Air New Zealand) through an off-market sale process conducted on or about 18 November 2013.
6. Despite paragraph 5, this instrument does not apply to a sale offer of ordinary shares in Air New Zealand made within 12 months after a sale or transfer of the shares by a person other than the Crown who:
 - (a) controls Air New Zealand; and
 - (b) 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
 - (c) did not give disclosure to investors under Part 6D.2 of the Act because of section 708 of the Act.

Dated this 18th day of November 2013



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



13-1468

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: DUET Management Company 1 Limited
ACN: 108 013 672 ("the Licensee")
Level 15, 55 Hunter Street
Sydney NSW 2000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 269286 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 18th 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



13-1469

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Three Fish Asset Management Pty Ltd
ACN: 156 301 889 ("the Licensee")
Level 2, 121 Flinders Lane
Melbourne VIC 3000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 423986 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 18th 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



13-1470

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Parkside Insurance Brokers Pty Ltd
ACN: 077 144 560 ("the Licensee")
c/- Harden East & Conti
Level 1, 20 Kings Park Road
West Perth WA 6005

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 246886 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 18th November, 2013.

Signed

A handwritten signature in black ink, appearing to be 'JK' followed by a long horizontal stroke.

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

13-1471

**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 13-1471.

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;

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- (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);
 - (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:

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- (i) "eligible employee" in paragraph 8 of the Interpretation;
 - (ii) "eligible offer" in paragraph 9 of the Interpretation; and
 - (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; or
 - (b) a director of the issuer who holds a salaried employment or office in the issuer or in a related body corporate;
 - (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 the 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;"
 - (iii) in the Interpretation, the following definition were inserted:

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

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

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- (b) by a corporation all of whose members are:
 - (i) employees of the body, or of a related body corporate; or
 - (ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate;”

- (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 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 definitions were inserted:
 - “16A. “performance right” means a conditional right:

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- (a) to be issued a fully-paid ordinary share in the capital of the issuer; or
- (b) to receive a cash amount equivalent to the increase in market value of a fully-paid ordinary share in the capital of the issuer; or
- (c) either to be issued a number of fully-paid ordinary shares in the capital of the issuer calculated by reference to the increase in market value of such a share or to receive a cash amount equivalent to the increase in market value of such a share;

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

Conditions

9. The issuer can only rely on the exemptions in this instrument if the issuer complies with the following conditions:
- (a) the conditions of the class order (excluding the condition specified in paragraph 3 of the Schedule to the class order) as expressed to apply to them; and
 - (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with any eligible incentive plan offer, when aggregated with:
 - (i) the number of shares in the same class which would be issued were every other outstanding offer with respect to shares, units of shares, options to acquire unissued shares and performance rights under every other employee share schemes of the issuer to vest or to be accepted or exercised;
 - (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
 - (A) an eligible incentive plan offer extended only to eligible employees; and
 - (B) any other employee share scheme extended only to eligible employees of the issuer;

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

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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) 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 or share appreciation rights, made under an arrangement known as the Sirius Resources NL Long Term Incentive Plan (under which the performance rights are referred to as performance rights and the share appreciation rights are referred to as share appreciation rights), the terms of which are substantially in the same form as those provided to ASIC on 31 October 2013; and
- (d) *issuer* means Sirius Resources NL ACN 009 150 083 and any related body corporate.

Dated this 18th day of November 2013



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



13-1472

ASIC

Australian Securities & Investments Commission

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 [13-1472]

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

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consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice;

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

but only in relation to the recommendation by the person.

Where this instrument applies

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

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- (ii) "issuer" in paragraph 12 of the Interpretation; and
 - (iii) "offer document" in paragraph 15 of the Interpretation; and
- (b) would meet the requirements of the class order if:
- (i) the definition of an "eligible offer" in paragraph 9 of the Interpretation were to read:

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

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

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

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

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

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

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

Interpretation

10. In this instrument:

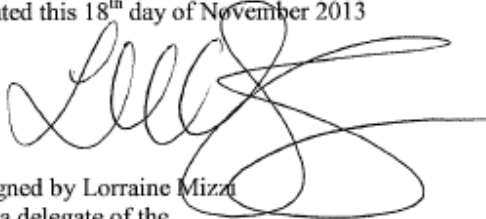
- (a) a word and phrase used in this instrument has the same meaning as it has in the class order unless the word or phrase is defined in paragraph 8 of this instrument in which case the word or phrase has that meaning;
- (b) **class order** means ASIC Class Order [CO 03/184] as in force on the date 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 Straits Resources Limited Performance Rights Plan (under which the performance rights are referred to as

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performance rights) the terms of which are substantially in the same form as those provided to ASIC on 16 October 2013; and

- (d) *issuer* means Straits Resources Limited ACN 147 131 977 and any related body corporate.

Dated this 18th day of November 2013

A handwritten signature in black ink, appearing to read 'Lorraine Mizzi', written over a circular stamp or seal.

Signed by Lorraine Mizzi
as a delegate of the
Australian Securities and Investments Commission

13-1474

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 13-1474.

Commencement

3. This instrument commences on 18 November 2013.

Declaration

4. Chapter 6D of the Act applies to MRL Corporation Limited ACN 007 870 760 (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
 - (ii) the date of the latest supplementary disclosure document for the offer lodged with ASIC which:
 - (A) discloses that all securities are not admitted to quotation; and
 - (B) gives the applicant 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:
 - (A) discloses that the condition has not been satisfied; and
 - (B) gives the applicant 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

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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 12 September 2013 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 November 2013


.....

Signed by Michelle Verdon

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: Suncorp Metway Insurance Limited
ACN: 075 695 966("the Licensee")
'Suncorp Centre'
Level 18, 36 Wickham Terrace
Brisbane QLD 4000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 229869 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 19th November, 2013.

Signed

Joyce Krashow, 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: GIO General Limited
ACN: 002 861 583 ("the Licensee")
'Suncorp Centre'
Level 18, 36 Wickham Terrace
Brisbane QLD 4000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 229873 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 19th November, 2013.

Signed

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



13-1477

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Australian Alliance Insurance Company Limited
ACN: 006 471 709 ("the Licensee")
'Suncorp Centre'
Level 18, 36 Wickham Terrace
Brisbane QLD 4000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 235011 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 19th November, 2013.

Signed

Joyce Krashow, 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: Australian Associated Motor Insurers Limited
ACN: 004 791 744 ("the Licensee")
'Suncorp Centre'
Level 18, 36 Wickham Terrace
Brisbane QLD 4000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 238173 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 19th November, 2013.

Signed

Joyce Krashow, 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: IAI Management Pty Limited
ACN 115 721 161 ("the Licensee")
Unit 1
7 Lloyds Avenue
Carlingford NSW 2118

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 323111 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 20 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

13-1484

**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 [13-1484].

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;

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

Where this instrument applies

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

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- (ii) “issuer” in paragraph 12 of the Interpretation; and
- (iii) “offer document” in paragraph 15 of the Interpretation; and

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

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

“9. “eligible offer” means an offer for issue or sale of performance rights in relation to 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:

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- (i) the acquisition price in Australian dollars;
 - (ii) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the eligible offer; or
 - (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar or Australian dollar equivalent of that price were the formula applied at the date of the eligible offer; and
- (d) includes an undertaking, and an explanation of the way in which, the issuer who has a registered office in this jurisdiction will, during the period in which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:
- (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (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 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, less any tax or other payment that the issuer is required by law to withhold;
- 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:

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- (a) the conditions of the class order (excluding the condition specified in paragraph 3 of the Schedule to the class order) as expressed to apply to them; and
- (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with any eligible incentive plan offer, when aggregated with:
 - (i) the number of shares in the same class which would be issued were every other outstanding offer with respect to shares, units of shares, options to acquire unissued shares and performance rights under every other employee share schemes of the issuer to vest or to be accepted or exercised;
 - (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
 - (A) an eligible incentive plan offer extended only to eligible employees; and
 - (B) any other employee share scheme extended only to eligible employees of the issuer;

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

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

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

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;

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- (b) *Australian Plan* means the Australian Offer Document and the Restricted Unit Award agreement, the terms of which are substantially the same as those provided to ASIC on 18 October 2013;
- (c) *class order* means ASIC Class Order [CO 03/184] as in force on the date of this instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the *Legislative Instruments Act 2003*;
- (d) *eligible incentive plan offer* means an offer for the issue or sale of performance rights, made under an arrangement known as the TE Connectivity Ltd 2007 Stock and Incentive Plan or the TE Connectivity Ltd 2010 Stock and Incentive Plan (under which the performance rights are referred to as restricted units) and the Australian Supplement, the terms of which are substantially the same as those provided to ASIC on 18 October 2013; and
- (e) *issuer* means TE Connectivity Ltd, a company incorporated under the laws of Switzerland and any related body corporate.

Dated this 20th day of November 2013



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

13-1485

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 13-1485.

Commencement

3. This instrument commences on gazettal.

Revocation

4. This instrument revokes ASIC Instrument 13-1315.

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;
 - (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 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

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- (b) would meet the requirements of the class order if the definition of an “eligible offer” in paragraph 9 of the Interpretation was to read:

“9. “eligible offer” means an offer for issue or sale of performance rights, in relation to fully-paid shares in the issuer in the same class as shares which have been quoted on the financial market operated by ASX Limited throughout the period immediately before the offer without suspension for more than a total of 2 trading days during the shorter of the following periods:

(a) the period during which the fully-paid shares in the issuer has been quoted; and

(b) the period of 12 months before the day on which the offer is made,

made under an employee share scheme extended only to eligible employees of the issuer;” and

- (c) would meet the requirements of the class order if, in the Interpretation, the following definition was inserted:

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

(a) by, or for the benefit of:

(i) employees of the body, or of the related body corporate; or

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

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

(i) employees of the body, or of a related body corporate; or

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

- (d) would meet the requirements of the class order if, in the definition of an “offer document” in paragraph 15 of the Interpretation, subparagraphs (c) and (d) were to read:

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

(i) the acquisition price in Australian dollars;

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- (ii) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the eligible offer; or
 - (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar or Australian dollar equivalent of that price were the formula applied at the date of the eligible offer; and
- (d) includes an undertaking, and an explanation of the way in which, the issuer who has a registered office in this jurisdiction will, during the period in which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:
- (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (e) would meet the requirements of the class order if, in the Interpretation, the following definition was inserted:
- “16A. “performance right” means a conditional right:
- (a) to be issued or transferred 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, less any tax or other payment that the issuer is required by law to withhold or pay; 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 a fully-paid ordinary share in the capital of the issuer less any tax or other payment that the issuer is required by law to withhold or pay.”.

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;
 - (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with a performance right, the subject of an eligible incentive plan offer, when aggregated with:

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

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

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

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

- (c) where eligible offers are made within the first 3 months of the issuer being admitted to the official list of the Australian Securities Exchange, the issuer must provide, or make available, to eligible employees the prospectus lodged with ASIC on 23 September 2013.

Interpretation

In this instrument:

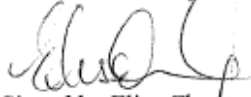
- (a) unless a contrary intention appears, a word and phrase used in this instrument has the same meaning as it has in the class order;
- (b) *class order* means ASIC Class Order [CO 03/184] as in force on the date of this instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the *Legislative Instruments Act 2003*;

13-1485

eligible incentive plan offer means an offer for the issue or sale of performance rights, made under an arrangement known as the OzForex Group Limited Long-Term Incentive Plan, the terms of which are substantially in the same form as those provided to ASIC on 15 November 2013.

issuer means OzForex Group Limited ACN 165 602 273 and any related body corporate.

Dated this 20th day of November 2013



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



13-1487

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: AGL Loy Yang Marketing Pty Limited
ACN 105 758 316 ("the Licensee")
Level 22, 101 Miller Street
North Sydney NSW 2060

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 239669 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 20 November 2013

Signed

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

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



13-1490

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: AGL LYP 1 Pty Limited & AGL LYP 2 Pty Limited & AGL LYP 3
Pty Limited & AGL LYP 4 B.V.
ABN 80 716 340 603 ("the Licensee")
Level 22, 101 Miller Street
North Sydney NSW 2060

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 247320 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 20 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



13-1491

ASIC

Australian Securities & Investments Commission


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

Notice of Cancellation of an Australian Financial Services Licence

TO: Australian Power and Gas Pty Limited
ACN 118 609 813 ("the Licensee")
Level 22, 101 Miller Street
North Sydney NSW 2060

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 308865 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 20 November 2013

Signed 
.....

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



ASIC

Australian Securities & Investments Commission

13-1492

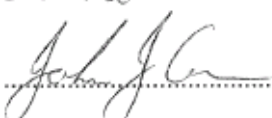
**Australian Securities and Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: GTL Tradeup Pty Ltd
ACN 145 955 906 ("the Licensee")
Last notified principal place of business:
Level 8, 92 Pitt Street
SYDNEY NSW 2000

1. Pursuant to paragraph 915B(3)(b) of the **Corporations Act 2001** (the Act), the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 381349 held by the Licensee, with effect from the date on which this notice is given to the Licensee.
2. Pursuant to section 915H of the Act, the Australian Financial Services Licence continues in effect while cancelled, as though the cancellation had not happened for the purposes of:
 - a. paragraph 912A(1)(g) of the Act, to the extent that it requires the Licensee to have a dispute resolution system consisting of membership of one or more external dispute resolution schemes in compliance with 912A(2)(b); and
 - b. section 912B of the Act, which requires the Licensee to have compensation arrangements in place for retail clients, until 4 January 2014. The arrangements must satisfy the requirements set out in regulation 7.6.02AAA of the Corporations Regulations 2001.

Dated 21 November 2013

Signed 

John Connor
A delegate of the Australian Securities and Investments Commission

13-1493

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

Enabling Legislation

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

Title

2. This instrument is ASIC Instrument [13-1493].

Commencement

3. This instrument commences on gazettal.

Exemption

4. National Storage Holdings Limited ACN 166 572 845 (*NSHL*), NS Saleco Pty Ltd ACN 166 572 792 (*Saleco*) and The Trust Company (RE Services) Limited ACN 003 278 831 (*New RE*) in its capacity as responsible entity of APN National Storage Property Trust ARSN 101 227 712 (the *Trust*) do 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
 - (ii) the provision of general advice in relation to an interest in the Sale Facility; and
 - (d) Division 5A of Part 7.9 of the Act in relation to an offer to participate in the facility.

Where this instrument applies

5. NSHL and New RE invite Eligible Securityholders and Ineligible Foreign Securityholders to offer to sell or dispose of Stapled Securities to Saleco (*the Invitation*) where:
 - (a) the Invitation is made in writing and is dated on or about 26 November 2013; and
 - (b) it is a term or condition of the Invitation that:

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- (i) Saleco will sell or dispose of any Stapled Securities acquired as a result of the Invitation to successful applicants for Stapled Securities under the Offer Document;
- (ii) the consideration which Eligible Securityholders and Ineligible Foreign Securityholders will receive for each of the Stapled Securities sold or disposed of pursuant to the Invitation will be the greater of:
 - (A) the Offer Price; and
 - (B) the Final Price determined by the Bookbuild;
- (iii) acceptance of an Invitation by Eligible Securityholders will be of no effect if the consideration which Eligible Securityholders will receive for each of the Stapled Securities sold or disposed of pursuant to the Invitation is less than the Offer Price;
- (iv) Saleco will use its reasonable endeavours to ensure that the Bookbuild is conducted in a manner that maximises the Final Price and is consistent with an orderly market following listing and ordinary commercial practice for the conduct of a bookbuild;
- (v) Eligible Securityholders and Ineligible Foreign Securityholders will be provided with a copy of the Offer Document when they are provided with the Invitation;
- (vi) Eligible Securityholders will be able to accept the Invitation at any time after receipt of the Invitation until 48 hours prior to the Securityholder Meeting;
- (vii) Eligible Securityholders will be able to accept the Invitation for the whole or part of their Stapled Securities, provided that a partial acceptance will not result in Eligible Securityholders holding less than a marketable parcel;
- (viii) Eligible Securityholders who do not wish to accept the Invitation for the whole or part of their Stapled Securities may elect to retain the whole or part of their Stapled Securities at any time after receipt of the Invitation until 48 hours prior to the Securityholder Meeting;
- (ix) Ineligible Foreign Securityholders will be deemed to have accepted the Invitation;
- (x) deemed acceptance of the Invitation by Ineligible Foreign Securityholders will be of no effect if the consideration which Ineligible Foreign Securityholders will receive for each of the Stapled Securities sold or disposed of pursuant to the Invitation is less than the Offer Price; and
- (xi) settlement of a contract resulting from acceptance of the Invitation (**Contract**) will not occur until Saleco has entered into a binding contract under an

13-1493

application for Stapled Securities under the Offer Document for the sale or disposal of Stapled Securities to which the Contract relates, and a Contract will be rescinded if Saleco has not entered into a binding contract under an application for the Stapled Securities under the Offer Document for the sale or disposal of Stapled Securities to which the Contract relates within 8 weeks after the Securityholder Meeting.

Conditions

6. NSHL, New RE and Saleco do all things necessary to ensure that the Invitation includes the following information:
 - (a) the minimum price of Stapled Securities under the Bookbuild;
 - (b) the terms and conditions of the Invitation;
 - (c) a copy of the Offer Document;
 - (d) that Eligible Securityholders will be able to accept the Invitation at any time after receipt of the Invitation until 48 hours prior to the Securityholder Meeting;
 - (e) that Eligible Securityholders may be able to sell or dispose of their Stapled Securities following completion of the Offer at a price which is higher than the price which they would receive if they were to accept the Invitation;
 - (f) that Eligible Securityholders who do not make an election whether or not to accept the Invitation by 48 hours prior to the Securityholder Meeting will be deemed to have accepted the Invitation in respect of the whole of their Stapled Securities;
 - (g) that Ineligible Foreign Securityholders will be deemed to have accepted the Invitation;
 - (h) the maximum number of Stapled Securities which Saleco will acquire pursuant to the Invitation and if this number depends on circumstances, how this maximum number will be determined;
 - (i) the fees to be charged to Eligible Securityholders and Ineligible Foreign Securityholders for the services provided by Saleco to Eligible Securityholders who accept the Invitation and Ineligible Foreign Securityholder;
 - (j) information about any other significant characteristics or features of the Invitation or of the rights and obligations attaching to accepting the Invitation including, without limitation:
 - (i) the period during which the Invitation remains open; and
 - (ii) a description of the manner in which the sale of Stapled Securities by Saleco will be conducted and how the consideration which Eligible

13-1493

Securityholders who accept the Invitation and Ineligible Foreign Securityholder will receive will be determined; and

- (iii) if Saleco makes other information relating to the Invitation available to Eligible Securityholders, or to persons more generally, a statement of how that information may be accessed.

7. The Invitation is worded and presented in a clear, concise and effective manner.

Interpretation

In this instrument:

Bookbuild means a process, run by Morgan Stanley Australia Securities Limited ACN 078 652 276, in which interested Institutions indicate the price or range of prices and the quantity of Stapled Securities they would be willing to acquire.

Eligible Securityholders means each person or persons who will receive an Invitation, other than an Ineligible Foreign Securityholder.

Final Price means the price at which Stapled Securities are sold or issued to Institutions under the Bookbuild.

Ineligible Foreign Securityholder means a member of the Trust on the Stapling Record Date whose address in the register of members is a place outside Australia, who NSHL and New RE determine are ineligible to receive Stapled Securities, as set out in the Offer Document.

Institutions means sophisticated or professional investors.

Offer means the initial public offering of Stapled Securities as described in the Offer Document.

Offer Document means a disclosure document lodged with ASIC on or about 19 November 2013 in connection with an initial public offering of Stapled Securities and such supplementary or replacement disclosure documents as may be lodged with ASIC in relation to the Offer.

Offer Price means \$0.98 per Stapled Security.

Sale Facility means a facility through which a holder of Stapled Securities can sell or dispose of Stapled Securities as set out in the revised application emailed to ASIC on 13 November 2013.

Stapled Securities means an ordinary share in NSHL and an interest in the Trust which, under the terms on which each is to be traded, must be transferred together.

Securityholder Meeting means a meeting of members of the Trust convened by APN Funds Management Limited ACN 080 674 479 in accordance with a notice of meeting dated 26 November 2013.

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Stapling Record Date means 19 December 2013.

Dated this 20th day of November 2013



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

CORPORATIONS ACT 2001

Subsection 601PA(3)

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

Dated this twenty-second day of November 2013

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARSN

AGS PROPERTY TRUST	142 772 932
NORTH SYDNEY PROPERTY TRUST	164 553 851
RISMARK ACTIVE PROPERTY TRUST	121 685 390
RISMARK INTERNATIONAL ADVANCED REAL ESTATE SOLUTIONS FUND	116 556 319
UBS ABSOLUTE RETURN FUND (AUD)	124 993 666
2020 DYNAMIC AUSTRALIAN EQUITY FUND	147 951 880

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-second day of November 2013

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARSN

AUSTRALIAN EQUITY - VALUE FUND	091 554 442
BLACKROCK ASSET ALLOCATION ALPHA FUND	112 952 066
BLACKROCK AUSTRALIAN BOND GLOBALALPHA FUND	119 825 311
BLACKROCK AUSTRALIAN CORE PLUS CASH FUND	128 612 546
BLACKROCK AUSTRALIAN EQUITY INDEX FUND	126 721 186
BLACKROCK COMBINED PROPERTY INCOME FUND (AUST)	105 670 362
BLACKROCK DIRECT PROPERTY FUND (AUST)	108 305 979
BLACKROCK DIRECT REAL ESTATE FUND (AUST)	124 992 767
BLACKROCK EUROPE ALPHA ADVANTAGE FUND	120 910 376
BLACKROCK FUND OF TERM DEPOSITS	151 257 199
BLACKROCK GLOBAL EQUITY ENHANCED INDEX FUND	094 635 373
BLACKROCK HEDGED GLOBAL EQUITY ENHANCED INDEX FUND	096 573 376
BLACKROCK HEDGED INTERNATIONAL ALPHA TILTS FUND (ACTIVE CURRENCY)	095 723 872
BLACKROCK INDEXED CANADA EQUITY FUND	086 863 818
BLACKROCK INDEXED FAR-EAST EX-JAPAN EQUITY FUND	088 491 374
BLACKROCK INDEXED JAPAN EQUITY FUND	088 497 170
BLACKROCK INDEXED US EQUITY FUND	086 864 093
BLACKROCK INTERNATIONAL ALPHA ADVANTAGE FUND	122 937 919
BLACKROCK INTERNATIONAL BOND GLOBALALPHA FUND	119 825 428
BLACKROCK JAPAN ALPHA TILTS FUND	089 413 874
BLACKROCK PROPERTY TRUST (AUST)	093 132 757
CASH MANAGEMENT TRUST	088 999 357
CHARTER HALL PROPERTY SECURITIES FUND	146 524 683

GENERATIONS CASH NO. 2 TRUST	133 656 041
GLOBAL EQUITY - GROWTH FUND	096 853 280
GLOBAL EQUITY - VALUE FUND	098 445 553
ITC EUCALYPT PROJECT	093 178 502
ITC SANDALWOOD PROJECT 2008	130 344 071
ITC SANDALWOOD PROJECT 2009	134 087 915
RFM AUSTRALIAN COTTON FUND	099 573 690
SSGA GLOBAL SECURITIES LENDING TRUST	089 590 741
SWITA AUSTRALIAN EX 20 INDEX FOCUS FUND	140 269 790
SWITA INTERNATIONAL ASSET ALLOCATION FUND	149 073 861
TAURUS ENHANCED GOLD AND PRECIOUS METALS FUND	150 309 934
360 CAPITAL 226 GREENHILL ROAD PROPERTY TRUST	103 711 100

CORPORATIONS ACT 2001

Section 601CL(5)

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

Dated this twenty-second day of November 2013

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

AUSTRALIAN EQUITY - VALUE FUND

091 554 442

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.

ASPEN DEVELOPMENT FUND NO 1 LIMITED

ACN 123 744 169 will change to a proprietary company limited by shares. The new name will be ASPEN DEVELOPMENT FUND NO 1 PTY LTD ACN 123 744 169.

BANNER FUNDS MANAGEMENT LIMITED ACN

162 523 597 will change to a proprietary company limited by shares. The new name will be BANNER FUNDS MANAGEMENT PTY LTD ACN 162 523 597.

HARNESSED ENERGY LIMITED

ACN 152 127 592 will change to a proprietary company limited by shares. The new name will be HARNESSED ENERGY PTY LIMITED ACN 152 127 592.

PERTH RESOURCES LIMITED

ACN 160 889 583 will change to a proprietary company limited by shares. The new name will be PERTH RESOURCES PTY LTD ACN 160 889 583.

AUSNET REAL ESTATE SERVICES LIMITED

ACN 093 805 675 will change to a proprietary company limited by shares. The new name will be AUSNET REAL ESTATE SERVICES PTY LTD ACN 093 805 675.

FERN BAY SEASIDE VILLAGE LIMITED ACN

123 969 657 will change to a proprietary company limited by shares. The new name will be FERN BAY SEASIDE VILLAGE PTY LTD ACN 123 969 657.

INDOPACIFIC RESOURCES LIMITED

ACN 148 013 307 will change to a proprietary company limited by shares. The new name will be INDOPACIFIC RESOURCES PTY LTD ACN 148 013 307.

SME GATEWAY LTD ACN 106 981 560 will

change to a proprietary company limited by shares. The new name will be SME GATEWAY PTY LTD ACN 106 981 560.