



Commonwealth of Australia



**ASIC**

Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette

No. ASIC 08/03, Tuesday, 25 February 2003

Published by ASIC

# ASIC Gazette

---

## Contents

### Notices under the Corporations Act 2001

02/1429	03/0067
03/0068	03/0083
03/0084	03/0085
03/0086	03/0087
03/0088	03/0091
03/0092	03/0093
03/0094	03/0098
03/0099	03/0100
01/0101	03/0102
03/0103	

### Change of company status

---

ISSN 1445-6060 (Online version)  
ISSN 1445-6079 (CD-ROM version)

Available from [www.asic.gov.au](http://www.asic.gov.au)  
Email [gazette.publisher@asic.gov.au](mailto:gazette.publisher@asic.gov.au)

© Commonwealth of Australia, 2003

This work is copyright. Apart from any use permitted under the *Copyright Act 1968*, all rights are reserved. Requests for authorisation to reproduce, publish or communicate this work should be made to: Gazette Publisher, Australian Securities and Investment Commission, GPO Box 5179AA, Melbourne Vic 3001

**Australian Securities and Investments Commission  
Corporations Act 2001 – Sections 655A and 673 – Modification**

**0 2 / 1 4 2 9**

Under sections 655A and 673 of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that Chapters 6 and 6C of the Act apply to the persons described in Schedule A, in the case referred to in Schedule B, as if section 609 of the Act were modified or varied by inserting after subsection 609(6) of the following subsection:

- “(6A) Subsection (2) applies to a person (the "trustee") who would otherwise have a relevant interest in securities as a trustee under a trust for the purpose of satisfying rights or obligations of the issuer or holder of warrants despite:
- (a) the trustee having any of the following discretions under the terms of the trust deed relating to the warrants:
    - (i) discretions where the issuer or holder of the warrants becomes insolvent or breaches a term of the warrants; or
    - (ii) discretions in relation to bonus issues, rights issues, returns of capital, security splits, security consolidations or other reconstructions of capital affecting the securities; or
    - (iii) discretions in relation to a takeover bid for or a scheme of arrangement affecting the issuer of the securities but not in relation to voting or disposal of the securities; or
    - (iv) discretions to lend the securities; or
  - (b) the holder of the warrant not having a presently enforceable or unconditional right of the kind referred to in subsection 608(8);

where:

- (c) the warrants are issued and admitted to trading status in accordance with the operating rules of Australian Stock Exchange Limited; and
- (d) the trustee holds the securities in trust, except where it has lent the securities under a discretion referred to in subparagraph (a)(iv); and
- (e) if the trustee exercises any of the discretions referred to in paragraph (a), it does so on ordinary commercial terms or in an ordinary commercial manner as the case requires.”

**SCHEDULE A**

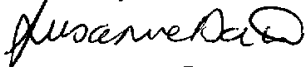
Merrill Lynch (Australia) Nominees Pty Limited as security trustee ("Trustee") in relation to Instalment Warrants issued by Merrill Lynch International & Co. C.V. ("Issuer") for the purposes of securing the obligations of the Issuer and the holder of warrants, being warrants issued pursuant to an offering circular dated 25 March 2002 which is substantially in the form provided to ASIC on 28 March 2002.

**SCHEDULE B**

**0 2 / 1 4 2 9**

The calculation of the relevant interests, voting power or substantial holdings of a person described in Schedule A.

Dated 18<sup>th</sup> day of December 2002



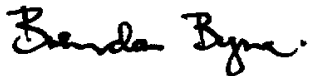
Signed by Susanne Date  
as a delegate of the Australian Securities and Investments Commission

**Australian Securities and Investments Commission**  
**Corporations Act 2001 — Subsection 341(1) — Variation** 03 / 0067

Under subsection 341(1) of the *Corporations Act 2001* the Australian Securities and Investments Commission hereby varies Class Order [CO 98/98] by:

1. omitting from the heading the word "Law" and substituting the text "Act 2001";
2. omitting from the introductory words of the first paragraph:
  - (a) the text "Corporations Law ("the Law")" and substituting the text "*Corporations Act 2001* ("the Act)"; and
  - (b) the word "Law" (third occurring) and substituting the word "Act"; and
3. omitting from the definition of "entity" under the heading "Interpretation" the text "a recognised company,".

Dated this 7th day of February 2003



Signed by Brendan Byrne  
as a delegate of the Australian Securities and Investments Commission

03/0068

**Australian Securities and Investments Commission  
Corporations Act 2001 — Subsection 741(1) — Variation**

Under subsection 741(1) of the *Corporations Act 2001* the Australian Securities and Investments Commission hereby varies Class Order [CO 00/238] by:

1. omitting from the heading the word "Law" and substituting the text "Act 2001";  
and
2. omitting the introductory words and paragraphs (a) and (b) and substituting the following:

"Under subsection 741(1) of the *Corporations Act 2001* (the Act) the Australian Securities and Investments Commission hereby exempts from Part 6D.2 of the Act registrable Australian bodies in relation to an offer of fully paid shares in the body to one or more existing holders of shares in the body under a dividend reinvestment plan or a bonus share plan."

Dated this 7th day of February 2003



Signed by Brendan Byrne  
as a delegate of the Australian Securities and Investments Commission

Australian Securities & Investments Commission  
Corporations Act 2001  
Paragraph 601QA(1)(b) - Declaration

03 / 0083

Under paragraph 601QA(1)(b) of the Corporations Act (Act) the Australian Securities and Investments Commission (ASIC) hereby declares that the provisions of Chapter 5C of the Act apply in respect of the person referred to in Schedule A in respect of the registered managed investment scheme mentioned in Schedule B in the case mentioned in Schedule C as follows:

1. Delete Part 5C.6;
2. In paragraph 601(GA)(4)(b), delete the words "if the right may be exercised while the scheme is liquid (as defined in section 601KA)" and replace "; and" with "."; and
3. Delete section 601GA(4)(c).

## Schedule A

Transurban Infrastructure Management Limited ACN 098 147 678

## Schedule B

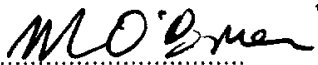
A registered managed investment scheme known as the Transurban CARS Trust ARSN 103 090 928 (TCT)

## Schedule C

A conversion, redemption or purchase of the Convertible Adjusting Rate Securities (CARS) in TCT in accordance with the "Terms of Issue of the CARS" and the "Terms for Collateral Arrangement Between CARS Holders and the Transurban Group" as contained in the TCT scheme constitution.

Dated this 31 day of January 2003.

Signed by:



Maree Therese O'Brien, as a delegate of the Australian Securities and Investments Commission.

Australian Securities &amp; Investments Commission – Exemption

03 / 0084

Corporations Act Sub-Section 1020F(1)(c)

Pursuant to sub-section 1020F(1)(c) of the Corporations Act (the Act) the Australian Securities and Investments Commission (ASIC) declares that section 1013C(1) of the Act is modified in relation to the case specified in Schedule A for the period specified under section 1016B by deleting "and" after subsection 1013C(1)(a)(iii) and adding

"(iv) other than the distribution rate and minimum conversion number which are set out in the product disclosure document for the Transurban CARS Trust ARSN 103 090 928; and"

## Schedule A

The product disclosure statement to be lodged before 28 February 2003, to be issued by Transurban Infrastructure Management Limited ACN 098 147 678 in conjunction with a prospectus both for the offer of Convertible Adjusting Rate Securities by the Transurban CARS Trust ARSN 103 090 928.

Dated 31 January 2003



Signed by Maree O'Brien  
As a delegate of the Australian Securities and Investment Commission

Australian Securities and Investments Commission  
Corporations Law — Subsection 741(1)(a) — Exemption

03 / 0085

Under subsection 741(1)(a) of the Corporations Act 2001 (Act) the Australian Securities and Investments Commission (ASIC) hereby exempts the person specified in Schedule A from the following sections to the extent necessary to allow the version of the prospectus lodged with ASIC (Lodged Version) to differ from the version of the prospectus distributed to investors with an application form (Investor Version) by the omission of the distribution rate and the minimum conversion number set out in the prospectus for issue of CARS:

- (a) disclosure document in paragraphs 723(1)(a), 728(1)(a) and 728(1)(b) of the Act;
- (b) prospectus in paragraph 723(1)(a) of the Act; and
- (c) a copy of a prospectus in subsections 727(2) of the Act,

in relation to an offer made in or accompanied by the disclosure document specified in the Schedule B on the conditions in Schedule C so long as they are met.

## Schedule A

- (i) Transurban Infrastructure Management Limited ACN 098 147 678 (TIML) in its capacity as responsible entity for Transurban CARS Trust ARSN 103 090 928 (TCT) as the issuer of the Convertible Adjusting Rate Securities (CARS); and
- (ii) the corporate group comprising Transurban Holding Trust (ARSN 098 807 419), Transurban Infrastructure Developments Limited ACN 098 143 410 (as long as it remains stapled) and Transurban Holdings Limited ACN 098 143 429 on issue of a security that may only be traded or transferred on the Australian Stock Exchange Limited as one indivisible security and which consists of a unit in Transurban Holdings Trust ARSN 098 807 419 and a share in each of Transurban Holdings Limited and Transurban Infrastructure Developments Limited on conversion of the CARS (while it remains stapled).

## Schedule B


Prospectus to be lodged before 28 February 2003 by TIML for the offer of Convertible Adjusting Rate Securities in TCT.

## Schedule C

All offers made in or accompanied by the Prospectus where:

- (a) no application form is attached to the Lodged Version;
- (b) no application form has been distributed with the Lodged Version;
- (c) an application form is only attached to, or accompanied by, the Investor Version;
- (d) the Prospectus contains a description of this declaration;
- (e) any application form accompanying the Prospectus or a copy of the Prospectus on or after the date of this instrument discloses the difference between the Lodged Version and the Investor Version;
- (f) the following words appear on the inside front cover of the Prospectus:  
"Applicants for CARS may only be made on an Application Form in or accompanying this Prospectus"; and
- (g) an electronic copy of the Investor Version which contains the Lodged Version and the Investor Version is posted in a prominent place on Transurban's corporate internet site and is accessible to members of the public while the offer is able to be accepted.

Dated this 31 day of January 2003.

Signed by:   
Maree O'Brien, as a delegate of the Australian Securities and Investments Commission.



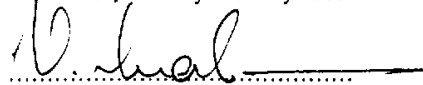
**CORPORATIONS ACT 2001  
SECTION 830  
ORDER BANNING PERSON**

**03 / 0086**

TO: Klinton Jay Lehman  
78 Martin Court  
West Lakes SA 5021

TAKE NOTICE that pursuant to sections 829 (f) and (g) and 830 of the Corporations Act 2001, the Australian Securities and Investments Commission **HEREBY PROHIBITS YOU** for a period of four (4) years from the service of this order on you from doing an act as a representative of a securities dealer or of an investment adviser.

Dated this 7<sup>TH</sup> day February 2003



Valdemar Malinaric  
Delegate of the Australian Securities and  
Investments Commission

Your attention is drawn to section 835 of the Corporations Act 2001 which provides that a person shall not contravene a banning order relating to the person.

Penalty: \$2,500 or imprisonment for 6 months or both

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

**03 / 0087**

Pursuant to subsection 741(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") hereby exempts each person mentioned in Schedule A from Parts 6D.2 and 6D.3 of the Act in the cases referred to in Schedule B on the conditions set out in Schedule D and for so long as those conditions are met.

**SCHEDULE A — PERSONS EXEMPTED**

OPSM Group Limited ACN 000 115 220 (the "issuer"), and any person who makes an offer of securities for issue or sale of the kind referred to in Schedule B for or on behalf of the issuer.

**SCHEDULE B — CASES EXEMPTED**

This exemption applies to an offer of securities for issue or sale which is:

- (a) an offer for issue or sale of fully paid shares being shares in the same class as shares which at the time of the offer are quoted on the financial market operated by Australian Stock Exchange Limited or an approved foreign market and trading in which is not suspended (quoted shares); and
- (b) an offer for issue or sale of options over fully paid shares in the same class as quoted shares where the option is offered for no more than nominal consideration; and
- (c) an issue or sale of fully paid shares in the same class as shares which at the time of issue or sale are quoted shares as a consequence of an offer of the kind referred to in paragraphs (a) or (b);

which is made pursuant to the OPSM Group Performance Plan ("employee share scheme"), and which meets the further requirements set out in Schedule C, but does not apply to:

- (d) an offer or grant of options for other than nominal consideration.

**SCHEDULE C — FURTHER REQUIREMENTS**

An offer, issue or sale to which this exemption applies must, insofar as it constitutes, includes or may result in the issue or transfer of shares (for example through the exercise of an option), meet the following requirements

- 1 The shares the subject of the offer or option must be of a body securities of which have been quoted on:
  - (a) the financial market operated by Australian Stock Exchange Limited throughout the 12 month period immediately preceding the offer without suspension during that period exceeding in total 2 trading days; or
  - (b) an approved foreign market throughout the 36 month period immediately preceding the offer without suspension during that period exceeding in total 5 trading days.
- 2 The offer must be made pursuant to an employee share scheme extended only to persons (offerees) who at the time of the offer are:
  - (a) full or part-time employees or directors of the issuer or of associated bodies corporate of the issuer; or
  - (b) independent contractors or consultants who are engaged by the issuer or an associated body corporate of the issuer, who:
    - (i) are optometrists;
    - (ii) have worked in a store managed by the issuer or an associated body corporate of the issuer for more than one year; and

03 / 0087

- (ii) have received 80% or more of their income in the preceding year from patients introduced by the issuer or an associated body corporate of the issuer.

3 The employee share scheme must not involve:

- (a) a contribution plan; or
- (b) any offer, issue or sale being made through a trust.

4 The offer must be in writing (the offer document) and:

- (a) the offer document must include or be accompanied by a copy, or a summary, of the rules of the employee share scheme pursuant to which the offer is made;
- (b) if the offer document includes or is accompanied by a summary (rather than a copy) of the rules of the employee share scheme, the offer document must include an undertaking that during the period or periods during which the offeree may acquire the shares offered or subject to the option (the offer period), the issuer (or, in the case of an issuer which does not have a registered office in this jurisdiction, an associated body corporate of the issuer which does so have a registered office) will, within a reasonable period of the offeree so requesting, provide the offeree without charge with a copy of the rules of the employee share scheme;
- (c) the offer document must specify in respect of the shares offered or subject to the option:
  - (i) the acquisition price in Australian dollars of the shares;
  - (ii) where the acquisition price of the shares is denominated in a foreign currency, the Australian dollar equivalent of the acquisition price as at the time of the offer; or
  - (iii) where the acquisition price of the shares is determinable at some future time by reference to a formula, the Australian dollar or Australian dollar equivalent of the acquisition price were that formula applied as at the date of the offer;
- (d) the offer document must include an undertaking, and an explanation of the way in which, the issuer (or in the case of an issuer which does not have a registered office in this jurisdiction, an associated body corporate of the issuer which does so have a registered office) will, during the offer period, within a reasonable period of the offeree so requesting, make available to the offeree the following information:
  - (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of shares in the same class as the shares offered or subject to the option; and
  - (ii) where either paragraph (c)(ii) or (iii) applies, the information referred to in that paragraph as updated to that date; and
- (e) if the issuer or any associated body corporate of it offers the offeree any loan or other financial assistance for the purpose of acquiring the shares offered or subject to the option, the offer document must disclose the conditions, obligations and risks associated with such loan or financial assistance.

5 In the case of an offer of shares or options for issue, the number of shares the subject of the offer or to be received on exercise of an option when aggregated with:

- (a) the number of shares in the same class which would be issued were each outstanding offer or option to acquire unissued shares, being an offer made or option acquired pursuant to an employee share scheme extended only to employees or directors of the issuer and of associated bodies corporate of the issuer, to be accepted or exercised (as the case may be); and

03 / 0087

- (b) the number of shares in the same class issued during the previous 5 years pursuant to the employee share scheme or any other employee share scheme extended only to employees or directors of the issuer and of associated bodies corporate of the issuer;

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

- (c) an offer to a person situated at the time of receipt of the offer outside Australia; or
- (d) an offer that was an excluded offer or invitation within the meaning of the Corporations Law as it stood prior to the commencement of Schedule 1 to the Corporate Law Economic Reform Program Act 1999; or
- (e) an offer that did not need disclosure to investors because of section 708 of the Act;

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

#### SCHEDULE D — CONDITIONS

- 1 The person making the offer (the offeror) must provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the offeree such as the identity or entitlement of the offeree) and of each accompanying document not later than 7 days after the provision of that material to the offeree.
- 2 The offeror must ensure that the issuer (or, in the case of an issuer which does not have a registered office in this jurisdiction, an associated body corporate of the issuer which does so have a registered office), complies with any undertaking required to be made in the offer document by reason of this instrument.

#### Interpretation

For the purposes of this instrument:

- 1 A contribution plan is a plan under which a participating offeree may save money by regular deductions from wages or salary towards paying for shares offered for issue or sale under an employee share scheme.
- 2 A body corporate is an associated body corporate of an issuer if:
  - (a) the body corporate is a related body corporate of the issuer; or
  - (b) the body corporate has voting power in the issuer of not less than 20%; or
  - (c) the issuer has voting power in the body corporate of not less than 20%;
 (applying the definition of "voting power" contained in section 610 of the Act).
- 3 The Australian dollar equivalent of a price shall be calculated by reference to the relevant exchange rate published by an Australian bank on the previous business day.
- 4 An employee share scheme shall not be regarded as extended to a person other than an employee or director of the issuer or an associated body corporate of the issuer merely because such an employee or director may renounce an offer of shares made to them under the scheme in favour of their nominee.
- 5 An option shall be taken to have been offered or granted for nominal consideration if and only if the monetary consideration payable upon the issue of the option is not more than the lesser of:
  - (a) 1 cent per option; or
  - (b) 1% of the exercise price in respect of the option.

03 / 0087

- 6 Securities shall be taken to be quoted on an approved foreign market if and only if quoted on:
- (a) American Stock Exchange, Deutsche Borse, Euronext Amsterdam, Euronext Paris, Italian Exchange, Kuala Lumpur Stock Exchange (Main and Second Boards), London Stock Exchange, New York Stock Exchange, New Zealand Stock Exchange, Singapore Exchange, Stock Exchange of Hong Kong, Swiss Exchange, Tokyo Stock Exchange or Toronto Stock Exchange, provided that:
    - (i) unless otherwise expressly stated, if any such market involves more than one board on which securities are quoted, securities shall only be taken to be quoted on that market if quoted on the main board of that market; and
    - (ii) where any such market was known by another name during a past period of time, securities shall not be taken not to have been quoted on the market during that period merely because the market was then known by that other name; or
  - (b) NASDAQ National Market.
- 7 The current market price of a share shall be taken as the price published by the operator of the principal financial market on which the share is quoted as the final price for the previous day on which the share was traded on that financial market.

Dated the 10<sup>th</sup> day of February 2003



Signed by Shirley Wu  
as delegate of the Australian Securities and Investments Commission

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 825(a)**

**Order revoking licence**

**03 / 0088**

**TO:** AMP Henderson Asset Management Limited ACN 057 880 636 (“the Licensee”)  
Level 22, AMP Building  
33 Alfred St  
SYDNEY NSW 2000

Under paragraph 825(a) of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 54179 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 11<sup>th</sup> day of February 2003

  
Signed by Kathryn Flanagan  
as a delegate of the Australian Securities and Investments Commission

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

03/0091

Pursuant to paragraph 655A(1)(b) of the Corporations Act 2001 ("Act"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies to the person named in Schedule A in the case referred to in Schedule B as if section 650D of the Act was modified or varied as specified below:

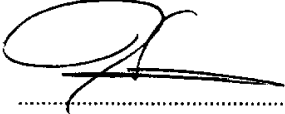
1. the words "give the notice to" in paragraph 650D(1)(c) were replaced by the words "give a copy of the notice to"; and
2. the text of subsection 650D(3) was replaced by the following text:

"A notice under subsection (1) must be signed by each director of the bidder. A director may authorise in writing an agent to sign the notice on his or her behalf."

Schedule A  
Mongoose Pty Limited ACN 103 410 297 ("Bidder").

Schedule B  
All notices of variation lodged with ASIC pursuant to subsection 650D(1) of the Act in relation to offers made under a takeover bid by the Bidder for all issued ordinary shares in Anaconda Nickel Limited ACN 060 370 783 in respect of which a bidder's statement was lodged with ASIC on 22 January 2003.

Dated this 14th day of February 2003.

Signed:  .....  
Jeremy Pearson, a delegate of ASIC.



**ASIC 03/0092**

Australian Securities & Investments Commission

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**


**IN THE MATTER OF LESLIE REGINALD NELSON  
AND PART 7.3 OF THE CORPORATIONS ACT 2001**

**To: Leslie Reginald Nelson  
109 Brisbane Avenue  
Umina New South Wales**

**BANNING ORDER PURSUANT TO SECTION 829 OF THE  
CORPORATIONS ACT 2001**

**TAKE NOTICE** that the Australian Securities and Investments Commission **HEREBY PERMANENTLY PROHIBITS LESLIE REGINALD NELSON** from the date of service of this Banning Order from doing an act as a representative of a dealer or an investment adviser.

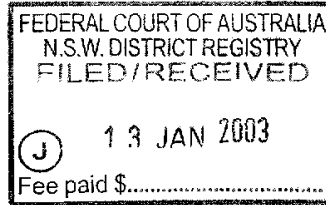
Dated this 10<sup>th</sup> day of January 2003.

Signed:  .

**RENATO SBURLATI**  
Delegate of the  
Australian Securities and Investments Commission.

**\*Your attention is drawn to sections 835 of the Corporations Act 2001 which provides that a person must not contravene a banning order relating to the person.**





Form 47  
(Order 36)

IN THE FEDERAL COURT OF AUSTRALIA )  
NEW SOUTH WALES DISTRICT REGISTRY )

No. N 3019 OF 2002

03 / 0093

AUSTRALIAN SECURITIES  
AND INVESTMENTS  
COMMISSION

Applicant

CHARLES EDWARD  
PLATCHER

Respondent

**ORDER**

JUDGE(S): Stone J

DATE OF ORDER: 13 JANUARY 2003

WHERE MADE: Sydney

THE COURT ORDERS THAT:

1. Pursuant to s206E of the *Corporations Act 2001* (Cth) the respondent is disqualified from managing corporations for a period of 25 years from the date of these orders.
2. The respondent be responsible for the costs of this proceeding .

*Deputy*  
 \_\_\_\_\_  
 District Registrar  
 Date that the entry is stamped: 21 JAN 2003

Filed by:  
 Jan Redfern  
 Solicitor for the  
 Australian Securities and Investments Commission  
 Level 18, No.1 Martin Place  
 SYDNEY NSW 2000

DX 653 SYDNEY  
 Tel: (02) 9911 2347  
 Fax: (02) 9911 2402  
 Email: Suzanne.Young@asic.gov.au  
 Ref: Suzanne Young

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 825(a)**

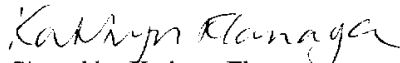
**03 / 0094**

**Order revoking licence**

**TO:** Rydge Publications Pty Limited ACN 000 465 403 (“the Licensee”)  
GPO Box 506  
SYDNEY NSW 2001

Under paragraph 825(a) of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 11755 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 14<sup>th</sup> day of February 2003



Signed by Kathryn Flanagan  
as a delegate of the Australian Securities and Investments Commission

03 / 0098

Australian Securities and Investments Commission  
Corporations Act 2001 — Subsections 601QA(1) and 340(1) — Exemption and Declaration

Pursuant to paragraph 601QA(1)(a) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons mentioned in Schedule A in relation to the operation of the scheme specified in Schedule B ("the Scheme") on or before the date specified in Schedule C from compliance with section 601FA of the Act and on condition that:

1. the Management Company must by memorandum of appointment or power of attorney stating the name and address of a person, appoint a local agent who at all times is:
  - (a) a licenced securities dealer under the Act except where interests in the Scheme are quoted on the Australian Stock Exchange Limited;
  - (b) a natural person or company resident in Australia; and
  - (c) authorised to accept on the Management Company behalf service of process and notices.
2. the memorandum of appointment or power of attorney executed and lodged by the Management Company for the purposes of appointing a local agent referred to in condition 1 of this instrument authorises and instructs the local agent to:
  - (a) ensure immediate transmission to the person appointed to hold the scheme property of the Scheme of all application monies accompanying any properly executed applications for interests in the Scheme provided such applications are made on application forms that accompanied a current prospectus;
  - (b) receive notices relating to the buy-back or redemption of interests and forward them to the Trustees or agent appointed for that purpose without delay;
  - (c) accept notices, correspondence and service of process on behalf of the Management Company or the Scheme;
  - (d) notify ASIC if the buy-back arrangements or redemption facilities of the Scheme are suspended or terminated or if quotation of the interests on any foreign securities exchange is suspended;
  - (e) make available for public inspection and provide to members of the Scheme copies of the constituent documents of the Scheme and meet all reasonable requests for information relating to the affairs of the Scheme;
  - (f) maintain in Australia and make available to ASIC, upon request, records relating to the issue or sale of and the buy-back or the redemption of interests in the Scheme to or from Australian residents; and
  - (g) cause to have published the information referred to in condition 9 of this instrument.
3. the Management Company is at all times registered as a foreign company pursuant to Division 2 of Part 5B.2 of the Act;
4. the Management Company lodges or causes to be lodged with ASIC an irrevocable deed poll by which they undertake for the benefit of all Australian residents who are holders of interests in the Scheme:
  - (a) to maintain or cause to be maintained a local agent referred to in condition 1 of this instrument for so long as the Scheme is registered;
  - (b) to do or cause to be done all things necessary to maintain registration of the Scheme until such time as:
    - (i) the number of Australian residents holding interests in the Scheme falls below a number specified in the deed poll;
    - (ii) the Scheme is terminated or wound-up in accordance with the Applicable Law; or
    - (iii) ASIC otherwise approves;

03 / 0098

- (c) to publish or cause to be published prices with respect to the redemption or repurchase of interests in Australia at least once a week for so long as the Scheme is registered in accordance with the terms of this instrument and interests in the Scheme are not quoted on an approved foreign exchange as defined in subregulation 1.2A.02(2) of the Corporations Regulations ("approved foreign exchange");
- (d) to ensure that except during any period in which interests in the Scheme are quoted on an approved foreign exchange the constitution of the Scheme provides:
  - (i) the Trustees are bound that they will, if asked by a member who is an Australian resident, buy the interest or cause it to be bought or redeemed at a price provided for in the constitution within a reasonable time period for the exercise of such a facility; and
  - (ii) that such facility cannot be varied except by amendment of constitution;
- 5. the Management Company causes to be fulfilled or the local agent fulfils the functions referred to in condition 2(a) to (g) in an efficient manner;
- 6. the Scheme is at all times approved or authorised or registered by the Relevant Agency;
- 7. there is at all times a trustee or custodian or depository appointed for the purpose of holding title to the scheme property of the Scheme;
- 8. buy-back or redemption, as the case may be, of interests in the Scheme is not suspended or terminated for any reason without the approval of ASIC except during any period in which interests in the Scheme are quoted on an approved foreign exchange;
- 9. except during any period in which interests in the Scheme are quoted on an approved foreign exchange there is published in a newspaper or newspapers published and circulating throughout Australia at least once in every week a notice stating with respect to the Scheme:
  - (a) the current price at which an interest in the Scheme will be issued; and
  - (b) the current price at which an interest in the Scheme will be bought back or redeemed;

"current" means within two business days before the date of publication;

"price" means the price in the currency of the foreign jurisdiction;
- 10. no relief is granted by the Relevant Agency relieving the Management Company from the requirements of the Applicable Law relating to the issue, buy-back or redemption of interests in the Scheme without the approval of ASIC;
- 11. any prospectus issued in Australia with respect to the Scheme states prominently that the Scheme is a foreign scheme subject to the regulation of the Relevant Agency and to the Applicable Law and describes the legal and practical effect (if any) this may have on the rights and ability of an Australian resident to make any claim or enforce any right arising out of or in connection with the Scheme;
- 12. interests issued as a result of applications made in Australia represent a minority of interests in the Scheme, calculated both by value and by the number of holders of interests in the Scheme;
- 13. the Management Company shall upon written request by ASIC:
  - (a) respond or cause to respond to all requests for information which the Management Company can obtain by reasonable enquiry, or verification of information, in relation to the Scheme within any time period that ASIC reasonably requires for the response;
  - (b) permit or cause to be permitted ASIC to inspect the books and records of the Management Company in relation to the Scheme; and
  - (c) produce or cause to be produced to ASIC the books and records of the Management Company in relation to the Scheme at a specified place that is reasonable in the circumstances, and

03 / 0098

14. if at any time the buy-back arrangements or arrangements for redemption of interests as the case may be are suspended for any reason except during any period in which interests in the Scheme are quoted on an approved foreign exchange, then (unless ASIC otherwise approves) in such case the Management Company shall:
- (a) immediately withdraw or cause to be withdrawn from circulation any current prospectus that relates to the Scheme;
  - (b) advertise or cause to be advertised forthwith in newspapers circulating throughout Australia particulars of the changed buy-back or redemption arrangements;
  - (c) refuse to accept any application moneys received after the date of suspension; and
  - (d) refund or cause to refund to the applicants all other application moneys then held in Australia.
15. the Management Company will lodge or cause to be lodged with ASIC a certified copy of any current certificate of registration of the Scheme in its place of origin;

And pursuant to paragraph 601QA(1)(b) of the Act, ASIC hereby declares that the provisions of Chapter 5C of the Act apply to the Trustees in relation to the Scheme until the date specified in Schedule C as if:

1. The following provisions were omitted:
  - (a) paragraph 601EA(2)(b);
  - (b) subsection 601EA(3);
  - (c) paragraphs 601EA(4)(b) and (c);
  - (d) paragraphs 601EB(1)(d), (e), (f), (g) and (h);
  - (e) subsections 601FB(2), (3) and (4);
  - (f) section 601FC except paragraph 601FC(1)(m);
  - (g) section 601FD;
  - (h) section 601FE;
  - (i) section 601FG;
  - (j) section 601FH;
  - (k) Division 2 of Part 5C.2 except section 601FJ;
  - (l) Division 3 of Part 5C.2;
  - (m) Parts 5C.3, 5C.4, 5C.5, 5C.6, 5C.7 and 5C.9; and
  - (n) paragraphs 601PB(1)(b), (c) and (d);
2. in subsection 601FF(1) the words, "and compliance plan" were omitted;
3. in subsection 601PA(2) paragraphs (a), (b) and (c) were replaced with the following, "the responsible entity is not required by the conditions of an exemption under paragraph 601QA(1)(a) to do all things necessary to maintain registration"; and
4. the definition of "registered scheme" in section 9 were modified or varied by adding at the end the following:

"where :

- (a) a trustee or custodian has been appointed for the purposes of the Scheme and approved by the Relevant Agency and that approval has not been revoked and the trustee or custodian has not ceased to hold office without being replaced in accordance with the Applicable Law;

03 / 0098

- (b) there has been lodged with ASIC:
- (i) the deed or other document or documents comprising the constitution of the Scheme from time to time, or a certified copy thereof;
  - (ii) a certified copy of any current Certificate of Registration or approval issued by the Relevant Agency in relation to the Scheme;
  - (iii) the current memorandum of appointment or power of attorney or a copy certified by a director of the local agent lodged by the responsible entity for the purpose of appointing a local agent and any deed poll executed by the responsible entity for the benefit of Australian residents who are holders of interests in the Scheme;
  - (iv) if ASIC has asked in writing, a certified consolidated copy of the documents referred to in subparagraphs (b)(i), (ii) and (iii); and
  - (v) if any document is not in English, a certified translation of that document into English; and
- (c) ASIC has not notified the responsible entity in writing that it disapproves any of the documents referred to in subparagraphs (b)(i), (ii) and (iii) that were lodged after the date of registration.”
5. the definition of “responsible entity” in section 9 were modified or varied by deleting the word “company” and inserting in its place the word “person”.

And pursuant to subsection 340(1) of the Act, ASIC hereby orders that the Scheme and the auditors of the scheme are relieved from the requirements of Parts 2M.2 and 2M.3 in relation to a financial year ending before the date specified in Schedule C for as long as and on condition that :

1. the Management Company lodges or causes to be lodged:
- (a) within one month of the date on which such documents are lodged with the Relevant Agency:
    - (i) a copy of any financial statements relating to the Scheme in such form and containing such particulars and including copies of such documents as the Trustees and Scheme are required to prepare by the Applicable Law;
    - (ii) a copy of any regular return or report which is required to be sent or made available to the members by the Applicable Law;
  - (b) within seven days of the event:
    - (i) particulars of any amendment, variation or modification of the documents relating to the Scheme referred to at subparagraphs (b)(i), (ii) and (iii) of the definition of registered scheme whether effected by means of amendment of a deed, administrative action of the Relevant Agency, a change to the Applicable Law or otherwise;
    - (ii) particulars of any change to the Applicable Law which materially changes the Key Regulatory Requirements from those in force at the date on which the scheme was registered;
    - (iii) where proceedings are commenced in its place of origin for the winding up or termination of the Scheme or the dismissal of the Management Company for any reason, notice of that fact and, when a liquidator or other external administrator is appointed or the Trustees cease to be the responsible entity under the deed, notice of that fact;
    - (iv) where buy-back or redemption of interests in the Scheme is suspended or terminated except during any period in which interests in the Scheme are quoted on an approved foreign exchange, notice of that fact;

03 / 0098

- (v) particulars of any change to the trustee or custodian appointed for the purposes of the Scheme;
  - (vi) particulars of any change to the local agent appointed for the purposes of this instrument or the terms of its appointment; and
  - (vii) particulars of any change to the authorised investment policy and borrowing limitations previously disclosed in any prospectus circulated in Australia;
2. the Management Company ensure that any document required to be lodged under condition 1 must be signed by the Management Company or on behalf of the Management Company or verified by the local agent of the Management Company in the form prescribed for the purposes of subsection 601CK(1), with such modifications as are necessary;
  3. where any document required to be lodged under condition 1 is signed on behalf of the Management Company the instrument delegating the power to sign on behalf of the Management Company will be lodged with ASIC; and
  4. the Management Company promptly send or cause to be sent any of the documents lodged under condition 1 to any member resident in Australia of the Scheme that asks for them.

## Interpretation

In this instrument and in provisions applying as modified by this instrument:

“**Relevant Agency**” means the New Zealand Securities Commission.

“**Applicable Law**” means the law of New Zealand from time to time.

“**Key Regulatory Requirements**” means those provisions of the Applicable Law which relate to matters which ASIC has specified in its published policy are Key Regulatory Requirements of a foreign regulatory regime for adequate regulation of foreign collective investment schemes.

## SCHEDULE A

Kiwi Income Properties Limited (the “Management Company”)

New Zealand Permanent Trustees Limited and The New Zealand Guardian Trust Company Limited (the “Trustees”)

## SCHEDULE B

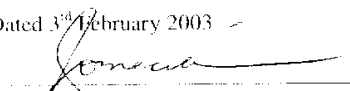
The making available of or making of offers for purchase or issuing of invitations to buy securities in the Kiwi Income Property Trust (the “Scheme”) which are quoted on the New Zealand Stock Exchange and the Australian Stock Exchange (“ASX”) and which is constituted by:

- (a) a trust deed dated 21 August 1992 as amended between the Management Company and New Zealand Permanent Trustees Limited as trustee constituting the Scheme; and
- (b) a trust deed dated 7 November 1996 as amended between the Management Company, New Zealand Permanent Trustees Limited and The New Zealand Guardian Trust Company Limited.

## SCHEDULE C

1 July 2003

Dated 3<sup>rd</sup> February 2003

  
Signed by Ian Dornecillo as delegate of the  
Australian Securities and Investments Commission

03 / 0099

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

Pursuant to subsection 601QA(1)(a) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission hereby exempts the person mentioned in Schedule A from compliance with the requirements of section 601GC(1) of the Act in the case set out in Schedule B for so long as the condition in Schedule C is met.

**Schedule A**

Suncorp Metway Investment Management Limited (ACN 068 147 651), the responsible entity of the registered scheme specified in Schedule B.

**Schedule B**

The proposed amendment to the constitution of the Suncorp Metway Commercial Property Fund (ARSN 093 075 971) ("the registered scheme") as follows:

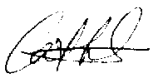
The addition of a new clause 20.1(t):

"In addition to the Responsible Entity's right of remuneration under clause 18 and any other right of indemnity which it may have under this deed or at law, the Responsible Entity is indemnified for and entitled to reimbursed out of or have paid from Scheme Property all costs, expenses, liabilities, losses or damages incurred in the performance of its duties or the exercise of its powers, in the course of its office or in relation to the administration or management of the Scheme."

**Schedule C**

When, the only holder of interests in the registered scheme specified in Schedule B, Investa Properties Limited (ACN 084 407 241) as responsible entity of the Investa Sunlaw Trust, has consented in writing to the proposed amendment set out in Schedule B.

Dated 12th February 2003



Signed by Catherine So  
as delegate of the Australian Securities and Investments Commission



03 / 0100

**Australian Securities and Investments Commission**  
**Corporations Act — Paragraphs 741(1)(a), 911A(2)(l), 992B(1)(a) and 1020F(1)(a)**  
**— Exemption**

1. Pursuant to paragraph 741(1)(a) of the *Corporations Act 2001* (the "Act") the Australian Securities and Investments Commission ("ASIC") hereby exempts each person in the class of persons referred to in Schedule A from Parts 6D.2 and 6D.3 of the Act in the cases referred to in Schedule B on the conditions set out in Schedule D and for so long as those conditions are met.
2. Pursuant to paragraph 911A(2)(l) of the Act, ASIC hereby exempts the persons referred to in Schedule A on the conditions specified in Schedule D and for so long as they are met from the requirement to hold an Australian financial services licence for:
  - (a) the provision of general advice to the persons specified in paragraph 2 of Schedule C in relation to the offer and issue of the financial products described in Schedule B;
  - (b) any dealing in the financial products described in Schedule B; and
  - (c) the provision of any custodial or deposit service arising from the holding of the shares to which financial products referred to in Schedule B relate.
3. Pursuant to paragraph 992B(1)(a) of the Act, ASIC hereby exempts the persons referred to in Schedule A from section 992A of the Act in relation to offers made in the course of, or because of, unsolicited meetings or telephone calls reasonably arising or made in connection with the offer of financial products described in Schedule B on the conditions specified in Schedule D and for so long as they are met.
4. Pursuant to paragraph 1020F(1)(a) of the Act, ASIC hereby exempts the persons referred to in Schedule A in relation to an offer to issue, an issue, a recommendation that a person specified in paragraph 2 of Schedule C acquire and an offer to arrange the issue of the financial products referred to in Schedule B from Part 7.9 of the Act on the conditions specified in Schedule D and for so long as they are met.

**SCHEDULE A – Persons Exempted**

HBOS plc ("the Issuer") and any person who makes an offer or issue of financial products referred to in Schedule B for or on behalf of the Issuer, including the Trustee (as defined in Rule 1.1 of the Plan).

**SCHEDULE B – Cases Exempted**

This exemption applies to the following offers made pursuant to the Plan which meet the further requirements set out in Schedule C:

- (a) an offer for issue of a financial product in accordance with Rule 4.4 of the Plan which includes:

03 / 0100

- (i) a legal or equitable right or interest in fully paid shares in the Issuer in relation to which the shares will be held by the Trustee on trust for and on behalf of a Participant in accordance with the Rules of the Plan; or
- (ii) a contingent right for the holder of the product to, subject to the Rules of the Plan, on a future date:
  - (A) be transferred fully paid shares in the Issuer in accordance with Rule 4.6 of the Plan; or
  - (B) be paid an amount calculated by reference to the current market price of such shares on or about that date in accordance with Rule 7.6 of the Plan,

where the shares are in the same class as shares which at the time of the offer are quoted on the London Stock Exchange and trading in which is not suspended;  
and

- (b) an offer for issue of a financial product in accordance with Rule 4.7 of the Plan which includes a contingent right for the holder of the product to, subject to the Rules of the Plan, on a future date:
  - (i) be transferred fully paid shares in the Issuer; or
  - (ii) be issued with fully paid shares in the Issuer; or
  - (iii) be paid an amount calculated by reference to the current market price of such shares on or about that date in accordance with Rule 7.6 of the Plan,

where the shares are in the same class as shares which at the time of the offer are quoted on the London Stock Exchange and trading in which is not suspended.

### **SCHEDULE C - Further Requirements**

An offer or issue to which this exemption applies must meet the following requirements:

1. The class of shares in the Issuer to which the offers of financial products referred to in Schedule B relate must have been quoted on the London Stock Exchange throughout the 17 month period immediately preceding the offer without suspension during that period exceeding in total 5 trading days.
2. The offer of the financial products referred to in Schedule B ("the Offer") must be extended only to persons who, at the time of the Offer, are full or part-time employees or directors of the Issuer or of associated bodies corporate of the Issuer.
3. The Offer must be in writing (the "Offer document") and:

03 / 0100

- (a) the Offer document must include or be accompanied by a copy, or a summary, of the Rules of the Plan and a copy or a summary of the Trust Deed;
  - (b) if the Offer document includes or is accompanied by a summary (rather than a copy) of the Rules, the Offer document must include an undertaking that during the period or periods during which the Participant may acquire the financial products referred to in Schedule B an associated body corporate of the Issuer which has a registered office in this jurisdiction will, within a reasonable period of the Participant so requesting, provide the Participant without charge with a copy of the Rules, and a copy or a summary of the Trust Deed;
  - (c) the Offer document must specify the Australian dollar equivalent of the current market price of HBOS plc shares in the same class as the shares referred to in Schedule B as at the time of the Offer;
  - (d) the Offer document must include an undertaking that, and an explanation of the way in which, an associated body corporate of the Issuer which has a registered office in this jurisdiction will, during the Offer period, within a reasonable period of the Participant so requesting, make available to the Participant the Australian dollar equivalent of the current market price of HBOS plc shares in the same class as the shares referred to in Schedule B;
  - (e) if the Issuer or any associated body corporate of it offers Participants any loan or other financial assistance for the purpose of acquiring the financial products referred to in Schedule B, the Offer document must disclose the conditions, obligations and risks associated with such loan or financial assistance;
  - (f) the Offer document must disclose the risks as a consequence of participation in the Plan; and
  - (g) the Offer document must state prominently that the Plan is subject to the regulation of the Financial Services Authority of the United Kingdom (the "Relevant Agency") and to the law of the United Kingdom and must describe the legal and practical effect (if any) this may have on the rights and ability of a Participant to make any claim or enforce any right arising out of or in connection with the Plan.
4. The number of shares that may be issued or transferred under the financial products referred to Schedule B when aggregated with:
- (a) the number of shares in the same class which would be issued or transferred were each outstanding offer, being an offer made pursuant to the Plan, to be accepted; and
  - (b) the number of shares in the same class issued or transferred during the previous 5 years pursuant to the Plan or any other employee share

03 / 0100

scheme extended only to employees or directors of the Issuer and of associated bodies corporate of the Issuer;

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

- (d) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (e) an offer that was an excluded offer or invitation within the meaning of the Corporations Law as it stood prior to the commencement of Schedule 1 to the Corporate Law Economic Reform Program Act 1999; or
- (f) an offer that did not need disclosure to investors because of section 708 of the Act;
- (g) an offer, issue or recommendation that did not require the giving of a Product Disclosure Document because of section 1012D of the Act;

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

5. The Trust Deed contains covenants binding the Trustee or representative and their agents, if any, to the effect that:
- (a) A Participant possesses substantially the same rights in respect of the shares held by the Trustee on trust for and on behalf of the Participant as if the Participant was the legal owner of the shares, including (but not limited to) the right to:
    - (i) direct the Trustee or representative how the voting rights attaching to the shares shall be exercised, either generally or in any particular case; and
    - (ii) receive the income deriving from the shares, including (but not limited to) dividends declared by the Issuer in respect of those shares;
  - (b) The Trustee or representative shall cause proper books of account (the books of account) to be maintained in respect of the activities of the trust to which the Trust Deed relates (the "Trust") and cause the books of account to be audited annually and made available for inspection by the Participants at an office of the Trustee or a place of business of the Issuer during normal business hours or such other time as is agreed with a Participant or Participants;
  - (c) The Trustee or representative must ensure that each share held on trust for and on behalf of a Participant is identified in the books of account as being held on account of that Participant;
  - (d) Except as expressly provided for by the Trust Deed, a Participant must have the capacity to authorise the Trustee or representative to sell at or

03 / 0100

above the current market price the shares to which he or she is entitled under the Trust Deed; and

- (c) The Trustee or representative must not levy any fees or charges for operating and administering the Trust, either payable directly by the Participants or out of the assets of the Trust.

#### **SCHEDULE D - Conditions**

1. The Issuer must provide to ASIC a copy of the Offer document (which need not contain details of the Offer particular to the Participant such as the identity or entitlement of the Participant) and of each accompanying document not later than 7 days after the provision of that material to the Participant.
2. The Trustee must cause a copy of the Trust Deed to be provided to ASIC at the same time as a copy of the offer document is provided to ASIC in accordance with this instrument.
3. The Issuer must ensure that it complies with any undertaking required to be made in the Offer document by reason of this instrument.
4. On behalf of itself and the Trustee, the Issuer must accept notices, correspondence and service of process at the registered office of an associated body corporate in this jurisdiction.
5. The Issuer must notify ASIC within 7 days if the Plan is suspended or terminated or if quotation of the shares of HBOS plc on any foreign financial market is suspended.
6. The Issuer must make available for public inspection at the registered office of an associated body corporate in this jurisdiction and provide to Participants copies of the Rules of the Plan and the Trust Deed and meet all reasonable requests for information.
7. The Issuer must keep at the registered office of an associated body corporate in this jurisdiction and make available to ASIC, upon request, a register of Participants and enter in the register:
  - (a) the names and addresses of each Participant;
  - (b) the extent of the holding of each Participant;
  - (c) the date at which the name of each Participant was entered in the register; and
  - (d) the date at which any Participant's participation ceased.
8. Within 14 days of the date of this instrument, the Issuer must provide to ASIC a certified copy of any written approval or authorisation issued by the Relevant Agency in relation to the Plan.

03 / 0100

9. Except as may be required by United Kingdom law, the Issuer must not modify or vary the Rules in any material respect which would adversely affect the rights and interests of Participants in the Plan unless ASIC notifies the Issuer or any person acting for or on behalf of the Issuer in writing that it does not object to the modification or variation.
10. The Issuer and the Trustee must comply with the provisions of the Rules and the Trust Deed.
11. The Issuer must ensure that the Plan at all times complies with the law of the United Kingdom.

### INTERPRETATION


For the purposes of this instrument:

1. A body corporate is an associated body corporate of the Issuer if:
  - (a) the body corporate is a related body corporate of the Issuer; or
  - (b) the body corporate has voting power in the Issuer of not less than 20%;  
or
  - (b) the Issuer has voting power in the body corporate of not less than 20%;(applying the definition of "voting power" contained in section 610 of the Act).
2. The Australian dollar equivalent of a price shall be calculated by reference to the relevant exchange rate published by an Australian bank on the previous business day.
3. An offer made under the Plan shall not be regarded as extended to a person other than an employee or director of the Issuer merely because such an employee or director may renounce an offer of shares made to them under the scheme in favour of their nominee.
4. The current market price of a share shall be taken as the price published by the London Stock Exchange as the final price for the previous day on which the share was traded on the financial market of that exchange.
5. "general advice" has the meaning given by section 766B of the Act.
6. "Participant" means a person to whom an offer of the financial products described in Schedule B is made and who accepts such offer.
7. "Plan" means the employee share scheme known as the HBOS plc Annual Bonus Plan;

03 / 0100

8. "Rules" means the rules of the Plan as set out in the document titled "The HBOS plc Annual Bonus Plan" provided to ASIC on or about 5 November 2002; and
9. "Trust Deed" means the trust deed dated 20 March 2001 (as amended) between Halifax Group plc and Computershare Trustees Limited, which establishes the Annual Bonus Trust 2001.

Dated the 18<sup>th</sup> day of February 2003



Signed by Philippa Bell  
as a delegate of the Australian Securities and Investments Commission



ASIC 03/0101

Australian Securities & Investments Commission

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**

**IN THE MATTER OF MICHELLE LOUISE EGGMOLESSE  
AND PART 7.3 OF THE CORPORATIONS ACT 2001**

To: Michelle Louise Eggmolesse  
15 Glen Eden Drive  
Gladstone Queensland

**BANNING ORDER PURSUANT TO SECTION 830 OF THE  
CORPORATIONS ACT 2001**

TAKE NOTICE that the Australian Securities and Investments Commission **HEREBY PERMANENTLY PROHIBITS MICHELLE LOUISE EGGMOLESSE** from the date of service of this Banning Order from doing an act as a representative of a dealer or an investment adviser.

Dated this 31<sup>st</sup> day of January 2003.

Signed: 

RENATO SBURLATI  
Delegate of the  
Australian Securities and Investments Commission.

Your attention is drawn to section 835 of the Corporations Act 2001, which states:  
"A person must not contravene a banning order relating to the person."



**Australian Securities and Investments Commission  
Corporations Act 2001 - Subsection 741(1) - Declaration 03 / 0102**

Pursuant to paragraph 741(1)(b) of the Corporations Act 2001 ("Act"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6D of the Act applies to the person specified in Schedule A in the case referred to in Schedule B as if paragraph 723(3)(b) of Part 6D.2 of the Act were modified or varied by replacing the words "3 months" with the words "6 months and 19 days".

**SCHEDULE A**

Hill End Gold Limited ACN 072 692 365 ("issuer")

**SCHEDULE B**

An issue or transfer of securities by the issuer in response to an application made under a prospectus dated 29 October 2002 and lodged with ASIC by the issuer on 29 October 2002 and a supplementary prospectus dated 22 January 2003 and lodged with ASIC by the issuer on 22 January 2003, where all issues and transfers of the securities are made after a replacement document is lodged with ASIC in accordance with section 719 of the Act and the issuer complies with section 724 of the Act.

Dated this 18th day of February 2003



Signed by Vinh Huynh  
as delegate of the Australian Securities and Investments Commission

03 / 0103

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION****Corporations Act 2001 - Section 340 - ORDER**

Pursuant to sub-section 340(1) of the Corporations Act 2001 ("the Act") the **AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION** hereby **MAKES AN ORDER** relieving the company specified in Schedule 1 to this Order and its directors and auditor, from compliance with paragraph 323D(2)(b) of the Act for the purpose of changing its financial year beginning on 1 March 2002 ("the Relevant Financial Year"), subject to the conditions set out in Schedule 2 to this Order.

**SCHEDULE 1**

Bookwise International Pty. Ltd. A.C.N. 091 685 086

**SCHEDULE 2**

- (a) The Relevant Financial Year shall be the 13 month period ending on 31 March 2003.
- (b) The Notes to the financial report for the Relevant Financial Year shall include a statement as to the relief provided by this Order.

**Dated 19 February 2003**

Signed by Trevor Shaw

as a **Delegate** of the **Australian Securities and Investments Commission**

Corporations Act 2001  
Subsection 164(3)

Notice is hereby given that the 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 Administration Appeals Tribunal prevents it from doing so.

**ABBOTTS MISTREL MANAGEMENT LTD** ACN 080 188 227 will change to a proprietary company limited by shares. The new name will be ABBOTTS MISTREL MANAGEMENT PTY LTD ACN 080 188 227.

**CASSANDRA GANTNER FOUNDATION LTD** ACN 097 340 264 will change to a proprietary company limited by shares. The new name will be CASSANDRA GANTNER FOUNDATION PTY LTD ACN 097 340 264.

**CVC GROUP PTY LTD** ACN 063 030 900 will change to a public company limited by shares. The new name will be CVC GROUP LTD ACN 063 030 900.

**GOLD MINES OF SARDINIA LIMITED** ACN 009 234 851 will change to a proprietary company limited by shares. The new name will be GOLD MINES OF SARDINIA PTY LTD ACN 009 234 851.

**JOE WHITE MALTINGS LIMITED** ACN 004 287 352 will change to a proprietary company limited by shares. The new name will be JOE WHITE MALTINGS PTY LTD ACN 004 287 352.

**KLASGOLD PTY. LTD.** ACN 086 566 092 will change to a public company limited by shares. The new name will be BEVIS HOLDINGS LIMITED ACN 086 566 092.

**PREMIUM OLIVE MARKETING LIMITED** ACN 086 002 824 will change to a proprietary company limited by shares. The new name will be PREMIUM OLIVE MARKETING PTY LTD ACN 086 002 824.

**QUAY ASSOCIATES LIMITED** ACN 003 672 393 will change to a proprietary company limited by shares. The new name will be QUAY ASSOCIATES PTY LTD ACN 003 672 393.

**UNIMIN SERVICES LIMITED** ACN 008 277 441 will change to a proprietary company limited by shares. The new name will be UNIMIN SERVICES PTY LTD ACN 008 277 441.

**AYRES CORPORATION PTY LTD** ACN 091 282 316 will change to a public company limited by shares. The new name will be AYRES CORPORATION LTD ACN 091 282 316.

**COOEE BIOSCIENCES PTY LTD** ACN 100 026 846 will change to a public company limited by shares. The new name will be COOEE BIOSCIENCES LIMITED ACN 100 026 846.

**FOUR WINDS FESTIVAL FOUNDATION LTD** ACN 097 340 255 will change to a proprietary company limited by shares. The new name will be FOUR WINDS FESTIVAL FOUNDATION PTY LTD ACN 097 340 255.

**HARTLEY COURT LIMITED** ACN 069 117 139 will change to a proprietary company limited by shares. The new name will be HARTLEY COURT PTY LIMITED ACN 069 117 139.

**KIDSWAP LIMITED** ACN 094 888 025 will change to a proprietary company limited by shares. The new name will be KIDSWAP PTY LTD ACN 094 888 025.

**NAPIER MINERALS PTY LTD** ACN 096 782 437 will change to a public company limited by shares. The new name will be NAPIER MINERALS LIMITED ACN 096 782 437.

**PREMIUM OLIVE PROCESSING LIMITED** ACN 086 002 753 will change to a proprietary company limited by shares. The new name will be PREMIUM OLIVE PROCESSING PTY LTD ACN 086 002 753.

**TIDAL POWER AUSTRALIA LTD** ACN 061 538 207 will change to a proprietary company limited by shares. The new name will be TIDAL POWER AUSTRALIA PTY LTD ACN 061 538 207.