



Commonwealth of Australia



**ASIC**

Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette

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#### RIGHTS OF REVIEW

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TAKEOVERS PANEL  
CORPORATIONS ACT 2001  
SECTION 657A  
DECLARATION

04 / 0424

WHEREAS:

- A. Mildura Investment Company Pty Ltd (**MIC**) has made an off-market bid (the **Bid**) for all of the ordinary shares in Mildura Co-operative Fruit Company Ltd (**MCFC**);
- B. MIC has sent a copy of its Bidder's Statement in relation to the Bid to each holder of ordinary shares in MCFC;
- C. MCFC has sent a copy of its Target's Statement to each holder of ordinary shares and each holder of preference shares in MCFC (together, **Shareholders**);
- D. in the Target's Statement, MCFC quotes parts of a letter written to it on behalf of Mr John Armour (the sole shareholder and director of MIC) on 4 September 2003 (the **Quotations**), which has not otherwise been published;
- E. MCFC did not seek or obtain the consent of Mr Armour to use the Quotations in the Target's Statement, contrary to subsection 638(5) of the Act;
- F. MIC has published newspaper advertisements, and Mr Armour has made statements to the media, stating that, should MIC obtain control of MCFC under the Bid, it will cause MCFC to review the prices MCFC pays to suppliers for produce (**Grower Prices**) with a view to ensuring that Grower Prices are at least at market level and endeavouring to ensure that, wherever possible, Grower Prices are above the rate that would otherwise be set by the market. These statements do not distinguish with sufficient clarity between the Grower Prices for dried fruit, for citrus and for any other produce;
- G. MIC made no specific statement about its intentions in relation to Grower Prices in the Bidder's Statement;
- H. MCFC cannot unilaterally bring about a review of the Grower Prices for dried fruit, which is purchased by a joint venture which MCFC does not control; and
- I. the future levels of Grower Prices for both dried fruit and citrus are likely to be important considerations for many of the holders of ordinary shares in MCFC,



04 / 0424

PURSUANT to section 657A of the Corporations Act, the Takeovers Panel HEREBY DECLARES that the following circumstances in relation to the affairs of MCFC are unacceptable circumstances, namely:

- (a) MCFC did not seek or obtain the consent of Mr Armour (or any other relevant person) to use the Quotations in the Target's Statement; and
- (b) MIC did not formulate and disclose intentions regarding Grower Prices in the Bidder's Statement.

A handwritten signature in black ink, appearing to read 'Simon V. McKeon', written in a cursive style.

Simon McKeon

**President of the Sitting Panel**

8 March 2004

04 / 0425

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

Pursuant to subsections 655A(1) and 673(1) of the *Corporations Act 2001* (the "Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapters 6 and 6C of the Act apply to the persons named in Schedule A in the case referred to in Schedule B as if:

1. section 609 of the Act were modified or varied by adding after subsection (10):
 

“(11) A person does not have a relevant interest in securities merely because they apply restrictions on the disposal of the securities by the holder”; and
2. Part 6C.1 of the Act were modified or varied by adding after section 671B:
 

“671BA 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 subsection 609(11)”.

**SCHEDULE A**

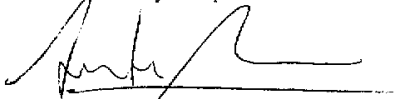
Lonsdale Corporate Services Pty Limited ACN 077 997 918 ("Lonsdale")

**SCHEDULE B**

An acquisition of a relevant interest in securities of Ausforest Ltd ACN 098 878 981 ("Ausforest") arising as the result of the entry into Restriction Agreements ("Escrow Agreements") between Lonsdale and certain members of Ausforest on or about the date of this instrument that:

- (a) is in connection with the initial public offering of the securities of Ausforest for which a prospectus will be lodged with ASIC on or about the date of this instrument; and
- (b) restricts disposal of, but not the exercise of voting rights attaching to, the securities of Ausforest;
- (c) terminates no later than one (1) year after the parties enter into the Escrow Agreements;
- (d) allows the security holder to accept into a takeover bid where:
  - (i) holders of at least half of the bid class securities that are not subject to the escrow agreement to which the offer under the bid relates have accepted; and
  - (ii) the escrow agreements require that the shares be returned to escrow if the bid does not become unconditional;
- (e) allows the securities the subject of the escrow agreement to be transferred or cancelled as part of a merger by scheme of arrangement; and
- (f) is substantially in the form provided to ASIC on 6 April 2004.

Dated this 8<sup>th</sup> day of April 2004



Signed by Justin Sam  
as a delegate of the Australian Securities and Investments Commission

0 4 / 0 4 2 6


**Australian Securities and Investments Commission**  
***Insurance (Agents and Brokers) Act 1984***  
**Subsection 21(5) – Notice of Registration**

Pursuant to subsection 21(5) of the *Insurance (Agents and Brokers) Act 1984* (the "Act"), the Australian Securities and Investments Commission hereby gives notice that the registration, to carry on business as an insurance broker in relation to life insurance business, of the persons referred to in the Schedule, is renewed pursuant to subsection 21(1A) of the Act, with effect from the date specified in the Schedule.

**SCHEDULE**

<b>Broker Name</b>	<b>Ref.</b>	<b>Effective Date</b>
ATIA INSURANCE SERVICES LIMITED ACN 005672971	90506	22/01/2003
HOME FINANCIAL PLANNING PTY LTD ACN 009055136	90392	26/11/2003
MADISON LIFE BROKERS PTY LIMITED ACN 071902817	90183	22/01/2003
PSI INVESTMENTS PTY LTD ACN 003404715	90362	20/07/2002
PSI INVESTMENTS PTY LTD ACN 003404715	90362	20/07/2003
REGIONAL FINANCIAL SERVICES LTD ACN 081864039	90420	10/05/2003
RETIREWELL FINANCIAL PLANNING PTY LTD ACN 070985509	90454	12/09/2003
KOOPS MARTIN FINANCIAL SERVICES LIMITED ACN 076797496	90242	12/12/2003
TAYLOR BOWRING INSURANCE BROKERS PTY LTD ACN 084086206	90343	04/05/2003
ELKINGTON BISHOP MOLINEAUX INSURANCE BROKERS PTY LTD ACN 009179640	90350	17/05/2003

Dated 8 April 2004

  
Dorothy Kaye Guy  
A delegate of the  
Australian Securities and Investments Commission

Australian Securities and Investments Commission  
*Insurance (Agents and Brokers) Act 1984*  
Subsection 21(5) – Notice of Cancellation of Registration

04 / 04 27

Pursuant to subsection 21(5) of the *Insurance (Agents and Brokers) Act 1984* (the "Act"), the Australian Securities and Investments Commission hereby gives notice that the registration, to carry on business as an insurance broker in relation to general insurance business, of the persons referred to in the Schedule, is cancelled pursuant to subsection 21(4) of the Act, with effect from the date specified in the Schedule.

**SCHEDULE**

Broker Name	Ref.	Effective Date
WILSON HIRST PTY LTD ACN 003260982	20431	22/01/2004

Dated 8 April 2004

  
Dorothy Kaye Guy  
A delegate of the  
Australian Securities & Investments Commission

**Australian Securities and Investments Commission**  
**Insurance (Agents and Brokers) Act 1984**  
**Subsection 21(5) – Notice of Registration**

04 / 0428

Pursuant to subsection 21(5) of the *Insurance (Agents and Brokers) Act 1984* (the "Act"), the Australian Securities and Investments Commission hereby gives notice that the registration, to carry on business as an insurance broker in relation to general insurance business, of the persons referred to in the Schedule, is renewed pursuant to subsection 21(1A) of the Act, with effect from the date specified in the Schedule.

**SCHEDULE**

<b>Broker Name</b>	<b>Ref.</b>	<b>Effective Date</b>
ACCESS INSURANCE BROKERS PTY LTD ACN 003351693	40289	30/06/2002
ACCESS INSURANCE BROKERS PTY LTD ACN 003351693	40289	30/06/2003
COWDEN (NSW) PTY LTD ACN 075743252	60171	18/12/2003
FINPAC INSURANCE ADVISORS PTY LTD ACN 068954441	40348	13/07/2003
INSURANCE MARKET FACILITIES (WHOLESALE BROKING) PTY LTD ACN 096397278	20964	16/10/2003
INTERRE INSURANCE BROKERS PTY LTD ACN 098195414	40403	06/11/2003
MAXRIN PTY LTD ACN 008133524	50116	17/01/2004
OXFORD INSURANCE BROKERS PTY LTD ACN 008155440	50103	13/02/2004
PRICE FORBES AUSTRALIA LIMITED ACN 007332461	20779	19/12/2003
RSM GROUP PTY LTD ACN 006361226	30025	22/12/2003
RURAL & GENERAL INSURANCE BROKING PTY LIMITED ACN 093483928	30658	08/08/2003
STANLEY G PLANTZOS INSURANCE BROKERS ACN 000613221	20075	07/12/2003
VERISURE GROUP (AUST) PTY LTD ACN 087789124	20894	26/07/2003
WILDCROFT HOLDINGS PTY LTD ACN 009186118	60208	31/12/2003
FRITH CLASS PTY LTD ACN 097087995	20967	02/07/2003
FRITH NOMINEES PTY LTD ACN 097088081	20965	02/07/2003
QUANTUM INSURANCE BROKERS (AUSTRALIA) PTY LTD ACN 003896884	20579	03/05/2003
AUTOFORCE SYSTEMS AUSTRALIA PTY LTD ACN 066065656	40356	13/12/2003
ELKINGTON BISHOP MOLINEAUX INSURANCE BROKERS ACN 009179640	60028	26/09/2003

Dated 8 April 2004



Dorothy Kaye Guy  
A delegate of the  
Australian Securities & Investments Commission

Australian Securities and Investments Commission  
*Insurance (Agents and Brokers) Act 1984*  
Subsection 31D(5) – Notice of Registration

04 / 04 29

Pursuant to subsection 31D(5) of the *Insurance (Agents and Brokers) Act 1984* (the "Act"), the Australian Securities and Investments Commission hereby gives notice that the registration, to carry on business as a foreign insurance agent in relation to foreign insurance business, of the persons referred to in the Schedule, is renewed pursuant to subsection 31D(1) of the Act, with effect from the date specified in the Schedule.

**SCHEDULE**

Broker Name	Ref.	Effective Date
THOMAS MILLER (AUSTRALASIA) PTY LIMITED CAN 001393773	99530	28/01/2004
RICEGROWERS CO-OPERATIVE LIMITED CAN 007481156	99518	18/12/2003

Dated 8 April 2004



Dorothy Kaye Guy  
A delegate of the  
Australian Securities and Investments Commission



Australian Securities and Investments Commission  
*Insurance (Agents and Brokers) Act 1984*  
Subsection 21(5) – Notice of Cancellation of Registration

04 / 0430

Pursuant to subsection 21(5) of the *Insurance (Agents and Brokers) Act 1984* (the "Act"), the Australian Securities and Investments Commission hereby gives notice that the registration, to carry on business as an insurance broker in relation to life insurance business, of the persons referred to in the Schedule, is cancelled pursuant to subsection 21(4) of the Act, with effect from the date specified in the Schedule.

## SCHEDULE

Broker Name	Ref.	Effective Date
DREXLER, PAUL	90195	23/01/2004

Dated 8 April 2004



Dorothy Kaye Guy  
A delegate of the  
Australian Securities and Investments Commission

04 / 0431

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

Under subsection 741(1) of the Corporations Act 2001 ("the Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6D applies to each person in the class of persons specified in Schedule A in the case specified in Schedule B as if section 707 were modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:

- "(3) An offer of a body's securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:
- (a) without disclosure to investors under this Part; and
  - (b) with the purpose of the person to whom they were issued:
    - (i) selling or transferring them; or
    - (ii) granting, issuing or transferring interests in, or options or warrants over, them;
- and section 708 does not say otherwise.
- (4) Unless the contrary is proved, a body is taken to issue securities with the purpose referred to in paragraph 3(b) if any of the securities are subsequently sold, or offered for sale, within 12 months after their issue."

**SCHEDULE A**

Any person who makes an offer of ordinary shares ("Shares") in Beaconsfield Gold NL ACN 057793834 ("Beaconsfield") for sale of the kind and in the circumstances referred to in Schedule B.

**SCHEDULE B**

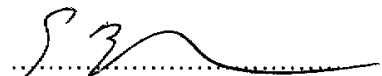
- (1) The Shares were issued by reason of the exercise of options or the conversion of convertible notes, converting notes, convertible preference shares or converting preference shares ("Convertible Securities");
- (2) the exercise of the option, or the conversion, did not involve any offer;

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- (3) the Shares are in a class of securities that were quoted ED securities of Beaconsfield and Beaconsfield is listed on the financial market operated by ASX at the time of the offer for sale of the Shares;
- (4) there is a completed contract for the issue of the Shares;
- (5) at the time of the issue of the Convertible Securities no determination under subsection 713(6) is in force with respect to the Issuer; and
- (6) a prospectus was issued in relation to ordinary shares of Beaconsfield at or after the time of the issue of the Convertible Securities but before any on-sale of the Shares.

Dated this 8<sup>th</sup> day of April 2004.

Signed:



Gadi Bloch, as a delegate of the  
Australian Securities and Investments Commission

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 Administration Appeals Tribunal prevents it from doing so.

**AQ2 PTY LTD** ACN 093 691 135 will change to a public company limited by shares. The new name will be **AQ2 LIMITED** ACN 093 691 135.

**DEUTSCHE PM NOMINEES LIMITED** ACN 095 886 847 will change to a proprietary company limited by shares. The new name will be **DEUTSCHE PM NOMINEES PTY LIMITED** ACN 095 886 847.