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ASIC

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Notices under the Corporations Law

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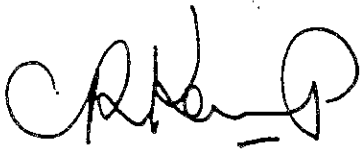
01/0694



Corporations (Stock Market — Unquoted Interests) (LifeTrack) Approval 2001

I, CHARLES RODERICK KEMP, Assistant Treasurer, make this Approval under subsection 770A (2) of the Corporations Law.

Dated *6 June* 2001



Assistant Treasurer

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Section 1

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1 Name of Approval

This Approval is the *Corporations (Stock Market — Unquoted Interests) (LifeTrack) Approval 2001*.

2 Commencement

This Approval commences when it is made.

3 Definitions

In this Approval:

associate means:

- (a) a director or secretary of the responsible entity; or
- (b) a related body corporate of the responsible entity; or
- (c) a director or secretary of a related body corporate of the responsible entity; or
- (d) a person with whom a person mentioned in paragraph (a), (b) or (c) is acting, or proposes to act, in relation to the interests mentioned in section 4.

broker means Austock Brokers Pty Ltd (ACN 053 513 438).

LifeTrack stock market means the stock market, constituted by the market in the interests to which this Approval applies, that is conducted by the broker and the operator for the responsible entity.

market participant means:

- (a) the responsible entity; or
- (b) the broker; or
- (c) the operator.

market user means a person who has made, or who makes, an offer to buy or sell prescribed interests through the LifeTrack stock market.

operator means Austock Management Limited (ACN 010 338 324).

relevant interests means the interests to which this Approval applies under section 4.

responsible entity means LifeTrack Management Limited (ACN 003 135 475).

risk disclosure statement means a statement, contained in a schedule to the rules, about the disclosure of risks associated with the LifeTrack stock market.

rules means the rules dated 21 March 2001 for the conduct of the LifeTrack stock market, as amended from time to time.

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supervisor means:

- (a) the person appointed as supervisor under an agreement with the responsible entity dated 21 August 2000 (*supervisor agreement*); or
- (b) a successor appointed under paragraph 11 (2) (b).

unquoted has the meaning given by subsection 770A (5) of the Corporations Law.

Note 1 For the definitions of *ASIC*, *business day*, *dealers licence*, *director*, *executive officer*, *lodge* and *stock market*, see section 9 of the Corporations Law.

Note 2 Subsection 770A (2) of the Corporations Law contains some requirements for the contents of a responsible entity's business rules.

4 **Application**

This Approval applies to unquoted interests in the registered scheme known as AM Property Plus.

5 **Approval**

The LifeTrack stock market is approved under section 770A of the Corporations Law, subject to the conditions mentioned in this Approval.

Note 1 This Approval is also subject to the conditions mentioned in subsection 770A (3) of the Corporations Law.

Note 2 The applicant must continue to meet the grounds for approval mentioned in subsection 770A (2) of the Corporations Law, even after approval has been given: see subsection 770A (4) of the Corporations Law.

6 **Amendment of rules**

- (1) As soon as practicable after any amendment to the rules is made, the responsible entity must lodge a written notice of the amendment with ASIC.
- (2) The notice must:
 - (a) set out the text of the amendment; and
 - (b) state the date when the amendment was made; and
 - (c) contain an explanation of the purpose of the amendment.
- (3) If a notice under this section is not lodged before the end of 21 days after the amendment is made, the amendment ceases to have effect.
- (4) If ASIC disallows the amendment by written notice given to the operator within 28 days after a notice is lodged under subsection (1), the amendment ceases to have effect.

7 **Duties of responsible entity**

- (1) The responsible entity must:
 - (a) comply with the rules; and

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Section 8

- (b) notify the broker and the operator in writing, as soon as possible after becoming aware of information:
 - (i) that is not generally available; and
 - (ii) that a reasonable person would expect, if it were generally available, to have a material effect on the price or value of securities; and
 - (iii) that is not required to be included in a prospectus or a supplementary or replacement prospectus; and
 - (c) notify the broker and the operator in writing of a breach of the Corporations Law, this Approval, or the rules before the end of 7 days after the responsible entity becomes aware of the breach.
- (2) The responsible entity and each associate must inform the operator:
- (a) of any interest the responsible entity or associate has in the relevant interests, within 2 business days after the LifeTrack stock market begins operations; and
 - (b) of any change in the interest the responsible entity or associate has in the relevant interests, within 2 business days after the change occurs.

8 Duties of broker and operator

The broker and the operator must each comply with:

- (a) the rules; and
- (b) the conditions of its dealers licence.

9 Conduct of LifeTrack stock market

The LifeTrack stock market must be conducted by the broker and the operator:

- (a) in accordance with the rules; and
- (b) either:
 - (i) in the manner stated in the application to ASIC, dated 15 May 2000, for approval of the LifeTrack stock market under section 770A of the Corporations Law; or
 - (ii) in a manner approved in writing by ASIC.

10 Internal management and market systems

The market participants must each establish and maintain internal management and market systems:

- (a) to give reasonable assurance to ASIC that this Approval and sections 770A and 770B of the Corporations Law will be complied with; and
- (b) to meet any liabilities that the broker or operator may incur in conducting the LifeTrack stock market.

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11 Duties and appointment of supervisor

- (1) The supervisor must monitor the compliance of the market participants and the market users with the Corporations Law, this Approval and the rules.
- (2) If, for any reason, the appointment of the supervisor is terminated, the responsible entity must:
 - (a) notify ASIC immediately, in writing, of the termination; and
 - (b) as soon as practicable after the termination, appoint, in writing, another person as supervisor.
- (3) The responsible entity must not appoint a person as supervisor unless:
 - (a) the responsible entity reasonably considers that the person is appropriately qualified and independent of the responsible entity; and
 - (b) ASIC has approved the proposed appointment of the person in writing.

Note Under paragraph 770A (2) (b) of the Corporations Law, the rules must make satisfactory provision for an independent and appropriately qualified supervisor. Regulation 7.2.02 of the *Corporations Regulations 1990* deals with the qualifications that a supervisor must have.

- (4) If ASIC gives to the responsible entity and the supervisor a written direction that the supervisor agreement must terminate on a particular date, the supervisor agreement terminates on that date.

12 Statement to ASIC

- (1) A market participant must give to ASIC, either individually or in conjunction with the other market participants, a statement, signed by or for its directors, of:
 - (a) the extent to which it has complied with this Approval and the rules; and
 - (b) any other matter that ASIC requires it, in writing, to include in the statement.
- (2) A statement must be given for each statement period, whether or not the LifeTrack stock market is conducted in that period.
- (3) If the LifeTrack stock market is not conducted in a statement period, the statement for that period must contain the words 'nil return'.
- (4) A statement must be given to ASIC before the end of 1 month after the end of the statement period for which the statement is made.
- (5) A statement must include a certificate issued by the supervisor, to the effect that, in the opinion of the supervisor, the statement is accurate.
- (6) For subsection (5), the supervisor may conduct any investigation that the supervisor considers reasonable.

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(7) In this section:

statement period means:

- (a) the period of 12 months beginning on the day when this Approval is made (the *first period*); and
- (b) each period of 12 months after the end of the first period.

13 Other information to be given to ASIC

- (1) A market participant must notify ASIC and the supervisor, in writing, of the occurrence of any of the following events, before the end of 7 days after the event:
 - (a) a breach by it, or another market participant, of the Corporations Law, this Approval or the rules;
 - (b) the conviction of a director or an executive officer of it, or another market participant, involving:
 - (i) fraud or dishonesty; or
 - (ii) failure to comply with the Corporations Law;
 - (c) the insolvency of a director or an executive officer of it, or another market participant.
- (2) A market participant must give ASIC and the supervisor written particulars of any refusal by the broker or the operator to allow market users access to the LifeTrack stock market.
- (3) A market participant must give ASIC and the supervisor written particulars of any disciplinary action taken by it for a breach by a market user of the Corporations Law, this Approval or the rules.
- (4) Particulars under subsection (2) or (3) must be given by the market participant as soon as practicable after the refusal or disciplinary action.
- (5) Subsection (6) applies if a market participant considers, on reasonable grounds, that a person has engaged, is engaged, or is about to engage in:
 - (a) conduct amounting to a breach of:
 - (i) the Corporations Law; or
 - (ii) this Approval; or
 - (iii) the rules; or
 - (b) any other improper conduct that has had, or may have, an adverse effect on the LifeTrack stock market or a market user.
- (6) The market participant must give to ASIC and the supervisor written particulars of:
 - (a) the actual or anticipated conduct; and
 - (b) the grounds for considering that the conduct has been, is being, or is about to be, engaged in.

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- (7) Particulars under subsection (6) must be given as soon as practicable after the market participant becomes aware of the actual or anticipated conduct.

14 **Suspension of operation of LifeTrack stock market**

- (1) A market participant must suspend the operation of the LifeTrack stock market, or take other appropriate action that is in the best interests of the market users, if:
- (a) the market participant suspects that improper practices that may adversely affect a market user, or the LifeTrack stock market, are occurring, or are about to occur, in the market; or
 - (b) there are serious breaches of the Corporations Law, this Approval or the rules.
- (2) As soon as practicable after any suspension of the operation of the LifeTrack stock market, the market participant that suspended the market must notify ASIC in writing of the suspension and the reasons for the suspension.
- (3) ASIC may suspend the operation of the LifeTrack stock market, or take other appropriate action that is in the best interests of the market users, if:
- (a) ASIC suspects that improper practices that may adversely affect a market user, or the LifeTrack stock market, are occurring, or are about to occur, in the market; or
 - (b) ASIC considers there are serious breaches of the Corporations Law, this Approval or the rules.

15 **Access by ASIC to premises and information**

At the request of a person authorised by ASIC, a market participant and the supervisor must give all information and reasonable assistance to the person, including full and free access to:

- (a) the premises where the LifeTrack stock market is conducted; and
- (b) any document relating to the LifeTrack stock market that the responsible entity, the broker or the operator has in its possession.

16 **Risk disclosure statement**

The broker must not accept an offer from a market user to buy or sell any relevant interests unless the broker has given a copy of the risk disclosure statement to the market user.

17 **Termination of LifeTrack stock market**

If a market participant terminates the operation of the LifeTrack stock market, the termination must be in accordance with the rules.

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

01/0695

Pursuant to paragraph 655A(1)(b) of the Corporations Law ("Law"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Law applies to the person named in Schedule A in the case referred to in Schedule B as if the text of subsection 650D(3) were omitted and the following were substituted:

"A notice under subsection (1) must be approved by a resolution passed by the directors of the bidder."

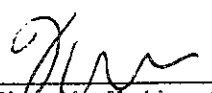
Schedule A

Vodafone Investments Australia Limited (a company incorporated in the United Kingdom; United Kingdom registration number 2011978) ("Bidder")

Schedule B

All notices of variation lodged with ASIC in relation to the offers made under the takeover bid by the Bidder for the fully paid ordinary shares in Mobile Communications Holdings Limited (ABN 64 064 687 538), in respect of which bid a bidder's statement was lodged with ASIC on 9 May 2001 and a supplementary bidder's statement was lodged with ASIC on 17 May 2001.

Dated this 13th day of June 2001



Signed by Kathleen Cuneo
as a delegate of the Australian Securities and Investments Commission

9619963

CORPORATIONS LAW
SECTION 340
ORDER

01/0696

Pursuant to subsection 340(1) of the Corporations Law (the "Law"), the AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION ("ASIC") hereby MAKES AN ORDER relieving the companies specified in Schedule 1 to this Order ("Companies") from compliance with paragraph 323D(2)(b) of the Law for the purpose of changing their financial year beginning on 1 January 2001 (the "Relevant Financial Year"), subject to the conditions set out in Schedule 2 to this Order.

SCHEDULE 1

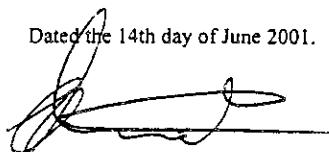
Helix Resources NL ACN 009 138 738

Hillview Mining NL ACN 009 240 439

SCHEDULE 2

- (a) The Relevant Financial Year shall be the six month period ending on 30 June 2001.
- (b) The notes to the financial reports of the Companies for the Relevant Financial Year include a brief statement as to the relief provided by this Order.
- (c) So far as Helix Resources NL is concerned, an announcement is made to Australian Stock Exchange Limited concerning that company's change in financial year and ASIC's approval of the change.

Dated the 14th day of June 2001.



Allan Ausbruch

As delegate of the Australian Securities and Investments Commission

9619964

01/0697

Australian Securities and Investments Commission
Corporations Law
Paragraph 260FC(1)(f) and Section 260MB – Approval

Pursuant to paragraph 260FC(1)(f) and Section 260MB of the Corporations Law (the "Law") the Australian Securities and Investments Commission ("ASIC") hereby approves the person specified in Schedule A (the "Trustee") in relation to the securities specified in Schedule B (the "Securities") in the case specified in Schedule C, if and for so long as the conditions in Schedule D are met.

Schedule A

Challenger Managed Investments Limited ACN 002 835 592

Schedule B

Securities listed for quotation on a stock market of the Australian Stock Exchange Limited.

Schedule C

Securities held on trust by the Trustee for the purpose of securing the obligations of Challenger International Nominees Ltd ACN 003 942 765 (the "Issuer") and of the Warrant-Holder in relation to an issue of Warrants.

Schedule D

The Trustee must at all times while the Warrants are on issue and have not expired or been exercised:

- (a) have Net Tangible Assets ("NTA") of not less than A\$5million or a performance guarantee in relation to the obligations of the Trustee, in respect of the Securities given by a holding company of the Trustee which has NTA of not less than A\$5million; and
- (b) have in relation to the Securities
 - (i) an organisational structure that:
 - (A) segregates client property from the Trustee's own property;
 - (B) segregates staff from operations staff if conflicts are likely to arise;
 - (ii) staff with the qualifications and experience, knowledge and skills to adequately perform their functions and who undertake ongoing training;
 - (iii) resources that are to be made available to the staff to enable them to adequately perform their functions; and
 - (iv) systems that are adequate for the type of property held for example, record keeping, settlement and clearance access, and relevant custodian service access.

Interpretation

In this instrument:

Net Tangible Assets (NTA) has the meaning given to it in section 784(2C) of the Corporations Law and calculated in accordance with ASIC Policy Statement 131, *Managed Investment Financial Requirements*.

Terms of Issue means rights, conditions and obligations of the Issuer and the Warrant-Holder as documented by the Issuer and not objected to by the Australian Stock Exchange Limited.

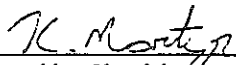
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Warrant means a financial instrument giving the Warrant-Holder the right:

- (a) to acquire the Security in accordance with the Terms of Issue and Business Rules of the Australian Stock Exchange Limited; or
- (b) a financial instrument giving the Warrant-Holder the right to require the Issuer to acquire the Security in accordance with the Terms of Issue and Business Rules of the Australian Stock Exchange Limited.

Warrant-Holder means holder of a Warrant.

Dated the 12th day of June 2001



Signed by Ken Martyr
as a delegate of the Australian Securities and Investments Commission.

9619965

Australian Securities and Investments Commission 01/0698
Corporations Law – Section 257D – Exemption

Pursuant to subsection 257D(4) of the Corporations Law ("the Law") the Australian Securities and Investments Commission ("ASIC") exempts the person named in Schedule A from compliance with section 257D of Law in the case referred to in Schedule B if and for so long as the conditions specified in Schedule C are met.

Schedule A

Howard Smith Limited ACN 004 071 845 ("HSL")

Schedule B

A share buy-back scheme to be made available to all holders of HSL ordinary shares in or around June 2001 ("buy-back invitations") which:

1. Is substantially in the terms contemplated by the draft document provided to ASIC on 23 May 2001; and
2. Complies with the conditions in section 257B(2) of the Law, subject to subsection 257B(3), except:
 - (a) that HSL does not comply with paragraph (b) of subsection 257B(2) but rather HSL invites all holders of HSL ordinary shares to offer for sale any number of their ordinary shares to HSL in accordance with the terms and conditions of the buy-back invitations;
 - (b) that HSL does not comply with paragraph (c) of subsection 257B(2) but rather all persons who hold ordinary shares in HSL have a reasonable opportunity to offer for sale any number of their HSL ordinary shares to HSL in accordance with the terms and conditions of the buy-back invitations; and
 - (c) that HSL does not comply with paragraph (e) of subsection 257B(2) but rather buy-back invitations are to be made by HSL to every person who holds HSL ordinary shares to buy back the same percentage of their HSL ordinary shares subject to:
 - (i) each shareholder having the ability to nominate a maximum number of shares which they wish to offer for sale to HSL; and
 - (ii) a Scale Back Mechanism operating in the manner described in conditions 2 and 3 of Schedule C to ensure that HSL does not exceed the limit specified in condition 1 of Schedule C.

Schedule C

1. The percentage of shares which HSL buys back does not exceed 20% of HSL's issued ordinary shares calculated as at 30 April 2001, being the limit approved by HSL shareholders by way of ordinary resolution at a general meeting of HSL to be held on or about 29 June 2001;
2. HSL makes it a term of the buy-back invitations that:
 - (a) if the Buy-back Price is determined by HSL to be the Lowest Tender Price; and

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- (b) at the close of the tender offer period, HSL has received offers that when aggregated amount to more than the Buy-Back Amount, calculated using the Buy-back Price and including Final Price Tenders

then:

- (c) the number of shares to be bought back at the Buy-back Price and Final Price Tenders will be reduced by the same proportion (pro-rata), being the proportion needed to ensure that no more than the Buy-Back Amount worth of shares are bought back;

3. HSL makes it a term of the buy-back invitations that:

- (a) if the Buy-back Price is determined by HSL to be a price other than the Lowest Tender Price; and

- (b) at the close of the tender offer period, HSL has received offers that when aggregated amount to more than the Buy-Back Amount, calculated using the Buy-back Price;

then:

- (c) all shares tendered for sale by shareholders who have nominated to sell at less than the Buy-back Price will be purchased in full;

- (d) all shares tendered for sale by shareholders who have nominated to sell at Final Price Tenders will be purchased in full; and

- (e) the number of shares to be bought back at the Buy-back Price will be reduced by the same proportion (pro-rata), being the proportion needed to ensure that no more than the Buy-Back Amount worth of shares are bought back.

4. HSL does not enter into any buy-back agreement until after the buy-back period ends and in any event not before 6 July 2001;

5. Disclosure is made by HSL in any document sent to shareholders pursuant to subsection 257C(2) of the Law, to the effect that shareholders are entitled to vote (in accordance with the voting rights attached to their shares) at a general meeting proposed to be held on or about 29 June 2001 and at any other meeting that is held before the buy-back period ends (and the buy-back period shall not end before 6 July 2001); and

6. HSL makes announcements on the Company Announcements Platform of Australian Stock Exchange Limited at the conclusion of each trading day on which shares were purchased by HSL as part of an on-market share buyback scheme as to:

- (a) the total value of shares of HSL purchased on that day as part of an on-market share buyback scheme; and

- (b) the cumulative value of shares of HSL purchased as part of an on-market share buyback scheme.

For the purpose of conditions 2 and 3 of this schedule:

- (a) disregard, in determining whether the proportion by which the number of each offeror's shares is reduced is the same, any difference in proportion arising from the rounding down of fractions for the purpose of ensuring that only whole numbers of shares are bought back;

- (b) where a tenderer submits a tender offering separate parcels of shares at different prices, each offer at a different price is a separate offer; and

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- (c) calculate the worth of shares bought back by HSL on the basis that the worth of one share is the Buy-back Price.

Interpretation

Buy-Back Amount means \$250 million worth of shares (or such lesser amount determined by HSL in accordance with the buy-back invitations).

Buy-back Price means the price at which HSL will buy back shares tendered in accordance with the buy-back invitations.

Final Price Tender means a tender in which the shareholder elects to receive the Buy-back Price determined under the buy-back invitations.

Lowest Tender Price means the lowest price in the price range determined by HSL at which it will accept tenders under the buy-back invitations.

Scale Back Mechanism means the reduction of HSL ordinary shares bought back by HSL in the manner described in conditions 2 and 3 of Schedule C to ensure HSL does not exceed the limit specified in condition 1 of Schedule C.

Dated 12 June 2001



Signed by Steven Rice
as a delegate of the Australian Securities and Investments Commission

9619966



01/0699

ASIC

Australian Securities & Investments Commission

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**IN THE MATTER OF LEON KEITH JAMIESON
AND PART 7.3 OF THE CORPORATIONS LAW**

To: Mr Leon Keith Jamieson
8 Swaine Rise
ALBANY WA 6330

**BANNING ORDER PURSUANT TO SECTION 829 OF THE
CORPORATIONS LAW**

TAKE NOTICE that the Australian Securities and Investments Commission **HEREBY PROHIBITS** **Leon Keith Jamieson** permanently from acting as a representative of a securities dealer or an investment adviser.

Dated this 12 day of June 2001



Stephen J Howell
Director Enforcement
Delegate of the Australian Securities
and Investments Commission

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

9619967

01/0654

CORPORATIONS AND SECURITIES PANEL
CORPORATIONS LAW
SECTION 657A
DECLARATION

Whereas:

- A. St Barbara Mines Limited (*St Barbara*) acquired a relevant interest in 4 million fully paid ordinary shares in Taipan Resources NL (*Taipan*) on 12 October 2000 (the *Acquisition*);
- B. As a result of the Acquisition the voting power of Strata Mining Corporation NL in Taipan increased from 19.42% to 21.28%;
- C. In making the Acquisition, St Barbara contravened section 606 of the Corporations Law,

pursuant to section 657A of the Corporations Law, the Corporations and Securities Panel declares that the Acquisition gave rise to unacceptable circumstances in relation to the affairs of Taipan because it constituted, or gave rise to, a contravention of Chapter 6 of the Corporations Law.

Dated: 9 March 2001

.....
Ian Ramsay, President of the sitting Panel

9619925

CORPORATIONS AND SECURITIES PANEL 0 1 / 0 6 5 6
CORPORATIONS LAW
SECTION 657D
ORDERS

Following the declaration of unacceptable circumstances by the Panel dated 9 March 2001 in relation to the affairs of Taipan Resources NL (*Taipan*), the Panel makes the following orders under section 657D of the Corporations Law (the *Law*):

1. An order that 2,751,462 fully paid ordinary shares in Taipan (the *Shares*) held by St Barbara Mines Limited (*St Barbara*) at the date of this order vest in the Australian Securities and Investments Commission (the *Commission*) to be held by the Commission on a trust for sale.
2. An order requiring the Commission to sell the Shares on the following terms:
 - (a) the Commission must retain a broker to sell the Shares off-market by tender sale to the highest bidder or bidders;
 - (b) the Commission must not retain Tricom Equities Limited or Hartley Poynton Limited as the broker referred to in paragraph (a);
 - (c) the Commission must make an announcement to Australian Stock Exchange Limited calling for tenders for the Shares to be submitted before a time specified by the Commission;
 - (d) the Shares must be sold no later than 5.00pm on the date prior to the close of St Barbara's takeover bid, currently 20 March 2001;
 - (e) the Commission must account to St Barbara for the proceeds of the sale of the Shares less the Commission's reasonable costs and expenses including brokerage;
 - (f) before disposing of the Shares to the highest bidder, the Commission must obtain a statutory declaration from the bidder declaring that the bidder is not, and is not acquiring the Shares on behalf of:
 - (i) St Barbara or Strata Mining Corporation NL (*Strata*);
 - (ii) a director of St Barbara or Strata; and
 - (iii) an associate of any person referred to in paragraph (i) or (ii) for the purposes of the Law; and

01/0656

Section 657D Orders

- (g) if Taipan offers to buy back and cancel the Shares at a price equal to or greater than the highest bid received for the Shares, the Commission may sell the Shares to Taipan.
3. An order that St Barbara provide all assistance reasonably required by the Commission in relation to the sale of the Shares in accordance with the order in paragraph 2, including the execution of all documents necessary to transfer ownership of the Shares.

Dated: 14 March 2001

.....
Ian Ramsay, President of the sitting Panel

9619927

Corporations Law
Section 657A
Declaration

01/0657

Whereas:

- A. St Barbara Mines Limited (*St Barbara*) made offers to acquire all of the issued shares in Taipan Resources NL (*Taipan*) on 21 February 2001;
- B. In a bidder's statement accompanying those offers, St Barbara represented that:
 - (i) It had established arrangements with Credit Suisse First Boston International (*CSFB*) for the sale of certain securities; and
 - (ii) The terms of the arrangement were such that the directors of St Barbara believed that St Barbara would have sufficient cash to meet all acceptances under the offers within the time frame for payment of acceptances;
- C. St Barbara had not in fact made firm arrangements with CSFB for the sale of the securities;
- D. The publication of the representation referred to in recital B and St Barbara's failure to provide further details of the proposed sale of the securities:
 - (i) Detracted from an efficient, competitive and informed market in shares in Taipan;
 - (ii) Had the effect that Taipan shareholders did not have enough information to enable them to assess the merits of St Barbara's offers; or
 - (iii) Contravened paragraph 636(1)(f) of the Corporations Law;

under section 657A of the Corporations Law, the Corporations and Securities Panel declares that the circumstances set out in recitals A to D are unacceptable circumstances in relation to the affairs of Taipan.

16 March 2001

Denis Byrne
President

9619928



01/0700

ASIC

Australian Securities & Investments Commission

AUSTRALIAN SECURITIES & INVESTMENTS COMMISSION

ORDER

PURSUANT to subsection 825(b) of the Corporations Law, the Australian Securities and Investments Commission **HEREBY** revokes dealers licence number 10797 held by Tiffit Securities (Australia) Limited (Administrator Appointed).

Dated: Tuesday 27 February 2001

.....

Sharman Grant
Delegate of the Australian
Securities & Investments Commission

[01/03/730/2382sg]

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Corporations (Exempt Stock Market — Yieldbroker Pty Ltd) Declaration 2001

I, CHARLES RODERICK KEMP, Assistant Treasurer, make this Declaration under subsection 771 (1) of the *Corporations Law*.

Dated 4 April 2001



Assistant Treasurer

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1 Name of Declaration

This Declaration is the *Corporations (Exempt Stock Market — Yieldbroker Pty Ltd) Declaration 2001*.

2 Commencement

This Declaration commences when it is made.

3 Definitions

In this Declaration:

broker means a person appointed in accordance with section 6 who from time to time provides services to market users who are using the Yieldbroker Trade Portal.

eligible securities means securities the trade of which is facilitated using the Yieldbroker Trade Portal.

market user has the meaning given by section 8.

operator means Yieldbroker Pty Ltd (ACN 092 250 345).

participation deed means an agreement between the operator and 1 or more brokers concerning the operation of the Yieldbroker Trade Portal.

rules means the rules dated 6 November 2000 for the conduct of the Yieldbroker Trade Portal, as amended from time to time.

securities means the securities to which this Declaration applies under section 4.

site use deed means an agreement between the operator and 1 or more market users concerning access to, and use of, the Yieldbroker Trade Portal.

statement period means:

- (a) the period of 12 months beginning on the day when this Declaration is made (the *first period*); and
- (b) each period of 12 months after the end of the first period.

Yieldbroker Trade Portal means the stock market in securities operated under this Declaration by one or more brokers and the operator.

Note For the definitions of *ASIC*, *dealers licence*, *listed corporation*, *lodge*, *securities exchange* and *stock market*, see section 9 of the Corporations Law.

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Section 7

4 Application

This Declaration applies to debentures.

Note For the definition of *debenture*, see section 9 of the Corporations Law.

5 Declaration

The Yieldbroker Trade Portal is, subject to the conditions in this Declaration, an exempt stock market.

6 Appointment of broker

- (1) The operator may appoint one or more persons as brokers.
- (2) The operator must not appoint a person as a broker unless the person:
 - (a) is already carrying on a business of dealing in securities; and
 - (b) holds a current securities dealers licence under the Corporations Law; and
 - (c) has become a party to a participation deed.
- (3) The operator must notify ASIC of an appointment of a broker within 5 business days of the appointment having been made.

7 Termination of a broker's appointment

- (1) The operator may terminate a person's appointment as a broker.
- (2) If the operator terminates an appointment, the operator must give a notice of the termination to ASIC and to the person to whom the termination relates.
- (3) ASIC may direct the operator to terminate a person's appointment as a broker.
- (4) If ASIC gives a direction under subsection (3), ASIC must also give a notice of the direction to the person to whom the direction to terminate relates.
- (5) If the operator receives a direction from ASIC under subsection (3), the operator must comply with the direction immediately.
- (6) A notice under subsection (2) or (4) must:
 - (a) be in writing; and
 - (b) set out the reasons for the decision to terminate the appointment; and
 - (c) be sent to the person to whom the termination or the direction to terminate relates within 5 business days of the termination or the issuing of the direction, as the case requires.
- (7) A termination under this section takes effect when the notice is sent to the person in accordance with paragraph (6) (c).

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Section 8

8 Market users

A market user must be a person who:

- (a) has access to the Yieldbroker Trade Portal; and
- (b) is not a retail investor, within the meaning of subregulation 7.3.02B (8) of the *Corporations Regulations 1990*; or
- (c) would be required to pay at least \$500 000 for eligible securities on acceptance of an offer to buy; or
- (d) is 1 or more of the following:
 - (i) a regulated superannuation fund;
 - (ii) an approved deposit fund;
 - (iii) a pooled superannuation trust;
 - (iv) a public sector superannuation scheme (within the meaning of the *Superannuation Industry (Supervision) Act 1993*) that has net assets of at least \$10 million;
 - (v) a person who controls at least \$10 million (including any amount held by an associate under a trust that the person manages) for the purpose of investment in securities.

9 Conduct of Yieldbroker Trade Portal

Unless ASIC otherwise directs in writing, the Yieldbroker Trade Portal must be operated so as to provide market users with:

- (a) average indicative price information on eligible securities; and
- (b) a communications system that is consistent with the description provided by the operator as part of the operator's application to ASIC to conduct an exempt stock market for the purposes of section 771 of the Corporations Law.

10 Content of the rules

The operator must ensure that the rules prescribe requirements relating to the way in which information is made available to market users about eligible securities.

11 Amendment of the rules

- (1) As soon as practicable after an amendment is made to the rules, the operator must lodge a written notice of the amendment with ASIC.
- (2) The notice must:
 - (a) set out the text of the amendment; and
 - (b) specify the date on which the amendment was made; and
 - (c) contain an explanation of the purpose of the amendment.
- (3) If the notice is not lodged before the end of 21 days after the amendment is made, the amendment ceases to have effect.

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Section 14

- (4) If, before the end of 28 days after the notice is lodged, ASIC, by written notice given to the operator, disallows the amendment, the amendment ceases to have effect.

12 Duties of broker and operator

- (1) Each broker must comply with the rules and conditions of its dealers licence.
- (2) If the operator holds a dealers licence, the operator must comply with the rules and conditions of the licence.
- (3) The operator must not:
- (a) deal in eligible securities; or
 - (b) hold any funds or securities that relate to transactions arising from the operation of the Yieldbroker Trade Portal.
- (4) If a broker is also a market user, the broker must, in addition to complying with all of the requirements imposed on a broker by this Declaration, comply with all of the obligations imposed on a market user by this Declaration.

13 Duties of market users

A market user must participate in the Yieldbroker Trade Portal in accordance with the rules.

14 Internal management and market systems — broker

Each broker must establish and maintain internal management and market systems:

- (a) to give reasonable assurance to ASIC that this Declaration will be complied with by the broker; and
- (b) to meet any liabilities that the broker may incur in conducting the Yieldbroker Trade Portal; and
- (c) to reasonably ensure that the information that the broker circulates on the Yieldbroker Trade Portal complies with all applicable legal requirements, including those contained in the Corporations Law and the *Trade Practices Act 1974*; and
- (d) to reasonably ensure that confidential information obtained through the Yieldbroker Trade Portal is not misused by the following persons:
 - (i) the broker;
 - (ii) an officer, employee or contractor of the broker;
 - (iii) a person acting as an agent of the broker in the use of the Yieldbroker Trade Portal; and
- (e) to reasonably ensure that the market users with whom the broker is dealing through the Yieldbroker Trade Portal meet the requirements of section 8.

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Section 15

15 Internal management and market systems — operator

The operator must establish and maintain internal management and market systems:

- (a) to give reasonable assurance to ASIC that this Declaration will be complied with; and
- (b) to meet any liabilities that the operator may incur in conducting the Yieldbroker Trade Portal; and
- (c) to reasonably ensure that the information presented on the Yieldbroker Trade Portal is:
 - (i) an accurate representation of information provided by brokers; or
 - (ii) calculated in accordance with the rules; and
- (d) to reasonably ensure that confidential information obtained through the Yieldbroker Trade Portal is not misused by the following persons:
 - (i) the operator;
 - (ii) an officer, employee or contractor of the operator;
 - (iii) a person acting as an agent of the operator in the management of the Portal; and
- (e) to reasonably ensure that market users meet the requirements of section 8.

16 Statements to ASIC — operator

- (1) The operator must give to ASIC a statement, signed by or for the directors of the operator, detailing:
 - (a) the extent to which the operator has complied with this Declaration and the rules; and
 - (b) any other matter that ASIC requires the operator, in writing, to include in the statement.
- (2) A statement must be given for each statement period, whether or not the Yieldbroker Trade Portal is operated in that period.
- (3) If the Yieldbroker Trade Portal is not operated in a statement period, the statement for that period must include the words 'nil return'.
- (4) A statement must be given to ASIC before the end of 1 month after the end of the statement period for which the statement is made.

17 Statements to ASIC — broker

- (1) If ASIC asks a broker to give ASIC a statement about:
 - (a) the extent to which the broker has complied with this Declaration and the rules for a specified statement period; and

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Section 18

- (b) any other matter that ASIC reasonably requires the broker, in writing, to include in the statement —
the broker must give the statement to ASIC within the time specified in ASIC's request.
- (2) The statement must be signed:
 - (a) by or for the directors of the broker; or
 - (b) by an authorised agent of the broker.
- (3) If the Yieldbroker Trade Portal has not been operated in the statement period that has been specified by ASIC in its request, the statement must include the words 'nil return'.

18 Other information to be given by broker and operator

- (1) The operator must notify ASIC in writing of the occurrence of any of the following events, before the end of 7 days after the event:
 - (a) a breach by a broker or the operator of this Declaration;
 - (b) the conviction of a director or executive officer of a broker or the operator involving:
 - (i) fraud or dishonesty; or
 - (ii) failure to comply with the Corporations Law;
 - (c) the insolvency of a director or executive officer of a broker or the operator.
- (2) Subsection (3) applies if a broker or the operator reasonably believes that a person has committed, is committing or is about to commit:
 - (a) a breach of the Corporations Law that relates to the Yieldbroker Trade Portal; or
 - (b) a breach of this Declaration; or
 - (c) a breach of the rules; or
 - (d) any other conduct that has had, or may have, an adverse effect on the integrity and fairness of the Yieldbroker Trade Portal.
- (3) The broker or the operator must give to ASIC written particulars of:
 - (a) the actual or anticipated breach or conduct; and
 - (b) the grounds for believing that the breach or conduct has been, is being or is about to be, committed.
- (4) Particulars under subsection (3) must be given as soon as reasonably practicable after the broker or the operator becomes aware of the actual or anticipated breach or conduct.

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Section 19

19 Suspension of operation of Yieldbroker Trade Portal

- (1) The operator must suspend the operation of the Yieldbroker Trade Portal, or take other appropriate action that is in the best interests of market users, if:
 - (a) the operator suspects that improper practices that may adversely affect a market user, or the Yieldbroker Trade Portal, are occurring, or are about to occur, in the market; or
 - (b) directed to do so by ASIC.
- (2) If the operator has acted under paragraph (1) (a), the operator must notify ASIC in writing of the action taken, and the reasons for it.

20 Access by ASIC to premises and information

If a person authorised by ASIC reasonably requests information from a broker or the operator, the broker or the operator must give the information and reasonable assistance to the person, including full and free access to:

- (a) the premises and any computer system where the Yieldbroker Trade Portal is accessed; and
- (b) any document that relates to either the Yieldbroker Trade Portal or to any transactions operated through it that the broker or operator has in its possession.

21 Termination of access to Yieldbroker Trade Portal

Termination of access to the Yieldbroker Trade Portal must be in accordance with the terms of the participation deed and the site use deed.

01/0702

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS LAW - DECLARATION - SECTION 1113A**

PURSUANT to subsection 1113A(1) of the Corporations Law (the "Law") the Australian Securities and Investments Commission ("ASIC") declares that Division 3 of Part 7.13 of the Law and regulations made for the purposes of that Division are to apply to the non-marketable securities referred to in the Schedule as if those securities were marketable securities within the meaning of that Division.

Pursuant to subsection 1113A(2) of the Law ASIC hereby declares that Division 3 of Part 7.13 of the Law shall have effect in its application to the securities referred to in the Schedule as if:

1. Section 1097 of the Law were modified by:

(a) inserting the words "(subject to subsection 1097(5))" after the word "means" in the definitions of "eligible body" and "issuing body" in subsection (1);

(b) inserting the following definition after the definition of "legal representative" in subsection (1):

"listed for quotation", in relation to a marketable security or marketable right means a warrant that is admitted to trading status under Section 8 of the Business Rules of Australian Stock Exchange Limited, and retaining that status;" and

(c) inserting the following subsection after subsection 1097(4):

"1097(5) The terms "eligible body" and "issuing body", in relation to a warrant issued under Section 8 of the Business Rules of Australian Stock Exchange Limited, include the Warrant-Issuer under those Rules."

2. Section 1097A of the Law were modified by omitting subsection 1097A(4) and substituting the following subsection:

"1097A(4) For the purposes of subsections (1) and (2), marketable securities or marketable rights that are warrants issued under Section 8 of the Business Rules of Australian Stock Exchange Limited are taken to have stopped being listed for quotation when the warrants lose their trading status under those Rules."

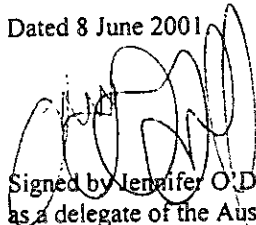
3. Subsection 1103(3) of the Law were deleted; and

4. Section 1109D of the Law were modified by deleting subsection 1109D(1)(b) of the Law and the word "and" at the end of subsection 1109D(1)(a) of the Law.

SCHEDULE

Warrants to buy and sell Australian Dollars for United States Dollars admitted to trading status under Section 8 of the Business Rules of Australian Stock Exchange Limited and issued by Macquarie Bank Limited (ACN 008 583 542) pursuant to an Offering Circular dated on or about 8 June 2001, substantially in the form provided to ASIC under cover of a letter dated 5 June 2001.

Dated 8 June 2001



Signed by Jennifer O'Donnell
as a delegate of the Australian Securities and Investments Commission

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Australian Securities and Investments Commission
Corporations Law - Subsections 260MA(1) and 741(1) - Variation

Pursuant to subsections 260MA(1) and 741(1) of the Corporations Law, the Australian Securities and Investments Commission ("ASIC") hereby varies the "Interpretation" section of Class Order 00/170 by:

1. inserting the words "except as specified in paragraph 3," immediately before the words "Applicable Relief Conditions" in paragraph 2;
2. deleting the full stop at the end of paragraph 2 and substituting the word ";and"; and
3. inserting a new paragraph 3 as follows:

"3. In the case of the Former Excluded Corporation known as Wesfarmers Dalgety Limited (ACN 008 743 217) ("WDL") "Applicable Relief Conditions" means the conditions and other on-going requirements which immediately prior to 13 March 2000 applied to WDL, save that such of those conditions and requirements as were contained in the instrument made by ASIC pursuant to former paragraph 65(1)(b) of the Law on 22 November 1993 (as amended by an instrument of variation dated 24 January 1995) ("WDL Instrument") apply subject to the following variations to the definition of "client" appearing in the WDL Instrument:

(a) the following paragraph is substituted for paragraph (a):

"(a) a person carrying on the business of farming who is, at the time the Pastoral Company made him, her or it an invitation or offer to make a deposit or deposits, or was within the preceding two years, provided with a pastoral company service (other than the deposit-taking service) by any of the Pastoral Company or:

- (i) Dalgety Limited (ACN 008 996 218);
- (ii) Wesfarmers Limited (ACN 008 984 049);
- (iii) IAMA Limited (ACN 008 724 052) ("IAMA"); or
- (iv) any company which is both a subsidiary of IAMA and which, immediately prior to 13 March 2000, was listed in the Schedule to an instrument dated 5 April 1993 made pursuant to former paragraph 65(1)(b) of the Law in relation to IAMA,

each of which is a related body corporate of the Pastoral Company; or";

(b) the word "or" is inserted after paragraph (b);

(c) the full stop at the end of paragraph (c) is replaced with the word ";or"; and

(d) the following new paragraph is inserted after paragraph (c):

"(d) in relation to an invitation or offer to make a deposit or deposits which is made by the Pastoral Company between 16 May 2001 and 12 March 2002 ("Invitation"), a person who:

- (i) had been a deposit holder pursuant to a deposit-taking service with IAMA continuously between 15 May 2001 and the date of the Invitation; and

- (ii) was provided with a deposit-taking service by IAMA within the period commencing two years before the date of the Invitation and ending on 15 May 2001."

Dated the 9th day of May 2001

Brendan Byrne

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

Australian Securities and Investments Commission
Corporations Law – Paragraph 655A(1)(a) – Exemption

01/0704

Pursuant to paragraph 655A(1)(a) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons named in Schedule A from subsection 636(3) of the Law in relation to the statements mentioned in Schedule B on the conditions specified in Schedule C, insofar as subsection 636(3) would require consent for the inclusion of those statements in the bidder's statement referred to in Schedule B ("Bidder's Statement").

Schedule A

Wesfarmers Retail Pty Ltd ACN 097 092 085 and its directors.

Schedule B

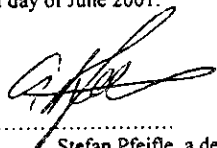
A statement or statements made in the Bidder's Statement in relation to a takeover bid for all issued shares in Howard Smith Limited ACN 004 071 845 ("Target") to be lodged with ASIC on or about the date of this instrument which:

1. are made in, or based on statements made in, any document lodged with ASIC or the Australian Stock Exchange by:
 - (a) the Target; or
 - (b) any other person in relation to the Target, its assets, operations or issued securities; or
2. fairly represents, is a correct and fair copy of, or extract from, a statement which has been published on a Bloomberg, Multex or IBIS database.

Schedule C

1. The Bidder's Statement must either:
 - (a) inform people of their right to obtain a copy of a document referred to in this instrument; or
 - (b) include a copy of the document.
2. If the Bidder's Statement informs people of their right to obtain a copy of the document, the Bidder must give a copy of the document free of charge to anyone who asks for it during the offer period.
3. The Bidder's Statement states that a person who has made a statement referred to in paragraph 1 to 2 of Schedule B of this instrument has not consented to the statement being included in or accompanying the Bidder's Statement in the form and context in which it is included.

Dated this 12th day of June 2001.

Signed by: 
Stefan Pfeifle, a delegate of ASIC

Australian Securities and Investments Commission
Corporations Law - Subsections 655A(1), 669(1) and 673(1) - Declarations

01/0705

Pursuant to subsections 655A(1), 669(1) and 673(1) of the Corporations Law ("the Law") the Australian Securities and Investments Commission ("ASIC") declares that Chapters 6, 6A and 6C of the Law apply in relation to the persons specified in Schedule A in relation to the class of securities specified in Schedule B for the period of 6 months after the date of this instrument as if:

1. the definition of "associate" in section 9 was modified by:
 - (a) omitting the words:

"The following are the associates of a bidder making a takeover offer, a substantial holder or a 90% holder"

and substituting the following:

"when used in relation to a person in Chapters 6, 6A and 6C means";
 - (b) replacing the references to "bidder or holder" with the word "person" wherever they appear; and
 - (c) replacing the references to "a person" in paragraphs (b) and (c) with the words "another person"; and
 - (d) inserting after paragraph (c) the sentence: "But another person is not an associate of the person merely because of one or more of the circumstances in paragraphs 16(1)(a) to (d).";
2. subsection 10(1) was modified or varied by omitting the word "This" and substituting "Unless the definition of associate in section 9 applies, this";
3. subsection 10(2) was omitted; and
4. subsection 12(1) was omitted.

Schedule A

01/0705

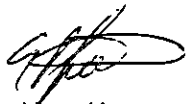
Wesfarmers Retail Pty Ltd (ACN 097 092 085).

Schedule B

Ordinary shares in Howard Smith Limited (ACN 004 071 845)

Dated this 12th day of June 2001.

Signed by Stefan Pfeifle,



a delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission
Corporations Law - Subsection 655A(1) - Declaration

01/0706

Pursuant to subsection 655A(1) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("Commission") declares that Chapter 6 of the Law applies to the person specified in Schedule A in the case referred to in Schedule B as if:

1. item 2(d)(ii) of section 611 was omitted and the following paragraph substituted:

"(ii) subject only to one or both of the following:

- (A) any conditions that relate only to the occurrence of an event or circumstance referred to in subsection 652C(1) or (2);
- (B) the condition referred to in paragraph 625(3)(c)";

2. item 3(d)(ii) of section 611 was omitted and the following paragraph substituted:

"(ii) subject only to any conditions that relate only to the occurrence of an event or circumstance referred to in subsection 652C(1) or (2).";

3. subsection 617(2) was modified by omitting the words:

"the bid may extend to securities that come to be in the bid class during the offer period due to a conversion or exercise of the rights.",

and substituting the words:

"the bid may extend to securities that come to be in the bid class during the period from the date set by the bidder under subsection 633(2) to the end of the offer period due to a conversion or exercise of the rights.";

4. subsection 619(3) were modified or varied by:

- (a) in paragraph (a), omitting the words "foreign holders" and substituting the words "all foreign holders, or a class of foreign holders specified in the bidder's statement,"; and
- (b) in subparagraph (b)(i), omitting the words "foreign holders" and substituting the words "those foreign holders referred to in paragraph (a)";

5. paragraph 620(2)(b) was omitted and the following paragraph substituted:

"(ba) If the bidder is given the necessary transfer documents after the acceptance and before the end of the bid period and the offer is subject to a defeating condition at the time that the bidder is given the necessary transfer documents - by the end of whichever period ends earlier:

- (i) within one month after the takeover contract becomes unconditional;
- (ii) 21 days after the end of the offer period; or

(bb) If the bidder is given the necessary transfer documents after the acceptance and before the end of the bid period and the offer is unconditional at the time that the bidder is given the necessary transfer documents - by the end of whichever period ends earlier:

- (i) one month after the bidder is given the necessary transfer documents;
- (ii) 21 days after the end of the offer period; or";

6. paragraph 620(2)(c) was modified by adding at the end of the paragraph the following words:

"but if at the time the bidder is given the necessary transfer documents the takeover contract is still subject to a condition which relates to the occurrence of an event or circumstance referred to in subsection 652C(1), 652C(2) or 625(3)(c), within 21 days after the takeover contract becomes unconditional.";

7. subsection 625(3) was modified by adding at the end of the subsection the following words:

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"The condition referred to in this subsection is not a defeating condition.";

8. paragraph 630(4) was modified by omitting the words "publishing" and "publish" and substituting in their place "giving" and "give" respectively;
9. items 2, 3 and 5 of the table contained in subsection 633(1) were modified by adding at the end of the entry in the left hand column for each item the following words:

"The bidder's statement and offer document need not include the name and address of the holders of bid class securities, the date of the proposed offer or any other date that is related to or dependent on that date, or the details referred to in subparagraphs 636(1)(k)(ii) and 636(1)(l)(ii) or details of transactions required to be disclosed under subparagraphs 636(1)(h) and 636(1)(i) from the period between the date of the bidder's statement and the date of the bid.

If this information is not included in the bidder's statement and offer document, the bidder must:

- include this information in the bidder's statement and offer document sent under item 6; and
- send to the target a copy of the bidder's statement sent under item 6.";

10. paragraph 636(1)(j) was omitted and the following paragraph substituted:

"if the bid is to extend to securities that come to be in the bid class during the period from the date set by the bidder under subsection 633(2) to the end of the offer period due to the conversion of or exercise of rights attached to other securities (see subsection 617(2)) – a statement to that effect";

11. paragraph 636(1)(k) was modified by the insertion of the following subparagraph after subparagraph 636(1)(k)(ii):

"(iii) the number of securities in the class that the bidder had a relevant interest in immediately before the bidder's statement is lodged with ASIC (expressed as a number of securities or as a percentage of the total number of securities in the class)";

12. paragraph 636(1)(l) was omitted and the following paragraph substituted:

"(l) for an off-market bid - the bidder's voting power in the company:

- (i) as at the date of the bidder's statement; and
- (ii) as at the date immediately before the first offer is sent.";

13. subsection 650B(2) was modified by omitting the words:

"The person is entitled to receive the improved consideration immediately, or immediately after the exercise of the election.",

and substituting the following:

"The person is entitled to receive the improved consideration immediately, except:

- (a) if the time for payment of the consideration in accordance with subsection 620(2) has not yet occurred, the person is not entitled to receive the improved consideration until that time;
- (b) if the person has to make an election before being entitled to the improved consideration, the person is not entitled to receive the improved consideration until the later of:
 - (i) the time when the person makes the election and returns any consideration under s651B(2);
 - (ii) the time applicable under paragraph (a).";

14. the first sentence of paragraph 650C(2) was omitted and the following sentence substituted:

"If the bid is subject to a defeating condition, the bidder may extend the offer period after the bidder has given the notice under subsection 630(3) only if one of the following happens after the notice has been given:";

15. paragraph 650F(1)(a) was omitted and the following paragraph substituted:

"(a) if the condition relates only to the occurrence of an event or circumstances referred to in subsection 652C(1) or (2) - not later than 3 business days after the end of the offer period; or";

16. paragraph 650G(b) was omitted and the following paragraph substituted:

"(b) the bidder has not declared the offers to be free from the condition in accordance with section 650F.";

17. paragraph 650G(c) was omitted and the following paragraph substituted:

"(c) the condition has not been fulfilled:

(i) except as provided in subparagraph (ii), at the end of the offer period;

(ii) in the case of an event or circumstance referred to in subsection 652C(1) or (2), within 3 business days after the end of the offer period.

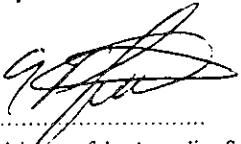
Schedule A

Wesfarmers Retail Pty Ltd ACN 097 092 085 ("Bidder")

Schedule B

The takeover bid by the Bidder for all the ordinary shares in Howard Smith Limited ACN 004 071 845 in respect of which a bidder's statement is to be lodged with the Commission on or about the date of this instrument.

Dated this 12th day of June 2001.

Signed: 

Stefan Pfeifle, a delegate of the Australian Securities and Investments Commission



01/0707

ASIC

Australian Securities & Investments Commission

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**IN THE MATTER OF RAYMOND MICHAEL DAWSON
AND PART 7.3 OF THE CORPORATIONS LAW**

To: Mr Raymond Michael Dawson
37 Walters Street
Tea Tree Gully SA 5091

**BANNING ORDER PURSUANT TO SECTION 829 OF THE
CORPORATIONS LAW**

TAKE NOTICE that the Australian Securities and Investments Commission **HEREBY PROHIBITS** Raymond Michael Dawson permanently from acting as a representative of a securities dealer or an investment adviser.

Dated this 19 day of June 2001



Stephen John Howell
Delegate of the
Australian Securities and Investments Commission

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



01/0708

ASIC

Australian Securities & Investments Commission

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**IN THE MATTER OF DARRYL BERNARD MASON
AND PART 7.3 OF THE CORPORATIONS LAW**

To: Mr Darryl Bernard Mason
8 McCrea Street
Prospect SA 5082

**BANNING ORDER PURSUANT TO SECTION 829 OF THE
CORPORATIONS LAW**

TAKE NOTICE that the Australian Securities and Investments Commission **HEREBY PROHIBITS** Darryl Bernard Mason permanently from acting as a representative of a securities dealer or an investment adviser.

Dated this 14 day of June 2001

Stephen John Howell
Delegate of the
Australian Securities and Investments Commission

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

Australian Securities & Investments Commission
Corporations Law Section 825
Order Revoking Licence

0 1 / 0 7 0 9

TO: The Independent Stallion Station Pty Ltd, ACN: 059 743 949 ("the Licensee")
PO Box 939
MONEE PONDS VIC 3039

Pursuant to paragraph 825(c) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes Licence Number 179782 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 14th day of June 2001.

Signed


Jeffrey Albert Scott, a delegate of the Australian Securities and Investments Commission

0 1 / 0 7 1 0

**Australian Securities and Investments Commission
Corporations Law - Subsection 655A(1) - Exemption**

Pursuant to subsection 655A(1) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") exempts each person specified in Schedule A from subsection 606(4) of the Law in the case specified in Schedule B on the conditions specified in Schedule C.

Schedule A

Each person who makes an offer of the kind described in Schedule B, or causes such an offer to be made on their behalf ("Tenderer").

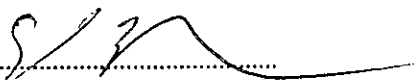
Schedule B

An offer made in response to an invitation by WMC Limited (ACN 004 820 419) ("WMC") to acquire ordinary shares in Central Norseman Gold Corporation Limited (ACN 005 482 860) ("CNGC") substantially in the form of the draft Tender Document provided to ASIC on 12 June 2001 ("Tender Offer").

Schedule C

1. Subject to a prospective Tenderer signing any appropriate confidentiality agreement, WMC provides to each prospective Tenderer the same information regarding the Tender Offer.
2. WMC notifies in writing each person who receives a copy of the Tender Document of the effect and requirements of this instrument.
3. Prior to announcing the successful Tenderer, WMC provides the following information in respect of each Tenderer to ASIC (to the extent that the information is known to WMC):
 - (a) their name and a description of their activities;
 - (b) the names of their legal and financial advisers;
 - (c) the names of their directors;
 - (d) the names of their associates and the nature of each association; and
 - (e) a description of their Tender and the ranking accorded to the Tender by WMC.
4. The successful Tenderer applies to ASIC for an exemption from subsection 606(1) of the Law no later than five business days after being informed of being the successful Tenderer, if such an exemption is required to effect the acquisition of CNGC ordinary shares under the Tender Offer.
5. If a Tenderer or an associate provided, or agreed to provide, consideration for a share in CNGC under a purchase or agreement during the 4 months before the date of its offer, the Tenderer must, to the extent to which the consideration is a cash sum, disclose in its offer to WMC the amount per security of the cash sum.

Dated this 15th day of June 2001

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

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

01/0711

Pursuant to subsection 741(1) of the Corporations Law (the Law) the Australian Securities and Investments Commission ("ASIC") exempts the persons referred to Schedule A from Parts 6D.2 and 6D.3 of the Law in the case referred to in Schedule B on the conditions set out in Schedule C and for so long as those conditions are met.

SCHEDULE A

Commerce One Inc., a company incorporated in the State of California in the United States of America (the "Issuer"), Commerce One Australia Pty Ltd and Edgar, Dunn & Company Pty Ltd (collectively the "Subsidiaries") or any person acting for or on behalf of those persons (collectively the "Offerors").

SCHEDULE B

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 Australian Stock Exchange or an approved foreign exchange 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);

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

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 (the "Issuer") securities of which have been quoted on:
 - (a) an approved foreign exchange throughout the 22 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 full or part-time employees or directors of the issuer or of associated bodies 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;

01/0711

- (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 Australia, 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 Australia, 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
 - (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 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 Law;
- must not exceed 5% of the total number of issued shares in that class of the issuer as at the time of the offer.
6. 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.

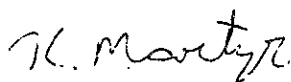
7. The offeror must ensure that the issuer (or, in the case of an issuer which does not have a registered office in Australia, an associated body corporate of the issuer which does so have a registered office), complies with any undertaking required to be made in the offer document by reason of this 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 Law).
3. The Australian dollar equivalent of a price shall be calculated by reference to the relevant exchange rate published by *The Wall Street Journal*, 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 or stock purchase right 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.
6. Securities shall be taken to be quoted on an approved foreign exchange if and only if quoted on:
 - (a) the NASDAQ National Market.
7. The current market price of a share shall be taken as the price published by the principal exchange on which the share is quoted as the final price for the previous day on which the share was traded on the stock market of that exchange.

Dated the 15th day of June 2001



Signed by Ken Martyr
as delegate of the Australian Securities and Investments Commission

01/0712

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

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

SCHEDULE A

Nortel Networks Corporation ("the issuer") and any person acting for or on behalf of the Issuer.

SCHEDULE B

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 ASX or an approved foreign exchange 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) and which meets the further requirements set out below:
 1. Made pursuant to Nortel Networks Corporation 1986 and 2000 Stock Option Plans, but does not apply to an offer or grant of options for other than nominal consideration.
 2. The shares the subject of the offer or option must be of a body (the issuer) securities of which have been quoted on:
 - (a) the ASX 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 exchange throughout the 12 month period immediately preceding the offer without suspension during that period exceeding in total 5 trading days.
 3. The offer must be made pursuant to an employee share scheme extended only to persons (offerees) 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.
 4. The employee share scheme must not involve:
 - (a) a contribution plan; or
 - (b) any offer, issue or sale being made through a trust.
 5. 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 Australia, 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 relates 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 Australia, 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.
6. 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
 - (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 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 Law;
- 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 C

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 Australia, 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:

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- (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 Law).
- 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.
- 6 Securities shall be taken to be quoted on an approved foreign exchange if and only if quoted on:
- (a) the New York Stock Exchange, the American Stock Exchange, the London Stock Exchange, the Tokyo Stock Exchange, the Frankfurt Stock Exchange, the Bourse de Paris, the Toronto Stock Exchange, the Zurich Stock Exchange, The Amsterdam Stock Exchange, the Milan Stock Exchange, The Stock Exchange of Hong Kong Ltd, the Stock Exchange of Singapore Limited, the New Zealand Stock Exchange or the Kuala Lumpur Stock Exchange (Main and Second Boards) provided that unless otherwise expressly stated, if any such exchange has more than one board on which securities are quoted, securities shall only be taken to be quoted on that exchange if quoted on the main board of that exchange; or
 - (b) the NASDAQ National Market.
- 7 The current market price of a share shall be taken as the price published by the principal exchange on which the share is quoted as the final price for the previous day on which the share was traded on the stock market of that exchange.

Dated this 15th day of June 2001



Signed by Ben Ghosh
as a delegate of the Australian Securities and Investments Commission


Australian Securities & Investments Commission
Corporations Law Section 824
Order Revoking Licence

0 1 / 0 7 1 3

TO: David Russell Barnett T/A Capital Services ("the Licensee")
PO Box 248
INDOOROPILLY QLD 4068

Pursuant to paragraph 824(d) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes the Licence Number 10875 with effect from when this order is served on the Licensee.

Dated this 15th day of June 2001.

Signed 


Jeffrey Albert Scott, a delegate of the Australian Securities and Investments Commission

Australian Securities & Investments Commission 0 1 / 0 7 1 4
Corporations Law Section 824
Order Revoking Licence

TO: William Kevin Garner ("the Licensee")
685 Drummond Street
CARLTON NORTH VIC 3054

Pursuant to paragraph 824(d) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes the Licence Number 13047 with effect from when this order is served on the Licensee.

Dated this 15th day of June 2001.

Signed 

Jeffrey Albert Scott, a delegate of the Australian Securities and Investments Commission

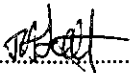
Australian Securities & Investments Commission **0 1 / 0 7 1 5**
Corporations Law Section 825
Order Revoking Licence

TO: APT Investments Pty Limited, ACN: 059 240 998("the Licensee")
PO Box 1801
WEST PERTH WA 6872,

Pursuant to paragraph 825(c) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes Licence Number 73283 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 15th day of June 2001.

Signed



Jeffrey Albert Scott, a delegate of the Australian Securities and Investments Commission

Australian Securities & Investments Commission
Corporations Law Section 824
Order Revoking Licence

0 1 / 0 7 1 6

TO: Alan Austin Downe ("the Licensee")
C/-Financial Co-ordinators Australia Pty Ltd
L 20, 44 Market Street
SYDNEY NSW 2000

Pursuant to paragraph 824(d) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes the Licence Number 11654 with effect from when this order is served on the Licensee.

Dated this 15th day of June 2001.

Signed *J. Albert Scott*

Jeffrey Albert Scott, a delegate of the Australian Securities and Investments Commission

01/0717

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS LAW – PARAGRAPH 601QA(1)(a)
DECLARATION**

Pursuant to paragraph 601QA(1)(b) of the Corporations Law (the "Law") the Australian Securities and Investments Commission hereby declares that Chapter 5C applies to the person mentioned in Schedule A in relation to the registered schemes specified in Schedule B in the case set out in Schedule C as if section 601FL was modified or varied as follows:

1. Delete the comma after "wants to retire" and replace with a colon;
2. Insert "(a)" before "it must call" and replace the full stop at the end of the paragraph with ";or";
3. Add a new subparagraph (b) as follows:
 - "(b) it must give members notice of the proposal to appoint a company, which is a wholly owned subsidiary of the responsible entity, to be the scheme's new responsible entity ("the proposed responsible entity"), including in the notice the responsible entity's reasons for wanting to retire and sufficient information to enable the members to vote on an extraordinary resolution to appoint the proposed responsible entity, and it must conduct a postal vote of members as to this; or
 - (c)
 - (i) it must give members notice of the proposal to appoint a company, which is a wholly owned subsidiary of the responsible entity's holding company, to be the scheme's new responsible entity ("the proposed responsible entity");
 - (ii) the notice to members must:
 - (I) explain the responsible entity's reasons for wanting to retire and enable the members to form a view as to the appointment of the proposed responsible entity;
 - (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,ask for a vote on the proposed change in the responsible entity by giving written notice received by the responsible entity within 21 days from the date the notice is sent, the responsible entity will either arrange a postal vote or convene a meeting to vote on the appointment of the proposed responsible entity;
 - (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;
 - (iii) if sufficient members request a vote within the timeframe specified in the notice, the responsible entity must arrange for a postal vote or, if the responsible entity chooses, convene a meeting to vote if required in accordance with the notice as soon as possible;
 - (iv) if sufficient members do not request a vote within the timeframe specified in the notice, then subject to the responsible entity's compliance with subsection 601FL(1B), the proposed responsible entity will be taken to be the new responsible entity of the scheme."
4. Insert the following after subsection 601FL(1):
 - "(1A) If there is a postal vote under paragraph 601FL(1)(b) or (c):
 - (a) 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;
 - (b) the responsible entity must notify the members in, or in a document accompanying, the voting paper that:
 - (i) the proposed responsible entity will be the responsible entity if chosen by the members;
 - (ii) only votes received by the responsible entity within 28 days after the issue of the voting paper will be counted; and
 - (iii) the voting paper must be accompanied by a notice setting out the information referred to in paragraph 252J(d).

01/0717

- (1B) If either paragraph 601FL(1)(b) or (c) applies, the responsible entity must lodge a certificate with ASIC that it reasonably considers that the appointment of the proposed responsible entity would be in the best interests of members with a summary of the responsible entity's reasons."

SCHEDULE A

Timbercorp Limited (ACN 055 185 067) (the "responsible entity") of the registered schemes specified in Schedule B.

SCHEDULE B

1999 Timbercorp Eucalypts Project (ARSN 085 827 872)
2000 Timbercorp Eucalypts Project (ARSN 091 172 093)

SCHEDULE C

The proposed retirement of the responsible entity of the schemes specified in Schedule B and replacement by Timbercorp Securities Limited (ACN 092 311 469) with its consent no later than 31 December 2001.
Dated this 18th day of June 2001


.....
Signed by Joyce Krashow
As delegate of the Australian Securities and Investments Commission



01/0718

ASIC

Australian Securities & Investments Commission

**Australian Securities & Investments Commission
Corporations Law Section 826**

Order Revoking Licence

**TO: Ian Sydney Notley
C/- Dominion Securities Ltd
Commerce Court
SOUTH TORONTO CANADA M5L1A7**

Pursuant to section 826(1)(c) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes the licence number 11329 held by Ian Sydney Notley with effect from the date of service of this Order.

Dated this 18th day of June 2001

Signed.....

Ian Podmore, a delegate of the Australian Securities and Investments
Commission