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Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 341(1) – Variation 01 / 1086

Pursuant to subsection 341(1) of the Corporations Act 2001 the Australian Securities and Investments Commission hereby varies ASIC Class Order [98/1417] by:

1. replacing the word "Law" where it appears in the heading with the words "Act 2001";
2. replacing the words "Corporations Law ("the Law")" where appearing in the first line with the words "Corporations Act 2001 (the "Act")";
3. at the end of paragraph (a) first appearing, after the words "and 314(2)(c)" adding the words "of the Act";
4. replacing the word "Law" with the word "Act" in each of the following places:
 - (a) in paragraph (b) first appearing;
 - (b) in paragraph (h);
 - (c) in paragraph (i);
 - (d) in paragraph (o);
 - (e) in both places in paragraph (p)(iii); and
 - (f) where first appearing in paragraph (u);
5. replacing paragraph (b) second appearing with the following paragraph :

"If the Company is a large proprietary company, subsection 319(4) of the Corporations Law, as taken to be included in the Act by s.1408(2) of the Act, does not apply to the Company;"
6. in paragraph (d) replacing the words "a borrowing corporation, the guarantor of a borrowing corporation" with the words "a borrower in relation to a debenture, the guarantor of such a borrower";
7. in paragraph (e)(iv), after the words "under s.340" adding the words "of the Act";
8. in paragraph (e)(iv) replacing "officer" with "Officer";
9. replacing paragraph (f) with the following paragraph:

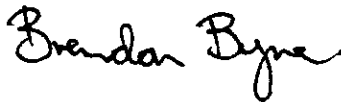
"Before shareholders resolved in the manner contemplated by paragraph (e)(iv) they were provided, either in the notice of meeting or in material accompanying a circular resolution, with a statement by the directors stating whether, in their

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opinion, the cost of having the financial statements audited outweighs the expected benefits of the audit and setting out their reasons for that opinion;"

10. in paragraph (q) replacing "company" with "Company"; and
11. in paragraph (u) replacing the words "335(1A) of the Law" with the words "335(1A) of the Corporations Law".

Dated the 3rd day of October 2001



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

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

01/1212

Pursuant to subsection 741(1) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that Chapter 6D of the Law shall have effect in its application to the person and the Scheme referred to in Schedule A in the case referred to in Schedule B as if subsection 711(6) of the Law were modified or varied by replacing the expression "13 months" with the expression "14 months".

Schedule A

Primary Securities Ltd ACN 089 812 635 (the "responsible entity")
Neem Australia Project No. 1 ARSN 091 277 780 (the "Scheme")

Schedule B

The prospectus issued by the responsible entity dated 23 August 2000 in respect of interests in the Scheme (the "Prospectus"), when read together with the supplementary prospectus lodged with ASIC on 17 July 2001 and also the supplementary prospectus to be lodged with ASIC on 21 September 2001 (the "Updated Prospectus") contains:

- (a) a statement to the effect that:
 - (i) the Updated Prospectus contains all information that would be required by section 710 of the Law; and
 - (ii) the Updated Prospectus does not contain any material statement that is false or misleading;
- (b) a statement to the effect that that no interests in the scheme will be issued unless and until the Australian Taxation Office issues a new Product Ruling in relation to the Scheme prior to the expiration of the prospectus; and
- (c) a statement in the second supplementary prospectus that applicants may apply to withdraw their application and be repaid for up to one month after the date of the second supplementary prospectus and that where an application for withdrawal is made by an applicant, the responsible entity must repay all monies to the applicant.

Dated this 20th day of September 2001

Maureen Gamble

Signed by Maureen Gamble, a delegate of the
Australian Securities and Investments Commission

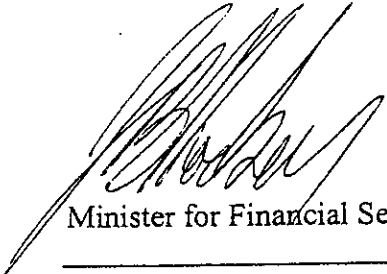


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Corporations (Exempt Futures Market — Wheat and Cotton) Declaration 2001

I, JOE HOCKEY, Minister for Financial Services and Regulation, make this Declaration under subsection 1127 (1) of the *Corporations Act 2001*.

Dated 27 September 2001



Minister for Financial Services and Regulation

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Section 1

1 **Name of Declaration**

This Declaration is the *Corporations (Exempt Futures Market — Wheat and Cotton) Declaration 2001*.

2 **Commencement**

This Declaration commences when it is made.

3 **Definitions**

In this Declaration:

Act means the *Corporations Act 2001*.

counterparty means a person who:

- (a) proposes to become, or already is, engaged in a business involving the purchase, sale, production, distribution or use of wheat or cotton (or both); and
- (b) acquires or disposes, or proposes to acquire or dispose of, a relevant contract; and
- (c) is not the facility provider.

facility provider means the National Australia Bank Limited (ACN 004 044 937).

relevant contract means a futures contract acquired or disposed of on the Wheat and Cotton futures market.

Wheat and Cotton futures market means the futures market, conducted by the facility provider, in futures contracts that relate to either or both of wheat and cotton.

Note 1 For the definitions of *ASIC*, *exempt futures market*, *futures contract*, *futures licensee*, *futures market* and *related body corporate*, see section 9 of the Act.

Note 2 For the meaning of *associate*, see section 14 of the Act.

4 **Declaration**

The Wheat and Cotton futures market is, subject to the conditions specified in this Declaration, an exempt futures market.

5 **Relevant contracts**

- (1) The facility provider must be a party to each relevant contract.
- (2) A relevant contract must:
 - (a) be in a form approved by ASIC in a written notice sent to the facility provider; and
 - (b) directly relate to wheat or cotton (or both) or to the market prices of wheat or cotton (or both).

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Section 8

- (3) A relevant contract:
- (a) must not create an obligation that can be transferred or terminated without the consent of either party to the contract; and
 - (b) must not be supported by the credit of a clearing organisation, or by a market-to-market margin and settlement system that routinely involves a person who is not a party to the relevant contract.

6 Counterparty must obtain advice etc

- (1) A counterparty must obtain written advice from a futures licensee to the effect that any relevant contract that the counterparty proposes to acquire will do either or both of the following:
- (a) reduce the risk to the counterparty of loss due to changes in the price of wheat or cotton (or both);
 - (b) reduce the counterparty's costs without increasing the risk of such loss.
- (2) A counterparty must obtain a written statement from the facility provider that:
- (a) explains:
 - (i) the nature of any relevant contract that the counterparty proposes to acquire; and
 - (ii) the risks associated with the contract; and
 - (b) includes any other information required by ASIC.
- (3) The advice mentioned in subsection (1) must show that the futures licensee has:
- (a) asked the counterparty to provide all the information reasonably needed to properly advise the counterparty on the matters mentioned in that subsection; and
 - (b) received and considered the information.

7 Facility provider — operation of market

In operating the Wheat and Cotton futures market, the facility provider:

- (a) must not engage in any conduct that is misleading or deceptive or is likely to mislead or deceive; and
- (b) must not allow its employees or agents or any other similar person to engage in such conduct.

8 Facility provider must assess counterparty

Before acquiring or disposing of a futures contract on the Wheat and Cotton futures market, the facility provider must:

- (a) assess the creditworthiness of the counterparty concerned; and
- (b) if an agent is acting for the counterparty — be satisfied on reasonable grounds that the agent is, in relation to the counterparty, a related body corporate.

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Section 9

9 Facility provider must give exposure statements to counterparty

- (1) The facility provider must give the counterparty a statement detailing the counterparty's exposure:
 - (a) on 1 January, 1 April, 1 July and 1 October in each year that the Wheat and Cotton futures market is operational; and
 - (b) at any other time when requested to do so by the counterparty.
- (2) In this section:

exposure, of a counterparty at a time, means the difference between:

 - (a) the price that has been agreed upon for wheat or cotton (or both) in the relevant contract; and
 - (b) the price at which wheat or cotton is being traded at that time.

10 Facility provider — record keeping

- (1) The facility provider must ensure that a record of the acquisition or disposal of each relevant contract is kept in Australia for at least 7 years after the date of completion of the contract concerned.
- (2) The records must:
 - (a) summarise the material terms of each contract; and
 - (b) demonstrate that the facility provider has complied with this Declaration.

11 Facility provider — cooperation with ASIC

- (1) The facility provider must, within 21 days after the end of a quarter during which the Wheat and Cotton futures market operated, give ASIC a report on the trading in that quarter.
- (2) In subsection (1):

quarter means a period of 3 months beginning on 1 January, 1 April, 1 July and 1 October.
- (3) The facility provider must comply with a request from ASIC to do any of the following:
 - (a) help ASIC to monitor and supervise:
 - (i) the operation of the Wheat and Cotton futures market; and
 - (ii) compliance with this Declaration;
 - (b) give to ASIC:
 - (i) the records mentioned in section 10; and
 - (ii) access to the premises where, or the facility by means of which, the Wheat and Cotton futures market is conducted.

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Section 14

12 Independence of futures licensee from facility provider

- (1) A futures licensee must not be any of the following:
- (a) the facility provider;
 - (b) an associate of the facility provider;
 - (c) a beneficiary of the facility provider.

- (2) In this section:

beneficiary of the facility provider means a person who has received, or is to receive, a benefit from the facility provider because the counterparty acquired or disposed of a relevant contract after receiving the advice mentioned in subsection 6 (1) from the person.

13 Suspension of operation of the market

The facility provider may suspend the operation of the Wheat and Cotton futures market.

14 Termination of the market

- (1) Subject to this section, the facility provider may terminate the Wheat and Cotton futures market.
- (2) If the facility provider proposes to terminate the Wheat and Cotton futures market, the facility provider must notify ASIC in writing of the proposal, and the reasons for it, at least 5 business days before the date of the proposed termination.
- (3) The facility provider must terminate the Wheat and Cotton futures market if directed to do so by ASIC.

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Australian Securities and Investments Commission
Corporations Act 2001 - Subsections 655A(1), 669(1) and 673(1) - Declarations

Pursuant to subsections 655A(1), 669(1) and 673(1) of the Corporations Act 2001 ("the Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapters 6, 6A and 6C of the Act apply in relation to the persons specified in Schedule A in relation to the class of securities specified in Schedule B 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

AJ Lucas Group Limited ACN 060 309 104 and its related bodies corporate ("Person").

Schedule B

Fully paid ordinary shares in Smart Communications Group Limited ACN 090 744 513 in respect of which a bidder's statement is to be lodged with ASIC on or about the date of this instrument.

Dated this 3rd day of October 2001.



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

Australian Securities and Investments Commission
Corporations Act 2001- Subsection 655A(1) - Declaration **01/1215**

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies to the person named in Schedule A in the case referred to in Schedule B as if 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

Raddison Hotels International Inc. ("Bidder")

Schedule B

All notices of variation lodged with ASIC in relation to the offers made under the takeover bid by the Bidder for all the ordinary shares in DC International Limited ACN 002 060 559 in respect of which a bidder's statement was lodged with ASIC on 11 September 2001.

Dated this 2nd day of October 2001



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

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

01/1216

Pursuant to paragraph 655A(1)(a) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons named in Schedule A from subsection 636(3) of the Act 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

Lion Nathan Enterprises Limited, a company incorporated in New Zealand, and its directors.

Schedule B


A statement or statements made in a bidder's statement in relation to a takeover bid for all the ordinary shares in Petaluma Limited ACN 007 982 818 ("Target") to be lodged with ASIC on or about the date of this instrument which are made in, or based on statements made in, any document lodged with ASIC or any document announced on the company announcement platform of the Australian Stock Exchange Limited by the Target.

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 must state 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 to which it is included.

Dated this 3rd day of October 2001.

Signed by:


.....
Ken Martyr, a delegate of ASIC.

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

01/1217

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act 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. 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";
5. 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.";

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

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

7. paragraph 630(4) was modified by omitting the words "publishing" and "publish" and substituting in their place "giving" and "give" respectively;

8. 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.";

9. 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";

10. 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)";

11. 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.";

12. 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;

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- (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).”;
13. 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.”;
14. 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”;
15. 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.”;
16. 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

Lion Nathan Enterprises Limited, a company incorporated in New Zealand (“Bidder”)

Schedule B

The takeover bid by the Bidder for all the ordinary shares in Petaluma Limited ACN 007 982 818 in respect of which a bidder’s statement is to be lodged with ASIC on or about the date of this instrument.

Dated this 3rd day of October 2001.

Signed: *Ken Martyr*
Ken Martyr, a delegate of ASIC

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

01/1218

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

SCHEDULE A — PERSONS EXEMPTED

KPMG Consulting, Inc, a company incorporated in Delaware, USA ("the Issuer") and any person acting for or on behalf of the Issuer.

SCHEDULE B — CASES EXEMPTED

Offers for issue or sale of options over fully paid shares in the issuer in the same class as quoted shares where the option is offered for no more than nominal consideration and an issue or sale of fully paid shares as a consequence of an offer of such options under the KPMG 2000 Long-Term Incentive Plan ("employee share scheme").

SCHEDULE C — FURTHER REQUIREMENTS

An offer, issue or sale to which this exemption applies must, insofar as it constitutes, includes or may result in the issue or transfer of shares, meet the following requirements

- 1 The shares to which the options relate must be of a class of shares which will have been quoted on an approved foreign exchange for at least 12 months prior to the time of exercise of the options and without suspension during that period exceeding in total 5 trading days.
- 2 The offer must be made pursuant to the 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;
 - (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:

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- (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of 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 Corporations Law as it stood prior to the commencement of Schedule 1 to the Corporate Law Economic Reform Program Act 1999; or
 - (e) an offer that did not need disclosure to investors because of section 708 of the Act;
- must not exceed 5% of the total number of issued shares in that class of the issuer as at the time of the offer.

SCHEDULE D — CONDITIONS

- 1 The person making the offer (the offeror) must provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the offeree such as the identity or entitlement of the offeree) and of each accompanying document not later than 7 days after the provision of that material to the offeree.
- 2 The offeror must ensure that the issuer (or, in the case of an issuer which does not have a registered office in 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 Act).
- 3 The Australian dollar equivalent of a price shall be calculated by reference to the relevant exchange rate published by an Australian bank on the previous business day.

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- 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 the 2nd day of October 2001



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

0 1 / 1 2 1 9

Australian Securities and Investments Commission
Corporations Act 2001- Subsections 655A(1), 669(1) and 673(1) - Declarations

Pursuant to subsections 655A(1), 669(1) and 673(1) of the Corporations Act 2001 ("the Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapters 6, 6A and 6C of the Act apply in relation to the persons specified in Schedule A in relation to the class of securities specified in Schedule B, 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

Lion Nathan Enterprises Limited, a company incorporated in New Zealand, and its related bodies corporate

Schedule B

All the ordinary shares of Petaluma Limited ACN 007 982 818

Dated this 3rd day of October 2001.



Signed by Ken Martyr
as a delegate of ASIC

Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 601QA(1)(a) and 741(1)(a)
Exemption

01/1220

Pursuant to paragraphs 601QA(1)(a) and 741(1) of the Corporations Act 2001 (the Act), the Australian Securities and Investments Commission (ASIC) hereby exempts the persons mentioned in Schedule A, in the case described in Schedule B, from compliance with subsection 601ED(5) and Chapter 6D of the Act.

Schedule A

- (a) Freehills, 101 Collins Street, Melbourne
- (b) Millenium Investments Limited ACN 079 613 700
- (c) The person whose name and address appear in Part A of Schedule 3 of the Retainer Agreement - Australian Beach Tales Film Project (Investor)


Schedule B

The operation of the scheme known as "Australian Beach Tales Project Test Case Arrangement" (the "scheme") under which the persons referred to in Schedule A (the "parties") enter into Retainer Agreements under which the Investors have no right to receive a payment other than a refund of moneys paid or the proceeds of any settlement or court order to which the Retainer Agreement relates.

Interpretation:

"Retainer Agreement" means each agreement among the parties in the form of that provided to ASIC on 16 August 2001 in respect of a number of test cases in the Federal Court of Australia as a result of the Commissioner of Taxation's disallowance of the tax deduction claimed by Investors in the film scheme known as the Australian Beach Tales Film Project. for the tax years ended 30 June 1998 or 1999 or both.

Dated this 4th day of October 2001


.....
Signed by Diana Sarah James, a delegate of the
Australian Securities and Investments Commission

**Australian Securities and Investments Commission
Corporations Act 2001 – Section 655A – Exemption**

01/1221

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act"), the Australian Securities and Investments Commission ("ASIC") exempts the person specified in Schedule A from compliance with section 606 of the Act in the case referred to in Schedule B.

Schedule A

NRMA Insurance Group Limited ACN 090 739 923

Schedule B

Acquisitions of relevant interests in voting shares of NIGL occurring as a result of NIGL having the power to control the exercise of a power to dispose of voting shares of NIGL during the Period under the Facility.

Interpretation

Eligible Shareholders means members of NIGL who hold less than or equal to 1,000 NIGL shares as at 12 October 2001.

Facility means a share sale facility as described in a letter sent to Eligible Shareholders on or around 17 October 2001 to enable Eligible Shareholders to sell their NIGL shares without being charged brokerage.

NIGL means NRMA Insurance Group Limited ACN 090 739 923.

Period means the period commencing 17 October 2001 and ending on 30 November 2001 or at such later date as determined in accordance with the terms of the Facility.

Dated 5 October 2001



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

01/1222

**Australian Securities and Investments Commission
Corporations Act 2001 (Cth) – Subsections 260MA(1) and 741 – Exemption**

Pursuant to subsections 260MA(1) and 741(1) of the *Corporations Act 2001 (Cth)* ("the Act") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons referred to in Schedule A and anyone acting for or on behalf of either of those persons from Parts 2L.1, 2L.2, 2L.3, 2L.4, 2L.5, 6D.2 and 6D.3 of the Act in the cases referred to in Schedule B on the conditions set out in Schedule D and for so long as those conditions are met.

And, for the avoidance of doubt, pursuant to subsection 601QA(I) of the Act ASIC hereby exempts from section 601ED of the Act, in the case of the operation of an employee share scheme which involves a contribution plan and in relation to which the exemptions referred to in the preceding paragraph are applicable, and where the conditions of those exemptions are met, each of the following persons:

- (a) each person in the class of persons referred to in Schedule A;
- (b) the issuer referred to in paragraph 1 of Schedule C; and
- (c) each associated body corporate of the issuer which is involved in the operation of the employee share scheme.

SCHEDULE A – PERSONS EXEMPTED

Henkel Australia Pty Ltd (ACN 001 302 996) and any associated body corporate in Australia.
Schwarzkopf Pty Ltd (ACN 000 076782) and any associated body corporate in Australia.
Loctite Australia Pty Ltd (ACN 001 098 791) and any associated body corporate in Australia.

SCHEDULE B – CASES EXEMPTED

This exemption applies to:

- (a) an offer for issue or sale of units of fully paid shares where:
 - (i) the shares to which the units of shares relate are 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
 - (ii) the units of shares will be sold or issued to, and the shares to which the units relate will be held on trust for and on behalf of, the person who makes application for or purchases the units (plan participant) in accordance with a deed of trust governing the issue and purchase of those shares (the deed);
- (b) an offer for issue or sale of fully paid shares in the same class as quoted shares made contemporaneously with and as a consequence of an offer of the kind referred to in paragraph (a);
- (c) an issue or sale of options or units of shares as a consequence of an offer of the kind referred to in paragraph (a); and
- (d) 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 paragraph (b);

which is made pursuant to an employee share scheme that involves a contribution plan and such offer, issue or sale being made through a trust, and which meets the further requirements set out in Schedule C, but does not apply to:

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

SCHEDULE C - FURTHER REQUIREMENTS

An offer, issue or sale to which this exemption applies must insofar as it constitutes, includes or is a consequence of an offer of units of shares, 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:

01/1222

- (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 36 month period immediately preceding the offer, without suspension during that period exceeding in total 5 trading days.
- 2 The offer must be made pursuant to an employee share scheme extended only to persons (offerees) who at the time of the offer are full or part-time employees or directors of the issuer or of associated bodies corporate of the issuer.
- 3 The offer must be in writing ("the offer document") with the following requirements:
- (a) the offer document must include or be accompanied by a copy or a summary of:
 - i. the rules of the employee share scheme pursuant to which the offer is made;
 - ii. the deed; and
 - iii. the terms and conditions of the contribution plan;
 - (b) if the offer document includes or is accompanied by a summary (rather than a copy) of the rules, the deed, or the terms and conditions referred to in paragraph (a), the offer document must include an undertaking that during the period or periods during which the offeree may acquire units of shares which the offer relates (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 those rules, the deed, or the terms and conditions;
 - (c) the offer document must specify:
 - (i) the acquisition price in Australian dollars of the units of shares to which the offer relates;
 - (ii) where the acquisition price of the units of shares to which the offer relates 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 units of shares to which the offer relates is determinable at some future time by reference to a formula, the Australian dollar value or an equivalent to the Australian dollar value of the acquisition price were that formula applied as at a date not more than two weeks prior to the date of the offer;
 - (d) the offer document must include an undertaking that, 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 to which the units of shares, shares offered or subject to the option relate; and
 - (ii) where either paragraph (c)(ii) or (iii) applies, the information referred to in that paragraph as updated to that date;
 - (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 units of shares to which the offer relates, the offer

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document must disclose the conditions, obligations and risks associated with such loan or financial assistance.

- 4 In the case of an offer with respect to unissued shares or units of unissued shares, the number of shares the subject of the offer when aggregated with:
- (a) the number of shares in the same class which would be issued were each outstanding offer with respect to shares, units of shares and options to acquire unissued shares or units of 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 five 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.

- 5 The deed contains covenants binding the trustee or representative and their agents, if any, to the effect that:
- (a) A plan participant possesses substantially the same rights in respect of the shares to which the units of shares relate (in this paragraph referred to as "the shares") as if they were the legal owner of the shares, including (but not limited to) the right to:
 - (i) direct the trustee or representative how the voting rights attaching to the shares shall be exercised, either generally or in any particular case; and
 - (ii) receive the income deriving from the shares, including (but not limited to) dividends declared by the issuer in respect of those shares, but such income will be re-invested in shares and credited to the individual plan participant and plan participants will not have the right to receive cash dividends while the shares are held by the trustee;
 - (b) The trustee or representative shall cause proper books of account to be maintained in respect of the activities of the trust to which the deed relates (the books of account) and cause the books of account to be audited annually and made available for inspection by the plan participants at an office of the trustee or a place of business of the issuer during normal business hours or such other time as is agreed with a plan participant or plan participants;
 - (c) The trustee or representative must ensure that each share to which a unit held by a plan participant relates is identified in the books of account as being held on account of that plan participant;
 - (d) A plan participant must have the capacity to authorise the trustee or representative to sell at or above the current market price the shares to which he or she is entitled under the deed; and
 - (e) The trustee or representative must not levy any fees or charges for operating and administering the trust either payable directly by the plan participants or out of the assets of the trust.

SCHEDULE D - CONDITIONS

0.1 / 1222

- 1 The person making the offer (the offeror) must cause 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 to be provided to ASIC not later than seven days after the provision of that material to the offeree.
- 2 The trustee or representative must cause a copy of the deed to be provided to ASIC at the same time as a copy of the offer document is provided to ASIC in accordance with this instrument.
- 3 The 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.
- 4 Neither the issuer nor any associated body corporate of it offers the offeree any loan or other financial assistance for the purpose of, or in connection with, the acquisition of the shares to which the offer relates.

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 where the terms and conditions of the contribution plan include terms and conditions to the effect that:
 - (a) all deductions from wages or salary made in connection with participation in the contribution plan must be authorised by the offeree on the same form of application which is used in respect of the offer, or on a form which is included in or accompanies the offer document;
 - (b) any contributions made by an offeree as part of the contribution plan will be held on trust in the Australian bank account of the offeree's employer before being transferred to the issuer through an international cash pool.
 - (c) The issuer will transfer the contributions to the trustee monthly who in turn will purchase the shares on market; and
 - (d) the offeree may elect to discontinue their participation in the contribution plan on four weeks written notice. At the conclusion of the four week notice period, all money deposited with respect to the plan in relation to that offeree which has not been applied towards the purchase of shares on behalf of that offeree, must be repaid to that offeree.
- 2 A body corporate is an associated body corporate of an issuer if:
 - (a) the body corporate is a related body corporate of the issuer; or
 - (b) the body corporate has voting power in the issuer of not less than 20%; or
 - (c) the issuer has voting power in the body corporate of not less than 20%;(applying the definition of "voting power" contained in section 610 of the Act).
- 3 A unit of a share means a legal or equitable right or interest in the share.
- 4 The Australian dollar equivalent of a price shall be calculated by reference to the relevant exchange rate published by Citibank on the day of exchange.

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- 5 An offer under a scheme shall not be regarded as extended to a person other than an employee or director of the issuer or of an associated body corporate of the issuer merely because such an employee or director may renounce the offer made to them under the scheme in favour of their nominee.
- 6 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.
- 7 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.
- 8 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 5th day of October 2001

Signed by AS De Roza

Alphonsus De Roza

As delegate of the Australian Securities and Investments Commission

CSP

The Takeovers Panel

~~Corporations and Securities Panel~~

Level 47
Nauru House
80 Collins Street
MELBOURNE, VIC 3000
DX No: 30840 Collins Street

Telephone: (03) 9655 3500
Facsimile: (03) 9655 3511

Internet: <http://www.takeovers.gov.au>
Email: takeovers@takeovers.gov.au

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CORPORATIONS AND SECURITIES PANEL

NOTICE OF DECISION

IN THE MATTER OF PINNACLE VRB LTD (NO 10)

On 5 October 2001, the Panel decided under section 657A of the *Corporations Law* to make a declaration of unacceptable circumstances in relation to the takeover bid made by Vantek (VRB) Technology Corp for all of the ordinary shares in Pinnacle VRB Limited. Reasons for the Panel's decision will be made available on the Panel's website at www.takeovers.gov.au. The Panel issued the following instrument:

CORPORATIONS AND SECURITIES PANEL

Corporations Law
Section 657A
Declaration

Corporations Act
Section 657A
Declaration

Whereas:

- A. Vantek (VRB) Technology Corp (Vantek) made offers to acquire all of the issued shares in Pinnacle VRB Limited (Pinnacle) on 30 July 2001;
- B. Credit Suisse First Boston Australia Equities Private Limited (CSFB) erroneously and mistakenly accepted Vantek's offers on behalf of Ronay Investments Pty Ltd (Ronay) and other clients of CSFB (CSFB Clients) on Saturday, 22 September 2001 and Sunday, 23 September 2001 (the Acceptances);
- C. Upon becoming aware on the morning of Monday, 24 September 2001 that the Acceptances had been made erroneously and mistakenly, CSFB immediately contacted Vantek's registry (ASX Perpetual Registrars Limited) requesting consent from Vantek to the withdrawal or reversal of the Acceptances;
- D. On Monday, 24 September 2001 and Tuesday 25 September 2001 CSFB contacted Vantek's solicitors, repeating its advice that CSFB had authorised the Acceptances erroneously and mistakenly and seeking consent to their withdrawal or reversal;
- E. Vantek has refused to give its consent to the withdrawal or reversal of the Acceptances,

01/12234

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

5 October 2001

Marian Micalizzi
President

CSP

The Takeovers Panel

Level 47
Nauru House
80 Collins Street
MELBOURNE VIC 3000
DX No: 30840 Collins Street

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Internet: <http://www.takeovers.gov.au>
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01/1224

CORPORATIONS AND SECURITIES PANEL

NOTICE OF DECISION

IN THE MATTER OF PINNACLE VRB LTD (NO 4)

On 5 October 2001, the Panel made orders under section 657D of the *Corporations Law* requiring Vantek (VRB) Technology Corp to consent to the withdrawal and reversal of acceptances of its takeover offer for Pinnacle VRB Limited made erroneously and mistakenly by Credit Suisse First Boston Australia Equities Private Limited on behalf of certain of its clients. Reasons for the Panel's decision will be made available on the Panel's website at www.takeovers.gov.au. The Panel issued the following instrument:

CORPORATIONS AND SECURITIES PANEL

Corporations and Securities Panel

Corporations Law
Section 657D
Order

PINNACLE VRB LIMITED APPLICATION BY RONAY INVESTMENTS PTY LTD AND MR DAVID PETHARD

The Corporations and Securities Panel (the Panel) has declared under section 657A of the Corporations Act that unacceptable circumstances exist in relation to the application by Ronay Investments Pty Ltd (Ronay) and Mr David Pethard dated 26 September 2001. The circumstances (the Relevant Circumstances) declared to be unacceptable circumstances relate to acceptances of the takeover offers (the Bid) made by Vantek (VRB) Technology Corp (Vantek) for Pinnacle VRB Limited (Pinnacle) which were made erroneously and mistakenly by Credit Suisse First Boston Australia Equities Private Limited (CSFB) on behalf of Ronay and other clients of CSFB on Saturday, 22 September 2001 and Sunday, 23 September 2001 (the Acceptances) and Vantek's refusal to consent to withdrawal or reversal of the Acceptances.

Pursuant to section 657D of the Corporations Act, the Panel orders that:

1. CSFB as soon as practicable sends a Valid Takeover Acceptance Removal Request message in accordance with the SCH Business Rules on behalf of the CSFB Clients;

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2. Vanteck consents to, and authorises, the withdrawal or reversal of the Acceptances and instructs ASX Perpetual Registrars Limited to send a Valid Message in accordance with the SCH Business Rules within two business days of CSFB making the Valid Takeover Acceptance Removal Request on behalf of Vanteck authorising the release of the fully paid ordinary shares in Pinnacle referred to in the schedule to this order (the Relevant Securities) to the parties named in respect of the Relevant Securities in the schedule (the CSFB Clients);
3. Vanteck and ASX Perpetual Registrars Limited not take any action to complete any transfer of the Relevant Securities to Vanteck;
4. Pinnacle not register any transfer or transmission of the Relevant Securities to Vanteck;
5. The securities clearing house (as defined in the Corporations Act) takes any action necessary to reverse or withdraw the Acceptances in respect of the Relevant Securities in accordance with the procedures set out in the SCH Business Rules;
6. Any contracts between Vanteck and the CSFB Clients arising as a result of the Acceptances are cancelled;
7. Vanteck not take any further steps to issue, or to complete the issue of, any ordinary shares in Vanteck (Vanteck Shares) as consideration for the Relevant Securities under the Bid;
8. Vanteck takes all action necessary to cancel the Vanteck Shares issued to the CSFB Clients and take no further steps to issue, or to complete the issue of, the Vanteck Shares;
9. The CSFB Clients not deal, in any way, with any of the Vanteck Shares that may have been issued as consideration for the Relevant Securities under the Bid or with any interest in any of those Vanteck Shares and not exercise any voting rights or other rights attached to the Vanteck Shares;
10. The CSFB Clients do all things reasonably required of them in order for Vanteck to cancel the Vanteck Shares that may have been issued as consideration for the Relevant Securities under the Bid;
11. Orders 1 to 10 take effect when either:
 - (a) the review Panel reaches a decision in relation to the application proposed by Vanteck for review of the Panel's decision in these proceedings, subject to any decision of that review Panel, and that until any such decision is made by the review Panel, the Panel makes orders in the same terms as paragraphs numbered 1 to 10 of the Panel's interim orders in these proceedings dated 28 September 2001; or
 - (b) the time period within which Vanteck may make an application to the Panel for review of the Panel's decision in these proceedings expires without Vanteck having made such application for review;
12. The orders in the same terms as paragraphs numbered 1 to 10 of the Panel's interim orders shall cease to have effect when orders 1 to 10 take effect.; and

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13. Orders 1 to 10 cease to have effect in respect of a CSFB Client where CSFB has provided the Panel with written evidence that the CSFB Client does not wish to have its Acceptance withdrawn or reversed and agrees to accept the Bid and the President of the sitting Panel in these proceedings consents to orders 1 to 10 ceasing to have effect in respect of that CSFB Client.

Dated: 5 October 2001

Signed:

MARIAN MICALIZZI

SCHEDULE

SHAREHOLDER	NUMBER OF RELEVANT SECURITIES
Mrs Donna Margaret Luxton 62 Peel Street Redland Bay Qld 4165	11,000
Mr Edward Albert French & Mrs Lynne Shirley French PO Box 39 (Roys Road) Palmwoods Qld 4555	4,376
Mr Philip Ang 1122 Malvern Road Malvern Vic 3144	29,167
Mr Gavin Bust 6 Atheldene Drive Glen Waverley Vic 3150	1
Eastcoast Air & Electric Pty Ltd (Eastcoast Super Fund A/c) C/- S Pollard & M Bonnici PO Box 2020 Taren Point NSW 2229	30,000
Lazar Mayer Pty Ltd C/- H Jolson Room 1711 Owen Dixon Chambers West 205 William Street Melbourne Vic 3000	12,000
Mr Warren Sherry Neill 15 Vincent Court Campbelltown SA 5074	620
Mrs Mary Murray 22 Katrina Avenue Mona Vale NSW 2103	3,445
Mitpan Investments Pty Ltd 5 Paddys Lane Park Orchards Vic 3114	795,696

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Ronay Investments Pty Ltd Unit 22 33 Queens Road Melbourne Vic 3004	682,441
Mr Benito Randazzo & Mrs Mary Fandazzo 56 Summerhill Road Reservoir Vic 3073	180
Mr Brian John Bugeja & Mrs Judyanny Elizabeth Bugeja 7 Thornton Close Hallam Vic 3803	10,000
Amecoy Pty Ltd 24 Packenham Street Mount Lawley WA 6050	90,000
Ms Jan Berg 24 Packenham Street Mount Lawley WA 6050	35,000
Mr Kurt Smyth & Mrs Beverley Smyth (Eighth Amacorp Pty Ltd SSF T A/C) 13 Market Street Essendon Vic 3040	5,000
Mr Ken Sturrock & Mrs Helen Sturrock (K&H Sturrock Superannuation A/C) C/- Cavendish Superannuation PO Box 7803 Cloisters Square WA 6850	36,750

01/1229

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001
SUBCLAUSE 30(1) OF SCHEDULE 4
EXEMPTION

Pursuant subclause 30(1) of Schedule 4 of the Corporations Law, the Australian Securities and Investments Commission HEREBY EXEMPTS the person mentioned in Schedule A ("the Building Society") from compliance with Part 5 of Schedule 4 of the Corporations Act 2001 in the case mentioned in Schedule B.

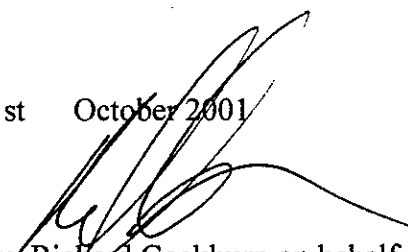
SCHEDULE A

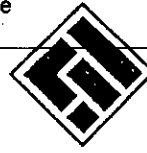
NRMA BUILDING SOCIETY LTD ACN 087 652 113

SCHEDULE B

Where the Constitution of the Building Society is amended to remove from clause 12.23 thereof the requirement that Shareholder Members of the Building Society obtain the right to vote their shares after having been members of the Building Society for a period of 90 days ending on the last preceding 30 June.

Dated 1st October 2001


Signed by Richard Cockburn on behalf of
The Australian Securities and Investments Commission



ASIC 01/1230

Australian Securities & Investments Commission

Notice excluding persons from the exemption contained in Part 5 of ASIC Class Order [00/203]

The Australian Securities and Investments Commission (ASIC) hereby gives notice, pursuant to the terms of ASIC Class Order [00/203], that each of the persons named in Schedule A are not exempt under Part 5 of that Class Order in relation to operating each of the Mortgage Businesses specified in Schedule B.

Schedule A

Sean Vincent Neilsen-Brown trading as Law Partners Solicitors & Attorneys
and
Law Partners Mortgages Pty Ltd ACN 068 522 261

Schedule B

The mortgage business which is in the process of runout and any Related Scheme, as those terms are used in ASIC Policy Statement 144 and Class Order 00/203.

Dated this 3rd day of October 2001

Signed by Boyd Honor
as a delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission
Corporations Act
Subsection 601QA(1)(b) Declaration **01/1233**

Pursuant to paragraph 601QA(1)(b) of the Corporations Act (the "Act"), the Australian Securities and Investments Commission ("ASIC") hereby declares that Chapter 5C of the Act applies to the responsible entity referred to in Schedule A (the "responsible entity"), in relation to the registered scheme referred to in Schedule B, until the date referred to in Schedule C as if paragraph 601FC(1)(d) of the Act were modified or varied by inserting the following words immediately after the word "fairly":

"except to the extent that the responsible entity may agree to different deposit and administration fees (the "Fee Arrangement") applying to officers and employees of Sealcorp Holdings Limited ACN 009 143 597, in respect of investments they may make into the Scheme referred to in Schedule B, in the case where:

1. The disclosure document for the Scheme dated 2 October 2001 discloses full particulars of the Fee Arrangement, including a statement of the basis upon which no consideration is payable under the Fee Arrangement;
2. The Fee Arrangement does not adversely affect the fees that any other members of the Scheme will incur and the net amount of the consideration to acquire the remaining Scheme property after payment of any fees to the responsible entity is unaffected by the Fee Arrangement;
3. The Fee Arrangement, including a statement of the basis upon which consideration is payable under the Fee Arrangement, is disclosed to existing members of the Scheme by the date of the first communication the responsible entity makes to all members of the Scheme after 2 October 2001; and
4. The responsible entity ensures that the number of participants in the Fee Arrangement as a proportion of the total number of members of the Scheme does not exceed 2%.

Schedule A

ASGARD Capital Management Limited ACN 009 279 592 (the "responsible entity").


Schedule B

ASGARD Investment Funds Account ARSN 088 579 622 (the "Scheme").

Schedule C

The expiry date of the disclosure document for the Scheme dated 2 October 2001.

Dated this 4th day of October 2001



Magdaline Goh
A delegate of the Australian Securities and Investments Commission

Corporations Act 2001
Subsection 164(3)

Notice is hereby given that the ASIC will alter the registration details of the following companies

1 month after the publication of this notice, unless an order by a court or Administration Appeals Tribunal prevents it from doing so.

QBE INSURANCE LTD ACN 000 157 899 will change to a proprietary company limited by shares. The new name will be **QBE HOLDINGS (AUSTRALIA) PTY LIMITED** ACN 000 157 899.

HEMP RESOURCES PTY LTD ACN 089 434 364 will change to a public company limited by shares. The new name will be **HEMP RESOURCES LTD** ACN 089 434 364.

QI PTY LTD ACN 089 576 394 will change to a public company limited by shares. The new name will be **QI LTD** ACN 089 576 394.

EQUITILINK HOLDINGS LIMITED ACN 082 736 829 will change to a proprietary company limited by shares. The new name will be **EQUITILINK HOLDINGS PTY LIMITED** ACN 082 736 829.

LIQUID ENGINEERING INTERNATIONAL PTY LTD ACN 074 772 697 will change to a public company limited by shares. The new name will be **LIQUID ENGINEERING LIMITED** ACN 074 772 697.

WALLANDRA BUILDING SERVICES PTY ACN 093 849 695 will change to a proprietary company limited by shares. The new name will be **WALLANDRA BUILDING SERVICES PTY LIMITED** ACN 093 849 695.