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ASIC

Australian Securities &
Investments Commission

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

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. 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"

4. 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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5. 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."

6. 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.";

7. 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)".

8. 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."

9. 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)."

10. 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"

11. 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."

12. 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.

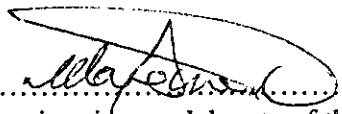
Schedule A

St Barbara Mines Limited ACN 009 165 066 ("Bidder").

Schedule B

The takeover bid by the Bidder for all the fully paid ordinary shares and partly paid ordinary shares in Taipan Resources NL ACN 060 156 452 in respect of which a bidder's statement is lodged with the Commission on or about the date of this instrument.

Dated this 15th day of February 2001

Signed: .....
Milija Cvetinovic as a delegate of the
Australian Securities and Investments Commission

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

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.

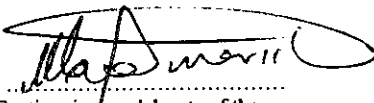
Schedule A

St Barbara Mines Limited ACN 009 165 066 ("Bidder") and its related bodies corporate.

Schedule B

Fully paid ordinary shares and partly paid ordinary shares in Taipan Resources NL (ACN 060 156 452)

Dated this 15th day of February 2001.

Signed: 
Milija Cvetinovic as a delegate of the
Australian Securities and Investments Commission

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

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies in relation to the persons named in Schedule A in the case referred to in Schedule B as if section 615 was modified or varied so that the references to "foreign holders" in section 615 were each a reference to "foreign holders save and except for holders of securities whose addresses, as shown in the register in which details of their holding in that company is recorded, are in New Zealand".

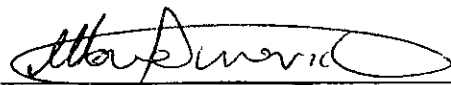
SCHEDULE A

Holders of securities in FTR Holdings Limited (ACN 063 963 039) (the "Corporation")

SCHEDULE B

A pro-rata renounceable rights issue by the Corporation on the basis of one right being granted for every three shares held as at record date, each right being an offer to accept one fully paid ordinary share at an issue price of 5 cents each, in respect of which a prospectus is to be lodged with ASIC on or about 27 July 2001.

Dated this 24th day of July 2001.



Signed by Milija Cvetinovic, a delegate of
the Australian Securities and Investments Commission

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

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.

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Schedule A

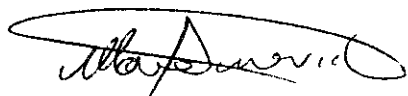
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Odim Hitec ASA (a company incorporated in Norway having organisation number 926 739 166 in the Norwegian Register of Business Enterprises) ("Bidder") and its related bodies corporate.

Schedule B

Fully paid ordinary shares in Nautronix Limited (ACN 009 019 603)

Dated this 27th day of August 2001.



Signed Milija Cvetinovic, a delegate of the Australian Securities and Investments Commission

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Australian Securities and Investments Commission

Corporations Act 2001 – Section 655A(1) – Declaration

Pursuant to subsection 655A(1) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("Commission") declares that for the period of 12 months after the date of this instrument, Chapter 6 of the Act applies to the person specified in Schedule A, in relation to the acquisition referred to in Schedule B in the case referred to in Schedule C, as if item 14 of section 611 of the Act were modified or varied as follows:

1. By inserting after the word "included" the words ", having been included within 31 days of the downstream acquisition,".
2. By deleting the full stop at the end of the second line of item 14(b) and substituting in its place a comma.
3. By inserting a new line after the comma in item 14(b) with the words "unless the removal of the body corporate from the official list is not pursuant to the upstream acquisition.".

Schedule A

HBOS plc

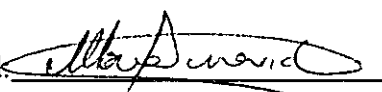
Schedule B

An acquisition by HBOS plc of a relevant interest in 56.20% of the issued voting shares in the Bank of Western Australia Limited (ACN 050 494 454).

Schedule C

The merger by way of schemes of arrangement of Bank of Scotland and Halifax Group plc respectively under section 425 of the UK Companies Act 1985 to establish HBOS plc in the manner described in the scheme documentation prepared by Bank of Scotland and Halifax Group plc dated 13 June 2001.

Dated this 3rd day of August 2001

Signed: 
Milija Cvetinovic, as a delegate of the
Australian Securities and Investments Commission

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

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies in relation to the persons named in Schedule A in the case referred to in Schedule B as if section 615 was modified or varied so that the references to "foreign holders" in section 615 were each a reference to "foreign holders save and except for holders of securities whose addresses, as shown in the register in which details of their holding in that company is recorded, are in New Zealand".

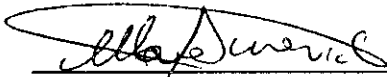
SCHEDULE A

Holders of securities in Advanced Engine Components Limited (ACN 009 081 770)
(the "Corporation")

SCHEDULE B

A pro-rata renounceable rights issue by the Corporation on the basis of one right being granted for every 2 ordinary shares held as at record date, each right being an offer to accept one fully paid ordinary share at an issue price of 5 cents each, and, in the event of any shortfall, the offer of any shortfall shares to investors, in respect of which a prospectus is to be lodged with ASIC on or about 23 October 2001.

Dated this 22nd day of October 2001.



Signed by Milija Cvetinovic, a delegate of
the Australian Securities and Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Sub-Section 655A(1)(b) Declaration**

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Pursuant to sub-section 655A(1)(b) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("the Commission") hereby declares that Chapter 6 of the Act applies in relation to the person specified in Schedule A in the case referred to in Schedule B as if the text of paragraph 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".

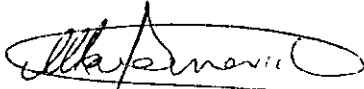
Schedule A

Odim Hitec ASA (a company incorporated in Norway having organisation number 926 739 166 in the Norwegian Register of Business Enterprises) ("Bidder").

Schedule B

All notices of variation lodged with the Commission in relation to the offers made by the Bidder for all the fully paid ordinary shares in Nautronix Limited (ACN 009 019 603) in respect of which a bidder's statement was lodged with the Commission on 27 August 2001 and supplementary and replacement bidder's statements were lodged with the Commission on 10 September 2001 and 24 September 2001.

Dated this 18th day of October 2001.



Signed by Milija Cvetinovic
as a delegate of the Australian Securities and Investment Commission

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

PURSUANT to section 741(1) of the Corporations Law (the "Law"), the **AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION** ("ASIC") exempts the persons referred to in Schedule A in the case mentioned in Schedule B from paragraph 715(2)(a) of the Law.

Schedule A

Bramasol Limited (ACN 082 590 181) (the "Corporation")

Schedule B

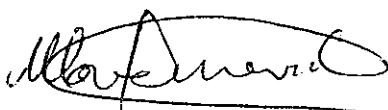
The Corporation is exempt from the requirement that the financial report to be included in the Offer Information Statement ("OIS") to be lodged with ASIC on or about 11 June 2001 be a report for a 12 month period on the following conditions:

- (a) the OIS contains a financial report for the period 1 July 1999 to 30 June 2000; and
- (b) the OIS contains a financial report for the period 1 July 2000 to 31 December 2000 with a balance date that occurs within the last 6 months before the securities are first offered under the OIS; and
- (c) the OIS includes a statement that the financial report for the period 1 July 2000 to 31 December 2000 is not unrepresentative of the forthcoming year.

Interpretation

For the purposes of this instrument a financial report means a report that complies with the requirements of Chapter 2M of the Law.

Dated the 8th day of June 2001



Signed by Milija Cvetinovic
as a delegate of the Australian Securities and Investments Commission

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**Australian Securities and Investments Commission
Corporations Act 2001 - Paragraph 741(1)(b) - Declaration**

Pursuant to paragraph 741(1)(b) of the Corporations Act 2001 (the "Act"), the Australian Securities and Investments Commission hereby declares that Chapter 6D of the Act applies to the person mentioned in Schedule A in the case specified in Schedule B as if paragraph 723(3)(b) of the Law were modified or varied by:

- (i) omitting the words "disclosure document" in the second line; and
- (ii) inserting the words "supplementary prospectus dated 26 September 2001".

SCHEDULE A

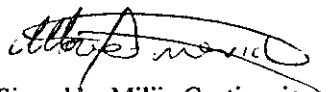
Navigator Resources Limited (ACN 063 366 487) (the "Company")

SCHEDULE B

The Company making offers to issue securities in the Company pursuant to a prospectus dated 5 July 2001 in circumstances where, within 3 months after the date of the prospectus:

- (a) the securities are not admitted to quotation on a stock market of ASX;
- (b) no securities under the prospectus have been issued: and
- (c) a supplementary prospectus is lodged as a result of section 724(1)(b) of the Act.

Dated the 26th day of September 2001



Signed by Milija Cvetinovic
as a delegate of the Australian Securities and Investments Commission

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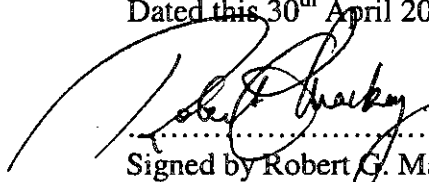
Australian Securities and Investments Commission

Corporations Act 2001

SECTION 340(1) ORDER

The **AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION** ("ASIC") hereby **MAKES AN ORDER** pursuant to subsection 340(1) of the **Corporations Act 2001** ("the Act"), relieving Pasmenco Limited ACN 004 368 674 (under Administration), from the requirement in subsection 320(1) of the Act requiring the company to lodge a half year financial report with ASIC within 75 days after the end of the half year ended 31 December 2001, on condition that the half year financial report shall not be lodged later than 7th May 2002.

Dated this 30th April 2002



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Signed by Robert G. Mackay

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

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

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

SCHEDULE A — PERSONS EXEMPTED

AWB Limited (ABN 99 081 890 459)

AWB Trustees Pty Ltd (ACN 066 361 653)

SCHEDULE B — CASES EXEMPTED

This exemption applies to:

- (a) an offer for issue 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 financial market operated by Australian Stock Exchange Limited ("quoted shares"); and
 - (ii) the units of shares will be 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 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 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 of options or units of shares as a consequence of an offer of the kind referred to in paragraph (a); and
- (d) an issue of fully paid shares in the same class as shares which at the time of issue 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 such offer or issue 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 or issue 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 must be of a body ("the issuer") securities of which have been quoted on the financial market operated by Australian Stock Exchange Limited throughout the 7 month period immediately preceding the offer, without suspension during that period exceeding in total 2 trading days; or
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) and:

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- (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 and a copy or a summary of the deed;
 - (b) if the offer document includes or is accompanied by a summary (rather than a copy) of the rules of the employee share scheme or of the deed, the offer document must include an undertaking that during the period or periods during which the offeree may acquire units of shares to which the offer relates ("the offer period"), the issuer (or, in the case of an issuer which does not have a registered office in this jurisdiction, an associated body corporate of the issuer which does so have a registered office) will, within a reasonable period of the offeree so requesting, provide the offeree without charge with a copy of the rules of the employee share scheme and a copy of the deed;
 - (c) the offer document must specify:
 - (i) the acquisition price in Australian dollars of the units of shares to which the offer relates; or
 - (ii) 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 no more than 14 days before the date of the offer;
 - (d) where paragraph (c)(ii) applies, the offer document must include a statement, which is displayed prominently and in close proximity to the information referred to in paragraph (c)(ii) and the undertaking and explanation referred to in paragraph (e), specifying the date on which the Australian dollar value of the acquisition price has been calculated;
 - (e) 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 this jurisdiction, an associated body corporate of the issuer which does so have a registered office) will, during the offer period, within a reasonable period of the offeree so requesting, make available to the offeree the following information:
 - (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of shares in the same class as the shares to which the units of shares relate; and
 - (ii) where paragraph (c)(ii) 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 units of shares to which the offer relates, the offer 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:

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- (c) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; 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.
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;
 - (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) Except as expressly provided by the deed, 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

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 this jurisdiction, an associated body corporate of the issuer which does so have a registered office) complies with any undertaking required to be made in the offer document by reason of this instrument.

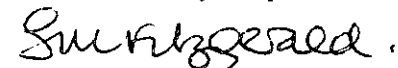
Interpretation

02/0521

For the purposes of this instrument:

1. 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).
2. A unit of a share means a legal or equitable right or interest in the share.
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 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.
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. The current market price of a share shall be taken as the price published by the operator of the principal financial market on which the share is quoted as the final price for the previous day on which the share was traded on that financial market.

Dated the 30th day of April 2002



Signed by Sarala Fitzgerald
as delegate of the Australian Securities and Investments Commission

0 2 / 0 5 2 3

**Australian Securities and Investments Commission
Corporations Act 2001 — Subsections 655A(1) and 673(1) — Modification**

Pursuant to subsection 655A(1) of the *Corporations Act 2001* ("Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that Chapter 6 of the Act shall apply in relation to the persons referred to in Schedule A, in the case referred to in Schedule B, as if section 609 of the Act were modified or varied by inserting after subsection 609(6) the following subsections:

“(6A) Where an association between a Put Warrant issuer and a Put Warrant holder arises solely from the Put Warrant holder acquiring or holding a Put Warrant, any relevant interest or voting power that would only arise as a result of the association is disregarded.

(6B) If a Put Warrant issuer has a relevant interest in or voting power in relation to a security because:

- (a) the Put Warrant holder has an option, under the terms of the Put Warrant, to require the Put Warrant issuer to acquire the security; or
- (b) under the Put Warrant or trust securing the obligations of the Put Warrant issuer or Put Warrant holder under the Put Warrant, the Put Warrant issuer can exercise power to control the voting or disposal of the security only where:
 - (i) the Put Warrant expires unexercised or the option under the Put Warrant is exercised; or
 - (ii) the Put Warrant issuer enforces the terms of the trust; or
 - (iii) the Put Warrant holder defaults under the Put Warrant,

then that particular relevant interest in, or voting power in relation to, the security shall be disregarded until an event referred to in paragraph (b) occurs.

(6C) If a Put Warrant issuer has a relevant interest in, or voting power in relation to, a security because either subsection (6A) or (6B) ceases to apply, the Put Warrant issuer is taken to acquire a relevant interest in the security at that time, by a transaction in relation to the security.

(6D) Subsections (6A), (6B) and (6C) only apply where the Offering Circular for the Put Warrant stated that this instrument was to apply.

(6E) For the purposes of this section:

0 2 / 0 5 2 3

- (a) A "Put Warrant" is a put warrant in relation to Equity Securities for the purposes of the operating rules of the Australian Stock Exchange Limited which:
 - (i) was issued pursuant to an Offering Circular in accordance with the operating rules of the Australian Stock Exchange Limited; and
 - (ii) has been admitted to trading status in accordance with the operating rules of the Australian Stock Exchange Limited.
- (b) A "Put Warrant issuer" is a person who has issued a Put Warrant.
- (c) A "Put Warrant holder" is a person who has a legal or equitable interest in a Put Warrant.
- (d) "Offering Circular" has the same meaning as is given in the operating rules of the Australian Stock Exchange Limited.
- (e) A Put Warrant is exercised when it would be regarded as having been exercised under the terms of issue of the Put Warrant."

And pursuant to subsection 673(1) of the Act ASIC hereby declares that Chapter 6C of the Act applies to the persons referred to in Schedule A, in the case referred to in Schedule B, as if section 671B of the Act were modified or varied by inserting after subsection 671B(7) the following subsection:

"(7A) For the purposes of this section and of the definition of "substantial holding" in section 9, disregard any relevant interest or voting power in securities which is disregarded for the purposes of Chapter 6 because of subsections 609(6A) to 609(6E)."

SCHEDULE A

1. Commonwealth Bank of Australia ACN 123 123 124, as the issuer of an instalment warrant pursuant to an offering circular for "Commonwealth Bank of Australia Instalment Warrants" which is substantially in the form of that provided to ASIC on 24 April 2002, being a Put Warrant over shares of companies listed on a financial market of the Australian Stock Exchange Limited referred to in Schedule C (each an "Instalment Warrant").
2. A person who acquires and holds an Instalment Warrant, for the period the person holds the Instalment Warrant.
3. Any person who, but for this instrument, would have a relevant interest in, or voting power in relation to, any securities as a result of a person acquiring or holding an Instalment Warrant.

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SCHEDULE B

The calculation of the relevant interest in, or voting power in relation to, securities of the persons described in Schedule A.

SCHEDULE C

- Amcor Limited
- AMP Limited
- Australia and New Zealand Banking Group Limited
- BHP Billiton Limited
- Brambles Industries Limited
- Coles Myer Limited
- CSR Limited
- Foster's Group Limited
- Lend Lease Corporation Limited
- Macquarie Bank Limited
- Mayne Nickless Limited
- National Australia Bank Limited
- OneSteel Limited
- Qantas Airways Limited
- QBE Insurance Group Limited
- Rio Tinto Limited
- Santos Limited
- St George Bank Limited
- Suncorp-Metway Limited
- Tabcorp Holdings Limited
- Telstra Corporation Limited
- Wesfarmers Limited
- Westpac Banking Corporation
- Woodside Petroleum Limited
- Woolworths Limited

Dated the 24th day of April 2002



Signed by Belisa Jong
as a delegate of the Australian Securities and Investments Commission.

0 2 / 0 5 2 4

**Australian Securities and Investments Commission
Corporations Law 2001 — Subsections 655A(1) and 673(1) — Modification**

Pursuant to subsection 655A(1) of the *Corporations Act 2001* ("Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that Chapter 6 of the Act applies to the persons referred to in Schedule A, in the case referred to in Schedule B, as if section 609 of the Act were modified or varied by inserting after subsection 609(6) the following subsection:

“(6A) Where:

- (a) warrants in relation to voting shares or interests in a company are issued and admitted to trading status in accordance with the operating rules of the Australian Stock Exchange Limited;
- (b) a person (the “trustee”) holds securities on trust for the purpose of satisfying the obligations of the issuer or holder of the warrants;
- (c) discretionary powers of the trustee in relation to the securities because of which the trustee is not a "bare trustee" for the purposes of subsection (2) are limited to:
 - (i) discretions where the issuer or the holder of the warrants becomes insolvent or breaches a term of the warrants;
 - (ii) discretions dealing with bonus issues, rights issues, returns of capital, buy-backs, share splits or consolidations, other reconstructions, takeovers or schemes of arrangement affecting the securities; or
 - (iii) discretion to lend the securities covering the obligations of the warrant issuer under warrants held by a related body corporate of the issuer; and
- (d) the warrant circular issued under the operating rules of the Australian Stock Exchange Limited in relation to the warrants stated that this instrument would apply in relation to the warrants;

disregard the relevant interest or voting power of the trustee in those securities.”

And pursuant to subsection 673(1) of the Act ASIC hereby declares that Chapter 6C of the Act applies to the class of persons described in Schedule A, in the case referred to in Schedule B, as if section 671B of the Act were modified or varied by inserting after subsection 671B(7) the following:

02 / 05 24

“(7A) For the purposes of this section and of the definition of “substantial holding” in section 9, disregard any relevant interest or voting power in securities which is disregarded for the purposes of Chapter 6 because of subsection 609(6A).”.

SCHEDULE A

Share Direct Nominees Pty Limited ACN 006 437 065 as security trustee in relation to instalment warrants issued by Commonwealth Bank of Australia ACN 123 123 124 ("Issuer"), for the purposes of securing the obligations of the Issuer and the holder of warrants, being warrants:

- (a) issued pursuant to an offering circular for "Commonwealth Bank of Australia Instalment Warrants" which is substantially in the form of the offering circular provided to ASIC on 24 April 2002;
- (b) over shares of companies listed on a financial market of the Australian Stock Exchange Limited and referred to in Schedule C; and
- (c) approved for admission to trading status on a financial market of the Australian Stock Exchange Limited at the time of the issue of the warrants.

SCHEDULE B

The calculation of the relevant interest in, or voting power in relation to, securities of the persons referred to in Schedule A.

SCHEDULE C

- Amcor Limited
- AMP Limited
- Australia and New Zealand Banking Group Limited
- BHP Billiton Limited
- Brambles Industries Limited
- Coles Myer Limited
- CSR Limited
- Foster's Group Limited
- Lend Lease Corporation Limited
- Macquarie Bank Limited
- Mayne Nickless Limited
- National Australia Bank Limited
- OneSteel Limited
- Qantas Airways Limited
- QBE Insurance Group Limited
- Rio Tinto Limited
- Santos Limited
- St George Bank Limited
- Suncorp-Metway Limited

02 / 05 24

- Tabcorp Holdings Limited
- Telstra Corporation Limited
- Wesfarmers Limited
- Westpac Banking Corporation
- Woodside Petroleum Limited
- Woolworths Limited

Dated the 24th day of April 2002



Signed by Belisa Jong
as a delegate of the Australian Securities and Investments Commission.

02/0528

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

Pursuant to subsection 741(1) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6D of the Act applies in relation to the person specified in Schedule A in the case specified in Schedule B as if paragraph 713(1)(a) of the Act were modified or varied by replacing the text with "partly paid securities of a body, where the fully paid securities of the body are continuously quoted securities".

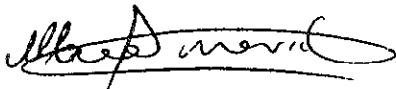
Schedule A

Renewable Investments Limited ACN 060 525 206 ("Corporation")

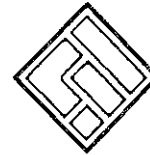
Schedule B

A prospectus to be lodged with ASIC on or about 28 February 2002 in relation to an offer of up to a maximum of 15,000,000 partly paid ordinary voting shares in the Corporation, to be issued at 6 cents each and paid to 1 cent each to raise \$150,000.

Dated the 28th of February 2002



Milija Cvetinovic
As a delegate of the Australian Securities and Investments Commission



02 / 05 29

ASIC

Australian Securities & Investments Commission

**Australian Securities and Investments Commission
Corporations Act Paragraph 741(1)(b)
Declaration and Modification**

Pursuant to paragraph 741(1)(b) of the Corporations Act ("Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that Chapter 6D of the Act 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 Act were modified or varied by replacing the expression "13 months" with the expression "14 months and 9 days".

Schedule A

Australian Growth Managers Limited A.C.N. 079 141 969 ("responsible entity") as responsible entity for the Australian Growth Timber Project 4 ARSN 096 164 153 ("Scheme").

Schedule B

The prospectus issued by the responsible entity dated 22 March 2001 in respect of interests in the Scheme ("Prospectus") when read together with the supplementary prospectuses dated 16 May 2001 and the supplementary prospectus to be lodged with ASIC on or about 22 April 2002 ("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;
 - (ii) The Updated Prospectus does not contain any material statement that is false or misleading; and
 - (iii) There is no omission from the Updated Prospectus that would be required by section 710 of the Law.
- (b) confirmation of the completeness and accuracy of all statements made in the Prospectus and if applicable, in the supplementary prospectuses, which purport to be made by an expert or to be based on a statement made by an expert ("Expert");

02/0529

- (c) a consent in accordance with section 716(2) of the Law from each Expert to the inclusion of the statement referred to in clause (b) of Schedule B above; and
- (d) the Updated Prospectus complies with the draft ASIC Policy Statement 170 in relation to prospective financial information.

Dated this 19th day of April 2002



Signed by Andrew Moore, a delegate of the
Australian Securities and Investments Commission

02 / 0531

**Australian Securities & Investments Commission
Corporations Act 2001 Section 824
Order Revoking Licence**

TO: Gregory Howard Walls ("the Licensee")
8 Barker Street
NEWCASTLE NSW 2300

Pursuant to paragraph 824(824(d) of the Corporations Act 2001, the Australian Securities and Investments Commission hereby revokes the Licence Number 11469 with effect from when this order is served on the Licensee.

Dated this 3rd day of May 2002.

Signed 

Greg Bradshaw, a delegate of the Australian Securities and Investments Commission

02 / 0532

**Australian Securities and Investments Commission
Superannuation Industry (Supervision) Act 1993 - Section 328 - Exemption**

Pursuant to section 328 of the Superannuation Industry Supervision Act 1993 ("the SIS Act") the Australian Securities and Investments Commission HEREBY EXEMPTS the person referred to in Schedule A and anyone acting for or on behalf of that person from compliance with section 152 of the SIS Act on the conditions set out in Schedule B and for so long as such conditions are met.

SCHEDULE A

BUSS (Queensland) Pty Ltd ACN 065 081 281 (the "Trustee") as the trustee of The BUSS (Queensland) Pooled Superannuation Trust (the "Trust")

SCHEDULE B

1. The Trust is used only for investing the assets of the Building Unions Superannuation Scheme (Queensland) (the "investing fund"); and
2. The Trustee is either the trustee of the investing fund or a wholly owned subsidiary of the trustee of the investing fund.

Dated: 27 March 2002 .



.....
Kyle Wright
as delegate of the Australian Securities and Investments Commission

02 / 0533

**Australian Securities & Investments Commission
Corporations Act 2001— Paragraph 669(1)(b) — Declaration**

Pursuant to paragraph 669(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("Commission") declares that Chapter 6A of the Act applies to the person named in Schedule A in relation to the securities of the Company referred to in Schedule B as if section 664A were modified by inserting a new sub-section 664A(7), which reads:

"For the purposes of this Chapter, where Bromley holds securities ("the securities"), Bromley may hold a full beneficial interest in the securities notwithstanding the fact that security is held by Australia and New Zealand Banking Group Limited over the securities if Australia and New Zealand Banking Group Limited took or acquired the security in the ordinary course of its business of providing financial accommodation and on ordinary commercial terms."

SCHEDULE A

Bromley Investments Pty Ltd ACN 001 109 628 ("Bromley")

SCHEDULE B

Carrington Cotton Corporation Limited ACN 002 963 340 ("the Company")



5 April 2002

Signed by Diane Mary Binstead

as a delegate of the Australian Securities & Investments Commission.

02 / 0534

Australian Securities and Investments Commission

Corporations Act 2001 (Cth) — Subsection 606(1) — Exemption

Pursuant to subsection 655A(1) of the *Corporations Act 2001* (Cth) ("the Act"), the Australian Securities and Investments Commission exempts the person described in Schedule A from subsection 606(1) of the Act 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

The trustee ("Trustee") of the IOOF Foundation (being the trust to be constituted by the IOOF Foundation Deed, which is to be settled by Robert John Turner).

SCHEDULE B

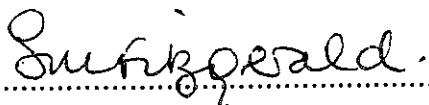
The acquisition of a relevant interest in shares ("Shares") in IOOF Holdings Ltd ACN 100 103 722 ("IOOF Holdings") which are to be held on the terms of the IOOF Foundation Deed.

SCHEDULE C

1. The Shares must be issued to the Trustee within 1 month after the implementation of a scheme of arrangement to give effect to the demutualisation of IOOF Ltd.
2. Neither the Trustee nor any entity which it controls may have any beneficial interest in the IOOF Foundation.
3. The Constitution of the Trustee and the terms of the IOOF Foundation Deed must, between them:
 - (a) accord with section 11.6 of the explanatory statement to be sent to members of IOOF Ltd in connection with the scheme of arrangement to give effect to the demutualisation of IOOF Ltd; and
 - (b) prohibit the Trustee from voting the Shares held on trust on the terms of the IOOF Foundation Deed, to the extent that the Trustee (whether or not in its capacity as trustee of the IOOF Foundation) has voting power of more than 20% in IOOF Holdings.

In this instrument, terms defined in the Act have the corresponding meaning.

Dated the 6th day of May 2002


.....

Signed by Sarala Miranda Fitzgerald

as delegate of the Australian Securities and Investments Commission

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

Pursuant to paragraph 741(1)(b) of the Corporations Act 2001 (“the Act”), the Australian Securities and Investments Commission (“ASIC”) declares that Chapter 6D of the Act applies to the persons named in Schedule A in the case referred to in Schedule B as if:

- (a) Paragraph 724(1)(c) of the Act was modified or varied by replacing the words “that is materially adverse from the point of view of an investor” with the words “that is, or that ASIC considers may be, materially adverse from the point of view of an investor”;
- (b) Subparagraph 724(1)(d)(iii) of the Act was modified or varied by replacing the words “that is materially adverse from the point of view of an investor” with the words “that is, or that ASIC considers may be, materially adverse from the point of view of an investor”;
- (c) Subsection 724(1) of the Act was modified or varied by replacing the words “that have not” in the final paragraph of the subsection with the words “whether or not they have or may have”;
- (d) Paragraph 724(2) of the Act was modified or varied by inserting after paragraph (c) a new paragraph (d):

“if the person deals with any applications under paragraph 724(2)(c) and withdrawals are such that the minimum amount to be raised stated in the disclosure document will not be raised by:

- (i) applicants under the disclosure document; and
- (ii) offers for the issue of the same class of securities on the same terms as in the disclosure document which do not require disclosure by reason of either or both of subsections 708(8) and (11), made after the date of lodgement of a supplementary disclosure document but before the end of the withdrawal period referred to in subparagraph (c)(ii),

then all applicants will be deemed to have withdrawn their applications.”;

- (e) Subsection 722(1) of the Act was modified or varied by:
 - (i) after the word “until” adding the words “the later of”;
 - (ii) replacing the words in subsection 722(1)(c) with “in the event of an application not withdrawn pursuant to paragraph 724(2)(c), the expiry of the relevant withdrawal period; or”; and

02 / 0535

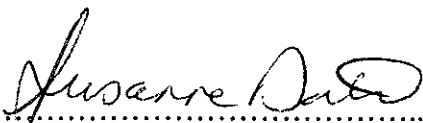
Schedule A

International Media Management (Holdings) Limited (ACN 008 666 233) ("IMM")
and its directors.

Schedule B

The issue of 32,500,000 fully paid ordinary shares in IMM at 20 cents per share to
applicants under a prospectus dated 1 March 2002 as supplemented.

Dated this 26th day of April 2002



.....
Signed by Susanne Date

as a delegate of the Australian Securities and Investments Commission

02/0536

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

Pursuant to paragraph 741(1)(a) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") exempts the persons referred to Schedule A in the case referred to in Schedule B from subsections 707(3) and (4) of the Act on the condition referred to in Schedule C.

Schedule A

International Media Management (Holdings) Limited (ACN 008 666 233) ("IMM") and its directors and sellers of IMM shares in a class of shares referred to in Schedule C.

Schedule B

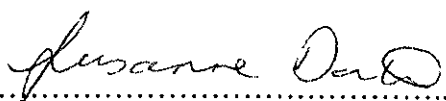
The offer for sale of IMM shares ("Shares") within 12 months after their issue:

- (i) where the Shares were issued pursuant to offers made to investors for the issue of shares in the same class of securities and on the same terms as in the prospectus of IMM dated 1 March 2002 ("Prospectus");
- (ii) where the offers referred to in paragraph (i) above did not require disclosure by reason of either or both of subsection 708(8) or subsection 708(11) of the Act; and
- (iii) where such offers were made after the date of this instrument but before the end of the withdrawal period referred to in subparagraph 724(2)(c)(ii) of the Act.

Schedule C

- 1. A supplementary prospectus is lodged by IMM and all applicants under the Prospectus are given the right to withdraw their application under paragraph 724(2)(c) of the Act.
- 2. The Shares are in a class of shares that are quoted, or will be quoted on a financial market of the Australian Stock Exchange.

Dated this 26th day of April 2002



Signed by Susanne Date

as a delegate of the Australian Securities and Investments Commission

02/0537

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001 - PARAGRAPH 669(1)(B) - DECLARATION

Pursuant to paragraph 669(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6A of the Act applies to the person specified in Schedule A in the cases referred to in Schedule B as if:

1. Paragraph 661B(1)(a) was modified by deleting the words "in the prescribed form" and substituting the following words "(omitting the holder's name and address)";
2. Paragraph 661B(1)(c) was modified by omitting the words "the notice" and substituting the following words "a copy of the notice which includes the holder's name and address";
3. Paragraph 661B(1)(d) was modified by inserting the words "of the notice referred to in paragraph (a)" after the words "give a copy";
4. Subsection 661B(3) was modified by inserting the words "referred to in paragraph (1)(c)" after the words "the notice";
5. Subsection 661B(4) was modified by inserting the words " referred to in paragraph (1)(c)" after the words "the notice" where they first appear; and
6. Subsection 662A(1) was modified by inserting at the end of the subsection the following words:
"This section does not apply where the bidder has given to all remaining holders of bid class securities a compulsory acquisition notice under section 661B(1)."

SCHEDULE A

Harmony Gold W.A. Pty Limited ACN 099 119 918 ("Bidder").

SCHEDULE B

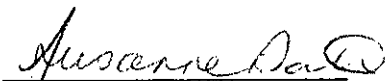
The compulsory acquisition by the Bidder of:

1. ordinary shares in Hill 50 Limited ACN 005 482 842 ("Hill 50") where notices under subsection 661B(1) of the Act in the form of Annexure A to this instrument are prepared, lodged and given in accordance with section 661B of the Act; and
2. options to subscribe for ordinary shares in Hill 50 where notices under subsection 661B(1) of the Act in the form of Annexure B are prepared, lodged and given in accordance with section 661B of the Act,

following the takeover bids by the Bidder in respect of which a bidder's statement was lodged with ASIC on 21 December 2001.

Dated this 3rd day of May 2002.

Signed by:



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

02 / 05 37

ANNEXURE B

ASIC registered agent number		
lodging party or agent name	Clayton Utz	
office, level, building name or PO Box no	Levels 22-35	
street number and name	No. 1 O'Connell Street	
suburb/city	Sydney	state/territory NSW postcode 2000
telephone	(02) 9353 4000	
facsimile	(02) 8220 6700	
DX number	370	suburb/city Sydney

ASS. REQ-A
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Australian Securities & Investments Commission

form **6021**

Notice of
compulsory acquisition
following takeover bid

Corporations Act 2001
 661B(1)(a)

To [Name and address of holder of options to be inserted]

Options over ordinary shares ("securities") of Hill 50 Limited ACN 005 482 842 ("the Company")

- Under an Off Market Bid offers were made by Harmony Gold W.A. Pty Limited ACN 099 119 918 ("the bidder") in respect of the acquisition of options listed on the Australian Stock Exchange over ordinary shares in in the Company. The offers closed on 19 April 2002 at 7:00pm (Melbourne Time).
- You are, or are entitled to be, registered as the holder of securities in respect of which an offer was made but have not accepted the takeover offer.
- The bidder hereby gives you notice under subsection 661B(1) of the Corporations Act 2001 ("the Act") that the bidder has become entitled pursuant to subsection 661A(1) of the Act to compulsorily acquire your securities and desires to acquire the securities.
- Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to. This notice is lodged with ASIC on [insert date].
- Under section 661E of the Act, you have the right to apply to the Court for an order that the securities not be compulsorily acquired. You must apply:
 - by [insert a date 1 month and 3 days from the date of dispatch of the notice]; or
 - if you ask for the statement referred to in paragraph 4 of this notice, within 14 days after being given that statement;
 whichever is the later.
- The bidder is entitled and bound to acquire on the securities on the terms that applied under the takeover bid immediately before the end of the offer period.
- Unless on application made by you referred to in paragraph 5 of this notice the Court otherwise orders, the bidder must comply with paragraph 6 of this notice.

Signature

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Capacity

sign
here

date / /

02 / 0538

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

Under paragraph 741(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that Chapter 6D of the Act applies to all persons in relation to an offer made in or accompanied by the disclosure document specified in Schedule A in the case referred to in Schedule B as if a reference to:

- (a) disclosure document in paragraphs 723(1)(a), 728(1)(a) and 728(1)(b) of the Act;
- (b) prospectus in paragraph 723(1)(a) of the Act; and
- (c) a copy of a prospectus in subsections 721(3) and 727(2) of the Act,

includes a reference to a document or copy of a document that differs from the prospectus lodged with ASIC to the following extent:

- (d) the numerical values for the "Dividend Rate" "Market Rate" and the "Margin" of the reset preference shares of Insurance Australia Group Limited ACN 090 739 923 ("IAG") ("RPS") (as determined by clause 2.1 of the draft terms of the RPS provided to ASIC on 30 April 2002) ("Dividend Rate", "Market Rate" and "Margin") are stated in the prospectus distributed to investors.

Schedule A

A prospectus to be lodged on or about 6 May 2002 by IAG to offer RPS ("Prospectus") in IAG.

Schedule B

All offers made in or accompanied by the Prospectus where:

- (a) no application form is attached to the Prospectus lodged with ASIC;
- (b) no application form has been distributed with the Prospectus or a copy of the Prospectus prior to the date of this instrument;
- (c) any application form accompanying the Prospectus or a copy of the Prospectus on or after the date of this instrument discloses the difference between the Prospectus and the Prospectus lodged with ASIC;
- (d) the disclosure document contains a description of this declaration; and
- (e) an electronic copy of the Prospectus which contains the Dividend Rate, the Market Rate and the Margin is posted in a prominent place on IAG's internet site and is accessible to members of the public while the offer is able to be accepted.

Dated 6 May 2002



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

Corporations Act 2001
Subsection 164(3)

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

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

A.C.N. 094 622 198 LIMITED ACN 094 622 198 will change to a proprietary company limited by shares. The new name will be MURRAYLANDS EXPLORATION PTY LTD ACN 094 622 198.

ARAFURA PEARLS HOLDINGS PTY LTD ACN 092 266 067 will change to a public company limited by shares. The new name will be ARAFURA PEARLS HOLDINGS LIMITED ACN 092 266 067.

ECOBOTICS PTY LTD ACN 092 010 743 will change to a public company limited by shares. The new name will be ECOBOTICS LIMITED ACN 092 010 743.

MCDONALD'S PROPERTIES (AUSTRALIA) PTY. LIMITED ACN 008 496 928 will change to a public company limited by shares. The new name will be MCDONALD'S PROPERTIES (AUSTRALIA) LIMITED ACN 008 496 928.

OII TOYS PTY LTD ACN 097 239 971 will change to a public company limited by shares. The new name will be OII TOYS LIMITED ACN 097 239 971.

PHOENIX VENTURES PTY LIMITED ACN 087 980 756 will change to a public company limited by shares. The new name will be PHOENIX VENTURES LIMITED ACN 087 980 756.

TRADELINK AUSTRALIA LTD. ACN 060 197 435 will change to a proprietary company limited by shares. The new name will be TRADELINK AUSTRALIA PTY LTD ACN 060 197 435.

A.T. CAPITAL LIMITED ACN 009 909 479 will change to a proprietary company limited by shares. The new name will be A.T. CAPITAL PTY LTD ACN 009 909 479.

BP FINANCE AUSTRALIA LIMITED ACN 008 422 071 will change to a proprietary company limited by shares. The new name will be BP FINANCE AUSTRALIA PTY LTD ACN 008 422 071.

INDO-PACIFIC ENERGY AUSTRALIA LTD ACN 097 598 484 will change to a proprietary company limited by shares. The new name will be INDO-PACIFIC ENERGY AUSTRALIA PTY LTD ACN 097 598 484.

ODYSSEY INTERNATIONAL LTD ACN 079 253 106 will change to a proprietary company limited by shares. The new name will be ODYSSEY INTERNATIONAL PTY LTD ACN 079 253 106.

PARETO FARMS LIMITED ACN 090 772 268 will change to a proprietary company limited by shares. The new name will be PARETO FARMS PTY LTD ACN 090 772 268.

THE CITIZENS & GRAZIERS' LIFE ASSURANCE CO LTD ACN 000 011 165 will change to a proprietary company limited by shares. The new name will be THE CITIZENS & GRAZIERS' LIFE ASSURANCE CO PTY LTD ACN 000 011 165.

1XCHANGE AUSTRALIA LIMITED ACN 091 185 330 will change to a proprietary company limited by shares. The new name will be 1XCHANGE AUSTRALIA PTY. LTD. ACN 091 185 330.

CORPORATIONS ACT 2001
SECTION 601AH(1)

Notice is hereby given that the registration of
the companies mentioned below will be reinstated.

Dated this eighth day of May 2002

Brendan Morgan :
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company	ACN
A.C.N. 064 999 873 PTY LIMITED	064 999 873
A & L CLEANING SERVICES PTY LTD	081 848 946
ACN 067 405 958 PTY LIMITED	067 405 958
ACTIVE EDUCATION AUST. PTY LTD	091 322 897
ADAMS BUSINESS EQUIPMENT (HUNTER VALLEY) PTY LIMITED	002 202 306
ADAMS PROPERTIES PTY LIMITED	001 272 859
ADAPT TECHNOLOGIES PTY LIMITED	090 041 302
AGNES WATER DEVELOPMENTS PTY LTD	091 772 600
AIRBEAD PTY. LIMITED	052 544 975
AIRCON AND REFRIGERATION TECHNOLOGY PTY LTD	003 889 183
AKURATH PTY LTD	058 487 728
ALPHA HIRE & LEASING PTY LTD	085 670 800
ANAKAI PTY LTD	074 872 932
ANSHUN PROPRIETARY LIMITED	004 462 597
ANSON TRADING COMPANY PTY. LTD.	055 047 446
ANYTIME ANYWHERE BOBCAT & TIPPER HIRE PTY LTD	074 884 192
ARANT PTY. LTD.	006 449 038
ARMSTRONG'S (SYDNEY) ADVERTISING & MARKETING PTY. LTD.	003 805 105
ATD DEMOLITIONS PTY LTD	091 652 783

ATS PETROLEUM PTY LTD	076 596 677
ATWOOD'S MAINTENANCE PTY LTD	067 938 961
AT 168 PTY. LTD.	069 834 528
AUSTRALIAN T SHIRT PROMOTIONS PTY. LTD.	007 961 408
AVALON S.A. PTY. LTD.	067 611 223
BALDOON FAMILY PTY LTD	001 337 597
BALEFORD PTY. LTD.	011 032 483
BARBARA STERNER RECRUITMENT & CONSULTING PTY LTD	083 166 321
B BRAUN AUSTRALIA PTY LTD	002 945 155
BERNARD YIM PTY LTD	002 129 366
BLOOD OATH PRODUCTIONS PTY. LIMITED	003 643 972
BLOOMY SOFTWARE CONSULTING PTY. LTD.	083 647 670
BLOSSOM PARK METAL CONSTRUCTION PTY LTD	067 904 607
BOND HYDRAULIC ENGINEERING PTY. LTD.	087 102 234
BONNEFIN PRODUCTIONS PTY LIMITED	085 687 289
BOWCROP PTY LTD	058 884 209
BRETT & JANET COTTEE PTY. LIMITED	003 948 356
CAMBRAISIA HOLDINGS PTY LTD	009 132 807
CANEHOPE PTY. LTD.	010 920 564
CAPRICORN BAYVIEW MOTEL PTY LTD	011 054 836
CASTELNUOVO PTY. LTD.	005 630 777
CENDIANA TRADERS PTY LIMITED	054 902 760
CENTURY DOWNEY AUSTRALIA PTY LTD	082 911 439
CHANDRA HOME PTY LIMITED	064 988 754
CHARON NOMINEES PTY. LTD.	006 402 991
CHATMA PTY. LTD.	055 969 358
COCKROACH DUNDEE PTY LTD	085 673 267
CONSOLIDATED STEVEDORES PTY LTD	000 597 768
CONTAPLAS PTY LIMITED	089 185 080
CORSCENT PTY LTD	074 849 504
CORSI NOMINEES PTY. LTD.	073 531 601
C R & C S INVESTMENTS PTY LTD	060 391 522
CRANETEC PTY. LIMITED	068 092 937
CROSSCHECK TECHNOLOGIES PTY LTD	092 762 457
CYBERWRITE PTY LTD	080 715 886
D & R TRELOAR PTY LTD	050 294 990
DAINTREE BEACH RESORT PTY. LTD.	010 648 076
DANESFORD HOLDINGS PTY. LTD.	059 739 767
DANFIELD PTY. LTD.	006 000 255

DANISH OFFICE FURNITURE PTY. LTD.	091 674 887
DARK THOUGHTS PTY. LTD.	087 758 754
DEVCAM PTY LTD	091 563 816
E.F. HOGAN & SON PTY LTD	000 397 937
E-MBA SYSTEMS PTY LTD	088 059 296
EASTERN FILM CORPORATIONS AUSTRALIA PTY. LTD.	006 089 809
ECLIPTIC DESIGN PTY. LTD.	062 355 631
EDSEA PTY. LTD.	089 734 396
ELEGANZA IMPORTS & TRADING PTY. LTD.	053 183 752
ELITE CONCRETE PTY LIMITED	089 722 663
EMANUEL SERVICES PTY LTD	082 436 262
ENDEAVOUR TO PERFECTION PTY LTD	092 730 848
ETONWICK PROPRIETARY LIMITED	006 530 463
F.A.R. PTY LTD	062 913 428
FERNSEA PTY LTD	082 639 272
FRAZCOM PTY. LTD.	085 876 393
FREZOS PTY LTD	000 316 343
G.M. REALTY PTY LTD	086 367 624
G,P PAINTING & MAINTENANCE PTY. LTD.	089 774 229
GALARAM SERVICES PTY LTD	065 059 618
GEOLOGISTICS PTY LIMITED	081 498 286
GERAR PTY LTD	000 642 599
GIDLEY KING INVESTMENTS PTY LTD	001 252 320
GLOBAL COOLING PTY LTD	085 726 521
GORTEX PTY LTD	090 720 951
GUAM PTY. LIMITED	055 111 941
GUSAN PTY. LTD.	054 439 502
H. HAMED FRESH VEGETABLES PTY LTD	068 251 650
H. S. CHONG PTY. LTD.	054 494 601
HD (AIR) PTY LIMITED	000 155 457
HELICON PTY LTD	000 155 831
HELMARRI PTY LIMITED	050 658 725
HESTEDEN PTY. LIMITED	010 898 209
HI-SURF LEISURE TIME PTY. LTD.	060 164 409
HIGHRISE CONCRETE CONTRACTORS (NSW) PTY LTD	077 883 295
HIPERWORLD HOLDINGS PTY. LTD.	079 920 120
HOLDEN FINANCE PTY LTD	077 668 243
HUGHES FREIGHTERS PTY. LTD.	010 867 053
HYBAR INVESTMENTS PROPRIETARY LIMITED	002 314 712

HYLEGROVE PTY. LIMITED	006 657 772
IAN M. BRAIN & CO. PTY. LTD.	010 151 265
I D S SOLAR PTY LTD	074 859 920
IKCOM TRAINING PTY LIMITED	087 385 313
ILAHEE ENTERPRISES PTY. LTD.	077 933 049
IMMERSIVE PRODUCTIONS PTY LTD	091 162 677
IMOBASE PTY. LTD.	052 503 901
INBUSINESS SOLUTIONS PTY. LTD.	087 819 092
INTERKON AUSTRALIA PTY. LTD.	059 916 513
INTERNET VIDEO BROCHURE ADVERTISING PTY LTD	092 124 984
INVESTRITE HOLDINGS PTY LTD	079 075 540
J.C. CROPPER VETERINARY SERVICES PTY. LTD.	010 645 422
J.H.Y. NOMINEES PTY. LIMITED	005 215 163
JAPPELLN PTY LTD	079 569 761
JETEXT WEAVING MILLS PROPRIETARY LIMITED	004 479 529
J G M PROPERTY INVESTMENTS PTY. LIMITED	065 805 692
J M & J A WEARN PTY LTD	000 838 068
JOHN A BOOTS PTY LTD	003 246 044
JOHN HOARE INVESTMENTS PTY. LTD.	009 501 704
JONI CONSTRUCTION PTY. LTD.	092 095 531
JOYSTAR PTY LTD	081 212 553
JUNJIDY'S PRODUCTIONS PTY LTD	089 313 511
K & P GANZA INVESTMENTS PTY LTD	084 904 932
K-BEK MOTORS PTY LTD	001 714 923
KATOOMBA LEURA BUS SERVICE PTY LTD	001 382 887
KELEMEN PTY. LTD.	005 911 973
KENTGALE PTY LTD	088 376 372
KING PIG PTY LIMITED	088 222 066
KORO CONSTRUCTIONS PTY LTD	086 278 677
KYANTA PTY. LTD.	006 001 047
LIBERTY PLUS PTY LTD	078 577 134
LIFE SAFETY INNOVATIONS PTY LTD	088 175 535
LINGUA TEN PTY LTD	002 620 733
LINLON NOMINEES PTY LIMITED	075 869 751
L R MCINNES PTY LTD	000 907 362
LUCAS HEIGHTS KIDS COTTAGE PTY LTD	061 085 354
LYNDEN CONSTRUCTIONS PTY. LIMITED	003 994 385
M.H. O'REGAN ENTERPRISES PTY. LTD.	077 773 427
MAXISTYLE PTY. LTD.	007 375 591

MCPAHON BULLDOZER HIRE PTY. LTD.	058 199 198
MERCTRAK INVESTMENTS PTY. LTD.	084 973 893
MERONPARK PTY. LTD.	077 959 570
METROPOLITAN PLASTERBOARD PTY LTD	080 781 693
MILSHORE PTY. LTD.	053 704 528
MINGARWEE PTY LTD	079 631 351
MINTCROSS PTY. LIMITED	080 028 235
MT LOUISA ENTERPRISES PTY LTD	085 862 102
MUCHO LOCOS PTY LTD	076 365 967
MULTI-OPTION PTY LTD	083 165 280
MULTIMED PTY LIMITED	071 883 193
MUSTANG EQUITIES PTY. LTD.	077 703 087
MUZCAR PTY. LTD.	005 859 227
N-FORCE SECURITY PTY LTD	085 672 662
NATURE.NET PTY LIMITED	075 002 185
NELSON MARINE PTY. LTD.	082 715 455
NEWROSE HOLDINGS PTY LTD	078 463 546
NIDO SYDNEY PTY LTD	003 375 899
NORTH SUBURBAN CLEANING SERVICES (VIC) PTY. LTD.	064 955 853
P & C ROOFING PTY LIMITED	090 815 937
PARAGON CONSULTING INTERNATIONAL PTY. LTD	063 088 433
PBR MARKETING SERVICES PTY LTD	092 372 702
PILGRAM RUSSELL GROUP PTY. LTD.	078 091 531
PING GUANG INTERNATIONAL PTY LTD	091 270 496
PLANLINE PTY. LIMITED	003 974 589
PORT JACKSON STEVEDORING PTY LTD	000 076 693
PREMIER CONSULTANCY SERVICES PTY LTD	007 819 632
PRESTIGE HOLDINGS (QLD) PTY. LTD.	088 268 222
PREVENT BLINDNESS FOUNDATION	009 737 384
PRIVATE DOCTORS OF AUSTRALIA LIMITED	008 496 393
RDR ARMOURING PTY LTD	000 931 564
READY POWER SYSTEMS AUSTRALIA PTY LTD	087 868 111
REGIONAL EMPLOYMENT SERVICES (RES) PTY LTD	080 748 867
RESTORATIVE PROSTHETICS PTY. LTD.	060 686 802
RIMTOOK PTY. LIMITED	051 527 569
RODECO INTERNATIONAL PTY. LTD.	065 167 197
ROGEV HOLDINGS PTY. LIMITED	005 940 483
ROSDUM PTY. LTD.	006 277 167
ROSSI WA PTY LTD	074 751 170

RUGBY HOLDINGS LIMITED.	008 702 690
S.P.I. HOLDINGS PTY LIMITED	072 585 678
S & A CEMENT RENDERING PTY LTD	085 471 405
SAMTECH AUSTRALIA PTY LTD	084 317 466
SARAH GEORGIO PTY. LTD.	061 882 326
SASAIR PTY. LIMITED	091 224 387
SCB HOLDINGS PTY LTD	085 917 371
SEPTTECH PURIFICATION (NSW) PTY LTD	053 740 588
SEWRED PTY LTD	069 433 174
SHERMARA PTY LTD	089 236 484
SILENT HOLDINGS PTY LTD	009 467 832
SILVERLEA NOMINEES PTY LTD	086 216 702
SISKA HOLDINGS PTY. LTD.	051 788 893
SKILLED BUILDING SERVICES PTY. LTD.	003 652 935
STANTON COMMERCIAL PTY LIMITED	091 092 705
STANTON MANAGEMENT PTY. LTD.	010 042 127
STRATEGIC INVESTMENT SERVICES PTY LTD	065 816 211
STRUCTURAL STEEL SALES (AUST) PTY. LIMITED	007 749 171
SUPREMA CONCRETE (VIC) PTY LTD	006 738 370
T.D. DOOLAN MEDICAL PTY LTD	010 270 425
TAILWIN PTY. LTD.	059 910 879
TALASTAR PTY. LTD.	010 962 633
TANGOETTE PTY. LTD.	052 957 230
TARWARRI PTY. LTD.	057 003 988
TASWEB PTY. LTD.	074 240 994
TDW PTY. LIMITED.	000 254 044
THE COUNCIL OF GROWING COMPANIES LIMITED	076 264 661
THE EXHIBITION CENTRE PTY LIMITED	088 121 564
THE KANGAROO TRAIL PTY. LTD.	069 458 402
THE LAKE COMPANY PTY LTD	006 142 632
THE TIDE CHINESE NEWSPAPER PTY. LTD.	007 183 780
THOMSON FRANK HOLDINGS PTY. LTD.	079 759 505
TRANSAFE ENGINEERING PTY. LTD.	076 039 042
TRANSAT COMMUNICATIONS PTY LTD	087 268 326
TUNEFAIR AUSTRALIA PTY. LIMITED	000 020 879
UNLIMITED SERVICES PTY. LTD.	075 575 058
V & T CIPRIANI CLEANING PTY LTD	075 801 937
VELOCITY BRICKLAYING PTY LTD	091 225 482
VENCO FACILITY MANAGEMENT PTY LIMITED	073 233 842

VICBROW PTY. LIMITED	003 684 795
VICTORIAN ETHNIC CULTURE VILLAGES PTY. LTD.	091 727 936
VITAL SIGNS AUSTRALIA PTY. LTD.	008 648 637
WEALS PTY. LTD.	076 065 140
WEARN INDUSTRIES PTY LTD	000 464 488
WELLINGTON ESTATES PROPRIETARY LIMITED	009 478 997
WENTERE PTY LTD	089 786 667
WESTCORP PROMOTIONS PTY LTD	088 826 297
WIAMAMAKU PTY. LTD.	074 965 067
WICKLOW CONSTRUCTIONS PTY. LTD.	091 150 953
WINDBRAN PTY. LIMITED	069 995 375
WOOLABY AUSTRALIA INVESTMENTS PTY LIMITED	083 865 212
WRENLODGE PTY. LTD.	053 308 222
W R J LININGS PTY LTD	002 046 648
YARRABANJEE FILMS PTY. LTD.	053 760 311
YONSEI PTY LTD	086 982 514
YOSHI COMMUNICATIONS PTY LIMITED	079 463 960
ZM COMMUNICATIONS PTY LTD	082 164 636
5 GOLDEN STARS PTY LIMITED	068 744 169
