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ASIC

Australian Securities &
Investments Commission

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01 / 1293

Australian Securities and Investments Commission

Corporations Law - Subsections 109ZB(5), 601ED and 1457 - Variation

Pursuant to subsections 109ZB(5), 601ED and 1457 of the Corporations Law ("the Law"), the Australian Securities and Investments Commission ("the Commission") hereby varies the instrument made by the Commission dated 30 June 2000 (previously varied by the instruments made by the Commission dated 21 December 2000, 26 February 2001 and 2 April 2001) pursuant to subsections 109ZB(5), 601ED and 1457 of the Law in relation to the persons specified in Schedule A and the undertaking specified in Schedule B ("the Scheme") by:

- (a) replacing the words "5 per cent" in paragraph 4 of Schedule C of the instrument with the words "50 per cent";
- (b) inserting a new paragraph 9 of Schedule C of the instrument to read as follows:

"the Manager confirms to ASIC that the Tavis House Joint Venture Agreement provides that the Tavis House Joint Venture must be wound up by 10 July 2004. The Manager must ensure that this winding up date in the Tavis House Joint Venture Agreement will not be amended."

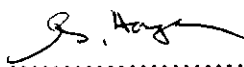
SCHEDULE A

Tavis House Management Pty Limited ACN 006 757 160 ("the Manager")

SCHEDULE B

The arrangement known as the Tavis House Joint Venture which was established pursuant to a joint venture agreement between each investor and the custodian appointed by the Manager dated December 1987, particulars of which have been given to ASIC prior the date of the instrument that is being varied that is 30 June 2000.

Dated this 12th day of April 2001



.....
Signed by Sharon Horgan, a
delegate of the Commission

0 1 / 1 2 9 4

Australian Securities and Investments Commission

Corporations Law - Subsections 109ZB(5), 601ED and 1457 - Variation

Pursuant to subsections 109ZB(5), 601ED and 1457 of the Corporations Law ("the Law"), the Australian Securities and Investments Commission ("the Commission") hereby varies the instrument made by the Commission dated 30 June 2000 (as varied by the instrument made by the Commission dated 26 February 2001) pursuant to subsections 109ZB(5), 601ED and 1457 of the Law in relation to the persons specified in Schedule A and the undertaking specified in Schedule B ("the Scheme") by replacing the date "1 April 2001" in paragraph 1 of Schedule C of the instrument with the date "1 June 2001".

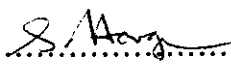
SCHEDULE A

Monoskill Management Pty Limited ACN 007 417 843 ("the Manager") and any other person involved in the operation of the Scheme.

SCHEDULE B

The arrangement known as the Tuggeranong Churches Centre Acquisition which was established by a property management agreement between the Manager and each investor dated 20 June 1990 and acquisition agreement between the custodian, Decpoint Pty Limited (ACN 008 659 130) and each investor, dated 20 June 1990.

Dated this 2nd day of April 2001


.....
Signed by Sharon Horgan, a
delegate of the Commission

01 / 1295

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS LAW
SUBSECTION 109ZB(5) AND 741(1)
VARIATION**

Pursuant to subsections 109ZB(5) and 741(1) of the Corporations Law ("the Law"), the Australian Securities and Investments Commission ("the Commission") hereby varies the instrument made by the Commission dated 12 April 2001 pursuant to subsections 109ZB(5), 723(3) and 741(1) of the Law in relation to the persons specified in Schedule A in respect of issues or transfers of interests made under the document specified in Schedule B ("the prospectus") by replacing the words "BNP Paribas Access International Equities Fund (ARSN 095 369 181)" in Schedule B of the instrument with the words "BNP Paribas Overseas Equity Fund (ARSN 095 369 181)".

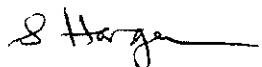
SCHEDULE A

BNP Paribas Asset Management (Australia) Limited (ACN 082 494 362) ("the issuer")

SCHEDULE B

A prospectus lodged by the issuer in relation to an offer to issue interests in the BNP Paribas Access Australian Equity Fund (ARSN 095 369 010), the BNP Paribas Access Smaller Companies Fund (ARSN 095 369 136), the BNP Paribas Overseas Equity Fund (ARSN 095 369 181) and the BNP Paribas Access Managed Fund (ARSN 095 369 207) (collectively "the funds").

Dated this 14th day of June 2001



Signed by Sharon Horgan
as delegate of the Australian Securities and Investments Commission

01/1296

Australian Securities and Investments Commission
Corporations Act 2001 — Subsection 109ZB(5) and Paragraph 601QA(1)(a) —
Revocation and Exemption

Pursuant to subsection 109ZB(5) and paragraph 601QA(1)(a) of the Corporations Act 2001 (“the Act”), the Australian Securities and Investments Commission (“the Commission”) hereby revokes the Instrument made by the Commission pursuant to paragraph 601QA(1)(a) of the Act dated 30 June 2000 exempting the person specified in Schedule A in relation to the undertaking specified in Schedule B (“the Scheme”).

Pursuant to paragraph 601QA(1)(a) of the Act, the Commission hereby exempts the persons specified in Schedule A from section 601ED of the Act until and including 31 July 2001 in relation to the undertaking specified in Schedule B (“the Scheme”) on the conditions set out in Schedule C and for as long as they are met.

SCHEDULE A

PCB Management Pty Limited ACN 007 202 726 (the “Manager”)

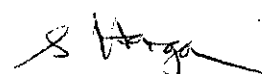
SCHEDULE B

The arrangement known as the Prime Properties Acquisition which was established pursuant to a property management agreement between PCB Management Pty Limited ACN 007 202 726 as Manager (“the Manager”) and each investor dated 19 June 1989 and an acquisition agreement between the custodians, details of which have been given to ASIC prior to the date of this instrument, and each investor, dated 19 June 1989.

SCHEDULE C

1. The Manager must complete winding up the Scheme by 30 September 2001.
2. The Manager must not make an offer of interests in the Scheme.
3. The Manager must, by 31 October 2001, send audited financial reports that would comply with the Act if the Scheme were registered and the reports were the annual financial report for the Scheme, to ASIC and the members on the date of this instrument containing a balance sheet on 31 July 2001 or earlier if winding up early completed and a statement of profit and loss in relation to the period from 30 June 2000 until that date.

Dated this 13th day of September 2001.



Signed by Sharon Horgan
as a delegate of the Australian Securities and Investments Commission

**Australian Securities and Investments Commission
Corporations Act 2001**

Paragraph 601QA(1)(a) - Exemption

0 1 / 1 2 9 7

Pursuant to paragraph 601QA(1)(a) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the person referred to in Schedule A from compliance with Chapter 5C of the Act in relation to operating a Mortgage Business in the case referred to in Schedule B:

- (a) if, at 28 February 2002, the only mortgages which are investments of the Mortgage Business are not due for repayment until after 28 February 2002 - until 30 June 2002;
- (b) otherwise - until 28 February 2002,

in each case on condition that and for as long as:

- (c) the Mortgage Business and any Unregistered Related Scheme are operated under the supervision of one of the following bodies (each an "ISB") and in compliance with any applicable rules and directions of that body and with any additional requirements set out in the Schedule under the name of that body:

Law Society of New South Wales
Law Institute of Victoria
Law Society of Queensland
Law Society of Tasmania
The Finance Brokers Institute of South Australia Incorporated;

- (d) the Mortgage Business and any Unregistered Related Scheme are operated in accordance with the ISB conditions or with any additional or alternative requirements set out in the Schedule under the name of the relevant ISB;
- (e) no new loans are made under the Mortgage Business or any Unregistered Related Scheme;
- (f) the operator of the Mortgage Business lodged an Audit Certificate with ASIC on or before 30 June 2000, or in accordance with a schedule agreed between ASIC and the relevant ISB;
- (g) the operator of the Mortgage Business provided or provides ASIC with details in writing by 31 October 2001 of how the Mortgage Business will be concluded including a timetable and where relevant the proposed steps to be taken in any application to the court for the winding up of the Mortgage Business;
- (h) where the operator of the Mortgage Business:
 - (i) indicates in the written details provided to ASIC under paragraph (g) that it will make an application to the court for the winding up of the Mortgage Business;
or
 - (ii) otherwise forms the reasonable expectation prior to 30 November 2001 that it will or may make such an application,

it must send a letter to members of the Mortgage Business by 30 November 2001 about the conclusion of the Mortgage Business which:

- (iii) advises members of the operator's proposal for concluding the Mortgage Business, and of the merits and costs of that proposal;
- (iv) sets out any other options which are reasonably available for the conclusion of the Mortgage Business, and the merits and costs of each of those options;
- (v) provides members with an opportunity to request that a meeting of members be held by no later than 24 December 2001 to discuss the operator's proposal and any other reasonably available options; and
- (vi) indicates that such a meeting will be held if it is requested by either:
 - (A) members who hold at least 5% of the total value of interests held in the Mortgage Business; or
 - (B) 100 members;
- (i) the operator of the Mortgage Business convenes a meeting of members as described in subparagraph (h)(v) if it receives a request or requests as described in subparagraph (h)(vi); and
- (j) the operator of the Mortgage Business informs ASIC in writing by 31 December 2001 of the result of any consultation with members required by paragraph (h) and, where relevant, the outcome of any meeting of the members held pursuant to that paragraph,
- (i) the compliance committee for the Scheme is granted, upon reasonable written notice to the Responsible Entity, access to all information regarding interests in, and the operation of, any Unregistered Related Scheme.
- (j) the Responsible Entity and the compliance committee for the Scheme shall apply the compliance plan of the Scheme to the operation of any Unregistered Related Scheme.
- (k) audits of compliance by the Responsible Entity with the compliance plan for the Scheme shall include an audit of the same in relation to the operation of any Unregistered Related Scheme.
- (l) the directors of the Responsible Entity must formally resolve to apply the compliance resources and practices of the Responsible Entity to any Unregistered Related Scheme.
- (m) in exercising its powers and carrying out its duties in relation to an Unregistered Related Scheme the Responsible Entity must meet the requirements of paragraphs 601FC(1)(a), (b), (c), (d),(e),(l) and (m) of the Act as if that Unregistered Related Scheme were a registered scheme.
- (n) no new loans are made under any Unregistered Related Scheme.

- (o) renewal of any existing loan under any Unregistered Related Scheme is by way of a loan under the Scheme.

provided that a person shall not be so exempt in relation to operating a specified Mortgage Business if ASIC has published a written notice to that effect and has given a copy of that notice to the person.

SCHEDULE A

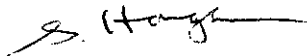
Banksia Mortgages Limited (ACN 087 342 238) which is the responsible entity ("the Responsible Entity") of The Banksia Mortgage Fund (ARSN 089 852 246) ("the Scheme").

SCHEDULE B

The operation by the Responsible Entity of a Mortgage Business being an unregistered managed investment scheme ("Unregistered Related Scheme") where :

- (a) all of the assets of the Unregistered Related Scheme consist of mortgages over real estate and deposits with Australian ADIs; and
- (b) all of the interests in the Unregistered Related Scheme were issued prior to 17 December 1999.

Dated this 31st day of October 2001



Signed by Sharon Horgan
as delegate of the Australian Securities and Investments Commission

02/0680

**Australian Securities and Investments Commission
Corporations Law - Paragraph 601QA(1)(b) - Declaration**

Pursuant to paragraph 601QA(1)(b) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") hereby declares that the provisions of Chapter 5C of the Law apply in relation to the persons mentioned in Schedule A in respect of the scheme described in Schedule B in the case described in Schedule C as follows:

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

SCHEDULE A

Stockland Property Management Limited (ACN 001 900 741) ("**Stockland**")

SCHEDULE B

The scheme now known as the Advance Property Fund no. 5 (Capital Growth) ("**Scheme**") ARSN 088 085 581 registered on 7 July 1999 and governed by a deed dated 5 November 1984 (as amended) ("**Constitution**") of which Stockland is the responsible entity.

SCHEDULE C

A withdrawal and any provision of the Scheme's constitution that relates to such withdrawal in accordance with a proposal to redeem all of the units in the Scheme not held by Trust Company of Australia Limited as custodian for Advance Property Fund ("**Proposal**"), including without limitation:

- (a) the irrevocable appointment of Stockland as the agent and attorney of each member of the Scheme to issue a request for redemption in respect of that member's units in accordance with the Proposal; and
- (b) the authorisation of Stockland to do all things which it considers are necessary, desirable or incidental to give effect to the Proposal,

to be approved by the members of the Scheme at a meeting of members.

Dated 4 April 2002



Signed by Bryce Wilson
as delegate of the Australian Securities and Investments Commission

02/0681

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

Pursuant to paragraph 601QA(1)(b) of the *Corporations Act 2001* (the “Act”) the Australian Securities and Investments Commission (the “Commission”) hereby declares that Chapter 5C (as modified in its application to the person specified in Schedule A (the “responsible entity”) by ASIC Class Order 98/52) applies to that person as if the words in Schedule B were added at the end of paragraph 601GA(1)(a).

AND pursuant to paragraph 601QA(1)(a) of the Act the Commission hereby exempts the responsible entity from paragraph 601FC(1)(d) to the extent that it requires that entity to treat members of the scheme of the same class equally where that entity is acting in accordance with provisions of the constitution to the effect set out in Schedule B.

SCHEDULE A

Westfield America Management Limited ACN 072 780 619 as the responsible entity of the Westfield America Trust ARSN 092 058 449 (“scheme”).

SCHEDULE B

“(viii) interests in the scheme, other than options to subscribe for interests in the scheme, (“**ordinary units**”) may be issued at the same price (disregarding ranking for distributions) as other interests in the scheme issued pursuant to an institutional placement (“**Institutional Placement**”) approved by members of the scheme on 22 February 2002, pursuant to offers made at substantially the same time where:

- (A) the ordinary units are in a class which is quoted on the stock market of Australian Stock Exchange Limited (the “**class**”) and ordinary units in that class have not been suspended from quotation; and
- (B) the offers are made pursuant to an arrangement under which:
 - (I) an offer is made to all the then members of the scheme other than: to the following members (“**Excluded Members**”);
 - 1) persons in their capacity as members holding interests in the scheme called special options under the constitution of the scheme;
 - 2) persons who participated in the Institutional Placement;
 - 3) persons whose address (as recorded in the register of members for the scheme) is in a jurisdiction in which the responsible entity reasonably considers it is not lawful or is not reasonably practicable for that entity to offer and issue interests to that person.

02/0681

- (II) each offer is made on a non-renounceable basis;
- (III) each member (other than Excluded Members), on a record date announced by the responsible entity, holding:
 - 1) ordinary units will be offered an entitlement to subscribe for one ordinary unit for every four ordinary units held by that member provided that members holding less than 8,000 ordinary units will be entitled to subscribe for up to 2,000 ordinary units and members holding 400,000 or more ordinary units will be entitled to subscribe for no more than 100,000 ordinary units;
 - 2) interests in the scheme known as Series B and Series C partly paid units will be offered an entitlement to subscribe for up to 2,000 ordinary units; and
 - 3) interests in the scheme known as redeemable convertible preference units will be offered an entitlement to subscribe for up to 2,000 ordinary units,

each entitlement being cumulative and the minimum subscription being 1000 ordinary units;

- (C) the following requirements are also satisfied:
 - (I) members of the scheme approve the making of the offer, by way of special resolution of the members where members with at least 25% of the total value of all interests of members entitled to vote on the question vote on the question at the meeting; and
 - (II) members to whom the offer is made are provided with a copy of a disclosure document in respect of the offer; and
 - (III) ordinary units the subject of the offer are issued within 13 months of the date of the disclosure document referred to in the previous paragraph.

Dated 5 April 2002



Signed by Bryce Wilson
as a delegate of the Australian Securities and Investments Commission

02/0691

Australian Securities and Investments Commission
Corporations Act Subsection 741(1)(a) – Exemption

Pursuant to subsection 741(1)(a) of the Corporations Act 2001 ("Act"), the Australian Securities and Investments Commission hereby exempts the person referred to in Schedule A ("Issuer"), in the case referred to in Schedule B, from the operation of subsections 711(5), 711(6) and 723(3) of the Act, on the conditions set out in Schedule C and as long as they are met.

SCHEDULE A

Macquarie Office Management Limited (ABN 26 006 765 206) ("Manager") as the responsible entity of the Macquarie Office Trust (ARSN 093 016 838) ("Trust").

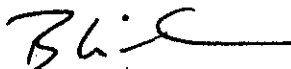
SCHEDULE B

The prospectus for units in Macquarie Direct Property No. 10 Trust (ARSN 100 185 171) which will be issued by Macquarie Direct Property Management Limited ABN 56 073 623 784 and, if and to the extent it contains an offer of units in the Trust, the Manager on or around 1 May 2002 ("Prospectus")

SCHEDULE C

- (a) Any units in the Trust which will be issued in accordance with the Prospectus will be quoted at all times on the stock market of the Australian Stock Exchange Limited ("ASX") and trading in those units is not suspended.
- (b) An application for any units in the Trust issued in accordance with the Prospectus to be listed on the ASX will be made within 7 days of their issue.
- (c) The Prospectus contains the following information:
 - (i) the terms and conditions upon which units in MDPT may be exchanged for units in the Trust;
 - (ii) a statement that the Prospectus has been issued subject to an exemption, applying only in relation to any offer of units in the Trust, granted by ASIC as to the operation of subsections 711(5), 711(6) and 723(3) of the Act.

Dated this 1st day of May 2002



Signed by Bryce Wilson
A delegate of the Australian Securities and Investments Commission

02/0692

Australian Securities and Investments Commission

Corporations Act 2001 - section 741 - Declaration

Pursuant to sub section 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 in relation to the person named in Schedule A, in the case referred to in Schedule B, as if section 711 of the Act were modified by:

1. Inserting "at any time during the last 2 years" after "the nature and value of any benefit anyone has given or agreed to give" in the first sentence in subsection 711(3).
2. Inserting a new subsection 711(3A) in the same terms as the unmodified subsection 711(3), except for:
 - replacing "the" where it first occurs with "any material";
 - inserting before "benefit" where it first occurs "material"; and
 - the insertion of "at any time during the last 5 years" after the words "the nature and value of any benefit anyone has given or agreed to give" in the first sentence.
3. Replacing "and (3)" in the first sentence in subsection 711(4) with ", (3) and (3A)".

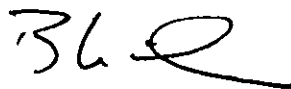
Schedule A

Questor Financial Services Limited ACN 078 662 718

Schedule B

An offer for interests in the Personal Investment Plan ARSN 089 506 374 referred to in the disclosure document called "Personal Investment Plan Prospectus" to be issued on or around the date of this instrument.

Dated this 24th day of May 2002



Signed by Bryce Wilson, a delegate of the
Australian Securities and Investments Commission

02/0693

Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 1442(2)(b) – Declaration

Under subsection 1442(2)(b) of the *Corporations Act 2001* (“Act”), the Australian Securities and Investments Commission (“ASIC”) hereby declares that, in relation to the obligations of the person referred to in Schedule A under s. 1017E of the Act, Subdivision E of Division 1 of Part 10.2 of the Act applies to that person in the case referred to in Schedule B as if:

- (a) paragraph 1438(2)(c); and
 - (b) the words “other than section 722 of that Act,” in paragraph 1440(a),
- were omitted.

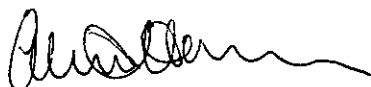
Schedule A

James Fielding Funds Management Limited ACN 067 417 663 as responsible entity for the James Fielding Trust (ARSN 089 988 296)

Schedule B

The offers of stapled securities consisting of units in the James Fielding Trust (ARSN 089 988 296) together with ordinary shares in James Fielding Holdings Limited (ACN 093 200 965) pursuant to a prospectus to be lodged with ASIC on or about 28 May 2002; and the issue of stapled securities as a result of those offers.

Dated this 27th day of May 2002.



Signed by Alison Haines

as delegate of the Australian Securities and Investments Commission

Australian Securities & Investments Commission
Corporations Act
Paragraph 601QA(1)(a) – Exemption

02/0694

Under paragraph 601QA(1)(a) of the Corporations Act (the "Act") the Australian Securities and Investment Commission ("ASIC") hereby exempts the person referred to in Schedule A from compliance with subsection 601ED(5) of the Act until 30 June 2004 in relation to the operation of the trust specified in Schedule B on the conditions set out in Schedule C and for so long as they are met.

Schedule A

Permanent Trustee Company Limited ACN 000 000 993 ("Permanent")

Schedule B

The Young Einstein Film Investment Fund (the "Trust") established by deed dated 15 May 1985, as amended (the "Deed"), between Burns Philp Trustee Company Limited ACN 000 038 488 and Burbank Film Managers Limited ACN 002 590 249.

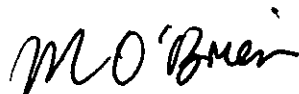
Schedule C

1. Permanent must not contravene the old Law (within the meaning of section 1451 of the old Corporations Law) as it applied to the Trust as at 30 June 2000 as if it continued to apply to the Trust after 30 June 2000 from the date of this instrument.
2. There has been no convention of the old Law (within the meaning of section 1451 of the old Corporations Law) as it applied to the Trust at 30 June 2000 if it had continued to apply to the Trust after 30 June 2000, between 1 July 2001 and the date of this instrument.

Interpretation

In this instrument "old Law" means the Law in force immediately prior to 1 July 1998.

Dated this 6th day of June 2002



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

02/0695

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

Pursuant to subsection 741(1)(b) of the Corporations Act 2001 (the "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 Law were modified or varied by replacing the expression "13 months" with the expression "13 months and 19 days".

Schedule A

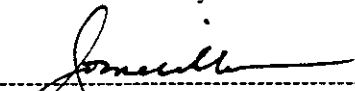
ARG Management Limited ACN 089 240 513 (the "responsible entity") as responsible entity for the Brilliant Gold Reef Project ARSN 095 387 545 (the "Scheme").

Schedule B

The prospectus issued by the responsible entity dated 11 May 2001 in respect of interests in the Scheme (the "Prospectus"), when read together with the supplementary prospectus to be lodged with ASIC on or about 11 June 2002 (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) confirmation of the completeness and accuracy of all statements made in the Prospectus and if applicable, in the supplementary prospectus, which purports to be made by an expert or to be based on a statement by an expert ("Expert"); and
- (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.

Dated this 11th day of June 2002



Signed by Ian Domicillo, a delegate of the
Australian Securities and Investments Commission

02/0696

**Australian Securities & Investments Commission
Corporations Act 2001 Section 1190**

Order Revoking Licence

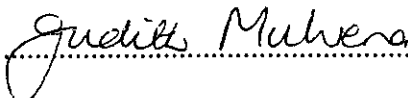
TO: COUNTY INVESTMENT MANAGEMENT LIMITED ("the Licensee")
Level 20, 333 Collins Street
Melbourne VIC 3000

Whereas:

1. Licence Number 14943 ("the Licence") was issued to the Licensee on 4 November 1997 pursuant to section 1146 of the old Corporations Law.
2. The Licensee asked the Australian Securities & Investment Commission to revoke the Licence by letter dated 3 June 2002.

Pursuant to section 1190 of the Corporations Act 2001 the Australian Securities and Investments Commission hereby revokes the Licence with effect from the date upon which this order is served on the Licensee.

Dated this 14th day of June 2002.

Signed 

Judith Mulvena, a delegate of the Australian Securities and Investments
Commission

0 2 / 0 6 9 7

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsections 601QA(1) and 741(1) –
Exemption and declaration**

Pursuant to paragraph 601QA(1)(b) of the Corporations Act 2001 (the “Act”) the Australian Securities and Investments Commission (the “Commission”) hereby declares that Chapter 5C (as modified in its application to the person specified in Schedule A (the “responsible entity”) by ASIC Class Order 98/52) applies to that person as if paragraph 601GA(1)(a) was further modified as set out in Schedule B.

AND pursuant to paragraph 601QA(1)(a) of the Act the Commission hereby exempts the responsible entity from paragraph 601FC(1)(d) to the extent that it requires that entity to treat members of the same class equally where that entity is acting in accordance with provisions of the constitution to the effect set out in Schedule B.

AND pursuant to paragraph 741(1)(a) of the Act the Commission hereby exempts the responsible entity, in the case referred to in Schedule C, from Parts 6D.2 and 6D.3 (other than sections 736 and 738).

SCHEDULE A

Deutsche Property Funds Management Limited (ABN 47 006 036 442) as the responsible entity of the Deutsche Diversified Trust (ARSN 089 324 541) (“scheme”)

SCHEDULE B

The following words were added at the end of paragraph 601GA(1)(a):

“(viii) interests in the scheme, other than options to subscribe for interests in the scheme, may be issued at a price determined by the responsible entity, pursuant to offers made at substantially the same time where:

- (A) the interests are in a class which is quoted on the stock market operated by the Australian Stock Exchange Limited (the “class”) (for these purposes, interests are not in different classes merely because of a temporary difference in distribution rights attaching to the interests) and interests in that class have not been suspended from quotation; and
- (B) the offers are made pursuant to an arrangement under which:
 - (I) an offer is made to each person whose address (as recorded in the register of members for the scheme) is in a jurisdiction in which the responsible entity reasonably considers it is lawful and practical for that entity to offer and issue interests to that person;
 - (II) each offer is made on the same terms and conditions and on a non-renounceable basis;

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- (III) the issue price is less than the market price during a specified period in the 30 days prior to either the date of the offer or the date of the issue but is not less than 90% of that market price; and
- (IV) a person may not subscribe more than \$3000 in any consecutive 12 month period."

SCHEDULE C

A written offer for the issue of interests in the scheme ("offer") where the following requirements are met at the time that the offer is made.

- (a) The interests are in a class, which is quoted on the stock market operated by the Australian Stock Exchange Limited (the "class") (for these purposes, interests are not in different classes merely because of a temporary difference in distribution rights attaching to the interests) and interests in that class have not been suspended from quotation.
- (b) None of the following provisions have been contravened in relation to the scheme in the previous 12 months:
 - (i) a provision of Chapter 2M;
 - (ii) section 1001A or 1001B;
 - (iii) section 724;
 - (iv) section 728.
- (c) The offer is made pursuant to an arrangement under which:
 - (i) an offer is made to each person who holds interests in that class, and whose address (as recorded in the register of members of the scheme) is in a jurisdiction in which the responsible entity reasonably considers it is lawful and practical for that entity to offer and issue interests to that person;
 - (ii) each offer is made on the same terms and conditions and on a non-renounceable basis;
 - (iii) the issue price is less than the market price during a specified period in the 30 days prior to either the date of the offer or the date of the issue but is not less than 90% of that market price; and
 - (iv) a person may not subscribe more than \$3000 in any consecutive 12 month period.
- (d) The written offer document contains the following information:
 - (i) the method used to calculate the issue price and the time when this price will be determined;

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- (ii) a statement describing the relationship between the issue price and the market price; and
- (iii) disclosure of the risk that the market price may change between the date of the offer and the date when interests are issued to a subscriber under the arrangement, and the effect this would have on the price or value of the interests which the subscriber would receive.

Dated 14 June 2002



Signed by Naomi Miller
as a delegate of the Australian Securities and Investments Commission

02/0698

**Australian Securities & Investments Commission
Corporations Act 2001 Section 825
Order Revoking Licence**

TO: Andersen Corporate Finance Limited, ACN: 009 430 111 ("the Licensee")
GPO Box 5151AA
Melbourne VIC 3000

Pursuant to paragraph 825(a) of the Corporations Act 2001, the Australian Securities and Investments Commission hereby revokes Licence Number 15226 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 20th day of June 2002.

Signed 

Bill Jones, a delegate of the Australian Securities and Investments Commission

02/0699

**Australian Securities & Investments Commission
Corporations Act 2001 Section 825
Order Revoking Licence**

TO: Cameron Walshe Pty Ltd, ACN: 008 892 813 ("the Licensee")
PO Box 117
Wilson's Point NSW 1565

Pursuant to paragraph 825(a) of the Corporations Act 2001, the Australian Securities and Investments Commission hereby revokes Licence Number 14235 held by the Licensee with effect from when this order is served on the licensee.

Dated this 20th day of June 2002.

Signed


Bill Jones, a delegate of the Australian Securities and Investments Commission

02 / 0704

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001
SUB-SECTION 283GB - APPROVAL**

Pursuant to subsection 283GB(1)(c) of the Corporations Act 2001 (the "Act") ASIC hereby grants approval to Australian Rural Group Limited ACN 002 635 501 ("the trustee") to act as trustee for the holders of convertible unsecured notes ("unsecured notes") issued or proposed to be issued by McDermott Property Group Limited ACN 093 675 006 ("the issuer") pursuant to the trust deed dated 5 April 2002 ("trust deed") made between the trustee and the issuer.

The approval is granted on the basis that the trustee complies with the following conditions:

1. The trustee must notify ASIC where it or any of the trustee's employees or agents who are to exercise powers or perform functions under the trust deed on behalf of the trustee if any of its directors or secretaries or executive officers have (whether before or after the granting of this approval):
 - (i) Been found by a court to have committed an offence that may be punishable (in the case of a natural person) by a fine of more than \$1000 or any term of imprisonment (other than an offence the subject of a spent conviction, as defined in the Crimes Act 1914); or
 - (ii) To the knowledge of the trustee engaged in serious misconduct that may reasonably seem as giving rise to doubts as to their good character and honesty; or
 - (iii) Been disqualified from acting as a director of a company or been disqualified, banned or suspended for more than six months from holding a licence under the Act or membership of any professional association.

This condition does not apply in relation to matters the trustee has previously disclosed to ASIC in this application for approval as a trustee, or for the purposes of a condition of a prior approval. The notification to ASIC must set out the details of the offence, misconduct or disqualification.

2. The trustee must notify ASIC of any change resulting in the trustee being required to perform functions not normally required of a trustee in relation to a trust deed and unsecured notes of this kind. The trustee must include details of the change and the new functions.
3. The trustee must notify ASIC of all changes to the engagement of any of its officers (including changes in the workplace of staff, their function and staff terminations) that may materially adversely affect the trustee's ability to exercise its powers or to perform its functions under the trust deed ("functions"). In particular the trustee must notify ASIC of any reduction in its staff levels in the location of the principal place of business of the issuer that may materially adversely affect its capacity to perform its functions.
4. The trustee must notify ASIC if it appears likely that its net asset position (based on assets and liabilities as would be reported in general purpose financial reports) has fallen more than 5% from that most recently reported to ASIC in connection with its approval as trustee or for the purposes of a condition of approval under subsection 283GB of the Act.
5. The trustee must notify ASIC if it becomes aware of a contingent liability that:
 - (i) Would be required to be disclosed in the trustee's statutory accounts prepared as general purpose financial accounts; and
 - (ii) If it was an actual liability, would require the trustee to notify ASIC under condition 4 of this approval.
6. The trustee must notify ASIC where the trustee has reason to believe that the trustee is not a going concern.
7. The trustee must notify ASIC of any breach of the trust deed, the Act as it applies in relation to the trust deed, or any of these conditions that:

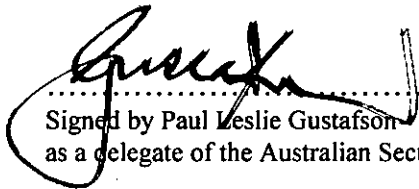
- (i) May reasonably be considered materially prejudicial to any unsecured noteholder under the trust deed; or
- (ii) Otherwise, continues for 30 days from the date of the breach.

The trustee must provide details of the breach and action it has taken or proposes to take to remedy the breach.

8. The trustee must notify ASIC if it has reason to suspect that any of the following circumstances apply, or apply to a greater extent, except as previously disclosed to ASIC and must make reasonable enquiries from time to time to ascertain if these circumstances have occurred:
- (i) The trustee or any of its officers is an officer or employee of the issuer or any holding company of the issuer;
 - (ii) Any holding company of the trustee or any officer of the trustee beneficially holds any shares in the issuer or any holding company of the issuer;
 - (iii) The issuer, any holding company of the issuer or any agent or employee of the issuer who performs functions of the issuer or any director, executive officer or secretary of the issuer beneficially holds any voting shares of the trustee or any holding company of the trustee;
 - (iv) Any officer of the trustee beneficially owes money to, or is beneficially owned money by, the issuer or any holding company of the issuer except moneys owed under a banking facility extended in the normal course of banking business; or
 - (v) There is any commercial or other relationship, other than as set out in paragraphs (i) to (v) above, between the trustee, any body corporate related to the trustee, or any officer of the trustee on the one part and the issuer, any body corporate related to the issuer, or any agent or employee of the issuer who performs functions of the issuer or any director, executive officer or secretary of the issuer on the other part that is likely to cause a conflict between the duties of the trustee and the other duties or interests of the trustee or any of its officers.
9. The trustee must maintain management systems and internal controls that give reasonable assurance that the trustee will perform its functions as trustee under the trust deed, the conditions of this approval and the Act ("compliance system").
10. The trustee must ensure an executive director signs a report after the end of each of its financial years reporting on the adequacy of the trustee's compliance system and including any information ASIC directs from time to time ("compliance report"). The report must be tabled at a meeting of the trustee's board of directors within two months after the end of each financial year and a resolution must be passed as to whether the directors consider the compliance system is adequate.
11. The trustee must ensure that its auditor states substantially in such form as ASIC requires whether there is any matter or thing that has come to the auditor's attention to cause the auditor to disagree with the information contained in the compliance report or the resolution passed by the board of directors. The auditor is not required to do any testing or seek any information to assist in determining if there is reason to disagree apart from that required on a statutory audit of a company other than to read the compliance report and relevant ASIC policy on approval of trustees. The trustee must lodge with ASIC the auditor's statement on the compliance report within four months of the end of its financial year together with a copy of the compliance report.
12. The trustee must lodge a copy of the resolution of the board referred to in condition 10 above certified as true by the secretary if the resolution is other than that the compliance system is adequate or if ASIC so requests.

13. The trustee must maintain professional indemnity insurance satisfactory to ASIC in all respects, including that the sum insured for any one claim is not less than the value (including any interest payable) of the unsecured notes on issue from time to time.
14. The trustee must notify ASIC of any material amendment to the terms of its professional indemnity insurance and of any claims made. A material amendment includes an amendment which reduces the level of the trustee's insurance cover.
15. The trustee must notify ASIC of any change in its corporate status.
16. The trustee must notify ASIC of any material amendment to the terms of any agreement with any person that the trustee has advised ASIC it relies upon to demonstrate it has the resources required for this approval by ASIC. An amendment will be taken to be material if it reduces the ability of the trustee to access that resource from a source other than the issuer throughout the duration of the trust deed.
17. The trustee must make all notifications required by these conditions promptly and in writing and in any event within seven days of the occurrence of the event or circumstances giving rise to the obligation to notify. All notifications and lodgements must be addressed to the signatory of this approval or such other person as nominated in writing by ASIC from time to time.

Dated this 29th day of April 2002.



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Signed by Paul Leslie Gustafson
as a delegate of the Australian Securities and Investments Commission

02 / 0705

**Australian Securities and Investments Commission
Corporations Act 2001 — Paragraphs 601QA(1)(a), 911A(2)(l), 992B(1)(a) and 1020F(1)(a) —
Exemption**

1. Under paragraph 601QA(1)(a) of the Corporations Act 2001 (“the Act”) the Australian Securities and Investments Commission (“ASIC”) hereby exempts the persons referred to in Schedule A in the case referred to in Schedule B on the conditions set out in Schedule C from compliance with section 601ED.
2. Under paragraphs 911A(2)(l), 992B(1)(a) and 1020F(1)(a) of the Act ASIC hereby exempts the persons referred to in Schedule A in the case referred to in Schedule B on the conditions set out in Schedule C from:
 - (a) sections 992A, 992AA and 1017F of the Act; and
 - (b) the requirement to hold an Australian financial services licence for the provision of financial services by that person in relation to dealing in or advising on interests in a managed investment scheme of the kind and offered on the basis referred to in Schedule B.
3. Under paragraph 992B(1)(a) of the Act ASIC hereby exempts a person (other than a person referred to in Schedule A) in the case of an offer to sell an interest in a managed investment scheme referred to in Schedule B and offered on a basis that appears to comply with Schedule C, from sections 992A, and 992AA of the Act.

SCHEDULE A

1. Pearlrow Pty Ltd ACN 075 371 238;
2. Any other person who from time to time operates the scheme referred to in Schedule B who has undertaken to ASIC in writing that they have read and will comply with the conditions set out in Schedule C; and
3. Any person who is an employee or agent of a person referred to in paragraph 1 or 2 of this Schedule A.

The persons described in this Schedule A are referred to in this instrument as “Promoters”.

SCHEDULE B

Operating a managed investment scheme (“Scheme”) that involves registered proprietors of residential units in the high-rise strata subdivided development known as “Caribbean Mooloolaba” which is contained in Building Units Plan No.106591 and located at 17-19 Brisbane Road, Mooloolaba in the state of Queensland (hereinafter described as the “strata units”), making their strata units available to a Promoter for use as part of a serviced apartment, hotel, motel or resort complex where every interest in the Scheme (“Interest”) has been issued because of an offer:

- (a) made before 2 March 2000;
- (b) made after 1 March 2000 and before 1 January 2001 and a Promoter provided to each person to whom the offer was made at or before the making of the offer, a document that the

Promoter reasonably believed complied with Schedule D that was signed and dated by the person operating the serviced apartment, hotel, motel or resort complex ("operator") or, if the operator was not knowingly concerned in the offer, by a Promoter;

- (c) made after 31 December 2000 where:
 - (i) the offer relates only to the making available of strata units that on 31 December 2000 were owned by, or in relation to which there was a binding contract of sale with, a person other than a Promoter or any other person that a Promoter has reason to suspect was involved in development of the strata units or the operation of the Scheme; and
 - (ii) no more than 20 persons (other than persons that were members on or before 31 December 2000) become members of the Scheme in any 12 months starting after 31 December 2000 because of an offer by a Promoter other than an offer permitted by paragraph (e), (f) or (g);
- (d) made after 31 December 2000 where:
 - (i) the offer is in accordance with a description of intended offers lodged with ASIC prior to the offer being made, and ASIC has not notified the Promoter in writing that such offer should not be made or issued;
 - (ii) the description lodged includes:
 - (A) the number of strata units planned in the real property to which the Scheme relates;
 - (B) the anticipated completion date of each incomplete building;
 - (C) the number of strata units that:
 - (I) are held by a Promoter or its associate that the Promoter intends to be sold other than to a Promoter or its associate;
 - (II) are held by a Promoter or its associate that the Promoter does not intend to be sold to a person other than a Promoter or its associate; and
 - (III) have been sold to a person that is not a Promoter or an associate of a Promoter;
 - (D) whether there have been any changes to the structure of the Scheme or other material changes to the information that has been given to ASIC in relation to the Scheme; and
 - (E) the anticipated completion of all currently intended sales; and
 - (iii) no promoter is aware that any disclosure statement required to be given to a person under this instrument or any Product Disclosure Statement required to be given to a person under the Act in relation to the scheme, was not given or was given but did not comply with this instrument or the Act as the case may be;

- (e) that is an excluded offer or an excluded invitation (as defined by subsection 66(3) of the Corporations Law as it stood prior to 13 March 2000) or an offer to which ASIC Class Order 98/1931 or a replacement for that Class Order applies;
- (f) that would not need disclosure to investors under Part 6D.2 of the old Corporations Act (as defined in subsection 1410(1) of the Act) because of section 708 (other than subsection 708(1)) assuming that the Scheme is registered and that Interests are securities; or
- (g) that would not need disclosure to investors under Division 2 of Part 7.9 because of section 1012D.

SCHEDULE C

1. Each Promoter must not engage in misleading or deceptive conduct or conduct that is likely to mislead or deceive in relation to the Interests.
2. Each Promoter must not intentionally or recklessly fail to comply with its obligations to any member of the Scheme in relation to an Interest to the material detriment of the member.
3. Each Promoter must notify ASIC in writing immediately if:
 - (a) it is, or becomes aware that there is reason to suspect that a Promoter has:
 - (i) engaged in misleading or deceptive conduct or conduct that is likely to mislead or deceive in relation to the Interests; or
 - (ii) not complied with its obligations to any member of the Scheme to the material detriment of the member,whether that conduct or non-compliance occurred before or occurs after the date of this instrument; and
 - (b) ASIC has not previously been notified of the conduct or non-compliance.
4. Each Promoter must ensure that, where the Promoter makes an offer of Interests for issue to which paragraph (c) of Schedule B applies during the transition period (within the meaning of subsection 1438(3) of the Act), the Promoter provides to each person to whom the offer is made at or before the making of the offer a document that the Promoter reasonably believes complies with Schedule D ("Disclosure Statement") that is signed and dated by the operator or, if the operator is not knowingly concerned in the offer, by the Promoter.
5. Each Promoter must ensure that, where the Promoter makes an offer of Interests for issue to which paragraph (d) of Schedule B applies during the transition period (within the meaning of subsection 1438(3) of the Act), the Promoter provides to each person to whom the offer is made at or before the making of the offer, a document that the Promoter reasonably believes complies with Schedule D that is signed and dated by the operator or, if the operator is not knowingly concerned in the offer, by a Promoter, and the document clearly and prominently discloses:

- (a) the extent (if any) to which members of the Scheme have the same rights as those which are described in Schedule E of ASIC Class Order 02/88 (being rights to replace the operators of certain schemes);
- (b) extent (if any) to which members of the Scheme do not have such rights; and
- (c) the substance of the rights referred to in sub-paragraphs (a) and (b).

SCHEDULE D

1. The Disclosure Statement must:

- (a) describe the main features of the Interests;
- (b) set out the main terms and conditions of the offer;
- (c) provide answers to the questions set out in paragraph 2 of this Schedule (the questions need not be set out, and the answers can be provided in any order or format), sufficiently to enable a typical person that may be offered Interests ("investor") to make an informed decision whether to become a member of the Scheme, having regard to every matter which is material to such a decision that:
 - (i) is known to any person who authorised or caused the issue of the Disclosure Statement; or
 - (ii) it would be reasonable for such a person to obtain by making inquiries; and
- (d) be a copy of a disclosure statement that has been given to ASIC, if ASIC has requested a Promoter in writing that any disclosure statement relating to the Scheme be given to it.

2. The questions are:

- (a) What is being offered?
 - (i) How are the investor's property rights affected by holding an Interest?
 - (ii) What key rights will investors have in relation to the use of their strata unit by the operator?
 - (iii) What sort of serviced apartment, hotel, motel or resort complex is being operated under the Scheme and how will it be operated?
 - (iv) What are the key terms of any lease, licence or rights that investors are to confer on the operator in relation to the operation of the Scheme?
 - (v) Does the operator own or have rights in relation to any property that may adversely affect:
 - (A) how the Scheme would operate if the operator were changed; or

- (B) the amount investors are likely to receive for use of their strata unit if the property ceases to be available (for whatever reason),
- and, if so, what are those rights? How could the adverse effect happen?
- (b) What are the risks and returns of the investment?
- (i) How, in general terms, will the operation of the serviced apartment, hotel, motel or resort complex generate returns for investors?
- (ii) When and how are these returns to be calculated and made available to investors?
- (iii) Are investors in the Scheme guaranteed or promised that they will receive a particular rate of return from the Scheme? If so:
- (A) what are the conditions for receiving the benefits of this guarantee or promise;
- (B) what (if any) are the circumstances in which the person providing the guarantee or promise may be unable to honour it;
- (C) what is the financial position of the person giving the guarantee or promise; and
- (D) on what basis do investors receive returns once the guarantee or promise expires?
- (iv) If no particular rate of return is guaranteed or promised:
- (A) is the operator aiming to achieve a particular return;
- (B) can investors expect any particular return; and
- (C) are returns from the Scheme uncertain?
- (v) If returns from the Scheme may vary from what is aimed for or expected, or are otherwise uncertain, what are the main factors which will affect the level of return? If occupancy rates will affect the returns what are the main factors that will affect occupancy rates?
- (vi) Do investors have potential liability to pay moneys in relation to the Scheme or their ownership of a strata unit in any circumstances? If so, what are these liabilities and what main factors will affect the amount of these liabilities? For example, how will any repairs, refurbishment or replacement of any part of the serviced apartment, hotel, motel or resort complex and its furniture and fittings be paid for?
- (vii) Is there a suggested minimum period of time that an investor's investment should remain in the Scheme? If so, why is that period of time suggested? What, if any, are the kinds of qualifications on that suggestion?
- (c) What are the fees, charges, expenses and taxes associated with the Scheme?

- (i) What fees, charges, expenses or taxes, if any, may be payable by an investor if they join the Scheme?
 - (ii) What fees, charges, expenses or taxes, if any, may be payable by an investor if they withdraw from the Scheme?
 - (iii) What other fees, charges, expenses or taxes may be deducted from the assets or income of the Scheme or otherwise borne by investors?
 - (iv) What general kinds of tax are likely to be payable on an investor's returns on investment in the Scheme?
- (d) Who is the operator?
- (i) If the operator signs the Disclosure Statement, who is it and what are its credentials in operating hotels, motels, resorts or serviced apartment complexes (including details of its principal activities and relevant experience)?
 - (ii) If the operator does not sign the Disclosure Statement, how, and on what basis, will the operator be selected to undertake the operation of the Scheme?
 - (iii) If the operator signs the Disclosure Statement and the operator is to engage a person to operate the hotel, motel, resort or serviced apartment complex on its behalf, what credentials will that person have to operate the hotel, motel, resort or serviced apartment complex?
 - (iv) What are the custodial arrangements for holding the money of the Scheme including money held for distribution to members and to meet expenses of the Scheme?
- (e) When can investments be withdrawn and transferred?
- (i) When and how can an investor withdraw from the Scheme?
 - (ii) Can an Interest be transferred and, if so, in what circumstances? What legal requirements apply?
- (f) What information can be obtained?
- (i) How can the entity signing the Disclosure Statement be contacted?
 - (ii) Is there any particular information available to a prospective or existing investor on request made to that entity? If so, how can that information be obtained?
 - (iii) When and how is the operator to report to an investor in the Scheme on the operations of the Scheme (including the Scheme's performance)?
3. The Disclosure Statement must also include a prominent statement to the effect that a person should consider whether to consult:
- (a) an investment adviser who is either a financial services licensee or an authorised representative of a financial services licensee;

- (b) a taxation adviser; and
- (c) a lawyer,

before making a decision to become a member of the Scheme and if the Disclosure Statement is given to a person that does not own and has not agreed to buy a strata unit to which the Scheme relates, also before signing any contract to buy a strata unit on the basis that the person will become a member.

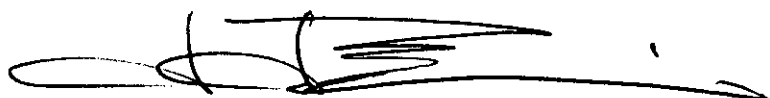
4. The Disclosure Statement must also include a prominent statement to the effect that investors do not have the benefit of the protection that applies to investors in a regulated managed investment scheme and that, in particular:
- (a) the Scheme is not a registered scheme;
 - (b) neither the promoter nor the operator is a financial services licensee; and
 - (c) the Disclosure Statement is not a Product Disclosure Statement containing the information required by the Corporations Act.

Interpretation

In this instrument:

1. "financial services licensee" means:
- (a) an Australian financial services licensee within the meaning of the Act; and
 - (b) a person who, on 11 March 2002, was the holder of a dealers licence within the meaning of the old Corporations Act (as defined in subsection 1410(1) of the Act), until the earlier of:
 - (i) if ASIC revokes the person's dealers licence – the date of that revocation; or
 - (ii) 11 March 2004; and
2. "offer" is to be interpreted in accordance with subsection 1010C(2) of the Act.

Dated this 17th day of June 2002



Signed by John Joseph Reghenzani
as a delegate of the Australian Securities and Investments Commission

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

02 / 0706

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 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

HBOS plc, a company incorporated in Scotland (the "issuer"), and any person who makes an offer of securities for issue or sale of the kind referred to in schedule B for or on behalf of the issuer.

SCHEDULE B — CASES EXEMPTED

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

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

which is made pursuant to the HBOS plc Employee Share Option Plan 2002, ("employee share scheme"), and which meets the requirements set out in Schedule C, but does not apply to:

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

SCHEDULE C — FURTHER REQUIREMENTS

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

- 1 The shares the subject of the offer or option must be of a body (the "issuer") securities of which have been quoted on:
 - (a) the financial market operated by Australian Stock Exchange Limited throughout the 12 month period immediately preceding the offer without suspension during that period exceeding in total 2 trading days; or
 - (b) an approved foreign market throughout the 12 month period, immediately preceding the first day on which the options pursuant to the offer may be exercised, without suspension during that period exceeding in total 2 trading days
- 2 The offer must be made pursuant to an employee share scheme extended only to persons ("offerees") who at the time of the offer are full or part-time employees or directors of the issuer or of associated bodies corporate of the issuer.
- 3 The employee share scheme must not involve:
 - (a) a contribution plan; or
 - (b) any offer, issue or sale being made through a trust.
- 4 The offer must be in writing (the offer document) and:
 - (a) the offer document must include or be accompanied by a copy, or a summary, of the rules of the employee share scheme pursuant to which the offer is made;

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

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

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

02/0706

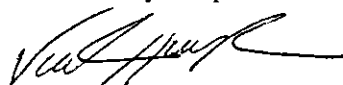
- 2 The offeror must ensure that the issuer (or, in the case of an issuer which does not have a registered office in this jurisdiction, an associated body corporate of the issuer which does so have a registered office), complies with any undertaking required to be made in the offer document by reason of this instrument.

Interpretation

For the purposes of this instrument:

- 1 A contribution plan is a plan under which a participating offeree may save money by regular deductions from wages or salary towards paying for shares offered for issue or sale under an employee share scheme.
- 2 A body corporate is an associated body corporate of an issuer if:
- (a) the body corporate is a related body corporate of the issuer; or
 - (b) the body corporate has voting power in the issuer of not less than 20%; or
 - (c) the issuer has voting power in the body corporate of not less than 20%;
- (applying the definition of "voting power" contained in section 610 of the Act).
- 3 The Australian dollar equivalent of a price shall be calculated by reference to the relevant exchange rate published by an Australian bank on the previous business day.
- 4 An employee share scheme shall not be regarded as extended to a person other than an employee or director of the issuer or an associated body corporate of the issuer merely because such an employee or director may renounce an offer of shares made to them under the scheme in favour of their nominee.
- 5 An option shall be taken to have been offered or granted for nominal consideration if and only if the monetary consideration payable upon the issue of the option is not more than the lesser of:
- (a) 1 cent per option; or
 - (b) 1% of the exercise price in respect of the option.
- 6 Securities shall be taken to be quoted on an approved foreign market if and only if quoted on:
- (a) American Stock Exchange, Deutsche Borse, Euronext Amsterdam, Euronext Paris, Italian Exchange, Kuala Lumpur Stock Exchange (Main and Second Boards), London Stock Exchange, New York Stock Exchange, New Zealand Stock Exchange, Singapore Exchange, Stock Exchange of Hong Kong, Swiss Exchange, Tokyo Stock Exchange or Toronto Stock Exchange, provided that:
 - (i) unless otherwise expressly stated, if any such market involves more than one board on which securities are quoted, securities shall only be taken to be quoted on that market if quoted on the main board of that market; and
 - (ii) where any such market was known by another name during a past period of time, securities shall not be taken not to have been quoted on the market during that period merely because the market was then known by that other name; or
 - (b) NASDAQ National Market.
- 7 The current market price of a share shall be taken as the price published by the operator of the principal financial market on which the share is quoted as the final price for the previous day on which the share was traded on that financial market.

Dated the 16 day of April 2002



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

02/0711

**Australian Securities and Investments Commission
Corporations Act 2001— Paragraphs 283GA(1)(a), 601QA(1)(a),
741(1)(a), 911A(2)(l) and 1020F(1)(a) — Exemption**

- 1 Under paragraphs 283GA(1)(a) and 741(1)(a) of the Corporations Act 2001 ("Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons referred to in Schedule A[†] from Parts 2L.1, 2L.2, 2L.3, 2L.4, 2L.5, 6D.2 and 6D.3 of the Act in the case referred to in Schedule B on the conditions set out in Schedule D and for so long as those conditions are met.
- 2 For the avoidance of doubt, under paragraphs 601QA(1)(a), 911A(2)(l) and 1020F(1)(a) of the Act ASIC hereby exempts each person referred to in Schedule E:
 - (a) from Chapter 5C and Part 7.9 of the Act; and
 - (b) from the requirement to hold an Australian financial services licence for the provision of financial services by the person,in relation to interests in a managed investment scheme referred to in Schedule E in the case referred to in Schedule F on the conditions set out in Schedule D and for so long as those conditions are met.
- 3 For the avoidance of doubt, under paragraph 911A(2)(l) and 1020F(1)(a) of the Act, ASIC hereby exempts a person (other than a person in the class of persons mentioned in Schedule E) from:
 - (a) Part 7.9 of the Act in relation to a recommendation that a retail client acquire, and an offer to arrange the issue of an interest in; and
 - (b) the requirement to hold an Australian financial services licence for the provision of financial services by the person, in relation to interests in,a managed investment scheme referred to in Schedule E which appears to meet the conditions and requirements in Schedules D and F, except where the person is aware, or ought reasonably to be aware, that those conditions and requirements have not been met.

SCHEDULE A — PERSONS EXEMPTED

HBOS plc, a company incorporated in Scotland (the "issuer"), and any person who makes an offer of securities for issue or sale of the kind referred to in schedule B for or on behalf of the issuer.

SCHEDULE B — CASES EXEMPTED

This exemption applies to:

- (a) an offer for issue or sale of fully paid shares being shares in the same class as shares which at the time of the offer are quoted on the financial market operated by Australian Stock Exchange Limited or an approved foreign market and trading in which is not suspended (quoted shares);
- (b) an offer for issue or sale of options over fully paid shares in the same class as quoted shares where the option is offered for no more than nominal consideration;
- (c) an issue or sale of fully paid shares in the same class as shares which at the time of issue or sale are quoted shares as a consequence of an offer of the kind referred to in paragraphs (a) or (b); and
- (d) an offer for issue or sale of units of fully paid shares, or other offer, issue or sale, which is made pursuant to an employee share scheme that involves such offer, issue or sale being made through a trust and which is exempted by Class Order [00/223] dated 11 March 2000 and where the conditions of that Class Order are met;

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which is made pursuant to the HBOS plc Sharesave Plan 2001 or the HBOS plc International Sharesave Plan 2001 ("employee share scheme") which involves a contribution plan, 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 may result in the transfer of shares (for example, through the exercise of an option), meet the following requirements:

- 1 The shares the subject of the offer or option are of a body (the issuer) securities of which have been quoted on:
 - (a) the financial market operated by Australian Stock Exchange Limited throughout the 12 month period immediately preceding the offer, without suspension during that period exceeding in total 2 trading days; or
 - (b) an approved foreign market throughout the 12 month period, immediately preceding the first day on which the options pursuant to the offer may be exercised, without suspension during that period exceeding in total 5 trading days.
- 2 The offer must be 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:
 - (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; and
 - (ii) 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, 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 the shares offered or subject to the option (the offer period), the issuer (or, in the case of an issuer which does not have a registered office in this jurisdiction, an associated body corporate of the issuer which does so have a registered office) will, within a reasonable period of the offeree so requesting, provide the offeree without charge with a copy of those rules, terms and conditions;
 - (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 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:

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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) the offer document must also state:
- (i) the Australian ADI or UK authorised deposit-taking business where contributions are held;
 - (ii) the length of time they may be held; and
 - (iii) the rate of interest payable (if any) on the contributions held in the account.
- 4 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 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.

SCHEDULE D — CONDITIONS

- 1 The person making the offer (the offeror) must provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the offeree such as the identity or entitlement of the offeree) and of each accompanying document not later than 7 days after the provision of that material to the offeree.
- 2 The offeror must ensure that the issuer (or, in the case of an issuer which does not have a registered office in this jurisdiction, an associated body corporate of the issuer which does so have a registered office), complies with any undertaking required to be made in the offer document by reason of this instrument.
- 3 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.

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SCHEDULE E — FURTHER PERSONS EXEMPTED

Any person who:

- (a) operates, or is involved in operating, a managed investment scheme by reason of operating an employee share scheme with a contribution plan; or
- (b) offers, issues or sells or is involved in offering, issuing or selling interests in a managed investment scheme arising by reason of an employee share scheme with a contribution plan.

SCHEDULE F — FURTHER CASES EXEMPTED

This exemption applies to an employee share scheme which involves the making of offers, issues or sales which meet the requirements in Schedule B.

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 must be held by the issuer in trust for the offeree in an account of an Australian ADI or UK authorised deposit-taking business which is established and kept by the issuer solely for the purpose of depositing contribution moneys and other money paid by employees for the shares on offer under the employee share scheme;
 - (c) the offeree may elect to discontinue their participation in the contribution plan at any time and as soon as practicable after that election is made all money deposited with the Australian ADI or UK authorised deposit-taking business in relation to that offeree, including any accumulated interest, 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 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 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

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- (b) 1% of the exercise price in respect of the option.
- 6 Securities shall be taken to be quoted on an approved foreign market if and only if quoted on:
- (a) American Stock Exchange, Deutsche Borse, Euronext Amsterdam, Euronext Paris, Italian Exchange, Kuala Lumpur Stock Exchange (Main and Second Boards), London Stock Exchange, New York Stock Exchange, New Zealand Stock Exchange, Singapore Exchange, Stock Exchange of Hong Kong, Swiss Exchange, Tokyo Stock Exchange or Toronto Stock Exchange, provided that:
- (i) unless otherwise expressly stated, if any such market involves more than one board on which securities are quoted, securities shall only be taken to be quoted on that market if quoted on the main board of that market; and
- (ii) where any such market was known by another name during a past period of time, securities shall not be taken not to have been quoted on the market during that period merely because the market was then known by that other name; or
- (b) NASDAQ National Market.
- 7 The current market price of a share shall be taken as the price published by the operator of the principal financial market on which the share is quoted as the final price for the previous day on which the share was traded on that financial market.
- 8 "UK authorised deposit-taking business" means a deposit-taking business authorised by the Financial Services Authority under section 9 of the Banking Act 1987 of the United Kingdom.

Dated the 19th day of June 2002



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

02/0712

**Australian Securities & Investments Commission
Corporations Law Section 825**

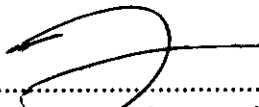
Order Revoking Licence

TO: Credit Suisse First Boston Australia Stockbrokers Limited,
ACN: 006 528 132 ("the Licensee")
Level 31, Gateway
1 Macquarie Place
SYDNEY NSW 2000

Pursuant to paragraph 825(a) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes Licence Number 12617 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 20th day of June 2002.

Signed


Linda Jones, a delegate of the Australian Securities and Investments
Commission

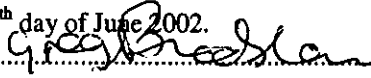
02/0713

**Australian Securities & Investments Commission
Corporations Act 2001 Section 825
Order Revoking Licence**

TO: Tricorn Securities Limited, ACN: 074 166 206 ("the Licensee")
PO Box 18123
Collins Street East VIC 8003

Pursuant to paragraph 825(a) of the Corporations Act 2001, the Australian Securities and Investments Commission hereby revokes Licence Number 164478 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 25th day of June 2002.

Signed 

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

02/0714

**Australian Securities & Investments Commission
Corporations Act 2001 Section 825
Order Revoking Licence**

TO: Kamisha Corporation Limited, ACN: 009 267 850 ("the Licensee")
Level 11, Qantas House
114 Williams St
Melbourne VIC 3000

Pursuant to paragraph 825(a) of the Corporations Act 2001, the Australian Securities and Investments Commission hereby revokes Licence Number 14269 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 25th day of June 2002.

Signed.....

Greg Bradshaw, 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.

ACI FINANCE LIMITED ACN 008 578 943 will change to a proprietary company limited by shares. The new name will be ACI FINANCE PTY LTD ACN 008 578 943.

ANACONDA SOUTH COAST LIMITED ACN 083 257 354 will change to a proprietary company limited by shares. The new name will be ANACONDA SOUTH COAST PTY LTD ACN 083 257 354.

AUSTRALIAN CONSOLIDATED INDUSTRIES LTD ACN 004 712 225 will change to a proprietary company limited by shares. The new name will be AUSTRALIAN CONSOLIDATED INDUSTRIES PTY LTD ACN 004 712 225.

CIT CARDS (AUSTRALIA) LIMITED ACN 072 773 052 will change to a proprietary company limited by shares. The new name will be CIT CARDS (AUSTRALIA) PTY LIMITED ACN 072 773 052.

COVE MINING NL ACN 009 190 167 will change to a proprietary company limited by shares. The new name will be COVE MINING PTY LTD ACN 009 190 167.

EVOC MINING NL ACN 056 613 113 will change to a proprietary company limited by shares. The new name will be EVOC MINING PTY LTD ACN 056 613 113.

GREAT ARTESIAN OIL AND GAS PTY LTD ACN 078 607 682 will change to a public company limited by shares. The new name will be GREAT ARTESIAN OIL AND GAS LIMITED ACN 078 607 682.

GREENSTONE GOLD MINES N L ACN 003 224 502 will change to a proprietary company limited by shares. The new name will be GREENSTONE GOLD MINES PTY LTD ACN 003 224 502.

AJK LITIGATION FUNDING PROJECT 37 LIMITED ACN 006 706 510 will change to a proprietary company limited by shares. The new name will be AJK LITIGATION FUNDING PROJECT 37 PTY LIMITED ACN 006 706 510.

ATLANTIC MINES PTY LTD ACN 100 346 067 will change to a public company limited by shares. The new name will be ATLANTIC MINES LTD ACN 100 346 067.

BERKELEY RESOURCES PTY LTD ACN 052 468 569 will change to a public company limited by shares. The new name will be BERKELEY RESOURCES LIMITED ACN 052 468 569.

COMMONWEALTH MINING N.L. ACN 066 793 066 will change to a proprietary company limited by shares. The new name will be COMMONWEALTH MINING PTY LTD ACN 066 793 066.

E.T. (AUSTRALIA) PTY LTD ACN 094 502 440 will change to a public company limited by shares. The new name will be E.T. (AUSTRALIA) LTD ACN 094 502 440.

GIPPSLAND PETROLEUM N.L. ACN 081 831 254 will change to a proprietary company limited by shares. The new name will be GIPPSLAND PETROLEUM PTY LTD ACN 081 831 254.

GREAT SOUTHERN WOOL CENTRE LTD ACN 009 441 016 will change to a proprietary company limited by shares. The new name will be GREAT SOUTHERN WOOL CENTRE PTY LTD ACN 009 441 016.

HANCOCK MINERALS LIMITED ACN 057 326 824 will change to a proprietary company limited by shares. The new name will be HANCOCK MINERALS PTY LTD ACN 057 326 824.

LACH DRUMMOND RESOURCES PTY LTD

ACN 093 863 560 will change to a public company limited by shares. The new name will be LACH DRUMMOND RESOURCES LTD ACN 093 863 560.

MATCH MEDIA LTD ACN 089 425 945 will change to a proprietary company limited by shares. The new name will be MATCH MEDIA PTY LTD ACN 089 425 945.

MINING PROJECT INVESTORS PTY LTD ACN 054 584 191 will change to a public company limited by shares. The new name will be MPI MINES LTD ACN 054 584 191.

PETROASIA NL ACN 081 810 148 will change to a proprietary company limited by shares. The new name will be PETROASIA PTY LTD ACN 081 810 148.

S D REID HOLDINGS LIMITED

ACN 078 444 032 will change to a proprietary company limited by shares. The new name will be S D REID HOLDINGS PTY LTD ACN 078 444 032.

TANGALOOMA ISLAND RESORT LIMITED

ACN 010 170 902 will change to a proprietary company limited by shares. The new name will be TANGALOOMA ISLAND RESORT PTY. LTD. ACN 010 170 902.

WHITEHAVEN COAL MINING PTY LTD ACN

086 426 253 will change to a public company limited by shares. The new name will be WHITEHAVEN COAL MINING LIMITED ACN 086 426 253.

LEVERAGE PETROLEUM LIMITED

ACN 096 135 778 will change to a proprietary company limited by shares. The new name will be LEVERAGE PETROLEUM PTY LTD ACN 096 135 778.

MELIX LIMITED ACN 091 651 900 will change to a proprietary company limited by shares. The new name will be MELIX PTY LTD ACN 091 651 900.

OCTOBER 2006 LTD ACN 072 812 992 will change to a proprietary company limited by shares. The new name will be OCTOBER 2006 PTY LTD ACN 072 812 992.

PHA ENVIRONMENTAL RESTORATION LTD.

ACN 093 888 692 will change to a proprietary company limited by shares. The new name will be PHA ENVIRONMENTAL RESTORATION PTY LTD ACN 093 888 692.

SOUTHERN CROSS LEISURE LIMITED

ACN 090 772 357 will change to a proprietary company limited by shares. The new name will be SOUTHERN CROSS LEISURE PTY LIMITED ACN 090 772 357.

THE GIPPSLAND GAS CORPORATION N.L.

ACN 083 532 834 will change to a proprietary company limited by shares. The new name will be THE GIPPSLAND GAS CORPORATION PTY LTD ACN 083 532 834.