



Commonwealth of Australia



**ASIC**

Australian Securities &  
Investments Commission

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# ASIC Gazette

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

01/0777

Pursuant to paragraph 655A(1)(b) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Law applies to the persons specified in Schedule A in the case specified in Schedule B by inserting a new item 1A in section 611 as follows:

"1A In the case where a special voting arrangement is in place whereby:

- (i) a body corporate issues a special voting share to a special purpose body corporate (called the "special voting company");
- (ii) the special voting company is obliged to cast the votes attached to the special voting share only so as to mirror the votes cast by shareholders in another body corporate, except where the vote relates to class rights actions or procedural resolutions;

an acquisition that results from a procedure in relation to shares in the other body corporate provided that each of (a), (b) and (c) below is satisfied:

- (a) the acquisition is under or pursuant to a procedure:
  - (i) which applies to both the shares in the body corporate and the shares in the other body corporate; or
  - (ii) which is undertaken for both the shares in the body corporate and the shares in the other body corporate at or about the same time; and
- (b) each such procedure complies with all applicable laws and regulation in the place where the other body corporate is incorporated and listed; and
- (c) the holders of shares in the body corporate on the one hand and the holders of shares in the other body corporate on the other hand are afforded equivalent treatment in terms of:
  - (i) the consideration offered for their shares, having regard to the equalisation ratio (as defined in the constitution of the body corporate);
  - (ii) the information provided to them;
  - (iii) the time to consider the offer or procedure;
  - (iv) the conditions to which the procedure is subject; and
  - (v) the other terms of the procedure."

SCHEDULE A

A person who acquires shares in Billiton plc registered number 3196209 ("Billiton").

SCHEDULE B

The dual listed companies structure arising from the merger of BHP Limited ACN 004 028 077 ("BHP") and Billiton described in an Explanatory Memorandum issued by BHP on 12 April 2001 and approved by a general meeting of shareholders of BHP on 18 May 2001.

Dated this 7th day of June 2001.

Signed by: .....

Kathleen Cuneo, as a delegate of ASIC.

Explanatory notes

01/0777

1. This instrument permits a person making an offer for both the BHP and Billiton dual listed entities to acquire voting shares in Billiton under a procedure (typically a takeover bid) which does not comply with Chapter 6 of the Corporations Law.
2. There are 3 other related instruments dealing with the following:
  - the combined BHP and Billiton 20% takeover limit and the 20% single entity takeover limit for BHP;
  - the association test; and
  - permitting the constitution of BHP to contain provisions allowing directors to take certain actions to enforce constitutional limits on the acquisition of shares in BHP.

01/0778

Australian Securities and Investments Commission  
Corporations Law — Paragraphs 655A(1)(b) and 673(1)(b) — Declarations

Pursuant to paragraphs 655A(1)(b) and 673(1)(b) of the Corporations Law ("the Law") the Australian Securities and Investments Commission ("ASIC") declares that Chapters 6 and 6C of the Law apply in relation to the person specified in Schedule A in the case specified in Schedule B as if:

1. subsection 16(1) was modified by:
  - (i) replacing the full stop at the end of paragraph (d) with "; and"; and
  - (ii) adding a new paragraph (e) to read:

"(e) one is a party to a deed and the other is a shareholder in another body corporate (called "the first body corporate"), where the purpose of the deed is to establish and carry out a special voting arrangement whereby:

    - (i) a second body corporate issues a special voting share to a special purpose body corporate (called "the special voting company"); and
    - (ii) the special voting company is obliged to cast the votes attached to the special voting share only so as to mirror the votes cast by shareholders in the first body corporate, except where the vote relates to class rights actions or procedural resolutions."; and
2. the definition of "associate" in section 9 was modified by:
  - (i) omitting the words:

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

and substituting the following:

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

SCHEDULE A

BHP Limited ACN 004 028 077 ("BHP")  
Billiton plc, registered number 3196209 ("Billiton")  
BHP SVC Pty Limited ACN 096 515 570 ("BHP SVC")  
Law Debenture Corporation plc ("LDC")  
The shareholders of BHP and Billiton from time to time.

SCHEDULE B

The dual listed companies structure arising from the merger of BHP and Billiton described in an Explanatory Memorandum issued by BHP on 12 April 2001 and approved by a general meeting of shareholders of BHP on 18 May 2001.

Dated this 7th day of June 2001.

Signed by:   
Kathleen Cuneo, as a delegate of ASIC.

0 1 / 0 7 7 8

Explanatory notes

1. The modification in paragraph 1 of this instrument provides that BHP, Billiton, BHP SVC and LDC are not associates of Billiton shareholders and hence do not have the aggregate voting power of those shareholders in BHP.
2. The modifications in paragraphs 2 to 5 of this instrument applies the definition of associate in section 9 of the Corporations Law to the dual listed entities, consistent with the policy position set out in ASIC's Takeover Anomalies Policy Proposal Paper dated September 2000.
3. There are 3 other related instruments dealing with the following:
  - the combined BHP and Billiton 20% takeover limit and the 20% single entity takeover limit for BHP;
  - the ability of a person making an offer for both Billiton and BHP to acquire Billiton shares under a procedure which does not comply with chapter 6;; and
  - permitting the constitution of BHP to contain provisions allowing directors to take certain actions to enforce constitutional limits on the acquisition of shares in BHP.

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

0 1 / 0 7 7 9

Pursuant to paragraph 655A(1)(b) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Law applies to the persons specified in Schedule A in the case specified in Schedule B as if a new subsection 609(12) was added after subsection 609(11) (which was added by way of a declaration instrument executed by ASIC on the same day as this instrument):

"609(12) A body corporate and its directors do not have a relevant interest in voting shares in the body corporate merely because:

- (i) the constitution of the body corporate includes limits on the holding or control (however defined) of voting shares; and
- (ii) the constitution also contains provisions allowing the body corporate or its directors to enforce those limits by any or all of disenfranchisement, loss of dividends (or other distributions) and forced sale, and
- (iii) those provisions could be or are implemented in relation to particular voting shares in the body corporate."

SCHEDULE A


BHP Limited ACN 004 028 077 ("BHP")  
the directors from time to time of BHP

SCHEDULE B

The dual listed companies structure arising from the merger of BHP and Billiton plc (registered number 3196209) described in an Explanatory Memorandum issued by BHP on 12 April 2001 and approved by a general meeting of shareholders of BHP on 18 May 2001.

Dated this 7<sup>th</sup> day of June 2001.

Signed by:

  
Kathleen Cuneo, as a delegate of ASIC.

Explanatory notes

1. This instrument permits the constitution of BHP to contain provisions allowing directors to take certain actions to enforce constitutional limits on the acquisition of shares in BHP, and for the directors to take such actions, without the directors or BHP acquiring a relevant interest in shares (and hence voting power) in BHP.
2. There are 3 other related instruments dealing with the following:
  - the combined BHP and Billiton 20% takeover limit and the 20% single entity takeover limit for BHP;
  - the association test; and
  - the ability of a person making an offer for both Billiton and BHP to acquire Billiton shares under a procedure which does not comply with chapter 6;

01/0780

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

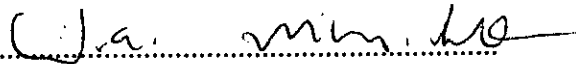
**Order Revoking Licence**

**TO:** ATHENA OLIVES (AUSTRALIA) NO. 1 LTD, ACN: 087 544 689 ("the Licensee")  
Unit 54  
30 Nobbs Street  
SURRY HILLS NSW 2010

Pursuant to section (825A) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes Licence Number 192971 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 14th day of June 2001

Signed .....



William McNickle, a delegate of the Australian Securities and Investments Commission

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

01/0781

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

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

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

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

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

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

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

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

and substituting the words:

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

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

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

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

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

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

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

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

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

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



01/0781

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

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

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

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

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

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

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

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

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

"(l) for an off-market bid - the bidder's voting power in the company:  
(i) as at the date of the bidder's statement; and  
(ii) as at the date immediately before the first offer is sent.";

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

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

and substituting the following:

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

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

01/0781

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

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

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

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

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

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

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

"(c) the condition has not been fulfilled:

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

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

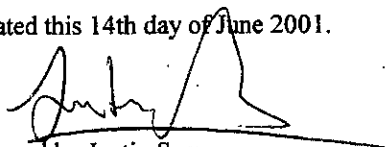
**Schedule A**

Paul Camilleri Holdings Limited ACN 096 602 167 ("Bidder")

**Schedule B**

The takeover bid by the Bidder for all the ordinary shares in Steel Foundations Limited ACN 064 933 599 ("Target") in respect of which a bidder's statement is to be lodged with the Commission on or about the date of this instrument.

Dated this 14th day of June 2001.



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

0 1 / 0 7 8 2

**Australian Securities and Investments Commission  
Corporations Law  
Paragraph 601QA(1)(a) - Exemption**

Under paragraph 601QA(1)(a) of the Corporations Law ("the Law") the Australian Securities and Investments Commission ("ASIC") hereby exempts the person specified in Schedule A ("Operator") in the case specified in Schedule B from section 601ED of the Law on the conditions set out in Schedule C and for so long as they are met.

**Schedule A**

Magnetic Shoals Limited ACN 010 491 282

**Schedule B**

The operation of the time-sharing scheme known as Magnetic Shoals Island Palms Resort in relation to property located at 13 The Esplanade, Nelly Bay, Magnetic Island in the state of Queensland where:

- (1) the management of the property to which the scheme relates is supervised by a company ("the Club");
- (2) at least 90% of the votes that may be cast on a resolution of the members of the Club are held by members that are not, and are not associated in relation to the Scheme with, any operator, manager, promoter or developer in relation to the Scheme, other than where held by members solely in their capacity as an associate of the Club;
- (3) at least 90% or more by value or number of all the interests in the Scheme that can be issued have since 1 June 2000 been held by persons who are not, and are not associated in relation to the Scheme with, the Operator or any other operator, manager, promoter or developer in relation to the Scheme, other than where held by persons solely in their capacity as an associate of the Club;
- (4) no promoter of the Scheme or any developer in relation to the property to which the Scheme relates has failed to perform any contractual obligation to any member in relation to the Scheme that is likely adversely to affect the member's interests; and
- (5) the constitution of the Club provides for the removal of a director if a resolution for their removal is supported by more than 50% of its members by value or, if the constitution so provides, by number.

**Schedule C**

- (1) In relation to each building that was to be built under the terms of any prospectus in relation to the Scheme the Operator:
  - (a) ensures that the building is substantially completed to the extent that members will not be materially affected if no further construction occurs; or
  - (b) gives ASIC a notice in writing stating that the building will not be substantially completed and that the members of the Scheme will not be materially affected by its not being substantially completed;
- (2) Where any offers of interests in the Scheme for issue or sale are made by the Operator, or by any other operator, manager, promoter or developer of the Scheme, the Operator must ensure that:
  - (a) Chapter 6D of the Law is complied with as far as practicable;
  - (b) the offeror holds a securities dealers licence that contains conditions relating to sales of interests in time-sharing schemes; and
  - (c) the offeror complies with the conditions of the licence; as if the Scheme were a registered scheme;
- (3) The Operator must ensure that each member of the Scheme:
  - (a) has received share or membership certificates in the Club (or where the constitution of the Scheme and the Law has permitted and no share or membership certificates in the Club are issued, documentation or other evidence of membership in the Club); and
  - (b) falls into one or more of the following categories:

- (i) they have received a certificate of title (and where there is no certificate of title issued by the relevant titles registry, a copy of a registration confirmation statement or other evidence of title issued by the relevant titles registry) showing the member as holding title in a portion of the real property to which the Scheme relates in accordance with their entitlement; or
  - (ii) they have received a copy of the certificate of title certified as a true copy by a Justice of the Peace or a lawyer, where the Club has acknowledged that it is holding such a certificate in safe custody to be dealt with in accordance with provisions in the Club's constitution that provide for the certificate to be used only to facilitate a transfer authorised by the member, or on forfeiture of the interest; or
  - (iii) they became a member as a result of the forfeiture of the interest by a former member;
- (4) The Operator must ensure that any management agreement for the Scheme or property that members have a right to use, occupy or possess as part of the Scheme provides for the dismissal of the manager without any additional payment when members of the Club pass a resolution to that effect in at least one of the following cases:
- (a) more than 50% of all members vote for dismissal;
  - (b) members holding more than 50% by value of the interests vote for dismissal;
  - (c) 75% of members voting (whether in person or by proxy) vote for dismissal where at least 25% of members eligible to vote do so; or
  - (d) members holding 75% by value of the interests that are held by members voting (whether in person or by proxy) vote for dismissal where members holding at least 25% by value of the interests eligible to vote do so,
- unless:
- (e) the management agreement was in force on 6 December 1999;
  - (f) there has not since that date been any lawful means for the Club to terminate the agreement;
  - (g) members are given at least 21 days' written notice that the Operator seeks to rely on the exception contained in these paragraphs (e) to (o) despite the fact that the management agreement does not meet the requirements that would otherwise apply;
  - (h) the notice sent to members allows the member to requisition a vote by ticking a form accompanying the notice;
  - (j) the notice contains a summary of all material information that is relevant to a member's decision whether to requisition a vote;
  - (k) the notice states prominently a reply paid address to which the form requisitioning a vote may be sent;
  - (l) the notice states prominently that if:
    - (i) members who together hold at least 5% of the total value of the interests; or
    - (ii) at least 100 members,requisition a vote by giving written notice to the reply paid address within 21 days from the date that the notice may reasonably be expected to be received by them, a postal vote will be held on whether the Operator should be able to rely on this exception or should be required to comply with the usual ASIC policy concerning how a management agreement may be terminated;
  - (m) a postal vote is conducted if requisitioned in accordance with the notice as soon as practicable;
  - (n) if there is a postal vote:
    - (i) a voting paper must be sent to each member which states a reply paid address to which the voting paper may be sent;
    - (ii) members must be notified in, or in a document accompanying, the voting paper that only votes received at the reply paid address within 28 days after the issue of the voting paper will be counted and that the vote will be taken as passed if supported by either a majority by value or by number of votes cast (as specified in the notice); and
    - (iii) the voting paper must be accompanied by a notice that explains that unless members vote against permitting the Operator being allowed to rely upon this exception, the Operator may be permitted to do so despite the management agreement not complying with the usual ASIC policy concerning how a management agreement may be terminated;
    - (iv) the notice accompanying the voting paper must contain a summary of information that is materially relevant to a member's decision whether to vote for or against the proposed resolution; and

- (o) ASIC is notified in writing where a vote was required and, if so, whether the vote was passed;
- (5) The Operator must:
  - (a) be a member of an approved ISB; or
  - (b) become before 18 June 2001, and remain thereafter, a member of an external complaints resolution scheme approved by ASIC that can deal with complaints relating to its operation of time-sharing schemes; or
  - (c) both:
    - (i) become before 1 October 2002, and remain thereafter, a member of an external complaints resolution scheme approved by ASIC that can deal with complaints relating to its operation of time-sharing schemes; and
    - (ii) be at least until such time as it becomes a member of an external complaints resolution scheme as referred to in sub-paragraph (i), a member of Australian Timeshare and Holiday Ownership Council Limited (ACN 065 260 095) (ATHOC) and have covenanted with that body, in the form of an agreement approved by ASIC, to comply with the complaints resolution procedures and other matters specified in that agreement.
- (6) The Operator must not make or facilitate the making of any offer for issue or sale of an interest in the Scheme unless the issue or sale is subject to a cooling-off period of:
  - (a) not less than ten business days; or
  - (b) if the Club is a member of ATHOC or an Approved ISB - not less than five business days;

#### Interpretation

In this instrument "Approved ISB" means a body specified by ASIC in writing to be an approved industry supervisory body for the purposes of ASIC Policy Statement 160 until the expiration of the period during which ASIC has stated that such approval remains in force or until ASIC publishes in writing that such approval is revoked.

Dated this 18<sup>th</sup> day of June 2001

  
Signed by William George Armstrong  
as a delegate of the Australian Securities and Investments Commission

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

01/0783

Pursuant to subsection 741(1) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") exempts the persons specified in Schedule A in the case described in Schedule B and in relation to the prospectus described in Schedule C ("Prospectus") from compliance with Parts 6D.2 and 6D.3 of the Law to the extent they require the provision of an application form which is in the same form as the application form lodged with ASIC.

Schedule A

Westpac Financial Services Limited (ACN 000 241 127) ("the Issuer") and anyone acting for or on behalf of the Issuer.

Schedule B

Where the application form provided to investors differs from the application form attached to the Prospectus lodged with ASIC only to the extent that it includes a statement, by way of a sticker or otherwise, to the effect that supplementary prospectus referred to in Schedule D has been issued, and no other information.

Schedule C

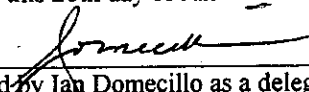
The Westpac Investor Choice Portfolio prospectus (For Regular Savings Plan and Additional Investment Scheme Investors) dated 2 February 2001 and issued by the Issuer, offering the following registered managed investment schemes:

- Westpac Dynamic Growth Fund (ARSN 088 185 059)
- Westpac Balanced Growth Fund (ARSN 088 162 118)
- Westpac Moderate Growth Fund (ARSN 088 185 442)
- Westpac Conservative Growth Fund (ARSN 088 184 016)
- Westpac All Australian Tax Effective Share Fund (ARSN 091 421 055)
- Westpac All Australian Growth Share Fund (ARSN 091 421 304)
- Westpac International Share Fund (ARSN 088 187 599)
- Westpac Australian Property Securities Fund (ARSN 088 186 770)
- Westpac Australian Bond Fund (ARSN 088 185 826)
- Westpac Mortgage and Income Fund (ARSN 088 188 194)
- Westpac Money Market Fund (ARSN 088 187 928)
- Westpac Australian Tax Effective Share Fund (ARSN 088 187 348)
- Westpac Australian Growth Share Fund (ARSN 088 186 323)

Schedule D

The supplementary prospectus issued by the Issuer dated and lodged with ASIC on or about 20 June 2001 relating to the Westpac Investor Choice Portfolio prospectus (For Regular Savings Plan and Additional Investment Scheme Investors) dated 2 February 2001.

Dated this 20th day of June 2001

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

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

01/0784

Pursuant to subsection 741(1) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") exempts the persons specified in Schedule A in the case described in Schedule B and in relation to the prospectus described in Schedule C ("Prospectus") from compliance with Parts 6D.2 and 6D.3 of the Law to the extent they require the provision of an application form which is in the same form as the application form lodged with ASIC.

Schedule A

Westpac Financial Services Limited (ACN 000 241 127) ("the Issuer") and anyone acting for or on behalf of the Issuer.

Schedule B

Where the application form provided to investors differs from the application form attached to the Prospectus lodged with ASIC only to the extent that it includes a statement, by way of a sticker or otherwise, to the effect that supplementary prospectus referred to in Schedule D has been issued, and no other information.

Schedule C

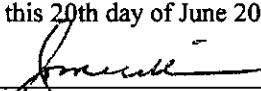
The Westpac Investor Choice Portfolio prospectus dated 2 February 2001 and issued by the Issuer offering the following registered managed investment schemes:

- Westpac Dynamic Growth Fund (ARSN 088 185 059)
- Westpac Balanced Growth Fund (ARSN 088 162 118)
- Westpac Moderate Growth Fund (ARSN 088 185 442)
- Westpac Conservative Growth Fund (ARSN 088 184 016)
- Westpac All Australian Tax Effective Share Fund (ARSN 091 421 055)
- Westpac All Australian Growth Share Fund (ARSN 091 421 304)
- Westpac International Share Fund (ARSN 088 187 599)
- Westpac Australian Property Securities Fund (ARSN 088 186 770)
- Westpac Australian Bond Fund (ARSN 088 185 826)
- Westpac Mortgage and Income Fund (ARSN 088 188 194)
- Westpac Money Market Fund (ARSN 088 187 928)

Schedule D

The supplementary prospectus issued by the Issuer dated and lodged with ASIC on or about 20 June 2001 relating to the Westpac Investor Choice Portfolio prospectus dated 2 February 2001.

Dated this 20th day of June 2001

  
Signed by Ian Domecillo as a delegate of the  
Australian Securities and Investments Commission

0 1 / 0 7 8 5

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

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

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

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

and substituting the following:

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

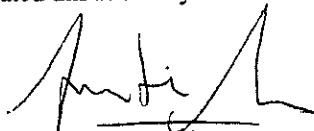
**Schedule A**

Paul Camilleri Holdings Limited ACN 096 602 167 and their related bodies corporate

**Schedule B**

Ordinary shares in Steel Foundations Limited ACN 064 933 599

Dated this 22nd day of June 2001.



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



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

01/0786

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

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

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

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

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

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

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

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

and substituting the words:

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

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

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

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

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

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

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

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

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

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

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

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

8. items 2, 3 and 5 of the table contained in subsection 633(1) were modified by adding at the end of the entry in the left hand column for each item the following words:

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

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

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

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

10. paragraph 636(1)(j) was modified by omitting the words "during the offer period" and substituting "during the period from the date set by the bidder under subsection 633(2) to the end of the offer period";

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

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

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

"(l) for an off-market bid - the bidder's voting power in the target:  
(i) as at the date of the bidder's statement; and  
(ii) as at the date immediately before the first offer is sent."

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

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

and substituting the following:

"The person is entitled to receive the improved consideration immediately, except:  
(a) if the time for payment of the consideration in accordance with subsection 620(2) has not yet

- occurred, the person is not entitled to receive the improved consideration until that time;
- (b) if the person has to make an election before being entitled to the improved consideration, the person is not entitled to receive the improved consideration until the later of:
- (i) the time when the person makes the election and returns any consideration under s651B(2);
  - (ii) the time applicable under paragraph (a)."
14. the first sentence of paragraph 650C(2) was omitted and the following sentence substituted:
- "If the bid is subject to a defeating condition, the bidder may only extend the offer period after the notice under subsection 630(3) has been given if one of the following happens after the notice has been given:"
15. paragraph 650F(1)(a) was omitted and the following paragraph substituted:
- "(a) if the condition relates only to the occurrence of an event or circumstances referred to in subsection 652C(1) or (2) - not later than 3 business days after the end of the offer period; or"
16. paragraph 650G(b) was omitted and the following paragraph substituted:
- "(b) the bidder has not declared the offers to be free from the condition in accordance with section 650F."
17. paragraph 650G(c) was omitted and the following paragraph substituted:
- "(c) the condition has not been fulfilled:
- (i) except as provided in subparagraph (ii), at the end of the offer period; or
  - (ii) in the case of an event or circumstance referred to in subsection 652C(1) or (2), within 3 business days after the end of the offer period."

**SCHEDULE A**

Senetas Corporation Limited (ACN 006 067 607) ("Bidder").

**SCHEDULE B**

The takeover bid by the Bidder for all the ordinary shares in Kusp Limited (ACN 090 863 559) in respect of which a bidder's statement is to be lodged with the Commission on or about the date of this instrument.

Dated this 25<sup>th</sup> day of June 2001.

Signed:

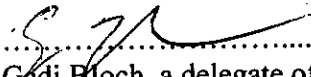
.....  
Gadi Bloch, as a delegate of the  
Australian Securities and Investments Commission

2

01/0786

Dated this 25<sup>th</sup> day of June 2001

Signed:

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

**Australian Securities & Investments Commission**  
**Corporations Law - Subsection 655A(1) - Exemption 0 1 / 0 7 8 7**

Pursuant to subsection 655A(1) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("Commission") hereby exempts the persons specified in Schedule A from subsection 636(3) of the Law in the case referred to in Schedule B on the conditions specified in Schedule C in relation to a statement which is included in, or accompanies, the bidder's statement referred to in Schedule B ("Bidder's Statement"), where Kusp Limited (ACN 090 863 559) or any of its related bodies corporate made the statement in an announcement to the Australian Stock Exchange Limited.

**Schedule A**

Senetas Corporation Limited (ACN 006 067 607) ("Bidder") and the directors of the Bidder.

**Schedule B**

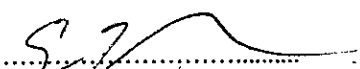
The takeover bid by the Bidder for all the ordinary shares in Kusp Limited (ACN 090 863 559) in respect of which a bidder's statement is to be lodged with the Commission on or about the date of this instrument.

**Schedule C**

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

Dated this 25<sup>th</sup> day of June 2001

Signed:

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

0 1 / 0 7 8 8

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

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

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

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

and substituting the following:

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

**Schedule A**

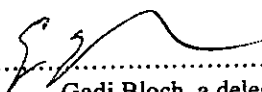
Senetas Corporation Limited (ACN 006 067 607) and its related bodies corporate.

**Schedule B**

Ordinary shares in Kusp Limited (ACN 090 863 559)

Dated this 25<sup>th</sup> day of June 2001.

Signed: .....

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

01/0789

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

Pursuant to subsection 741(1) of the Corporations Law (the "Law") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons mentioned in Schedule A from Parts 6D.2 and 6D.3 of the Law 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 - Person Exempted**

Accenture Ltd a company incorporated in Bermuda ("the Issuer") and any person acting for or on behalf of the Issuer.

**SCHEDULE B - Cases Exempted**

This exemption applies to:

- (a) an offer of securities for issue or sale which is:
  - (i) an offer for issue or sale of options or restricted share units (collectively or separately "options") in respect of fully paid Class A common shares of the Issuer ("shares") where the options are offered for no more than nominal consideration; and
  - (ii) an issue of shares as a consequence of an exercise of an option referred to in sub-paragraph (a)(i);

and which meets the further requirements set out in Schedule C, but does not apply to:

- (iii) an offer or grant of options for other than nominal consideration; and
- (b) an advertisement or publication of offers of options.

**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. No shares in the Issuer be granted or issued pursuant to the exercise of an option unless shares in the same class as those issued or granted have been quoted on an approved foreign exchange throughout the 12 month period immediately preceding the exercise of the option (without suspension during that period exceeding in total 5 trading days);
2. The offer must be made pursuant to an employee share scheme extended only to persons ("offerees") who at the time of the offer are either full or part-time employees or directors of the Issuer or of associated bodies corporate of the Issuer;
3. The employee share scheme must not involve:
  - (a) a contribution plan; or
  - (b) any offer, issue or sale being made through a trust.
4. The offer must be in writing ("the offer document") and:
  - (a) the offer document must include or be accompanied by a copy, or a summary, of the rules of the employee share scheme pursuant to which the offer is made;
  - (b) if the offer document includes or is accompanied by a summary (rather than a copy) of the rules of the employee share scheme, the offer document must include an undertaking that during the period or periods during which the offeree may acquire shares pursuant to which the offer relates ("the offer period"), the Issuer will, within a reasonable period of

01/0789

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 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 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 the Issuer 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 issued on the exercise of the 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 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 associated bodies corporate of the Issuer

but disregarding any offer made, or option acquired or share issued by way of or as a result of:

- (c) an offer to a person situated at the time of receipt of the offer outside Australia; or
- (d) an offer that was an excluded offer or invitation within the meaning of the Law as it stood prior to the commencement of Schedule 1 to the *Corporate Law Economic Reform Program Act 1999*; or
- (e) an offer that did not need disclosure to investors because of section 708 of the Law;

must not exceed 5% of the total number of issued shares in that class of the Issuer as at the time of the offer.

#### SCHEDULE 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.



01/0789

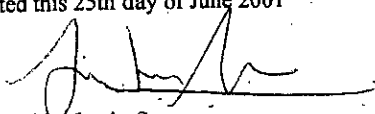
2. The offeror must ensure that the Issuer complies with any undertaking required to be made in the offer document by reason of this instrument.

#### 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 the Issuer if:
  - (a) the body corporate is a related body corporate of the Issuer; or
  - (b) the body corporate has voting power in the Issuer of not less than 20%; or
  - (c) the Issuer has voting power in the body corporate of not less than 20%;(applying the definition of 'voting power' contained in section 610 of the Law).
3. The Australian dollar equivalent of a price shall be calculated by reference to the relevant exchange rate published by 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 or options made to them under the scheme in favour of their nominee.
5. An option shall be taken to have been offered or granted for nominal consideration if and only if the monetary consideration payable upon the issue of the option is not more than the lesser of:
  - (a) 1 cent per option; or
  - (b) 1% of the exercise price in respect of the option.
6. Securities shall be taken to be quoted on an approved foreign exchange if and only if quoted on:
  - (a) the New York Stock Exchange, the American Stock Exchange, the London Stock Exchange, the Tokyo Stock Exchange, the Frankfurt Stock Exchange, the Bourse de Paris, the Toronto Stock Exchange, the Zurich Stock Exchange, The Amsterdam Stock Exchange, the Milan Stock Exchange, The Stock Exchange of Hong Kong Ltd, the Stock Exchange of Singapore Limited, the New Zealand Stock Exchange or the Kuala Lumpur Stock Exchange (Main and Second Boards) provided that unless otherwise expressly stated, if any such exchange has more than one board on which securities are quoted, securities shall only be taken to be quoted on that exchange if quoted on the main board of that exchange; or
  - (b) the NASDAQ National Market.
7. The current market price of a share shall be taken as the price published by the principal exchange on which the share is quoted as the final price for the previous day on which the share was traded on the stock market of that exchange.
8. The conditions set out in Schedule D are conditions subsequent.

Dated this 25th day of June 2001



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

Australian Securities and Investments Commission 01/0790  
Corporations Law - Subsection 741(1) - Declaration

Pursuant to subsection 741(1) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6D of the Law applies to the persons referred to in Schedule A in the case mentioned in Schedule B as if Part 6D.1 of the Law was modified by omitting subsection 700(3) of the Law and inserting a new subsection as follows:

**"700(3) Persons offering securities.** For the purposes of this Chapter, the person who offers securities is the person who establishes a facility to enable the holders of its securities to purchase or sell the securities other than in the ordinary course of trading on a stock market of the Australian Stock Exchange Limited, and references to a person making an offer of securities, a person transferring securities or a seller are to be read accordingly."

**Schedule A**

1. AWB Limited (ACN 081 890 459) ("AWB").
2. Holders of B Class Shares in the capital of AWB.
3. Any person involved in the management or conduct of the facility described in Schedule B.

**Schedule B**

Any offer for sale of B Class Shares in the capital of AWB:

- (a) made under a prospectus for an offer of B Class Shares for issue which contains a statement explaining the effect of this instrument and is lodged on or about 6 July 2001; and
- (b) made pursuant to a facility ("Facility") which is established in accordance with the terms described in the draft prospectus prepared by AWB and provided to ASIC on 13 June 2001;

or any sale or transfer under the Facility.

Dated this 28<sup>th</sup> day of June 2001.



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

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

01/0791

TO: Macquarie Goodman Industrial Management Limited, ACN: 010 514 048 ("the Licensee")  
GPO Box 4703  
Sydney NSW 1044

Pursuant to paragraph 825(C) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes Licence Number 64738 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 28th day of June 2001.

Signed  .....

Leigh-Anne Perillo, a delegate of the Australian Securities and Investments Commission

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

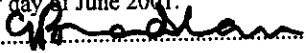
0 1 / 0 7 9 2

TO: Source Securities Pty Ltd, ACN: 076 803 784 ("the Licensee")  
GPO Box 2520  
Perth WA 6001

Pursuant to paragraph 825(c) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes Licence Number 172073 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 28<sup>th</sup> day of June 2001.

Signed

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

Australian Securities & Investment Commission  
Corporations Law  
Paragraph 601QA(1)(a) - Exemption

01/0793

Under paragraph 601QA(1)(a) of the Corporations Law (the "Law") the Australian Securities and Investment Commission hereby exempts the persons referred to in Schedule A from compliance with subsection 601ED(5) of the Law until 30 September 2001 in relation to the operation of the Trust specified in Schedule B on conditions set out in Schedule C and for so long as they are met.

Schedule A

1. Tyndall Funds Management (NSW) Limited ACN 003 326 654 (the "Manager")
2. AXA Trustees Limited ACN 004 029 841 (the "Trustee")

Schedule B

The Australian Healthcare Investment Fund (the "Trust") established by deed dated 30 March 1994, as amended between the Manager and Trustee.

Schedule C

1. The Trustee of the Trust must take all reasonable steps to terminate the Trust as soon as practicable but not later than 30 September 2001.
2. As far as practicable, the Trustee of the Trust must comply with the old Law (within the meaning of section 1451 of the Law) as if it continued to apply to the Trust after 30 June 2000 but no later than 30 September 2001.

Dated this 28th June 2001.



Signed by Maree Therese O'Brien  
as a delegate of the Australian Securities & Investment Commission

Australian Securities and Investments Commission

01/0794

Corporations Law – Subsections 260MA(1), 601QA(1) and 741(1) – Exemption

Pursuant to subsections 260MA(1), 601QA(1) and 741(1) of the Corporations Law (the 'Law') the Australian Securities and Investments Commission (the 'ASIC') hereby amends the instrument (the 'Instrument') dated 5 June 2001, and executed by Mr Gadi Bloch as delegate of ASIC in relation to Parts 2L.1, 2L.2, 2L.3, 2L.4, 2L.5, 6D.2 and 6D.3 and section 601ED of the Law in respect of the persons named in Schedule B, as set out in Schedule A.

**SCHEDULE A**

Omit paragraph 1(b) of the Interpretation section of the Instrument and substitute the following:

"any contribution made by an offeree as part of the contribution plan must be held in a UK bank account which is established and kept by the offeree solely for the purpose of depositing contribution moneys and other money paid by the offeree for the shares on offer under the employee share scheme;"

**SCHEDULE B**

BP Amoco plc, a company incorporated in England with company No. 102498 (the issuer) and its subsidiaries and each associated body corporate of the issuer which is involved in the operation of the employee share scheme and any person acting for or on behalf of those persons (collectively, the offeror).

Dated the 28<sup>th</sup> day of June 2001



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

**CORPORATIONS LAW**  
**SECTION 340**  
**ORDER**

01/0795

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

**SCHEDULE 1**

AlintaGas Limited ACN 087 857 001

**SCHEDULE 2**

- (a) The Relevant Financial Year shall be the six month period ending on 31 December 2001.
- (b) The notes to the financial report of the Company for the Relevant Financial Year includes a brief statement as to the relief provided by this Order.
- (c) An announcement is made to Australian Stock Exchange Limited concerning the Company's change in financial year and ASIC's approval of the change.

Dated the 29th day of June 2001.



Allan Ausbruch

As delegate of the Australian Securities and Investments Commission

01/079A

**Australian Securities and Investments Commission**  
**Corporations Law — Subsection 1454(2), Paragraph 601QA(1)(b) and Subsection 1084(6) — Extension and Declaration**

Pursuant to subsection 1454(2) of the Corporations Law ("the Law") the Australian Securities and Investments Commission ("the Commission") hereby extends the period of 2 years referred to in subsection 1454(2) of the Law until the date specified in Schedule A in relation to the undertaking specified in Schedule B ("the Scheme").

And pursuant to paragraph 601QA(1)(b) of the Law the Commission hereby declares that Division 11 of Part 11.2 of the Law applies to the management company of the Scheme as if:

- (1) paragraph 1455(4)(b) were replaced by "before the relevant date as specified in subsection 1457(1AA)"; and
- (2) section 1457 were modified by:
  - (3) replacing the words "during the first year after commencement" in subsection (1) with the words "before the relevant date";
  - (4) replacing the words "the end of that year" in paragraph (1)(a) with the words "the relevant date"; and
  - (5) adding immediately after subsection 1457(1) a new subsection 1457(1AA) as follows:

"In subsection (1) and paragraph 1455(4)(b) 'the relevant date' means:

- (a) one year before 30 August 2001; or
- (b) the date upon which an interest in the scheme, if any, is issued after 30 June 1998, other than:
  - (i) under a prospectus which was lodged before 1 July 1998; or
  - (ii) by an excluded issue; or
- (c) the date upon which there is a change, if any, to the time by which the scheme is to be wound up, whichever is the earliest."

And pursuant to subsection 1084(6) of the Law the Commission hereby declares that Division 5 of Part 7.12 of the Law applies to the management company and the trustee or representative of the Scheme as if subsection 1069(12) were omitted.

**SCHEDULE A: WHEN SUBSECTION 1454(2) EXTENSION ENDS**

- (a) 30 August 2001; or




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- (b) the date upon which an interest in the Scheme, if any, is issued after 30 June 1998, other than:
- (i) under a prospectus which was lodged before 1 July 1998; or
  - (ii) by an excluded issue; or
- (c) the date upon which there is a change, if any, to the time by which the scheme is to be wound up,
- whichever is the earliest.

#### SCHEDULE B: THE SCHEME

The undertaking known as the Kununurra Tropical Forestry Project to which the deed dated 12 May 1998 between Professional Funds Management Pty Ltd ACN 064 139 877 (as trustee), Gillard Turner & O'Brien ACN 009 101 286 (as guarantor), Allrange Tree Farms Management Limited ACN 072 232 841, (previously acting as the project manager), and Allrange Tree Farms Pty Ltd ACN 072 232 841; (the initial promoter of the project) relates.

Dated this 29<sup>th</sup> day of June 2001



Signed by Lilly Mutavdzic  
as a delegate of the Australian Securities and Investments Commission

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

01/0797

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

1. the following subsection was inserted after subsection 630(1);  
  
"630(1A) The bidder may, with the Commission's written consent, vary the offers by substituting a different date than that specified in the offers under subsection (1). Subsection 650A(1) and section 650D do not apply in respect of such a variation."
  
2. subsection 630(3) was modified by omitting the words "subsection (1) or (2)" and substituting "subsection (1), (1A) or (2)."


**SCHEDULE A**

Reliable Power Inc. ("Bidder").

**SCHEDULE B**

The takeover bid by the Bidder for all the ordinary shares in Pinnacle VRB Limited (ACN 630 111 784) in respect of which a bidder's statement was lodged with the Commission on 5 March 2001, and where the Bidder has undertaken to make an announcement to ASX describing the effect of this instrument and advising of the new date for giving notice under subsection 630(3) of the Law as soon as reasonably practical after the date of this instrument.

Dated this 29<sup>th</sup> day of June 2001

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

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

01/0798

Pursuant to subsection 741(1) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons specified in Schedule A from subsection 716(2) of the Law in the case referred to in Schedule B on the conditions specified in Schedule C in relation to a statements referred to in Schedule B.

**Schedule A**

1. Indophil Resources N.L. A.C.N. 076 318 173 (the "Company")
2. Explorations Services International

**Schedule B**

In respect of the prospectus to be issued by the Company for the offer of ordinary shares and options over shares in the Company (the "Prospectus"), the use and citation as part of valuations based on the yardstick methodology, of information contained in documents published and released by:

1. Lafayette Mining Limited ("Lafayette") in respect of its Rapu Rapu project; or
2. Sabena Limited ("Sabena") in respect of its Panag prospect,

(together, the "Documents")

where the Documents were lodged with the Australian Stock Exchange ("ASX") under Listing Rule 5 or were contained in a prospectus lodged with ASIC.

**Schedule C**

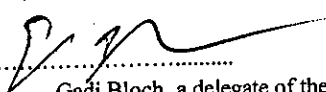
1. The Independent Valuation Report:
  - (a) accurately and appropriately uses the information derived or obtained from the Documents; and
  - (b) states that source, date and author of the information derived from the Documents.
2. The Independent Valuation Report includes a prominent statement to the effect that a person referred to in Schedule B has not consented to the inclusion of the information in the Independent Valuation Report because the information was not intended for inclusion in the Prospectus or the Independent Valuation Report.

**Interpretation**

For the purposes of this instrument "Independent Valuation Report" means that report prepared by Exploration Services International for inclusion in the Prospectus to be issued by the Company.

Dated this 29<sup>th</sup> day of June 2001.

Signed: .....

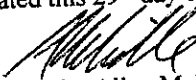
  
Gadi Bloch, a delegate of the  
Australian Securities and Investments Commission

01/0799

## Australian Securities and Investments Commission

Corporations Law - Subsection 1454(2), Paragraph 601QA(1)(b) and Subsection 1084(6) - Variation  
Pursuant to subsection 1454(2), paragraph 601QA(1)(b) and subsection 1084(6) of the Corporations Law, the Australian Securities and Investments Commission hereby varies the instrument dated 30 June 2000 and executed by Mr Frank Varga, granting relief in relation to the undertaking known as the Mullens Highlander Equity Fund, by replacing the date "1 July 2001" (twice occurring) with the date "30 September 2001".

Dated this 29<sup>th</sup> day of June 2001

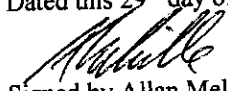
  
Signed by Allan Melville

as a delegate of the Australian Securities and Investments Commission

0170800

Australian Securities and Investments Commission

Corporations Law - Subsection 1454(2), Paragraph 601QA(1)(b) and Subsection 1084(6) - Variation  
Pursuant to subsection 1454(2), paragraph 601QA(1)(b) and subsection 1084(6) of the Corporations Law, the Australian Securities and Investments Commission hereby varies the instrument dated 30 June 2000 and executed by Mr Frank Varga, granting relief in relation to the undertaking known as the Mullens Master Fund, by replacing the date "1 July 2001" (twice occurring) with the date "30 September 2001".  
Dated this 29<sup>th</sup> day of June 2001



Signed by Allan Melville  
as a delegate of the Australian Securities and Investments Commission