



Commonwealth of Australia



**ASIC**

Australian Securities &  
Investments Commission

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### Change of company status – page 56

#### Corrigendum:

ASIC Gazette 6/01 (Special) had a typographical error in the header on page 1.

It should have read: **ASIC 6/01, Thursday, 26 July 2001**

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

Pursuant to subsection 741(1) of the Corporations Law the Australian Securities and Investments Commission hereby varies ASIC Class Order [CO 00/221] by substituting "31 July 2002" for "31 July 2001" in paragraph 5 of Schedule B of that Class Order.

Dated the 11th day of July 2001.

*Brendan Byrne*

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

Australian Securities and Investments Commission

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Corporations Law — Paragraph 741(1)(a) — Exemption

Under paragraphs 601QA(1)(a) and 741(1)(a) of the Corporations Law (the Law), the Australian Securities and Investments Commission (ASIC) hereby gives the following exemptions on the conditions specified in relation to each of them for the period from 1 March 2001 until 30 June 2001, inclusive.

1 Interpretation

In this instrument:

“accessible investments” means assets that may be held through an IDPS-like scheme, including accessible securities.

“custodian” means a person that holds property of the IDPS-like scheme and who may also be the responsible entity of the scheme.

“disclosure document” means a prospectus, a profile statement or an offer information statement a copy of which is lodged with ASIC, a notice required by subsection 1043B(1) of the Law, or a document required by an instrument under section 601QA, section 741 or section 1084 of the Law setting out information about offers of securities.

“IDPS” has the same meaning as in ASIC class order 00/210 dated 4 March 2000.

“IDPS-like scheme” means the SUMMIT Master Trust Personal Investment Plan ARSN 088 984 874, a registered managed investment scheme that has a constitution that provides that:

- (a) a member may direct that an amount of money corresponding to part or all of the amount invested by the member in the scheme be invested in specified securities (“accessible securities”) or other accessible investments; and
- (b) the distributions of capital and income from the scheme to the member in relation to their interests in the scheme will be determined by reference to amounts received by the custodian in relation to the accessible investments acquired in accordance with that direction;

“issuer” means a person who is capable of issuing, transferring or making available accessible securities.

“NCS” has the same meaning as in ASIC class order 00/211 dated 4 March 2000.

2 Responsible entity

NMMT Limited ABN 42 058 835 573, the responsible entity of the SUMMIT Master Trust Personal Investment Plan ARSN 088 984 874, and each other person who causes or authorises the issue of a prospectus for an interest in the scheme is exempt from Divisions 2, 3, 3A, 5 and 6 of Part 7.12 and Parts 6D.2 and 6D.3 of the Law for:

- (a) the offer of an interest in the IDPS-like scheme made under a regular savings facility and made to persons who were members of the IDPS like-scheme and participants in the regular savings plan facility on 28 February 2001 ; and
- (b) offers of accessible securities or interests in accessible securities through the IDPS-like scheme (except where the person is the issuer of those securities),

to the extent that those provisions may require a prospectus for interests in the scheme to contain information about the accessible securities ~~on the following conditions:~~

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- (c) the responsible entity of the IDPS-like scheme must take all reasonable steps to cause the scheme to be wound up as soon as possible;
- (d) All prospectuses for offers of interests in the scheme will include:
- (i) such information as members would reasonably require to understand any differences between the rights of a holder of accessible investments and the rights of a member of the scheme in respect of accessible investments;
  - (ii) a statement setting out the member's right to disclosure about accessible investments;
  - (iii) a statement setting out the member's right to elect to receive copies of communications sent to holders of accessible investments including those communications which the holder may elect to receive;
  - (iv) if the prospectus does not specify which investments may be accessed through the IDPS-like scheme — a statement that a separate document specifying those investments will be provided on request without charge;
  - (v) a prominent statement to the effect that:  
  
“The total fees and charges you will pay will include the costs of this service as well as the cost of any investment you choose. It is important that you understand the fees of any investment you choose, and that those fees are in addition to the fees charged by us for the service, together with transaction and account costs incurred on your behalf. The costs of the investments you choose will generally be set out in a disclosure document for the investments”;
  - (vi) examples based on estimates of the total of fees, charges and expenses of the IDPS-like scheme and the securities accessed through the scheme. The estimate of the total must be expressed as a proportion of the total price paid in acquiring the securities through the scheme. The responsible entity must have reasonable grounds for believing that the estimates of the fees, charges and expenses are within the range typically charged for securities of the relevant kind. The examples must cover a range of securities that may be acquired through the scheme. They need not refer to actual or identified securities; and
  - (vii) if withdrawal requests are allowed for by the scheme's constitution — such information as would enable members to understand how withdrawal requests will be dealt with where the request relates to an investment which is subject to a minimum holding requirement or the realisation of which might otherwise adversely affect members other than the requesting member.
- (e) The responsible entity will give a member on request a copy of all communications that are required by law to be given to the holder of an accessible investment (including communications that are required to be given on request) where that accessible investment has been acquired at the direction of the member. The member may make a request in relation to a particular communication or a standing request in relation to a class of communications. The responsible entity must provide the communications as soon as practicable after the information is received or otherwise becomes available to be provided to the member.
- (f) The responsible entity will not and will ensure that the custodian does not acquire accessible investments as part of the scheme that are:
- (i) interests in a managed investment scheme that is not a registered scheme; or
  - (ii) interests in a scheme that would be a managed investment scheme but for paragraph (e) of the definition of “managed investment scheme” in section 9 of the Law; or
  - (iii) prescribed interests if the responsible entity is not reasonably satisfied that there is an approved deed for those prescribed interests;
- unless:
- (iv) in relation to a particular member, the responsible entity is reasonably satisfied that if that member had invested directly in the scheme, the scheme would not have been required to have been registered or an approved deed would not have been required to have been in force for that scheme; and
  - (v) so far as the responsible entity is aware or has reason to suspect, if all interests in the scheme held by a custodian or under an IDPS or a NCS had been held in the scheme directly the scheme would not have been

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required to be registered or (in the case of prescribed interests) an approved deed would not have been required to be in force for that scheme.

Note: Under section 601ED a managed investment scheme does not generally need to be registered if it has no more than 20 members. If interests held through IDPS, IDPS-like schemes and NCS had been acquired directly, the scheme may have required registration as it may have had more than 20 members.

- (g) The responsible entity will ensure the custodian does not acquire accessible securities as part of the scheme unless the responsible entity is reasonably satisfied that either:
- (i) the issuer of the disclosure document for the accessible securities has given its prior written agreement to the use of the disclosure document as disclosure to members and prospective members of the scheme; or
  - (ii) the disclosure document indicates that the issuer of the securities authorises the use of the disclosure document as disclosure to members and prospective members of the IDPS-like scheme or a class of schemes which includes the IDPS-like scheme; and
- (h) The responsible entity will ensure the custodian does not acquire accessible investments as part of the scheme unless the responsible entity is reasonably satisfied that either:
- (i) the client has been given a copy of the disclosure document for the accessible investments that would have been required had the investments been offered to the client directly at the time of the acquisition of the accessible investments; or
  - (ii) the accessible investments could lawfully have been offered and issued or sold, as the case may be, to the client directly without the client being required to have received a disclosure document; and the responsible entity has no reason to suspect that a disclosure document would have been required if all other holdings by a custodian or by a custodian under an IDPS or NCS in the investments had been acquired by the relevant clients directly.

Note: Under section 601ED a managed investment scheme does not generally need to be registered if it has no more than 20 members. As an interest in an unregistered scheme is not a security under section 92, the issue of interests in an unregistered managed investment scheme will not require disclosure (see subsection 92(3)(c) and subsection 700(1)). If interests held through IDPS, IDPS-like schemes and NCS had been acquired directly, the scheme may have required registration as it may have had more than 20 members. Offers of interests in such a registered managed investment scheme would require a disclosure document unless they were offers that did not need disclosure because of section 708.

- (i) The responsible entity will:
- (i) give each member a quarterly report within one month after the end of 31 March, 30 June, 30 September and 31 December in each year (the quarter day) unless the quarter day is the end of a financial year; or
  - (ii) give electronic access to the information referred to in subparagraph 2(k) on a substantially continuous basis to members who:
    - (A) have agreed to obtain information concerning transactions and holdings through the scheme electronically in lieu of receiving a quarterly report; and
    - (B) the responsible entity has no reason to doubt can electronically access this information on a substantially continuous basis.
- (j) The quarterly report must contain information about:
- (i) all transactions carried out at the direction of a member or on their behalf during the quarter;
  - (ii) the quantity and value of assets held through the IDPS-like scheme by the member and corresponding liabilities on the quarter day, the value of assets being determined as follows:
    - (A) for financial assets ("financial assets" has the same meaning as that term has in paragraph 21.1 of Accounting Standard AASB 1033 "Presentation and Disclosure of Financial Instruments") — net market value (being the amount which could be expected to be received from the disposal of the asset

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in an orderly market after deducting costs expected to be incurred in realising the proceeds of such a disposal); and

- (B) for all other assets — the value which would be shown in the books of the scheme; and
- (iii) the revenue and expenses of the member in relation to the IDPS-like scheme and assets held through the scheme by the member during the quarter.
- (k) The following information must be accessible electronically if electronic access is provided instead of quarterly reports:
  - (i) all transactions which the member has conducted through the IDPS-like scheme for a period of at least one year (or such shorter period as they have been a member) up to a date no more than 48 hours (excluding hours on a day that is not a business day) before the time of access;
  - (ii) the quantity and value of assets held through the IDPS-like scheme by the member and corresponding liabilities (valued in accordance with subparagraph 2(j)(ii)) at a time no more than 48 hours (excluding hours on a day that is not a business day) before the time of access;
  - (iii) the revenue and expenses of the member in relation to the IDPS-like scheme and assets held on account of the member during a period of at least one year (or such shorter period as they have been a member) up to a date no more than 48 hours (excluding hours on a day that is not a business day) before the time of access; and
  - (iv) the time at which the information is current.
- (l) The responsible entity will give or cause to be given to each member within three months of the end of each financial year:
  - (i) an annual report setting out information as required for the quarterly report but as at the end of the financial year and in relation to services and assets held during the financial year; and
  - (ii) a copy of the annual audit report prepared by a registered company auditor.
- (m) The annual audit report must:
  - (i) state that the auditor has performed such tests and procedures as are necessary to obtain reasonable assurance that:
    - (A) accounting procedures and internal controls of the responsible entity, each custodian and any other relevant person acting on behalf of the responsible entity were designed and operated effectively to ensure that individual members' annual reports generally are not materially misstated; and
    - (B) the aggregate of assets, liabilities, revenue and expenses shown in the members' annual reports have been properly reconciled to the corresponding amounts shown in the audited statements of the custodian; and
  - (ii) set out the auditor's opinion as to whether or not the auditor has any reason to believe that any member's annual report is materially misstated.

For the purposes of these conditions:

- (n) a document is taken as given to a person:
  - (i) when it is received by that person or their agent, other than the responsible entity or its associates; or
  - (ii) when it may reasonably be expected to be received by that person or their agent, other than the responsible entity or its associates; or
  - (iii) if there is no way of sending the document that may reasonably be expected to result in it being received by that person or their agent, other than the responsible entity or its associates — when all reasonable steps are taken to send it to that person or their agent, other than the responsible entity or its associates; or

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- (iv) when the person is given by email a hypertext link to a document where:
  - (A) the person has agreed to receive documents in that form and not revoked that agreement;
  - (B) the responsible entity has no reason to suspect that the person is unlikely by mere scrolling or use of direct hypertext links to be able to see all of the contents of the document directly or indirectly by using the emailed hypertext link;
  - (C) the document can be downloaded free of charge (excluding any normal fees payable to the recipient's internet service provider); and
  - (D) the hypertext link is accompanied by a prominent statement to the effect that the recipient is advised to access the document and download it;
- (o) a document is taken as having been given if:
  - (i) a copy of the document is given in accordance with paragraph (n); and
  - (ii) the giver takes reasonable steps to ensure that the document received by the person is complete and unaltered; and
- (p) a document is taken to be a copy of another document regardless of:
  - (i) immaterial differences in the sequence in which information is presented;
  - (ii) prompts and links if they are not likely to:
    - (A) cause a reasonable person to confuse the contents of the document with another document; or
    - (B) reduce the likelihood of a reasonable person reading any part of the document;
  - (iii) the absence from (or simplification in) the document of graphics of a promotional or decorative nature; and
  - (iv) the inclusion in the document of codes or features to control the display of the document which do not otherwise alter the sense or content of the document.

And the responsible entity of the IDPS-like scheme is also exempt from subsection 601FC(4) of the Law where and for so long as:

- (a) in relation to a particular member, the responsible entity is reasonably satisfied that if that member had invested directly in the other managed investment scheme, that scheme would not have been required to be registered; and
- (b) so far the responsible entity is aware or has reason to suspect, if all interests in that scheme held by a custodian or under an IDPS or a NCS had been held in the scheme directly the scheme would not have been required to be registered.

Note: Under section 601ED a managed investment scheme does not generally need to be registered if it has no more than 20 members. If interests held through IDPS, IDPS-like schemes and NCS had been acquired directly, the scheme may have required registration as it may have had more than 20 members.

### 3 Issuers of accessible securities.

An issuer is exempt from Divisions 2, 3, 3A, 5 and 6 of Part 7.12 and Parts 6D.2 and 6D.3 of the Law for offers of accessible securities or interests in accessible securities through an IDPS-like scheme to the extent that those provisions require a disclosure document to include information about the scheme or the rights attached to the securities where they differ from the rights that a person would have if they acquired the securities directly, on the following conditions and for so long as they are met:

- (a) The issuer has lodged (if required) and registered (where registrable) a disclosure document for the securities that complies with the Law.

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- (b) The issuer has either:
- (i) agreed in writing with the responsible entity of the IDPS-like scheme to the use of the disclosure document as disclosure to members and prospective members of the scheme; or
  - (ii) stated in the disclosure document that the issuer authorises the use of the disclosure document as disclosure to members and prospective members of the IDPS-like scheme or a class of schemes, which includes the IDPS-like scheme.
- (c) The issuer must:
- (i) where there is an agreement of the kind referred to in subparagraph 3(b)(i) — promptly notify each responsible entity; and
  - (ii) where the disclosure document contains an authorising statement of the kind referred to in subparagraph 3(b)(ii) — promptly notify each applicant for securities who could reasonably be suspected of being a responsible entity or a custodian of an IDPS-like scheme,
- if, except as previously disclosed to the responsible entity or applicant:
- (iii) a supplementary or replacement document has been lodged in relation to the disclosure document;
  - (iv) the issuer would not be permitted by the Law to make offers of securities under the disclosure document; or
  - (v) the disclosure document is withdrawn before its original expiry.
- (d) The issuer must obtain an undertaking in writing from each person who the issuer is aware is the responsible entity of an IDPS-like scheme that the entity will comply with the conditions set out in paragraph 2 of this instrument. Where the issuer receives an application for securities from a person who could reasonably be suspected of being a responsible entity of an IDPS-like scheme or a custodian in relation to which the issuer does not have such undertakings, the issuer must ask the applicant whether they are applying in connection with an IDPS-like scheme.
- (e) The issuer must retain a copy of the undertaking for 7 years after the issuer last issued any securities to a custodian of the relevant IDPS-like scheme.
- (f) The issuer must not issue securities through an IDPS-like scheme if the issuer is aware of any non-compliance by the responsible entity of the scheme with the conditions contained in paragraph 2 of this instrument.

Dated the 28th day of February 2001



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



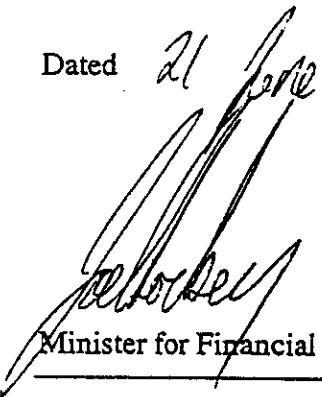
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## Corporations (Exempt Stock Market HCCU Limited) Declaration 2001

I, JOSEPH BENEDICT HOCKEY, Minister for Financial Services and Regulation,  
make this Declaration under subsection 771 (1) of the Corporations Law.

Dated *21 June* 2001

  
Minister for Financial Services and Regulation

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Section 1

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1 Name of Declaration

This Declaration is the *Corporations (Exempt Stock Market — HCCU Limited) Declaration 2001*.

2 Commencement

This Declaration commences when it is made.

3 Definitions

In this Declaration:

*HCCU stock market* means the stock market, conducted by the issuer and the operator, in securities.

*issuer* means Holiday Coast Credit Union Limited (ACN 087 650 164).

*market participant* means a person who has made, or who makes, an offer to buy or sell securities through the HCCU stock market.

*operator* means CUSCAL Corporate Services Proprietary Limited (ACN 074 570 871).

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

*rules* means the rules dated 1 May 2001 for the conduct of the HCCU stock market, as amended from time to time.

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

*supervisor* means:

- (a) the person appointed under subsection 12 (1); or
- (b) if there is no appointment in force under that subsection, Smith Peacock and Henshaw, Chartered Accountants.

*supervisor agreement* means the agreement between the operator and the supervisor dated 26 April 2001.

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

4 Application

This Declaration applies to the securities issued by the issuer (while the issuer was not a listed company) pursuant to an offer information statement dated 11 September 2000.

*Note* For the meaning of *offer information statement*, see section 9 and subsection 709 (4) of the Corporations Law.

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**5 Declaration**

The HCCU stock market is, subject to the conditions specified in this Declaration, an exempt stock market.

**6 Amendment of rules**

- (1) As soon as practicable after an amendment is made to the rules, the operator must lodge a written notice of the amendment with ASIC.
- (2) The notice must:
  - (a) set out the text of the amendment; and
  - (b) specify the date on which the amendment was made; and
  - (c) contain an explanation of the purpose of the amendment.
- (3) If no notice is lodged under subsection (1) before the end of 21 days after the amendment is made, the amendment ceases to have effect.
- (4) If, before the end of 28 days after notice of an amendment to the rules is lodged under subsection (1), ASIC, by written notice given to the operator, disallows the amendment, the amendment ceases to have effect for the purposes of this Declaration.

**7 Duties of issuer**

- (1) The issuer must:
  - (a) comply with the rules; and
  - (b) notify the operator, in writing, as soon as possible after becoming aware of information:
    - (i) that is not generally available; and
    - (ii) that a reasonable person would expect, if it were generally available, to have a material effect on the price or value of securities; and
    - (iii) that is not required to be included in a prospectus or a supplementary or replacement prospectus; and
  - (c) open and maintain a trust account for the holding of money received from market participants who buy securities through the HCCU stock market; and
  - (d) take reasonable steps to ensure that any employee, contractor or agent of the issuer does not provide investment advice to investors or potential investors in relation to securities; and
  - (e) notify ASIC and the operator, in writing, of a breach of the Corporations Law, this Declaration or the rules before the end of 7 days after the issuer becomes aware of the breach.
- (2) The issuer must not permit any of its securities to be quoted on a securities exchange.

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**8 Duties of operator**

The operator must:

- (a) comply with the following:
  - (i) the rules and conditions of its dealers licence;
  - (ii) the rules;
  - (iii) this Declaration; and
- (b) notify ASIC and the issuer, in writing, of a breach of the Corporations Law, this Declaration or the rules before the end of 7 days after the operator becomes aware of the breach.

**9 Duties of market participants**

A market participant must participate in the HCCU stock market in accordance with the rules.

**10 Conduct of HCCU stock market**

Unless ASIC directs in writing otherwise, the HCCU stock market must be conducted by the issuer and the operator in the manner stated in:

- (a) the rules; and
- (b) the application to ASIC to conduct an exempt stock market for the purposes of section 771 of the Corporations Law.

**11 Internal management and market systems**

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

- (a) to give reasonable assurance to ASIC that this Declaration will be complied with; and
- (b) to meet any liabilities that the issuer or the operator may incur in conducting the HCCU stock market.

**12 Function and appointment of supervisor**

- (1) The supervisor must monitor the compliance of the issuer, the operator and the market participants with the Corporations Law, this Declaration and the rules.
- (2) The operator must not appoint a person as supervisor unless:
  - (a) the operator reasonably considers that the person is appropriately qualified and independent of the issuer; and
  - (b) ASIC has approved the proposed appointment of the person in writing.
- (3) If the appointment of the supervisor is terminated for a reason other than as a result of a direction from ASIC to do so, the operator must:
  - (a) notify ASIC immediately, in writing, of the termination; and

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- (b) as soon as practicable after the termination, appoint, in writing, another person as supervisor.
- (4) If ASIC:
  - (a) gives to the supervisor a written direction that the supervisor agreement must terminate on a particular date; and
  - (b) gives to the operator notice that it has given such a direction to the supervisor;  
the supervisor agreement terminates on that date.

**13 Statements to ASIC**

- (1) The issuer and the operator must give to ASIC, either jointly or individually, a statement, signed by or for the directors of the issuer and the operator, of:
  - (a) the extent to which the issuer and the operator have complied with this Declaration and the rules; and
  - (b) any other matter that ASIC requires the issuer and the operator, in writing, to include in the statement.
- (2) A statement must be given for each statement period, whether or not the HCCU stock market is conducted in that period.
- (3) If the HCCU stock market is not conducted in a statement period, the statement for that period must contain the words 'nil return'.
- (4) A statement must be given to ASIC before the end of 1 month after the end of the statement period for which the statement is made.
- (5) A statement must include a certificate issued by the supervisor to the effect that, in the opinion of the supervisor, the statement is accurate.
- (6) For the purposes of subsection (5), the supervisor may conduct any investigation that the supervisor considers reasonable.
- (7) In this section:  
*statement period* means:
  - (a) the period of 12 months beginning on the day when this Declaration is made (the *first period*); and
  - (b) each period of 12 months after the end of the first period.

**14 Other information to be given by issuer and operator**

- (1) The issuer or the operator must notify ASIC and the supervisor, in writing, of the occurrence of any of the following events, before the end of 7 days after the event:
  - (a) a breach by the issuer or the operator of this Declaration;

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- (b) the conviction of a director or executive officer of the issuer or the operator involving:
    - (i) fraud or dishonesty; or
    - (ii) failure to comply with the Corporations Law;
  - (c) the insolvency of a director or executive officer of the issuer or the operator.
- (2) The issuer or the operator must give to ASIC and to the supervisor written particulars of:
- (a) any refusal by the issuer or operator to allow market participants access to the HCCU stock market; and
  - (b) any disciplinary action taken by the issuer or operator for a breach by a market participant of the Corporations Law, this Declaration or the rules.
- (3) Particulars under subsection (2) must be given by the issuer or the operator as soon as practicable after the refusal or disciplinary action.
- (4) Subsection (5) applies if the issuer or operator reasonably believes that a person has committed, is committing or is about to commit:
- (a) a breach of the Corporations Law, this Declaration or the rules in relation to the HCCU stock market; or
  - (b) any other conduct that has had, or may have, an adverse effect on a market participant or the HCCU stock market.
- (5) The issuer or the operator must give to ASIC and to the supervisor written particulars of:
- (a) the actual or anticipated breach or conduct; and
  - (b) the grounds for believing that the breach or conduct has been, is being or is about to be, committed.
- (6) Particulars under subsection (5) must be given as soon as reasonably practicable after the issuer or the operator becomes aware of the actual or anticipated breach or conduct.

**15 Suspension of operation of exempt stock market**

- (1) The issuer and the operator must suspend the operation of the HCCU stock market, or take other appropriate action that is in the best interests of market participants, if:
- (a) the issuer or the operator suspects that improper practices that may adversely affect a market participant, or the HCCU stock market, are occurring, or are about to occur, in the market; or
  - (b) there are breaches of the Corporations Law, this Declaration or the rules in relation to the operation of the HCCU stock market.

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

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

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

- (a) the premises where the HCCU stock market is conducted; and
- (b) any document relating to the HCCU stock market that the issuer, operator or supervisor has in its possession.

**17 Risk disclosure statements**

The issuer must not accept an offer from a market participant to buy or sell securities unless the issuer has given a copy of the risk disclosure statement to the market participant.

**18 Termination of HCCU stock market**

Termination of the HCCU stock market must be in accordance with the rules.



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**ASIC**

Australian Securities & Investments Commission

**THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION  
CORPORATIONS LAW  
SECTION 830**

**BANNING ORDER**

**TO: GRAEME CHARLES BAILEY**  
37 Claymore Crescent  
SORRENTO QLD 4217

I refer to the Notice of Hearing under Section 837 of the Corporations Law, ("the Law"), dated 8 June 2001 served upon you, **GRAEME CHARLES BAILEY**, and the Areas of Concern identified in that Notice.

As a delegate of the Australian Securities and Investments Commission ("Commission") I now make the following **ORDER against GRAEME CHARLES BAILEY** pursuant to subsection 830(1) of the Law:

Pursuant to the power contained in paragraphs 829(f) and (g) of the Law, the Commission **PERMANENTLY PROHIBITS GRAEME CHARLES BAILEY** from doing any act as a representative of a securities dealer or of an investment adviser, including holding himself out to be such a representative.

Dated 28 June 2001

**Signed by Niall F Coburn**  
as a delegate of the Australian Securities and Investments Commission



0 1 / 0 8 9 7

**AUSTRALIAN SECURITIES & INVESTMENTS COMMISSION**  
**ORDER**

**PURSUANT** to subsection 1190(a) of the Corporations Law, the Australian Securities and Investments Commission **HERBY** revokes dealers licence number 172390 held by Udler Holdings Pty Limited (Deregistered).

Dated: 11<sup>th</sup> July 2001

Jeffrey Scott



Delegate of the Australian Securities & Investment Commission.

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

01/0898

Pursuant to subsection 655A(1) of the Corporations Law ("the Law") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Law shall apply in relation to the person specified in Schedule A in the case specified in Schedule B as if subsection 631(1), as amended by the declaration dated 9 July 2001 in relation to the person specified in Schedule A and signed by Gadi Bloch as a delegate of ASIC, was modified by omitting the words "and four business days" and substituting the words "and six business days".

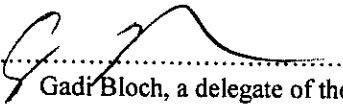
**Schedule A**

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

**Schedule B**

The takeover bid by Senetas for all the ordinary shares in Kusp Limited (ACN 090 863 559) in respect of which a bidder's statement was lodged with the Commission on 25 June 2001, and where Senetas has provided an undertaking to ASIC that it will notify ASX of the effect of this instrument as soon as is reasonably practicable.

Dated this 13<sup>th</sup> day of July 2001.

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

0 1 / 0 8 9 9

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

Pursuant to paragraph 655A(1)(a) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons named in Schedule A from subsection 638(5) of the Law in relation to the statements mentioned in Schedule B on the conditions specified in Schedule D, insofar as subsection 638(5) would require consent for the inclusion of those statements in the document referred to in Schedule C.

**SCHEDULE A**

Howard Smith Limited (ACN 004 071 845) ("Howard Smith") and its directors.

**SCHEDULE B**

A statement or statements made in the Target's Statement which are made in, or based on statements made in, any document or announcement by:

- (a) Wesfarmers or any of its related bodies corporate; or
- (b) any other person in relation to Wesfarmers or any of its related bodies corporate, or their assets, operations or issued securities;

where that document or announcement has been lodged with ASIC or Australian Stock Exchange Limited.

**SCHEDULE C**

A target's statement to be lodged with ASIC on or about the date of this instrument by Howard Smith ("Target's Statement") in response to a takeover bid by Wesfarmers Retail Pty Limited (ACN 097 092 085) ("Wesfarmers").

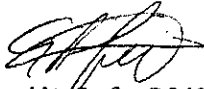
**SCHEDULE D**

1. The Target's Statement must either:
  - (a) inform people of their right to obtain a copy of a document referred to in Schedule B of this instrument; or
  - (b) include a copy of the document.
2. If the Target's Statement informs people of their right to obtain a copy of the document, Howard Smith must give a copy of the document free of charge to anyone who asks for it during the offer period.

01/0899

3. The Target's Statement states that a person who has made a statement referred to in Schedule B of this instrument has not consented to the statement being included in or accompanying the Target's Statement in the form and context in which it is included.

Dated this 13 th day of July, 2001.



Signed by Stefan Pfeifle  
a delegate of the Australian Securities and Investments Commission.

**Australian Securities and Investments Commission 0 1 / 0 9 0 0**  
**Corporations Law - Subsection 655A(1) - Declaration**

Pursuant to subsection 655A(1)(b) of the Corporations Law ("Law"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Law applies to the person specified in Schedule A in the case referred to in Schedule B as if item 12 of the table in subsection 633(1) of the Law were modified by omitting the words "no later than 15 days" and substituting the words "no later than 21 days".

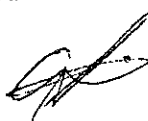
Schedule A

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

Schedule B

Howard Smith's target statement relating to the off market bid by Wesfarmers Retail Pty Limited ACN 097 092 085 for all of the fully paid ordinary shares in Howard Smith in respect of which a bidder's statement was lodged with ASIC on 13 June 2001.

Dated this 13<sup>th</sup> day of July 2001.



Signed by Stefan Pfeifle  
A delegate of the Australian Securities and Investments Commission

01/0901

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

**TO:** Kee Financial Services Pty Ltd, ACN: 003 273 087 ("the Licensee")  
157 Brisbane St  
Dubbo NSW 2830

Pursuant to paragraph 825(C) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes Licence Number 11846 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 16<sup>th</sup> day of July 2001.

Signed  .....

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

01/0902

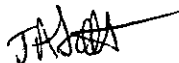
**AUSTRALIAN SECURITIES & INVESTMENTS COMMISSION  
ORDER**

**PURSUANT** to subsection 1190(a) of the Corporations Law, the Australian Securities and Investments Commission **HERBY** revokes dealers licence number 11983 held by Fimat Australia Pty Limited (Deregistered).

Dated: 16<sup>th</sup> July 2001

Jeffrey Scott

Delegate of the Australian Securities & Investment Commission.



01/0903

**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  
Korora Bay Village Limited ACN 001 779 200**

**Schedule B**

The operation of a time-sharing scheme (the "Scheme") known as "Korora Bay Village Resort" conducted at property situated at James Small Drive, Coffs Harbour in the State of New South Wales, 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 other than as set forth in paragraph (6) of this Schedule B;
- (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 other than as set forth in paragraph (6) of this Schedule B;
- (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;
- (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; and
- (6) where Flexi-Point Holidays Limited ACN 059 189 150 and any related entity thereof (other than the Club) collectively hold more than 10% by value or number of all the interests in the Scheme and are entitled to vote more than 10% of the votes that may be cast on a resolution of the members of the Club, such voting shall be permitted on the condition that the requirements imposed by paragraph (7) in Schedule C shall apply.

**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;



01/0903

- (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;

01/0903

- (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) currently have made application, and become no later than 17 July 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;
- (7) (a) Subject to paragraph 7(b) hereof, Flexi-Point Holidays Ltd ACN 059 189 150 (Flexi-Point) and any related entity must not vote in excess of 10% of the votes it is entitled to cast at a meeting of the Club in relation to any motion or resolution moved by or on behalf of:
- (i) Flexi-Point;
  - (ii) any related entity of Flexi-Point; or
  - (iii) any person acting in concert or at the invitation of Flexi-Point or any related entity of Flexi-Point.

- (b) Paragraph 7(a) hereof does not apply where the motion or resolution moved by or on behalf of any entity listed in paragraph 7(a)(i)-(iii) relates to a motion or resolution to which ASIC has declared in writing paragraph 7(a) does not apply.
- (c) To avoid doubt, it is expressly declared Flexi-Point and any related entity may cast any number of votes it may be entitled to at any meeting of the Club in relation to any proposed motion or resolution not moved by or on behalf of one of the persons referred to in paragraph 7(a)(i)-(iii) of this Schedule C.

#### 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;

"Related entity" has the meaning given to it in section 9 of the Corporations Law.

Dated this 17<sup>th</sup> day of July 2001



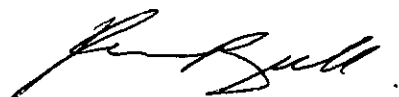
Signed by William George Armstrong  
as a delegate of the Australian Securities and Investments Commission

## DECISION

0 1 / 0 9 0 4

Following a hearing offered to the respondent to be held at 10.30am on Wednesday 11 July 2001 at the premises of the Australian Securities & Investments Commission (ASIC) at 240 Queen Street Brisbane and upon consideration of submissions made by ASIC and with no appearance or written submissions made by the Respondent,

I, KENNETH JAMES BULL, a delegate duly authorised by ASIC by this written order and pursuant to subsection 830(1) of the Corporations Law do hereby permanently prohibit Desmond John Trindall from doing an act as a representative of a securities dealer or as a representative of an investment adviser. This order shall take effect immediately.



**KENNETH JAMES BULL**  
**ASIC DELEGATE**  
17 July 2001

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

01/0905

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

1. item 2(d)(ii) of section 611 was omitted and the following paragraph substituted:
  - "(ii) subject only to one or both of the following:
    - (A) any conditions that relate only to the occurrence of an event or circumstance referred to in subsection 652G(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."; paragraph 630(4) was modified by omitting the words "publishing" and "publish" and substituting in their place "giving" and "give" respectively;
- 9. 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**

Vantek (VRB) Technology Corp ("Bidder").

**SCHEDULE B**

The takeover bid by the Bidder for all the ordinary shares in Pinnacle VRB Limited (ABN 75 060 111 784) 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 18<sup>th</sup> day of July 2001.

Signed: *Melinda Northrop*.....

Melinda Northrop, as a delegate of the  
Australian Securities and Investments Commission

01/0906

**Australian Securities and Investments Commission**

**Corporations Act 2001 - Subsections 655A(1), 669(1) and 673(1) - Declarations**

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

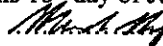
**SCHEDULE A**

Vanteck (VRB) Technology Corp ("Bidder") and its related bodies corporate.

**SCHEDULE B**

Ordinary shares in Pinnacle VRB Limited (ABN 75 060 111 784).

Dated this 18<sup>th</sup> day of July 2001.

Signed:  .....

Merinda Northrop, as a delegate of the  
Australian Securities and Investments Commission

Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 655A(1)(b) – Declaration

0 1 / 0 9 0 7

Pursuant to paragraph 655A(1)(b) of the Corporations Act 2001 ("Act"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies in relation to the persons specified in Schedule A, in the case referred to in Schedule B, as if subsection 609(1) of the Act was modified or varied by inserting the following words in a new paragraph at the end of subsection 609(1):

"For the purposes of this subsection, a mortgage, charge or other security includes a negative pledge."

**Schedule A**

ABN AMRO Australia Limited ABN 78 000 862 797 (the "Senior Agent").

ABN AMRO Bank NV., Australian Branch ARBN 079 478 612.

Australia and New Zealand Banking Group Limited ABN 11 005 357 522.

The Chase Manhattan Bank (trading as JP Morgan) ABN 43 074 112 011.

Stanwell Corporation Limited ABN 37 078 848 674.

Westdeutsche Landesbank Girozentrale (Sydney Branch) ABN 70 076 170 039.

**Schedule B**


Relevant interest in ordinary shares of Australian Magnesium Corporation Limited ABN 51 010 441 666 ("AMC") by the persons specified in Schedule A, arising by virtue of entry into and performance of an Equity Contribution Deed whereby Normandy Mining Limited ABN 86 009 295 765 ("Normandy") undertakes, for a certain period, not to dispose of its fully paid ordinary shares in the capital of AMC ("Shares") without the consent of the Senior Agent, that consent not to be unreasonably withheld.

**Interpretation**

For the purposes of this instrument:

1. "Equity Contribution Deed" means a deed of the same name between AMC, Australian Magnesium Operations Pty Limited ABN 38 058 918 175, Normandy and the Senior Agent dated 5 June 2001 and as amended by the Equity Contribution Supplemental Deed dated 19 June 2001.

Dated the 19th day of July 2001

  
.....

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



01/0908

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

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") exempts the persons specified in Schedule A in the case specified in Schedule B from paragraph 636(1)(g) in relation to an offer of convertible notes, on the conversion of which the holder will be paid cash and/or issued with continuously quoted securities of the bidder, as consideration under a bid, to the extent that the paragraph would require the bidder's statement to include all material that would be required for a prospectus for an offer of the convertible notes under section 710, where the bidder's statement:

1. includes all material that would be required for a prospectus for an offer of the underlying continuously quoted securities under section 713; and
2. sets out all matters mentioned in subsection 713(2) in relation to the convertible notes.

**Schedule A**

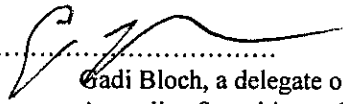
Mayne Health Logistics Pty Ltd ACN 097 064 894 ("Bidder").

**Schedule B**

The takeover bid by the Bidder for ordinary shares in F H Faulding & Co Limited ACN 007 870 984 in respect of which bidder's statements are to be lodged on or about the date of this instrument.

Dated this 19<sup>th</sup> day of July 2001.

Signed: .....

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

01/0909

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

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies in relation to the persons specified in Schedule A in the case specified in Schedule B as if subsection 631(1) was modified by inserting the words "and ten days" after the words "2 months".

**Schedule A**

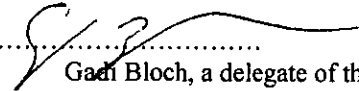
Mayne Health Logistics Pty Ltd ACN 097 064 894 ("Bidder").

**Schedule B**

The announcement made by the Bidder to ASX on 31 May 2001 of proposed takeover bids for all the ordinary shares and options over unissued ordinary shares in F H Faulding & Co Limited ACN 007 870 984.

Dated this 19<sup>th</sup> day of July 2001.

Signed: .....



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

01/0910

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

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("the Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies in relation to the persons specified in Schedule A in the case specified in Schedule B as if:

1. section 605 was modified by inserting the following after subsection 605(2):  

"605(3) For the purposes of this Chapter and Chapters 6A and 6C, options are not to be taken to be a different class of securities than other options merely because of differences in the exercise price or exercise dates of the options."
2. subsection 619(2) was modified by deleting the period at the end of paragraph (e) and inserting the following additional paragraph:  

"(f) any differences in the offers attributable to the fact that the offers relate to options which have different exercise prices or different exercise dates."

And pursuant to subsection 669(1) of the Act ASIC declares that Chapter 6A of the Act applies in relation to the persons specified in Schedule A in the case specified in Schedule B as if:

3. subparagraph 661A(1)(b)(i) was varied by inserting the words "then extant" after the words "bid class".
4. subparagraph 661A(1)(b)(ii) was varied by inserting the words "then extant" after the words "under the bid".

**Schedule A**

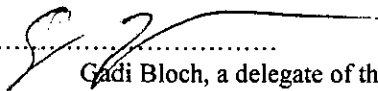
Mayne Health Logistics Pty Ltd ACN 097 064 894 ("Bidder").

**Schedule B**

A takeover bid by the Bidder for options over unissued ordinary shares in F H Faulding & Co Limited ACN 007 870 984 on substantially the same terms as those provided to ASIC on 17 July 2001 and in respect of which a bidder's statement is to be lodged on or about the date of this instrument.

Dated this 19<sup>th</sup> day of July 2001.

Signed: .....

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

01/0911

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

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

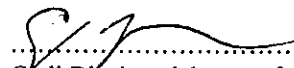
Mayne Health Logistics Pty Ltd ACN 097 064 894 and its related bodies corporate.

**Schedule B**

Ordinary shares in F H Faulding & Co Limited ACN 007 870 984.

Dated this 19<sup>th</sup> July 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 9 1 2

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, either or both of the bidder's statements referred to in Schedule B ("Bidder's Statements"), where F H Faulding & Co Limited ACN 007 870 984 ("Target") or any of its related bodies corporate made the statement in an announcement to the Australian Stock Exchange Limited.

**Schedule A**

Mayne Health Logistics Pty Ltd ACN 097 064 894 ("Bidder") and the directors of the Bidder.

**Schedule B**

The takeover bids by the Bidder for ordinary shares and options over unissued ordinary shares in the Target in respect of which bidder's statements are to be lodged on or about the date of this instrument.

**Schedule C**

1. The Bidder's Statements either:
  - (a) inform people of their right to obtain a copy of an announcement referred to in this instrument; or
  - (b) include a copy of the announcement.
2. If the Bidder's Statements inform 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 Statements state 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 Statements in the form and context in which it is included.

Dated this 19<sup>th</sup> day of July 2001.

Signed:



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

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

0 1 / 0 9 1 3

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

1. item 2(d)(ii) of section 611 was omitted and the following paragraph substituted:
  - "(ii) subject only to one or both of the following:
    - (A) any conditions that relate only to the occurrence of an event or circumstance referred to in subsection 652C(1) or (2);
    - (B) the condition referred to in paragraph 625(3)(c)"
2. item 3(d)(ii) of section 611 was omitted and the following paragraph substituted:
  - "(ii) subject only to any conditions that relate only to the occurrence of an event or circumstance referred to in subsection 652C(1) or (2)."
3. 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."

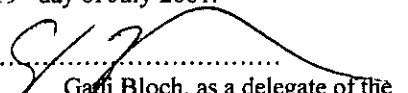
#### SCHEDULE A

Mayne Health Logistics Pty Ltd ACN 097 064 894 ("Bidder").

#### SCHEDULE B

The takeover bids by the Bidder for ordinary shares and options over unissued ordinary shares in F H Faulding & Co Limited ACN 007 870 984 in respect of which bidder's statements are to be lodged on or about the date of this instrument.

Dated this 19<sup>th</sup> day of July 2001.

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



**0 1 / 0 9 1 4**

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

1. Pursuant to paragraph 601QA(1)(a) of the Corporations Act ("the Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons referred to in Schedule A in the case described in Schedule B on the conditions set out in Schedule C from compliance with section 601ED.
2. Pursuant to paragraph 601QA(1)(a) of the Act, ASIC hereby revokes the instrument dated 19 January 2000 issued to the parties in Schedule A in relation to the Scheme referred to in Schedule B.

**SCHEDULE A**

1. Watpac Developments Pty Ltd ACN 011 003 795, William Ronald Nichol, Valmah Joan Nichol; and
2. Any other person who from time to time operates the Scheme who has undertaken to ASIC in writing that they have read and will comply with the conditions set out in Schedule C.
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**

1. Operating a managed investment scheme (the "Scheme") that involves registered proprietors of strata units located at "Inn Cairns" located at 71 - 75 Lake Street, Cairns, Queensland ("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 or invitation:
  - (a) made or issued before 2 March 2000;
  - (b) made or issued after 1 March 2000 and before 1 January 2001 and a Promoter provides to each person to whom the offer or invitation is made at or before the making of the offer or invitation, a document that the Promoter reasonably believes complies with Schedule D that is signed and dated by the person that is operating the serviced apartment, hotel, motel or resort complex ("operator") or, if the operator is not knowingly concerned in the offer or invitation, by a Promoter;
  - (c) made or issued after 31 December 2000 where:
    - (i) the offer or invitation 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 or invitation by a Promoter other than an offer permitted by paragraph (d) or (e);
  - (ca) made or issued after 31 December 2000 where:
    - (i) the offer or invitation is in accordance with a description of intended offers lodged with ASIC prior to the offer or invitation being made or issued, and ASIC has not notified the Promoter in writing that such offer or invitation 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 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 be sold to a person other than to 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;
- (iii) a Promoter provides to each person to whom the offer or invitation is made at or before the making of the offer or invitation, 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 or invitation, by a Promoter; and
- (iv) the document referred to in sub-paragraph (iii) also 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 00/570 (being rights to replace the operators of certain schemes);
  - (B) the 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)."; and
- (d) that is an excluded offer or an excluded invitation or an offer or invitation to which ASIC Class Order 98/1931 or a replacement for that Class Order applies; or
- (e) that would not need disclosure to investors under Part 6D.2 of the Act because of section 708 (other than subsection 708(1)) assuming that the Scheme is registered and that Interests are securities.

#### 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, 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.

#### 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 or invitation;
  - (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.

01/0914

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 rate of return 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 securities licensee or an authorised representative of a securities 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 investments scheme and that, in particular:
- (a) the Scheme is not a registered scheme;
  - (b) the promoter and operator do not have a securities dealers licence; and
  - (c) the Disclosure Statement is not a prospectus containing the information required by the Corporations Act.

Dated 19<sup>th</sup> July 2001



Signed by Paul Eastment  
as delegate of the Australian Securities and Investments Commission

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION  
CORPORATIONS ACT 2001  
SECTION 1113A - DECLARATION

01/0915

PURSUANT to subsection 1113A(1) of the Corporations Act 2001 ("the Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that Division 3 of Part 7.13 of the Act is to apply to the non-marketable securities referred to in the Schedule as if those securities were marketable securities within the meaning of that Division.

And pursuant to subsection 1113A(2) of the Act ASIC hereby declares that Division 3 of Part 7.13 of the Act has effect in its application to the securities referred to in the Schedule as if:

1. section 1097 were modified by:
  - (a) inserting the words "(subject to subsection 1097(5))" after the word "means" in the definitions of "eligible body" and "issuing body" in subsection (1);
  - (b) inserting the following definition after the definition of "legal representative" in subsection (1):

""listed for quotation", in relation to a marketable security or marketable right that is a warrant issued in accordance with Section 8 of the Business Rules of ASX, includes admitted to trading status under those Rules;" ; and
  - (c) inserting the following subsection after subsection 1097(4):


"1097(5) The terms "eligible body" and "issuing body", in relation to a warrant issued in accordance with Section 8 of the Business Rules of ASX, include the Warrant-Issuer under those Rules." ; and
2. section 1097A were modified by omitting subsection 1097A(4) and substituting the following subsection:

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

Schedule

Warrants over the S&P/ASX 200 Share Price Index, being warrants admitted to trading status under Section 8 of the Business Rules of ASX and issued by BNP Paribas Limited (ARBN 000 000 117) pursuant to an Offering Circular substantially in the form of that provided to ASIC on 9 July 2001.

Dated the 20<sup>th</sup> day of July 2001



.....  
Signed by Jennifer O'Donnell

as a delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 655A(1)(b) – Declaration

0 1 / 0 9 1 6

Pursuant to paragraph 655A(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act 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

Brambles Industries Limited ACN 000 129 868 ("Brambles").  
The directors from time to time of Brambles.

SCHEDULE B

The dual listed companies structure which will arise if the merger of Brambles and Brambles Industries plc (a company incorporated in England and Wales with registered number 4134697), in respect of which Brambles issued an Information Memorandum dated 25 June 2001, is implemented.

Dated this 23rd day of July 2001.

Signed by:



.....  
Jeremy C Pearson, as a delegate of ASIC.

Explanatory notes

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

Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 655A(1)(b) – Declaration

01/0917

Pursuant to paragraph 655A(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act 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 Brambles Industries plc registered number 4134697 ("Brambles (UK)").

SCHEDULE B

The dual listed companies structure which will arise if the merger of Brambles Industries Limited ACN 000 129 868 ("Brambles") and Brambles (UK), in respect of which Brambles issued an Information Memorandum dated 25 June 2001, is implemented.

Dated this 23rd day of July 2001.

Signed by:



.....  
Jeremy C Pearson, as a delegate of ASIC.

Explanatory notes

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1. This instrument permits a person making an offer for both the Brambles and Brambles (UK) dual listed entities to acquire voting shares in Brambles (UK) under a procedure (typically a takeover bid) which does not comply with Chapter 6 of the Corporations Act 2001.
2. There are 3 other related instruments dealing with the following:
  - the combined Brambles and Brambles (UK) 20% takeover limit and the 20% single entity takeover limit for Brambles;
  - the association test; and
  - permitting the constitution of Brambles to contain provisions allowing directors to take certain actions to enforce constitutional limits on the acquisition of shares in Brambles.



Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraphs 655A(1)(b) and 673(1)(b) – Declaration

01/0918

Pursuant to paragraph 655A(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies to the persons specified in Schedule A in the case specified in Schedule B, as if:

1. a new definition was inserted in section 9 immediately before the definition of "small proprietary company":  
"**single entity voting power**" in a body corporate has the meaning given by section 610(1A)"; and
2. paragraphs 606(1)(c) and 606(2)(b) were modified by inserting "or single entity voting power" after "voting power"; and
3. A new subsection 608(7A) was inserted immediately after subsection 608(7):

**608(7A)** If 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 (called "the other body corporate"), except where the vote relates to class rights actions or procedural resolutions,

a person who has a relevant interest in voting shares in the other body corporate is taken to have a relevant interest in voting shares in the body corporate corresponding to the number of votes the special voting company would be obliged to cast at a meeting of the body corporate to reflect (applying the then applicable equalisation ratio as defined in the body corporate's constitution) the votes which may be cast on the shares in the other body corporate in which the person has a relevant interest (and any acquisition by a person of a relevant interest in issued voting shares in the other body corporate is deemed to be an acquisition of a relevant interest in issued voting shares in the body corporate); and

4. a new subsection 609(11) was added immediately after subsection 609(10):

**609(11)** A body corporate (called "the body corporate"), another body corporate (called "the other body corporate"), a special purpose body corporate (called "the special voting company") and a public trustee company which holds all the shares in the special voting company do not have a relevant interest in a special voting share (called "the special voting share") merely because:

- (i) the body corporate issues the special voting share to 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 the other body corporate, except where the vote relates to class rights actions or procedural resolutions;
- (iii) disposal of the special voting share is restricted in accordance with a deed entered into between them."; and

5. the definition of *person's and associates' votes* in subsection 610(1) was deleted and the following definition inserted in its place:

***person's and associates' votes*** is the total number of votes attached to all the voting shares in the body corporate (if any) that the person or an associate has a relevant interest in, but in the case where a special voting arrangement is in place whereby:

- (i) the 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 (called "the other body corporate"), except where the vote relates to class rights actions or procedural resolutions;

then *person's and associates' votes* includes the total number of votes attached to all the voting shares in the body corporate in which the person or an associate is taken to have a relevant interest under subsection 608(7A)."; and

6. a new subsection 610(1A) was inserted immediately after subsection 610(1):

"610(1A) A person's *single entity voting power* in a body corporate is:

$$\frac{\text{Person's and associates' votes}}{\text{Total votes in body corporate}} \times 100$$

where:

*person's and associates' votes* is the total number of votes attached to all the voting shares in the body corporate (if any) that a person or an associate has a relevant interest in, other than those votes attached to voting shares in the body corporate in which the person or an associate is taken to have a relevant interest under subsection 608(7A).

*total votes in body corporate* is the total number of votes attached to all voting shares in the body corporate other than the votes attached to the special voting share referred to in subsection 610(1)."; and

7. the following was added to the end of item 14 of section 611:

"Where a special voting arrangement is put in place whereby:

- (i) a body corporate (called "the body corporate") issues a special voting share (called "the 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 (called "the other body corporate"), except where the vote relates to class rights actions or procedural resolutions,

then any acquisition of a relevant interest in shares in the body corporate that results from the acquisition of a relevant interest in shares in the other body corporate is not an exempt acquisition under this item."

Pursuant to paragraph 673(1)(b) of the Act ASIC declares that Chapter 6C of the Act applies to the persons specified in Schedule A in the case specified in Schedule B, as if:

8. a new definition was inserted in section 9 immediately before the definition of "single entity voting power":

"**single entity substantial holding**: A person has a single entity substantial holding in a body corporate if:

- (a) the total votes attached to voting shares in the body in which they or their associates:
  - (i) have relevant interests other than those votes attached to voting shares in the body in which the person or an associate is taken to have a relevant interest under subsection 608(7A); and
  - (ii) would have a relevant interest (other than those votes attached to voting shares in the body in which the person or an associate is taken to have a relevant interest under subsection 608(7A)) but for subsection 609(6) (exchange traded options) or 609(7) (conditional agreements))

is 5% or more of the total number of votes attached to voting shares in the body corporate other than votes attached to the special voting share referred to in subsection 610(1); or

- (b) the person has made a takeover bid for voting shares in the body and the takeover period has started and not yet ended;" and

9. the definition of "substantial holding" in section 9 was modified by inserting immediately before the words "is 5%":

",when aggregated with the number of votes included in the *person's and associates' votes* as a result of the operation of subsection 671B(2)"; and

10. subsection 671B(1) was modified by:

- (i) inserting immediately after "substantial holding" where the words appear the words "or single entity substantial holding"; and

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01/0918

(ii) substituting for the words "their holding" the words "their substantial holding or their single entity substantial holding"; and

11. the definition of *person's and associates' votes* in subsection 671B(2) was deleted and the following definition inserted in its place:

*person's and associates' votes* is the total number of votes attached to all the voting shares in the body corporate (if any) that the person or an associate has a relevant interest in, but in the case where a special voting arrangement is in place whereby:

- (i) the 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 (called "the other body corporate"), except where the vote relates to class rights actions or procedural resolutions;

then *person's and associates' votes* includes the number of votes attached to the voting shares in the body corporate in which the person or an associate is taken to have a relevant interest under subsection 608(7A)."; and

12. a new subsection 671B(2A) was inserted immediately after subsection 671B(2):

**"671B(2A)** For the purposes of this section, there is a *movement of at least 1%* in a person's single entity substantial holding if the percentage worked out using the following formula increases or decreases by 1 or more percentage points from the percentage they last disclosed under this Part in relation to the company:

$$\frac{\text{Person's and associates' votes}}{\text{Total votes in body corporate}} \times 100$$

where:

*person's and associates' votes* is the total number of votes attached to all voting shares in the body corporate (if any) that a person or an associate has a relevant interest in, other than those votes attached to the voting shares in the body corporate in which the person or an associate is taken to have a relevant interest under subsection 608(7A).

*total votes in body corporate* is the total number of votes attached to all voting shares in the body corporate other than the votes attached to the special voting share referred to in subsection 671B(2)."

#### SCHEDULE A


Brambles Industries Limited ACN 000 129 868 ("Brambles").  
Brambles SVC Pty Limited ACN 097 171 134.  
Brambles Industries plc registered number 4134697 "Brambles (UK)".  
The Law Debenture Trust Corporation plc.  
The shareholders in Brambles and Brambles (UK) from time to time.

#### SCHEDULE B

The dual listed companies structure which will arise if the merger of Brambles and Brambles (UK), in respect of which Brambles issued an Information Memorandum dated 25 June 2001, is implemented.

Dated this 23rd day of July 2001.

Signed by:

  
.....  
Jeremy C Pearson, as a delegate of ASIC.

Explanatory notes

1. The modifications in paragraphs 1 to 7 of this instrument reinforce enforcement provisions in the constitutions of the dual listed entities Brambles and Brambles (UK), by prohibiting under the Corporations Act 2001 a person from acquiring a relevant interest in issued voting shares in:
  - (i) either Brambles or Brambles (UK), if the person's voting power in the combined entities exceeds 20% of the total votes in the combined entities;
  - (ii) Brambles, if the person's voting power in Brambles exceeds 20% of the total votes in Brambles (disregarding any interest in Brambles (UK)).

The ratio referred to in paragraph 3 above will initially be 1:1 but may change in the future.

2. The modifications in paragraphs 8 to 12 of this instrument require a person to provide substantial holding information in relation to their voting power in the combined entities and their voting power in Brambles alone.
3. There are 3 other related instruments dealing with the following:
  - the ability of a person making an offer for both Brambles (UK) and Brambles to acquire Brambles (UK) shares under a procedure which does not comply with Chapter 6;
  - the association test; and
  - permitting the constitution of Brambles to contain provisions allowing directors to take certain actions to enforce constitutional limits on the acquisition of shares in Brambles.

Australian Securities and Investments Commission  
Corporations Act 2001 — Paragraphs 655A(1)(b) and 673(1)(b) — Declarations

01/0919

Pursuant to paragraphs 655A(1)(b) and 673(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapters 6 and 6C of the Act apply in relation to the persons 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"; and

4. subsection 10(2) was omitted.

SCHEDULE A

Brambles Industries Limited ACN 000 129 868 ("Brambles")  
Brambles Industries plc, registered number 4134697 ("Brambles (UK)")  
Brambles SVC Pty Limited ACN 097 171 134 ("Brambles SVC")  
The Law Debenture Corporation plc ("LDC")  
The shareholders of Brambles and Brambles (UK) from time to time.

SCHEDULE B

The dual listed companies structure which will arise if the merger of Brambles and Brambles (UK), in respect of which Brambles issued an Information Memorandum dated 25 June 2001, is implemented.

Dated this 23rd day of July 2001.

Signed by:

  
.....  
Jeremy C Pearson, as a delegate of ASIC.

Explanatory notes

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1. The modification in paragraph 1 of this instrument provides that Brambles, Brambles (UK), Brambles SVC and LDC are not associates of Brambles (UK) shareholders and hence do not have the aggregate voting power of those shareholders in Brambles.
2. The modifications in paragraphs 2 to 4 of this instrument apply the definition of associate in section 9 of the Corporations Act 2001 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 Brambles and Brambles (UK) 20% takeover limit and the 20% single entity takeover limit for Brambles;
  - the ability of a person making an offer for both Brambles (UK) and Brambles to acquire Brambles (UK) shares under a procedure which does not comply with Chapter 6; and
  - permitting the constitution of Brambles to contain provisions allowing directors to take certain actions to enforce constitutional limits on the acquisition of shares in Brambles.

01/0920

Australian Securities and Investments Commission  
Corporations Act 2001 — Paragraphs 655A(1)(b) and 673(1)(b) — Declarations

1. Pursuant to paragraphs 655A(1)(b) and 673(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapters 6 and 6C of the Act apply in relation to the person specified in Schedule A in the case specified in Schedule C, as if:
  - (i) 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 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).";
  - (ii) subsection 10(1) was modified or varied by omitting the word "This" and substituting "Unless the definition of associate in section 9 applies, this"; and
  - (iii) subsection 10(2) was omitted.
2. Pursuant to paragraph 655A(1)(b) of the Act ASIC declares that Chapter 6 of the Act applies to the persons specified in Schedule B in the case specified in Schedule C as if item 7 of section 611 of the Act were modified or varied by:
  - (i) replacing the wording in subparagraph (ii) of paragraph (b) with "the basis upon which that person's voting power in the company may change following the acquisition"; and
  - (ii) replacing the wording in subparagraph (iv) of paragraph (b) with "the basis upon which each of that person's associates' voting power in the company may change following the acquisition"; and
  - (iii) inserting at the end of the item the following:

"For the purposes of this item a person is not an associate of a special voting company, the person proposing to make the acquisition, merely because under the proposed special voting arrangements:

    - (a) the company issues a special voting share to the special voting company; and
    - (b) the special voting company is obliged to cast the votes attached to the special voting share so as to mirror the votes cast by the person in another body corporate."

SCHEDULE A

Brambles SVC Pty Limited ACN 097 171 134 ("Brambles SVC").

SCHEDULE B


Brambles Industries Limited ACN 001 129 868 ("Brambles") and Brambles SVC.

SCHEDULE C

The acquisition by Brambles SVC of a voting share in Brambles, the Special Voting Share, pursuant to a proposed merger of Brambles and Brambles Industries plc (a company incorporated in England and Wales with registered no 4134697) in respect of which Brambles issued an Information Memorandum dated 25 June 2001.

Dated this 23rd day of July 2001.

Signed by:

  
.....  
Jeremy C Pearson, as a delegate of ASIC.

Australian Securities and Investments Commission  
Corporations Act 2001 — Item 14 of Section 611 — Approval

01/0921

Pursuant to item 14(b) of section 611 of the Corporations Act 2001 (Act), the Australian Securities and Investments Commission hereby approves the foreign body conducting a stock market named in the Schedule for the purposes of item 14 of section 611 of the Act, provided that if such foreign body conducts a stock market other than its main board this approval extends to the foreign body only in respect of its conduct of the stock market constituted by its main board.

SCHEDULE

New Zealand Stock Exchange

DATED this 17<sup>th</sup> day of July 2001.

  
Signed by Richard Cockburn  
as a delegate of the Australian Securities and Investments Commission



Corporations Act 2001

Subsection 164(3)

Notice is hereby given that the ASIC will alter the registration details of the following companies 1 month after the publication of this notice, unless an order by a court or Administration Appeals Tribunal prevents it from doing so.

**WESTERN AREAS EXPLORATION NL**

ACN 076 025 066 will change to a proprietary company limited by shares. The new name will be WESTERN AREAS EXPLORATION PTY LTD ACN 076 025 066.

**AUSTRALIAN CATALOGUE OF NEW FILMS & VIDEOS LTD** ACN 006 776 263 will change to a proprietary company limited by shares. The new name will be AUSTRALIAN CATALOGUE OF NEW FILMS & VIDEOS PTY LTD

ACN 006 776 263.

**AUTO ONE PTY. LIMITED** ACN 003 820 291 will change to a public company limited by shares. The new name will be AUTO ONE LIMITED

ACN 003 820 291.

**CHARTERBRIDGE DAVEY LIMITED**

ACN 003 996 450 will change to a proprietary company limited by shares. The new name will be CHARTERBRIDGE DAVEY PTY LIMITED

ACN 003 996 450.

**EYE CORP LIMITED** ACN 064 564 496 will change to a proprietary company limited by shares. The new name will be EYE CORP PTY LIMITED ACN 064 564 496.

**HARTS CORPORATE SERVICES LIMITED** ACN 082 204 055 will change to a proprietary company limited by shares. The new name will be HARTS CORPORATE SERVICES PTY LTD ACN 082 204 055.

**HELENA RESOURCES LTD** ACN 070 041 628 will change to a proprietary company limited by shares. The new name will be HELENA RESOURCES PTY LTD ACN 070 041 628.

**JAMES FIELDING HOLDINGS PTY LIMITED** ACN 093 200 965 will change to a public company limited by shares. The new name will be JAMES FIELDING HOLDINGS LIMITED ACN 093 200 965.

**MCLERNON GROUP LIMITED**

ACN 062 260 379 will change to a proprietary company limited by shares. The new name will be MCLERNON GROUP PTY LTD

ACN 062 260 379.

**MEDIA EQUITY CORPORATION LIMITED**

ACN 092 745 867 will change to a proprietary company limited by shares. The new name will be SPORTS LOTTO PTY LTD ACN 092 745 867.

**OYSTER MANAGEMENT LIMITED**

ACN 091 784 020 will change to a proprietary company limited by shares. The new name will be OYSTER MANAGEMENT PTY LIMITED

ACN 091 784 020.

**PARAMOUNT BUILDING FINISHERS LTD**

ACN 060 080 300 will change to a proprietary company limited by shares. The new name will be PARAMOUNT BUILDING FINISHERS PTY LTD ACN 060 080 300.

**SETTLERS LIFESTYLE VILLAGES LIMITED**

ACN 086 225 274 will change to a proprietary company limited by shares. The new name will be SETTLERS LIFESTYLE VILLAGES PROPRIETARY LIMITED ACN 086 225 274.

**SPHERE ANIMAL HEALTH PTY LTD**

ACN 095 350 575 will change to a public company limited by shares. The new name will be

SPHERE ANIMAL HEALTH LIMITED

ACN 095 350 575.

**PALMER CORPORATION LIMITED**

ACN 005 467 514 will change to a proprietary company limited by shares. The new name will be PALMER CORPORATION PTY LTD

ACN 005 467 514.

**PROBO MINING PTY LIMITED**

ACN 079 938 819 will change to a public company limited by shares. The new name will be

PROBO MINING LIMITED ACN 079 938 819.

**SETTLERS VILLAGES LTD** ACN 067 056 599 will change to a proprietary company limited by shares. The new name will be

SETTLERS VILLAGES PROPRIETARY LIMITED ACN 067 056 599.