



ASIC

Australian Securities &
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RIGHTS OF REVIEW

Persons affected by certain decisions made by ASIC under the *Corporations Act 2001* and the other legislation administered by ASIC may have rights of review. ASIC has published Regulatory Guide 57 *Notification of rights of review* (RG57) and Information Sheet *ASIC decisions – your rights* (INFO 9) to assist you to determine whether you have a right of review. You can obtain a copy of these documents from the ASIC Digest, the ASIC website at www.asic.gov.au or from the Administrative Law Co-ordinator in the ASIC office with which you have been dealing.

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14-0744

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

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 655A(1)(b) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 14-0744.

Commencement

3. This instrument commences on the day that it is signed.

Declaration

4. Chapter 6 of the Act applies to AustFunding Pty Ltd ACN 601 686 999 (*AustFunding*) as if item 7 of section 611 of the Act were modified or varied by omitting paragraph (a) and substituting the following:

“(a) no votes are cast in favour of the resolution by the person proposing to make the acquisition and their associates (unless the associate is a custodian, nominee, trustee, responsible entity or other fiduciary which has received a specific instruction from a third party beneficiary, who is not an associate of the person, directing the associate how to vote); and”.

Where this instrument applies

5. This instrument applies to AustFunding’s acquisition of all the interests in Mirvac Industrial Trust ARSN 113 489 524 (*Trust*) under the Scheme.

14-0744

Interpretation

In this instrument:

Scheme means an arrangement under which AustFunding proposes to acquire all of the interests in the Trust, where the acquisition is approved by a resolution under item 7 of section 611 of the Act (as modified by this instrument) passed at a meeting of members of the Trust to be held on 19 November 2014.

Dated this 24th day of October 2014



Signed by Anne Phelan
as a delegate of the Australian Securities and Investments Commission

14-0745

**Australian Securities and Investments Commission
Corporations Act 2001 — Paragraph 1020F(1)(a) - Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 1020F(1)(a) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 14-0745.

Commencement

3. This instrument commences on the date it is signed.

Exemption

4. AustFunding Pty Ltd ACN 601 686 999 (*AustFunding*) does not have to comply with Division 5A of Part 7.9 of the Act.

Where this instrument applies

5. This instrument applies in relation to any unsolicited offer or invitation made to acquire all of the interests in Mirvac Industrial Trust ARSN 113 489 624 (*Trust*) from the Trust Unitholders under the Scheme.

Interpretation

In this instrument:

Explanatory Memorandum means the explanatory memorandum in respect of the Scheme dated 14 October 2014 and notice of meeting sent to members of the Trust.

Record Date means 28 November 2014

Scheme means the arrangement under which AustFunding proposes to acquire all of the interests in the Trust where the acquisition is approved by resolutions passed at a meeting of the members of the Trust:

- (a) to approve amendments to the constitution of the Trust under subsection 601GC(1) of the Act; and
 - (b) under item 7 of section 611 of the Act.
-

14-0745

Trust Unitholders means each person who holds interests in the Trust on the Record Date.

Dated this 24th day of October 2014.



Signed by Anne Phelan
as a delegate of the Australian Securities and Investments Commission

14-1006

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

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsections 655A(1) and 673(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 14-1006.

Commencement

3. This instrument commences on 2 October 2014.

Variation

4. This instrument varies ASIC instrument 14-0943 dated 18 September 2014 by varying the definition of Security Holder in paragraph 8. by:
 - (a) deleting, in subparagraph 8.vi., the words, “Lee Pippard and Suzanne Pippard as trustee for the Pippard Superannuation Fund” and inserting in their place the words “David Carlyle Griffith”; and
 - (b) inserting, after subparagraph 8. xxx., as a new subparagraph:

“xxxi. Kristian John Robinson.”.

Dated this 2nd day of October 2014



Signed by Prudence Boshier
as a delegate of the Australian Securities and Investments Commission

14-1044

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 951B(1)(a) – Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 951B(1)(a) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 14-1044.

Commencement

3. This instrument commences on the date it is signed.

Exemption

4. Mirvac Funds Management Limited ACN 067 417 663 (*MFML*) in its capacity as the responsible entity of Mirvac Industrial Trust ARSN 113 489 624 (*Trust*) does not have to comply with Division 2 of Part 7.7 of the Act.

Where this instrument applies

5. The exemption in paragraph 4 applies where MFML provides or gives financial product advice to holders of interests in the Trust where:
 - (a) that advice is General Advice;
 - (b) that advice is provided in connection with the Scheme; and
 - (c) that advice is contained in the Explanatory Memorandum.

Interpretation

In this instrument:

Explanatory Memorandum means the explanatory memorandum in respect of the Scheme dated 14 October 2014 and notice of meeting sent to members of the Trust.

General Advice has the meaning given by subsection 766B(4) of the Act.

14-1044

Scheme means the arrangement under which AustFunding Pty Ltd ACN 601 686 999 proposes to acquire all of the interests in the Trust where the acquisition is approved by resolutions passed at a meeting of the members of the Trust:

- (a) to approve amendments to the constitution of the Trust under subsection 601GC(1) of the Act; and
- (b) under item 7 of section 611 of the Act.

Dated this 24th day of October 2014.



Signed by Anne Phelan
as a delegate of the Australian Securities and Investments Commission



14-1055

ASIC

Australian Securities & Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: Five Oceans Asset Management Ltd
ACN 113453160 ("the Licensee")
Level 17, 255 Pitt Street
Sydney NSW 2000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 290540 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 23rd October 2014

Signed

Joyce Krashow, a delegate of the Australian Securities and Investments Commission

14-1059

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

Enabling legislation

1. The Australian Securities and Investments Commission makes this instrument under subsection 601QA(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 14-1059.

Commencement

3. This instrument commences on the day it is signed.

Declaration

4. Chapter 5C of the Act applies to Rural Funds Management Limited ACN 077 492 838 in its capacity as the responsible entity of Rural Funds Trust ARSN 112 951 578 (the *scheme*) and RF Active ARSN 168 740 805 (the *other scheme*) as if the following provisions of that Chapter were modified or varied:

- (a) after section 601FE insert:

“601FEA Modification of duties: stapled securities

- (1) This section applies to a registered scheme where the interests in the scheme and interests in another registered scheme are components of stapled securities.
 - (2) For the purposes of paragraphs 601FC(1)(c) and 601FD(1)(c), an obligation to act in the best interests of the members of the scheme is an obligation to act in the best interests of the members of the scheme having regard to their interests as members of both schemes.
 - (3) For the purposes of paragraphs 601FC(1)(e), 601FD(1)(d) and 601FD(1)(e), and subsection 601FE(1), an obligation to not make use of information, or not make improper use of position, in order to cause detriment to the members of the scheme is an obligation not to do those things in order to cause detriment to the members of the scheme having regard to their membership of both schemes.”;
 - (b) after subsection 208(2) as notionally inserted by section 601LC, insert:

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- “(2A) Member approval is not required for the giving of a financial benefit and the benefit need not be given within 15 months if all the following conditions are satisfied:
- (a) the benefit either:
 - (i) is given out of the scheme property of a registered scheme; or
 - (ii) could endanger the scheme property;
 - (b) all of the interests in the scheme and all of the interests in another registered scheme are components of stapled securities;
 - (c) the benefit is given by:
 - (i) the responsible entity of the scheme; or
 - (ii) an entity that the responsible entity controls; or
 - (iii) an agent of, or person engaged by, the responsible entity;
 - (d) the benefit is given to:
 - (i) an entity wholly owned, whether directly or indirectly, by the scheme; or
 - (ii) the other scheme or an entity that is wholly owned, whether directly or indirectly, by the other scheme; or
 - (iii) an entity wholly owned, whether directly or indirectly, jointly by the scheme and the other scheme.
- (2B) For the purposes of this section:
- (a) an entity is wholly owned by another entity if all of the shares or interests (as applicable) in the first-mentioned entity are held by, or held by a nominee for (in the case of the second-mentioned entity being a company), or form part of the trust property of (in the case of the second-mentioned entity being a trust), the second-mentioned entity or a wholly owned entity of it; and
 - (b) a reference to the giving of a benefit to an entity which is a trust is a reference to the giving of a benefit to the trustee of the trust so as to form part of the trust

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property of the trust or for the benefit of the trust beneficiaries.”;

- (c) insert after section 601PC:

“601PD Staped securities

For the purposes of this Chapter:

staped securities means two or more financial products including at least one interest in a registered scheme where:

- (a) under the terms on which each of the products are to be traded, they must be transferred together; and
- (b) there are no financial products in the same class as those financial products which may be transferred separately.”.

Where this declaration applies

5. This declaration applies where each interest in the scheme must, under the terms upon which it is to be traded, only be transferred with each interest in the other scheme.

Dated this 16th day of October 2014.



**Signed by Tony Tran
as a delegate of the Australian Securities and Investments Commission**

14-1061

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

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsections 655A(1) and 673(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 14-1061.

Commencement

3. This instrument commences on 17 October 2014.

Declarations

4. Chapters 6 and 6C of the Act apply to APN Outdoor Group Ltd ACN 155 848 589 (*APN Outdoor Group*) as if section 609 were modified or varied by, after subsection (13) (as notionally inserted by ASIC Class Order [CO 13/520]), inserting:

“(13A) A body corporate does not have a relevant interest in its own securities merely because, under an escrow arrangement entered into by the body corporate, the body corporate applies restrictions on the disposal of the securities by the holder.”.

5. Chapters 6 and 6C of the Act apply to APN Outdoor Group as if section 9 were modified or varied by, after subparagraph (a)(ii)(C) in the definition of *substantial holding* (as notionally inserted by ASIC Class Order [CO 13/520]), inserting:

“ or

(D) subsection 609(13A) (securities subject to escrow arrangement);”.

6. Chapter 6C of the Act applies to APN Outdoor Group as if section 671B were modified or varied by, omitting “.” in paragraph (7)(c) (as notionally inserted by ASIC Class Order [CO 13/520]), and inserting:

“; or

(d) subsection 609(13A) (securities subject to escrow arrangement).”.

14-1061

Where this instrument applies

7. This instrument applies in relation to relevant interests APN Outdoor Group has in securities of APN Outdoor Group (*Escrowed Securities*) merely because APN Outdoor Group has entered into one or more escrow agreements or deeds (each an *Escrow Arrangement*) with each *Security Holder* in connection with the proposed admission of APN Outdoor Group's securities to the official list of the Australian Securities Exchange (*ASX*) where each Escrow Arrangement:
- (a) restricts disposal of, but not the exercise of voting rights attaching to, the Escrowed Securities;
 - (b) in the case of a takeover bid (including a proportional takeover bid):
 - (i) allows each Security Holder to accept into the takeover bid where holders of at least half of the bid class securities that are not subject to an Escrow Arrangement have accepted into the bid; and
 - (ii) requires that the Escrowed Securities be returned to escrow if the takeover bid does not become unconditional;
 - (c) allows the Escrowed Securities to be transferred or cancelled as part of a merger by way of compromise or arrangement under Part 5.1 of the Act;
 - (d) terminates no later than the date on which the full year accounts of APN Outdoor Group for the period ending 31 December 2015 are released to the ASX; and
 - (e) is substantially in the same form as the:
 - (i) draft Voluntary Escrow Deed (Quadrant) provided to ASIC on 14 October 2014; or
 - (ii) draft Voluntary Escrow Deed (Management) provided to ASIC on 16 October 2014.

Interpretation

8. In this instrument *Security Holder* means any of the following persons who hold shares in the APN Outdoor Group:
- (a) DR & LC Flynn Nominees Pty Limited;
 - (b) Richard Grant Herring;
 - (c) Wayne Castle;
 - (d) Andrew Hines;

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- (e) Damien Rath;
- (f) Quadrant Private Equity No. 3A Pty Ltd as trustee for Quadrant Private Equity No. 3A;
- (g) Quadrant Private Equity No. 3B Pty Ltd as trustee for Quadrant Private Equity No. 3B;
- (h) Quadrant Private Equity No. 3C Pty Ltd as trustee for Quadrant Private Equity No. 3C;
- (i) Quadrant Private Equity No. 3D Pty Ltd as trustee for Quadrant Private Equity No. 3D; and
- (j) QPE No.3 LP Pty Ltd as trustee for APNO Co-Investment Trust.

Dated this 17th day of October 2014



Signed by Kwan Leung
as a delegate of the Australian Securities and Investments Commission

14-1062

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 1020F(1) - Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission makes this instrument under subsection 1020F(1) of the *Corporations Act 2001*(the *Act*).

Title

2. This instrument is ASIC Instrument 14-1062.

Commencement

3. This instrument commences on the day it is signed.

Declaration

4. Part 7.9 of the Act applies in relation to Rural Funds Management Limited ACN 077 492 838 in its capacity as responsible entity of Rural Funds Trust ARSN 112 951 578 (the *scheme*) and RF Active ARSN 168 740 805 (the *other scheme*) as if paragraph 1012D(3)(b) were modified or varied as follows:
 - (a) omit “either:”, substitute “one or more of the following applies:”;
 - (b) in subparagraph (i) omit “or” (second occurring);
 - (c) in subparagraph (ii) omit “facility.”, substituting “facility.”;
 - (d) after subparagraph (ii) insert:
 - “(iii) in a recommendation situation—the advice that constitutes the relevant conduct relates to an offer of managed investment products, under a plan for the reinvestment of at least one of the following:
 - (A) distributions in respect of the managed investment products;
 - (B) distributions in respect of other managed investment products which, under the terms on which they may be traded, must only be transferred together with the managed investment products;
 - (iv) in an issue situation—the offer or issue that constitutes the relevant conduct is an offer or issue of managed investment

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products, under a plan for the reinvestment of at least one of the following:

- (A) distributions in respect of the managed investment products;
- (B) distributions in respect of other managed investment products which, under the terms on which they may be traded, must only be transferred together with the managed investment products.”.

Where this declaration applies

5. This declaration applies to offers or issues of, and recommendations to acquire, managed investment products in relation to the scheme or managed investment products in relation to the other scheme, under a plan for the reinvestment of distributions in respect of the schemes, where under the terms on which the managed investment products in relation to the scheme and the managed investment products in relation to the other scheme are to be traded, they must only be transferred together.

Dated this 16th day of October 2014.



**Signed by Tony Tran
as a delegate of the Australian Securities and Investments Commission**

14-1069

**Australian Securities and Investments Commission
Corporations Act 2001 (Cth) – Paragraphs 911A(2)(l), 926A(2)(a), 951B(1)(a),
992B(1)(a) and 1020F(1)(a)– Exemptions**

Enabling legislation

1. The Australian Securities and Investments Commission makes this instrument under:
 - (a) paragraph 911A(2)(l) of the *Corporations Act 2001* (Cth) (*the Act*);
 - (b) paragraph 926A(2)(a) of the Act;
 - (c) paragraph 951B(1)(a) of the Act;
 - (d) paragraph 992B(1)(a) of the Act; and
 - (e) paragraph 1020F(1)(a) of the Act.

Title

2. This instrument is ASIC Instrument 14-1069.

Commencement

3. This instrument commences on the date it is gazetted.

Exemptions

4. Property Exchange Australia Limited (ABN 92 140 677 792) (*PEXA*) does not have to comply with:
 - (a) the requirement to hold an Australian financial services licence for the provision of a financial service by dealing in, or providing general advice in relation to, a facility through which, or through the acquisition of which, a person makes non-cash payments;
 - (b) Part 7.6 of the Act (other than Division 4 and Division 8);
 - (c) Part 7.7 of the Act;
 - (d) Part 7.8 of the Act; and
 - (e) Part 7.9 of the Act.

Where exemptions apply

5. The exemptions in paragraph 4 apply where each of the following are satisfied:

- (a) PEXA is the Electronic Lodgement Network Operator of the Electronic Lodgement Network;
- (b) PEXA provides a financial service only by dealing in, or providing general advice in relation to, a facility through which, or through the acquisition of which, a person makes non-cash payments; and
- (c) the non-cash payment facility is provided in connection with the use of the Electronic Lodgement Network to enable the payment or completion of an associated financial transaction.

Interpretation

In this instrument:

associated financial transaction has the meaning given in the *Electronic Conveyancing (Adoption of National Law) Act 2012* of New South Wales as at the date of this instrument.

Electronic Lodgement Network has the meaning given in the *Electronic Conveyancing (Adoption of National Law) Act 2012* of New South Wales as at the date of this instrument.

Electronic Lodgement Network Operator has the meaning given in the *Electronic Conveyancing (Adoption of National Law) Act 2012* of New South Wales as at the date of this instrument.

general advice has the meaning given in subsection 766B(4) of the Act.

non-cash payment has the meaning given in section 763D of the Act.

Dated this 31st day of October 2014



Signed by Tara Joyce
as a delegate of the Australian Securities and Investments Commission

14-1087

**Australian Securities and Investments Commission
Corporations Act 2001 — Paragraph 601QA(1)(b) — Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 601QA(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument [14-1087].

Commencement

3. This instrument commences on execution.

Declaration

4. Chapter 5C of the Act applies to RateSetter Australia RE Limited ACN 166 646 635 (*Responsible Entity*) as responsible entity of RateSetter Lending Platform ARSN 169 500 449 (*Trust*) as if Part 5C.6 of the Act were modified or varied as follows:

- (a) omit subsection 601GA(4) and substitute:

“(4) If members are to have a right to withdraw from the scheme, the scheme’s constitution must:
(a) specify the right; and
(b) set out how a withdrawal request will be dealt with where that request relates to cash.

The right to withdraw, and any provisions in the constitution setting out procedures for making and dealing with withdrawal requests, must be fair to all members.”; and

- (b) omit section 601KA and substitute:

“The responsible entity must not allow a member to withdraw from the scheme otherwise than in accordance with the scheme’s constitution or section 601KEA.”; and

- (c) omit sections 601KB to 601KE; and

- (d) after section 601KE insert:

“601KEA Withdrawal of cash

The responsible entity of a registered scheme may allow a member to withdraw from the scheme in relation to cash held in a respect of the member’s interest in accordance with the procedures specified in the scheme’s constitution.”

Where this instrument applies

5. This instrument applies in relation to a withdrawal from the Trust, and any provision of the Trust constitution that relates to such withdrawal, where:
- (a) the constitution of the Trust sets out procedures for making and dealing with requests for withdrawal of Cash by a Member;
 - (b) the withdrawal is a withdrawal of Cash at the request of a Member;
 - (c) the PDS and Website contain prominent disclosure:
 - (i) of the procedures for making and dealing with withdrawal requests;
 - (ii) that only Cash may be withdrawn; and
 - (iii) where the amount of Cash set out in the withdrawal request exceeds the total amount of Cash, that a Member may only withdraw up to the total amount of Cash;
 - (d) the Responsible Entity notifies the Member in writing (which notice may be given electronically) each time as to whether or not the withdrawal request has been accepted or denied by the Responsible Entity;
 - (e) where the Responsible Entity accepts the withdrawal request, the withdrawal request is satisfied within five business days of the Responsible Entity receiving the withdrawal request, except where the Responsible Entity is unable to do so because of the act or omission of a person other than the Responsible Entity in connection with the withdrawal;
 - (f) if a Member has a standing request on the Platform to withdraw a specified amount of Cash (*standing request*), then each time a withdrawal is effected, the relevant Member is given a prominent notice (which may be given electronically) by the Responsible Entity setting out the Member's standing request and that the Member may alter the standing request by providing instructions to the Responsible Entity on the Platform;
 - (g) the Responsible Entity makes a determination that the withdrawal request does not impact the assets held by the Responsible Entity for another Member and on a regular basis (at least Quarterly) sets out its determination in writing (which may be in respect of all withdrawal requests of the same kind); and
 - (h) each interest of a Member is of a different class to each other interest in the Trust.
-

Interpretation

6. In this instrument:

Cash means cash in a Member's Portfolio.

Member means a member of the Trust.

PDS means the Product Disclosure Statement issued by the Responsible Entity in respect of the Trust.

Platform means the on-line loan exchange platform maintained by or on behalf of the Responsible Entity for the matching of unsecured loans between individual funders (each being a Member) and individual borrowers.

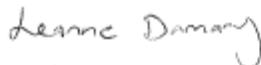
Portfolio means the assets held by the Responsible Entity on behalf of a Member including Cash and loans.

Product Disclosure Statement has the same meaning given by section 761A of the Act.

Quarterly means once each quarter of a calendar year.

Website means the website ratesetter.com.au and any related subdomains maintained by or on behalf the Responsible Entity in respect of the Platform.

Dated this 22nd day of October 2014



Signed by Leanne Damary
as a delegate of the Australian Securities and Investments Commission

14-1088

**Australian Securities and Investments Commission
Corporations Act 2001 — Paragraph 601QA(1)(b) — Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 601QA(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument [14-1088].

Commencement

3. This instrument commences on execution.

Declaration

4. Chapter 5C of the Act applies to RateSetter Australia RE Limited ACN 166 646 635 (*Responsible Entity*) as responsible entity of RateSetter Lending Platform ARSN 169 500 449 (*Trust*) as if the definition of *scheme property* in section 9 of the Act were modified or varied by, in paragraph (d) omitting "(c)"; and substituting "(c) (including any rights conferred on the responsible entity under a facility through which a member of the scheme may be protected from financial loss suffered in relation to the interest held by the member but not including the assets of such a facility)".

Where this instrument applies

5. This instrument applies where:
 - (a) the Responsible Entity as responsible entity of the Trust operates the Platform;
 - (b) the assets of the Trust include the rights of the Responsible Entity as responsible entity of the Trust in relation to the Provision Fund as outlined in the Trust Constitution and Provision Fund Trust Deed;
 - (c) the assets of the Provision Fund are limited to cash and interests in loans assigned by the Responsible Entity to the Provision Fund;
 - (d) the Responsible Entity procures the preparation of annual audited financial statements for the Provision Fund in respect of each financial year and these are lodged with ASIC at the same time as the Trust Financial Statements are lodged with ASIC;
 - (e) the Responsible Entity maintains details on the Website of the current cash balance of the Provision Fund in Australian dollars;
 - (f) the compliance plan for the Trust sets out adequate measures that the Responsible Entity is to apply in operating the Trust to ensure compliance with the Act in relation to the rights in relation to the Provision Fund referred to in paragraph (b) above, including the arrangements for:

- (i) ensuring that the assets of the Provision Fund are valued at regular intervals using a methodology consistent with ordinary commercial practice for that type of asset;
- (ii) ensuring that the assets of the Provision Fund are held separately from the property of the Trustee and the property of any other scheme;
- (iii) ensuring that the assets of the Provision Fund are held on trust by the Trustee for the indirect benefit of the Lenders (by reason of the Responsible Entity in its capacity as responsible entity of the Trust, being the sole beneficiary of the Provision Fund); and
- (iv) ensuring that payments are not made out of the Provision Fund unless authorised under the Provision Fund Trust Deed;
- (v) ensuring that there are appropriate procedures for dealing with claims on the Provision Fund on behalf of the Lenders;
- (g) the Provision Fund operates in accordance with the Provision Fund Trust Deed and Trust Constitution;
- (h) the Trust Constitution sets out:
 - (i) the obligation of the Responsible Entity to ensure the Trustee administers the Provision Fund in compliance with the Provision Fund Trust Deed; and
 - (ii) adequate procedures for dealing with the winding up of the Provision Fund on the winding up of the Trust;
- (i) if the Responsible Entity or the Trustee is to have any rights to be paid fees out of the Provision Fund or to be indemnified out of the Provision Fund for liabilities or expenses incurred in relation to the performance of the Responsible Entity's or the Trustee's duties (as applicable), those rights:
 - (i) must be specified in the Trust Constitution; and
 - (ii) must be available only in relation to the proper performance of those duties.

Interpretation

6. In this instrument:

Lender means a member of the Scheme.

Platform means the on-line loan exchange platform maintained by or on behalf of the Responsible Entity for the matching of unsecured loans between individual funders (each being a Lender) and individual borrowers.

Provision Fund means, in relation to the Trust, a facility through which a Lender may be protected from loss suffered as a result of default by a borrower in relation to a loan the Lender is matched to through the Platform.

Provision Fund Trust Deed means the trust deed of the Provision Fund which is substantially in the form of the draft trust deed provided to ASIC on 21 October 2014.

Trust Constitution means the constitution of the Trust lodged with ASIC.

Trust Financial Statements means the annual financial report of the Scheme prepared in accordance with section 295 of the Act.

Trustee means the trustee of the Provision Fund.

Website means the website ratesetter.com.au and any related subdomains maintained by or on behalf the Responsible Entity in respect of the Platform.

Dated this 22nd day of October 2014



Signed by Leanne Damary
as a delegate of the Australian Securities and Investments Commission



14-1093

ASIC

Australian Securities & Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: DUNROSS BUSINESS SERVICES PTY LIMITED ("The Licensee")
A.C.N. 082 880 742
Level 16 168 Walker Street
North Sydney NSW 2060

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 247361 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 24th Day of October 2014

Signed

Joyce Krashow, a delegate of the Australian Securities and Investments Commission

14-1094

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 741(1)(a), 911A(2)(l) and 992B(1)(a) – Revocation
and Exemptions**

Enabling Legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 741(1)(a), 911A(2)(l) and 992B(1)(a) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument [14-1094].

Commencement

3. This instrument commences on gazettal.

Revocation

4. Under paragraphs 741(1)(a), 911A(2)(l) and 992B(1)(a) of the Act, ASIC revokes ASIC Instrument [13-0038] dated 8 March 2013.

Exemptions

5. A Relevant Person does not have to comply with Parts 6D.2 and 6D.3 of the Act (except section 736) where the Relevant Person:
 - (a) makes an eligible offer;
 - (b) offers to arrange for the issue of a financial product under an eligible offer; or
 - (c) issues a financial product under an eligible offer;that does not involve a contribution plan, on the conditions set out in the Schedule and for so long as the conditions are met.
6. Where a Relevant Person is exempt from Part 6D.2 in relation to an eligible offer referred to in paragraph 5, any Relevant Person is also exempt from the requirement to hold an Australian financial services licence for the provision of the following financial services:
 - (a) a financial service consisting of general advice reasonably given in connection with an eligible offer made in the circumstances covered by paragraph 5 of this instrument (including any general advice given in the offer document) where the Relevant Person ensures that the offer document for the eligible offer includes a statement to the effect that any advice given by the Relevant Person in connection

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with the offer is general advice only, and that employees should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice;

- (b) a custodial or depository service in connection with an eligible offer in the circumstances covered by paragraph 5 of this instrument where the provider of the service performs their duties in good faith and has sufficient resources to perform those duties;
 - (c) dealing in a financial product in the course of providing a custodial or depository service covered by paragraph (b);
 - (d) dealing in a financial product in connection with an eligible offer covered by paragraph 5 of this instrument where any acquisition or disposal of the product by the Relevant Person occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
7. A Relevant Person does not have to comply with section 736 of the Act in relation to eligible offers made in the circumstances covered by paragraph 5 of this instrument made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the eligible offer.

Schedule

The Issuer must ensure that the following conditions are met.

1. The person making the offer must:
 - (a) include the offer in an offer document;
 - (b) take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document.
2. The Issuer must take reasonable steps to ensure that the number of shares the subject of the offer or to be received on exercise of an option when aggregated with:
 - (a) the number of shares in the same class which would be issued were each outstanding offer with respect to shares, units of shares and options to acquire unissued shares, under an employee share scheme to be accepted or exercised; and
 - (b) the number of shares in the same class issued during the previous 5 years pursuant to the employee share scheme or any other employee share scheme extended only to eligible employees of the Issuer;

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

- (c) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (d) an offer that was an excluded offer or invitation within the meaning of the Corporations Law as in force before the commencement of Schedule 1 to the *Corporate Law Economic Reform Program Act 1999*; or
- (e) an offer that did not need disclosure to investors because of section 708 of the Act; or
- (f) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
- (g) an offer made under a disclosure document or Product Disclosure Statement;

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

3. Where an offer of shares made pursuant to the Total Group Plans is made through the Fund:
 - (a) the custodian to the Fund must hold the shares on trust for each person (*a beneficiary*) who acquires units of shares under an eligible offer;
 - (b) the custodian or the management company to the Fund must cause proper written financial records to be maintained in respect of the activities of the Fund and cause those records to be audited annually and made available for inspection by the beneficiaries at an office of the custodian or management company to the Fund or a place of business of the Issuer during normal business hours or such other time as is agreed with beneficiaries;
 - (c) the custodian or the management company to the Fund must ensure that each share to which a unit is held by a beneficiary relates is identified in the written financial records as being held on account of that beneficiary;
 - (d) the custodian and the management company to the Fund must not levy any fees or charges for operating and administering the Fund, either payable directly by the beneficiaries or out of the assets of the Fund;
 - (e) the custodian or the management company to the Fund must provide a copy of the rules of the Fund to ASIC within 7 days of first providing a copy of the offer document to an eligible employee;
 - (f) the Issuer must take all reasonable steps to ensure that:

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- a. voting decisions in respect of the shares held under the Fund are made by a supervisory board, provided that decisions by the board are made by majority vote and the board is constituted by a majority of employees of the Issuer;
- b. a beneficiary is entitled to receive the income deriving from the shares relating to the units he or she holds, including dividends declared by the Issuer in respect of those shares, upon the expiration of any applicable lock-up period or upon any early redemption of those shares under the relevant Rules of the Total Group Plans or rules of the Fund.

Interpretation

In this instrument:

associated body corporate means:

- (a) a body corporate that is a related body corporate of the Issuer; or
- (b) a body corporate that has voting power in the Issuer of not less than 20%; or
- (c) a body corporate in which the Issuer has voting power of not less than 20%;

Australian dollar equivalent, in relation to a price, means a price calculated by reference to the relevant exchange rate published by an Australian bank no earlier than the business day before the day to which the price relates;

current market price means in relation to a share, the price published by the operator of the Euronext Paris as the final price for the previous day on which the share was traded on Euronext Paris;

eligible employee means a person who is at the time of an offer, a full or part-time employee or director of the Issuer or associated body corporate;

eligible offer means an offer for the issue or sale of:

- (a) fully-paid shares in the Issuer in the same class as shares which have been quoted on the Euronext Paris throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period; or
- (b) units of fully-paid shares referred to in paragraph (a);

made under any of the Total Group Plans and extended only to eligible employees;

Fund means the Total Actionnariat International Capitalisation Fund, an investment fund established under the laws of France, and any mutual fund established under the laws of

14-1094

France for the purpose of an eligible offer the terms of which are substantially in the same form as those provided to ASIC by electronic email from DLA Piper Australia dated 23 September 2014;

Issuer means Total S.A., a body incorporated under the laws of France;

Offer document means a document setting out an offer under the Total Group Plans and which:

- (a) includes or is accompanied by a copy or summary of the Rules of the Total Group Plans;
- (b) if a summary (rather than a copy) of the Rules of the Total Group Plans is given – includes an undertaking that during the period during which an eligible employee may acquire the financial product offered under the Total Group Plans, the Issuer or an associated body corporate will, within a reasonable period of the employee requesting, provide the employee without charge with a copy of the Rules of the Total Group Plans;
- (c) specifies in respect of the shares or units of shares:
 - a. the acquisition price in Australian dollars;
 - b. where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the offer;
- (d) includes an explanation of the way in which the Issuer or associated body corporate will during the offer period, within a reasonable period of the employee requesting, make available to the employee:
 - a. the current market price or Australian dollar equivalent of that price of shares in the same class as those offered or subject to rights to which the offer relates;
 - b. the information referred to in paragraph (c) as updated to that date;
- (e) discloses the conditions, obligations and risks associated with any loans or financial assistance offered by the Issuer or an associated body corporate for the purposes of acquiring financial products under the Total Group Plans; and
- (f) specifies that a beneficiary does not have the right or capacity to authorise the custodian or management company of the Fund to sell at or above the current market price the shares to which he or she is entitled to under the relevant Total Group Plan;

Relevant Person means:

- (a) the Issuer;

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- (b) any associated body corporate, which includes Australian subsidiaries of the Issuer as at the date of this instrument, being CCP Composites Australia Pty Ltd ACN 138 442 298, Atotech Australia Pty Ltd ACN 008 444 200, Bostik Australia Pty Ltd ACN 003 893 838 and Total E&P Australia ARBN 112 603 880;
- (c) the custodian of the Fund, which at the date of this instrument is CACEIS Bank, a French public limited company;
- (d) the management company to the Fund, which at the date of this instrument is Amundi, a French public limited company; and
- (e) employees and officers of any of (a), (b), (c) or (d);

Rules of the Total Group Plans means the terms and rules of the Total Group Plans, the terms of which are substantially in the same form as those provided to ASIC by electronic email from DLA Piper dated 15 May 2012;

Total Group Plans the employee share schemes operated by the Issuer and known as at the date of this instrument as:

- (a) The Capital Increase Reserved for Employees Plan;
- (b) The Total Free Share Plan;
- (c) The Total Restricted Stock Grants Plan; and
- (d) The Total Performance Share Grant Plan;

unit in relation to a share means a legal or equitable right or interest in the share.

Dated this 29th day of October 2014



Signed by Kwan Leung
as a delegate of the Australian Securities and Investments Commission

14-1095

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

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this declaration under subsection 665A(1) of the *Corporations Act 2001* (Cth) (*the Act*).

Title

2. This is ASIC Instrument 14-1095.

Declaration

3. Chapter 6 of the Act applies to Blumont Group Ltd. (a company incorporated in Singapore) (*Bidder*) as if the following provisions were modified or varied:

- A. after subsection 617(2), insert:

“(2A) In addition to the securities referred to in subsections (1) and (2), the bid may also extend to securities that come to be in the bid class during the period from the date set by the bidder under subsection 633(2) to the end of the offer period due to the issue of ordinary shares issued by the target during the offer period, if the bid is varied in accordance with s650BA to extend to those securities.

- B. in section 650A omit “section 650B, 650C” (twice occurring), and insert “650B, 650BA, 650C”;

- C. after section 650B insert:

“650BA Off-market bids – securities in the bid class

- (1) The bidder may vary the bid and offers to extend to specified extension securities.
- (2) The bidder may only extend the bid and offers in accordance with subsection (1) if there are no fewer than 14 days before the end of the offer period.
- (3) In this section *extension securities* means securities that come to be in the bid class during the period from and including the date set by the bidder under subsection 633(2) to the date on which a notice is lodged with ASIC under section 650D for the purpose of extending the bid and offers to those securities.
- (4) Any new offer resulting from a variation in accordance with the procedure under section 650D is, from the time of the variation, taken:
 - (a) to be an offer under the bid;
 - (b) not to be made in contravention of s617 or s633; and
 - (c) not to give rise to a contravention of s631.

14-1095

- D. after paragraph 650D(1)(a) insert:
- “(aa) if the offers are varied under section 650BA – prepare a supplementary bidder’s statement that:
 - (i) describes the need for and effect of any exercise of ASIC’s powers under section 655A obtained by the bidder in order to facilitate the extension of the bid to the specified extension securities (as defined in section 650BA); and
 - (ii) states that the bid is extended to the specified extension securities; and
 - (iii) states that the holders of any extension securities to which the bid has been extended may apply to the bidder to obtain a copy of the documents referred to in paragraph (d); and”;
- E. in subparagraph 650D(1)(c)(ii) omit “bid.” and substitute “bid; and”; and
- F. after paragraph 650D(1)(c) insert:
- “(d) if the offers are varied under section 650BA – send to the persons issued the extension securities, on a date no less than 14 days before the end of the offer period, the following documents:
 - (i) unless the bidder has already sent one to the person – a copy of the bidder’s statement lodged with ASIC in relation to the bid;
 - (ii) unless the bidder reasonably believes the person has already been sent one – a copy of any target’s statement lodged with ASIC;
 - (iii) unless the bidder does not need to send any documents referred to in paragraphs (i) and (ii) to the person – a copy of each supplementary statement lodged with ASIC under subsection 647(3) in relation to the bid up to and including that date; and
 - (iv) a copy of the notice lodged with ASIC.”

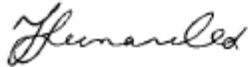
Where this instrument applies

4. This instrument applies:
- (a) to ordinary shares in the Target issued by the Target to Mr Ong Kar Ghee on or around 19 September 2014 and as announced by the Target to the Australian Securities Exchange (the “*New Securities*”), where the bidder has made an off-market takeover bid for all the ordinary shares in the Target in respect of which a bidder’s statement was lodged with ASIC on 21 March 2014;
 - (b) where the Bidder has not relied on the relief provided by this instrument to extend the bid to securities other than the New Securities; and
 - (c) where the Bidder has publicly announced that it will waive any defeating condition of the offer of the type referred to in section 650F(1)(a) or item 2(d)(ii) of section 611 if at the end of the offer period for the bid the condition is triggered only by reason of the events associated with the issue of the New Securities.

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Target means Genesis Resources Limited ACN 114 787 469.

Dated this 24th day of October 2014



Signed by Liselle Fernandes
as a delegate of the Australian Securities and Investments Commission

14-1105

NOTICE UNDER SECTION 915F OF THE CORPORATIONS ACT 2001

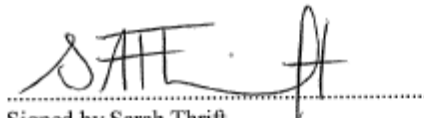
Notice is given under section 915F of the Corporations Act 2001 that the Australian Securities and Investments Commission has taken the action set out in the Notice below, which action took effect on 6 October 2014.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**NOTICE OF SUSPENSION OF AUSTRALIAN FINANCIAL SERVICES
LICENCE**

To: Benchmark Capital Limited

TAKE NOTICE that under s915C(1) of the *Corporations Act 2001* the Australian Securities and Investments Commission hereby suspends Australian financial services licence number 321103 held by Benchmark Capital Limited ACN 111 019 231 until 15 December 2014.

Dated this 25th day of September 2014



Signed by Sarah Thrift,
as a delegate of the Australian Securities and Investments Commission

14 - 1106

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 741(1)(b), 911A(2)(l), and 1020F(1)(c) –
Amendment**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 741(1)(b), 911A(2)(l), and 1020F(1)(c) of the *Corporations Act 2001*.

Title

2. This instrument is ASIC Class Order [CO 14/1106].

Commencement

3. This instrument commences on the later of:
 - (a) the date of its gazettal; and
 - (b) the date it is registered under the *Legislative Instruments Act 2003*.

Note: An instrument is registered when it is recorded on the Federal Register of Legislative Instruments (*FRLI*) in electronic form: see *Legislative Instruments Act 2003*, section 4 (definition of *register*). The FRLI may be accessed at <http://www.frli.gov.au/>.

Amendment

ASIC Class Order [CO 14/827]

4. ASIC Class Order [CO 14/827] is amended by renumbering paragraphs 2 (second occurring), 3 (second occurring) and 4 (second occurring) as paragraphs 5, 6 and 7 respectively.

Dated this 28th day of October 2014



Signed by Grant Moodie

as a delegate of the Australian Securities and Investments Commission

14-1108

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 911A(2)(l), 992B(1)(a), 1020F(1)(a) and
1020F(1)(b) – Exemptions**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 911A(2)(l), 992B(1)(a), 1020F(1)(a) and 1020F(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument 14-1108.

Commencement

3. This instrument commences on gazettal.

Exemptions

4. The issuer does not have to comply with Part 7.9 of the Act where the issuer:
 - (a) makes an eligible incentive plan offer;
 - (b) offers to arrange for the issue of financial products under an eligible incentive plan offer; or
 - (c) issues a financial product under an eligible incentive plan offer;on the conditions set out in this instrument and for so long as the conditions are met.
5. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer is also exempt from the requirement to hold an Australian financial services licence for the provision of the following financial services:
 - (a) a financial service consisting of general advice reasonably given in connection with the eligible incentive plan offer (including any general advice given in the offer document) where the issuer ensures that the offer document for the offer includes a statement to the effect that any advice given by the issuer in connection with the offer is general advice only, and that employees should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice;
 - (b) a custodial or depositary service in connection with an eligible incentive plan offer where the issuer performs their duties in good faith and has sufficient resources to perform those duties;

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- (c) dealing in a financial product in the course of providing a custodial or depository service covered by paragraph (b);
 - (d) issuing a financial product under an eligible incentive plan offer covered by paragraph 4 of this instrument; and
 - (e) dealing in a financial product in connection with an eligible incentive plan offer where any acquisition by purchase or disposal of the product by the issuer occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
6. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer also does not have to comply with section 992A of the Act in relation to an eligible incentive plan offer made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.
7. ASIC exempts a financial product that is the subject of an eligible incentive plan offer from Part 7.9 of the Act where:
- (a) a recommendation is made by a person (other than the issuer) that a person to whom an eligible incentive plan offer has been made, acquire the financial product as a retail client; and
 - (b) the person who made the recommendation is not aware, and ought not reasonably to be aware, that any of the conditions set out in this instrument have not been met;
- but only in relation to the recommendation by the person.

Where this instrument applies

8. This instrument applies where the issuer:
- (a) meets the requirements (including, for the avoidance of doubt, definitions) of the class order, except the definitions of:
 - (i) “eligible offer” in paragraph 9 of the Interpretation; and
 - (ii) “issuer” in paragraph 12 of the Interpretation; and
 - (b) would meet the requirements of the class order if:
 - (i) the definition of an “eligible offer” in paragraph 9 of the Interpretation were to read:

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“9. “eligible offer” means an offer for issue or sale of performance rights in relation to fully-paid shares in an issuer in the same class as shares which have been quoted on the financial market operated by the New York Stock Exchange throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period made under an employee share scheme extended only to eligible employees of the issuer;” and

- (ii) in the Interpretation, the following definition were inserted:

“9A. “employee share scheme”, for a body corporate, means a scheme under which shares (or units of shares or options to acquire unissued shares or performance rights) in the body or a related body corporate may be acquired:

- (a) by, or for the benefit of:
- (i) employees of the body, or of the related body corporate; or
 - (ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate; or
- (b) by a corporation all of whose members are:
- (i) employees of the body, or of a related body corporate; or
 - (ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate;” and

- (iii) in the definition of an “offer document” in paragraph 15 of the Interpretation, subparagraphs (c) and (d) were to read:

- “(c) specifies in respect of the performance rights or the shares to which the performance rights relate:
- (i) the acquisition price in Australian dollars;
 - (ii) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the eligible offer; or
 - (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar or Australian dollar equivalent of that price were the formula applied at the date of the eligible offer; and

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- (d) includes an undertaking, and an explanation of the way in which, the issuer who has a registered office in this jurisdiction will, during the period in which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:
- (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights relate; and
 - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (iv) in the Interpretation, the following definition were inserted:
- “16A. “performance right” means a conditional right:
- (a) to be issued or transferred a fully-paid ordinary share in the capital of the issuer; or
 - (b) to receive a cash amount equivalent to the value of a fully-paid ordinary share in the capital of the issuer; or
 - (c) either to be issued or transferred a fully-paid ordinary share in the capital of the issuer or to receive a cash amount equivalent to the value of such a share; and
 - (d) in addition to paragraph (a), (b) or (c) above to receive additional performance rights or fully-paid ordinary shares in the capital of the issuer, equivalent in value to the amount of any dividend paid on a fully-paid ordinary share in the capital of the issuer during the period in which a performance right remains outstanding.

where the performance right is offered for no more than nominal monetary consideration;”.

Conditions

9. The issuer can only rely on the exemptions in this instrument if the issuer complies with the following conditions:
- (a) the conditions of the class order (excluding the condition specified in paragraph 3 of the Schedule to the class order) as expressed to apply to them; and
 - (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with any eligible incentive plan offer, when aggregated with:

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- (i) the number of shares in the same class which would be issued were every other outstanding offer with respect to shares, units of shares, options to acquire unissued shares and performance rights under every other employee share schemes of the issuer to vest or to be accepted or exercised;
- (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
 - (A) an eligible incentive plan offer extended only to eligible employees; and
 - (B) any other employee share scheme extended only to eligible employees of the issuer;

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

- (iii) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (iv) an offer that did not need disclosure to investors because of section 708 of the Act; or
- (v) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
- (vi) an offer made under a disclosure document or Product Disclosure Statement,

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

Interpretation

10. In this instrument:

- (a) a word and phrase used in this instrument has the same meaning as it has in the class order unless the word or phrase is defined in paragraph 8 of this instrument in which case the word or phrase has that meaning;
- (b) **class order** means ASIC Class Order [CO 03/184] as in force on the date of this instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the Legislative Instruments Act 2003;
- (c) **eligible incentive plan offer** means an offer for the issue or sale of performance rights, made under an arrangement known as the ManpowerGroup Inc. 2011 Equity Incentive Plan (Amended and Restated Effective April 29, 2014) (under which the performance rights are referred to as Restricted Stock Units), the Addendum to the Prospectus for the 2011 Equity Incentive Plan for participating

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employees of Australian subsidiaries (Effective 27 August 2014) and the 2013 Restricted Stock Unit Agreement, the terms of which are substantially in the same form as those provided to ASIC on 24 September 2014; and

- (d) *issuer* means ManpowerGroup Inc., a company incorporated under the laws of the State of Wisconsin, United States of America, and any related body corporate.

Dated this 28th day of October 2014



Signed by Melissa Liu
as a delegate of the Australian Securities and Investments Commission

14-1110

Australian Securities and Investments Commission
Corporations Act 2001– Subsection 992B(1)(a) – Exemption

Enabling legislation

1. The Australian Securities and Investments Commission (ASIC) makes this instrument under subsection 992B(1)(a) of the *Corporations Act 2001* (the Act).

Title

2. This instrument is ASIC instrument [14/1110].

Commencement

3. This instrument commences upon execution.

Exemption

4. Private Hospitals Superannuation Pty Ltd ACN 006 792 749 does not have to comply with its obligations under section 989B of the Act in respect of the financial year ending 30 June 2015.

Dated this 29 October 2014



Signed by Julie Johannsen
as a delegate of the Australian Securities and Investments Commission

14-1119

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

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 741(1)(b) of the *Corporations Act 2001 (the Act)*.

Title

2. This instrument is ASIC Instrument 14-1119.

Commencement

3. This instrument commences on 30 October 2014.

Declaration

4. Chapter 6D of the Act applies to shareholders of DTI Group Limited ACN 069 791 091 (*DTI*) who make an offer of ordinary shares in DTI (*Shares*) as if section 707 was modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:

"(3) An offer of a body's securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:

(a) without disclosure to investors under this Part; and:

(b) with the purpose of the person to whom they were issued:

(i) selling or transferring them; or

(ii) granting, issuing or transferring interests in, or options or warrants over, them;

and section 708 and 708A does not say otherwise.

- (4) Unless the contrary is proved, a body is taken to issue securities with the purpose referred to in paragraph 3(b) if any of the securities are subsequently sold, or offered for sale, within 12 months after their issue."

14-1119

Where this instrument applies

5. This declaration applies where a DTI shareholder makes an offer of Shares for sale where those ordinary shares were issued on the conversion of options and where:
- (a) a prospectus (*Prospectus*) in relation to a public offering of ordinary shares in DTI is lodged with ASIC on or about 31 October 2014 (*Public Offer*); and
 - (b) the options the subject of this instrument are disclosed in the Prospectus and were issued by DTI without disclosure under Chapter 6D of the Act; and
 - (c) the conversion of the options occurs within 12 months of the Prospectus in relation to the Public Offer being lodged with ASIC; and
 - (d) conversion of the options did not involve any further offer.

Dated this 30th day of October 2014



Signed by Michelle Cobb
as a delegate of the Australian Securities and Investments Commission

CORPORATIONS ACT 2001

Section 601CL(5)

ASIC has struck the foreign companies listed below off the register.

Dated this thirty-first day of October 2014

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

INTEL-GE CARE INNOVATIONS LLC

149 108 396

MENTON (PROPERTIES) LIMITED

105 821 109

CORPORATIONS ACT 2001

Section 601CL(4)

ASIC will strike the foreign companies listed below off the register three months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this thirty-first day of October 2014

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

CLEAR SAND VENTURES CORP.

GENEVA HEALTHCARE LIMITED

ARBN

129 926 512

094 329 674

CORPORATIONS ACT 2001

Subsection 601PB(2)

ASIC may deregister the managed investment schemes listed below two months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this thirty-first day of October 2014

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

BLACKROCK INDEXED WORLD GOVERNMENT BOND FUND

ARBN

140 708 603

Corporations Act 2001
Subsection 164(3)

Notice is hereby given that 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 Administrative Appeals Tribunal prevents it from doing so.

AURIONGOLD LIMITED ACN 008 560 978 will change to a proprietary company limited by shares. The new name will be AURIONGOLD PTY LIMITED ACN 008 560 978.

BARRICK (GSM) LTD ACN 002 594 881 will change to a proprietary company limited by shares. The new name will be BARRICK (GSM) PTY LIMITED ACN 002 594 881.

COMMODITY STRATEGIES LTD ACN 089 454 437 will change to a proprietary company limited by shares. The new name will be COMMODITY STRATEGIES PTY LTD ACN 089 454 437.

ESSENTIAL SERVICE HOTELS LIMITED ACN 160 382 007 will change to a proprietary company limited by shares. The new name will be ESSENTIAL SERVICE HOTELS PTY. LTD. ACN 160 382 007.

PAPILLON RESOURCES LIMITED ACN 119 655 891 will change to a proprietary company limited by shares. The new name will be PAPILLON RESOURCES PTY LTD ACN 119 655 891.

BARRICK (AUSTRALIA PACIFIC EXPLORATION) LIMITED ACN 008 648 440 will change to a proprietary company limited by shares. The new name will be BARRICK (AUSTRALIA PACIFIC EXPLORATION) PTY LIMITED ACN 008 648 440.

BARRICK (KALGOORLIE) LIMITED ACN 009 712 092 will change to a proprietary company limited by shares. The new name will be BARRICK (KALGOORLIE) PTY LIMITED ACN 009 712 092.

DELTA GOLD LIMITED ACN 002 527 899 will change to a proprietary company limited by shares. The new name will be DELTA GOLD PTY LIMITED ACN 002 527 899.

FFF LIMITED ACN 071 327 761 will change to a proprietary company limited by shares. The new name will be FFF PTY LTD ACN 071 327 761.