



**ASIC**

Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette

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# ASIC Gazette

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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](http://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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16-0094

**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 (Act)*.

**Title**

2. This instrument is ASIC Instrument 16-0094.

**Commencement**

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

**Exemption**

4. DEXUS Funds Management Limited ACN 060 920 783 in its capacity as the responsible entity for the DEXUS Diversified Trust ARSN 089 324 541, the DEXUS Industrial Trust ARSN 090 879 137, the DEXUS Office Trust ARSN 090 768 531, the DEXUS Operations Trust ARSN 110 521 223 and DEXUS Wholesale Management Limited ACN 159 301 907 as trustee of the DOT IOF Sub-Trust (*DEXUS*), is exempt from complying with Division 5A of Part 7.9 of the Act.

**Where this instrument applies**

5. The exemption in paragraph 4 applies in relation to any unsolicited offer or invitation made to IOF Unitholders as consideration for the transfer of Investa Office Fund Units to DEXUS under the Trust Scheme as described in the Explanatory Materials.

**Interpretation**

6. In this instrument:

*Dexus Securities* means interests in the DEXUS Diversified Trust ARSN 089 324 541, interests in the DEXUS Industrial Trust ARSN 090 879 137, interests in the DEXUS Office Trust ARSN 090 768 531 and interests in the DEXUS Operations Trust ARSN 110 521 223 which, under the terms on which each is to be traded, must be transferred together.

*Explanatory Materials* means the explanatory memorandum and notices of meeting dated 9 March 2016 sent to IOF Unitholders in relation to the Trust

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Scheme which is substantially in the same form as that provided to ASIC on 7 March 2016.

**IOF Constitutions** means the constitution of the Armstrong Jones Office Fund ARSN 090 242 229 and the constitution of the Prime Credit Property Trust ARSN 089 849 196.

**IOF Unitholder** means a person who holds an Investa Office Fund Unit.

**Investa Office Fund Unit** means an interest in the Armstrong Jones Office Fund ARSN 090 242 229 and an interest in the Prime Credit Property Trust ARSN 089 849 196 which, under the terms on which each is to be traded, must be transferred together.

**Trust Scheme** means the arrangement under which DEXUS proposes to acquire all Investa Office Fund Units in exchange for cash and the issue of Dexus Securities, where the acquisition is approved by resolutions passed at a meeting of the IOF Unitholders:

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

Dated this 9<sup>th</sup> day of March 2016



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

16-0095

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 16-0095.

**Commencement**

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

**Declaration**

4. Chapter 6 of the Act applies to DEXUS Funds Management Limited ACN 060 920 783 in its capacity as responsible entity of the DEXUS Diversified Trust ARSN 089 324 541, the DEXUS Industrial Trust ARSN 090 879 137, the DEXUS Office Trust ARSN 090 768 531, the DEXUS Operations Trust ARSN 110 521 223 and DEXUS Wholesale Management Limited ACN 159 301 907 as trustee of DOT IOF Sub-Trust (*DEXUS*) 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 its 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 the acquisition by DEXUS of all the interests in the Investa Office Fund where the acquisition is approved by a resolution under item 7 of section 611 of the Act passed at a meeting of IOF Unitholders convened by notice of meeting dated 9 March 2016.

**Interpretation**

6. In this instrument:

*Investa Office Fund* means the Armstrong Jones Office Fund ARSN 090 242 229 and the Prime Credit Property Trust ARSN 089 849 196.

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*Investa Office Fund Unit* means an interest in the Armstrong Jones Office Fund ARSN 090 242 229 and an interest in the Prime Credit Property Trust ARSN 089 849 196 which, under the terms on which each is to be traded, must be transferred together.

*IOF Unitholder* means a person who holds an Investa Office Fund Unit.

Dated this 9<sup>th</sup> day of March 2016



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

16-0096

**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 (Act)*.

**Title**

2. This instrument is ASIC Instrument 16-0096.

**Commencement**

3. This instrument takes effect on the date that it is signed.

**Exemption**

4. Investa Listed Funds Management Limited ACN 149 175 655 in its capacity as the responsible entity of the Armstrong Jones Office Fund ARSN 090 242 229 and the Prime Credit Property Trust ARSN 089 849 196 (*Investa*), does not have to comply with Division 2 of Part 7.7 of the Act.
5. DEXUS Funds Management Limited ACN 060 920 783 in its capacity as the responsible entity for the DEXUS Diversified Trust ARSN 089 324 541, the DEXUS Industrial Trust ARSN 090 879 137, the DEXUS Office Trust ARSN 090 768 531, the DEXUS Operations Trust ARSN 110 521 223 and DEXUS Wholesale Management Limited ACN 159 301 907 as trustee of the DOT IOF Sub-Trust (*DEXUS*), does not have to comply with Division 2 of Part 7.7 of the Act.

**Where this instrument applies**

6. Investa and DEXUS provides or gives financial product advice to IOF Unitholders where:
  - (a) that advice is General Advice;
  - (b) that advice is provided in connection with the Trust Scheme; and
  - (c) that advice is contained in the Explanatory Materials.

16-0096

**Interpretation**

7. In this instrument:

**DEXUS Securities** means interests in the DEXUS Diversified Trust ARSN 089 324 541, interests in the DEXUS Industrial Trust ARSN 090 879 137, interests in the DEXUS Office Trust ARSN 090 768 531 and interests in the DEXUS Operations Trust ARSN 110 521 223 which, under the terms on which each is to be traded, must be transferred together.

**Explanatory Materials** means the explanatory memorandum and notices of meeting dated 9 March 2016 sent to IOF Unitholders in relation to the Trust Scheme which is substantially in the same form as that provided to ASIC on or about 7 March 2016.

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

**Investa Office Fund Unit** means an interest in the Armstrong Jones Office Fund ARSN 090 242 229 and an interest in the Prime Credit Property Trust ARSN 089 849 196 which, under the terms on which each is to be traded, must be transferred together.

**IOF Constitutions** means the constitution of the Armstrong Jones Office Fund ARSN 090 242 229 and the constitution of the Prime Credit Property Trust ARSN 089 849 196.

**IOF Unitholders** means a person who holds an Investa Office Fund Unit.

**Trust Scheme** means the arrangement under which DEXUS proposes to acquire all Investa Office Fund Units in exchange for cash and the issue of DEXUS Securities, where the acquisition is approved by resolutions passed at a meeting of the IOF Unitholders:

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

Dated this 9<sup>th</sup> day of March 2016



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

16-0098

**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 (Act)*.

**Title**

2. This instrument is ASIC Instrument 16-0098.

**Commencement**

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

**Exemption**

4. DEXUS Funds Management Limited ACN 060 920 783 in its capacity as the responsible entity for the DEXUS Diversified Trust ARSN 089 324 541, the DEXUS Industrial Trust ARSN 090 879 137, the DEXUS Office Trust ARSN 090 768 531, the DEXUS Operations Trust ARSN 110 521 223 and DEXUS Wholesale Management Limited ACN 159 301 907 as trustee of the DOT IOF Sub-Trust (*DEXUS*), does not have to comply with section 1012B of the Act.
5. Any person who holds interests in Dexus Securities that were issued in connection with the Trust Scheme and the Sale Facility do not have to comply with subsections 1012C(3) and (4) of the Act to the extent those subsections require a Product Disclosure Statement to be given because the offer would take place in the circumstances covered by subsection 1012C(6) of the Act.

**Where this instrument applies**

6. The exemption in paragraph 4 applies where DEXUS issues interests in Dexus Securities to IOF Unitholders as consideration for the transfer of interests in the Investa Office Fund in connection with the Trust Scheme.
7. Paragraph 5 applies in relation to any offer to sell interests in Dexus Securities that were issued in connection with the Trust Scheme or the Sale Facility where that offer is made within 12 months after the issue of the interests.



16-0098

**Interpretation**

8. In this instrument:

**Dexus Securities** means interests in the DEXUS Diversified Trust ARSN 089 324 541, interests in the DEXUS Industrial Trust ARSN 090 879 137, interests in the DEXUS Office Trust ARSN 090 768 531 and interests in the DEXUS Operations Trust ARSN 110 521 223 which, under the terms on which each is to be traded, must be transferred together.

**Effective Date** means the date on which the Trust Scheme comes into effect, which will be on or about 13 April 2016.

**Electing Minimum Holder** means a Minimum Holder who elects to have the Dexus Securities that it would receive under the Trust Scheme sold through the Sale Facility.

**Explanatory Materials** means the explanatory memorandum and notices of meeting dated 9 March 2016 sent to IOF Unitholders in relation to the Trust Scheme which is substantially in the same form as that provided to ASIC on 7 March 2016.

**Ineligible Foreign Securityholder** means a person who as at the Record Date holds an interest in the Investa Office Fund whose address shown in the Investa Office Fund register is in any jurisdiction other than Australia and New Zealand, unless DEXUS determines that it is lawful and not unduly onerous or impracticable to issue the person with Dexus Securities when the Trust Scheme is implemented.

**Investa Office Fund** means the Armstrong Jones Office Fund ARSN 090 242 229 and the Prime Credit Property Trust ARSN 089 849 196.

**Investa Office Fund Unit** means an interest in the Armstrong Jones Office Fund ARSN 090 242 229 and an interest in the Prime Credit Property Trust ARSN 089 849 196 which, under the terms on which each is to be traded, must be transferred together.

**IOF Constitutions** means the constitution of the Armstrong Jones Office Fund ARSN 090 242 229 and the constitution of the Prime Credit Property Trust ARSN 089 849 196.

**IOF Unitholder** means a person who holds an Investa Office Fund Unit.

**Minimum Holder** means an IOF Unitholder who is entitled to receive a parcel of Dexus Securities under the terms of the Trust Scheme with a value of less than \$500 (calculated as at the close of trading on the Effective Date).

**Record Date** means on or about 21 April 2016.

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**Sale Facility** means the facility established for the sale of interests in Dexus Securities on behalf of Ineligible Foreign Securityholders and Electing Minimum Holders as described in the Explanatory Materials.

**Trust Scheme** means the arrangement under which DEXUS proposes to acquire all Investa Office Fund Units in exchange for cash and the issue of Dexus Securities, where the acquisition is approved by resolutions passed at a meeting of the IOF Unitholders:

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

Dated this 9<sup>th</sup> day of March 2016



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



ASIC

Australian Securities &amp; Investments Commission

16-0160

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

**Notice of Cancellation of an Australian Financial Services Licence**

TO: Manly Warringah Credit Union Limited  
ACN 087 650 299 ("the Licensee")  
Level 1  
17-19 Oaks Avenue  
DEE WHY NSW 2099

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 239074 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 3 March 2016

Signed *John J. Connor*

John Connor  
A delegate of the Australian Securities and Investments Commission

16 – 0163

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 16 – 0163.

**Commencement**

3. This instrument commences on 3 March 2016.

**Declaration**

4. Chapter 6D of the Act applies to Vonex Limited ACN 063 074 635 (the *Issuer*) as if Part 6D.2 were modified or varied as follows:
  - (a) omit paragraph 723(3)(b), substitute:
    - “(b) the securities are not admitted to quotation within 3 months after the later of:
      - (i) the date of the disclosure document; and
      - (ii) the date of the supplementary disclosure document for the offer lodged with ASIC which:
        - (A) discloses that the securities are not admitted to quotation; and
        - (B) gives applicants 1 month to withdraw their application and be repaid”;
  - (b) in paragraph 724(1)(a), omit the words “and that condition is not satisfied within 4 months after the date of the disclosure document”, substitute:
    - “and that condition is not satisfied within 4 months after the later of:
      - (iii) the date of the disclosure document; and
      - (iv) the date of the supplementary disclosure document for the offer lodged with ASIC which:

**16 – 0163**

- (A) discloses that the condition has not been satisfied; and
  - (B) gives applicants 1 month to withdraw their application and be repaid”;
- (c) omit subparagraph 724(1)(b)(ii), substitute:
- “(ii) the securities are not admitted to quotation within 3 months after the later of:
    - (A) the date of the disclosure document; and
    - (B) the date of the supplementary disclosure document for the offer lodged with ASIC that discloses that the securities are not admitted to quotation and gives applicants 1 month to withdraw their application and be repaid”;
- (d) after subsection 724(1A), insert:
- “(1B) Where a supplementary disclosure document of the kind referred to in subparagraphs (1)(a)(iv) or (1)(b)(ii)(B) is lodged with ASIC, the person offering the securities must give the applicants:
    - (i) that supplementary disclosure document; and
    - (ii) 1 month to withdraw their application and be repaid.”

**Where this instrument applies**

5. This instrument applies in relation to an offer or issue of securities of the Issuer under a disclosure document lodged with ASIC on 3 December 2015 where the Issuer has lodged a supplementary disclosure document on or after the date of this instrument which describes the need for, and effect of, the relief provided in this instrument.

Dated this 3<sup>rd</sup> day of March 2016



.....

Signed by Tashreen Tourabaly  
as a delegate of the Australian Securities and Investments Commission

16 - 0167

**NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001**

Notice is hereby given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made an order, a copy of which is set out below, which order took effect on the date of service of the order on the person to whom it relates, being 12 February 2016.

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION****IN THE MATTER OF GERARD JOSEPH MCCORMACK****SECTIONS 920A AND 920B OF THE CORPORATIONS ACT 2001**

To: Gerard Joseph McCormack

**ORDER UNDER SECTIONS 920A AND 920B OF THE  
CORPORATIONS ACT 2001**

**TAKE NOTICE** that under paragraphs 920A(1)(e) and 920A(1)(g), and section 920B of the Corporations Act 2001 the Australian Securities and Investments Commission prohibits Gerard Joseph McCormack from providing any financial services for a period of five years.

Dated this 10<sup>th</sup> day of February 2016.

Signed:   
.....  
Graeme Darcy Plath  
Delegate of the Australian Securities and  
Investments Commission

Your attention is drawn to s920C and s1311 of the Corporations Act 2001 that provide that a person commits an offence if they engage in conduct that breaches a banning order that has been made against them (Penalty \$2,750 or imprisonment for 6 months or both).

16-0168

**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) the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 16-0168.

**Commencement**

3. This instrument commences on 4 March 2016.

**Declaration**

4. Chapter 6D of the Act applies to Bitcoin Group Limited ACN 601 628 497 (the *Issuer*) as if Part 6D.2 were modified or varied as follows:

- (a) omit paragraph 723(3)(b), substitute:

"(b) the securities are not admitted to quotation within 3 months after the later of:

(i) the date of the disclosure document; and

(ii) the date of the latest supplementary disclosure document for the offer lodged with ASIC which:

(A) discloses that the securities are not admitted to quotation; and

(B) gives applicants 1 month to withdraw their application and be repaid";

- (b) omit subparagraph 724(1)(b)(ii), substitute:

"(ii) the securities are not admitted to quotation within 3 months after the later of:

(A) the date of the disclosure document; and

16-0168

(B) the date of the latest supplementary disclosure document for the offer lodged with ASIC that discloses that the securities are not admitted to quotation and gives applicants 1 month to withdraw their application and be repaid"; and

(c) after subsection 724(1A), insert:

"(1B) Where a supplementary disclosure document of the kind referred to in subparagraph (1)(b)(ii)(B) is lodged with ASIC, the person offering the securities must give the applicants:

(i) that supplementary disclosure document; and

(ii) 1 month to withdraw their application and be repaid."

**Where this instrument applies**

5. This instrument applies:

- a) in relation to an offer or issue of securities of the Issuer under a replacement disclosure document lodged with ASIC on 24 December 2015, that replaced a disclosure document lodged with ASIC on 4 September 2015 (which was supplemented by a supplementary prospectus lodged with ASIC on 29 October 2015, a supplementary prospectus lodged with ASIC on 20 November 2015 and a supplementary prospectus lodged with ASIC on 4 December 2015), that replaced a prospectus dated 29 June 2015; and
- b) where the Issuer has lodged a supplementary disclosure document on the date of this instrument which describes the need for, and effect of, the relief provided in this instrument.

Dated this 4<sup>th</sup> day of March 2016



Signed by Ashley Brown  
as a delegate of the Australian Securities and Investments Commission



16-0169

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 16-0169.

**Commencement**

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

**Declarations**

4. Chapter 6 of the Act applies to Australian Pipeline Limited ACN 091 344 704 as responsible entity of Australian Pipeline Trust ARSN 091 678 778 (*Bidder*) as if section 621(3A), as notionally inserted by ASIC Corporations (Minimum Bid Price) Instrument 2015/1068, were further modified or varied by omitting paragraphs (a) and (b) and substituting the following:
  - "(a) the decrease resulted from the target:
    - (i) declaring a cash distribution; or
    - (ii) converting its interests in a registered scheme into a larger number;
  - (b) the date on which the operator of the market on which the bid class securities are quoted changes the basis of quotation of the securities to signify that trading in that class no longer carries the entitlement to the distribution or larger number of interests in a registered scheme, is after the relevant purchase or agreement is made."
5. Chapter 6 of the Act applies to the Bidder as if section 651A were modified or varied by inserting after subsection 651A(4):
  - "(4A) Despite subsection (1), the offers made under an off-market bid, and the takeover contracts, are not varied under this section in circumstances where the bidder purchases securities in the bid class outside the bid, during the bid period, for consideration which is higher than the bid consideration by up to the amount of any cash distribution declared by the target to be paid to holders of securities in the bid class during the bid period."

16-0169

6. Chapter 6 of the Act applies to the Bidder as if section 636 were modified or varied by omitting paragraph 636(1)(k)(ii) and substituting it with:

"(ii) the number of securities in the class that the bidder had a relevant interest in within 3 trading days before the first offer is sent (expressed as a number of securities or as a percentage of the total number of securities in the class);"

#### Where this instrument applies

7. This instrument applies to an off-market takeover bid made by the Bidder for all of the fully paid stapled units in EPX that the Bidder does not already own where:
- (a) EPX declares that a distribution will be paid;
  - (b) the date on which the financial market operated by ASX changes the basis of quotation for the class of bid securities to signify that trading in that class no longer carries the entitlement to the distribution is on or before the date the bid is made or during the bid period; and
  - (c) the Bidder's Statement contains a statement describing the need for and the effect of the relief provided by this instrument as it applies to the Bidder.

#### Interpretation

8. In this instrument:

*ASX* means ASX Limited ACN 008 624 691;

*Bidder's Statement* means the bidder's statement in relation to the takeover bid by the Bidder for all of the fully paid stapled units in EPX that the Bidder does not already own lodged with ASIC on or around 7 March 2016; and

*EPX* means the Ethane Pipeline Income Fund which is comprised of two stapled Australian registered managed investment schemes, Ethane Pipeline Income Trust ARSN 118 961 167 and Ethane Pipeline Income Financing Trust ARSN 118 961 023.

Dated this 7<sup>th</sup> day of March 2016



Signed by Elise Chung  
as a delegate of the Australian Securities and Investments Commission

16-0175

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 16-0175.

**Commencement**

3. This instrument commences on 8 March 2016.

**Declaration**

4. Chapter 6D of the Act applies to Trac Group Holdings Limited ACN 115 007 540 (the *Issuer*) as if Part 6D.2 were modified or varied as follows:
  - (a) omit paragraph 723(3)(b), substitute:

“(b) the securities are not admitted to quotation within 3 months after the later of:

    - (i) the date of the disclosure document; and
    - (ii) the date of the latest supplementary disclosure document for the offer lodged with ASIC which:
      - (A) discloses that the securities are not admitted to quotation; and
      - (B) gives applicants 1 month to withdraw their application and be repaid”;
  - (b) in paragraph 724(1)(a), omit the words “and that condition is not satisfied within 4 months after the date of the disclosure document”, substitute:

“and that condition is not satisfied within 4 months after the later of:

    - (iii) the date of the disclosure document; and
    - (iv) the date of the latest supplementary disclosure document for the offer lodged with ASIC which:
      - (A) discloses that the condition has not been satisfied; and
      - (B) gives applicants 1 month to withdraw their application and be repaid”;

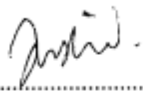
16-0175

- (c) omit subparagraph 724(1)(b)(ii), substitute:
- “(ii) the securities are not admitted to quotation within 3 months after the later of:
    - (A) the date of the disclosure document; and
    - (B) the date of the latest supplementary disclosure document for the offer lodged with ASIC that discloses that the securities are not admitted to quotation and gives applicants 1 month to withdraw their application and be repaid”; and
- (d) after subsection 724(1A), insert:
- “(1B) Where a supplementary disclosure document of the kind referred to in subparagraphs (1)(a)(iv) or (1)(b)(ii)(B) is lodged with ASIC, the person offering the securities must give the applicants:
- (i) that supplementary disclosure document; and
  - (ii) 1 month to withdraw their application and be repaid.”

**Where this instrument applies**

5. This instrument applies:
- (a) in relation to an offer or issue of securities of the Issuer under a replacement prospectus lodged with ASIC on 23 December 2015 and supplementary prospectuses lodged with ASIC on 19 February 2016 and 2 March 2016 respectively; and
  - (b) where the Issuer has lodged a supplementary prospectus with ASIC on or after the date of this instrument which describes the need for, and effect of, the relief provided in this instrument.

Dated this 8<sup>th</sup> day of March 2016



.....

Signed by Jessica Reid  
as a delegate of the Australian Securities and Investments Commission

16-0176

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 16-0176.

**Commencement**

3. This instrument commences on 8 March 2016.

**Exemption**

4. Chapter 6 of the Act does not apply to Terrey Hills Golf & Country Club Holdings Limited ACN 003 917 628 (**Company**) in the circumstances set out in section 5 of this instrument.

**Where this instrument applies**

5. This instrument applies to an acquisition by Landmark Development & Finance Group Pty Ltd ACN 101 469 372 (**LDF**) of a relevant interest in Ordinary Shares in the Company arising as a result of the entry by the holders of such Ordinary Shares into a Sale Agreement as vendor with LDF as purchaser.

**Interpretation**

6. In this instrument:

*Ordinary Shares* means ordinary shares in the Company.

*Sale Agreement* means a sale agreement the terms of which are substantially the same as that provided to ASIC on 10 February 2016.

Dated this 8<sup>th</sup> day of March 2016



Sarah-Jane Farlow  
As a delegate of the Australian Securities and Investments Commission

16-0177

## NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001

Notice is given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 3 March 2016.

## AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION


## IN THE MATTER OF DAVID LLEWELYN HICKS

SECTIONS 920A AND 920B  
OF THE CORPORATIONS ACT 2001

To: Mr David Llewelyn Hicks

BANNING ORDER UNDER SECTIONS 920A AND 920B  
OF THE CORPORATIONS ACT 2001

**TAKE NOTICE** that under sections 920A(1) and 920B(2) of the *Corporations Act 2001* the Australian Securities and Investments Commission prohibits **DAVID LLEWELYN HICKS** from providing any financial services permanently.

Dated this 29<sup>th</sup> day of February 2016Signed:  .....

Christine Croft  
Delegate of the Australian Securities and Investments Commission

Your attention is drawn to subsection 920C(2) of the Corporations Act 2001 which provides that a person must not engage in conduct which breaches a banning order that has been made against the person. Contravention of subsection 920C(2) is an offence.

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**Australian Securities and Investments Commission  
Corporations Act 2001 – Subsections 741(1),  
992B(1), 1020F(1), and paragraph 911A(2)(l) – Exemptions**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsections 741(1), 992B(1), 1020F(1), and paragraph 911A(2)(l) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 16-0178.

**Commencement**

3. This instrument commences on gazettal.

**Disclosure relief***Offers made under an employee incentive scheme*

4. Cloudera, Inc., a company incorporated under the laws of the State of Delaware, United States of America, and each wholly-owned subsidiary (*Cloudera*) does not have to comply with Part 6D.2, 6D.3 or Part 7.9 of the Act in relation to an eligible offer.

*Subsequent sale offers*

5. A person that makes a sale offer of an underlying eligible product within 12 months after the issue of the product does not have to comply with Part 6D.2, 6D.3 or Part 7.9 of the Act in relation to the sale offer where:
  - (a) the product was issued or otherwise granted to an eligible participant, or was issued or transferred by reason of the exercise or vesting of an eligible product issued or otherwise granted to an eligible participant, pursuant to an eligible offer; and
  - (b) the person has no reason to believe the eligible offer is not covered by this instrument.

*Personal advice given by advisers*

6. An eligible product that is issued or otherwise granted pursuant to an eligible offer is exempt from section 1012A of the Act to the extent that section requires a person to give a Product Disclosure Statement for an eligible product to an eligible participant, provided the person has no reason to believe the eligible offer is not covered by this instrument.



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**Licensing, hawking and other incidental relief***General advice*

7. Cloudera does not have to comply with subsection 911A(1) of the Act in relation to the provision of a financial service consisting of general advice in connection with an eligible offer.

*Dealing*

8. Cloudera does not have to comply with subsection 911A(1) of the Act in relation to the provision of any of the following financial services in relation to an eligible offer:
- (a) issuing the eligible product;
  - (b) dealing in the eligible product where any acquisition by purchase or disposal of the eligible product by Cloudera occurs either:
    - (i) through a financial services licensee; or
    - (ii) outside this jurisdiction and through a person which is licensed or otherwise authorised to deal in financial products of that kind in the relevant place.

*Custodial or depository services*

9. Cloudera does not have to comply with subsection 911A(1) of the Act in relation to the provision of any of the following financial services in relation to an eligible offer:
- (a) a custodial or depository service in relation to the eligible product where Cloudera performs its duties in good faith and has sufficient resources to perform those duties;
  - (b) dealing in the eligible product in the course of providing a custodial or depository service covered by paragraph (a).

*Hawking*

10. Cloudera does not have to comply with section 736 or 992A of the Act in relation to making an eligible offer in the course of, or because of, an unsolicited meeting or telephone call held or made in connection with the eligible offer.

*Advertising*

11. Cloudera does not have to comply with section 1018A of the Act in relation to an advertisement or publication that advertises, or publishes a statement that is reasonably likely to induce eligible participants to acquire, an eligible product to be acquired



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through an eligible offer.

**Conditions***Contribution plans and loans not permitted*

13. Cloudera must ensure that an eligible offer made in reliance on this instrument:
- (a) does not involve a contribution plan; and
  - (b) does not involve a loan to the eligible participant to acquire eligible products.

*Disclosure*

14. Cloudera must ensure that, in relation to an eligible offer made in reliance on this instrument:
- (a) the offer is made in, or is accompanied by, an offer document; and
  - (b) the offer document is accompanied by:
    - (i) a copy of the most recent annual report; and
    - (ii) a summary of an independent valuation made no earlier than 12 months before the making of the offer, being the most recent independent valuation, that includes the conclusion, valuation methodologies used, and an explanation regarding the reasonable basis for such conclusion; and
    - (iii) a copy of a directors' solvency resolution made no earlier than 1 month before the making of the offer; and
    - (iv) a copy of a directors' valuation resolution made no earlier than 12 months before the making of the offer and being the most recent directors' valuation resolution; and
  - (c) if requested by an eligible participant at any time during the period the eligible participant is participating in the Plan, the eligible participant is given, within 4 months after making the request:
    - (i) a copy of the most recent annual report; and
    - (ii) a summary of the most recent independent valuation, that includes the conclusion, valuation methodologies used, and an explanation regarding the reasonable basis for such conclusion.

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*Terms of offer*

## 15. Cloudera must ensure that:

- (a) save for the offers made under paragraph 15(b), offers made in reliance on this instrument:
  - (i) are not made to more than 20 eligible participants in any 12 month period; and
  - (ii) to any eligible participant are not greater than \$20,000 in value in any 12-month period, calculated by reference to the most recent directors' valuation resolution as at the time of the relevant offer; and
- (b) any offer that is made in reliance on this instrument that does not comply with paragraph 15(a), is made at a time when the person to whom the offer is made is a senior manager of Cloudera;
- (c) for any offer that is made in reliance on this instrument, no more than nominal monetary consideration is required to be provided by the eligible participant:
  - (i) to receive the eligible products; or
  - (ii) for the incentive rights to vest.

*20% issue limit*

- 16. Cloudera must, at the time of making an eligible offer in reliance on this instrument, have reasonable grounds to believe that the number of underlying eligible products in a class of underlying eligible products that form part of the issued capital of Cloudera, Inc. that have been or may be issued in any of the circumstances covered by the following paragraphs will not exceed 20% of the total number of underlying eligible products in that class on issue:
  - (a) underlying eligible products that may be issued under the eligible offer;
  - (b) underlying eligible products issued or that may be issued as a result of offers made at any time during the previous 3 year period under:
    - (i) the Plan; or
    - (ii) an ASIC exempt arrangement of a similar kind to the Plan.

**ASIC power to request documents**

- 17. Cloudera must, if requested by ASIC and in accordance with the request, make available to ASIC the offer document and all other accompanying information or

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documents given to eligible participants in connection with an eligible offer that is made in reliance on this instrument.

**Interpretation**

18. In this instrument:

- (a) a word or phrase used in this instrument has the same meaning as it has in ASIC Class Order [CO 14/1001], unless the word or phrase is otherwise defined in this paragraph 18;

*annual report* means Cloudera, Inc.'s audited financial report covering a financial year and prepared in accordance with the laws and regulations of its jurisdiction of incorporation;

*ASIC Class Order [CO 03/184]* includes ASIC Class Order [CO 05/1270] to the extent that it relates to ASIC Class Order [CO 03/184];

*ASIC exempt arrangement of a similar kind to the Plan* means an arrangement under the Plan covered or previously covered by ASIC Class Order [CO 03/184], ASIC Class Order [CO 14/1001], or an instrument expressed to apply to Cloudera and which grants similar relief to the relief granted by this instrument;

*casual employee*, in relation to Cloudera means an individual who is, or might reasonably be expected to be, engaged to work the number of hours that are pro-rata equivalent of 40% or more of a comparable full-time position with Cloudera;

*contractor*, in relation to Cloudera means:

- (a) an individual with whom Cloudera has entered into a contract for the provision of services under which the individual performs work for Cloudera; or
- (b) a company with whom Cloudera has entered into a contract for the provision of services under which an individual, who is a director of the company or their spouse, performs work for Cloudera;

where the individual who performs the work under or in relation to the contract is, or might reasonably be expected to be, engaged to work the number of hours that are the pro-rata equivalent of 40% or more of a comparable full-time position with the body;

*contribution plan* means a plan under which an eligible participant may make monetary contributions to acquire eligible products, whether made before or after the acquisition, from one or more of the following:

- (a) gross (before-tax) wages or salary;

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(b) net (after-tax) wages or salary;

(c) other monies;

**directors' solvency resolution** means a resolution of the directors of Cloudera, Inc. that there are reasonable grounds to believe that Cloudera, Inc. will be able to pay its debts as and when they become due and payable;

**directors' valuation resolution** means a resolution of the directors of Cloudera, Inc. which relates to a valuation of Cloudera, Inc. or its eligible products, and is used to determine the value of an eligible offer to an eligible participant;

**eligible offer** means an offer, issue or transfer of an eligible product to an eligible participant under the Plan;

**eligible participant**, in relation to Cloudera, means a person specified in column 2 of Table A;

**eligible product** means a financial product specified in column 1 of Table A;

**financial product advice** has the meaning given by section 766B of the Act;

**general advice** has the meaning given by section 766B of the Act;

**incentive right** means a conditional right:

- (a) to acquire underlying eligible products;
- (b) to be paid a cash amount that is ultimately determined by reference to (wholly or in part):
  - (i) the price or value at a given time of the underlying eligible product to which the right relates;
  - (ii) a change in the price or value over a given period of the underlying eligible product to which the right relates;
  - (iii) the amount or value of dividends or distributions paid or payable in relation to the underlying eligible product to which the right relates; or
  - (iv) a change in the amount or value over a given period of time of dividends or distributions paid or payable in relation to the underlying eligible product to which the right relates; or
- (c) to acquire or to be paid a combination of underlying eligible products

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and a cash amount as determined in accordance with paragraph (b);

**independent valuation** means an independent expert's report, prepared annually, that contains an opinion on the value of shares in the same class as the underlying eligible products;

**nominal monetary consideration** means monetary consideration of a token or trivial amount;

**offer**, in relation to an eligible product, has a meaning affected by sections 700, 702 and 1010C of the Act and includes:

- (a) an offer to issue the eligible product;
- (b) an issue or grant of the eligible product;
- (c) an offer to transfer the eligible product;
- (d) a transfer of the eligible product;
- (e) an offer to arrange for the issue or transfer of the eligible product;

but does not include an issue, grant or transfer of an underlying eligible product made by reason of the exercise or vesting of an overlying eligible product in circumstances where an offer to issue or transfer the overlying eligible product had been previously made.

**offer document**, in relation to an eligible offer made in reliance on this instrument, means a document which includes, or is accompanied by, the following information, statements and explanations worded and presented in a clear, concise and effective manner:

- (a) on the cover page of the offer document, in a box and in a minimum font size of 14 points—prominent statements to the following effect:
  - (i) the eligible products offered under this document may or may not have any value that is capable of being realised by the eligible participant;
  - (ii) whether the eligible products have any value that is capable of being realised by the eligible participant will depend on future events which may or may not occur;
- (b) prominent statements to the effect that:
  - (i) any advice given by Cloudera in relation to eligible products offered under the Plan does not take into account an eligible participant's

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objectives, financial situation and needs; and

- (ii) eligible participants should consider obtaining their own financial product advice from a person who is licensed by ASIC to give such advice; and
- (iii) eligible participants may, at any time during their participation in the Plan, make a request to be given, without charge:
  - (A) a copy of the most recent annual report; and
  - (B) a summary of the most recent independent valuation;
- (c) either:
  - (i) a copy of the terms of the Plan; or
  - (ii) a summary of the terms of the Plan together with a statement that, on request and at no charge and within a reasonable time, Cloudera will provide the eligible participant with a copy of the terms of the Plan;
- (d) general information about the risks of acquiring and holding an eligible product being offered under the Plan; and
- (e) an explanation of the methodology used or adopted by the directors of Cloudera, Inc. for the purposes of the directors' valuation resolution;

*prospective participant*, in relation to an offer of an eligible product under the Plan, means a person to whom the offer is made but who can only accept the offer if an arrangement has been entered into that will result in the person becoming covered by one of paragraphs (a) to (d) of column 2 of Table A;

*Plan* means the Cloudera, Inc. 2008 Equity Incentive Plan;

*senior manager*, has the meaning in section 9 of the Act, as modified by ASIC Class Order [CO 04/899];

*underlying eligible product* means an eligible product specified in paragraph (a) in column 1 of Table A;

- (b) an offer of eligible products to an eligible participant under the Plan on terms that the eligible participant may renounce the offer in favour of a person covered by one of the following sub-paragraphs is to be treated as an offer of eligible products to the eligible participant:
  - (i) an immediate family member of the eligible participant;

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- (ii) a company whose members comprise no persons other than the eligible participant or immediate family members of the participant;
  - (iii) a corporate trustee of self-managed superannuation fund (within the meaning of the *Superannuation Industry (Supervision) Act 1993*) where the eligible participant is a director of the trustee;
- (c) for the avoidance of doubt, a document or other writing to be given in connection with this instrument may be given by electronic means (including, in the case of a document or other writing to be given by a person relying on this instrument, by way of making it available on a website and notifying the intended recipient that it is available on the website).

Dated this 9<sup>th</sup> day of March 2016



Signed by Sarah-Jane Farlow  
as a delegate of the Australian Securities and Investments Commission

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**Table A**

<b>Column 1 Eligible product</b>	<b>Column 2 Eligible participant</b>
(a) a fully paid ordinary share of Cloudera, Inc.;	(a) a full-time or part-time employee (including an executive director);
(b) a unit in a financial product mentioned in paragraph (a);	(b) a non-executive director;
(c) an incentive right granted in relation to a financial product mentioned in paragraph (a).	(c) a contractor;
	(d) a casual employee;
	(e) a prospective participant.



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 eleventh day of March 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Scheme**

PERENNIAL SOCIALLY RESPONSIVE SHARES TRUST

**ARSN**

098 510 162

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CORPORATIONS ACT 2001

Subsection 601PA(3)

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

Dated this eleventh day of March 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Scheme**

**ARSN**

AUSTRALIAN INFRASTRUCTURE FUND

089 889 761

AUSTRALIAN NATIONAL MORTGAGE FUND

603 075 770

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CORPORATIONS ACT 2001

Section 601CC(3)

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

Dated this eleventh day of March 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

AUSTRALIAN PROPERTY INSTITUTE INCORPORATED

007 505 866

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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 eleventh day of March 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

D. E. SHAW INTERNATIONAL OPERATIONS, L.L.C.

145 453 489

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CORPORATIONS ACT 2001

Section 601CL(5)

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

Dated this eleventh day of March 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

DAKOTA TRADING (NZ) LIMITED

128 877 314

LAN INVESTMENTS AUSTRALIA LIMITED

152 124 699

OLEOCHEM AUSTRALASIA LIMITED

158 198 175

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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.

**FRONTIER DIGITAL VENTURES PTY LTD**

ACN 609 183 959 will change to a public company limited by shares. The new name will be FRONTIER DIGITAL VENTURES LTD ACN 609 183 959.

**NGAM AUSTRALIA LIMITED** ACN 088 786 289 will change to a proprietary company limited by shares. The new name will be NGAM AUSTRALIA PTY LIMITED ACN 088 786 289.

**VISUAL AMPLIFIERS PTY LTD**

ACN 601 198 850 will change to a public company limited by shares. The new name will be VISUAL AMPLIFIERS LTD ACN 601 198 850.

**HODGSON FARADAY PTY LIMITED**

ACN 130 606 987 will change to a public company limited by shares. The new name will be HODGSON FARADAY LIMITED ACN 130 606 987.

**NOXOPHARM PTY LTD** ACN 608 966 123 will change to a public company limited by shares. The new name will be NOXOPHARM LIMITED ACN 608 966 123.

**WATER UTILITIES AUSTRALIA**

**INFRASTRUCTURE HOLDINGS LIMITED** ACN 161 509 575 will change to a proprietary company limited by shares. The new name will be WATER UTILITIES AUSTRALIA INFRASTRUCTURE HOLDINGS PTY LTD ACN 161 509 575.