



**ASIC**

Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette  
No. A28/16, Tuesday 7 June 2016

Published by ASIC

# 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.

ISSN 1445-6060 (Online version)  
ISSN 1445-6079 (CD-ROM version)

Available from [www.asic.gov.au](http://www.asic.gov.au)  
Email [gazette.publisher@asic.gov.au](mailto:gazette.publisher@asic.gov.au)

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16-0425

**Australian Securities and Investments Commission  
Corporations Act 2001 — Paragraphs 926A(2)(b), 992B(1)(b) and 1020F(1)(b) —  
Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 926A(2)(b), 992B(1)(b) and 1020F(1)(b) of the *Corporations Act 2001* (the *Act*).

**Exemption**

2. This exemption applies to an interest in a managed investment scheme (*serviced strata scheme*) which involves an owner (*investor*) of real property (*strata unit*), in the investor's discretion, making their strata unit available for use by a person (*operator*) as part of a serviced apartment, hotel, motel or resort complex located at 27-29 Yamba Road, Yamba in the State of New South Wales 2464 developed in accordance with an approval of a local government organisation that has been given to ASIC and in relation to which, on 1 March 2000, there was no person who had bought or agreed to buy a strata unit and who, before agreeing to buy, had been offered an interest in the scheme.
3. An interest in the serviced strata scheme is exempt from the following provisions of the Act:
  - (a) Part 7.6 (other than Divisions 4 and 8); and
  - (b) section 992AA; and
  - (c) section 1017F.

**Where exemption applies**

4. The exemption in paragraph 3 only applies where all of the following requirements are satisfied:
  - (a) the sale of the strata unit is not and was not conditional on participation in the serviced strata scheme;
  - (b) each investor and the operator may withdraw from participation in the scheme on no more than 90 days notice and an investor that withdraws will not be bound after that notice expires to allow use of their strata unit except for occupation of the strata unit:
    - (i) by a person other than the operator or an associate of the operator; and
    - (ii) under an agreement that the operator made with that person before the notice of withdrawal was given;

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- (c) each investor may, if the investor withdraws from participation in the scheme, appoint another person to manage their strata unit;
- (d) the operator is licensed in relation to the conduct of the letting services under the law of a State or Territory or is a financial services licensee;
- (e) no payment is liable to be made by an investor to participate in the scheme other than:
  - (i) payment of money to buy the strata unit; and
  - (ii) one or more payments of the investor's reasonable proportion of the operator's fees and expenses with respect to the management of the scheme where in any 3 month period the total of such payments relates to a period of no more than 3 months and where:
    - (A) that total is reasonably commensurate with the work done or to be done, or the expenses incurred or likely to be incurred (as the case may be), by the operator during the period to which the payments relate; and
    - (B) where a FFE Fund has been established for the investor — no payment or part thereof is used for the replacement, repair or refurbishment of furniture, fittings and equipment of the strata unit in relation to the period to which the payment relates unless all money in the Fund has first been expended; and
  - (iii) where a FFE Fund has been established for the investor — one or more payments into the Fund where:
    - (A) each payment is by way of a deduction from rental income of the scheme that would otherwise be paid to the investor in relation to a period and does not exceed 3% of the gross rent attributable to the investor for the period; and
    - (B) the balance of the Fund at all times does not exceed \$5,000 for each strata unit made available by the investor for use as part of the scheme;
- (f) there is no obligation on any person to ensure that other owners of strata units agree to participate in the scheme;
- (g) the serviced apartment, hotel, motel or resort complex is operated in accordance with a written agreement entered into or to be entered into between the operator and each investor which agreement includes provisions as specified in paragraph 5;

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- (h) the operator takes reasonable steps to ensure that any part of the scheme property held in cash or on deposit with an Australian ADI or another financial institution is held on trust for the members in a trust account and subject to audit as to whether the moneys have been dealt with in accordance with the terms of the trust by a registered company auditor at least annually;
- (i) where a FFE Fund has been established for an investor, the operator takes reasonable steps to ensure that:
  - (A) the money comprising the Fund is held on trust for the investor in a trust account and subject to audit as to whether the money has been dealt with in accordance with the terms of the trust by a registered company auditor at least annually; and
  - (B) the balance of the Fund is promptly returned to the investor at the termination of the scheme or upon the investor's withdrawal from the scheme, whichever occurs first;
- (j) each person that is involved in making an offer of interests in the scheme for issue does not engage in any misleading or deceptive conduct or conduct that is likely to mislead or deceive in connection with those offers;
- (k) the operator complies with the provisions specified in paragraph 5 which are included in the agreement referred to in subparagraph (g).

**Terms of agreement between investor and operator**

5. The agreement specified in subparagraph 4(g) is to contain provisions to the following effect:
  - (a) *Transfer of management rights*
    - (i) If a majority of scheme members advise the operator in writing that they wish to terminate the operator's engagement, the operator must within 9 months transfer the management rights to a person that is chosen by the operator that has not been involved in the operation (including promotion) of the scheme and is not controlled by a person that has been involved in the operation (including promotion) of the scheme; and
    - (ii) If an operator fails to complete that transfer within the 9 month period, the operator must cause the transfer of the management rights to a replacement operator named in a written notice given by a majority of scheme members, at a price specified in the notice; and
    - (iii) A transfer referred to in subparagraph (i) or (ii) must be done as soon as practicable, but if there is a body corporate for the real

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property to which the scheme relates, there must be a reasonable time for members of the body corporate to consider whether to make a decision referred to in subparagraph (b)(ii) unless the body corporate has consented to the transfer; and

(b) *Consent of body corporate to new care-taking arrangements*

- (i) If an operator receives a notice under subparagraph (a)(i), the operator must advise all body corporate members of the name of the person to whom the transfer is to be made; and
- (ii) Unless the body corporate has consented to the transfer, an operator does not have to transfer the management rights to the person named in the notice described in subparagraph (a)(ii) if a majority of body corporate members state in writing to the operator that the person should not be engaged by the body corporate to perform care-taking functions; and
- (iii) If a majority of body corporate members make a decision referred to in subparagraph (b)(ii), a majority of scheme members may then at any time name a replacement operator by a written notice, to whom the operator must transfer the management rights at a price specified in the notice and the notice will be taken to be given in accordance with subparagraph (a)(ii); and
- (iv) This subparagraph does not apply if the body corporate or a majority of body corporate members agree in writing to the transfer to the person named in a notice under subparagraph (a)(ii) or (b)(iii) before that notice is given to the operator; and

(c) *Price payable on transfer*

The price scheme members specify in a notice under subparagraph (a)(ii) must be one of the following:

- (i) the average of two valuations of the management rights by independent qualified valuers nominated by the Australian Property Institute (or another relevant independent professional body approved by ASIC); or
- (ii) the highest bona fide bid for the management rights (excluding a bid by the operator or its associates) at an auction of which at least 60 days' notice had been given; or
- (iii) the highest bona fide amount tendered (excluding any tender by the operator or its associates) for the management rights following reasonable efforts to market the property for at least 60 days; and

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(d) *Voting*

- (i) In determining if there is a majority of scheme members or body corporate members, the operator and its associates and any person nominated as a replacement operator and associates of that person must not be counted; and
- (ii) For scheme members, a majority is based on their entitlement to vote at body corporate meetings if there is a body corporate for the property to which the scheme relates, and otherwise each member shall have one vote; and
- (iii) For body corporate members, a majority is based on their entitlement to vote at body corporate meetings; and
- (iv) A scheme member or a body corporate member makes a decision by signing a document that sets out the decision; and

(e) *Costs*

- (i) Any member may arrange a valuation or auction of, or may market, the management rights before or after the expiration of the 9 month period referred to in subparagraph (a)(i) for the purposes of determining a price to be specified in a notice under subparagraph (a)(ii); and
- (ii) If a member incurs any reasonable valuation, auction or marketing costs under subparagraph (i) that member is entitled to be reimbursed out of the price payable by any person nominated by the members as transferee of the management rights when the price is paid to the operator; and

(f) *Assistance*

The operator must give reasonable assistance to enable the transferee to operate the resort, hotel, motel or serviced apartment complex including making available information concerning any prospective bookings; and

(g) *Definitions*

In this paragraph:

***scheme members*** means investors in the scheme excluding the operator and its associates.

***management rights*** means all real or personal property (including contractual rights) held by the operator or any of its associates that facilitates the operation of the scheme.

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*transfer* in relation to management rights means to assign or transfer the management rights or to cause another person to become the holder of those rights or rights substantially the same as those rights.

**Interpretation**

6. In this instrument:

*FFE Fund* means a fund established for an investor consisting of money paid by the investor and any interest accrued on that money, to be used from time to time in accordance with the written agreement referred to in subparagraph 4(g) for the replacement, repair or refurbishment of furniture, fittings and equipment of the strata unit made available by the investor for use as part of the scheme.

*offer* is to be interpreted in accordance with subsection 1010C(2) of the Act.

Dated this 30<sup>th</sup> day of May 2016



Signed by Ada Bombardieri  
as a delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

16-0429

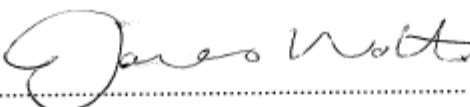
**Australian Securities and Investments Commission  
Corporations Act 2001 Section 915B**

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

TO: Cooper Gay (Australia) Pty Ltd  
ACN 096 673 399 ("the AFS Licensee")  
Suite 401, Level 4, 68 York Street  
SYDNEY NSW 2000

Pursuant to section 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 445709 held by Cooper Gay (Australia) Pty Ltd, with effect from the date on which this notice is given to the Licensee.

Dated this <sup>1 June</sup>  
~~May~~ 2016

Signed ..... 

James Nott, a delegate of the Australian Securities and Investments Commission





ASIC

Australian Securities &amp; Investments Commission

16-0430

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

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

TO: Navoca Capital Pty Ltd  
ACN 139 060 843 ("the AFS Licensee")  
4 Alpha Road  
WILLOUGHBY NSW 2068

Pursuant to section 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 350132 held by Navoca Capital Pty Ltd, with effect from the date on which this notice is given to the Licensee.

Dated this 1 June  
~~May~~ 2016

Signed

A handwritten signature in cursive script, appearing to read 'James Nott', written over a dotted line.

James Nott, a delegate of the Australian Securities and Investments  
Commission

16-0431

**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 16-0431.

**Commencement**

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

**Declaration**

4. Chapter 6D of the Act applies to an offer for sale of securities in Axiom Mining Limited ARBN 119 698 770 (the *Company*) as if paragraph 708A(5)(b) of the Act were modified by deleting the words "5 days" and substituting the words "5 days and 4 hours".

**Where this instrument applies**

5. This instrument applies to an offer for sale of securities in the Company where:
  - (a) the offer to issue the securities in the Company did not need disclosure to investors under Part 6D.2 of the Act because of subsection 708(8) or subsection 708(11) of the Act;
  - (b) the securities in the Company issued as a result of such offer, are issued at any time between the date of this instrument and 1 April 2017 (inclusive); and
  - (c) the Company has given ASX Limited ACN 008 624 691 a notice under paragraph 708A(5)(e) of the Act which complies with subsection 708A(6) of the Act.

Dated this 26<sup>th</sup> day of May 2016



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



ASIC

Australian Securities &amp; Investments Commission

16-0432

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

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

TO: ICBC Capital Pty Ltd (in liquidation)  
ACN 140 629 296 ("the Licensee")  
Ground floor, 1 Havelock Street  
WEST PERTH WA 6005

Pursuant to paragraph 915B(3)(b) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 344234 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated / June 2016

Signed .....

A handwritten signature in black ink, appearing to read 'James Nott'.

James Nott  
A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

16-0433

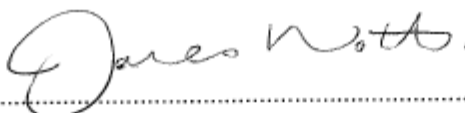
**Australian Securities and Investments Commission  
Corporations Act 2001 Section 915B**

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

TO: JPH Financial Services Pty Ltd  
ACN 050 028 969 ("the AFS Licensee")  
Locked Bag 400  
ALBERT PARK VIC 3206

Pursuant to section 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 277586 held by JPH Financial Services Pty Ltd, with effect from the date on which this notice is given to the Licensee.

Dated this <sup>1 June</sup>~~May~~ 2016

Signed ..... 

James Nott, a delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

16-0434

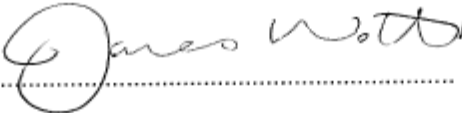
**Australian Securities and Investments Commission  
Corporations Act 2001 Section 915B**

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

TO: UniValue Financial Solutions Pty Ltd  
ACN 601 037 683 ("the AFS Licensee")  
30 Newbold Avenue  
CRAIGIEBURN VIC 3064

Pursuant to section 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 464487 held by UniValue Financial Solutions Pty Ltd, with effect from the date on which this notice is given to the Licensee.

Dated this <sup>1 June</sup>~~May~~ 2016

Signed ..... 

James Nott, a delegate of the Australian Securities and Investments Commission

**ASIC**

Australian Securities &amp; Investments Commission

**16-0437****Australian Securities and Investments Commission  
Corporations Act 2001 Section 915B****Notice of Cancellation of an Australian Financial Services Licence**

TO: Will Fraser & Co Pty Ltd  
ACN 073 893 848 ("the Licensee")  
Mr Damion Bielby  
PO Box 121  
REDCLIFFE QLD 4020

Pursuant to paragraph 915B(3)(b) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 229982 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated *1 June 2016*

Signed .....

Handwritten signature of James Nott in cursive script.

James Nott  
A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities & Investments Commission

16-0438

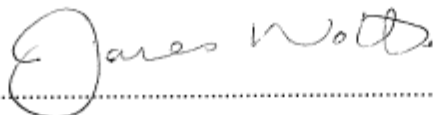
**Australian Securities and Investments Commission  
Corporations Act 2001 Section 915B**

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

TO: Quantum Securities (International) Pty Ltd  
ACN 006 011 276 ("the AFS Licensee")  
PO Box 3382  
MANUKA ACT 2603

Pursuant to section 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 253484 held by Quantum Securities (International) Pty Ltd, with effect from the date on which this notice is given to the Licensee.

Dated this <sup>June</sup> 1<sup>st</sup> May 2016

Signed ..... 

James Nott, a delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

16-0439

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

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

TO: Insurance Market Facilities (Wholesale Broking) Pty Ltd  
ACN 096 397 278 ("the AFS Licensee")  
Locked Bag 5273  
SYDNEY NSW 2001

Pursuant to section 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 258348 held by Insurance Market Facilities (Wholesale Broking) Pty Ltd, with effect from the date on which this notice is given to the Licensee.

Dated this <sup>1<sup>st</sup> of June</sup> May 2016

Signed .....

A handwritten signature in cursive script, appearing to read 'James Nott', written over a dotted line.

James Nott, a delegate of the Australian Securities and Investments Commission



16-0443

**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 16-0443.

**Commencement**

3. This instrument commences on 27 May 2016.

**Declaration**

4. Chapter 6 of the Act applies to Bill Peach Group Limited ACN 010 484 938 (*Target*) as if items 11 and 12 of the table in subsection 633(1) of the Act were modified or varied by omitting the words “15 days” and substituting the words “20 days”.

**Where this instrument applies**

5. This instrument applies to the off-market takeover bid by Australian Pioneer Pty Limited ACN 003 331 379 for all of the fully paid ordinary shares in the Target where a replacement bidder’s statement was lodged with ASIC on 27 April 2016.

Dated this 27<sup>th</sup> day of May 2016



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

16-0445

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 16-0445.

**Commencement**

3. This instrument commences on 27 May 2016.

**Exemption**

4. Hubbub Group Pty Ltd ACN 083 682 508 (*Hubbub*) does not have to comply with Parts 6D.2 and 6D.3 of the Act.

**Declaration**

5. Chapter 6D of the Act applies to each holder of shares in a Demerged Entity as if section 707 were modified or varied by omitting subsections 707(3), (4), (5) and (6).

**Where this instrument applies**

6. The exemption in paragraph 4 applies to invitations by Hubbub to vote at a general meeting on a capital reduction of Hubbub, and an in specie distribution of shares in each Demerged Entity to holders of shares in Hubbub (*Demerger Proposal*), pursuant to a notice of meeting that:
  - (a) is in substantially the same form as the draft notice of meeting given to ASIC on 17 May 2016; and
  - (b) includes a statement:
    - (i) describing the need for, and the effect of, the relief contained in this instrument; and
    - (ii) that the notice of meeting is in substantially the same form as the draft notice of meeting given to ASIC on 17 May 2016.

16-0445

7. The declaration in paragraph 5 applies where:
- (a) a holder of shares in a Demerged Entity makes an offer of shares in the Demerged Entity (*DE Shares*) for sale;
  - (b) the DE Shares were transferred to a holder of shares in Hubbub, pursuant to the Demerger Proposal referred to in paragraph 6, within the previous 12 months; and
  - (c) the offer is not made within 12 months of a sale or transfer of the DE Shares by a person, other than Hubbub, who:
    - (i) controls the Demerged Entity;
    - (ii) would have been required by subsection 707(2) of the Act to give disclosure to investors under Part 6D.2 of the Act but for section 708 of the Act; and
    - (iii) did not give disclosure to investors under Part 6D.2 of the Act because of section 708 of the Act.

**Interpretation**

In this instrument:

*Demerged Entity* means any of:

- (a) Arnie (Aust) Pty Ltd ACN 089 335 786;
- (b) Yarris Pty Ltd ACN 094 508 648; and
- (c) Yarris Procurement Applications Pty Ltd ACN 160 514 830.

Dated this 27<sup>th</sup> day of May 2016



Signed by Michael Jukes  
as a delegate of the Australian Securities and Investments Commission

16-0452



**ASIC**

Australian Securities & Investments Commission

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## **ASIC Corporations (Repeal) Instrument 2016/452**

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I, Grant Moodie, delegate of the Australian Securities and Investments Commission, make the following legislative instrument.

Date            6 June 2016

*Grant Moodie*  
Grant Moodie

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16-0452

*ASIC Corporations (Repeal) Instrument 2016/452***Contents**

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16-0452

*ASIC Corporations (Repeal) Instrument 2016/452**Part 1—Preliminary***Part 1—Preliminary****1 Name of legislative instrument**

This instrument is *ASIC Corporations (Repeal) Instrument 2016/452*.

**2 Commencement**

This instrument commences on later of:

- (a) the day after it is registered on the Federal Register of Legislation;  
and
- (b) the day it is gazetted.

Note: The register may be accessed at [www.legislation.gov.au](http://www.legislation.gov.au).

**3 Authority**

This instrument is made under paragraph 911A(2)(l) of the *Corporations Act 2001*.

**4 Schedules**

Each instrument that is specified in Schedule 1 to this instrument is repealed as set out in the applicable items in the Schedule.

**5 Repeal of amending and repealing instruments**

- (1) The repeal of an instrument by section 4 does not affect any amendment to or repeal of another instrument (however described) made by the instrument.
- (2) Subsection (1) does not limit the effect of section 7 of the *Acts Interpretation Act 1901* as it applies to the repeal of an instrument by section 4 of this instrument.

16-0452

*ASIC Corporations (Repeal) Instrument 2016/452*

*Schedule 1—Repeals*

**Schedule 1—Repeals**

**ASIC Class Order [CO 03/606]**

**1 The whole of the instrument**

Repeal the instrument.



ASIC

Australian Securities &amp; Investments Commission

16-0453

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

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

TO: Sigma 7 Capital Limited  
ACN 111 382 560 ("the AFS Licensee")  
24 Doonkuna Avenue  
CAMBERWELL VIC 3124

Pursuant to section 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 288722 held by Sigma 7 Capital Limited, with effect from the date on which this notice is given to the Licensee.

Dated this 7 June 2016

Signed .....

A handwritten signature in cursive script, appearing to read "James Nott", written over a dotted line.

James Nott, a delegate of the Australian Securities and Investments Commission



16-0455

**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 19 May 2016.

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

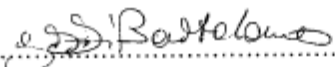
To: Winley Insurance Group Pty Ltd ACN 138 133 285

Under s915C(1)(a) and s915C(1)(aa) of the *Corporations Act 2001* (the Act), the Australian Securities and Investments Commission (ASIC) cancels Australian financial services licence number 343573 (Licence) held by Winley Insurance Group Pty Ltd ACN 138 133 285.

Under s915H of the Act, ASIC specifies that the Licence continues in effect as though the cancellation had not happened for a period of two years the purposes of:

- (a) Paragraphs 912A(1)(g) of the Act to the extent that it requires Winley Insurance Group Pty Ltd to have a disputes resolution system complying with s912A(2)(b) of the Act (which requires Winley Insurance Group Pty Ltd to be a member of one or more external dispute resolution schemes).
- (b) Section 912B of the Act and regulations 7.6.02AAA and 7.6.02AA of the Corporations Regulations 2001 (which require Winley Insurance Group Pty Ltd to have arrangements for compensating retail clients including the holding of professional indemnity insurance cover).

Dated this 12<sup>th</sup> day of May 2016.

Signed: 

Gai Di Bartolomeo  
Delegate of the Australian Securities and  
Investments Commission

16-0456

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 23 May 2016

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION****IN THE MATTER OF TAK SIMSON KWOK  
AND THE CORPORATIONS ACT 2001****To: Mr Tak Simson Kwok****BANNING ORDER UNDER TO SECTIONS 920A and 920B OF THE  
CORPORATIONS ACT 2001**

**TAKE NOTICE** that under to sections 920A and 920B of the Corporations Act 2001 the Australian Securities and Investments Commission prohibits **TAK SIMSON KWOK** from providing any financial services **PERMANENTLY**.

Dated this 23<sup>rd</sup> day of May 2016.

Signed:   
GAI DI BARTOLOMEO

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.



ASIC

Australian Securities &amp; Investments Commission

16-0459

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

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

TO: Firstfolio Capital Management Pty Ltd  
ACN 125 150 101 ("the AFS Licensee")  
Level 5, 55 Mountain Street  
ULTIMO NSW 2007

Pursuant to section 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 314577 held by Firstfolio Capital Management Pty Ltd, with effect from the date on which this notice is given to the Licensee.

Dated this 7 June 2016

Signed .....

A handwritten signature in cursive script, appearing to read 'James Nott', written over a dotted line.

James Nott, a delegate of the Australian Securities and Investments  
Commission

16-0461

**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 declaration under paragraph 655A(1)(b) of the *Corporations Act 2001* (the **Act**).

**Title**

2. This order is ASIC instrument [16-0461].

**Commencement**

3. This instrument commences on 1 June 2016.

**Declaration**

4. Chapter 6 of the Act applies to Metro Mining Limited ACN 117 763 443 (**Metro**) as if Parts 6.4 and 6.5 were modified or varied as follows:
  - (a) in subsection 620(2) omit “Each”, substitute “Subject to subsection (4), each”;
  - (b) after subsection 620(3) insert:

“(4) If the bidder has varied the offers under paragraph 650B(1)(ba) to provide that holders will receive an additional number of securities in the event the percentage of bid class securities in which the bidder has a relevant interest exceeds a percentage of the securities in that class specified by the bidder - subsection (2) does not apply with respect to the additional securities. Each offer must provide that the additional securities are to be provided by the later of the following:

    - (a) immediately after the percentage of bid class securities in which the bidder has a relevant interest exceeds the percentage of the securities in that class specified by the bidder; and
    - (b) the time for payment of the consideration offered in accordance with subsection (2).”
  - (c) after paragraph 650B(1)(b), insert:

“(ba) if the bid is free of any defeating conditions—by providing that holders will receive an additional number of securities in the event that the percentage of bid class securities in which the bidder has a relevant interest together with any bid class securities that are the subject of a facility acceptance which has been given to an acceptance facility

## 16-0461

operator under an acceptance facility in relation to a takeover bid exceeds a percentage of the securities in that class specified by the bidder in a notice under section 650D.”

- (d) after item 1 of the table in subsection 650B(2), insert as a new row of the table:


“1A improvement of the number of securities that may be received in accordance with paragraph 650B(1)(ba)	entitled to the improved consideration on the percentage of bid class securities in which the bidder has a relevant interest exceeding the percentage of the securities in that class specified by the bidder in a notice under section 650D.”
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- (e) in subsection 650B(2A) omit “The Person”, substitute “Where the person has become entitled to receive the improved consideration, the person”.

**Where this instrument applies**

5. This instrument applies to an off-market takeover bid made by Metro for all of the ordinary shares in Gulf Alumina Limited ACN 108 086 371 (**Gulf**) in respect of which:
- (a) a bidder’s statement was lodged with ASIC on 10 December 2015; and
- (b) Metro announced, in a supplementary bidder’s statement lodged with ASIC on 26 May 2016, that Metro intends to improve the consideration offered by increasing the number of shares offered to 3.9 ordinary shares in Metro for every 1 ordinary share in Gulf subject to the number of Gulf shares which Metro has a relevant interest in, together with any Gulf shares which are the subject of a facility acceptance which has been given to an acceptance facility operator under an acceptance facility in relation to Metro’s takeover bid for Gulf, being at least 40% of all of Gulf’s shares before the end of the offer period.

Dated 1 June 2016



Signed by Kyle Jonathan Wright  
as a delegate of the Australian Securities and Investments Commission

16-0463

**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 16-0463.

**Commencement**

3. This instrument commences on execution.

**Declaration**

4. Chapter 5C of the Act applies to Melbourne Securities Corporation Limited ACN 160 326 545 (*Responsible Entity*) as responsible entity of TruePillars Investment Trust ARSN 611 843 317 (*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

16-0463

- (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 interests which relate to the cash held in the scheme 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 Units by a Member;
  - (b) the withdrawal is a withdrawal of Cash Units 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 Cash Units may be withdrawn; and
    - (iii) where the number of Cash Units set out in the withdrawal request exceeds the total number of Cash Units, that a Member may only withdraw up to the total number of Cash Units;
  - (d) the Member is notified 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 number of Cash Units (*standing request*), then each time a withdrawal is effected, the relevant Member is given a prominent notice (which may be given electronically) setting out the Member's standing request and that the Member may alter the standing request by providing instructions on the Platform; and

16-0463

- (g) the withdrawal request does not impact the Cash Units held by another Member.

**Interpretation**

6. In this instrument:

**Cash Unit** means an interest held by the Member in the Trust's cash class of interests excluding any Committed Bid Cash Units.

**Committed Bid Cash Units** means the number of Cash Units held by a Member that the Member has committed to fund a bid made by the Member on the Platform where the bid has not closed.

**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 online loan exchange platform operated by TruePillars Pty Limited ACN 603 933 508 under an arrangement with the Responsible Entity for the matching of loans between funders (being the Members) and borrowers.

**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 [www.truepillars.com](http://www.truepillars.com) and any related subdomains maintained in respect of the Platform.

Dated this 1<sup>st</sup> day of June, 2016



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



15-1152

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 26 November 2015

**AUSTRALIAN SECURITIES & INVESTMENTS COMMISSION**

**IN THE MATTER OF MARK McIVOR**

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

To: Mr Mark McIvor

**TAKE NOTICE** that under sections 920A(1) and s920B(2) of the Corporations Act 2001 the Australian Securities & Investments Commission prohibits Mr Mark McIvor from providing any financial services permanently.

Dated this 2<sup>nd</sup> day of September 2015

Signed:   
Sarah Thrift  
Delegate of the Australian Securities &  
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.

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 third day of June 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

OVERSEAS ENERGY HOLDINGS LIMITED

**ARBN**

142 952 332

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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.

**INDOPHIL SOUTHERN PHILIPPINES HOLDINGS LIMITED** ACN 129 364 076 will change to a proprietary company limited by shares. The new name will be **INDOPHIL SOUTHERN PHILIPPINES HOLDINGS PTY LTD** ACN 129 364 076.

**LACHLAN WEALTH MANAGEMENT LIMITED** ACN 111 060 587 will change to a proprietary company limited by shares. The new name will be **LACHLAN WEALTH MANAGEMENT PTY LTD** ACN 111 060 587.