



**ASIC**

Australian Securities &  
Investments Commission

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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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16-0473

**Australian Securities and Investments Commission  
Corporations Act 2001 - Subsections 601QA(1)(b), 741(1)(b) and 1020F(1)(c) -  
Declarations**

**Enabling legislation**

1. The Australian Securities and Investments Commission (**ASIC**) makes this instrument under paragraphs 601QA(1)(b), 741(1)(b) and 1020F(1)(c) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 16-0473.

**Commencement**

3. This instrument commences on the 8<sup>th</sup> day of June 2016.

**Declaration**

4. Chapter 5C of the Act applies to GARDA Funds Management Limited ACN 140 857 405 (**GARDA Funds Management**) in its capacity as the responsible entity of the GARDA Capital Trust ARSN 150 164 720 (the *Scheme*) as if the following provisions of that Chapter were modified or varied as follows:

- (a) after section 601FE insert:

**“601FEA Modification of duties: stapled securities**

- (1) This section applies to a registered scheme (the *scheme*) where the interests in the scheme and shares in a company (the *stapled entities*) are components of stapled securities.
- (2) For the purposes of paragraphs 601FC(1)(c) and 601FD(1)(c), an obligation to act in the best interests of the members of the scheme is an obligation to act in the best interests of the members of the scheme having regard to their interests as members of the stapled entities.
- (3) For the purposes of paragraphs 601FC(1)(e), 601FD(1)(d) and 601FD(1)(e), and subsection 601FE(1), an obligation to not make use of information, or not make improper use of position, in order to cause detriment to the members of the scheme is an obligation not to do those things in order to cause detriment to the members of the scheme having regard to their membership of each of the stapled entities.”;

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- (b) after subsection 208(2) as notionally inserted by section 601LC, insert:
- “(2A) Member approval is not required for the giving of a financial benefit and the benefit need not be given within 15 months if all the following conditions are satisfied:
- (a) the benefit either:
    - (i) is given out of the scheme property of a registered scheme (the *scheme*); or
    - (ii) could endanger the scheme property;
  - (b) all of the interests in the scheme and all of the shares in a company (the *stapled entities*) are components of stapled securities;
  - (c) the benefit is given by:
    - (i) the responsible entity of the scheme; or
    - (ii) an entity that the responsible entity controls; or
    - (iii) an agent of, or person engaged by, the responsible entity; and
  - (d) the benefit is given to:
    - (i) an entity wholly owned, whether directly or indirectly, by the scheme; or
    - (ii) a stapled entity or an entity that is wholly owned, whether directly or indirectly, by a stapled entity; or
    - (iii) an entity wholly owned, whether directly or indirectly, jointly by any or all of the scheme and the stapled entities.
- (2B) For the purposes of this section:
- (a) an entity is wholly owned by another entity if all of the shares or interests (as applicable) in the first-mentioned entity are held by, or held by a nominee for (in the case of the second-mentioned entity being a company), or form part of the trust property of (in the case of the second-mentioned entity being a trust), the second-mentioned entity or a wholly owned entity of it; and
  - (b) a reference to the giving of a benefit to an entity which is a trust is a reference to the giving of a benefit to the trustee of the trust so as to form part of the trust property of the trust or for the benefit of the trust beneficiaries.”;
- (c) insert after section 601PC:

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**601PD Stapled securities**

For the purposes of this Chapter:

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

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

5. Part 7.9 of the Act applies to GARDA Funds Management in its capacity as the responsible entity of the Scheme as if subsection 1017E(2) as notionally inserted by subregulation 7.9.08(4) of the *Corporations Regulations 2001* were modified or varied as follows:
  - (a) at the beginning of paragraph 1017E(2)(b), insert "subject to paragraph (ba),"; and
  - (b) after paragraph 1017E(2)(b), insert:

"(ba) any money may be paid into the account, provided that:

    - (i) money paid to acquire the financial product together with any securities or financial products that must, under the terms on which the financial product is to be traded, be transferred with the financial product; and
    - (ii) any other money to which this section applies; and
    - (iii) interest on the amount from time to time standing to the credit of the account,

is identified and held in accordance with all other provisions of this section; and”.
6. Part 7.9 of the Act applies to GARDA Funds Management in its capacity as the responsible entity of the Scheme and GARDA Capital Limited ACN 095 039 366 (**GARDA Capital**), as if:
  - (a) section 1013B of the Act were modified or varied by:
    - (i) omitting "The title" from subsection 1013B(1) and substituting "Subject to section 1013N, the title"; and

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- (ii) omitting "In any other part" from subsection 1013B(2) and substituting "Subject to section 1013N, in any other part"; and
- (b) Subdivision C of Division 2 of Part 7.9 of the Act were modified or varied by adding after section 1013M:

**"1013N Combining a Product Disclosure Statement and a prospectus in a single document"**

- (1) Subject to this section, a PDS of a registered scheme and a Prospectus may be combined in one document (**Disclosure Document**).
- (2) The title "Product Disclosure Statement and Prospectus" must appear on the front cover of the Disclosure Document and the Disclosure Document must clearly explain at or near the front of the Disclosure Document that the Disclosure Document consists of a PDS and a prospectus."

**Where this declaration applies**

- 7. The declaration in paragraphs 4 to 6 apply where each of the ordinary interest in the Scheme and each ordinary share in GARDA Capital must, under the terms upon which it is to be traded, only be transferred together (*Stapled Security*).
- 8. The declaration in paragraph 5 applies where GARDA Funds Management receives money paid to acquire Stapled Securities.
- 9. The declaration in paragraph 6 applies to the disclosure document that is both a prospectus and product disclosure statement in relation to the offer of Stapled Securities which is issued by GARDA Funds Management and GARDA Capital and lodged with ASIC on or about 9 June 2016.

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



Signed by Abramo Martinelli  
as a delegate of the Australian Securities and Investments Commission



16-0478

**ASIC**

Australian Securities & Investments Commission


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

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

**TO:** Option 1 Pty Ltd ("the AFS Licensee")  
ACN 101 875 781  
PO Box 341  
PORT MELBOURNE VIC 3207

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels AFS Licence Number 225380 held by the AFS Licensee with effect from the date on which this notice is given to the AFS Licensee.

Dated this 14<sup>th</sup> June 2016.

Signed  .....

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



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**ASIC**

Australian Securities &amp; Investments Commission

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

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

**TO:** 90 West Asset Management Limited ("the AFS Licensee")  
ACN 125 360 974  
Level 36 Grosvenor Place  
225 George Street  
SYDNEY NSW 2000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels AFS Licence Number 320604 held by the AFS Licensee with effect from the date on which this notice is given to the AFS Licensee.

Dated this 17 June 2016.

Signed .....

A handwritten signature in cursive script that reads "James Nott".

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

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**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 10<sup>th</sup> June 2016.


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

To: Etern Wisdom Global Pty Ltd (ACN 162 817 870, AFSL 440351)

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 440351 (Licence) held by Etern Wisdom Global Pty Ltd (ACN 162 817 870).

Dated this 6<sup>th</sup> day of June 2016.

Signed:



Melanie Baxter  
Delegate of the Australian Securities and  
Investments Commission



16-0483

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

**Enabling legislation**

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

**Title**

- 2 This instrument is ASIC Instrument 16-0483.

**Commencement**

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

**Exemption**

- 4 Schroder Investment Management Australia Limited ACN 000 443 274 (**Responsible Entity**) in its capacity as the responsible entity of Schroder Real Return Fund ARSN 612 309 332 (**Scheme**) does not have to comply with section 1017B of the Act for as long as the conditions in paragraph 6 are met.

**Where this exemption applies**

5. The exemption in paragraph 4 applies where the Scheme is an AQUA managed fund and interests in the Scheme remain admitted to Trading Status as Managed Fund Products.

**Conditions**

- 6 The Responsible Entity must:
- (a) comply with section 675 of the Act as if the Scheme were an unlisted disclosing entity; and
  - (b) include statements in any Product Disclosure Statement for interests in the Scheme to the effect that the Responsible Entity will comply with the continuous disclosure requirements in the Act as if the Scheme were an unlisted disclosing entity.

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**Interpretation**

7. In this instrument:

*AQUA managed fund* means a registered scheme with interests admitted to Trading Status as a Managed Fund Product on the financial market operated by ASX under the provisions of the operating rules of ASX relating to what is referred to in those rules as the AQUA market.

*ASX* means ASX Limited ACN 008 624 691.

*Managed Fund Product* has the same meaning as in the operating rules of ASX as at the date of this instrument.

*Trading Status* has the same meaning as defined in the operating rules of ASX as at the date of this instrument.

Dated this 10<sup>th</sup> day of June 2016



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

16-0487

**Australian Securities and Investments Commission  
Corporations Act 2001 – Subsections 601QA(1), 741(1),  
992B(1) and 1020F(1) and paragraph 911A(2)(l) – Exemptions and Declaration**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsections 601QA(1), 741(1), 992B(1) and 1020F(1) and paragraph 911A(2)(l) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 16-0487.

**Commencement**

3. This instrument commences on gazettal.

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

4. The Company or an associated body corporate does not have to comply with Part 6D.2, 6D.3 or Part 7.9 of the Act in relation to an offer of an eligible product to an eligible participant under the Employee Incentive Scheme.
5. A trustee that holds or will hold underlying eligible products in connection with the Employee Incentive Scheme covered by this instrument and which makes an offer of a unit in the underlying eligible product to an eligible participant does not have to comply with Part 6D.2, 6D.3 or Part 7.9 of the Act in relation to the offer of the unit.

*Subsequent sale offers*

6. A holder of an underlying eligible product that makes a sale offer of that 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 the product was issued or otherwise granted, or was issued by reason of the exercise or vesting of an underlying eligible product issued or otherwise granted, to an eligible participant under the Employee Incentive Scheme.

*Personal advice given by advisers*

7. An eligible product offered under the Employee Incentive Scheme 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 relevant Employee Incentive Scheme is not covered by this instrument.

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

8. The Company or an associated body corporate 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 offer of an eligible product to an eligible participant under the Employee Incentive Scheme.

*Dealing*

9. The Company or an associated body corporate does not have to comply with subsection 911A(1) of the Act in relation to the provision of the following financial services in relation to an offer of an eligible product to an eligible participant in connection with the Employee Incentive Scheme:
- (a) issuing the eligible product;
  - (b) dealing in the eligible product where any acquisition by purchase or disposal of the eligible product by the Company or an associated body corporate 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;
  - (c) dealing in an interest in a managed investment scheme covered by paragraph 13 of this instrument.

*Custodial or depository services*

10. The Company or an associated body corporate does not have to comply with subsection 911A(1) of the Act in relation to the provision of the following financial services in relation to an offer of an eligible product to an eligible participant in connection with the Employee Incentive Scheme:
- (a) a custodial or depository service in relation to the eligible product where the body performs their 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*

11. The Company or an associated body corporate does not have to comply with section 736, 992A or 992AA of the Act in relation to making an offer of an eligible product to an eligible participant in the course of, or because of, an unsolicited meeting or telephone call held or made in connection with the Employee Incentive Scheme.

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*Advertising*

12. The Company or an associated body corporate 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 under the Employee Incentive Scheme.

*Managed investment scheme*

13. The Company or an associated body corporate does not have to comply with section 601ED of the Act in relation to the operation of a managed investment scheme relating to offers of eligible products to eligible participants in connection with the Employee Incentive Scheme.

**Conditions***Disclosure*

14. The Company and its associated bodies corporate must ensure that an offer of an eligible product to an eligible participant under the Employee Incentive Scheme that is covered by this instrument is made in, or is accompanied by, an offer document.

*Offers of overlying eligible products*

15. The Company or an associated body corporate must ensure that an offer of an overlying eligible product covered by this instrument which is not able to be traded on an eligible financial market is made for no more than nominal monetary consideration.

*5% issue limit*

16. The Company or an associated body corporate in making an offer of an eligible product under the Employee Incentive Scheme to an eligible participant in reliance on this instrument must, at the time of making the offer, 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 the Company that have been or may be issued in any of the circumstances covered by the following paragraphs will not exceed 5% of the total number of underlying eligible products in that class on issue:
  - (a) underlying eligible products that may be issued under the 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 Employee Incentive Scheme in reliance on this instrument; or
    - (ii) an ASIC exempt arrangement of a similar kind to the Employee Incentive Scheme.

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*Trusts*

17. Where the Company or an associated body corporate makes an offer of an underlying eligible product under the Employee Incentive Scheme in reliance on this instrument in relation to which a trustee holds or will hold the underlying eligible products, it must ensure:
- (a) the activities of the trustee of the trust in that capacity are limited to employee incentive schemes of the Company or the associated body corporate (whether or not the other employee incentive schemes are covered by this instrument);
  - (b) the trustee maintains written records on the administration of the trust including, in the case of underlying eligible products being held for a specified eligible participant on an allocated basis, written records that identify the underlying eligible products held on an allocated basis for the specified eligible participant;
  - (c) the trustee does not levy any fees or charges for administering the trust that are payable directly by any eligible participant or out of the assets of the trust, other than reasonable disbursements including brokerage and tax levied or incurred in connection with the trust;
  - (d) if the trustee is the Company or an associate of the Company—the trustee does not, at its own discretion, exercise any voting rights attaching to any of the underlying eligible products that it holds on trust; and
  - (e) the trustee, either alone or together with one or more other trustees, does not hold more than 5% of the voting shares or voting interests in the Company where such holdings relate to employee incentive schemes of the Company or an associated body corporate in reliance on this instrument.

*Loans*

18. Where the Company or an associated body corporate makes an offer of an eligible product under the Employee Incentive Scheme in reliance on this instrument that involves a loan from the Company or an associated body corporate to an eligible participant to acquire the product, the Company:
- (a) must ensure that the loan is not provided to acquire an overlying eligible product; and
  - (b) must ensure that under the terms of the loan:
    - (i) no fees or interest is payable; and
    - (ii) either:
      - (A) the lender has no recourse against the participant in relation to the repayment of the loan; or

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- (B) the recourse of the lender against the participant in relation to the repayment of the loan is limited to forfeiture of the eligible products issued or transferred to, or held on behalf of, the participant in connection with the Employee Incentive Scheme.

#### ASIC power to request documents

19. The Company or an associated body corporate must, if requested by ASIC and in accordance with the request, make available to ASIC the offer document and all other accompanying information or documents given to eligible participants in connection with an offer that is made in reliance of this instrument.

#### Interpretation

20. In this instrument:

- (a) *able to be traded* has the meaning given by section 761A of the Act;

*associated body corporate*, in relation to a listed body, means:

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

*casual employee*, in relation to the Company or an associated body corporate, means an individual who 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;

*Company* means Fortive Corporation, a body registered in Delaware, United States of America and listed on an eligible financial market;

*contractor*, in relation to the Company or an associated body corporate, means:

- (a) an individual with whom the body has entered into a contract for the provision of services under which the individual performs work for the body; or  
(b) a company with whom the body 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 the body;

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;

*Danaher Plan* means the Danaher Corporation 2007 Stock Incentive Plan, which

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is in substantially the same form as provided to ASIC on 5 May 2015;

*eligible financial market* means the main board of the New York Stock Exchange;

*eligible participant*, in relation to the Company or an associated body corporate, means a person specified in column 2 of Table A;

*eligible product*, in relation to the Company, means a financial product specified in column 1 of Table A;

*Employee Incentive Scheme* means the arrangement under which eligible products are offered to eligible participants either:

- (a) under the Fortive Plan; or
- (b) as a result of adjustments to offers previously made under the Danaher Plan;

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

*Fortive Plan* means the Fortive Corporation 2016 Stock Incentive Plan, which is in substantially the same form as provided to ASIC on 5 May 2016;

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



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*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 offer of eligible products under the Employee Incentive Scheme, 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) prominent statements to the effect that:
  - (i) any advice given by the Company or an associated body corporate in relation to eligible products offered under the Employee Incentive Scheme does not take into account an eligible participant's objectives, financial situation and needs;
  - (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) the Company and the relevant plan under the Employee Incentive Scheme are regulated by the laws of the United States of America, and those laws differ from Australian laws;
- (b) either:
  - (i) a copy of the terms of the relevant plan under the Employee Incentive Scheme; or
  - (ii) a summary of the terms of the relevant plan under the Employee Incentive Scheme together with a statement that, on request and at no charge and within a reasonable time, the Company or an associated body corporate will provide an eligible participant with a copy of the terms of the relevant Plan;
- (c) general information about the risks of acquiring and holding an eligible

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product being offered under the relevant plan under the Employee Incentive Scheme;

- (d) if:
- (i) a trustee will hold underlying eligible products for specified eligible participants on an allocated basis in connection with the Employee Incentive Scheme and;
  - (ii) those eligible participants will have the right to:
    - (A) exercise, or direct the trustee to exercise on their behalf, any rights (including voting rights) attaching to the underlying eligible products; or
    - (B) receive income deriving from the underlying eligible products including dividends or distributions;
- either:
- (i) a copy of the trust deed; or
  - (ii) a summary of the terms of the trust deed together with a statement that, on request and at no charge and within a reasonable time, the body will provide an eligible participant with a copy of the trust deed;
- (e) if the relevant plan under the Employee Incentive Scheme involves a loan from the Company or an associated body corporate to an eligible participant to acquire the product—a copy of the terms of the loan;
- (f) the acquisition price of the eligible products in Australian dollars or, where the acquisition price is to be worked out in the future under a formula, an explanation of how an eligible participant could calculate the acquisition price of the eligible products in Australian dollars were that formula applied at the date of the offer;
- (g) an explanation of how an eligible participant could, from time to time, ascertain the market price of the underlying eligible products in Australian dollars;

***overlying eligible product*** means an eligible product specified in any of paragraphs (c) to (e) in column 1 of Table A;

***prospective participant***, in relation to an offer of an eligible product under the Employee Incentive Scheme, 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;

***related body corporate*** has the meaning given in section 50 of the Act;

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**trustee** means a body that holds or will hold underlying eligible products on trust for the following persons in connection with an employee incentive scheme:

- (a) eligible participants generally on an unallocated basis; or
- (b) one or more specified eligible participants on an allocated basis;

**underlying eligible product** means an eligible product specified in any of paragraphs (a) to (b) in column 1 of Table A;

- (b) an offer of eligible products to an eligible participant under the Employee Incentive Scheme on terms that the eligible participant may renounce the offer in favour of a person covered by one of the following paragraphs is to be treated as an offer of eligible products to the eligible participant:
  - (i) an immediate family member of the eligible participant;
  - (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 a 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).
- (d) for the avoidance of doubt, an offer under the Employee Incentive Scheme is **covered by** this instrument to the extent that offers are made in reliance on the instrument.

Dated this 14<sup>th</sup> day of June 2016



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

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**Table A**

Column 1 <b>Eligible product</b>	Column 2 <b>Eligible participant</b>
(a) a fully paid share of the Company that is in a class of shares able to be traded on an eligible financial market;	(a) a full-time or part-time employee (including an executive director);
(b) a beneficial interest in a fully paid share of the Company where the interest is in a class of interests that is able to be traded on an eligible financial market;	(b) a non-executive director;
(c) a unit in a financial product mentioned in paragraphs (a) and (b);	(c) a casual employee;
(d) an option to acquire, by way of issue or transfer, a financial product mentioned in paragraph (a) and (b);	(d) a contractor;
(e) an incentive right granted in relation to a financial product mentioned in paragraph (a) and (b),	(e) a prospective participant.
<p>where in each case in relation to a product mentioned in paragraphs (a) to (b), the class of products were not suspended for more than a total of 5 days during the shorter of the period during which the class of products were able to be traded, and the period of 12 months before the day the offer document is first given to an eligible participant.</p>	

16-0491

**Australian Securities and Investments Commission  
Corporations Act 2001 - Subsection 250PAB(4) – Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 250PAB(4) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 16-0491.

**Commencement**

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

**Order**

4. ASIC exempts Pasmenco Limited (subject to deed of company arrangement) ACN 004 368 674 (the *Company*) from the obligation to hold an annual general meeting (*AGM*) under section 250N of the Act:
  - a. at least once in each calendar year; and
  - b. within 5 months after the end of each financial year ending during the period between the commencement and cessation of this instrument.

**Conditions**

5. This order applies for so long as the deed administrators maintain arrangements for answering, free of charge, reasonable enquiries from the Company's members about the consequences of the external administration and deed of company arrangement.
6. Within 2 months of the termination of the deed of company arrangement, the Company must hold an AGM.
7. The deed administrators must arrange for a notice explaining the relief granted by this instrument in relation to the Company to be published in a place that is readily accessible on a website maintained by the deed administrators.

**Where this instrument ceases to apply**

8. This instrument ceases to apply at the earlier of:
  - a. 16 August 2018; and
  - b. 2 months after the date of termination of the deed of company arrangement of the Company.

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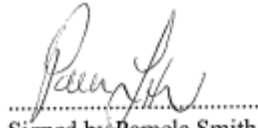
**Interpretation:**

In this instrument:

*deed administrators* has the meaning given in paragraph (b) of the definition of *administrator* in section 9 of the Act.

*deed of company arrangement* means the deed of company arrangement that was executed and dated 4 October 2002 appointing Peter Damien McCluskey and John Menzies Spark of Ferrier Hodgson as deed administrators, where John Ross Lindholm of Ferrier Hodgson replaced John Menzies Spark as a deed administrator on 30 October 2007.

Dated: 16 June 2016



Signed by Pamela Smith

As a delegate of the Australian Securities and Investments Commission

16-0493

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraphs 655A(1)(a) and 673(1)(a) – Exemption**

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 16-0493.

**Commencement**

3. This instrument commences on 15 June 2016.

**Exemptions**

4. Under paragraph 655A(1)(a) of the Act ASIC exempts Bone Medical Limited ACN 009 109 755 (**Bone**) and Bone Merger, Inc. (**Bone Merger, Inc.**), a company incorporated in the state of Delaware in the United States of America, from section 606 of the Act.
5. Under paragraph 673(1)(a) of the Act ASIC exempts Bone and Bone Merger, Inc. from section 671B of the Act.

**Where this instrument applies**

6. Subject to paragraphs 7 and 8 of this instrument, this exemption applies where:
  - (a) the members of Bone approve at a general meeting (**Meeting**) the issue of up to 153,060,000 ordinary shares in Bone (**Consideration Shares**) to the members (**Botanix Members**) of Botanix Pharmaceuticals, Inc., a company incorporated in the state of Delaware in the United States of America;
  - (b) after the Meeting, Bone issues the Consideration Shares to Bone Merger, Inc.;  
and

**16-0493**

- (c) Bone Merger, Inc. transfers the Consideration Shares to the Botanix Members no later than 72 hours after Bone Merger, Inc. is issued with the Consideration Shares.
7. This exemption does not apply unless Bone has provided ASIC with a deed for the benefit of, and enforceable by, ASIC.
8. This exemption does not apply unless Bone Merger, Inc. has provided ASIC with a deed for the benefit of, and enforceable by, ASIC.

**Cessation**

9. This exemption ceases to have effect if the actions contemplated in paragraph 6 of this instrument are not completed within 3 months of the date of this instrument.

Dated this 15<sup>th</sup> day of June 2016



Signed by Yuki Kobayashi  
as a delegate of the Australian Securities and Investments Commission



16-0495

**Australian Securities and Investments Commission***Corporations Act 2001* (Cth) – Subsection 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* (Cth) (**Act**).

**Title**

2. This instrument is ASIC Instrument [16-0495]

**Exemptions**

3. Under paragraph 741(1)(b) of the Act ASIC declares that Chapter 6D of the Act applies to the persons specified in Schedule A in the case specified in Schedule B as if section 707 of the Act were modified or varied by omitting subsections 707(3) and 707(4) and substituting:

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

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

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

(i) selling or transferring them; or

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

and section 708 or 708A does not say otherwise.

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

**Schedule A**

Any holder of securities in Atlas Iron.

**Schedule B**

An offer for the sale of securities in Atlas Iron where:

- (a) those securities were issued by Atlas Iron by reason of the exercise of options (**Options**) that were issued under the Creditors' Scheme;
- (b) the Options were issued without disclosure to investors under Part 6D.2 of the Act because subsection 708(17) of the Act applied;
- (c) the terms of the Options were disclosed in the explanatory statement issued in connection with the Creditors' Scheme; and
- (d) the exercise of the Options did not involve any further offer.

16-0495

**Interpretation**

4. In this instrument:

- (a) **Atlas Iron** means Atlas Iron Limited ACN 110 396 168.
- (b) **Creditors' Scheme** means the scheme of arrangement for the purposes of Part 5.1 of the Act between Atlas Iron and certain of its creditors under which, among other things, fully paid ordinary shares in Atlas Iron and options to acquire fully paid ordinary shares in Atlas Iron were issued to those creditors, as described in the explanatory statement dated on or around 1 April 2016.

Dated this 16 day of June 2016.



Signed by Ray Harrison  
as a delegate of the Australian Securities and Investments Commission

16-0506

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraphs 601QA(1)(a), 911A(2)(l) and 1020F(1)(a) –  
Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission (**ASIC**) makes this instrument under paragraphs 601QA(1)(a), 911A(2)(l) and 1020F(1)(a) of the *Corporations Act 2001* (the **Act**).

**Title**

2. This instrument is ASIC instrument 16-0506.

**Commencement**

3. This instrument commences on the date of its gazettal.

**Exemption**

4. Auswide Bank Limited ACN 087 652 060 (**Auswide**) and Baillieu Holst Limited ACN 006 519 393 (**Broker**) (together, the **Relevant Persons**) do not have to comply with:
  - (a) Section 601ED of the Act in relation to the Sale Facility;
  - (b) Divisions 2 to 5 of Part 7.9 of the Act in relation to an interest in the Sale Facility; and
  - (c) the requirement to hold an Australian financial services licence for the provision of the following financial services:
    - (i) dealing in an interest in the Sale Facility; and
    - (ii) the provision of general advice in relation to an interest in the Sale Facility.
5. To avoid doubt, to the extent that a Relevant Person invited or invites a holder of Shares to make an offer to sell their Shares through the Sale Facility, the Relevant Person does not have to comply with Division 5A of Part 7.9 of the Act.

**Where this instrument applies**

6. The exemptions in paragraphs 4 and 5 apply in relation to the Sale Facility where:

**16-0506**

- (a) the Shares that may be sold through the Sale Facility are admitted to quotation on a licensed market;
- (b) under the terms of the Sale Facility:
  - (i) the Shares of Participating Holders to be sold through the Sale Facility are pooled; and
  - (ii) the proceeds of the sale net of expenses (to the extent (if any) that they are not met by the Relevant Persons) are distributed to Participating Holders;
- (c) the Broker sells the Shares in the ordinary course of trading on a licensed market or through a bookbuild; and
- (d) each Participating Holder is paid their proportion of the proceeds of sale in accordance with the terms of the Sale Facility as soon as practicable and, in any event, by 4 July 2016.

**Conditions of relief**

- 7. In order to rely on the exemptions in subparagraphs 4 (a) or (b) or paragraph 5, Auswide must, within 2 business days of the date of gazettal of this instrument, make an announcement on ASX containing the following information and statements:
  - (a) information about the effect of the relief provided in this instrument;
  - (b) a statement that Shares may be sold through the Sale Facility in the ordinary course of trading on a licensed market or through a bookbuild;
  - (c) information about how a bookbuild (if any) will operate, the terms of the bookbuild and any significant features of the bookbuild;
  - (d) a statement that any expenses relating to the sale of the Shares through a bookbuild will be paid for by Auswide; and
  - (e) a statement that each participating holder will be paid their proportion of the proceeds of sale by no later than 4 July 2016.
- 8. In order to rely on the exemptions in subparagraphs 4 (a) or (b) or paragraph 5, the Relevant Persons must take reasonable steps to ensure that the Sale Facility is not operated during any period where a control transaction has been publicly proposed and has not ended.

**Exclusion from reliance**

- 9. A Relevant Person is excluded from relying on subparagraph 4(c) of this instrument if it becomes aware of matters that give it reason to believe that any Relevant Person has

## 16-0506

failed in a material respect to comply with a condition of this instrument and does not give full particulars of the failure to ASIC in writing within 15 business days after becoming so aware.

10. A Relevant Person is excluded from relying on paragraphs 4(a) or (b) and paragraph 5 of this instrument if it becomes aware of matters that give it reason to believe that the selling of Shares through a bookbuild (if any) is not consistent with the Scheme of Arrangement, the Continuing Obligations or the terms of the Sale Facility.

**Interpretation**

11. In this instrument:

**bookbuild** means a process run by the Broker in which certain professional or sophisticated investors indicate the price or range of prices and the quantity of Shares they would be willing to acquire.

**control transaction** means a transaction or proposed transaction that affects the control, or potential control, of Auswide.

**Continuing Obligations** means the continuing obligations of Auswide under the deed poll given by Auswide in favour of each registered holder of fully paid shares in Queensland Professional Credit Union Limited ACN 087 651 045 dated 26 February 2016 and contained within the Explanatory Statement under the title "Deed Poll".

**Explanatory Statement** means the registration copy of the explanatory statement lodged with ASIC on 11 March 2016 by Queensland Professional Credit Union Limited ACN 087 651 045 in relation to the scheme of arrangement of its members and approved by the Supreme Court of Queensland pursuant to subsection 411(1) of the Act on 10 March 2016.

**facility** has the meaning given by section 762C of the Act.

**holder** has the meaning given by section 761A of the Act.

**licensed market** has the meaning given by section 761A of the Act.

**Participating Holders** means members of Queensland Professional Credit Union Limited ACN 087 651 045 who:

- (a) elected to participate in the Sale Facility; or
- (b) were deemed to automatically participate in the Sale Facility as a result of the terms of the Scheme of Arrangement.

**Sale Facility** means the facility through which a Participating Holder can sell their Shares, or have their Shares automatically sold by the Broker, as described in the Explanatory Statement.

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***Scheme of Arrangement*** means the scheme of arrangement between Queensland Professional Credit Union Limited ACN 087 651 045 and its members, as approved by the Supreme Court of Queensland on 3 May 2016.

***Shares*** means the shares in Auswide that were issued on or about 19 May 2016 to the Broker on behalf of the Participating Holders in accordance with the Scheme of Arrangement.

Dated 20 June 2016



Signed by Teegan Winters  
as a delegate of the Australian Securities and Investments Commission

## 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 seventeenth day of June 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company****ARBN**

ALPMA ALPENLAND MASCHINENBAU GMBH	163 661 069
ASTBURY MARSDEN AND PARTNERS LIMITED	149 508 270
CAROLAN CAPITAL LIMITED	167 710 072
CORPRO SYSTEMS LIMITED	135 125 030
DATA COL NZ LIMITED	164 576 014
INTERNATIONAL POWER LTD.	076 861 704
KERRIDGE MIRRORS LIMITED	165 488 184
MAN OM-IP MULTISTRATEGY LIMITED	105 682 175
MAN OM-IP 16EIGHT LIMITED	115 445 282
MAN OM-IP 220 LIMITED	078 679 704
MAN SERIES 2 OM-IP 15SEVEN LIMITED	120 190 409
OMERAS GMBH	150 199 394
SEEBYTE LIMITED	159 956 411

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CORPORATIONS ACT 2001

Section 601CL(5)

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

Dated this seventeenth day of June 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

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

**ARBN**

145 453 489

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CORPORATIONS ACT 2001

Subsection 601CC(4)

ASIC has struck the registered Australian bodies listed below off the register.

Dated this seventeenth day of June 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

AUSTRALIAN PROPERTY INSTITUTE INCORPORATED

**ARBN**

007 505 866

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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.

**AMAYSIM SALECO LIMITED** ACN 605 248 315 will change to a proprietary company limited by shares. The new name will be **AMAYSIM SALECO PTY LTD** ACN 605 248 315.

**LION ADVANTAGE LIMITED** ACN 088 638 911 will change to a proprietary company limited by shares. The new name will be **LION ADVANTAGE PTY LTD** ACN 088 638 911.

**HEALTH COMMUNICATION NETWORK LIMITED** ACN 068 458 515 will change to a proprietary company limited by shares. The new name will be **HEALTH COMMUNICATION NETWORK PTY LIMITED** ACN 068 458 515.

**SWINGS & ROUNDABOUTS LIMITED** ACN 108 042 897 will change to a proprietary company limited by shares. The new name will be **SWINGS & ROUNDABOUTS PTY LTD** ACN 108 042 897.