



ASIC

Australian Securities &
Investments Commission

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RIGHTS OF REVIEW

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

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ASIC

Australian Securities & Investments Commission

16-0086

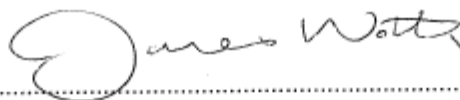
**Australian Securities and Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: Phillip G Doring
ABN 70 263 645 970 ("the Licensee")
C/- Pitcher Partners
Level 19, 15 William Street
Melbourne Vic 3000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 245614 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 20 July 2016

Signed 

James Nott
A delegate of the Australian Securities and Investments Commission

16-0670

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 16-0670.

Commencement

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

Declaration

4. Chapter 5C of the Act applies to Charter Hall Direct Property Management Limited ACN 073 623 784 (*CHDPML*), Charter Hall WALE Limited ACN 610 772 202 (*CHWL*) or Charter Hall Funds Management Limited ACN 082 991 786 (*CHFML*) (the *responsible entity*) in their capacity (if any) as responsible entity of each of Charter Hall Direct Industrial Fund ARSN 144 613 641 and Charter Hall Direct BW Trust ARSN 168 191 133 (*Schemes*) as if section 601FL were modified or varied as follows:
 - (a) in subsection (1) omit all the text after the word “it”, substitute:

“must either:

 - (a) call a members’ meeting to explain its reason for wanting to retire and to enable the members to vote on a resolution (which must be an extraordinary resolution if the scheme is not listed) to choose a company to be the new responsible entity; or
 - (b) propose a related body corporate to be the new responsible entity in accordance with subsection (1A).”;
 - (b) after subsection (1) insert:

“(1A) The requirements for proposing a related body corporate (the *proposed responsible entity*) to be the new responsible entity are as follows:

 - (a) The responsible entity must give members notice of a proposal to choose the proposed responsible entity, to be the scheme’s new responsible entity.
 - (b) The notice to members must:

- (i) set out:
 - (A) the responsible entity's reasons for wanting to retire; and
 - (B) such information as can reasonably be expected to be material to a member in forming a view as to the choice of the proposed responsible entity; and
 - (C) information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur; and
 - (D) how members can access on the responsible entity's web site current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur; and
 - (ii) state prominently that if:
 - (A) members who together hold at least 5% of the total value of the interests held by members; or
 - (B) 100 members,

who would be entitled to vote if the proposal were put as a proposed resolution to a meeting of members under paragraph (1)(a), ask for a vote on the choice of the proposed responsible entity by giving written notice received by the responsible entity on or before a date specified by the responsible entity in the notice that is at least 21 days from the date the notice is sent, the responsible entity will either arrange a postal vote or convene a meeting to vote on a resolution for the choice of the proposed responsible entity; and
 - (iii) be accompanied by a form which can be ticked to ask for a vote; and
 - (iv) state prominently a reply paid address of the responsible entity to which the form may be sent.
- (c) The responsible entity must prominently disclose on its web site current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur.
-

- (d) If sufficient members ask for a vote in accordance with the notice, the responsible entity must arrange for a postal vote or, if the responsible entity chooses, convene a meeting in accordance with Part 2G.4 to vote on the choice of the proposed responsible entity as soon as possible.
 - (e) If there is a postal vote:
 - (i) a voting paper must be sent to each member stating a reply paid address of the responsible entity to which the voting paper may be sent; and
 - (ii) the responsible entity must notify the members in, or in a document accompanying, the voting paper that:
 - (A) the proposed responsible entity will be chosen as the new responsible entity if at least 50% of the total votes that may be cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the choice; and
 - (B) only votes received by the responsible entity within 28 days after the issue of the voting paper will be counted.
 - (f) If a meeting is convened the resolution to choose the new responsible entity must be an extraordinary resolution if the scheme is not listed.; and
- (c) after subsection (2) insert:
- “(2A) If a postal vote is arranged under paragraph (1A)(d) and at least 50% of the total votes that may be cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the proposed responsible entity, that entity is taken for the purposes of subsection (2) to have been chosen by a resolution of members on the last day on which postal votes may be received in order to be counted.
- (2B) If:
- (a) a related body corporate is proposed to be the new responsible entity in accordance with subsection (1A); and
 - (b) sufficient members do not ask for a vote to choose the entity in accordance with the notice referred to in paragraph (1A)(b); and
 - (c) the entity has consented in writing to becoming the scheme’s responsible entity,
-

then:

- (d) in accordance with the time period specified in the notice given to members in accordance with subsection (1A), the current responsible entity must lodge a notice with ASIC asking it to alter the record of the scheme's registration to name the proposed responsible entity as the scheme's responsible entity; and
- (e) the notice must be accompanied by a certificate from the current responsible entity that it reasonably considers that the appointment of the proposed responsible entity would be in the best interests of members with a summary of the responsible entity's reasons as to why this is the case; and
- (f) unless ASIC reasonably believes that the appointment of the proposed responsible entity would not be in the best interests of members, ASIC must comply with the notice as soon as practicable after the notice and summary are lodged."

Where this declaration applies

5. In respect of CHDPML, where CHWL (or, if CHWL has not obtained an Australian financial services (AFS) licence which authorises it to act as responsible entity of the Schemes, CHFML) has consented in writing to become the new responsible entity of the Schemes.
6. In respect of CHFML, where CHFML has been appointed as responsible entity of the Schemes in the circumstances set out in paragraph 5, and CHWL has obtained an AFS licence which authorises it to act as responsible entity of the Schemes and CHWL has consented in writing to become the new responsible entity of the Schemes
7. In respect of CHWL or CHFML, where CHWL or CHFML has been appointed as responsible entity of the Schemes, the Proposal does not proceed and CHDPML has consented in writing to become the new responsible entity of the Schemes.
8. This declaration ceases to apply on 31 October 2016.

Interpretation

In this instrument:

Constitution means the Constitution of each of the Schemes as amended from time to time.

LWR means the stapled entity proposed to be known as Charter Hall Long WALE REIT and proposed to be comprised of each of the Schemes, a number of other schemes and trusts managed by Charter Hall Limited and its subsidiaries and a yet to be incorporated public company proposed to be known as LWR HoldCo Limited.

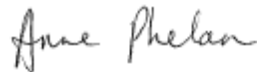
Meeting means the meeting of members of each of the Schemes convened by the Notice of Meeting.

Notice of Meeting means the notice of meeting for each Scheme issued by CHDPML on or around 25 July 2016 and which sets out the Resolution.

Proposal means the proposed formation, listing and initial public offering of LWR as described in the Notice of Meeting and where the offer terms of LWR securities will be made available to members in any event no later than October 2016.

Resolution means the special resolution to amend the Constitution of each of the Schemes to facilitate the Proposal as set out in the Notice of Meeting.

Dated this 19th day of July 2016



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

16-0677

**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* (the *Act*).

Title

2. This instrument is ASIC Instrument 16-0677.

Commencement

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

Declaration

4. Chapter 5C of the Act applies to Charter Hall Direct Property Management Limited ACN 073 623 784 (**CHDPML**) in its capacity as responsible entity of Charter Hall Direct Industrial Fund ARSN 144 613 641, Charter Hall Direct BW Trust ARSN 168 191 133, and Charter Hall Direct CDC Trust ARSN 169 497 545 (the **Schemes**) or such other company which is named in ASIC's record of registration as the responsible entity of the Schemes as follows:
 - (a) deleting Part 5C.6; and
 - (b) deleting the words "if the right may be exercised while the scheme is liquid (as defined in section 601KA) –" in paragraph 601GA(4)(b);
 - (c) deleting "; and" and substituting "." in paragraph 601GA(4)(b); and
 - (d) deleting paragraph 601GA(4)(c).

Where this instrument applies

5. This instrument applies in relation to the request or deemed request by members of the relevant Schemes to withdraw their interests in the Scheme where at the Meeting of the relevant Scheme, the members approve the Resolution and the withdrawal is pursuant to the Proposal.

Interpretation

In this instrument:

LWR means the stapled entity proposed to be known as Charter Hall Long WALE REIT and proposed to be comprised of the Schemes, a number of other schemes and trusts managed by Charter Hall Limited ACN 113 531 150 or its subsidiaries and a yet to be incorporated public company proposed to be known as LWR HoldCo Limited.

16-0677

Notice of Meeting means the notice of meeting issued by CHDPML on or around 25 July 2016 for the relevant Scheme and which sets out the Resolution.

Proposal means the proposed formation, listing and initial public offering of LWR as described in each Notice of Meeting and where the offer terms of LWR securities will be made available to members in any event no later than October 2016.

Resolution means the special resolution to amend the Constitution of the relevant Scheme to facilitate the Proposal.

Dated this 19th day of July 2016



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

16-0678

**Australian Securities and Investments Commission
Corporations Act 2001 - Paragraph 601QA(1)(a) - Exemption**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 16-0678.

Commencement

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

Exemption

4. Charter Hall Direct Property Management Limited ACN 073 623 784 in its capacity as responsible entity of Charter Hall Direct BW Trust ARSN 168 191 133 (*CHDBWT*) or such other company which is named in ASIC's record of registration as the responsible entity of CHDBWT (*RE*) does not have to comply with paragraph 601FC(1)(d) of the Act to the extent that it requires the responsible entity of a registered scheme to treat members who hold interests of the same class equally.

Where this exemption applies

5. This exemption applies where:
 - (a) At the Meeting, the members of CHDBWT approve the Resolution.
 - (b) RE reasonably concludes and documents its conclusions in writing that:
 - (i) it would be unlawful (under the laws of the relevant foreign jurisdiction) for Foreign Members to be offered or issued securities in LWR; or
 - (ii) it would be unduly onerous on RE for Foreign Members to participate in the Proposal having regard to:
 - (A) the number of holders of CHDBWT units in that jurisdiction;
 - (B) the number and value of CHDBWT units held by Foreign Members in that jurisdiction; and
 - (C) the costs of and process for seeking advice as to the requirements for doing so in relation to those

16-0678

jurisdictions and/or the cost of complying with legal requirements and the requirements of any relevant regulatory authority applicable to Foreign Members to participate in the Proposal in that jurisdiction; and

- (iii) having regard to the rights and interests of all members of CHDBWT, it would be in the best interests of all members of CHDBWT to treat Foreign Members as set out in paragraph 4.
- (c) Where RE has determined that a member of CHDBWT is a Foreign Member, upon implementation of the Proposal, RE may redeem the units of that Foreign Member in accordance with the provisions of the Constitution instead of permitting that Foreign Member to elect to retain their units and be offered securities in LWR.

Interpretation

In this instrument:

Constitution means the Constitution of CHDBWT as amended from time to time.

Foreign Member means a holder of an interest in CHDBWT who has an address in the relevant register of members of CHDBWT that is a place outside Australia or New Zealand.

LWR means the stapled entity proposed to be known as Charter Hall Long WALE REIT and proposed to be comprised of CHDBWT, a number of other schemes and trusts managed by Charter Hall Limited ACN 113 531 150 or its subsidiaries and a yet to be incorporated public company proposed to be known as LWR HoldCo Limited.

Notice of Meeting means the notice of meeting issued by RE on or around 25 July 2016 and which sets out the Resolution.

Meeting means the meeting of members of CHDBWT convened by the Notice of Meeting.

Proposal means the proposed formation, listing and initial public offering of LWR as described in the Notice of Meeting and where the offer terms of LWR securities will be made available to members of CHDBWT in any event no later than October 2016.

Resolution means the special resolution to amend the Constitution to facilitate the Proposal.

Dated this 19th day of July 2016



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

16-0679

**Australian Securities and Investments Commission
Corporations Act 2001 - Paragraph 601QA(1)(a) - Exemption**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 16-0679.

Commencement

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

Exemption

4. Charter Hall Direct Property Management Limited ACN 073 623 784 in its capacity as responsible entity of Charter Hall Direct Industrial Fund ARSN 144 613 641 (*DIF*) or such other company which is named in ASIC's record of registration as the responsible entity of DIF (*RE*) does not have to comply with paragraph 601FC(1)(d) of the Act to the extent that it requires the responsible entity of a registered scheme to treat members who hold interests of the same class equally.

Where this exemption applies

5. This exemption applies where:
 - (a) At the Meeting, the members of DIF approve the Resolution.
 - (b) RE reasonably concludes and documents its conclusions in writing that:
 - (i) it would be unlawful (under the laws of the relevant foreign jurisdiction) for Foreign Members to be offered or issued securities in LWR; or
 - (ii) it would be unduly onerous on RE for Foreign Members to participate in the Proposal having regard to:
 - (A) the number of holders of DIF units in that jurisdiction;
 - (B) the number and value of DIF units held by Foreign Members in that jurisdiction; and
 - (C) the costs of and process for seeking advice as to the requirements for doing so in relation to those jurisdictions and/or the cost of complying with legal

16-0679

requirements and the requirements of any relevant regulatory authority applicable to Foreign Members to participate in the Proposal in that jurisdiction; and

- (iii) having regard to the rights and interests of all members of DIF, it would be in the best interests of all members of DIF to treat Foreign Members as set out in paragraph 4.
- (c) Where RE has determined that a member of DIF is a Foreign Member, upon implementation of the Proposal, RE may redeem the units of that Foreign Member in accordance with the provisions of the Constitution instead of permitting that Foreign Member to elect to retain their units and be offered securities in LWR.

Interpretation

In this instrument:

Constitution means the Constitution of DIF as amended from time to time.

Foreign Member means a holder of an interest in DIF who has an address in the relevant register of members of DIF that is a place outside Australia or New Zealand.

LWR means the stapled entity proposed to be known as Charter Hall Long WALE REIT and proposed to be comprised of DIF, a number of other schemes and trusts managed by Charter Hall Limited ACN 113 531 150 or its subsidiaries and a yet to be incorporated public company proposed to be known as LWR HoldCo Limited.

Notice of Meeting means the notice of meeting issued by RE on or around 25 July 2016 and which sets out the Resolution.

Meeting means the meeting of members of DIF convened by the Notice of Meeting.

Proposal means the proposed formation, listing and initial public offering of LWR as described in the Notice of Meeting and where the offer terms of LWR securities will be made available to members of DIF in any event no later than October 2016.

Resolution means the special resolution to amend the Constitution to facilitate the Proposal.

Dated this 19th day of July 2016



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



ASIC

Australian Securities & Investments Commission

16-0695

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Specialised Broking Associates Pty Ltd
ACN: 085 489 210 ("the Licensee")
289 Wellington Parade South
EAST MELBOURNE VIC 3002

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 227119 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated

15 July 2016

Signed

James Nott

A delegate of the Australian Securities and Investments Commission

16-0717

**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 16-0717.

Commencement

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

Exemption

4. Magellan Asset Management Limited ACN 120 593 946 (*responsible entity*) in its capacity as the responsible entity of the Magellan Infrastructure Fund (Currency Hedged) ARSN 612 467 580 (*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 the interests in the Scheme to the effect that the responsible entity will comply with the continuous disclosure requirements of the Act as if the Scheme were an unlisted disclosing entity.

16-0717

Interpretation

7. In this instrument:

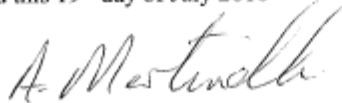
AQUA managed fund means a registered scheme with interests admitted to Trading Status as a Managed Fund Product on the financial market operated by ASX under the provisions of the operating rules of ASX relating to what is referred to in those rules as the AQUA market.

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 19th day of July 2016



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

16-0720



Corporations (LMAX Limited) Exemption Notice 2016

Corporations Act 2001

I, Oliver Harvey, Senior Executive Leader,
Australian Securities and Investments Commission make this notice under section
791C of the *Corporations Act 2001* (the **Act**).

Dated 19 July 2016

Signed aw

as a delegate of the Minister under s1101J of the Act

Name of exemption

1. This exemption is the *Corporations (LMAX Limited) Exemption Notice 2016*.

Commencement

2. This exemption commences on the day it is published in the *Gazette*.

Exemption

3. Each exempt market operated by LMAX in this jurisdiction is exempt from the operation of Part 7.2 of the Act.

Where this exemption applies

4. This exemption applies where all of the following matters in this paragraph 4 are satisfied.

Financial products

- (a) Any dealing in a financial product on an exempt market is limited to a dealing in an eligible financial product.

Trading on the market: market operator

- (b) LMAX only participates in an exempt market by dealing in financial products:

- (i) on its own behalf; or
- (ii) on behalf of a person who is a professional investor.

Trading on the market: participant

- (c) LMAX ensures that a person carrying on business in this jurisdiction does not directly participate in an exempt market unless the person:

- (i) is a professional investor dealing in a financial product on its own behalf; or
 - (ii) is a professional investor dealing in a financial product on behalf of a person who is a professional investor.
-

Clearing and settlement facility

- (d) Neither LMAX nor an associate of LMAX operates a clearing and settlement facility in relation to an exempt market.

Note: For the avoidance of doubt, paragraph (d) does not prohibit LMAX or an associate from providing information about, or establishing procedures dealing with, the settlement of transactions effected through an exempt market.

Cooperation with ASIC

- (e) LMAX has entered into a written arrangement with ASIC for cooperation with ASIC in relation to this exemption and the subject matter to which this exemption relates.

Provision of financial services

- (f) LMAX is exempt from the requirement to hold an Australian financial services licence for financial services provided in this jurisdiction in connection with the operation of each exempt market.

Note: This exemption does not exempt LMAX from the requirement to hold an Australian financial services licence.

Submission to Australian jurisdiction

- (g) LMAX satisfies all of the following:
- (i) LMAX has a current permission given by the Financial Conduct Authority (FCA) under Part IV of the UK *Financial Services and Markets Act 2000* (FSM Act) and has provided ASIC with a copy of that permission;
 - (ii) LMAX has an agent at the time LMAX first purports to rely on this exemption and, from that time, has not failed to have an agent for any consecutive period of 10 business days;
 - (iii) LMAX has provided ASIC, and ASIC is satisfied with, a deed of LMAX for the benefit of and enforceable by ASIC and the other persons referred to in subsection 659B(1) of the Act, which provides that:
 - (I) the deed is irrevocable except with the prior written consent of ASIC;
 - (II) LMAX submits to the non-exclusive jurisdiction of the Australian courts in legal proceedings conducted by ASIC (including under section 50 of the ASIC Act) and, in relation

to proceedings relating to a financial services law, by any person referred to in subsection 659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise;

- (III) LMAX covenants to comply with any order of an Australian court in respect of any matter relating to the provision of specified kinds of financial services in this jurisdiction and the operation of the exempt markets in this jurisdiction;
- (IV) LMAX covenants that, on written request of either the FCA or ASIC, it will give or vary written consent and take all other practicable steps to enable and assist the FCA to disclose to ASIC and ASIC to disclose to the FCA any information or document that the FCA or ASIC has that relates to LMAX.

Conditions

- 5. This exemption ceases to apply if LMAX fails to take reasonable steps to comply with any of the matters set out in this paragraph 5.

Operation of the markets

- (a) LMAX, in all material respects, must operate the exempt markets in the way set out in the application for exemption.

Conduct

- (b) LMAX must do all things necessary to ensure that any financial services provided by LMAX in connection with the operation of the exempt markets are provided efficiently, honestly and fairly.

Resources

- (c) LMAX must have available adequate resources (including financial, technological and human resources) to provide the financial services in connection with the operation of the exempt markets and to carry out supervisory arrangements.

Managing conflicts of interest

- (d) LMAX must have adequate arrangements in place for managing its conflicts of interest arising from operating the exempt markets.
-

Reporting: adverse findings

- (c) If LMAX becomes aware that LMAX or a director or secretary of LMAX is covered by one or more of the following matters, LMAX must, within 7 days after becoming aware of the matter, give a written notice to ASIC advising of the matter:
- (i) the person is the subject of a declaration of contravention in relation to a provision of the Act;
 - (ii) the person has been convicted of an offence under the Act;
 - (iii) in the case of a director or secretary—the person has been disqualified from managing corporations under Part 2D.6 of the Act;
 - (iv) the person has been banned or disqualified from providing financial services under Division 8 of Part 7.6 of the Act.

Reporting: disciplinary action against participant

- (f) If LMAX takes disciplinary action against an Australian participant, LMAX must, as soon as practicable, give a written notice to ASIC that includes the following details:
- (i) the participant's name and the name of the relevant exempt market;
 - (ii) the reason for and nature of the action taken; and
 - (iii) when the action was taken.

Reporting: suspected contraventions by participant

- (g) If LMAX has reason to suspect that an Australian participant has committed, is committing, or is about to commit, a contravention of the Act or a significant contravention of the obligations imposed by LMAX in relation to an exempt market, LMAX must, as soon as practicable, give a written notice to ASIC that includes the following details:
- (i) the participant's name and the name of the relevant exempt market;
 - (ii) details of the contravention or impending contravention; and
 - (iii) LMAX's reason for that belief.
-

Assistance to ASIC

- (h) If LMAX receives a reasonable request from ASIC to give assistance (which may include giving access to any information, document or books held by LMAX) to ASIC, or to a person authorised by ASIC, in relation to the operation of the exempt markets, LMAX must provide that assistance.

Record-keeping

- (i) LMAX must have adequate arrangements in place for the recording of order information and transactions effected through the exempt markets.
- (j) LMAX must keep for a period of at least 5 years the records of order information and transactions effected through the exempt markets.

Annual report

- (k) LMAX must, within three months after the end of its financial year, give ASIC an annual report for each exempt market that sets out:
 - (i) the extent to which LMAX has complied with this exemption; and
 - (ii) the following information:
 - (A) a description of the activities that LMAX undertook in the financial year in relation to the operation of the exempt market;
 - (B) if any material system outages occurred during the financial year that prevented Australian participants from participating in the exempt market:
 - (I) the number of such outages;
 - (II) the duration of each outage;
 - (III) the cause of each outage; and
 - (IV) a description of the means by which each outage was resolved;
 - (iii) the names and number of Australian participants during the financial year, identifying those Australian participants who, as at the last day of the financial year, remained Australian participants;

- (iv) details of the volume of trading on the exempt market by Australian participants throughout the financial year;
- (v) the number and nature of significant complaints made to LMAX by Australian participants during the financial year, and the action taken by LMAX in response to each complaint;
- (vi) any specific regulatory issues in relation to the exempt market operated by LMAX in this jurisdiction or a financial market operated by LMAX outside this jurisdiction, that LMAX encountered during the financial year and actions taken to resolve those issues;
- (vii) details of any significant conflicts of interest identified by LMAX in relation to its operation of the exempt market during the financial year, and how each conflict of interest was managed.

Audit report

- (l) If the Minister in writing requests LMAX to obtain an audit report, prepared by either ASIC or another person or body that is a suitably qualified person, in relation to the annual report mentioned in paragraph (k) or on any information or statements accompanying the annual report, LMAX must comply with the request.

Reporting: operating status of market

- 6. LMAX must, within 7 days, notify ASIC in writing if it ceases to operate an exempt market in this jurisdiction.

Maintain regulatory approval by the FCA of the United Kingdom and report certain changes

- 7. LMAX must:
 - (a) maintain the approval by the FCA for LMAX to operate a multilateral trading facility (MTF) in the UK;
 - (b) notify ASIC, as soon as practicable and in writing, of the details of:
 - (i) the termination of, or any significant change to the approval by the FCA for LMAX to operate a MTF; or
 - (ii) any change to LMAX's regulatory status in the UK; or
 - (iii) any enforcement or disciplinary action taken against LMAX by the FCA or any other overseas regulatory authority.

Interpretation

8. In this exemption:

- (a) italicised headings do not form part of this exemption;
- (b) *application for exemption* means the application dated 10 May 2016 (including any supplementary correspondence provided by LMAX to ASIC before this exemption is made) for an exemption from the operation of Part 7.2 of the Act of the financial markets operated by LMAX.

Australian participant means a participant of an exempt market that carries on business in this jurisdiction.

eligible financial product means a financial product that is a financial product mentioned in paragraph 764A(1)(k) of the Act.

exempt market means any of the facilities that operate in this jurisdiction (currently known as LMAX Exchange Service and LMAX InterBank Service) through which:

- (a) offers to acquire or dispose of eligible financial products are regularly made or accepted; or
- (b) offers or invitations are regularly made to acquire or dispose of eligible financial products that are intended to result or may reasonably be expected to result, directly or indirectly, in:
 - (i) the making of offers to acquire or dispose of eligible financial products; or
 - (ii) the acceptance of such offers.

FCA means the Financial Conduct Authority of the United Kingdom and, for the avoidance of doubt, includes the Financial Services Authority of the United Kingdom as it was previously known before 1 April 2013.

financial services law has the meaning given by section 761A of the Act.

FSM Act means the *Financial Services and Markets Act 2000* of the United Kingdom.

participant has the meaning given by section 761A of the Act.

LMAX means LMAX Limited, a company incorporated in England and Wales, with registered number 6505809.

16-0722

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 16-0722.

Commencement

3. This instrument commences 20 July 2016.

Declarations

4. Chapters 6 and 6C of the Act apply to Silver Heritage Group Limited ACN 604 188 445 (the *Company*) as if section 609 were modified or varied by, after subsection (13) (as notionally inserted by ASIC Class Order [CO 13/520]), inserting the following subsection:

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

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

“;or

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

Where this instrument applies

6. This instrument applies in relation to relevant interests the Company has in securities of the Company (*Escrowed Securities*) arising as a result of the entry into one or more voluntary restriction deeds (each, an *Escrow Arrangement*) between the Company and each Escrowed Shareholder in connection with the proposed admission of the Company's securities to the official list of the financial market operated by ASX Limited ACN 008 624 691 (*ASX*) where each Escrow Arrangement:

16-0722

- (a) does not restrict the exercise of voting rights attaching to the Escrowed Securities;
- (b) terminates no later than 24 months after the Company is admitted to the official list of ASX;
- (c) in the case of a takeover bid (including a proportional takeover bid):
 - (i) allows each Escrowed Shareholder to accept into the takeover bid where holders of at least half of the bid class shares that are not subject to an Escrow Arrangement have accepted into the bid; and
 - (ii) requires that the Escrowed Securities be returned to escrow if the bid does not become unconditional;
- (d) allows the Escrowed Securities to be transferred or cancelled as part of a merger by way of compromise or arrangement under Part 5.1 of the Act; and
- (e) is in substantially the same form as the draft agreement provided to ASIC on 17 June 2016.

Interpretation

7. In this instrument *Escrowed Shareholder* means any of the following persons who will hold shares in the Company following completion of the Company's IPO:
- (a) Iain John Fairgrieve
 - (b) Sam Duncan McLaren Geddes
 - (c) Lui Chiu Vai Lan
 - (d) Tong Ke Shing Dennis
 - (e) Mr. Sergio Revilla Cornejo
 - (f) Mr. Charles Bennett
 - (g) Dragonlink Company Limited
 - (h) Bank Julius Baer and Co., Ltd.
 - (i) Oriens Investment & Advisory Ltd.
 - (j) Susan Elizabeth Bolsover
 - (k) Snowdon Management Limited
 - (l) Mr. Olaf Rogge
 - (m) Cottontree Asia Limited
 - (n) Hargreave Hale Nominees Limited A/C LON
 - (o) Paul Darren Judge
 - (p) Verilink Investment Ltd
 - (q) Mr. Mark G.L. Pignatelli
 - (r) Mattias Lamotte
 - (s) Dragon Partners Limited


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- (t) Christine Walker
- (u) John Derrick Bolsover
- (v) JPOMA Investments Corporation
- (w) Bank J. Safra Sarasin Ltd
- (x) Hemphill Holdings Limited
- (y) Mike Luke Deneuve Bolsover
- (z) William Frank Redshaw
- (aa) VR Capital Group Limited
- (bb) Sonbille Investment Limited
- (cc) SMC SHL Limited
- (dd) Timothy John Shepherd
- (ee) Milton Leong
- (ff) GZ Fund LLC
- (gg) Vijverpoort Huizen C.V.
- (hh) Morgan Stanley Emerging Private Markets Fund I LP
- (ii) Morgan Stanley Global Secondary Opportunities Fund I LP
- (jj) Morgan Stanley Private Markets Fund IV LP
- (kk) Barfield Nominees Limited A/C CSC01
- (ll) Barfield Nominees Limited A/C CSJ01 FBO Compass Special Situations Fund LLC
- (mm) GE Capital Equity Holdings, Inc.
- (nn) DAC China SOS (Barbados) SRL
- (oo) Ismail Mohamed Amin
- (pp) Barfield Nominees Ltd A/C SLI01
- (qq) Spinnaker Capital LLC
- (rr) John W. Sullivan Jr.
- (ss) JS Capital Management, Inc.
- (tt) Clover Lane Ltd
- (uu) Addax Holdings Limited
- (vv) Peter James Stublely
- (ww) Rodney Alan Hall
- (xx) Andrew Jonathan Dennis
- (yy) Hendrik Johannes Cronje
- (zz) Chow Pooi Hoong
- (aaa) Leung Chau Tak Eric
- (bbb) Champ Star Limited
- (ccc) Paul Simmons
- (ddd) Nikolay Georgiev
- (eee) Julian Colville
- (fff) Onyx Country Estates Ltd
- (ggg) Anthony Nissen and Richard Nissen as trustees for The Ixworth Trust
- (hhh) UBS Nominees Pty Ltd
- (iii) Mark Cameron Follett
- (jjj) David Vincent Madden
- (kkk) Aaron Alexander Fischer
- (lll) Greenfair Holdings Pty. Limited
- (mmm) Jetosea Pty. Limited
- (nnn) Charanda Nominee Co. Pty. Limited

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- (ooo) Kerry David Series
- (ppp) Alleegh Holdings ATO Alleegh Trust
- (qqq) PacBridge Partners (Cayman) Limited
- (rrr) Graeme Matthew Burke
- (sss) Simon Powell
- (ttt) Tark Family Holdings Pty. Limited
- (uuu) Kessler Super Pty Ltd ATF The Kessler Superannuation Fund
- (vvv) Big Art Investments Pty. Limited
- (www) Martin Scott Baker
- (xxx) Ognian Kolev
- (yyy) Himalayan Adventure Company Limited
- (zzz) Daniel Owen McCosker
- (aaaa) Benjamin George Coen
- (bbbb) Vatzac Pty Limited
- (cccc) KLW Capital LLC
- (dddd) Indo Pacific Gaming Australia Pty. Limited Executive Superannuation Fund No. 2
- (eeee) David Andrew Leo Clasen
- (ffff) Gilles & Vicki Craig ATF The Craig Family Super Fund
- (gggg) Spring Plains Pastoral Co. (Vic) Pty Ltd
- (hhhh) Gyton Pty. Ltd
- (iiii) Robert Lee Stephens III
- (jjjj) Kunlun Yao
- (kkkk) CG Nominees (Australia) Pty. Limited
- (llll) Matthew R. Groves
- (mmmm) OL Master Limited

Dated this 20th day of July 2016



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

16-0723

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 16-0723.

Commencement

3. This instrument commences on 20 July 2016.

Declaration

4. Chapter 6D of the Act applies to holders of ordinary shares in Silver Heritage Group Limited ACN 604 188 445 (*Company*) who make an offer of ordinary shares in the Company as if section 707 was modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:

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

- (a) without disclosure to investors under this Part; and
- (b) with the purpose of the person to whom they were issued:
 - (i) selling or transferring them; or
 - (ii) granting, issuing or transferring interests in, or options or warrants over, them;

and section 708 and 708A does not say otherwise.

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

Where this instrument applies

5. This instrument applies where a shareholder of the Company makes an offer of ordinary shares in Company (*Shares*) for sale within 12 months of their issue and where:

16-0723

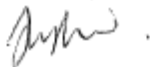
- (a) the Shares were issued without disclosure under Chapter 6D of the Act to holders of shares in Silver Heritage Limited, a company registered in the British Virgin Islands, in consideration for the acquisition of the holders' shares in Silver Heritage Limited on or about settlement of the offer made under the Prospectus; and
- (b) the Prospectus was lodged with ASIC on or about 22 July 2016.

Interpretation

6. In this instrument:

- (a) *Prospectus* means a prospectus in relation to an initial public offer of shares in the Company.

Dated this 20th day of July 2016



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

16-0725

**Australian Securities and Investments Commission
Corporations Act 2001 — Subsections 601QA(1), 926A(2), and 1020F(1) -
Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission makes this instrument under subsections 601QA(1), 926A(2) and 1020F(1) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument 16-0725.

Commencement

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

Circumstances where this instrument applies

4. The declaration in this instrument applies in relation to Instreet Investment Limited (*Instreet*) in its capacity as responsible manager of the Acorns Grow Australia Fund ARSN 607 533 022 (the *Scheme*).

Declarations

5. Part 7.6 of the Act (other than Divisions 4 and 8) applies to Instreet as responsible entity of the Scheme for as long as Instreet does not rely on the Order in paragraph 11 of Class Order 13/762 in relation to the Scheme as if Part 7.6 of the Act were modified or varied by inserting after notional section 912ADB of the Act:

**“912ADBA Registered schemes that invest in Exchange Traded
Funds and cash**

This Part applies to a registered managed investment scheme that invests only in cash or interests in registered schemes which are admitted to quotation on a prescribed financial market and marketed in this jurisdiction as exchange traded funds unaffected by any modification or variation made by ASIC Class Order [13/762].”

6. Part 7.9 of the Act applies to Instreet as responsible entity of the Scheme, and each other person involved in the preparation of a Product Disclosure Statement for an interest in the Scheme for as long as Instreet does not rely on the Order in paragraph 11 of Class Order 13/762 in relation to the Scheme as if Part 7.9 of the Act were modified or varied by inserting after notional section 1010A:

**“1010AA Registered schemes that invest in exchange Traded Funds
and cash**

16-0725

This Part applies to a registered managed investment scheme that invests only in cash or interests in registered schemes which are admitted to quotation on a prescribed financial market and marketed in this jurisdiction as exchange traded funds unaffected by any modification or variation made by ASIC Class Order [13/762].”

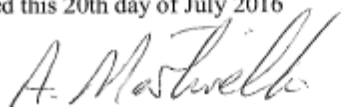
7. Chapter 5C of the Act applies to Instreet as responsible entity of the Scheme, and each other person involved in the preparation of a Product Disclosure Statement for an interest in the Scheme for as long as Instreet does not rely on the Order in paragraph 11 of Class Order 13/762 in relation to the Scheme as if Chapter 5C of the Act were modified or varied by inserting after notional section 601GAA:

“ 601GDA Registered schemes that invest in exchange Traded Funds and cash

Chapter 5C of the Corporations Act 2001 applies to a registered managed investment scheme that invests only in cash or interests in registered schemes which are admitted to quotation on a prescribed financial market and marketed in this jurisdiction as exchange traded funds unaffected by any modification or variation made by ASIC Class Order [13/762].”

8. Part 7.9 of the Act applies to to Instreet as responsible entity of the Schemes as if regulation 7.9.11S of the *Corporations Regulations 2001* were modified or varied by omitting sub-regulation 7.9.11S(4) of the *Corporations Regulations 2001*.

Dated this 20th day of July 2016



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

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NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001

Notice is hereby given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made an order, a copy of which is set out below, which order took effect on the date of service of the order on the person to whom it relates, being 20 July 2016.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**IN THE MATTER OF CRAIG MILLER****SECTIONS 920A AND 920B OF THE CORPORATIONS ACT 2001**

To: Craig Miller

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

TAKE NOTICE that under paragraph 920A(1)(e) and section 920B of the Corporations Act 2001 the Australian Securities and Investments Commission prohibits Craig Miller from providing any financial services for a period of one year and six months (18 months).

Dated this 30th day of June 2016.

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

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

CORPORATIONS ACT 2001

Subsection 601PA(3)

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

Dated this twenty-second day of July 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Scheme

ARSN

APN CONVENIENCE RETAIL PROPERTY FUND

608 924 287

LEGG MASON WESTERN ASSET AUSTRALIAN CORE PLUS BOND TRUST

132 559 623

CORPORATIONS ACT 2001

Section 601CL(5)

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

Dated this twenty-second day of July 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

EASYREAD TIME TEACHER LIMITED

605 295 903

FISHER & PAYKEL APPLIANCES HOLDINGS LIMITED

098 026 263

SOTTO DESIGNS LIMITED

141 989 755

CORPORATIONS ACT 2001

Subsection 601PB(2)

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

Dated this twenty-second day of July 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Scheme

ARSN

CITRUS MIT ACQUISITION TRUST

161 610 779

EAIT DIRECT INVESTMENTS FUND

137 968 542

T. ROWE PRICE WHOLESALE PLUS AUSTRALIAN EQUITY FUND

602 190 367

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.

LIGENERATION PTY LTD ACN 612 761 350 will change to a public company limited by shares. The new name will be **LIGENERATION LIMITED** ACN 612 761 350.

RAFFLES LITIGATION FUNDING LIMITED ACN 605 246 884 will change to a proprietary company limited by shares. The new name will be **RAFFLES LITIGATION FUNDING PTY LTD** ACN 605 246 884.

MINING ASIA LIMITED ACN 152 108 033 will change to a proprietary company limited by shares. The new name will be **MINING ASIA PTY LTD** ACN 152 108 033.

SENSERA PTY LTD ACN 613 509 041 will change to a public company limited by shares. The new name will be **SENSERA LIMITED** ACN 613 509 041.
