



ASIC

Australian Securities &
Investments Commission

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Contents

Notices under Corporations Act 2001

17-0332	17-0383	17-0388	17-0422	17-0440
17-0441	17-0443	17-0444	17-0446	17-0449
17-0450	17-0456	17-0457	17-0458	17-0459
17-0467	17-0472	17-0475	17-0478	

Company/scheme deregistrations

Change of company type

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

17-0332

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

Notice of Suspension of an Australian Financial Services Licence

TO: EASTON WEALTH AUSTRALIA PTY LTD
ACN 104 065 250 ("the Licensee")
LEVEL 1, 43 VENTNOR AVENUE
WEST PERTH WA 6005

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby suspends Australian Financial Services Licence number 264125 held by the Licensee until 30 September 2017, with effect from the date on which this notice is given to the Licensee.

Dated 17 May 2017

Signed

A handwritten signature in cursive script, appearing to read 'John J. Connor', written over a dotted line.

John Connor
A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities & Investments Commission

17-0383

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

Notice of Cancellation of an Australian Financial Services Licence

TO: 708PLACEMENTS PTY LTD
ACN 130 574 257 ("the Licensee")
Level 3 40 St Georges Terrace
PERTH WA 6000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 464233 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated *16 May 2017*

Signed *John Connor*

John Connor
A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities & Investments Commission

17-0388


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

Notice of Cancellation of an Australian Financial Services Licence

TO: TRANSCORP INSURANCE PTY LTD
ACN 094 737 970 ("the Licensee")
Level 8 217 George Street
BRISBANE QLD 4000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 247121 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 16 May 2017

Signed .....

John Connor
A delegate of the Australian Securities and Investments Commission

17-0422

**Australian Securities and Investments Commission
Corporations Act 2001 — s926A(2)(a) — Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under s926A(2)(a) of the Act.

Title

2. This instrument is ASIC Instrument 17-0422.

Commencement

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

Cessation

4. The exemption in paragraph 5 ceases to have effect on the earlier of:
 - (a) sub-paragraph 1(1) of Sch 2 of the *ASIC Corporations (Repeal and Transitional) Instrument 2016/396* ceasing to have effect in relation to the relief that was provided under ASIC Class Order [CO 03/1100] *US SEC regulated financial service providers*; or
 - (b) Nomura Corporate Research and Asset Management Inc., a company incorporated under the laws of the state of Delaware (the *body*), not complying with any written notice given by ASIC directing the body to give to ASIC, within the time specified in the notice, a written statement containing specified information about the financial service business operated by the body in this jurisdiction.

Exemption

5. ASIC exempts the body from the requirement to hold an Australian financial services (*AFS*) licence in the case referred to in Schedule A.

Schedule A

1. Where all of the following apply:
 - (a) the body is:
 - (i) a registered broker dealer that is a member of the Securities Investor Protection Corporation established under the *Securities Investor Protection Act 1970* (US) and that is a member of FINRA and FINRA is the body's examining authority; or

17-0422

- (ii) a registered broker dealer that is an OTC derivatives dealer within the meaning of Rule 3b-12 promulgated under the Exchange Act who is affiliated within the meaning of that Rule with a registered broker dealer who is a member of FINRA; or
 - (iii) a registered investment adviser;
 - (b) the body is either:
 - (i) a body corporate incorporated in the US or a State of the US; or
 - (ii) a partnership formed in the US or a State of the US;
 - (c) the body:
 - (i) is registered under Div 2 of Pt 5B.2 of the Act; or
 - (ii) has an agent at the time the body first purports to rely on this instrument and, from that time, has not failed to have an agent for any consecutive period of 10 business days;
 - (d) the body's primary business is the provision of financial services;
 - (e) neither the body nor its agent has been notified by ASIC that the body is excluded from relying on this instrument;
 - (f) if the body becomes aware or should reasonably have become aware of matters that give it reason to believe that it has failed, other than in an immaterial respect, to comply with a requirement set out in Schedule B:
 - (i) 15 business days have not passed since the body became so aware or should reasonably have become so aware without the body providing full particulars of the failure to ASIC (to the extent that the body knows those particulars or would have known them if it had undertaken reasonable enquiries); and
 - (ii) 30 business days have not passed from ASIC receiving those particulars from the body without ASIC notifying the body that it may continue to rely on this instrument; and
 - (g) the body has not notified ASIC that it will not rely on this instrument.
2. Where the body provides the following financial services (the *financial services*) in this jurisdiction to wholesale clients:
- (a) providing financial service advice;
 - (b) dealing in a financial product;
 - (c) making a market for a financial product; or
 - (d) providing a custodial or depositary service;
- in respect of any of the following financial products:

17-0422

- (e) derivatives;
- (f) foreign exchange contracts;
- (g) securities;
- (h) debentures, stocks or bonds issued by a government;
- (i) managed investment products;
- (j) interests in a managed investment scheme that is not required to be registered under Ch 5C of the Act; and

3. Where the body has provided ASIC with all of the following:

- (a) evidence that paragraph 1(a) of Schedule A is satisfied that ASIC has stated in writing is adequate;
- (b) a notice that it will provide financial services in this jurisdiction in reliance on this instrument;
- (c) a deed of the body for the benefit of and enforceable by ASIC and the other persons referred to in s659B(1) of the Act that applies notwithstanding that the body may have ceased to rely, or never have relied, on this instrument, which provides that:
 - (i) the deed is irrevocable except with the prior written consent of ASIC; and
 - (ii) the body submits to the non-exclusive jurisdiction of the Australian courts in legal proceedings conducted by ASIC (including under s50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in s659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise; and
 - (iii) the body covenants to comply with any order of an Australian court in respect of any matter relating to the provision of the financial services; and
 - (iv) if the body is not registered under Div 2 of Pt 5B.2 of the Act, service of process on the body in relation to 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 s659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise can be effected by service on the agent; and
 - (v) the body covenants that, on written request of either the SEC or ASIC, it will give or vary written consent and take all other practicable steps to enable and assist the SEC to disclose to ASIC and ASIC to disclose to the SEC any information or document that the SEC or ASIC has that relates to the body;
- (d) written consents to the disclosure by the SEC to ASIC and ASIC to the SEC of any information or document that the SEC or ASIC has that relates to the body (being consents in such form (if any) as ASIC specifies in writing).

17-0422

Schedule B

1. The body must provide each of the financial services in this jurisdiction in a manner which would comply, so far as is possible, with the US regulatory requirements if the financial service were provided in the US in like circumstances.
2. The body must:
 - (a) notify ASIC, as soon as practicable and in any event within 15 business days after the body became aware or should reasonably have become aware, and in such form if any as ASIC may from time to time specify in writing, of the details of:
 - (i) each significant change to, including the termination of, the registration as a registered broker dealer or a registered investment adviser applying to the body relevant to the financial services the body provides or intends to provide in this jurisdiction; and
 - (ii) each significant particular exemption or other relief which the body obtains from the US regulatory requirements relevant to the financial services the body provides or intends to provide in this jurisdiction; and
 - (iii) each action or investigation of the following kinds taken by the SEC or other overseas regulatory authority against the body in a foreign jurisdiction in relation to financial services provided in the foreign jurisdiction:
 - (A) significant enforcement action;
 - (B) significant disciplinary action;
 - (C) significant investigation (unless, after having taken reasonable steps to enable notification to be given to ASIC, the body is prohibited by law from giving such notification but only to the extent of the prohibition); and
 - (b) provide written disclosure to all persons to whom the financial services are provided in this jurisdiction (before the financial services are provided) containing prominent statements to the following effect:
 - (i) the body is exempt from the requirement to hold an AFS licence under the Act in respect of the financial services; and
 - (ii) the body is regulated by the SEC under US laws, which differ from Australian laws.

Interpretation

In this instrument:

Act means the *Corporations Act 2001*;

address, in relation to a company, means the address of the registered office of the company;

17-0422

agent means a natural person resident in this jurisdiction or a company, whose name and address were last notified to ASIC by the body for the purposes of this instrument, and who is authorised to accept on the body's behalf, service of process from ASIC and, in relation to proceedings relating to a financial services law, from any person referred to in s659B(1) of the Act;

ASIC Act means the *Australian Securities and Investments Commission Act 2001*;

custodial or depositary service has the meaning given by s766E of the Act;

derivative has the meaning given by s761D of the Act;

examining authority, in relation to the body, means a self-regulatory organisation to which the body belongs which has not been relieved of the responsibility relating to the body under s17(d)(1)(A) of the Exchange Act in any respect;

Exchange Act means the *Securities and Exchange Act 1934* (US);

financial product advice has the meaning given by s766B of the Act;

financial services law has the meaning given by s761A of the Act;

FINRA means the Financial Industry Regulation Authority of the US;

foreign exchange contract has the meaning given by s761A of the Act;

making a market has the meaning given by s766D of the Act;

managed investment product has the meaning given by s761A of the Act;

notice and **notified** mean, respectively, written notice and notified in writing;

overseas regulatory authority means a foreign regulatory authority (other than the SEC) which regulates financial services and which is established by or for the purposes of a foreign government or legislative body;

registered broker dealer means a broker dealer registered under s15(b) of the Exchange Act;

registered investment adviser means a body corporate or a partnership formed in the US or a State of the US registered under s203(c) of the *Investment Advisers Act 1940* (US);

SEC means the Securities and Exchange Commission of the US;

securities has the meaning given by s761A of the Act;

US means the United States of America;

US regulatory requirements means the rules that apply in relation to the financial services including:

- (a) any applicable legislation, instruments made under that legislation and any relevant policies or other documents (however described) issued by the SEC; and

17-0422

- (b) if the body is covered by subparagraph (a)(i) of Schedule A but not subparagraphs (a)(ii) or (iii) of that Schedule—any applicable rules, policies or other documents (however described) of FINRA; and

wholesale client has the meaning given in s761G of the Act.

Dated 17 May 2017



Signed by Marie-Christine De Greeff
as a delegate of the Australian Securities and Investments Commission

17-0440

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 17-0440.

Commencement

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

Exemption

4. Brookfield BPPF Investments Pty Limited ACN 110 184 006 as trustee for Brookfield BPPF Investments Trust (*Brookfield*) is exempt from complying with Division 5A of Part 7.9 of the Act.

Where this instrument applies

5. This instrument applies in relation to any unsolicited offer or invitation made to Fund Unitholders to acquire the Fund Units under the Trust Scheme as described in the Explanatory Materials.

Interpretation

6. In this instrument:

Brookfield Group means Brookfield Australia Pty Limited ACN 95 126 164 145 and its related bodies corporate.

Fund means the Brookfield Prime Property Fund ARSN 110 096 663.

Fund Unit means an interest on issue in the Fund that is not held by the Brookfield Group.

Fund Unitholder means a holder of a Fund Unit.

Explanatory Materials means the scheme booklet and notice of meeting dated 18 May 2017 that is:

17-0440

- (a) prepared in accordance with item 7 of section 611 of the Act;
- (b) sent to Fund Unitholders in relation to the Trust Scheme; and
- (c) substantially in the same form as that provided to ASIC on 15 May 2017.

Trust Scheme means the arrangement described in the Explanatory Materials under which Brookfield proposes to acquire all of the Fund Units where the acquisition is approved by resolutions passed at a meeting of Fund Unitholders:

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

Dated this 16th day of May 2017.



Signed by Kathy Neilson
as a delegate of the Australian Securities and Investments Commission

17-0441

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 17-0441.

Commencement

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

Exemption

4. Brookfield Capital Management Limited ACN 094 936 866 (*BCML*) in its capacity as responsible entity of the Brookfield Prime Property Fund ARSN 110 096 663 (*Fund*) does not have to comply with Division 2 of Part 7.7 of the Act.

Where this instrument applies

5. This instrument applies where BCML in its capacity as responsible entity of the Fund provides or gives financial product advice to Fund Unitholders where:
 - (a) that advice is General Advice;
 - (b) that advice is provided in connection with the Trust Scheme; and
 - (c) that advice is contained in the Explanatory Materials.

Interpretation

6. In this instrument:

Brookfield means Brookfield BPPF Investments Pty Limited ACN 110 184 006 as trustee for Brookfield BPPF Investments Trust.

Brookfield Group means Brookfield Australia Pty Limited ACN 126 164 145 and its related bodies corporate.

Explanatory Materials means the scheme booklet and notice of meeting dated 18 May 2017 that is:

17-0441

- (a) prepared in accordance with item 7 of section 611 of the Act;
- (b) sent to Fund Unitholders in relation to the Trust Scheme; and
- (c) substantially in the same form as that provided to ASIC on 15 May 2017.

Fund Unit means an interest on issue in the Fund that is not held by the Brookfield Group.

Fund Unitholder means a holder of a Fund Unit.

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

Trust Scheme means the arrangement described in the Explanatory Materials under which Brookfield proposes to acquire all of the Fund Units where the acquisition is approved by resolutions passed at a meeting of Fund Unitholders:

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

Dated this 16th day of May 2017.



Signed by Kathy Neilson
as a delegate of the Australian Securities and Investments Commission

**ASIC**

Australian Securities & Investments Commission

17- 0443**Australian Securities and Investments Commission
Corporations Act 2001 Section 915B****Notice of Cancellation of an Australian Financial Services Licence**

TO: AK & WK Services Pty Ltd ACN 064 527 984 (deregistered)
PO Box 7893 Baulkham Hills BC
NSW 2153

Pursuant to section 915B of the Corporations Act 2001, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 247176 held by the AK & WK Services Pty Ltd (deregistered), with effect from the date on which this notice is given to the Licensee.

Dated this 17 May 2017

Signed

A handwritten signature in black ink, appearing to read 'James Nott', written over a horizontal dotted line.

James Nott

A delegate of the Australian Securities and Investments Commission



17-0444

ASIC

Australian Securities & Investments Commission

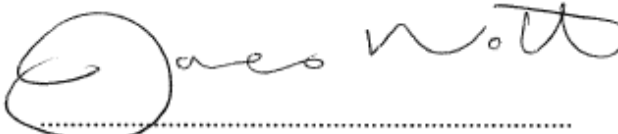
**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: My Wealth Adviser Pty Ltd
ACN 007 263 621 ("the Licensee")
203 Fryers St
Shepparton VIC 3630

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 238174 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 12th May 2017

Signed .....

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

17-0446

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 741(1) and 1020F(1) and paragraph 911A(2)(l)
– Exemption**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 17-0446.

Commencement

3. This instrument commences on 11 May 2017.

Disclosure Relief

4. ATGL does not have to comply with Part 6D.2 or 6D.3 of the Act for an offer of ATGL's securities to holders of securities in Touchcorp.
5. A person that makes a sale offer of ATGL shares within 12 months after the issue of the ATGL shares does not have to comply with Parts 6D.2 and 6D.3 in relation to the sale offer

AFS license relief

6. Touchcorp and ATGL do not have to comply with the requirement in subsection 911A(1) to hold an Australian financial services license for the provision of financial product advice in the Scheme Booklet.

Unsolicited offer relief

7. ATGL does not have to comply with Division 5A of Part 7.9 of the Act.

Where this instrument applies

8. The exemption in paragraph 4 applies to an offer for the issue of ATGL shares in connection with the Scheme where:
 - (a) the offer is made on the terms and conditions set out in the Scheme Booklet, with any such amendments, variations, or supplements as are approved by the Supreme Court of Bermuda;

17-0446

- (b) the Scheme Booklet and related communications, prepared for an extraordinary general meeting of Touchcorp shareholders, are made available to all Australian resident shareholders of Touchcorp;
 - (c) the Scheme Booklet and all related communications are provided to the ASX for public release and publicly disclosed by Touchcorp (including by publication on its website); and
 - (d) Touchcorp and ATGL reasonably believe that the Scheme complies with all applicable laws and rules (however described) that, as at the date of the offer for issue of securities, are in force in Bermuda.
9. The exemption in paragraph 5 applies to an offer for the sale of shares in ATGL where:
- (a) the shares were issued to a holder of shares in Touchcorp under the terms of the Scheme within the previous 12 months; and
 - (b) the sale shares were issued without disclosure to investors under Part 6D.2 of the Act because of the exemption in paragraph 4.
10. The exemption in paragraph 6 applies where Touchcorp or ATGL provide or give financial product advice to persons who hold Touchcorp shares that is:
- (a) general advice;
 - (b) provided in connection with the Merger; and
 - (c) contained in the Scheme Booklet.
11. The exemption in paragraph 7 applies to any unsolicited offer or invitation made by ATGL to acquire Touchcorp shares where:
- (a) the offer or invitation is made under the Scheme on the terms described in the Scheme Booklet; and
 - (b) ATGL reasonably believes that the offer or invitation is made in accordance with the laws and rules (however described) that as at the date of the offer for issue of securities, are in force in Bermuda.

Interpretation

11. In this instrument:

ATGL means Afterpay Touch Group Limited ACN 618 280 649;

ATGL share means an ordinary share in ATGL;

17-0446

Touchcorp means Touchcorp Limited ARBN 603 731 184, a company incorporated under the Companies Act 1981 of Bermuda with registration number 48280;

Touchcorp share means a share in Touchcorp;

Scheme means the proposed scheme of arrangement under Part VII of the Companies Act 1981 of Bermuda between Touchcorp and its shareholders, pursuant to which ATGL will offer securities to existing shareholders of Touchcorp;

Scheme Booklet means the booklet to be dated on or around 12 May 2017 containing, amongst other things, a notice of general meeting and an explanatory statement setting out a summary of the Scheme in substantially the same form as provided to ASIC on 11 May 2017, with any such amendments, variations, or supplements as are approved by the Supreme Court of Bermuda; and

Merger means the proposal to merge Touchcorp with Afterpay Holdings Limited (ACN 606 589 520) as described in the Scheme Booklet.

Dated this 11th day of May 2017



Signed by Owen Rayner
as a delegate of the Australian Securities and Investments Commission

17-0449

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 741(1)(a), 741(1)(b), 926A(2)(a) and
1020F(1)(a) – Exemptions and Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 741(1)(a), 741(1)(b), 926A(2)(a) and 1020F(1)(a) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 17-0449.

Commencement

3. This instrument commences on 12 May 2017.

Exemptions

4. Sandstorm does not have to comply with:
 - (a) Part 6D.2 or 6D.3 of the Act for an offer of its securities to holders of securities in the Company under the Scheme; and
 - (b) Division 5A of Part 7.9 of the Act in relation to an unsolicited offer to purchase securities in the Company under the Scheme.
5. The Company does not have to comply with subsection 911A(1) of the Act to the extent it provides general advice in the Scheme Documents.

Declaration

6. Chapter 6D of the Act applies to holders of securities in Sandstorm as if subsections 707(3) and (4) were omitted and substituted with:
 - "(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 selling or transferring them, or granting, issuing or transferring interests in, or options or warrants over, them;and section 708 and 708A does not say otherwise."

17-0449

Where this instrument applies

7. This instrument applies:
- (a) where Sandstorm offers to purchase securities in the Company in return for the issue of securities in Sandstorm pursuant to the Scheme on the terms and conditions as set out in the Scheme Documents, with any such amendments, variations, or supplements as are approved by the Royal Court of Guernsey;
 - (b) where the Scheme Documents and related communications, prepared for an extraordinary general meeting of holders of securities in the Company, are sent to all Australian resident holders of securities in the Company;
 - (c) where the Scheme Documents and all related communications are provided to the AIM or TSXV for public release or otherwise publicly disclosed by Company (including by publication on its website); and
 - (d) where the Company and Sandstorm reasonably believe that the Scheme complies with all applicable laws and relevant regulatory requirements that, as at the date of the offer for issue of securities under the Scheme, are in force in Guernsey.

Interpretation

8. In this instrument:

Company means Mariana Resources Limited, a company incorporated under the laws of Guernsey.

Sandstorm means Sandstorm Gold Ltd, a company incorporated under the laws of Canada.

Scheme means the scheme of arrangement made under Part VIII of The Companies (Guernsey) Law, 2008 as amended between the Company and its members, pursuant to which Sandstorm will offer its securities to existing holders of securities in the Company.

Scheme Documents means the document to be despatched to the holders of securities in the Company, containing (amongst other things) the Scheme, an explanatory statement and notices of meeting, dated on or about 15 May 2017.

Dated this 12th day of May 2017



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

17-450

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 741(1) and 1020F(1) and 926A(2) – Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 741(1) and 1020F(1) and 926A(2) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 17-450.

Commencement

3. This instrument commences on 12 May 2017.

Disclosure Relief

4. ATGL does not have to comply with Part 6D.2 or 6D.3 of the Act for an offer of ATGL's securities to holders of securities in Touchcorp.
5. A person that makes a sale offer of ATGL shares within 12 months after the issue of the ATGL shares does not have to comply with Parts 6D.2 and 6D.3 in relation to the sale offer

AFS license relief

6. Touchcorp and ATGL do not have to comply with the requirement in subsection 911A(1) to hold an Australian financial services license for the provision of financial product advice in the Scheme Booklet.

Unsolicited offer relief

7. ATGL does not have to comply with Division 5A of Part 7.9 of the Act.

Where this instrument applies

8. The exemption in paragraph 4 applies to an offer for the issue of ATGL shares in connection with the Scheme where:
 - (a) the offer is made on the terms and conditions set out in the Scheme Booklet, with any such amendments, variations, or supplements as are approved by the Supreme Court of Bermuda;

17-450

- (b) the Scheme Booklet and related communications, prepared for an extraordinary general meeting of Touchcorp shareholders, are made available to all Australian resident shareholders of Touchcorp;
 - (c) the Scheme Booklet and all related communications are provided to the ASX for public release and publicly disclosed by Touchcorp (including by publication on its website); and
 - (d) Touchcorp and ATGL reasonably believe that the Scheme complies with all applicable laws and rules (however described) that, as at the date of the offer for issue of securities, are in force in Bermuda.
9. The exemption in paragraph 5 applies to an offer for the sale of shares in ATGL where:
- (a) the shares were issued under the terms of the Scheme within the previous 12 months; and
 - (b) the sale shares were issued without disclosure to investors under Part 6D.2 of the Act because of the exemption in paragraph 4.
10. The exemption in paragraph 6 applies where Touchcorp or ATGL provide or give financial product advice to persons who hold Touchcorp shares that is:
- (a) general advice;
 - (b) provided in connection with the Merger; and
 - (c) contained in the Scheme Booklet.
11. The exemption in paragraph 7 applies to any unsolicited offer or invitation made by ATGL to acquire Touchcorp shares where:
- (a) the offer or invitation is made under the Scheme on the terms described in the Scheme Booklet; and
 - (b) ATGL reasonably believes that the offer or invitation is made in accordance with the laws and rules (however described) that as at the date of the offer for issue of securities, are in force in Bermuda.

Revocation

12. ASIC Instrument 17-446 is revoked.

Interpretation

13. In this instrument:

ATGL means Afterpay Touch Group Limited ACN 618 280 649;

17-450

ATGL share means an ordinary share in ATGL;

Touchcorp means Touchcorp Limited ARBN 603 731 184, a company incorporated under the Companies Act 1981 of Bermuda with registration number 48280;

Touchcorp share means a share in Touchcorp;

Scheme means the proposed scheme of arrangement under Part VII of the Companies Act 1981 of Bermuda between Touchcorp and its shareholders, pursuant to which ATGL will offer securities to existing shareholders of Touchcorp;

Scheme Booklet means the booklet to be dated on or around 12 May 2017 containing, amongst other things, a notice of general meeting and an explanatory statement setting out a summary of the Scheme in substantially the same form as provided to ASIC on 11 May 2017, with any such amendments, variations, or supplements as are approved by the Supreme Court of Bermuda; and

Merger means the proposal to merge Touchcorp with Afterpay Holdings Limited (ACN 606 589 520) as described in the Scheme Booklet.

Dated this 12 May 2017



.....
Signed by Owen Rayner

as a delegate of the Australian Securities and Investments Commission

17-0456

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

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* (the *Act*).

Title

2. This instrument is ASIC Instrument 17-0456.

Commencement

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

Exemptions

4. CYBG does not have to comply with:
 - (a) section 601ED of the Act in relation to the Sale Facility; and
 - (b) Divisions 2 to 5 of Part 7.9 of the Act in relation to an interest in the Sale Facility.
5. CYBG does not have to comply with subsection 911A(1) to the extent that they provide the following financial services:
 - (a) dealing in an interest in the Sale Facility; and
 - (b) the provision of general advice in relation to an interest in the Sale Facility.
6. To avoid doubt, to the extent CYBG invites a participating holder to make an offer to sell a CYBG Share or CYBG CDI through the Sale Facility, CYBG does not have to comply with Division 5A of Part 7.9 of the Act.

Where exemptions apply

7. The exemptions in paragraphs 4 to 6 apply in relation to the Sale Facility only where that facility satisfies all of the following:
 - (a) the financial products that may be sold through the Sale Facility are CYBG Securities belonging to Eligible Security Holders; and

17-0456

- (b) under the terms of the Sale Facility:
 - (i) the CYBG Securities of participating holders to be sold through the facility are pooled;
 - (ii) Eligible Security Holders are provided a period of at least six weeks from the date of the Notice to the Closing Date to elect to retain their CYBG Securities or sell those securities by other means;
 - (iii) CYBG Securities are sold under the Sale Facility within 10 days following the Closing Date;
 - (iv) the costs of the sale of CYBG Securities under the Sale Facility will be paid by CYBG; and
 - (v) each Participating Holder is to be paid their proportion of the proceeds of sale from the Sale Facility as soon as practicable and, in any event, within 8 weeks after the Closing Date.

Exclusion from reliance

8. CYBG is excluded from relying on paragraph 5 of this instrument if it becomes aware of matters that give it reason to believe that it has 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.

Conditions

9. CYBG must include the following information in the Notice:
- (a) information about the period during which Eligible Security Holders may elect to opt out of participation in the Sale Facility;
 - (b) information about the number of CYBG Securities required to be held to not be subject to the Sale Facility;
 - (c) information about any expenses relating to the sale of CYBG Securities that will be paid by Participating Holders;
 - (d) information about how the proceeds of sale of CYBG Securities sold through the Sale Facility will be allocated between Participating Holders;
 - (e) a statement that the amount of money received by a Participating Holder for the CYBG Securities that are sold through the Sale Facility may be more or less than the actual price that is received by the Broker for those CYBG Securities;

17-0456

- (f) information about any other significant characteristics or features of the Sale Facility or of the rights and obligations of Participating Holders; and
 - (g) information about any alternatives that an Eligible Security Holder may have to participating in the Sale Facility.
10. CYBG must ensure that:
- (a) the Notice is in substantially the same form as the Draft Notice; and
 - (b) the definition of Sale Facility in the Notice is identical to the definition of that term in the Draft Notice.

Interpretation

11. In this instrument:

ASX means ASX Limited ACN 008 624 691.

ASX Settlement means ASX Settlement Pty Ltd ACN 008 504 532.

Broker means a participant of the licensed markets operated by:

- (a) LSE, if the participant is participating in the licensed market operated by LSE for the purpose of the Sale Facility; and/or
- (b) ASX, if the participant is participating in the licensed market operated by ASX for the purpose of the Sale Facility;

with whom, or with whose related body corporate, CYBG has entered, or enters into, arrangements for the operation of the Sale Facility.

CDN means CHESSE Depository Nominees Pty Ltd ACN 071 346 506.

Closing Date has the meaning defined in the Draft Notice.

CYBG means CYBG PLC, a company incorporated and registered in England and Wales (registered number 09595911).

CYBG CDIs means units of beneficial ownership in CYBG Shares that are held by CDN in accordance with the operating rules of ASX Settlement, for the purpose of enabling the CYBG Shares to be recorded and transferred in accordance with those operating rules.

CYBG Securities means CYBG CDIs and CYBG Shares.

CYBG Shares means fully paid ordinary shares in the capital of CYBG.

Draft Notice means the draft notice to be provided to CYBG Securities holders who may be Eligible Security Holders explaining the Sale Facility and provided to ASIC on 11 May 2017.

17-0456

Eligible Security Holder means a person whose shareholding will be subject to the Sale Facility.

facility has a meaning affected by section 762C of the Act.

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

LSE means London Stock Exchange, plc.

Notice means the notice to be provided to Eligible Security Holders explaining the Sale Facility.

Participating Holder means an Eligible Security Holder who, at the Closing Date, has not:

- (a) increased their security holding or had the value of their security holding increase so they are no longer an Eligible Security Holder;
- (b) sold their CYBG Securities by other means; or
- (c) completed and returned a retention form in accordance with the instructions on the form

Sale Facility has the meaning given to "Facility" in the Draft Notice.

Dated this 15th day of May 2017



Signed by Owen Rayner
as a delegate of the Australian Securities and Investments Commission

17-0457

NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001

Notice is given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 3 May 2017.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION


IN THE MATTER OF STUART ANTHONY ARNOLD-LEVY

SECTIONS 920A AND 920B
OF THE CORPORATIONS ACT 2001

To: Mr Stuart Anthony Arnold-Levy

TAKE NOTICE that under sections 920A(1) and 920B(2) of the *Corporations Act 2001* the Australian Securities and Investments Commission prohibits **STUART ANTHONY ARNOLD-LEVY** from providing any financial services for a period of four (4) years.

Dated this 24th day of April 2017

Signed: 

Christine Croft
Delegate of the Australian Securities and Investments Commission

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

17-0458

NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001

Notice is given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 11 May 2017.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION


IN THE MATTER OF DAVID RHYS HEYCOCK

SECTIONS 920A AND 920B
OF THE CORPORATIONS ACT 2001

To: Mr David Rhys Heycock

TAKE NOTICE that under sections 920A(1) and 920B(2) of the *Corporations Act 2001* the Australian Securities and Investments Commission prohibits **DAVID RHYS HEYCOCK** from providing any financial services for a period of six (6) years.

Dated this 24th day of April 2017

Signed: 

Christine Croft
Delegate of the Australian Securities and Investments Commission

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

17-0459

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 17-0459.

Commencement

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

Declaration

4. Chapter 6 of the Act applies to Brookfield BPPF Investments Pty Ltd ACN 110 184 006 (*Brookfield*) as trustee for Brookfield BPPF Investments Trust as if item 7 of section 611 of the Act were modified or varied by omitting paragraph (a) and substituting the following:
 - “(a) no votes are cast in favour of the resolution by the person proposing to make the acquisition and its associates (unless the associate is a custodian, nominee, trustee, responsible entity or other fiduciary which has received a specific instruction from a third party beneficiary, who is not an associate of the person, directing the associate how to vote); and”

Where this instrument applies

5. This instrument applies to the acquisition by Brookfield of all the Fund Units, where:
 - (a) the acquisition is approved by a resolution under item 7 of section 611 of the Act (as notionally modified by ASIC instrument 17-0459); and
 - (b) the resolution is put to the holders of interests in the Fund at a meeting to be convened in accordance with the Explanatory Materials.

Interpretation

In this instrument:

17-0459

Brookfield Group means Brookfield Australia Pty Limited ACN 126 164 145 and its related bodies corporate.

Explanatory Materials means the scheme booklet and notice of meeting dated 18 May 2017 that is:

- (a) prepared in accordance with item 7 of section 611 of the Act;
- (b) sent to Fund Unitholders in relation to the Trust Scheme; and
- (c) substantially in the same form as that provided to ASIC on 15 May 2017.

Fund means Brookfield Prime Property Fund ARSN 110 096 663.

Fund Unit means an interest on issue in the Fund that is not held by the Brookfield Group.

Fund Unitholder means a holder of a Fund Unit.

Trust Scheme means the arrangement described in the Explanatory Materials under which Brookfield proposes to acquire all of the Fund Units where the acquisition is approved by resolutions passed at a meeting of Fund Unitholders:

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

Dated this 16th day of May 2017



Signed by Kimberley Chan
as a delegate of the Australian Securities and Investments Commission

17-0467

Notice is given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 11 May 2017.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

IN THE MATTER OF CHRISTOPHER ROBERT CONFOO

SECTIONS 920A AND 920B OF THE CORPORATIONS ACT 2001

To: Christopher Robert Confoo

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

TAKE NOTICE that under paragraphs 920A(1)(e) and section 920B of the Corporations Act 2001, the Australian Securities and Investments Commission prohibits Christopher Robert Confoo from providing any financial services for a period of seven years.

Dated this 10th May 2017.

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).



17-0472

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

TO: 151 Property Fund Management Pty Limited ("the AFS Licensee")
ACN 124 057 156
Level 6 Suite 602
151 Castlereagh Street
SYDNEY NSW 2000

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels AFS Licence Number 312524 held by the AFS Licensee with effect from the date on which this notice is given to the AFS Licensee.

Dated this 17 May 2017.

Signed

A handwritten signature in black ink that reads "James Nott". The signature is written over a horizontal dotted line.

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

17-0475

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 15 May 2017.

**Australian Securities and Investments Commission
Corporations Act 2001 section 915C****Notice of Cancellation of Australian Financial Services Licence**

To: Group Underwriters and Managers Pty Ltd ACN 101 595 573

Under section 915C(1) of the *Corporations Act 2001*, the Australian Securities and Investments Commission hereby cancels Australian financial services licence number 246715 held by Group Underwriters and Managers Pty Ltd ACN 101 595 573.

Dated this 15th day of May 2017

Signed:..........

Abigail Sheppard
Delegate of the Australian Securities and Investments Commission



17-0478

ASIC

Australian Securities & Investments Commission

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

Notice of Cancellation of an Australian Financial Services Licence

QUESTOR FINANCIAL SERVICES LIMITED
A.C.N. 078 662 718
LEVEL 22, 207 KENT STREET SYDNEY NSW 2000

Pursuant to section 915B of the Corporations Act 2001 the Australian Securities and Investments Commission hereby cancels Australian financial services licence number 240829 held by Questor Financial Services Limited ("Licensee") with effect from the date on which this notice is given to the Licensee.

Dated this 19th Day of May, 2017

Signed

James Nott, Delegate
Australian Securities and Investments Commission

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 nineteenth day of May 2017

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Scheme

ARSN

MY FOUR WEEKS FUND

613 826 681

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 nineteenth day of May 2017

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

HENTIQ 2885 (PROPRIETARY) LIMITED

121 387 559

ZENITH SOFTWARE LIMITED

116 173 490

CORPORATIONS ACT 2001

Section 601CL(5)

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

Dated this nineteenth day of May 2017

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

ACLAND HOLDINGS LIMITED	168 076 711
AMPLEAWARD LIMITED	169 844 759
BING, HARRIS & CO LIMITED	169 803 909
DAVANTI CONSULTING LIMITED	167 856 377
DC TEAM LIMITED	169 407 327
DEPARTMENT OF WRITING LIMITED	165 125 940
DOUGLAS AND BEC LIMITED	168 353 795
HOGLUND GLASS BLOWING STUDIO LIMITED	093 739 489
MOWENSTOW INVESTMENTS LIMITED	168 345 917
SMILEYBELT GROUP LIMITED	169 936 387
TXTPAY AUSTRALIA (PTY) LIMITED	169 056 946
VIN MANAGEMENT LIMITED	163 438 702

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.

ALINTA ENERGY LIMITED ACN 614 975 629 will change to a proprietary company limited by shares. The new name will be ALINTA ENERGY PTY LIMITED ACN 614 975 629.

AUSTRALIA GOLD GEM GROUP LIMITED ACN 611 280 525 will change to a proprietary company limited by shares. The new name will be AUSTRALIA GOLD GEM GROUP PTY LTD ACN 611 280 525.

DXC UNITED LIMITED ACN 067 682 928 will change to a proprietary company limited by shares. The new name will be DXC UNITED PTY LIMITED ACN 067 682 928.

MINOTAUR GOLD SOLUTIONS LIMITED ACN 153 304 584 will change to a proprietary company limited by shares. The new name will be MINOTAUR GOLD SOLUTIONS PTY LTD ACN 153 304 584.

QUICK SERVICE RESTAURANT GROUP PTY LTD ACN 151 143 065 will change to a public company limited by shares. The new name will be CRAVEABLE BRANDS LIMITED ACN 151 143 065.

ANZ SECURITIES (HOLDINGS) LIMITED ACN 004 822 404 will change to a proprietary company limited by shares. The new name will be ANZ SECURITIES (HOLDINGS) PTY LTD ACN 004 822 404.

CL ASSET HOLDINGS LIMITED ACN 104 475 345 will change to a proprietary company limited by shares. The new name will be CL ASSET HOLDINGS PTY LTD ACN 104 475 345.

MAKO GOLD PTY LTD ACN 606 241 829 will change to a public company limited by shares. The new name will be MAKO GOLD LIMITED ACN 606 241 829.

QUANTUM POWER LIMITED ACN 115 910 659 will change to a proprietary company limited by shares. The new name will be QUANTUM POWER PTY LTD ACN 115 910 659.

VERBAL CAPITAL SOLUTIONS PTY LTD ACN 618 536 815 will change to a public company limited by shares. The new name will be VERBAL CAPITAL SOLUTIONS LTD ACN 618 536 815.