



**ASIC**  
Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette

No. A44/21, Monday 1 November 2021

Published by ASIC

# ASIC Gazette

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### RIGHTS OF REVIEW

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

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

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

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21-0831

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

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

TO: Business & Taxation Concepts Pty Ltd  
ACN 003 811 514  
PO Box 121  
Liverpool NSW 1871

Pursuant to 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 488417 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated: 28 October 2021

Signed *Jedo Charles* .....

Jedo Charles  
A delegate of the Australian Securities and Investments Commission

21-0882

**Australian Securities and Investments Commission  
Corporations Act 2001 - Paragraphs 601QA(1)(a), 926A(2)(a) and 992B(1)(a), and  
1020F(1)(a) - Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 601QA(1)(a), 926A(2)(a), 992B(1)(a) and 1020F(1)(a) of the Corporations Act 2001 (Cth) (the *Act*).

**Title**

2. This instrument is ASIC Instrument 21-0882.

**Commencement**

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

**Exemption**

4. The Grata Fund Limited ABN 16 605 441 638 (*Grata Fund*), in its capacity as operator or funder of a litigation funding scheme, does not have to comply with:
  - (a) Section 601ED of the Act in relation to interests in a litigation funding scheme;
  - (b) Subsection 911A(1) of the Act for the provision of financial services in relation to interests in a litigation funding scheme;
  - (c) Part 7.9 of the Act in relation to a litigation funding scheme; and
  - (d) Subsection 992A(1) of the Act in relation to an offer of, or a request or invitation relating to, a financial product that is an interest in a scheme that is in the nature of a litigation funding scheme.

**Where this instrument applies**

5. The exemption in paragraph 4 is available where all of the following apply:
  - (a) legal proceedings are commenced within six months from the date of this instrument is signed;
  - (b) Grata Fund is a charity registered with the ACNC; and

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- (c) Grata Fund maintains, for the duration of the litigation funding scheme, adequate practices for managing any conflict of interest that may arise in relation to activities undertaken by Grata Fund, or an agent of Grata Fund, in relation to the scheme.

**Interpretation**

6. In this instrument:

*ACNC* means the Australian Charities and Not-for-profits Commission.

*litigation funding scheme* has the meaning provided in regulation 7.1.04N(3) of the *Corporations Regulations 2001*.

Dated this 22<sup>nd</sup> day of October 2021



Signed by Natasha Gomez  
as a delegate of the Australian Securities and Investments Commission



21-0884

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 21-0884.

**Commencement**

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

**Exemption**

4. AWN Holdings Limited ACN 103 472 751 (*Company*) does not have to comply with:
  - (a) section 601ED(5) 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; and
  - (c) subsection 911A(1) of the Act in relation to the provision of the following services:
    - (i) dealing in an interest in the Sale Facility; and
    - (ii) the provision of general advice in relation to an interest in the Sale Facility; and
  - (d) Division 5A of Part 7.9 of the Act to the extent the Company invites its shareholders to make an offer to sell Shares or the Company acquires a relevant interest in Shares to be sold through the Sale Facility.

**Where this instrument applies**

5. This instrument applies where the Company meets the requirements and conditions of LI 2018/99 except for subparagraph 5(3)(b)(ii) of LI 2018/99 in relation to the Sale Facility, and would meet the requirements and conditions of LI 2018/99 if subparagraph 5(3)(b)(ii) of LI 2018/99 were omitted and substituted with:
  - “(ii) the operator disposes of the relevant financial products by subsequently selling or transferring the relevant financial products to a wholesale client;”.

**Interpretation**

6. In this instrument:

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*LI 2018/99* means *ASIC Corporations (Share and Interest Sale Facilities) Instrument 2018/99*.

*Sale Facility* means the facility operated by the Company that is described in the Company's Share Sale Facility Booklet given to ASX Limited on or about 22 October 2021.

*Shares* means fully paid ordinary shares in the Company.

*wholesale client* has the meaning given by section 761G of the Act.

Dated this 22<sup>nd</sup> day of October 2021



Signed by Allan Erceg  
as a delegate of the Australian Securities and Investments Commission

21-0885

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 21-0885.

**Commencement**

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

**Exemption**

4. Santos does not have to comply with Parts 6D.2 or 6D.3 of the Act.

**Declaration**

5. Chapter 6D of the Act applies to any person who makes an offer for sale of Santos Shares that were issued or transferred under the Scheme, 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:
        - (i) selling or transferring them; or
        - (ii) granting, issuing or transferring interests in, or options or warrants over, them;and section 708 or 708A does not say otherwise.”.
6. Chapter 6D of the Act applies to any person who makes an offer for sale of Santos Shares which were issued to a broker and which are offered for sale, or were sold, in accordance with the Sale Facility, as if subsections 707(3) and (4) were omitted.

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**Where this instrument applies**

7. The exemption in paragraph 4 applies to an offer for the issue of Santos Shares in connection with the Scheme where:
  - (a) the Scheme will only become effective if it is approved by a resolution of Oil Search Shareholders passed by at least 75% of the votes cast on the resolution by eligible Oil Search Shareholders; and
  - (b) the Scheme Booklet contains a statement to the effect that the Scheme Booklet (including the independent expert's report and the annexures to the Scheme Booklet) contains all information that the directors of Oil Search consider to be material to the making of a decision by a member whether or not to agree to the Scheme (being information that is within the knowledge of the directors of Oil Search and has not been previously disclosed to holders of ordinary shares in Oil Search).
8. The declarations in paragraphs 5 and 6 apply to an offer for the sale of Santos Shares where:
  - (a) the shares were issued or transferred under or in connection with 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.

**Interpretation**

9. In this instrument:

*Act* means the *Corporations Act 2001*.

*Ineligible Foreign Shareholder* means an Oil Search Shareholder who is not eligible to be issued Santos Shares under the terms of the Scheme having regard to the location of their registered address as shown in Oil Search's members register.

*Marketable parcel of Santos Shares* means Santos Shares with a market value of less than \$500 assessed by the price of Santos Shares on the Australian Securities Exchange on the close of trading on the trading day prior to the record date for the Scheme.

*Non-Participating Unmarketable Parcel Shareholder* means an Oil Search Shareholder who would have been issued with less than a Marketable Parcel of Santos Shares as consideration for their shares in Oil Search under the Scheme if they had validly elected to opt-in to receive Santos Shares.

*Oil Search* means Oil Search Limited ARBN 055 079 868, a company incorporated under the *Companies Act 1997* of Papua New Guinea.

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**Oil Search Register** means the register of members of Oil Search maintained in accordance with the *Companies Act 1997* of Papua New Guinea.

**Oil Search Shareholder** means a person who is registered in the Oil Search Register as a holder of Oil Search shares from time to time.

**Sale Facility** means a facility provided in connection with the Scheme under which a broker will sell Santos Shares that would otherwise have been issued as consideration under the Scheme to:

- (a) Ineligible Foreign Shareholders – if they were Oil Search Shareholders who were not Ineligible Foreign Shareholders;
- (b) Non-Participating Unmarketable Parcel Shareholders – if they had validly elected to receive Santos Shares under the Scheme,

with the proceeds of such sales net of expenses being remitted to Ineligible Foreign Shareholders and Non-Participating Unmarketable Parcel Shareholders.

**Santos** means Santos Limited ACN 007 550 923.

**Santos Share** means a fully paid ordinary share issued in the capital of Santos.

**Scheme** means the proposed scheme of arrangement under Part XVI of the *Companies Act 1997* of Papua New Guinea between Oil Search and its shareholders pursuant to which Santos will acquire securities from existing holders of securities in Oil Search.

**Scheme Booklet** means the explanatory memorandum to be sent to Oil Search Shareholders in connection with the Scheme and which will include or be accompanied by, among other things, notice of meeting, an explanatory statement, the details of the Scheme in substantially the same form as announced to ASX Limited ACN 008 624 691 on 10 September 2021, with any such amendments, variations, or supplements as are approved by the National Court of Papua New Guinea.

Dated this 25<sup>th</sup> October 2021



Signed by Brittany Jeffs  
as a delegate of the Australian Securities and Investments Commission

21-0886

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 21-0886.

**Commencement**

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

**Exemption**

4. Santos and Oil Search do not have to comply with the requirement in subsection 911A(1) of the Act to hold an Australian financial services licence for the provision of financial product advice in the Scheme documents.
5. Santos does not have to comply with Division 5A of Part 7.9 of the Act in relation to an unsolicited offer to purchase securities in Oil Search under the Scheme.

**Where this instrument applies**

6. The exemption in paragraph 4 applies where Santos or Oil Search provides or gives financial product advice to persons who hold shares in Oil Search that is:
  - (a) general advice;
  - (b) provided in connection with the Scheme; and
  - (c) contained in the Scheme documents.
7. The exemption in paragraph 5 applies to any unsolicited offer or invitation made by Santos to acquire shares in Oil Search where:
  - (a) the offer or invitation is made under the Scheme on the terms described in the Scheme documents, with any such amendments, variations or supplements as are approved by the National Court of Papua New Guinea; and

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- (b) Santos 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 Papua New Guinea.

**Interpretation**

8. In this instrument:

*Act* means the *Corporations Act 2001*.

*financial product advice* has the meaning given by subsection 766B(1) of the Act.

*general advice* has the meaning given by subsection 766B(4) of the Act.

*Oil Search* means Oil Search Limited ARBN 055 079 868, a company incorporated under the *Companies Act 1997* of Papua New Guinea.

*Santos* means Santos Limited ACN 007 550 923.

*Scheme* means the proposed scheme of arrangement under Part XVI of the *Companies Act 1997* of Papua New Guinea between Oil Search and its shareholders pursuant to which Santos will acquire securities from existing holders of securities in Oil Search.

*Scheme documents* means all documents that will be despatched to the holders of securities in Oil Search in connection with the Scheme, containing (amongst other things) an explanatory statement and notice of meeting, and where the documents have been prepared because they are required by or under the relevant laws of Papua New Guinea.

*unsolicited offer* means:

- (a) an offer to which Division 5A of Part 7.9 of the Act applies because of section 1019D of the Act; and  
(b) an invitation covered by section 1019F of the Act.

Dated this 25th October 2021



Signed by Brittany Jeffs  
as a delegate of the Australian Securities and Investments Commission

21-0887

**Australian Securities and Investments Commission  
Corporations Act 2001 – Subsections 601QA(1), 741(1), 926A(2),  
992B(1) and 1020F(1) – Exemptions**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsections 601QA(1), 741(1), 926A(2), 992B(1) and 1020F(1) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 21-0887.

**Commencement**

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

**Nature of this instrument**

4. This instrument is an individual relief instrument, as referred to paragraphs 28A to 28D of ASIC Class Order [CO 14/1000].

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

5. The Company or a related body corporate that makes an offer under an employee incentive scheme covered by this instrument does not have to comply with Part 6D.2, 6D.3 or Part 7.9 of the Act in relation to the offer.

*Subsequent sale offers*

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



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

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

8. The Company or a related body corporate that makes an offer under an employee incentive scheme covered by this instrument and, in relation to the offer, provides a financial service consisting of general advice in connection with the offer, does not have to comply with subsection 911A(1) of the Act in relation to the advice.

*Dealing*

9. The Company or a related body corporate that provides any of the following financial services in relation to an offer in connection with an employee incentive scheme covered by this instrument does not have to comply with subsection 911A(1) of the Act in relation to the financial service:
- (a) issuing the eligible product;
  - (b) dealing in the eligible product where any acquisition by purchase or disposal of the eligible product by the Company or a related body corporate occurs either:
    - (i) through a financial services licensee; or
    - (ii) outside this jurisdiction and through a person which is licensed or otherwise authorised to deal in financial products of that kind in the relevant place;
  - (c) dealing in an interest in a managed investment scheme covered by paragraph 13 of this instrument or paragraph 28C of ASIC Class Order [CO 14/1000].

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*Custodial or depository services*

10. The Company or a related body corporate that provides any of the following financial services in connection with an employee incentive scheme covered by this instrument does not have to comply with subsection 911A(1) of the Act in relation to the financial service:
  - (a) a custodial or depository service in relation to the eligible product where the body performs their duties in good faith and has sufficient resources to perform those duties;
  - (b) dealing in the eligible product in the course of providing a custodial or depository service covered by paragraph (a).

*Hawking*

11. The Company or a related body corporate that makes an offer of an eligible product to an eligible participant in the course of, or because of, an unsolicited meeting or telephone call held or made in connection with an employee incentive scheme covered by this instrument does not have to comply with section 736, 992A or 992AA of the Act.

*Advertising*

12. The Company or a related body corporate that advertises, or publishes a statement that is reasonably likely to induce eligible participants to acquire, an eligible product under an employee incentive scheme covered by this instrument does not have to comply with section 1018A of the Act in relation to the advertisement or publication.

*Incidental managed investment scheme*

13. The Company or a related body corporate that operates a managed investment scheme only by reason of operating a contribution plan in connection with an employee incentive scheme covered by this instrument does not have to comply with section 601ED of the Act in relation to the operation of that managed investment scheme.

**Conditions***Notice of reliance*

14. The Company or a related body corporate making an offer in connection with a particular employee incentive scheme must give ASIC a notice of reliance.

Note: A notice of reliance can cover a particular employee incentive scheme that is intended to

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operate for many years. A new notice of reliance will be required to be given to ASIC if the Company or a related body corporate establishes a new employee incentive scheme.

15. The Company or a related body corporate may give ASIC the notice of reliance at any time before the body first relies on this instrument in relation to the particular employee incentive scheme but, in any event, must give ASIC the notice of reliance no later than 1 month after the day the body first relies on this instrument in relation to the particular employee incentive scheme.

*Disclosure*

16. The Company or a related body corporate that makes an offer under an employee incentive scheme must ensure that the offer is made in, or is accompanied by, an offer document.

*Offers must be conditional on quotation*

- 16A. The Company or a related body corporate that makes an offer under an employee incentive scheme in reliance on this instrument must ensure that any offers to eligible participants are:
  - (a) made on or after the day the Prospectus has been lodged with the SEC and while the offers of securities that have been made under the Prospectus are still open for acceptance; and
  - (b) conditional on the quotation of the Company's shares on the eligible financial market.

*Offers of overlying eligible products*

17. If the Company, a related body corporate or a trustee makes an offer of an overlying eligible product under an employee incentive scheme, the Company or the related body corporate must ensure that, if the overlying eligible product is not able to be traded on an eligible financial market, the offer is for no more than nominal monetary consideration.

Note: This paragraph 17 does not prohibit an offer for more than nominal monetary consideration of an underlying eligible product held or to be held by a trustee under a trust in relation to which the eligible participant acquires or will acquire a unit in the underlying eligible product because it is or will be held by the trustee under the trust.

*5% issue limit*

18. The Company or a related body corporate that makes an offer covered by this instrument must, at the time of making the offer, have reasonable grounds to believe that the number of underlying eligible products in a class of underlying eligible products that form part of the issued capital of the Company that have been or may

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be issued in any of the circumstances covered by the following paragraphs will not exceed 5% of the total number of underlying eligible products in that class on issue:

- (a) underlying eligible products that may be issued under the offer;
- (b) underlying eligible products issued or that may be issued as a result of offers made at any time during the previous 3 year period under:
  - (i) an employee incentive scheme or like scheme of the Company or a related body corporate, where offers were covered by this instrument or an individual instrument made by ASIC in terms similar to this instrument; or
  - (ii) an employee incentive scheme or employee share scheme of the Company or a related body corporate, where the offers were covered by ASIC Class Order [CO 14/1000] or an individual instrument made by ASIC in terms similar to that class order.

*Trusts*

19. The Company or a related body corporate that makes an offer of an underlying eligible product under an employee incentive scheme in relation to which a trustee holds or will hold the underlying eligible products must ensure:
- (a) the activities of the trustee of the trust in that capacity are limited to employee incentive schemes of the Company or the related body corporate (whether or not the other employee incentive schemes are covered by this instrument);
  - (b) the trustee maintains written records on the administration of the trust including, in the case of underlying eligible products being held for a specified eligible participant on an allocated basis, written records that identify the underlying eligible products held on an allocated basis for the specified eligible participant;  

Note: The written records in relation to underlying eligible products held on an allocated basis may take the form of a sub-register administered by or on behalf of the trustee.
  - (c) the trustee does not levy any fees or charges for administering the trust that are payable directly by any eligible participant or out of the assets of the trust, other than reasonable disbursements including brokerage and tax levied or incurred in connection with the trust;
  - (d) if the trustee is the Company or an associate of the Company —the trustee does not, at its own discretion, exercise any voting rights attaching to any of the underlying eligible products that it holds on trust; and

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- (e) the trustee, either alone or together with one or more other trustees, does not hold more than 5% of the voting shares or voting interests in the Company calculated by reference to all employee incentive schemes or like schemes of the Company or a related body corporate in relation to which offers were covered by this instrument, ASIC Class Order [CO 14/1000] or an individual instrument made, on or after the commencement of this instrument, by ASIC in terms similar to this instrument.

*Contribution plans*

- 20. The Company or a related body corporate that makes an offer under an employee incentive scheme that involves a contribution plan:
  - (a) must not allow an eligible participant to participate in the contribution plan unless the eligible participant has agreed in writing to the terms of the contribution plan;
  - (b) must not allow an eligible participant to participate in the contribution plan to acquire an overlying eligible product that is not able to be traded on an eligible financial market;

Note: This subparagraph (b) does not prohibit an eligible participant from participating in a contribution plan to acquire an underlying eligible product held or to be held by a trustee under a trust in relation to which the eligible participant acquires or will acquire a unit in the underlying eligible product because it is or will be held by the trustee under the trust.

- (c) must ensure that any contributions (other than contributions in the form of future gross (before-tax) salary or wages or from a loan from the Company or a related body corporate to an eligible participant) under the terms of the contribution plan which are to be used but have not yet been used to acquire underlying eligible products are held by or on behalf of the Company or a related body corporate on trust for eligible participants, in an account with an Australian ADI that is used solely in connection with employee incentive schemes of the Company or a related body corporate (whether or not the other employee incentive schemes are covered by this instrument), whether the account is maintained in this jurisdiction or elsewhere;
- (d) must ensure that if underlying eligible products have been acquired by the trustee for a specified eligible participant on an allocated basis using contributions made by the eligible participant under a contribution plan, the eligible participant has the right to:
  - (i) exercise, or to direct the trustee of the underlying eligible products to exercise on their behalf, any voting rights attaching to the underlying eligible products; and

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- (ii) receive income deriving from the underlying eligible products, including dividends and distributions;

Note: The right to receive dividends or distributions may be subject to terms that the dividends or distributions are to be applied to repay a loan from the Company or a related body corporate to the eligible participant in connection with the employee incentive scheme.

- (e) unless the eligible participant (or a person covered by one of the subparagraphs in subparagraph 23(3)) has already acquired the eligible products under the employee incentive scheme— must ensure that an eligible participant may, by giving a notice to the Company or a related body corporate, discontinue their participation in the contribution plan, the discontinuance to take effect no more than 45 days after the giving of the notice; and
- (f) must ensure that if an eligible participant has discontinued their participation in the contribution plan, any contributions (other than contributions in the form of future gross (before-tax) salary or wages or from a loan from the Company or a related body corporate to an eligible participant) under the terms of the contribution plan that have not been used to acquire underlying eligible products, are repaid to or as directed by the participant as soon as practicable after the participant has discontinued their participation in the contribution plan (such repayment including any accumulated interest (if any), less any tax).

#### *Loans*

- 21. The Company or a related body corporate making an offer of an eligible product under an employee incentive scheme that involves a loan from the Company or a related body corporate to an eligible participant to acquire the product:
  - (a) must ensure that the loan is not provided to acquire options or incentive rights; and
  - (b) must ensure that under the terms of the loan:
    - (i) no fees or interest is payable; and
    - (ii) either:
      - (A) the lender has no recourse against the participant in relation to the repayment of the loan; or
      - (B) the recourse of the lender against the participant in relation to the

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repayment of the loan is limited to forfeiture of the eligible products issued or transferred to, or held on behalf of, the participant in connection with the scheme.

#### ASIC power to request documents

22. The Company or a related body corporate must, if requested by ASIC and in accordance with the request, make available to ASIC the offer document and all other accompanying information or documents given to eligible participants in connection with the offer made in reliance on this instrument.

#### Interpretation

23. In this instrument:

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

*associate* has the meaning given by Division 2 of Part 1.2 of the Act (except sections 12 and 16);

*ASX* means the financial market operated by ASX Limited ACN 008 624 691;

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

*Company* means Informatica, Inc., a company incorporated under the laws of the State of Delaware, United States of America;

*contractor*, in relation to the Company or a related body corporate, means:

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

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

*contribution*, in relation to a contribution plan, does not include:

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- (a) nominal monetary consideration; or
- (b) a monetary contribution as consideration for an issue, transfer or grant of an eligible product to the eligible participant without undue delay (including a monetary contribution made to exercise an eligible product or cause an eligible product to vest);

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

- (a) gross (before-tax) wages or salary;
- (b) net (after-tax) wages or salary;
- (c) other monies;

*eligible financial market* means a financial market specified in column 1 of Table A and, unless a contrary intention appears, is limited to the main board of that market;

*eligible participant*, in relation to the Company or a related body corporate, means a person specified in column 3 of Table A;

*eligible product*, in relation to the Company, means a financial product specified in column 2 of Table A;

*employee incentive scheme* means an arrangement under which eligible products of the Company are offered to eligible participants;

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

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

*incentive right* means a conditional right:

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



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underlying eligible product to which the right relates;

- (iii) the amount or value of dividends or distributions paid or payable in relation to the underlying eligible product to which the right relates; or
  - (iv) a change in the amount or value over a given period of time of dividends or distributions paid or payable in relation to the underlying eligible product to which the right relates; or
- (c) to acquire or to be paid a combination of underlying eligible products and a cash amount as determined in accordance with paragraph (b);

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

***notice of reliance***, in relation to a particular employee incentive scheme, means a written notice in a form approved in writing by ASIC for the purposes of ASIC Class Order [CO 14/1000];

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

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

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

***offer document***, in relation to an offer of eligible products under an employee incentive scheme, means a document which includes, or is accompanied by, the following information, statements and explanations worded and presented in a clear, concise and effective manner:

- (a) prominent statements to the effect that:
  - (i) any advice given by the Company in relation to eligible products

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offered under the employee incentive scheme does not take into account an eligible participant's objectives, financial situation and needs;

- (ii) eligible participants should consider obtaining their own financial product advice from a person who is licensed by ASIC to give such advice;
  - (iii) the Company will provide a hard copy of the Prospectus to eligible participants on request (and how eligible participants can access an electronic version of the Prospectus);
  - (iv) the offer is conditional on quotation of the Company's shares on the eligible financial market; and
  - (v) the Company and the employee incentive scheme are regulated by the laws of the United States of America, and those laws differ from Australian laws;
- (b) either:
- (i) a copy of the terms of the employee incentive scheme; or
  - (ii) a summary of the terms of the scheme together with a statement that, on request and at no charge and within a reasonable time, the Company will provide an eligible participant with a copy of the terms of the scheme;
- (c) general information about the risks of acquiring and holding an eligible product being offered under the employee incentive scheme;
- (d) if a trustee will hold underlying eligible products for specified eligible participants on an allocated basis in connection with the employee incentive scheme and those eligible participants will have the right to:
- (i) exercise, or direct the trustee to exercise on their behalf, any rights (including voting rights) attaching to the underlying eligible products; or
  - (ii) receive income deriving from the underlying eligible products, including dividends or distributions,

then either — a copy of the trust deed or a summary of the terms of the trust deed together with a statement that, on request and at no charge and within a reasonable time, the Company will provide an eligible

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participant with a copy of the trust deed;

- (e) if the employee incentive scheme involves a contribution plan—either:
  - (i) a copy of the contribution plan; or
  - (ii) a summary of the terms of the contribution plan together with a statement that, on request and at no charge and within a reasonable time, the Company will provide an eligible participant with a copy of the terms of the contribution plan;
- (f) if the employee incentive scheme involves a loan from the Company or a related body corporate to an eligible participant to acquire the product—a copy of the terms of the loan;
- (g) the acquisition price of the eligible products in Australian dollars or, where the acquisition price is to be worked out in the future under a formula, an explanation of how an eligible participant could calculate the acquisition price of the eligible products in Australian dollars were that formula applied at the date of the offer;
- (h) an explanation of how an eligible participant could, from time to time, ascertain the market price of the underlying eligible products in Australian dollars;

*overlying eligible product* means an eligible product specified in any of paragraphs (g) to (i) in column 2 of Table A;

*prospective participant*, in relation to an offer of an eligible product under an employee incentive scheme, means a person to whom the offer is made but who can only accept the offer if an arrangement has been entered into that will result in the person becoming covered by one of paragraphs (a) to (d) of column 3 of Table A;

*Prospectus* means the disclosure documents lodged by the Company under Rule 424(b) of the U.S. Securities Act of 1933, as amended for an initial public offer and listing on the New York Stock Exchange;

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

*SEC* means the United States Securities and Exchange Commission;

*stapled security* means two or more eligible products which, under the terms on which each is traded, must be transferred together;

*trustee* means a body that holds or will hold underlying eligible products on

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trust for the following persons in connection with an employee incentive scheme:

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

***underlying eligible product*** means an eligible product specified in any of paragraphs (a) to (f) in column 2 of Table A;

- (2) if the Company is a registered scheme:
  - (i) the conferral of relief on the Company is taken to be the conferral of relief on the responsible entity of the scheme;
  - (ii) a requirement imposed on the Company is taken to be a requirement imposed on the responsible entity of the scheme;
  - (iii) a reference to occupying a position or role with the Company is taken to be a reference to occupying a position or role with the responsible entity of the scheme;
- (3) an offer of eligible products to an eligible participant under an employee incentive scheme on terms that the eligible participant may renounce the offer in favour of a person covered by one of the following sub-subparagraphs is to be treated as an offer of eligible products to the eligible participant:
  - (i) an immediate family member of the eligible participant;
  - (ii) a company whose members comprise no persons other than the eligible participant or immediate family members of the participant;
  - (iii) a corporate trustee of a self-managed superannuation fund (within the meaning of the *Superannuation Industry (Supervision) Act 1993*) where the eligible participant is a director of the trustee;
- (4) an employee incentive scheme, employee share scheme, or like scheme, is ***covered by*** an instrument to the extent that offers are made, or other conduct is carried out, in reliance on the instrument;
- (5) unless specified to the contrary, a document or other writing to be given in connection with this instrument may be given by electronic means (including, in the case of a document or other writing to be given by the Company or a related body corporate in reliance on this instrument, by way of making it available on a website and notifying the intended recipient that it is available on the website).

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Dated this 26<sup>th</sup> day of October 2021



Signed by Genevieve Lai  
as a delegate of the Australian Securities and Investments Commission

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Table A

| Column 1<br>Eligible financial market   | Column 2<br>Eligible product   | Column 3<br>Eligible participant  |
|---|--|---|
| <p>(a) ASX (also known as the Australian Securities Exchange);</p> <p>(b) an approved foreign market (see section 9 of the Act).</p> <p>Note: the definition of approved foreign market is notionally inserted by ASIC Corporations (Definition of Approved Foreign Market) Instrument 2017/669</p> | <p>(a) a fully paid share of the Company that is in a class of shares able to be traded on an eligible financial market;</p> <p>(b) a beneficial interest in a fully paid share of the Company where the interest is in a class of interests that is able to be traded on an eligible financial market;</p> <p>(c) a fully paid share of the Company in relation to which both of the following apply:</p> <p>(i) a beneficial interest in a share of that class are in a class of interests that is able to be traded on an eligible financial market;</p> <p>(ii) the share is convertible into the beneficial interest without charge or for a nominal fee;</p> <p>(d) a beneficial interest in a fully paid share of the Company in relation to which both of the following apply:</p> <p>(i) the fully paid share is in a class of shares that is able to be traded on an eligible financial market;</p> <p>(ii) the beneficial interest is convertible into the share without charge or for a nominal fee;</p> <p>(e) a fully paid stapled security of the Company that is in a class of stapled securities that is able to be traded on ASX;</p> <p>(f) where the Company is a registered</p> | <p>(a) a full-time or part-time employee (including an executive director);</p> <p>(b) a non-executive director;</p> <p>(c) a contractor;</p> <p>(d) a casual employee;</p> <p>(e) a prospective participant.</p> |

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| Column 1<br><b>Eligible financial market</b> | Column 2<br><b>Eligible product</b>  | Column 3<br><b>Eligible participant</b> |
|--|--|---|
|  | <p>scheme—an interest in the Company that is in a class of interests that is able to be traded on ASX;</p> <p>(g) a unit in a financial product mentioned in paragraphs (a) to (f);</p> <p>(h) an option to acquire, by way of issue or transfer, a financial product mentioned in paragraphs (a) to (f);</p> <p>(i) an incentive right granted in relation to a financial product mentioned in paragraphs (a) to (f).</p> |   |

21-0888

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 21-0888.

**Commencement**

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

**Exemption**

4. Agnico Eagle Mines Limited, a corporation existing under the *Business Corporations Act* (Ontario), (*Agnico*) does not have to comply with Part 6D.2 or 6D.3 of the Act for an offer of Agnico Securities to holders of Target Securities.

**Declaration**

5. Chapter 6D of the Act applies to holders of Agnico Securities as if section 707 of the Act were modified or varied by omitting subsection 707(3) and (4), and substituting 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:
  - (i) selling or transferring them; or
  - (ii) granting, issuing or transferring interests in, or options or warrants over, them;

and section 708 or 708A does not say otherwise”.

**Where this instrument applies**

6. This instrument applies:
  - (a) in connection with the Plan of Arrangement on the terms and conditions set out in the Information Circular;



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- (b) where the Information Circular is prepared for a special meeting of the Target (amongst other purposes) and provided to shareholders of the Target with an Australian address;
- (c) where the Information Circular is provided to ASX for release to the market prior to any on-sale of Agnico Securities issued under the Plan of Arrangement;
- (d) where the Plan of Arrangement complies with all statutory requirements under the *Business Corporations Act* (Ontario).

### Interpretation

7. In this instrument:

- a) **Agnico Securities** means fully paid common shares in Agnico or options to acquire common shares in Agnico.
- b) **ASX** means ASX Limited ACN 008 624 691 or the stock exchange operated by ASX Limited.
- c) **Information Circular** means an information circular to be dated on or about 29 October 2021 or such other date as may be determined by the Boards of Agnico and the Target and filed with the securities commission in the province of Ontario and with TSX and NYSE, with any such amendments, variations, or supplements as are approved by the Ontario Superior Court of Justice (Commercial List) or another applicable court.
- d) **NYSE** means the New York Stock Exchange
- e) **Plan of Arrangement** means a plan of arrangement between Agnico or a related body corporate and the Target pursuant to section 182 of the *Business Corporations Act* (Ontario).
- f) **Target** means Kirkland Lake Gold Ltd., a company incorporated under the *Business Corporations Act* (Ontario), and listed on the TSX, NYSE, and ASX.
- g) **Target Securities** means common shares in the Target or options (including restricted share units, performance share units and deferred share units) to acquire common shares in the Target.
- h) **TSX** means the Toronto Stock Exchange.

Dated this 27<sup>th</sup> day of October 2021



Signed by Mitchell Coles  
as a delegate of the Australian Securities and Investments Commission

21-0889

**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* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 21-0889.

**Commencement**

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

**Declarations**

4. Chapter 6 of the Act applies to Bieson Pty Limited ACN 110 465 168 acting in its capacity as trustee for the CH LEP Investment Trust (the *Consortium Acquirer*) 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 their associates (unless the associate is a custodian, nominee, trustee, responsible entity or other fiduciary which has received 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 the Consortium Acquirer of all of the ALE Trust Units under the Trust Scheme (*Acquisition*) where:
  - (a) ALE Trust Unitholders are given a copy of the Scheme Booklet; and
  - (b) the Acquisition is approved for the purposes of item 7 of section 611 of the Act by resolutions passed at a meeting of ALE Trust Unitholders to be held on or about 2 December 2021.

**Interpretation**

6. In this instrument:

*ALE Trust* means the Australian Leisure and Entertainment Property Trust ARSN 106 063 049.

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*ALE Trust Unit* means a unit on issue in ALE Trust.

*ALE Trust Unitholder* means the holder of an ALE Trust Unit.

*Scheme Booklet* means the explanatory statement and notices of meeting, issued by Australian Leisure and Entertainment Property Management Limited ACN 110 465 168 (the *Company*) in its own capacity and as responsible entity for the ALE Trust, dated on or about 28 October 2021 that is:

- (a) prepared in accordance with item 7 of section 611 of the Act;
- (b) sent to ALE Trust Unitholders in relation to the Trust Scheme;
- (c) sent to members of the Company in relation to the scheme of arrangement under Part 5.1 of the Act between the Company and its members, under which Charter Hall Holdings Pty Limited ACN 051 363 547, a nominee of the Consortium Acquirer, proposes to acquire all of the shares in the Company, and
- (d) substantially in the same form as that provided to ASIC on 27 October 2021.

*Trust Scheme* means the arrangement described in the Scheme Booklet under which the Consortium Acquirer proposes to acquire all of the ALE Trust Units where the acquisition is approved by resolutions passed at a meeting of ALE Trust Unitholders

- (a) to approve amendments to the constitution of ALE Trust under section 601GC of the Act, and
- (b) under item 7 of section 611 of the Act

Dated this 27<sup>th</sup> day of October 2021



Signed by Baldev Dillon  
as a delegate of the Australian Securities and Investments Commission

21-0890

**Australian Securities and Investments Commission  
Corporations Act 2001 – Subsection 601QA(1) – Exemption**

**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 21-0890.

**Commencement**

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

**Exemption**

4. Australian Leisure and Entertainment Property Management Limited (ACN 110 465 168) (*Company*) in its capacity as responsible entity for the Australian Leisure and Entertainment Property Trust (ARSN 106 063 049) (*ALE Trust*) 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 instrument applies**

5. The Trust Scheme is implemented on terms that allow the Company in its capacity as responsible entity of the ALE Trust to determine that an Ineligible Foreign Securityholder will, instead of being offered or issued CLW Securities, receive a cash payment in accordance with the terms of the Sale Facility as described in the Scheme Booklet.
6. The Company reasonably concludes and documents its conclusions in writing that:
  - (a) it would be unlawful (under the laws of the relevant foreign jurisdiction) for Ineligible Foreign Securityholders to be offered or issued interests in CLW Securities; or
  - (b) it would be unduly onerous on CLW for Ineligible Foreign Securityholders to be offered or issued interests in CLW Securities, having regard to:
    - (i) the number of members of the ALE Trust in that jurisdiction;
    - (ii) the number and value of ALE Trust Units held by Ineligible Foreign Securityholders in that jurisdiction; and
    - (iii) the cost of and process for seeking advice as to the requirements for doing so in relation to those jurisdictions and/or the cost of complying

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with legal requirements and the requirements of any relevant regulatory authority applicable to Ineligible Foreign Securityholders participating in the Trust Scheme in that jurisdiction; and

- (c) having regard to the rights and interests of all members of the ALE Trust, it would be in the best interests of all members of the ALE Trust for Ineligible Foreign Securityholders to be treated in the manner as set out in paragraph 5.

### Interpretation

7. In this instrument:

*ALE Trust Unit* means a unit on issue in ALE Trust.

*CLW Security* means a security comprising one unit in each of LWR Finance Trust (ARSN 614 713 138) and Charter Hall Direct Industrial Fund (ARSN 144 613 641), stapled together such that they cannot be dealt with separately.

*Company Scheme* means the scheme of arrangement under Part 5.1 of the Act between the Company and its members, under which Charter Hall Holdings Pty Limited (ACN 051 363 547), a nominee of the Consortium Acquirer, proposes to acquire all of the shares in the Company.

*Consortium Acquirer* means Bieson Pty Limited (ACN 110 465 168) acting in its capacity as trustee for the CHLEP Investment Trust.

*Ineligible Foreign Securityholders* means a person who as at the Record Date holds an interest in the ALE Trust whose address, as shown in the ALE Trust register, is in a place outside of Australia and Australia's external territories, unless the Company is satisfied, acting reasonably, that the laws of that place permit the allotment and issue of CLW Securities to that ALE Trust member pursuant to the Trust Scheme, either unconditionally or after compliance with conditions that the Company in its sole discretion regards as acceptable and not unduly onerous or impracticable.

*Record Date* means 13 December 2021 or such other time as agreed between the Consortium Acquirer and the Company or as may be required by ASX Limited (ABN 98 008 624 691).

*Sale Facility* means the facility established for the sale of CLW Securities on behalf of Ineligible Foreign Securityholders as described in the Scheme Booklet.

*Scheme Booklet* means the explanatory statement and notices of meeting, issued by the Company in its capacity as responsible entity of the ALE Trust, dated on or about 28 October 2021 that is:

- (a) prepared in accordance with item 7 of section 611 of the Act;
- (b) sent to members of the ALE Trust in relation to the Trust Scheme;

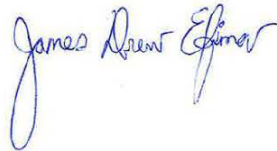
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(c) sent to members of the Company in relation to the Company Scheme.

*Trust Scheme* means the arrangement described in the Scheme Booklet under which the Consortium Acquirer proposes to acquire all of the interests in ALE Trust where the acquisition is approved by resolutions passed at a meeting of the members of ALE Trust:

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

Dated this 27 day of October 2021



Signed by James Drew Efimov  
as a delegate of the Australian Securities and Investments Commission

21-0891

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 926A(2)(a) – Exemption**

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 21-0891.

**Commencement**

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

**Exemption**

4. Charter Hall WALE Limited (ACN 610 772 202) (*CHWALE*) as responsible entity for LWR Finance Trust (ARSN614 713 138) and Charter Hall Direct Industrial Fund (ARSN 144 613 641), and Bieson Pty Limited (ACN 110 465 168) acting in its capacity as trustee for the CH LEP Investment Trust (*Consortium Acquirer*), are exempt from the requirement to hold an Australian financial services licence covering the provision of certain financial services.

**Where this instrument applies**

5. The exemption in paragraph 4 applies where CHWALE or Consortium Acquirer provide or give financial product advice to a holder of an ALE Stapled Security that is:
  - (a) General Advice;
  - (b) provided in connection with the Trust Scheme; and
  - (c) contained in the Scheme Booklet.

**Interpretation**

6. In this instrument:

*ALE Stapled Security* means a share in the Company and a unit in ALE Trust, which, under the terms on which each is to be traded, must be transferred together.

*ALE Trust* means the Australian Leisure and Entertainment Property Trust (ARSN 106 063 049).



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*Company* means Australian Leisure and Entertainment Property Management Limited (ACN 105 275 278).

*Company Scheme* means the scheme of arrangement under Part 5.1 of the Act between the Company and its members, under which Charter Hall Holdings Pty Limited (ACN 051 363 547), a nominee of the Consortium Acquirer, proposes to acquire all of the shares in the Company.

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

*Scheme Booklet* means the explanatory statement and notices of meeting, issued by the Company in its capacity as the responsible entity of the ALE Trust, dated on or about 28 October 2021 that is:

- (a) prepared in accordance with item 7 of section 611 of the Act;
- (b) sent to members of the ALE Trust in relation to the Trust Scheme; and
- (c) sent to members of the Company in relation to the Company Scheme.

*Trust Scheme* means the arrangement described in the Scheme Booklet under which the Consortium Acquirer proposes to acquire all of the interests in ALE Trust where the acquisition is approved by resolutions passed at a meeting of the members of ALE Trust:

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

Dated this 27<sup>th</sup> day of October 2021



Signed by James Drew Efimov  
as a delegate of the Australian Securities and Investments Commission



21-0892

**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 21-0892.

**Commencement**

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

**Exemptions**

4. Charter Hall WALE Limited (ACN 610 772 202) (*CHWALE*) as responsible entity for LWR Finance Trust (ARSN614 713 138) and Charter Hall Direct Industrial Fund (ARSN 144 613 641), and Bieson Pty Limited (ACN 110 465 168) acting in its capacity as trustee for the CH LEP Investment Trust (*Consortium Acquirer*), do not have to comply with section 1012B of the Act.
5. Any person who holds interests in CLW Securities that were issued in connection with the Trust Scheme and the Sale Facility does not have to comply with subsections 1012C(3) and (4) of the Act to the extent those subsections require a Product Disclosure Statement to be given because the offer would take place in the circumstances covered by subsection 1012C(6) of the Act.
6. Consortium Acquirer does not have to comply with Division 5A of Part 7.9 of the Act.

**Where this instrument applies**

7. The exemption in paragraph 4 applies where:
  - (a) CHWALE issues interests in CLW Securities; and
  - (b) Consortium Acquirer offers to arrange for the issue of interests in CLW Securities,  
  
to ALE Trust members as consideration for the transfer of interests in the ALE Trust in connection with the Trust Scheme.
8. The exemption in paragraph 5 applies in relation to any offer to sell interests in CLW Securities that were issued in connection with the Trust Scheme or the Sale Facility where that offer is made within 12 months after the issue of the interests.

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9. The exemption in paragraph 6 applies to any unsolicited offer or invitation made to ALE Trust members as consideration for the transfer of ALE Trust Units to Consortium Acquirer under the Trust Scheme as described in the Scheme Booklet.

#### **Interpretation**

10. In this instrument:

*ALE Trust* means the Australian Leisure and Entertainment Property Trust (ARSN 106 063 049).

*ALE Trust Unit* means a unit on issue in ALE Trust.

*CLW Security* means a security comprising one unit in each of LWR Finance Trust (ARSN 614 713 138) and Charter Hall Direct Industrial Fund (ARSN 144 613 641), stapled together such that they cannot be dealt with separately.

*Company* means Australian Leisure and Entertainment Property Management Limited (ACN 110 465 168).

*Company Scheme* means scheme of arrangement under Part 5.1 of the Act between the Company and its members, under which Charter Hall Holdings Pty Limited (ACN 051 363 547), a nominee of the Consortium Acquirer, proposes to acquire all of the shares in the Company.

*Ineligible Foreign Securityholder* means a person who as at the Record Date holds an interest in the ALE Trust whose address, as shown in the ALE Trust register, is in a place outside of Australia and Australia's external territories, unless the Company is satisfied, acting reasonably, that the laws of that place permit the allotment and issue of CLW Securities to that ALE Trust member pursuant to the Trust Scheme, either unconditionally or after compliance with conditions that the Company in its sole discretion regards as acceptable and not unduly onerous or impracticable.

*Record Date* means 13 December 2021 or such other time as agreed between the Consortium Acquirer and the Company or as may be required by ASX Limited (ABN 98 008 624 691).

*Sale Facility* means the facility established for the sale of interests in CLW Securities on behalf of Ineligible Foreign Securityholders as described in the Scheme Booklet.

*Scheme Booklet* means the explanatory statement and notices of meeting, issued by the Company in its own capacity and as responsible entity for the ALE Trust, dated on or about 28 October 2021 that is:

- (a) prepared in accordance with item 7 of section 611 of the Act;


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- (b) sent to members of the ALE Trust in relation to the Trust Scheme;
- (c) sent to members of the Company in relation to the Company Scheme.

*Trust Scheme* means the arrangement described in the Scheme Booklet under which the Consortium Acquirer proposes to acquire all of the interests in ALE Trust where the acquisition is approved by resolutions passed at a meeting of the members of ALE Trust:

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

Dated this 27<sup>th</sup> day of October 2021



Signed by James Drew Efimov  
as a delegate of the Australian Securities and Investments Commission

21-0893

**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 21-0893.

**Commencement**

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

**Exemptions**

4. Australian Leisure and Entertainment Property Management Limited (ACN 110 465 168) in its own capacity and as responsible entity for the Australian Leisure and Entertainment Property Trust (ARSN 106 063 049) (*Company*), Bieson Pty Limited (ACN 110 465 168) acting in its capacity as trustee for the CH LEP Investment Trust (*Consortium Acquirer*), and Charter Hall WALE Limited (ACN 610 772 202) (*CHWALE*) as responsible entity for LWR Finance Trust (ARSN 614 713 138) and Charter Hall Direct Industrial Fund (ARSN 144 613 641) (*CLW*), do not have to comply with Division 2 of Part 7.7 of the Act.

**Where this instrument applies**

5. The exemptions in paragraph 4 applies where the Company, Consortium Acquirer, or CHWALE provides or gives financial product advice to a holder of an ALE Stapled Security that is:
  - (a) General Advice;
  - (b) provided in connection with the Trust Scheme; and
  - (c) contained in the Scheme Booklet.

**Interpretation**

6. In this instrument:

*ALE Stapled Security* means a share in the Company and a unit in ALE Trust, which, under the terms on which each is to be traded, must be transferred together.

*ALE Trust* means the Australian Leisure and Entertainment Property Trust (ARSN 106 063 049).

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*Company Scheme* means the scheme of arrangement under Part 5.1 of the Act between the Company and its members, under which Charter Hall Holdings Pty Limited (ACN 051 363 547), a nominee of the Consortium Acquirer, proposes to acquire all of the shares in the Company.

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

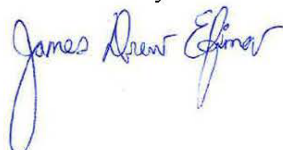
*Scheme Booklet* means the explanatory statement and notices of meeting, issued by the Company, dated on or about 28 October 2021 that is:

- (a) prepared in accordance with item 7 of section 611 of the Act;
- (b) sent to members of the ALE Trust in relation to the Trust Scheme;
- (c) sent to members of the Company in relation to the Company Scheme.

*Trust Scheme* means the arrangement described in the Scheme Booklet under which the Consortium Acquirer proposes to acquire all of the interests in ALE Trust where the acquisition is approved by resolutions passed at a meeting of the members of ALE Trust:

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

Dated this 27<sup>th</sup> day of October 2021



Signed by James Drew Efimov

as a delegate of the Australian Securities and Investments Commission

21-0894

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 741(1)(b) – Declarations**

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 21-0894.

**Commencement**

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

**Declarations**

4. Chapter 6D of the Act applies to Holdco as if the definition of "continuously quoted securities" in section 9 of the Act were omitted and replaced with the following:

*"continuously quoted securities* are securities:

- (a) that are in a class of securities that are quoted ED securities where:
  - (i) securities in the class were first issued following the implementation of a Part 5.1 arrangement between a company (the *subsidiary*) and its members under which the subsidiary became a wholly-owned subsidiary of the issuer (the *issuer*); and
  - (ii) securities in the class were not quoted ED securities at all times in the 3 months before the date of the prospectus or Product Disclosure Statement (as applicable); and
  - (iii) the subsidiary's securities transferred to the issuer pursuant to the Part 5.1 arrangement referred in subparagraph (a)(i) were in a class of securities that were quoted ED securities at all times in the 3 months before implementation of the Part 5.1 arrangement; and
- (b) in relation to which the following subparagraphs are satisfied by both the issuer and the subsidiary:
  - (i) no exemption under section 111AS or 111AT, or modification under section 111AV, covered the issuer or subsidiary, or any person as director or auditor of the issuer or subsidiary; and
  - (ii) no exemption under paragraph 741(1)(a), or declaration under paragraph 741(1)(b), relating to a provision that is a disclosing entity provision for the purposes of Division 4 of Part 1.2A covered the issuer or subsidiary, or any person as director or auditor of the issuer or subsidiary; and

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- (iii) other than a technical relief instrument, no order under section 340 or 341 covered the issuer or subsidiary, or any person as director or auditor of the issuer or subsidiary;

during the following periods:

- (iv) in the case of the issuer - the shorter of the period during which the class of securities were quoted, and the period of 12 months before the date of the prospectus or Product Disclosure Statement (as applicable); or
- (v) in the case of the subsidiary - the period of 12 months before the date of implementation of the Part 5.1 arrangement referred to in subparagraph (a)(i);

and, for these purposes, securities are not in different classes merely because of a temporary difference in the dividend, or distribution rights, attaching to the securities or because different amounts have been paid up on the securities."

- 5. Chapter 6D applies to Holdco and each holder of Holdco Shares (or CHESSE depository interests over such shares) as if subsection 708A(5) of the Act, as modified by ASIC Corporations (Sale Offers By Controllers) Instrument 2016/81, were omitted, and replaced with the following:

"The sale offer does not need disclosure to investors under this Part if:

- (a) the relevant securities are in a class of securities that are quoted securities where:
  - (i) securities in the class were first issued following the implementation of a Part 5.1 arrangement between a company (the *subsidiary*) and its members under which the subsidiary became a wholly-owned subsidiary of the body; and
  - (ii) securities in the class were not quoted securities at all times in the 3 months before the day on which the relevant securities were issued; and
  - (iii) the subsidiary's securities transferred to the body pursuant to the Part 5.1 arrangement referred to in subparagraph (a)(i) were in a class of securities that were quoted securities at all times in the 3 months before implementation of the Part 5.1 arrangement; and
- (b) trading in the class of securities of the body on a prescribed financial market on which they were quoted was not suspended for more than a total of 5 days before the day on which the relevant securities were issued (notionally aggregating any period of suspension of quotation for the subsidiary determined for the purposes of paragraph (c) and disregarding any suspension of quotation in connection with the implementation of the Part 5.1 arrangement referred to in subparagraph (a)(i)); and
- (c) trading in the class of securities of the subsidiary on a prescribed financial market on which they were quoted before implementation of the Part 5.1



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arrangement referred to in subparagraph (a)(i) was not suspended for more than a total of 5 days during the period of 12 months before implementation of the Part 5.1 arrangement (disregarding any suspension of quotation in connection with the implementation of the Part 5.1 arrangement referred to in subparagraph (a)(i)); and

- (d) no exemption under section 111AS or 111AT covered the body or subsidiary, or any person as director or auditor of the body or subsidiary, at any time during the relevant period referred to in subparagraph (b); and
  - (e) other than a technical relief instrument, no order under section 340 or 341 covered the body or subsidiary, or any person as director or auditor of the body or subsidiary, at any time during the relevant period referred to in subparagraph (b); and
  - (f) either:
    - (i) if this section applies because of subsection (1), the body gives the relevant market operator for the body a notice that complies with subsection (6) before the sale offer is made; or
    - (ii) if this section applies because of subsection (1A), both the body, and the controller, give the relevant market operator for the body a notice that complies with subsection (6) before the sale offer is made."
6. Chapter 6D of the Act applies to Holdco and each holder of Holdco Shares (or CHESS depositary interests over such shares) as if subsection 708A(12A) of the Act, as inserted by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84, were omitted, and replaced with the following:

"The sale offer does not need disclosure to investors under this Part if:

- (a) the relevant securities were issued under a rights issue or a related issue; and
- (b) the relevant securities are in a class of quoted securities where:
  - (i) securities in the class were first issued following the implementation of a Part 5.1 arrangement between a company (the *subsidiary*) and its members under which the subsidiary became a wholly-owned subsidiary of the issuer (the *issuer*); and
  - (ii) securities in the class were not quoted securities at all times in the 3 months before the day on which the relevant securities were issued; and
  - (iii) the subsidiary's securities transferred to the issuer pursuant to the Part 5.1 arrangement referred in subparagraph (b)(i) were in a class of securities that were quoted securities at all times in the 3 months before implementation of the Part 5.1 arrangement; and



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- (c) the rights issue or the related issue did not need disclosure to investors under this Part.”

Note: For the meaning of ‘technical relief instrument’ see ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73.

#### Where this instrument applies

7. This instrument applies in relation to:

- (a) any offer of Holdco Shares (or CHESSE depositary interests over such shares) for issue in the 3 months following the quotation of Holdco Shares (or CHESSE depositary interest over such shares) issued as part of the ABR Scheme of Arrangement on the financial market operated by ASX Limited ACN 008 624 691; and
- (b) any offer for sale of any Holdco Shares (or CHESSE depositary interest over such shares) referred to in subparagraph 7(a) within 12 months after their issue;

where:

- (c) the Holdco Shares (or CHESSE depositary interests over such shares) being offered are in the same class of securities issued to the members of ABR pursuant to the ABR Scheme of Arrangement; and
- (d) the Holdco Shares (or CHESSE depositary interests over such shares) issued to the members of ABR pursuant to the ABR Scheme of Arrangement become quoted ED securities in Australia on or about the date of implementation of the ABR Scheme of Arrangement.

#### Interpretation

*CHESSE* means the Clearing House Electronic Subregister System operated by ASX Settlement Pty Limited ACN 008 504 532

*ABR* means American Pacific Borates Limited ACN 615 606 114

*ABR Scheme of Arrangement* means the arrangement under Part 5.1 of the Act between ABR and its members pursuant to which all of the ordinary shares in ABR are to be transferred to Holdco in consideration for the issue of Holdco Shares (or CHESSE depositary interests over such shares) in respect of which an explanatory statement was registered by ASIC on 27 October 2021.

*Holdco* means 5E Advanced Materials Inc., a company incorporated under the laws of Delaware in the United States of America, which will become the parent entity of ABR upon implementation of the ABR Scheme of Arrangement in connection with the proposed re-domiciliation of ABR (and its subsidiaries) from Australia to the United States of America.

*Holdco Share* means a fully paid share of common stock in Holdco.

**21-0894**

Dated this 28<sup>th</sup> day of October 2021

A handwritten signature in black ink, appearing to read 'Genevieve Lai', with a stylized flourish at the end.

Signed by Genevieve Lai  
as a delegate of the Australian Securities and Investments Commission

**21-0896****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 27 October 2021.


**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION****VARIATION OF NOTICE OF SUSPENSION OF  
AUSTRALIAN FINANCIAL SERVICES LICENCE**

**To:** Equititrust Limited ACN 061 383 944  
65-67 Thomas Drive  
Surfers Paradise QLD 4217

Under s915B of the Corporations Act 2001 the Australian Securities and Investments Commission varies the order referred to in ASIC Instrument 12-1682 (as modified by ASIC Instruments 14-1154, 15-1097, 17-1007, 17-1031, 18-1127, 19-1217 and 20-1094) by:

omitting "30 November 2021" in the first paragraph and substituting "30 November 2022".

Dated this 25<sup>th</sup> day of October 2021

Signed:   
Gai Di Bartolomeo  
Delegate of the Australian Securities and  
Investments Commission

21-0897

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 21-0897.

**Commencement**

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

**Exemption**

4. The Proponent and its Controllers do not have to comply with section 606 of the Act.

**Where this instrument applies**

5. This instrument applies where:
  - (a) the Proponent and its Controllers acquire a relevant interest in the Shares as a result of the transfer of the Shares to the Proponent on implementation of the Court Order and pursuant to the DOCA;
  - (b) the Deed Administrators made available to Shareholders at the Website the following documents:
    - (i) the Independent Expert's Report;
    - (ii) the Explanatory Statement;
    - (iii) the Supplementary Report to Creditors; and
    - (iv) the Originating Process; and
  - (c) between 4 June 2021 and 6 June 2021, a notice informing all Shareholders of the Proceedings was served by post or by electronic mail to all Shareholders by the Deed Administrators, with such notice advising Shareholders that the Explanatory Statement and the Independent Expert's Report would be available for download and containing specific instructions as to how and where the Shareholders can access those documents.

**Interpretation**

## 6. In this instrument:

**Controllers** means entities or persons who by operation of section 608 of the Act acquire a relevant interest in the Shares as a result of the Proponent acquiring a relevant interest in such Shares.

**Court Order** means the order of the Supreme Court of Western Australia in the Proceedings made 28 October 2021, permitting the Deed Administrators to transfer the Shares under section 444GA of the Act.

**Deed Administrators** means Robert Michael Kirman and Robert Conry Brauer in their capacity as joint and several deed administrators of Tiger pursuant to the DOCA.

**DOCA** means the deed of company arrangement dated 19 February 2021 between the Deed Administrators, YYT and Tiger.

**Explanatory Statement** means the Explanatory Statement dated 23 June 2021 prepared by the Deed Administrators.

**Independent Expert's Report** means the independent expert's report dated 18 June 2021 prepared by KPMG Financial Advisory Services (Australia) Pty Ltd.

**Nominees** means one or more entities or persons nominated by YYT under the DOCA to be transferred Shares on implementation of the Court Order and pursuant to the DOCA.

**Proceedings** means the application to the Supreme Court of Western Australia in action no. COR 69 of 2021 commenced 23 April 2021.

**Proponent** means YYT and or its Nominees.

**Shares** means all of the issued shares in Tiger.

**Shareholders** means all of the shareholders of Tiger registered in the company's share register as at 23 April 2021.

**Supplementary Report to Creditors** means the Supplementary Report to Creditors dated 9 February 2021 prepared by the Deed Administrators pursuant to section 75-228 of the Insolvency Practice Rules (Corporations) 2016.

**Tiger** means Tiger Resources Limited (ACN 077 110 304) (Subject to Deed of Company Arrangement).

**Website** means <https://www.mcgrathnicol.com/creditors/tiger-resources-limited/>

**YYT** means Yingkou Yangzhou Trade Co Ltd.

Dated this 29<sup>th</sup> day of October 2021

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Signed by Dominic Clarke  
as a delegate of the Australian Securities and Investments Commission

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-ninth day of October 2021

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

| <b>Name of Scheme</b>                             | <b>ARSN</b> |
|---|-------------|
| ATLASTREND SPLURGING BABY BOOMERS FUND            | 607 698 411 |
| CENTURIA HEALTHCARE KEYSTONE PROPERTY FUND NO. 31 | 163 355 637 |
| CENTURIA HEATHLEY KEYSTONE PROPERTY FUND NO. 32   | 166 572 621 |
| ETFS ENHANCED USD CASH ETF                        | 605 617 829 |
| ETFS GLOBAL CORE INFRASTRUCTURE ETF               | 616 755 741 |
| MACQUARIE TIMBER LAND TRUST 2006                  | 117 944 322 |
| MACQUARIE TIMBER LAND TRUST 2007                  | 122 583 439 |
| MACQUARIE TIMBER LAND TRUST 2008                  | 129 130 847 |

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 twenty-ninth day of October 2021

**Name of Company**

**ARBN**

BERKSHIRE GLOBAL ADVISORS LP

146 206 859

KOON HOLDINGS LIMITED

105 734 709



CORPORATIONS ACT 2001  
Section 601CL(5)

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

Dated this twenty-ninth day of October 2021

| <b>Name of Company</b>                      | <b>ARBN</b> |
|---|-------------|
| ALLIANCE DATA FHC, INC.                     | 119 012 752 |
| IMC INFORMATION MULTIMEDIA COMMUNICATION AG | 137 621 080 |
| INVESTEC BANK PLC                           | 629 184 710 |
| LTH (AUST) LIMITED                          | 612 682 247 |
| PT GARUDA MAINTENANCE FACILITY AERO ASIA    | 636 326 933 |
| TAO CLEAN, LLC                              | 626 431 123 |
| THE RHODES GROUP, INC.                      | 603 361 977 |
| WEBLOYALTY INTERNATIONAL SARL               | 603 327 457 |

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.

**ALLIANZ AUSTRALIA GENERAL INSURANCE SERVICES LIMITED**

ACN 005 274 368 will change to a proprietary company limited by shares. The new name will be ALLIANZ AUSTRALIA GENERAL INSURANCE SERVICES PTY LIMITED ACN 005 274 368.

**CHALKOS METALS PTY LTD**

ACN 648 177 897 will change to a public company limited by shares. The new name will be CHALKOS METALS LIMITED ACN 648 177 897.

**NEVERFAIL SPRINGWATER LIMITED**

ACN 003 559 519 will change to a proprietary company limited by shares. The new name will be NEVERFAIL SPRINGWATER PTY LTD ACN 003 559 519.

**RECRUITMENT SERVICES AUSTRALIA LTD.**

ACN 647 006 488 will change to a proprietary company limited by shares. The new name will be RECRUITMENT SERVICES AUSTRALIA PTY LTD ACN 647 006 488.

**SALE PROPRIETARY CO 2 LIMITED**

ACN 004 077 105 will change to a proprietary company limited by shares. The new name will be SALE PROPRIETARY CO 2 PTY LTD ACN 004 077 105.

**SIBELCO AUSTRALIA LIMITED**

ACN 000 971 844 will change to a proprietary company limited by shares. The new name will be SIBELCO AUSTRALIA PTY LTD ACN 000 971 844.

**AUSTRALIA PACIFIC FUNDS MANAGEMENT LIMITED**

ACN 132 463 257 will change to a proprietary company limited by shares. The new name will be AUSTRALIA PACIFIC FUNDS MANAGEMENT PTY LIMITED ACN 132 463 257.

**F CUBED LIMITED** ACN 613 900 548 will change to a proprietary company limited by shares. The new name will be F CUBED PTY LTD ACN 613 900 548.

**ODESSA MINERALS LIMITED**

ACN 646 595 799 will change to a proprietary company limited by shares. The new name will be ODESSA AUSTRALIA PTY LTD ACN 646 595 799.

**SALE PROPRIETARY CO 1 LIMITED**

ACN 059 317 618 will change to a proprietary company limited by shares. The new name will be SALE PROPRIETARY CO 1 PTY LTD ACN 059 317 618.

**SALE PROPRIETARY CO 6 LIMITED**

ACN 004 090 082 will change to a proprietary company limited by shares. The new name will be SALE PROPRIETARY CO 6 PTY LTD ACN 004 090 082.