



**ASIC**

Australian Securities &  
Investments Commission

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# ASIC Gazette

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#### RIGHTS OF REVIEW

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

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13-1456

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 911A(2)(l) – Variation**

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument [13-1456].

**Commencement**

3. This instrument commences on gazettal.

**Variation**

4. ASIC instrument [10-1263] is varied as follows:

(a) in Schedule A, in paragraph (b), omit subparagraph (b)(ii) and substitute:

"(ii) has an Agent at the time the body first purports to rely on this instrument and, from time to time, has not failed to have an Agent for any consecutive period of 10 business days;"

(b) in Schedule C in paragraph 2 omit sub-paragraphs 2(a), 2(aa) and 2(b) and substitute:

"(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 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:

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- (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 Australian financial services 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; and
- (c) if ASIC gives the body a written notice directing the body to lodge with ASIC, within the time specified in the notice, a written statement containing specified information about any financial service provided by the body in this jurisdiction—comply with the notice."

Dated this 26<sup>th</sup> day of November 2013



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



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**ASIC**

Australian Securities &amp; Investments Commission

**Australian Securities and Investments Commission**  
**Corporations Act 2001 – Paragraphs 911A(2)(l), 992B(1)(a), 1020F(1)(a) and**  
**1020F(1)(b) – Exemptions**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 911A(2)(l), 992B(1)(a), 1020F(1)(a) and 1020F(1)(b) of the *Corporations Act 2001 (Act)*.

**Title**

2. This instrument is ASIC Instrument [13-1500].

**Commencement**

3. This instrument commences on gazettal.

**Exemptions**

4. The issuer does not have to comply with Part 7.9 of the Act where the issuer:
  - (a) makes an eligible incentive plan offer;
  - (b) offers to arrange for the issue of financial products under an eligible incentive plan offer; or
  - (c) issues a financial product under an eligible incentive plan offer;on the conditions set out in this instrument and for so long as the conditions are met.
5. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer is also exempt from the requirement to hold an Australian financial services licence for the provision of the following financial services:
  - (a) a financial service consisting of general advice reasonably given in connection with the eligible incentive plan offer (including any general advice given in the offer document) where the issuer ensures that the offer document for the offer includes a statement to the effect that any advice given by the issuer in connection with the offer is general advice only, and that employees should

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- consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice;
- (b) a custodial or depositary service in connection with an eligible incentive plan offer where the issuer performs their duties in good faith and has sufficient resources to perform those duties;
  - (c) dealing in a financial product in the course of providing a custodial or depositary service covered by paragraph (b);
  - (d) issuing a financial product under an eligible incentive plan offer covered by paragraph 4 of this instrument; and
  - (e) dealing in a financial product in connection with an eligible incentive plan offer where any acquisition by purchase or disposal of the product by the issuer occurs either:
    - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
    - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
6. Where the issuer is exempt from Part 7.9 in relation to an eligible incentive plan offer because of the exemption in paragraph 4, the issuer also does not have to comply with section 992A of the Act in relation to an eligible incentive plan offer made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.
7. ASIC exempts a financial product that is the subject of an eligible incentive plan offer from Part 7.9 of the Act where:
- (a) a recommendation is made by a person (other than the issuer) that a person to whom an eligible incentive plan offer has been made, acquire the financial product as a retail client; and
  - (b) the person who made the recommendation is not aware, and ought not reasonably to be aware, that any of the conditions set out in this instrument have not been met;

but only in relation to the recommendation by the person.

**Where this instrument applies**

8. This instrument applies where the issuer:
- (a) meets the requirements (including, for the avoidance of doubt, definitions) of the class order, except the definitions of:
    - (i) “eligible offer” in paragraph 9 of the Interpretation; and

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(ii) "issuer" in paragraph 12 of the Interpretation; and

(b) would meet the requirements of the class order if:

(i) the definition of an "eligible offer" in paragraph 9 of the Interpretation were to read:

"9. "eligible offer" means an offer for issue or sale of performance rights in relation to fully-paid shares in an issuer in the same class as shares which have been quoted on the financial market operated by the Australian Securities Exchange and the Toronto Stock Exchange throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period, made under an employee share scheme extended only to eligible employees of the issuer;"; and

(ii) in the Interpretation, the following definition were inserted:

"9A. "employee share scheme", for a body corporate, means a scheme under which shares (or units in shares or options to acquire unissued shares or performance rights) in the body or a related body corporate may be acquired:

(a) by, or for the benefit of:

- (i) employees of the body, or of the related body corporate; or
- (ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate; or

(b) by a corporation all of whose members are:

- (i) employees of the body, or of a related body corporate; or
- (ii) directors of the body, or of a related body corporate, who hold a salaried employment or office in the body or in a related body corporate;"; and

(iii) in the definition of an "offer document" in paragraph 15 of the Interpretation, subparagraphs (c) and (d) were to read:

"(c) specifies in respect of the performance rights or the shares to which the performance rights relate:

(i) the acquisition price in Australian dollars;

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- (ii) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the eligible offer; or
  - (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar or Australian dollar equivalent of that price were the formula applied at the date of the eligible offer; and
- (d) includes an undertaking, and an explanation of the way in which, the issuer who has a registered office in this jurisdiction will, during the period in which an eligible employee may acquire the shares, within a reasonable period of the employee requesting, make available to the employee:
- (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of the shares to which the performance rights relate; and
  - (ii) where sub-subparagraph (c)(ii) or (iii) applies, the information referred to in that subparagraph as updated to that date.”; and
- (iv) in the Interpretation, the following definition were inserted:
- “16A. “performance right” means a conditional right:
- (a) to receive a fully-paid ordinary share in the capital of the issuer; or
  - (b) to receive a cash amount equivalent to the increase in value of a fully-paid ordinary share in the capital of the issuer; or
  - (c) to receive a number of fully-paid ordinary shares in the capital of the issuer calculated by reference to the increase in value of a fully-paid ordinary share in the capital of the issuer; or
  - (d) to receive a combination of (b) and (c),
- where the performance right is offered for no more than nominal monetary consideration;”.

**Conditions**

9. The issuer can only rely on the exemptions in this instrument if the issuer complies with the following conditions:
- (a) the conditions of the class order (excluding the condition specified in paragraph 3 of the Schedule to the class order) as expressed to apply to them; and

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- (b) the issuer must take reasonable steps to ensure that the number of shares that may be issued in connection with any eligible incentive plan offer, when aggregated with:
- (i) the number of shares in the same class which would be issued were every other outstanding offer with respect to shares, units of shares, options to acquire unissued shares and performance rights under every other employee share scheme of the issuer to vest or to be accepted or exercised;
  - (ii) the number of shares in the same class issued during the previous 5 years pursuant to:
    - (A) an eligible incentive plan offer extended only to eligible employees; and
    - (B) any other employee share scheme extended only to eligible employees of the issuer;

but disregarding any offer made, option or right acquired or share issued by way of or as a result of:

- (iii) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (iv) an offer that did not need disclosure to investors because of section 708 of the Act; or
- (v) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
- (vi) an offer made under a disclosure document or Product Disclosure Statement,

must not exceed 5% of the total number of issued shares in that class of the issuer as at the time of the offer.

#### Interpretation

10. In this instrument:

- (a) a word and phrase used in this instrument has the same meaning as it has in the class order unless the word or phrase is defined in paragraph 8 of this instrument in which case the word or phrase has that meaning;
- (a) **class order** means ASIC Class Order [CO 03/184] as in force on the date of this instrument and as amended from time to time by a disallowable legislative instrument within the meaning of the Legislative Instruments Act 2003;

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- (b) *eligible incentive plan offer* means an offer for the issue or sale of performance rights as defined in paragraph 8(b)(iv), made under an arrangement known as the Troy Resources Limited Long-Term Incentive Plan (under which the performance rights are referred to as “performance rights” or “share appreciation rights”), and the terms of which are substantially in the same form as those provided to ASIC on 21 October 2013; and
- (c) *issuer* means Troy Resources Limited ACN 006 243 750 and any related body corporate.

Dated this 27 day of November 2013



Signed by Lorraine Mizzi  
as a delegate of the  
Australian Securities and Investments Commission

13-1503

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 13-1503.

**Commencement**

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

**Declaration**

4. Chapter 5C of the Act applies to BlackRock Asset Management Australia Limited ACN 001 804 566 (the *responsible entity*) in its capacity as responsible entity of the schemes listed in Schedule A (the *schemes*) as if section 601FL were modified or varied as follows:
  - (a) in subsection (1) omit all the text after the word “it”, substitute:

“must either:

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

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

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

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- (i) set out the following information:
    - (A) the responsible entity's reasons for wanting to retire;
    - (B) such information as can reasonably be expected to be material to a member in forming a view as to the choice of the proposed responsible entity;
    - (C) information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur;
    - (D) how members can access on the responsible entity's website current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur; and
  - (ii) state prominently that if:
    - (A) members who together hold at least 5% of the total value of the interests held by members; or
    - (B) 100 members,  
  
who would be entitled to vote if the proposal were put as a proposed resolution to a meeting of members under paragraph (1)(a), ask for a vote on the choice of the proposed responsible entity by giving written notice received by the responsible entity within 21 days from the date the notice is sent, the responsible entity will either arrange a postal vote or convene a meeting to vote on a resolution for the choice of the proposed responsible entity; and
  - (iii) be accompanied by a form which can be ticked to ask for a vote; and
  - (iv) state prominently a reply paid address of the responsible entity to which the form may be sent.
- (c) The responsible entity must prominently disclose on its website current information about the proposed timing

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of the retirement of the responsible entity and the manner in which that retirement will occur.

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

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- (a) a related body corporate is proposed to be the new responsible entity in accordance with subsection (1A); and
- (b) insufficient members ask for a vote to choose the entity in accordance with the notice referred to in paragraph (1A)(b); and
- (c) the entity has consented in writing to becoming the scheme's responsible entity,

then:

- (d) as soon as practicable and in any event within 2 business days after the end of the period in which a member may ask for such a vote, the current responsible entity must lodge a notice with ASIC asking it to alter the record of the scheme's registration to name the proposed responsible entity as the scheme's responsible entity; and
- (e) the notice must be accompanied by a certificate from the current responsible entity that it reasonably considers that the appointment of the proposed responsible entity would be in the best interests of members with a summary of the responsible entity's reasons as to why this is the case; and
- (f) unless ASIC reasonably believes that the appointment of the proposed responsible entity would not be in the best interests of members, ASIC must comply with the notice as soon as practicable after the notice and summary are lodged."

**Where this declaration applies**

5. This declaration applies where BlackRock Investment Management (Australia) Limited ACN 006 165 975 has consented in writing to becoming the new responsible entity of the schemes.
6. This declaration ceases to apply on 18 February 2013.

Dated this 22<sup>nd</sup> of November 2013

Signed by Sean Polivnick  
as a delegate of the Australian Securities and Investments Commission

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**Schedule A**

- (a) BlackRock Australian Alpha Tilts Fund ARSN 090 167 383;
  - (b) BlackRock Australian Equity Market Neutral Fund ARSN 097 113 801;
  - (c) BlackRock Cash Fund ARSN 090 168 308;
  - (d) BlackRock Enhanced Australian Bond Fund ARSN 099 916 391;
  - (e) BlackRock Equitised Long Short Fund ARSN 095 723 390;
  - (f) BlackRock Fission Fund ARSN 108 329 184;
  - (g) BlackRock Fission Indexed International Equity Fund ARSN 108 329 424;
  - (h) BlackRock Global Ascent Fund ARSN 103 663 378;
  - (i) BlackRock Global Bond Index Fund ARSN 090 168 193;
  - (j) BlackRock Global Listed Infrastructure Fund ARSN 120 910 081;
  - (k) BlackRock Hedged International Alpha Tilts Fund ARSN 095 723 612;
  - (l) BlackRock Hedged International Alpha Tilts Fund (Active Currency and Country) ARSN 108 442 691;
  - (m) BlackRock Indexed All-Country Equity Fund ARSN 116 116 137;
  - (n) BlackRock Indexed Australian Bond Fund ARSN 097 295 424;
  - (o) BlackRock Indexed Australian Equity Fund ARSN 089 405 363;
  - (p) BlackRock Indexed Australian Listed Property Fund ARSN 097 295 264;
  - (q) BlackRock Indexed Emerging Markets IMI Equity Fund ARSN 142 291 423;
  - (r) BlackRock Indexed Hedged International Equity Fund ARSN 095 723 710;
  - (s) BlackRock Indexed International Equity Fund ARSN 097 295 353;
  - (t) BlackRock Indexed World Government Bond Fund ARSN 140 708 603;
  - (u) BlackRock International Alpha Tilts Fund ARSN 090 168 451;
-

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- (v) BlackRock International Alpha Tilts Fund (Active Currency and Country) ARSN 108 442 842;
  - (w) BlackRock International Alpha Tilts Fund (Active Currency) ARSN 095 724 066;
  - (x) BlackRock Multi Opportunity Fund ARSN 108 329 273;
  - (y) BlackRock Scientific Australian Equity Fund ARSN 089 394 301;
  - (z) BlackRock Scientific Diversified Growth Fund ARSN 089 400 046;
  - (aa) BlackRock Scientific Diversified Stable Fund ARSN 089 406 011;
  - (bb) BlackRock Scientific Global Markets Fund ARSN 106 969 662;
  - (cc) BlackRock Scientific Hedged International Equity Fund ARSN 101 697 376;
  - (dd) BlackRock Scientific International Equity Fund ARSN 089 415 341;
  - (ee) BlackRock Scientific Wholesale Diversified Growth Fund ARSN 090 164 186;
  - (ff) BlackRock Scientific Wholesale Diversified Stable Fund ARSN 090 158 151;
  - (gg) BlackRock Wholesale Indexed Australian Bond Fund ARSN 090 168 595;
  - (hh) BlackRock Wholesale Indexed Australian Equity Fund ARSN 090 167 936;
  - (ii) BlackRock Wholesale Indexed Australian Listed Property Fund ARSN 090 688 154;
  - (jj) BlackRock Wholesale Indexed International Equity Fund ARSN 088 154 401;
  - (kk) BlackRock Indexed Europe ex-UK Equity Fund ARSN 088 496 673;  
and
  - (ll) BlackRock Indexed UK Equity Fund ARSN 088 496 208.
-

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 13-1504.

**Commencement**

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

**Declaration**

4. Chapter 5C of the Act applies to BlackRock Asset Management Australia Limited ACN 001 804 566 (the *responsible entity*) in its capacity as responsible entity of the schemes listed in Schedule A (the *schemes*) as if section 601FL were modified or varied as follows:

- (a) in subsection (1) omit all the text after the word “it”, substitute:

“must either:

- (a) call a members’ meeting to explain its reason for wanting to retire and to enable the members to vote on a resolution (which must be an extraordinary resolution if the scheme is not listed) to choose a company to be the new responsible entity; or

- (b) propose a related body corporate to be the new responsible entity in accordance with subsection (1A).”;

- (b) after subsection (1) insert:

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

- (a) The responsible entity must prominently disclose on its website current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur; and

- (b) There must not be any members of the scheme.”

- (c) after subsection (2) insert:

“(2A) If:

- (a) a related body corporate is proposed to be the new responsible entity in accordance with subsection (1A); and
- (b) the entity has consented in writing to becoming the scheme’s responsible entity,

then:

- (c) as soon as practicable, the current responsible entity must lodge a notice with ASIC asking it to alter the record of the scheme’s registration to name the proposed responsible entity as the scheme’s responsible entity; and
- (e) the notice must be accompanied by a certificate from the current responsible entity that it reasonably considers that the scheme will be wound up and there will be no future assets in the scheme; and
- (f) unless ASIC reasonably believes that the appointment of the proposed responsible entity would not be in the best interests of members, ASIC must comply with the notice as soon as practicable after the notice and certificate are lodged.”.

**Where this declaration applies**

5. This declaration applies where BlackRock Investment Management (Australia) Limited ACN 006 165 975 has consented in writing to becoming the new responsible entity of the schemes.
6. This declaration ceases to apply on 18 February 2013.

Dated this 22<sup>nd</sup> of November 2013



Signed by Sean Polivnick  
as a delegate of the Australian Securities and Investments Commission

**Schedule A**

- (a) BlackRock Indexed Australian Government Bond Fund ARSN 140 708 274;
  - (b) BlackRock Indexed Global Inflation-Linked Bond Fund ARSN 116 116 164;
  - (c) BlackRock Australian Bond GlobalAlpha Fund ARSN 119 825 311;
  - (d) BlackRock Indexed Canada Equity Fund ARSN 086 863 818;
  - (e) BlackRock Indexed US Equity Fund ARSN 086 864 093;
  - (f) BlackRock International Alpha Advantage Fund ARSN 122 937 919;
  - (g) BlackRock Indexed Far-East ex-Japan Equity Fund ARSN 088 491 374;
  - (h) BlackRock Indexed Japan Equity Fund ARSN 088 497 170;
  - (i) BlackRock Europe Alpha Advantage Fund ARSN 120 910 376;
  - (j) BlackRock Hedged International Alpha Tilts Fund (Active Currency) ARSN 095 723 872;
  - (k) BlackRock International Bond GlobalAlpha Fund ARSN 119 825 428;  
and
  - (l) BlackRock Japan Alpha Tilts Fund ARSN 089 413 874.
-

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**Australian Securities and Investments Commission**  
**Corporations Act 2001 – Paragraphs 601QA(1)(b), 741(1)(b) and 1020F(1)(c)-**  
**Revocation and declarations**

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 13-1505.

**Commencement**

3. This instrument commences on 3 December 2013.

**Revocation**

4. ASIC Instrument 11-1235 dated 14 December 2011 is revoked.

**Declaration**

5. Chapter 5C of the Act applies to The Trust Company (Sydney Airport) Limited ACN 115 967 087 in its capacity as the responsible entity of Sydney Airport Trust 1 ARSN 099 597 921 (*SATI*) as if the following provisions of that Chapter were modified or varied:

- (a) after section 601FE insert:

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

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

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- (b) in section 601GAA as notionally inserted by ASIC Class Order [CO 05/26]:
- (i) in subsection (1) omit “subsections (2) to (8).”, substitute “subsections (2) to (8) and (9A).”;
  - (ii) after subsection (9) insert:

“(9A) The responsible entity may set the issue price of interests in the scheme that are components of stapled securities where all of the following apply:

    - (a) the constitution makes provision for the issue price of stapled securities;
    - (b) the constitution provides that the responsible entity may allocate a proportion of the issue price of the stapled securities to the interests;
    - (c) the stapled securities are issued at a price, or in accordance with a formula or method that is to be used to calculate the issue price of stapled securities, which is set out in the constitution;
    - (d) the responsible entity allocates a proportion of the issue price of the stapled securities to the interests in accordance with the constitution.”;
- (c) after subsection 208(2) as notionally inserted by section 601LC, insert:
- “(2A) Member approval is not required for the giving of a financial benefit and the benefit need not be given within 15 months if all the following conditions are satisfied:
- (a) the benefit either:
    - (i) is given out of the scheme property of a registered scheme; or
    - (ii) could endanger the scheme property;
  - (b) all of the interests in the scheme and all of the shares in a company are components of stapled securities;
  - (c) the benefit is given by:
    - (i) the responsible entity of the scheme; or

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- (ii) an entity that the responsible entity controls; or
  - (iii) an agent of, or person engaged by, the responsible entity;
- (d) the benefit is given to:
- (i) an entity wholly owned, whether directly or indirectly, by the scheme; or
  - (ii) the company or an entity that is wholly owned, whether directly or indirectly, by the company; or
  - (iii) an entity wholly owned, whether directly or indirectly, jointly by the scheme and the company.

**(2B) For the purposes of this section:**

- (a) an entity is wholly owned by another entity if all of the shares or interests (as applicable) in the first-mentioned entity are held by, or held by a nominee for (in the case of the second-mentioned entity being a company), or form part of the trust property of (in the case of the second-mentioned entity being a trust), the second-mentioned entity or a wholly owned entity of it; and
- (b) a reference to the giving of a benefit to an entity which is a trust is a reference to the giving of a benefit to the trustee of the trust so as to form part of the trust property of the trust or for the benefit of the trust beneficiaries.”;

- (d) insert after section 601PC:

**“601PD Stapled securities**

For the purposes of this Chapter:

*stapled securities* means two or more financial products including at least one interest in a registered scheme where under the terms on which each of the products are to be traded, they must be transferred together.”.

## 13-1505

**Declaration**

6. Part 7.9 of the Act applies in relation to The Trust Company (Sydney Airport) Limited ACN 115 967 087 in its capacity as the responsible entity of SAT1 as if paragraph 1012D(3)(b) were modified or varied as follows:

- (a) omit “either.”, substitute “one or more of the following applies.”;
- (b) in subparagraph (i) omit “or” (second occurring);
- (c) in subparagraph (ii) omit “facility.”, substituting “facility.”;
- (d) after subparagraph (ii) insert:

“(iii) in a recommendation situation—the advice that constitutes the relevant conduct relates to an offer of managed investment products, under a plan for the reinvestment of at least one of the following:

(A) distributions in respect of the managed investment products;

(B) dividends in respect of shares in a corporation;

(C) dividends in respect of shares in a body which, under the terms on which they may be traded, must only be transferred together with the managed investment products and interests in shares in a corporation;

(iv) in an issue situation—the offer or issue that constitutes the relevant conduct is an offer or issue of managed investment products, under a plan for the reinvestment of at least one of the following:

(A) distributions in respect of the managed investment products;

(B) dividends in respect of shares in a corporation;

(C) dividends in respect of shares in a body which, under the terms on which they may be traded, must only be transferred together with the managed investment products and interests in shares in a corporation.”.

13-1505

**Declaration**

7. Chapter 6D of the Act applies to Sydney Airport Limited ACN 165 056 360 (*SAL*) as if that Chapter were modified or varied by omitting paragraph 708(13)(b) and substituting:

"(b) an offer of fully-paid shares in one or more bodies to one or more existing holders of shares in the bodies, under a plan for the reinvestment of at least one of the following:

- (i) dividends in respect of shares in the bodies;
- (ii) distributions in respect of managed investment products which, under the terms on which they may be traded, must only be transferred together with shares in the bodies."

**Where the declarations apply**

8. The declaration in paragraph 5 applies where each ordinary interest in SAT1 and each ordinary share in SAL must, under the terms on which each is to be traded, only be transferred together (*Stapled Security*).
9. The declarations in paragraphs 6 and 7 apply to an offer or issue of, or recommendations to acquire, a Stapled Security under a plan for the reinvestment of dividends or distributions payable in respect of Stapled Securities.

**Where the declarations cease to apply**

10. These declarations cease to apply if:
- (a) a component of a Stapled Security is issued which on the terms on which it is traded, can be transferred separately without also transferring any other component of a Stapled Security; or
  - (b) any class of interests in SAT1 (other than the class of interests in SAT1 already on issue at the date of this instrument) or any share in SAL (other than an ordinary share) is issued.

Dated this 25<sup>th</sup> day of November 2013.



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



13-1510

ASIC

Australian Securities & Investments Commission

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

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

**TO:** Australian Unity Investment Bonds Limited  
ACN 087 649 072  
114 Albert Road  
South Melbourne, VIC 3205

Pursuant to section 915B of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 234456 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 26 November 2013

Signed .....

Joyce Krashow, a delegate of the Australian Securities and Investments Commission

13-1516

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument [13/1516].

**Commencement**

3. This instrument commences on 25 November 2013.

**Exemption**

4. Cover-More Group Limited ACN 166 776 334 (the *Company*) is exempt from compliance with subsection 734(2) of the Act.

**Where the exemption applies**

5. Subject to paragraph 6, this exemption applies to the following information communicated by the Company to its employees:
  - (a) information about the ways in which employees may participate in the initial public offer for issue of ordinary shares in the Company (the *IPO*);
  - (b) details of any employee share plan, employee option plan or employee incentive plan under which offers to employees may be made at or about the same time as the IPO;
  - (c) information relating to changes which may be made to the internal administration of the Company at or about the same time as the IPO;
  - (d) the timetable for the IPO, including updates to the timetable of the IPO; and
  - (e) information alerting them to impending announcements about the IPO.

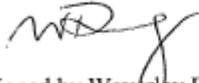
**Conditions**

6. This exemption does not apply if, in communicating any of the information set out in paragraph 5 of this instrument, the Company communicates any advantages, benefits or merits of the IPO.

**13-1516****Cessation**

7. This exemption shall remain effective, unless otherwise revoked, until the earlier of:
- (a) the date on which the Company lodges a prospectus for the IPO with ASIC; or
  - (b) 24 December 2013.

Dated this 25<sup>th</sup> day of November 2013



Signed by Waverley Duong  
as a delegate of the Australian Securities and Investments Commission

13-1518

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 13-1518

**Commencement**

3. This instrument commences on 26 November 2013.

**Declaration**

4. Chapter 6D of the Act applies to National Storage Holdings Limited ACN 166 572 845 (*NSHL*) as if subsection 723(1) of the Act were omitted.

**Where this instrument applies**

5. An offer of ordinary shares in NSHL pursuant to the Restructure Distribution under the Offer Document where:
  - (a) the offer is made to all Eligible Securityholders of the APN National Storage Trust ARSN 101 227 712 (*Trust*) and to NS Saleco Pty Ltd ACN 166 572 792 (*Saleco*), on behalf of any Ineligible Foreign Securityholders as part of the Proposal;
  - (b) if the Proposal is approved at the Securityholder Meeting, under the terms on which a share in NSHL is to be issued, each ordinary share in NSHL and each interest in the Trust on which each is to be traded must be transferred together (*Stapled Security*);
  - (c) the Offer Document describes how the consideration for the ordinary shares in NSHL will be provided under the Restructure Distribution if the Proposal is approved at the Securityholder Meeting; and
  - (d) information regarding the Proposal and the Restructure Distribution will be provided to all members of the Trust and will be accompanied by the Offer Document, the Notice of Meeting and Explanatory Memorandum.

13-1518

**Interpretation**

In this instrument:

**Eligible Securityholder** means each person or persons who will receive an Invitation to consider the Proposal, other than an Ineligible Foreign Securityholder.

**Ineligible Foreign Securityholder** means a member of the Trust on the Stapling Record Date whose address in the Register of members is a place outside of Australia, who NSHL and New RE determine are ineligible to receive Stapled Securities, as set out in the Offer Document.

**New RE** means The Trust Company (RE Services) Limited ACN 003 278 831 in its capacity as responsible entity of the Trust.

**Offer Document** means a disclosure document lodged with ASIC on or about 19 November 2013 in connection with an initial public offering of Stapled Securities and such supplementary or replacement disclosure documents as may be lodged with ASIC in relation to the Offer.

**Proposal** means the proposal under which ordinary shares in NSHL are to be issued to members of the Trust, which if approved, would result in each member of the Trust becoming a holder of a Stapled Security.

**Register of members** means the register of members required to be set up and maintained under section 169 of the Act.

**Restructure Distribution** means where the Trust will make a return of capital to the members of the Trust, with the aggregate proceeds of the capital return being directed by the New RE to NSHL in consideration for the issue of the ordinary shares in NSHL to the Eligible Securityholders and Saleco (on behalf of the Ineligible Foreign Securityholders) as per the Proposal.

**Securityholder Meeting** means a meeting of members of the Trust convened by APN Funds Management Limited ACN 080 674 479 in accordance with a notice of meeting dated 26 November 2013.

**Stapling Record Date** means 19 December 2013

Dated this 26<sup>th</sup> day of November 2013



Signed by William Vallati  
as delegate of the Australian Securities and Investments Commission

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13-1519

**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 (*the Act*).

**Title**

2. This instrument is ASIC Instrument [13-1519].

**Commencement**

3. This instrument commences on 26 November 2013.

**Exemption**

4. NS Saleco Pty Ltd ACN 166 572 792 (*Saleco*), National Storage Holdings Limited ACN 166 572 845 (*NSHL*), The Trust Company (RE Services) Limited ACN 003 278 831 in its capacity as responsible entity of APN National Storage Property Trust ARSN 101 227 712 (*Trust*) (*New RE*) and Morgan Stanley Australia Securities Limited ACN 078 652 276 (*Underwriter*) do not have to comply with section 606 of the Act.

**Where this instrument applies**

5. The acquisition of a relevant interest in Stapled Securities from a Securityholder as a result of the Securityholder participating in a facility under which:
  - (a) the Securityholder sells or transfers their Stapled Securities to Saleco;
  - (b) Saleco sells or transfers the Stapled Securities under offers made under the Offer Document; and
  - (c) Saleco provides consideration to Securityholders for the sale or transfer referred to in sub-paragraph (a) which is determined with reference to the consideration received by Saleco for the sale or transfer referred to in sub-paragraph (b), subject to the payment by Saleco of any underwriting fees associated with the sale or transfer referred to in paragraph (b).

**Conditions**

6. NSH, New RE and Saleco must do all things necessary to ensure that:
  - (a) Saleco, NSH and New RE cease to have a relevant interest in Stapled Securities which Saleco acquired under the facility described in paragraph 5 by the earlier of:

13-1519

- (i) the date on which Stapled Securities are issued or sold (as the case may be) under an offer of Stapled Securities for issue or sale (as the case may be) in respect of the Offer Document; and
  - (ii) 8 weeks from the date Saleco acquires the Stapled Securities under the facility;
- (b) Saleco does not sell a Stapled Security to a person if it knows or believes that person would contravene section 606 of the Act by acquiring the Stapled Security;
  - (c) Saleco does not exercise any voting rights attaching to Shares which it acquires under the facility described in paragraph 5, without ASIC's consent; and
  - (d) NSH, New RE and Saleco use its best endeavours to ensure the Stapled Securities are sold or issued in a manner that is consistent with an orderly market within the offer structure proposed under the Offer Document.

**Interpretation**

In this instrument:

**Offer** means the initial public offering of Stapled Securities as described in the Offer Document.

**Offer Document** means a disclosure document lodged with ASIC on or about 19 November 2013 in connection with an initial public offer of Stapled Securities and such supplementary or replacement disclosure documents as may be lodged with ASIC in relation to the Offer.

**Stapled Securities** means an ordinary share in NSHL and an interest in the Trust which, under the terms on which each is to be traded, must be transferred together.

**Securityholder** means the registered holder of a Stapled Security.

Dated this 26<sup>th</sup> day of November 2013



Signed by Caitlin Siostrom  
as a delegate of the Australian Securities and Investments Commission

13 - 1529

**NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001**

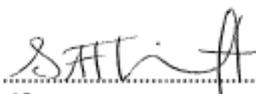
Notice is given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 15 November 2013

**AUSTRALIAN SECURITIES & INVESTMENTS COMMISSION****IN THE MATTER OF ALISTAIR FRANK MCCREATH****BANNING ORDER UNDER SECTIONS 920A AND 920B  
OF THE CORPORATIONS ACT 2001**

To: Alistair Frank McCreath

**TAKE NOTICE** that under sections 920A(1) and s920B(2) of the Corporations Act 2001 the Australian Securities & Investments Commission prohibits **Alistair Frank McCreath** from providing any financial services until 18 August 2014.

Dated this 8 November 2013

Signed: .....  
Sarah Thrift  
Delegate of the Australian Securities &  
Investments Commission

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

CORPORATIONS ACT 2001

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 November 2013

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARSN**

AURORA SANDRINGHAM DIVIDEND INCOME TRUST	108 249 154
AUSTRALIAN INDEX INVESTMENTS SECTOR INDEX EXCHANGE TRADED FUNDS	141 693 727
CONVEXITY CAPITAL FUND	092 905 667
GMAN INVESTMENT FUND	140 554 632
ITC PULPWOOD PROJECT 2003	103 252 339
ITC PULPWOOD PROJECT 2004	108 058 439
ITC PULPWOOD PROJECT 2005	112 286 334
ITC PULPWOOD PROJECT 2006	117 764 673
THE SHIELD - SERIES 2	116 314 446
TOGA ACCOMMODATION FUND TRUST 1	116 870 967
TOGA ACCOMMODATION FUND TRUST 2	116 871 053
TOGA ACCOMMODATION FUND TRUST 3	116 871 160

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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 November 2013

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

APPLICATION NEXUS WEBSERVICES PRIVATE LIMITED	153 462 045
BRIT INSURANCE SERVICES AUSTRALIA LIMITED	141 959 453
DIAMOND PHOENIX, LTD.	130 010 892
ELLDEX PACKAGING LIMITED	115 967 523
GILROSE FINANCE COMPANY LIMITED	125 452 584
HONG TONG COMPANY LIMITED	153 408 569
NETWORK INTERNATIONAL LIMITED	011 059 699
PYRAMIS GLOBAL ADVISORS (HONG KONG) LIMITED	134 012 641
PYRAMIS GLOBAL ADVISORS, LLC	134 012 025
TCS E-SERVE LIMITED	108 184 630
VITERRA ASIA PTE. LIMITED	138 669 459

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CORPORATIONS ACT 2001

Section 601CL(5)

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

Dated this twenty-ninth day of November 2013

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

DYNAMIC AIR INC.

090 925 161

FCL BRIDGEPOINT PTE. LTD.

056 933 101

SILSDEN INVESTMENTS LIMITED

154 466 583

9GLOBAL, INC.

155 301 438

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.

**OPTIMUM MEDIA DECISIONS (WA) LIMITED**

ACN 009 260 495 will change to a proprietary company limited by shares. The new name will be OPTIMUM MEDIA DECISIONS (WA) PTY LTD ACN 009 260 495.

**SEBEL FURNITURE LTD** ACN 000 378 996 will

change to a proprietary company limited by shares. The new name will be SEBEL FURNITURE PTY LTD ACN 000 378 996.