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Australian Securities &
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Contents

Notices under the Corporations Act 2001

01/1541	01/1560	01/1580	01/1596
01/1542	01/1561	01/1581	01/1597
01/1543	01/1562	01/1582	01/1598
01/1544	01/1568	01/1583	01/1599
01/1545	01/1569	01/1584	01/1600
01/1550	01/1570	01/1585	01/1601
01/1551	01/1571	01/1586	01/1602
01/1552	01/1572	01/1587	01/1603
01/1553	01/1573	01/1588	01/1604
01/1554	01/1574	01/1589	01/1605
01/1555	01/1575	01/1590	01/1606
01/1556	01/1576	01/1591	01/1607
01/1557	01/1577	01/1593	01/1608
01/1558	01/1578	01/1594	01/1609
01/1559	01/1579	01/1595	01/1610

Change of company status Page 95

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

Under subsection 601QA(1) of the *Corporations Act 2001* (the Act) the Australian Securities and Investments Commission hereby declares that Chapter 5C of the Act applies to all persons as if section 601FM were modified by adding the following subsection after subsection (1):

“(1A) Without limiting the generality of subsection (1), in the case of a registered scheme that is listed:

- (a) the responsible entity must call and arrange to hold a meeting of the members to consider and vote on proposed resolutions to remove the responsible entity and choose a new responsible entity on the request of:
 - (i) members with at least 5% of the votes that may be cast on the resolution; or
 - (ii) at least 100 members who are entitled to vote on the resolution; and
- (b) members who hold interests carrying at least 5% of the votes that may be cast at a meeting of the members may call and arrange to hold a meeting of the members to consider and vote on proposed resolutions to remove the responsible entity and choose a new responsible entity; and
- (c) the Court may order a meeting of the members to be called to consider and vote on proposed resolutions to remove the responsible entity and choose a new responsible entity if it is impracticable to call the meeting in any other way.”

Dated this 11th day of December 2001.

Stephen Yen

Signed by Stephen Yen
as delegate of the Australian Securities and Investments Commission

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Australian Securities and Investments Commission
Corporations Act 2001 – Subsections 655A(1), 669(1) and 673(1) – Declaration

Under subsections 655A(1), 669(1) and 673(1) of the *Corporations Act 2001* (the Act) the Australian Securities and Investments Commission declares that Chapters 6, 6A and 6C of the Act apply to all persons as if:

Definitions

1. in section 9 the definition of “convertible securities” were modified by deleting the words after “holder” and substituting the following:

“may, by the exercise of rights attached to those securities:

- (a) have the other class of securities issued to them; or
- (b) have the securities transform into securities of that other class.

An option may be a convertible security even if it is non-renounceable.”;

Situations not giving rise to relevant interests

2. subsection 609(1) were modified by:

- (a) inserting the words “or acquired” after the word “taken” where first appearing;
- (b) deleting the words “for the purpose of a transaction entered into”;
- (c) in paragraph (a) deleting the words after “acquired” and substituting the following:

“:

- (i) in the ordinary course of the person’s business of providing financial services; or
- (ii) for the benefit of one or more other persons in relation to financial services provided by the other persons in the ordinary course of the other persons’ business of providing financial services; and

on ordinary commercial terms; and”

- (d) in paragraph (b) deleting the words “the person” where secondly appearing and substituting the words “any other person mentioned in this subsection”.
- (e) inserting the following sentence at the end of the subsection:

“For the purposes of this subsection a mortgage, charge or other security includes a negative pledge.”;

01/1542

3. subsection 609(3) were modified by deleting the words after "they" and substituting the words "receive specific instructions from their client directing the securities dealer to dispose of the securities in the ordinary course of the dealer's securities business.";

Voting power

4. section 610 were modified by inserting the following new subsection after subsection 610(3):

"(3A) Subsection (3) does not apply to an acquisition of an interest in securities by a subsidiary from its holding company, unless as a result of the acquisition the voting power of a person that is not a subsidiary of their ultimate holding company in the body corporate that issued the voting shares increases."

Exceptions to the prohibition

5. items 2(d) and 3(d) of the table in section 611 were omitted and the following item were substituted for each of them:

"(d) the bid is:

(i) unconditional; or

(ii) subject to conditions of either or both of the following kind:

(A) conditions that relate only to the happening of an event or circumstance referred to in subsection 652C(1) or (2); or

(B) the condition required by subsection 625(3),

but not to any other conditions.";

6. item 6 of section 611 were modified by:

(a) deleting the word "as" and substituting "of"; and

(b) deleting paragraphs (a) and (b) and substituting the following:

"(a) the ordinary business of:

(i) the person; or

(ii) a person or persons for the benefit of whom the person took or acquired the mortgage, charge or other security;

includes providing financial services; and

(b) the person took or acquired the security:

01/1542

- (i) in the ordinary course of their business of providing financial services;
or
 - (ii) for the benefit of one or more other persons in relation to financial services provided by the other persons in the ordinary course of the other persons' business of providing financial services; and

on ordinary commercial terms."; and
 - (c) inserting a new sentence at the end of the item as follows:

"For the purposes of this item a mortgage, charge or other security includes a negative pledge."
7. item 14 of the table in section 611 were modified by omitting the word "item." and substituting:
- "item,

where such inclusion is a primary listing."; and
8. section 615 were modified by:
- (a) inserting after the words "foreign holders of the company's securities" where first appearing the words ", or such of those foreign holders as are specified in the offers,";
 - (b) inserting before the words "foreign holders" in paragraph (a) the word "those";
and
 - (c) deleting the word "transfer" in paragraph (b) and substituting the word "issue".

Dated this 11th day of December 2001.

Stephen Yen

Signed by Stephen Yen
as delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission 0 1 / 1 5 4 3
Corporations Act 2001 – Subsection 655A(1) – Declaration

Under subsection 655A(1) of the *Corporations Act 2001* (the Act) the Australian Securities and Investments Commission hereby declares that Chapter 6 of the Act applies to all persons as if:

Formulating the takeover offer

1. subsection 617(2) were modified by omitting the words “offer period” and substituting the phrase “period from the date set by the bidder under subsection 633(2) to the end of the offer period”;
2. subsection 619(3) were modified by:
 - (a) inserting after the words “target’s securities” where first appearing the words, “or such of those foreign holders as are specified in the bidder’s statement,”; and
 - (b) in paragraph (a), deleting the words “foreign holders of the target’s securities” and substituting the words “those foreign holders”;
 - (c) in subparagraph (b)(i), inserting after the words “foreign holders” the words, “or specified foreign holders,”;
3. paragraph 620(2)(b) were omitted and the following paragraphs substituted:
 - “(b) if the bidder is given the necessary transfer documents after the acceptance and before the end of the bid period and the offer is subject to a defeating condition at the time that the bidder is given the necessary transfer documents – by the end of whichever of the following periods ends earlier:
 - (i) 1 month after the takeover contract becomes unconditional; or
 - (ii) 21 days after the end of the offer period; or
 - (ba) if the bidder is given the necessary transfer documents after the acceptance and before the end of the bid period and the offer is unconditional at the time that the bidder is given the necessary transfer documents – by the end of whichever of the following periods ends earlier:
 - (i) 1 month after the bidder is given the necessary transfer documents; or
 - (ii) 21 days after the end of the offer period; or”;
4. paragraph 620(2)(c) were modified by omitting the words after “bid period” and substituting the following:

“:

01/1543

- (i) if at the time the bidder is given the necessary transfer documents the takeover contract is unconditional, within 21 days after the bidder is given the necessary transfer documents; or
 - (ii) if at the time the bidder is given the necessary transfer documents the takeover contract is subject to a defeating condition that relates only to the happening of an event or circumstance referred to in subsection 652C(1) or (2), within 21 days after the takeover contract becomes unconditional.”;
5. subsection 623(1) were modified by:
- (a) omitting the words “the offer period” and substituting the following:

“:

 - (a) for an off-market bid – the offer period; or
 - (b) for a market bid – the bid period.”; and
 - (b) renumbering existing paragraphs (a) and (b) as “(c)” and “(d)” respectively;
6. subsection 625(3) were modified by adding at the end of the subsection the following words:
- “The condition referred to in this subsection is not a defeating condition.”;
7. subsection 630(4) were modified by omitting the words “publishing” and “publish” and substituting in their respective places the words “giving” and “give”;

Detailed steps in an off-market bid

8. section 633 were modified by inserting the following new subsections after subsection 633(1):
- “(1A) Despite any other provision of this Chapter, the copy of the bidder’s statement and offer document that the bidder lodges with ASIC under item 2 of the table in subsection (1), sends to the target under item 3 of the table and sends to the relevant securities exchange under item 5 of the table may omit the following information:
- (a) the date of the proposed offer or any other date that is related to or dependent on that date; and
 - (b) the name and address of holders of securities referred to in item 6 of the table.

01/1543

The bidder must include the information in the bidder's statement and offer document sent to the holders of securities under item 6 of the table in subsection (1).

(1B) Despite subsection 636(1), the copy of the bidder's statement and offer document that the bidder lodges with ASIC under item 2 of the table in subsection (1), sends to the target under item 3 of the table and sends to the relevant securities exchange under item 5 of the table may include the following information:

- (a) details of the bidder's relevant interest and voting power referred to in paragraphs 636(1)(k) and 636(1)(l) as at the date of lodgment; or
- (b) details of the consideration and benefits referred to in paragraphs 636(1)(h) and 636(1)(i) for the period of 4 months before the date of lodgment.

The bidder's statement and offer document sent to holders of securities under item 6 of the table in subsection (1) must be updated to include the information in paragraph (a) as at the date of the bid and the information in paragraph (b) for the period of 4 months before the date of the bid.

(1C) If the bidder's statement and offer document:

- (a) omits information under subsection (1A); or
- (b) includes information under subsection (1B),

the bidder must send to ASIC, the target and each relevant securities exchange at the time that the bidder sends its first bidder's statement and offer document to holders, a copy of those documents as sent to those holders."

Bidder's statement content

9. subsection 636(1) were modified by deleting paragraph (g) and substituting the following paragraph:

"(g) if any securities are offered as consideration under the bid and:

- (i) the bidder is the body that has issued or will issue the securities; or
- (ii) the bidder is a person that controls that body; or
- (iii) that body agrees to the bidder offering, or authorises, arranges for or permits the bidder to offer the securities;

all material that would be required for a prospectus for an offer of those securities by the bidder, or, if subparagraph (iii) applies, the body, under section 710 to 713.";

01/1543

10. paragraph 636(1)(j) were modified by omitting the words "offer period" and substituting the words "period from the date set by the bidder under subsection 633(2) to the end of the offer period";
11. subsection 636(3) were modified by adding at the end of the subsection the following sentence:

"But the bidder's statement may include or be accompanied by a statement without the requirements in paragraphs (a) to (c) being met where:

(d) the statement was made in a document lodged with:

(i) ASIC; or

(ii) a securities exchange by a listed company, managed investment scheme or other body in compliance with the listing rules of the securities exchange;

(e) the bidder's statement:

(i) fairly represents the statement; or

(ii) includes, or is accompanied by, a correct and fair copy of the document or the part of the document that contains the statement; and

(f) if the bidder's statement is not accompanied by a copy of the document or part of document that contains the statement:

(i) the bidder gives a copy of the document or the part of the document that contains the statement to a holder who asks for it during the bid period free of charge; and

(ii) the bidder's statement:

(A) identifies the document or the part of the document that contains the statement; and

(B) informs holders of their right to obtain a copy of the document (or part) free of charge.";

Target's statement

12. subsection 638(5) were modified by adding at the end of the subsection the following sentence:

"But the target's statement may include or be accompanied by a statement without the requirements in paragraphs (a) to (c) being met where:

(d) the statement was made in a document lodged with:

- 0 1 / 1 5 4 3
- (i) ASIC; or
 - (ii) a securities exchange by a listed company, managed investment scheme or other body in compliance with the listing rules of the securities exchange;
- (e) the target's statement:
- (i) fairly represents the statement; or
 - (ii) includes, or is accompanied by, a correct and fair copy of the document or the part of the document that contains the statement;
- (f) if the target's statement is not accompanied by a copy of the document or part of document that contains the statement:
- (i) the target gives a copy of the document or the part of the document that contains the statement to a holder who asks for it during the bid period free of charge; and
 - (ii) the target's statement:
 - (A) identifies the document or the part of the document that contains the statement; and
 - (B) informs holders of their right to obtain a copy of the document (or part) free of charge.”;

Varying offers

13. paragraph 650B(1)(h) were modified by inserting the word “or” after the word “additional”;
14. subsection 650C(2) were modified by:
- (a) omitting the words “publication of” and substituting the words “bidder has given”; and
 - (b) omitting the word “publication” and substituting the words “bidder has given the notice”;
15. paragraph 650F(1)(a) were omitted and the following paragraph substituted:
- “(a) if the condition relates only to the happening of an event or circumstance referred to in subsection 652C(1) or (2) – not later than 3 business days after the end of the offer period; or”;

01/1543

16. paragraph 650G(b) were modified by omitting the phrase “subsection 630(1) or (2)” and substituting “subsection 650F(1)”.

Dated this 11th day of December 2001.

Stephen Yen

Signed by Stephen Yen
as delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 669(1) – Declaration 01/1544

Under subsection 669(1) of the *Corporations Act 2001* (the Act) the Australian Securities and Investments Commission hereby declares that Chapter 6A of the Act applies to all persons as if section 661A were modified by:

1. inserting the following new subsection immediately after subsection (1):

“(1A) For the purposes of the 75% calculation in subparagraph (1)(b)(ii), exclude securities:

 - (a) in which the bidder or their associate has a relevant interest at the date of the first offer under the bid; or
 - (b) issued to an associate of the bidder during the offer period,
from the number of securities acquired and from the number of securities that the bidder offered to acquire under the bid.”; and
2. in subsection (2) omit the text “subsection (1),” substitute the text “subparagraph (1)(b)(i)”.

Dated this 11th day of December 2001.

Stephen Yen

Signed by Stephen Yen
as delegate of the Australian Securities and Investments Commission

**Australian Securities and Investments Commission
Corporations Act – Subsection 669(1) – Declaration**

0 1 / 1 5 4 5 1

Under subsection 669(1) of the *Corporations Act 2001* (the Act) the Australian Securities and Investments Commission hereby declares that Chapter 6A of the Act applies to all persons as if:

1. section 665D were modified by inserting after subsection 665D(3) the following new subsection:

“(3A) Despite subsection (3), a person does not have to notify the company that they have become an 85% holder in relation to a class of securities if the person has given to:

(a) each of the company’s members; and

(b) each holder of securities in that class who is not a member,

a compulsory acquisition notice under sections 661B or 664C or a buy-out notice under sections 662B, 663B or 665B.”

2. subsection 665E(1) were modified by:

(a) deleting the words “its members” and substituting the following:

“:

(a) each of its members; and

(b) each holder of securities in that class who is not a member,”;

(b) renumbering the existing paragraphs (a) and (b) as “(c)” and “(d)” respectively; and

(c) inserting at the end of subsection 665E(1) the following new paragraph:

“A company that is given a notice by a person under subsection 665D(3) does not have to notify a member or holder that the person has become an 85% holder if the person has given to the member or holder a compulsory acquisition notice under sections 661B or 664C or a buy-out notice under sections 662B, 663B or 665B.”

3. subsections 665E(2) and (3) were modified by deleting the words “its members” wherever appearing and substituting “the member or holder”; and

4. subsection 665E(3) were modified by:

(a) deleting the words “paragraphs (1)(a) and (b)” and substituting the words “paragraphs (1)(c) and (d)”;

01/1545

- (b) deleting the word "members" in paragraphs 665E(3)(a) and (b) and substituting the words "members or holders".

Dated this 11th day of December 2001.



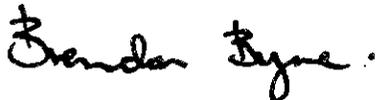
Signed by Stephen Yen
as delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 341(1) – Variation **01/1550**

Pursuant to subsection 341(1) of the Corporations Act 2001 the Australian Securities and Investments Commission hereby varies ASIC Class Order [98/1417] by amending the definition of "Prescribed Accountant" in the "Interpretation" section of that order by:

1. in paragraph (a), replacing the words "the Australian Society of Certified Practising Accountants ('ASCPA')" with the words "CPA Australia ('CPAA')";
2. in paragraph (a), replacing the words "the ASCPA's" with the words "the CPAA's"; and
3. in paragraph (c), replacing the words "'MNIA' or 'FNIA' " with the words "'MNIA', 'FNIA', 'PNA' or 'FPNA' ".

Dated the 5th day of November 2001



Signed by Brendan Byrne
as a delegate of the Australian Securities and Investments Commission

01/1551

**Australian Securities and Investments Commission
Insurance (Agents and Brokers) Act 1984
Subsection 21(5)
Registration of General Insurance Broker**

Pursuant to subsection 21(5) of the Insurance (Agents and Brokers) Act 1984 ("the Act"), the Australian Securities and Investments Commission hereby gives notice that the persons mentioned in the schedule were registered under Part III of the Act in relation to general insurance business with effect from the date specified.



*Dorothy Kaye Guy
A delegate of the
Australian Securities and Investments Commission*

SCHEDULE

Broker Name	Ref.	Effective Date
A.C.N. 097 321 983 PTY LTD ACN 097321983	70039	02/11/2001
ADVANCE HOME LOAN CENTRE PTY LTD ACN 085832220	20973	07/11/2001
ALAN QUANTRELL INSURANCE BROKERS PTY LTD ACN 006241032	30274	14/11/2001
ALLFREIGHT FINANCE & INSURANCE SERVICES PTY LTD ACN 083945180	30646	14/11/2001
DOMAIN INSURANCE BROKERS PTY LTD ACN 003062780	20976	08/11/2001
EIKOS RISK APPLICATIONS AUSTRALIA PTY LTD ACN 078765321	20972	17/10/2001
EPSILON INSURANCE BROKING SERVICES PTY LTD ACN 097402134	20975	24/10/2001
HIGH STREET UNDERWRITING AGENCY PTY. LIMITED ACN 096939169	40402	29/10/2001
INSURANCE MARKET FACILITIES (WHOLESALE BROKING) PTY LTD ACN 096397278	20964	17/10/2001
INTERRE INSURANCE BROKERS PTY. LTD. ACN 098195414	40403	07/11/2001
KUNDE, BRIAN ALFRED ACN 000000000	40405	15/11/2001
MGA INSURANCE BROKERS PTY LTD ACN 008096277	50051	17/10/2001
MULTISURE INTERNATIONAL (BROKERS) PTY LTD ACN 003084311	20361	31/10/2001
RAPID SOLUTIONS PTY LIMITED ACN 055149203	20971	26/10/2001
RISK SOLUTIONS INTERNATIONAL PTY LTD ACN 080071307	30606	26/10/2001
SELECT INSURANCE BROKERS PTY LTD ACN 061623827	20722	31/10/2001
SPARAXIS PTY LTD ACN 009265105	60075	22/11/2001
WILLIAMS & ROBERTS PTY LTD ACN 098015251	40400	23/10/2001

01/1552

**Australian Securities and Investments Commission
Insurance (Agents and Brokers) Act 1984
Subsection 21(5)
Registration of Life Insurance Broker**

Pursuant to subsection 21(5) of the Insurance (Agents and Brokers) Act 1984 ("the Act"), the Australian Securities and Investments Commission hereby gives notice that the persons mentioned in the schedule were registered under Part III of the Act in relation to life insurance business with effect from the date specified.



Dorothy Kaye Guy
A delegate of the
Australian Securities and Investments Commission

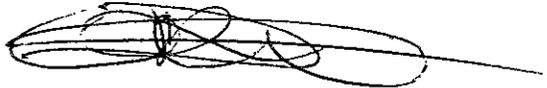
SCHEDULE

Broker Name	Ref.	Effective Date
ALMAN FINANCIAL PLANNING PTY LTD ACN 090789218	90469	22/11/2001
AUSTRALIAN INVESTMENT & FINANCIAL PLANNERS PTY LTD ACN 065370354	90387	24/10/2001
BAILEY ROBERTS GROUP PTY. LIMITED ACN 096205604	90478	26/10/2001
HUTCHINSON AND HARLOW PTY LIMITED ACN 003407421	90460	26/11/2001
IPM SECURITIES PTY LTD ACN 010855991	90479	24/10/2001
PLAN B INSURANCE BROKERS PTY LTD ACN 009311611	90471	13/11/2001
QUINTESSENTIAL WEALTH LIMITED ACN 096284383	90480	12/11/2001
RABO FINANCIAL ADVISORS LIMITED ACN 096538288	90482	28/11/2001
SIMEONE INSURANCE BROKERS PTY. LTD. ACN 008102921	90263	28/11/2001
STRATEGIC PROJECT MARKETING LTD ACN 081043521	90380	19/10/2000

01/1553

**Australian Securities and Investments Commission
Insurance (Agents and Brokers) Act 1984
Subsection 21(5)
Renewal of Registration of General Insurance Broker**

Pursuant to subsection 21(5) of the Insurance (Agents and Brokers) Act 1984 ("the Act"), the Australian Securities and Investments Commission hereby gives notice that the registration of the persons mentioned in the schedule was renewed, pursuant to subsection 21(1A) of the Act, in relation to general insurance business with effect from the date specified.



Dorothy Kaye Guy
A delegate of the
Australian Securities and Investments Commission

SCHEDULE

Broker Name	Ref.	Effective Date
ACEDRIFT INSURANCE BROKERS PTY LTD ACN 058445766	20905	08/11/2001
ACTU INSURANCE BROKING PTY LIMITED ACN 069795875	20790	08/11/2001
AIB PTY LTD ACN 009635527	80007	19/08/2001
ALFA INSURANCE BROKERS PTY LTD ACN 003191419	20929	04/05/2001
ALLFREIGHT FINANCE & INSURANCE SERVICES PTY LTD ACN 083945180	30646	14/11/2001
ANDERS STUART (AUST) PTY LTD ACN 005498439	30118	08/12/2001
ANDY TYLER INSURANCE BROKERS PTY LTD ACN 002129517	20020	31/07/2001
API PROMOTIONS PTY LTD ACN 010096821	40185	16/10/2001
ARCURI & ASSOCIATES PTY LTD ACN 006299298	30176	22/08/2001
ATIA UNDERWRITING MANAGERS PTY LTD ACN 005560663	30561	26/10/2001
AUSTRALIAN INSURANCE AGENCY POOL PTY LTD ACN 067681994	20766	14/08/2001
AVIATION OFFICE OF AUSTRALIA PTY LTD ACN 002490584	20675	09/11/2001
BALLYGLISHEEN PTY LTD ACN 075780353	40327	02/11/2001
BOB RODGERS PTY LTD ACN 006563971	30078	22/08/2001
BRICHER PTY LTD ACN 006311502	30352	25/08/2001
BROOKMAN PORTER PTY LTD ACN 009443663	60114	20/09/2001
CAPITAL MUTUAL INSURANCE BROKERS PTY LTD ACN 005958467	30404	06/09/2001
CARGAN PTY LTD ACN 069855901	60158	30/09/2001
CARRINGTON WHITTAKER INSURANCE BROKERS PTY LTD ACN 002507637	20282	05/09/2001
CHARLES MCMILLAN & ASSOCIATES PTY LTD ACN 005376081	30160	22/08/2001
CITY ACCEPTANCE CORPORATION PTY LIMITED ACN 003888917	20856	07/11/2001
CITY RURAL INSURANCE BROKERS PTY LTD ACN 074444296	50167	07/08/2001
CLARK POLLARD & CO PTY LTD ACN 003070915	20082	31/07/2001
COLLINS HOUSE FINANCIAL SERVICES PTY LTD ACN 085507731	30632	30/07/2001
CONCORDE INSURANCE BROKERS PTY LTD ACN 010593585	40050	26/09/2001
CORPORATE UNDERWRITING AGENCIES PTY LTD ACN 002809298	20163	21/09/2001
COUNTRYWIDE TOLSTRUP (BWB) PTY LTD ACN 089418842	30639	30/09/2001
CREDITLINE INSURANCE BROKERS PTY LTD ACN 007438413	30408	27/09/2001
D'ANGELO, VINCENT	30468	01/07/2001
DENARVAL PTY LTD ACN 061968090	20727	17/11/2001
DOUG YUEN INSURANCE BROKERS PTY LTD ACN 009630933	80002	15/05/2001
DRUMMOND PORTER PTY LTD ACN 003756358	20190	03/07/2001
EAST WEST INSURANCE BROKERS PTY LTD ACN 010630092	40057	22/08/2001
FERGUSONS INSURANCE BROKERS PTY LTD ACN 005318936	30115	24/09/2001
FINN FOSTER AND ASSOCIATES PTY LTD ACN 001766776	20054	08/08/2001
FINSURA INSURANCE BROKING (AUSTRALIA) PTY LTD ACN 003334763	20479	25/09/2001
FIRE & GENERAL INSURANCE BROKERS PTY LTD ACN 069889587	20789	17/09/2001
FORBES GEAR PTY LTD ACN 007225336	30381	10/10/2001
FREEMAN MCMURRICK PTY LTD ACN 006767540	30333	30/11/2000
G. HONAN & ASSOCIATES (VIC) PTY LTD ACN 005372396	30137	05/09/2001
GAINSOON PTY LTD ACN 089728067	40369	26/05/2001
GANNON GROWDEN SCHONELL PTY LTD ACN 009248837	60155	01/08/2001
GB HISCOCK INSURANCE BROKERS PTY LTD ACN 006548107	30080	05/09/2001

Includes registrations processed by: 29/11/2001 9:33:41 AM

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GIBSON INSURANCE BROKERS PTY LTD ACN 050099771	20597	01/11/2001
GORDON WILSON & ASSOCIATES PTY LTD ACN 010096376	40026	22/08/2001
GOW-GATES INSURANCE BROKERS (AUSTRALASIA) PTY LTD ACN 069562787	20780	01/08/2001
GRAEME BARTLETT AND ASSOCIATES PTY LTD ACN 001802491	20099	25/09/2001
GRAHAM HERRING INSURANCE BROKERS PTY LTD ACN 001643161	20102	02/09/2001
GRAMON INSURANCE AGENCIES PTY LIMITED ACN 003561304	20667	14/08/2001
GREATER NATIONAL LTD ACN 006245843	30175	08/08/2001
GRIFFITHS GOODALL INSURANCE BROKERS PTY LTD ACN 007198343	30370	03/07/2001
GUELF, GRAEME	60168	29/07/2001
HALEY, MICHAEL JAMES ACN 000000000	20923	06/03/2001
HAWKSFORD, GARY PAUL	20720	28/10/2001
HAWKSFORD, MICHAEL	20721	28/10/2001
HC ISERT INSURANCE BROKERS PTY LTD ACN 000611058	20273	13/11/2001
HOPE ISLAND INSURANCE BROKERS PTY LTD ACN 006245503	40184	06/09/2001
IFS INSURANCE BROKING PTY LIMITED ACN 070588108	20786	08/11/2001
INSTRAT INSURANCE BROKERS PTY LTD ACN 088119297	30641	04/10/2001
INSURANCE BROKING QUEENSLAND PTY LTD ACN 009937679	40084	10/10/2001
INSURANCE HOUSE PTY LTD ACN 006500072	30187	24/09/2001
INSURANCE SOLUTIONS CORPORATION PTY LTD ACN 058315067	30491	19/02/2001
INSURANCE WATCH PTY LTD ACN 073368171	30636	15/09/2001
JARDINE LLOYD THOMPSON PTY LTD ACN 009098864	20315	07/11/2000
JARDINE LLOYD THOMPSON PTY LTD ACN 009098864	20315	07/11/2001
JMD ROSS INSURANCE BROKERS PTY LTD ACN 001706289	20071	10/10/2001
JOHN BERNARD & ASSOCIATES PTY LTD ACN 005580923	30159	26/09/2001
JOHN BOURKE INSURANCE BROKER PTY LTD ACN 010622929	40038	24/09/2001
JOHN TANNOCK INSURANCE BROKERS PTY LTD ACN 010333258	40012	30/09/2001
JW BELL AND ASSOCIATES PTY LTD ACN 010032818	40032	08/08/2001
KINNANE INSURANCE BROKERS PTY LTD ACN 078196657	30603	09/09/2001
KUNDE, BRIAN ALFRED ACN 000000000	40407	16/11/2001
LBA INSURANCE BROKERS PTY LTD ACN 006963088	30372	07/07/2001
LEBRINA PTY LTD ACN 010067955	40055	04/11/2001
LEGALSURE INVESTMENTS PTY LTD ACN 085870015	40376	05/10/2001
LIBERTY GENERAL & LIFE INSURANCE BROKERS PTY LTD ACN 003050495	20330	08/12/2001
LILLINGSTON & MARSHALL INSURANCE BROKERS PTY LTD ACN 007323622	30398	02/07/2001
LIVERPOOL INSURANCE BROKERS PTY LTD ACN 002127915	20048	08/08/2001
LUNDIE INSURANCE BROKERS PTY LTD ACN 006583464	30182	21/09/2001
MALCOLM HUTSON & ASSOCIATES PTY LTD ACN 006637556	30405	27/08/2001
MCCORMICK HARRIS & ASSOCIATES PTY LTD ACN 072917205	30577	02/07/2001
MCNAUGHTON GARDINER INSURANCE BROKERS PTY LTD ACN 070159492	60160	22/09/2001
METROPOLITAN INSURANCE BROKERS PTY LTD ACN 007685145	50031	07/12/2001
MILLER & ASSOCIATES INSURANCE BROKING PTY LIMITED ACN 089245465	20907	01/11/2001
NATIONAL CORPORATE BROKING PTY LIMITED ACN 053393230	20638	23/11/2001
NETWORK INSURANCE BROKERS AUSTRALIA PTY LTD ACN 005440193	30552	02/07/2001
NORTH COAST INSURANCE BROKERS PTY LTD ACN 003005927	20264	08/12/2001
NORTHERN INSURANCE BROKERS PTY LTD ACN 079662329	40343	27/02/2001
ORR'S & ASSOCIATES PTY LTD ACN 006438053	30062	30/09/2001
OVIB PTY LTD ACN 079732264	30607	01/11/2001
OWNER BUILDER INSURANCE SERVICES PTY LIMITED ACN 055450970	20724	02/11/2001
OXLEY INSURANCE BROKERS PTY LTD ACN 003010151	20237	14/11/2001
P.A.S. PERSONNEL (NSW) PTY LIMITED ACN 003503455	20550	11/05/2001
PALMCOVE ENTERPRISES PTY LTD ACN 084997384	60188	31/08/2000
PALMCOVE ENTERPRISES PTY LTD ACN 084997384	60188	23/11/2001
PETER L BROWN & ASSOCIATES PTY LTD ACN 003277969	20477	31/08/2001
POLLARD ADVISORY SERVICES PTY LTD ACN 052049082	30435	01/07/2001
PRIBEN PTY LTD ACN 050199730	30401	27/09/2001
PRIMARY INSURANCE BROKERS OF AUSTRALIA PTY LTD ACN 050214554	20619	17/07/2001
PROFESSIONAL INSURANCE BROKERS (N S W) PTY LTD ACN 003068540	20157	26/09/2001
RASILE & ASSOCIATES PTY LTD ACN 006354712	30537	03/11/2001
RIDAY NOMINEES PTY LTD ACN 009032437	60011	30/09/2001
RODERICK INSURANCE BROKERS PTY LTD ACN 006514236	30475	14/08/2001
ROSS NOTLEY INSURANCE SERVICES PTY LTD ACN 060777022	20715	04/12/2001
RZEMIENIUK, HENRY	50092	26/09/2001
RZEMIENIUK, VERNA MARGARET	50117	21/04/2001
SCARBOROUGH INSURANCE BROKING PTY LTD ACN 010760773	40238	14/10/2001
SHEROHN PTY LTD ACN 059846909	50146	02/07/2001

SHORTLAND INSURANCE BROKERS (CENTRAL COAST) PTY LTD ACN 003096302	20151	07/12/2001
SIMEONE INSURANCE BROKERS PTY. LTD. ACN 008102921	50047	26/09/2001
SOUTHERN CROSS INSURANCE BROKERS PTY LTD ACN 053555730	40190	05/11/2001
SOUTHPOINT INSURANCE BROKERS PL ACN 092927501	20934	28/06/2001
SSAA INSURANCE BROKERS PTY LTD ACN 077822970	50172	13/11/2001
STRATEGIC INSURANCE & RISK SOLUTIONS PTY LTD ACN 090951590	30659	04/09/2001
SUNSET COAST NOMINEES PTY LTD ACN 080988763	60184	09/06/2001
THOMAS INSURANCE BROKERS PTY LTD ACN 007745566	50017	22/08/2001
TRIDENT INSURANCE BROKERS PTY LTD ACN 066347224	60150	08/10/2001
UNIRITE AUSTRALIA PTY LTD ACN 009453730	60112	01/07/2001
VERRELL INSURANCE BROKERS PTY LTD ACN 078972700	30598	01/07/2001
W.B.-ALL RISKS MANAGEMENT PTY LTD ACN 074337394	40321	16/08/2001
W.B.H. PTY LTD ACN 008908852	60020	10/10/2000
W.B.H. PTY LTD ACN 008908852	60020	10/10/2001
WAGLAND SALTER & ASSOCIATES PTY LTD ACN 001651574	20028	31/07/2001
WEBMERE PTY LTD ACN 010932171	40139	01/07/2001
WHITBREAD ASSOCIATES PTY LTD ACN 005490228	30085	10/10/2001
WIDELAND INSURANCE BROKERS PTY LTD ACN 078758933	40337	01/07/2001
WILLIS AUSTRALIA LIMITED ACN 000321237	20153	29/09/2001

01/1554

**Australian Securities and Investments Commission
Insurance (Agents and Brokers) Act 1984
Subsection 21(5)
Renewal of Registration of Life Insurance Broker**

Pursuant to subsection 21(5) of the Insurance (Agents and Brokers) Act 1984 ("the Act"), the Australian Securities and Investments Commission hereby gives notice that the registration of the persons mentioned in the schedule was renewed, pursuant to subsection 21(1A) of the Act, in relation to life insurance business with effect from the date specified.



Dorothy Kaye Guy
A delegate of the
Australian Securities and Investments Commission

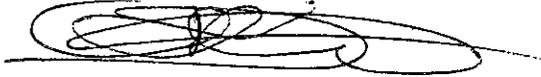
SCHEDULE

Broker Name	Ref.	Effective Date
ABN AMRO MORGANS FINANCIAL PLANNING PTY LTD ACN 072002441	90217	15/11/2001
AUSTRALIAN FINANCIAL SECURITIES PTY LTD ACN 081477796	90311	10/09/2001
AUSTRALIAN FINANCIAL SERVICES PTY LTD ACN 055796211	90219	29/10/2001
BASINGHALL PARTNERS PTY LTD ACN 056866561	90316	19/10/2001
COLLINS HOUSE FINANCIAL SERVICES PTY LTD ACN 085507731	90307	30/07/2001
CWT FINANCIAL SOLUTIONS PTY LTD ACN 073043295	90212	18/07/2001
HAINTZ FINANCIAL SERVICES PTY LTD ACN 080138343	90270	15/10/2001
HLG AUSTRALASIA PTY LIMITED ACN 000951146	90221	13/12/2001
HORWATH FINANCIAL SERVICES PTY LTD ACN 005419572	90356	19/09/2001
INSURANCE WATCH PTY LTD ACN 073368171	90313	15/09/2001
LIVERPOOL INSURANCE BROKERS PTY LTD ACN 002127915	90010	03/10/2001
LYNX FINANCIAL SERVICES PTY LTD ACN 004937704	90322	09/11/2001
MANAGED LIFE BROKERS PTY LTD ACN 010304319	90053	21/10/2001
MARTIN INSURANCE BROKERS PTY LTD ACN 007425363	90388	07/11/2001
MCEWEN INVESTMENT SERVICES PTY LIMITED ACN 059850038	90171	25/08/2001
NETWORK LICENCES PTY LTD ACN 087377357	90303	02/07/2001
NSP BUCK BROKING PTY LIMITED ACN 064012264	90149	23/11/2001
PLEXUS FINANCIAL SERVICES (AUST) PTY LTD ACN 001333704	90056	29/07/2001
PSI INVESTMENTS PTY LTD ACN 003404715	90362	20/07/2001
QPLAN FINANCIAL SERVICES PTY LTD ACN 010797270	90139	09/08/2001
STRATEGIC FINANCIAL MANAGEMENT PTY LTD ACN 069987748	90266	23/11/2001
SYMES WARNE & ASSOCIATES LIMITED ACN 002495098	90144	28/08/2001
TASMAN FINANCIAL PLANNING PTY LTD ACN 001681107	90160	18/07/2001
THE SALISBURY GROUP PTY LIMITED ACN 089332918	90358	21/08/2001
WILLIAM M MERCER PTY LTD ACN 005315917	90167	26/10/2001
WSP FINANCIAL SERVICES PTY LTD ACN 079487317	90309	07/09/2001

01/1555

**Australian Securities and Investments Commission
Insurance (Agents and Brokers) Act 1984
Subsection 21(5)
Voluntary Cancellation of Registration of General Insurance Broker**

Pursuant to subsection 21(5) of the Insurance (Agents and Brokers) Act 1984 ("the Act"), the Australian Securities and Investments Commission ("the Commission") hereby gives notice that, pursuant to subsection 21(4) of the Act, the Commission cancelled the registration of the persons mentioned in the schedule with effect from the date specified.



*Dorothy Kaye Guy
A delegate of the
Australian Securities and Investments Commission*

SCHEDULE

Broker Name	Ref.	Effective Date
NEWCASTLE INSURANCE BROKERS PTY LTD ACN 002559882	20059	23/11/2001
AUSTRALIAN PROFESSIONAL INSURANCE BROKERS PTY LTD ACN 080125426	20852	03/10/2001
TERRY ANDERSON & ASSOCIATES PTY LTD ACN 007284102	30464	09/11/2001

01/1556

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

Pursuant to subsection 741(1) of the *Corporations Act 2001* ("the Act"), the Australian Securities and Investments Commission ("ASIC") exempts GasNet Australia Limited (ACN 096 457 868), its agents and associates from subsection 734(2) of the Act in the case referred to in the Schedule.

Schedule

Advertisements in *The Age*, *Sydney Morning Herald*, *Financial Review* and *Melbourne Herald Sun* newspapers on or about 6 December 2001, copies of which are lodged with ASIC on or about 6 December 2001, that refer to a prospectus ("Prospectus") offering units in the GasNet Australia Trust (ARSN 097 326 013). These advertisements offer a right of withdrawal to persons who had applied for units under the Prospectus.

Dated 5th December 2001

Merinda Northrop.....

Signed by Merinda Northrop

as delegate of the Australian Securities and Investments Commission



01/1557

ASIC

Australian Securities & Investments Commission

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

Under subsection 741(1) of the Corporations Act 2001 (Act) the Australian Securities and Investments Commission (ASIC) hereby declares that Chapter 6D of the Act applies to all persons in relation to an offer made in or accompanied by the disclosure document specified in the Schedule A in the case referred to in Schedule B as if a reference to:

- (a) disclosure document in paragraphs 723(1)(a), 728(1)(a) and 728(1)(b) of the Act;
- (b) prospectus in paragraph 723(1)(a) of the Act; and
- (c) a copy of a prospectus in subsections 721(3) and 727(2) of the Act,

includes a reference to a document or copy of a document that differs from the disclosure document, prospectus, profile statement or offer information statement lodged with ASIC to the following extent:

- (d) in the document referred to in Schedule A ("the prospectus"), the expiry date should read "January 2003", rather than "January 2002".

SCHEDULE A

The Prospectus lodged on 3 December 2001 by Citigroup Asset Management Australia Limited (ACN 004 835 849) to offer units in the Citigroup Property Securities Trust (ARSN 088 677 187).

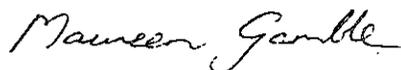
SCHEDULE B

All offers made in or accompanied by the disclosure document where:

- (a) no application form is attached to the disclosure document lodged with ASIC;
- (b) no application form has been distributed with the disclosure document or a copy of the disclosure document prior to the date of this instrument; and
- (c) any application form accompanying the disclosure document or a copy of the disclosure document on or after the date of this instrument discloses the difference between the disclosure document and the disclosure document lodged with ASIC.

01/1557

Dated this 11th day of December 2001.



Signed by Maureen Gamble
as a delegate of the Australian Securities and Investments Commission

01/1558

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

Pursuant to subsection 655A(1) of the *Corporations Act 2001* ("Act") the Australian Securities and Investments Commission ("Commission") declares that Chapter 6 of the Act applies in relation to the person specified in Schedule A in the case referred to in Schedule B as if subsection 650C(1) was modified by inserting the words "the next day after" before "the end of the offer period".

Schedule A

Kreglinger (Australia) Pty Limited (ACN 000 006 557) ("Bidder")

Schedule B

A notice of variation lodged by the bidder on 11 December 2001 in relation to a takeover bid for Pipers Brook Vineyard Limited (ACN 009 499 754) where:

(a) Paragraphs 650D(1)(a), 650D(1)(b) and subparagraph 650D(c)(i) are complied with on 11 December 2001.

(b) Subparagraph 650(1)(c)(ii) is complied with on 11 December 2001 or 12 December 2001.

Dated 11 December 2001



Allan John Bulman
as delegate of the Australian Securities and Investments Commission

01/1559

**Australian Securities And Investments Commission
Corporations Law - Section 741 - Declaration**

Pursuant to section 741(1)(b) of the *Corporations Act 2001* ("Act") the Australian Securities and Investments Commission ("Commission") declares that Chapter 6D of the Act applies in relation to the person named in Schedule A, in the case referred to in Schedule B, as if section 711 of the Act were modified by:

1. Inserting "at any time during the last 2 years" after "the nature and value of any benefit anyone has given or agreed to give" at the end of the first sentence in subsection 711(3).
2. Inserting a new subsection 711(3A) in the same terms as the unmodified subsection 711(3), except for:
 - replacing "the" where it first occurs with "any material";
 - inserting before "benefit" where it first occurs "material"; and
 - the insertion of "at any time during the last 5 years" after the words "the nature and value of any benefit anyone has given or agreed to give" at the end of the first sentence.
3. Inserting, "(3A)" after "subsection (2)" in subsection 711(4).

Schedule A

Banksia Securities Limited (ACN 004 736 458)

Schedule B

An offer for debentures by Banksia Securities Limited pursuant to a the prospectus has been lodged on or about the date of this instrument:

Dated this 11th day of December 2001

Signed by ... *M. A. A. A.*

as a delegate of the Australian Securities & Investments Commission

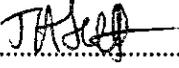
01/1560

**Australian Securities & Investments Commission
Corporations Act Section 825
Order Revoking Licence**

TO: Maxim Management Ltd, ACN: 091 003 459 ("the Licensee")
Level 9
1 York Street
Sydney NSW 2000

Pursuant to paragraph 825(a) of the Corporations Act, the Australian Securities and Investments Commission hereby revokes Licence Number 194411 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 13th day of December 2001

Signed 

Jeffrey Albert Scott, a delegate of the Australian Securities and Investments Commission

0 1 / 1 5 6 1

**Australian Securities & Investments Commission
Corporations Act Section 825
Order Revoking Licence**

TO: OUB Australia Securities Pty Ltd, ACN: 003 087 723 ("the Licensee")
12th Floor
53 Martin Place
SYDNEY NSW 2000

Pursuant to paragraph 825(a) of the Corporations Act, the Australian Securities and Investments Commission hereby revokes Licence Number 15811 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 14th day of December 2001

Signed
Jeffrey Albert Scott, a delegate of the Australian Securities and Investments Commission

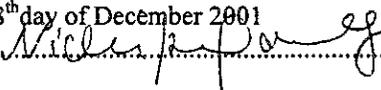
01/1562

**Australian Securities & Investments Commission
Corporations Act Section 825
Order Revoking Licence**

TO: Jardine Fleming Australia Investment Management Pty Ltd, ACN: 003 411 176 ("the Licensee")
Level 23
600 Bourke Street
MELBOURNE VIC 3000

Pursuant to paragraph 825(a) of the Corporations Act, the Australian Securities and Investments Commission hereby revokes Licence Number 180378 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 18th day of December 2001

Signed 

Nicki Konstantopoulos, a delegate of the Australian Securities and Investments Commission

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

01/1568

Under paragraph 601QA(1)(a) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the person specified in Schedule A from paragraph 601FC(1)(d) of the Act in the case specified in Schedule B, in relation to the registered managed investment schemes specified in Schedule C, on the conditions set out in Schedule D and for so long as they are met.

Schedule A

State Street Services Limited ACN 087 786 123 ("the "responsible entity").

Schedule B

The responsible entity prevents a member from withdrawing from the Scheme who is not a Qualifying Australian Resident (the "arrangement").

Schedule C

streetTRACKS S&P/ASX 50 Fund ARSN 097 712 420 and streetTRACKS S&P/ASX 200 Fund ARSN 097 712 377 (each a "Scheme").

Schedule D

1. The disclosure document for the Scheme discloses full particulars of the arrangement; and
2. Units in the Scheme remain quoted on the Australian Stock Exchange.

Interpretation

For the purposes of this instrument:

Financial Year means:

- (a) for the first financial year of a Scheme, the period from the establishment of the Scheme to the next 30 June;
- (b) for the last financial year of a Scheme, the period from 1 July before the date the Scheme terminates to the date of distribution on winding up of the Scheme; and
- (c) in all other circumstances, the 12 month period ending on 30 June in each year.

Qualifying Australian Resident, at a time, means a member who:

- (a) for the period of the current Financial Year preceding the particular time, is an Australian resident for the purpose of the Tax Act; and
- (b) provides an undertaking to the responsible entity, in a form acceptable to the responsible entity, that for the remainder of the Financial Year the person will continue to be an Australian resident for the purpose of the Tax Act.

Tax Act means the Income Tax Assessment Act 1936 ("1936 Act"), the Income Tax Assessment Act 1997 ("1997 Act") or both the 1936 Act and the 1997 Act, as appropriate.

Dated 15 August 2001



Signed by Maree Therese O'Brien
as Delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission
Corporations Act 2001
Paragraphs 741(1)(a) Exemption

01/1569 -

Pursuant to paragraph 741(1)(a) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the person specified in Schedule A in relation to the registered managed investment schemes specified in Schedule B from subsections 711(5) and 723(3) and paragraph 724(1)(b) of the Act in respect of the offer of securities and the issue or transfers of units in the schemes under a prospectus specified under Schedule C on the conditions set out in Schedule D and for so long as they are met.

Schedule A

State Street Services Limited ACN 31 087 786 123 ("SSSL").

Schedule B

streetTRACKS S&P/ASX 50 Fund ARSN 097 712 420 and streetTRACKS S&P/ASX 200 Fund ARSN 097 712 377 ("the Schemes")

Schedule C

Any prospectus under Chapter 6D of the Act ("a prospectus") relating to the issue of units in the Schemes before the Schemes are admitted to the official list of the Australian Stock Exchange (the "Initial Primary Issue") or subsequent issue of units (the "Ongoing Primary Issue"), or both where the prospectus relates to an offer to brokers.

Schedule D

1. The offers relating to the Initial Primary Issue and Ongoing Primary Issue are made by SSSL pursuant to a prospectus under Chapter 6D of the Act.
2. Subsections 711(5) and 723(3) and paragraph 724(1)(b) of the Act apply in relation only to the Initial Primary Issue.
3. The units comprising the Ongoing Primary Issue must be quoted on the Australian Stock Exchange within seven days of the date of issue of the units.

Dated 15 August 2001



Signed by Maree Therese O'Brien
as Delegate of the Australian Securities and Investments Commission

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

01/1570

Pursuant to paragraph 601QA(1)(a) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the person named in Schedule A in relation to the constitutions specified in Schedule B ("Constitutions") in the cases specified in Schedule C from the requirement to convene a meeting to pass a special resolution under section 601GC(1) so long as the condition in Schedule D is met.

Schedule A

State Street Services Limited (ACN 087 786 123) ("Responsible Entity") as responsible entity of the streetTRACKS S&P/ASX 50 Fund (ARSN 097 712 420) and the streetTRACKS S&P/ASX 200 Fund (ARSN 097 712 377) ("Schemes")

Schedule B

The deed polls declared by the Responsible Entity each dated 31 July 2001, as amended, constituting the Schemes.

Schedule C

The proposed amendment of the Constitutions for the Schemes by the Responsible Entity relating to the:

- (i) timing of receipt of withdrawal requests; and
- (ii) method of calculation of the remuneration of the responsible entity.

Schedule D

State Street Global Advisors, Australia, Limited (ACN 003 914 225), being the sole member of the Schemes, after having received full information about the amendments of the Constitutions, consents in writing to the amendments relating to the timing of receipt of withdrawal requests and the method of calculation of the Responsible Entity's remuneration.

Dated this 22nd day of August 2001



Signed by Maree Therese O'Brien
as delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission
Corporations Act — Subsection 741(1)(a) — Exemption

01/1571

Pursuant to subsection 741(1)(a), the Australian Securities and Investments Commission exempts the person specified in Schedule A (the "issuer"), in the case referred to in Schedule B, from Parts 6D.2 and 6D.3 (other than sections 736 and 738 of the Corporations Act (the "Act")).

SCHEDULE A

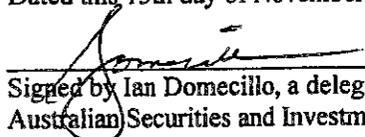
GPT Management Limited (ACN 000 335 473), the responsible entity of the General Property Trust (ARSN 090 110 357) (the "scheme"), which is admitted to the official list of Australian Stock Exchange Limited.

SCHEDULE B

A written offer for the issue of units in the scheme (the "offer") where the following requirements are met at the time that the offer is made:

- (a) units in the scheme are quoted on the stock market of the Australian Stock Exchange Limited and trading in those units is not suspended.
- (b) none of the following provisions have been contravened in relation to the issuer in the previous 12 months.
 - (i) a provision of Chapter 2M;
 - (ii) section 1001A or 1001B;
 - (iii) section 724;
 - (iv) section 728.
- (c) the offer is made to each person who holds units in the scheme, and whose address (as recorded in the issuer's register of members) is in a jurisdiction in which it is lawful and practical for the issuer to offer and issue units in the scheme to that holder, in the reasonable opinion of the issuer;
- (d) the offer is made on the same terms and conditions to each person in (c) above and on a non-renounceable basis;
- (e) the issue price of the units in the scheme is less than the market price during a specified period in the 30 days prior to either the date of the offer or the date of the issue;
- (f) a person may not subscribe more than \$3000 in any consecutive 12 month period; and
- (g) the written offer document contains the following information:
 - (i) the method used to calculate the issue price and the time when this price will be determined;
 - (ii) a statement describing the relationship between the issue price and market price; and
 - (iii) disclosure of the risk that the market price may change between the date of the offer and the date when units are issued to a subscriber under the offer, and the effect this would have on the price or value of the units, which the subscriber would receive.

Dated this 13th day of November 2001


Signed by Ian Domicillo, a delegate of the
Australian Securities and Investments Commission.

01/1572

Australian Securities and Investments Commission
Corporations Act- Subsection 741(1) – Exemption

Pursuant to subsection 741(1) of the Corporations Act 2001 (the "Act"), the Australian Securities and Investments Commission exempts the person specified in Schedule A ("Issuer"), in the case referred to in Schedule B, from Parts 6D.2 and 6D.3 (other than sections 736 and 738) of the Corporations Act ("the Act").

References in this instrument to statutory provisions are to the Corporations Act, and references to the Issuer making an offer for the subscription of Units include the issuer giving an invitation to subscribe for those Units (see also section 110B and 700(2)).

SCHEDULE A

Investa Properties Limited (ACN 084 407 241) ("IPL"), in its personal capacity and as the responsible entity of the Investa Property Trust (ARSN 088 705 882) ("IPT").

SCHEDULE B

A written offer for the issue of stapled securities of IPL and IPT ("the offer") where the following requirements are met at the time that the offer is made:

- (a) The stapled securities are quoted on the stock market of the Australian Stock Exchange Limited and trading in the stapled securities is not suspended.
- (b) None of the following provisions have been contravened in relation to the issuer in the previous 12 months.
 - (i) a provision of chapter 2M;
 - (ii) section 1001A or 1001B;
 - (iii) section 724;
 - (iv) section 728.
- (c) The offer is made pursuant to a scheme under which:
 - (i) an offer is made to each person who holds stapled securities in that class, and whose address (as recorded in the issuers' register of members) is in a jurisdiction in which it is lawful and practical for the issuer to offer and issue stapled securities to that holder, in the reasonable opinion of the issuer;
 - (ii) each offer is made on the same terms and conditions to each person in (c) above and on a non-renounceable basis;
 - (iii) the issue price of the stapled securities is less than the market price during a specified period in the 30 days prior to either the date of the offer or the date of the issue;
 - (iv) a person may not subscribe more than \$3000 in the offer in any consecutive 12 month period.

01/1572 -

(iv) a person may not subscribe more than \$3000 in the offer in any consecutive 12 month period.

(d) The written offer document of the offer contains the following information:

(i) the method used to calculate the issue price and the time when this price will be determined

(ii) a statement describing the relationship between the issue price and market price; and

(iii) disclosure of the risk that the market price may change between the date of the offer

Dated the 15th day of November 2001



Signed by Bryce Wilson
as delegate of the Australian Securities and Investments Commission



01/1573

ASIC

Australian Securities & Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Section 1190**

Order Revoking Licence

TO: Saunders Capital Management Pty Limited ("the Licensee")
Suite 615 Pacific Trade Centre
368 Sussex Street
SYDNEY NSW 2000

Whereas:

1. Licence Number 192409 ("the Licence") was issued to the Licensee on 25 November 1999 pursuant to section 1145 of the old Corporations Law.
2. The Licensee asked the Australian Securities & Investment Commission to revoke the Licence by letter dated 2 November 2001.

Pursuant to section 1190 of the Corporations Act 2001 the Australian Securities and Investments Commission hereby revokes the Licence with effect from the date upon which this order is served on the Licensee.

Dated this *26* day of *November* 2001.

Signed *Judith Mulvena*

Judith Mulvena, a delegate of the Australian Securities and Investments Commission



01/1574

ASIC

Australian Securities & Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Section 1190**

Order Revoking Licence

TO: Salomon Smith Barney Australia Capital Markets Pty Limited
("the Licensee")
Level 24, Citigroup Centre
2 Park Street
SYDNEY NSW 2000

Whereas:

1. Licence Number 11993 ("the Licence") was issued to the Licensee on 8 August 1988 pursuant to the Futures Industry (NSW) Code.
2. The Licensee asked the Australian Securities & Investment Commission to revoke the Licence by letter dated 22 October 2001.

Pursuant to section 1190 of the Corporations Act 2001 the Australian Securities and Investments Commission hereby revokes the Licence with effect from the date upon which this order is served on the Licensee.

Dated this *27* day of *November* 2001.

Signed *Judith Mulvena*

Judith Mulvena, a delegate of the Australian Securities and Investments Commission

01/1575

**Australian Securities and Investments Commission
Corporations Law
Paragraphs 601QA(1)(b) - Declaration**

Under paragraph 601QA(1)(b) of the Corporations Act (the Act) the Australian Securities and Investments Commission (the Commission) hereby declares that the provisions of Chapter 5C of the Corporations Act apply in respect of the person referred to in Schedule A in respect of the registered managed investment scheme mentioned in Schedule B in the case mentioned in Schedule C as follows:

1. Delete Part 5C.6.
2. In paragraph 601GA(4)(b), delete the words "if the right may be exercised while the scheme is liquid (as defined in section 601KA)" and replace "; and" with "."
3. Delete section 601GA(4)(c).

Schedule A

Westfield Management Limited (ACN 001 670 579)

Schedule B

A trust called Bondi Junction Trust (ARSN 093 553 756) (Fund) in which, at the time the Proposal is implemented:

1. The unitholders are sophisticated wholesale investors; and
2. There are no more than 2 unitholders.

Schedule C

A withdrawal of units in the Fund by a 50% owner of units as part of the Proposal whereby Westfield Management Limited as the remaining beneficial owner subscribes for additional units to fund the withdrawal, and on completion of the Proposal, becomes the ultimate owner of the Fund.

Interpretation:

In this instrument of relief:

"Proposal" means a proposal:

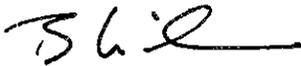
1. in respect of which all unitholders in the Fund have consented in writing;
2. where Westfield Management Limited in its capacity as trustee of Westfield Sub Trust F will subscribe for units equal in number to 50% of the units on issue in the Fund, with those subscription moneys to be applied by the responsible entity of the Fund to fund the withdrawal of 50% of the number of units in the Fund immediately prior to Westfield Management Limited's application to subscribe;

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3. under which the calculation of the issue and redemption prices for units that are to be redeemed and issued in accordance with paragraph 2:
 - (a) have been agreed between the responsible entity, the unitholders and Westfield Management Limited in its capacity as trustee of Westfield Sub Trust F on arm's length terms;
 - (b) have been calculated in accordance with the constitution for the Fund which permits all the unitholders to consent to issue prices and redemption prices; and
 - (c) are consistent with the most recent valuation for the property which is the main asset of the Fund which has been prepared by an independent valuer and is not more than three months old.

4. which will not diminish the assets of the Fund.

Dated the 29th November 2001



Signed by Bryce Wilson
as delegate of the Australian Securities and Investments Commission

01/1576

Australian Securities and Investments Commission
Corporations Act – Subsection 741(1) Exemption

Pursuant to subsection 741(1) of the Corporations Act (the "Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the person specified in Schedule A (the "responsible entity") from subsections 723(1) and 734 of the Act (as modified in its application to the person specified in Schedule A by ASIC Class Order 00/217) in the case referred to in Schedule B and subject to the condition referred to in Schedule C.

Schedule A

Westpac Financial Services Limited (ACN 000 241 127) as the responsible entity of the following schemes (each a "scheme") offered through the Westpac Investor Choice Portfolio Prospectus dated 30 August 2001 (the "prospectus"):

- Westpac Dynamic Growth Fund (ARSN 088 185 059)
- Westpac Balanced Growth Fund (ARSN 088 162 118)
- Westpac Moderate Growth Fund (ARSN 088 185 442)
- Westpac Conservative Growth Fund (ARSN 088 184 016)
- Westpac Money Market Fund (ARSN 088 187 928)
- Westpac Sustainability Fund – Australian Shares (ARSN 097 963 329)
- Westpac Sustainability Fund – International Shares (ARSN 097 963 481)
- Westpac International Share Fund (ARSN 088 187 599)
- Westpac Australian Property Securities Fund (ARSN 088 186 770)
- Westpac Australian Bond Fund (ARSN 088 185 826)
- Westpac All Australian Tax Effective Share Fund (ARSN 091 421 055)
- Westpac All Australian Growth Share Fund (ARSN 091 421 055)

Schedule B

- (a) A person who already holds an interest in a scheme ("Holder") offered through the prospectus who applies for an interest in any of the schemes offered (the "new investment") through the prospectus; or
- (b) The sending of any notice to any Holder.

Schedule C

If, at the time a Holder makes an application for new investment:

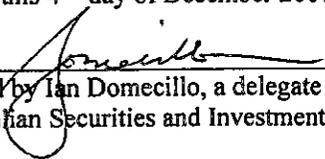
- (a) the responsible entity has lodged with ASIC a replacement or supplementary prospectus in respect of the prospectus; and
- (b) the responsible entity does not believe on reasonable grounds that the most recent replacement prospectus and every supplementary prospectus relating to the prospectus has been received by the Holder (any such replacement and supplementary prospectuses which the responsible entity does not believe on reasonable grounds to have been received by the Holder are together the "missing documents"),

the responsible entity, as soon as practicable after receiving an application for new investment must:

- (a) give the Holder the missing documents; and

- (b) if any change described in the missing documents is materially adverse from the point of view of the Holder, follow the procedures described in subsection 724(2) of the Act.

Dated this 4th day of December 2001


Signed by Ian Domicillo, a delegate of the
Australian Securities and Investments Commission

01/1577

**Australian Securities and Investments Commission
Corporations Act
Paragraphs 601QA(1)(a) and (b) – Exemption and modification**

Under paragraph 601QA(1)(a) of the Corporations Act (the "Act") the Australian Securities and Investments Commission (the "Commission") exempts the person named in Schedule A (the "Responsible Entity") from the requirements of sections 601NC(2)(b) and (c), and 601NC(3) of the Act in respect of winding up the Trust named in Schedule B on the conditions set out in Schedule C.

Under paragraphs 601QA(1)(b) of the Act, the Commission declares that sections 601NC(2) and 601NC(3) of the Act are modified by:

- (i) deleting the words "; and" from section 601NC(2)(a) and replacing it with a full stop;
- (ii) deleting sections 601NC(2)(b) and (c); and
- (iii) deleting section 601NC(3).

Schedule A

AMP Henderson Global Investors Limited (ABN 59 001 777 591) (the Responsible Entity")

Schedule B

AMP Henderson Airports Fund (ARSN 097 483 997) (the "Trust")

Schedule C

1. There is only one unitholder of the Trust who is a member of the AMP Group of companies.
2. The only asset of the Trust is a nominal \$100.00 invested in order to establish the Trust.
3. The Trust has not conducted any business.
4. The nominal unit holder has consented to the winding up sought.
5. There are no liabilities of the Trust.
6. There are no creditors of the Trust.

Dated the 11th day of December 2001



Signed by Bryce Wilson
As delegate of the Australian Securities and Investments Commission

01/1578

Australian Securities and Investments Commission
Corporations Act 2001 — Paragraphs 601QA(1)(a) and 741(1)(a) — Variation

Under paragraphs 601QA(1)(a) and 741(1)(a) of the *Corporations Act 2001* and with effect from 19 December 2001, the Australian Securities and Investments Commission hereby varies Class Order 00/207 as follows:

1. in the heading, omitting the word “Law” and substituting the words “Act 2001”;
2. in the introductory text:
 - (a) omitting the words “Corporations Law (“the Law”)” and substituting the words “*Corporations Act 2001* (“the Act”)”; and
 - (b) omitting the words “of the Law” (wherever occurring) and substituting the words “of the Act”;
3. in subparagraph 11:
 - (a) omitting the word “Law” and substituting the word “Act”; and
 - (b) after the word “Regulations” inserting the text “2001”;
4. in paragraph (b) of Schedule A:
 - (a) omitting the word “Commission” and substituting the text “ASIC”; and
 - (b) omitting the word “Law” and substituting the word “Act”; and
5. in the text under the heading “Interpretation”:
 - (a) omitting from the definition of “disclosure document” the word “Law” (wherever occurring) and substituting the word “Act”; and
 - (b) omitting from the definition of “lead regulator” the words “Victorian Racing Club,” and substituting the words “Racing Victoria Limited,”.

Dated this 17th day of December 2001.



Signed by Stephen Yen
as delegate of the Australian Securities and Investments Commission

01/1579

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

Pursuant to paragraph 655A(1)(a) of the Corporations Law ("Law") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons named in Schedule A from subsection 638(5) of the Law in relation to the statements mentioned in Schedule B on the conditions specified in Schedule D, insofar as subsection 638(5) would require consent for the inclusion of those statements in the document referred to in Schedule C.

SCHEDULE A

Howard Smith Limited (ACN 004 071 845) ("Howard Smith") and its directors.

SCHEDULE B

A statement or statements made in the Target's Statement which are made in, or based on statements made in, any document or announcement by:

- (a) Wesfarmers or any of its related bodies corporate; or
- (b) any other person in relation to Wesfarmers or any of its related bodies corporate, or their assets, operations or issued securities;

where that document or announcement has been lodged with ASIC or Australian Stock Exchange Limited.

SCHEDULE C

A target's statement to be lodged with ASIC on or about the date of this instrument by Howard Smith ("Target's Statement") in response to a takeover bid by Wesfarmers Retail Pty Limited (ACN 097 092 085) ("Wesfarmers").

SCHEDULE D

1. The Target's Statement must either:

01/1579 4

- (a) inform people of their right to obtain a copy of a document referred to in Schedule B of this instrument; or
 - (b) include a copy of the document.
2. If the Target's Statement informs people of their right to obtain a copy of the document, Howard Smith must give a copy of the document free of charge to anyone who asks for it during the offer period.
3. The Target's Statement states that a person who has made a statement referred to in Schedule B of this instrument has not consented to the statement being included in or accompanying the Target's Statement in the form and context in which it is included.

Dated this 13 th day of July, 2001.



Signed by Stefan Pfeifle
a delegate of the Australian Securities and Investments Commission.

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**Australian Securities and Investments Commission
Corporations Act 2001 (Cth) - Subsections 655A(1), 669(1) and 673(1) -
Declarations**

Pursuant to subsections 655A(1), 669(1) and 673(1) of the Corporations Act 2001 (Cth) (the "Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapters 6, 6A and 6C of the Act apply in relation to the persons specified in Schedule A in relation to the class of securities specified in Schedule B for the period of 12 months after the date of this instrument as if:

1. the definition of "associate" in section 9 was modified by:
 - (a) omitting the words:

"The following are the associates of a bidder making a takeover offer, a substantial holder or a 90% holder"

and substituting the following:

"when used in relation to a person in Chapters 6, 6A and 6C means";
 - (b) replacing the references to "bidder or holder" with the word "person" wherever they appear;
 - (c) replacing the references to "a person" in paragraphs (b) and (c) with the words "another person"; and
 - (d) inserting after paragraph (c) the sentence: "But another person is not an associate of the person merely because of one or more of the circumstances in paragraphs 16(1)(a) to (d).";
2. subsection 10(1) was modified or varied by omitting the word "This" and substituting "Unless the definition of associate in section 9 applies, this";
3. subsection 10(2) was omitted; and
4. subsection 12(1) was omitted.

Schedule A

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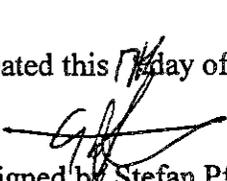
Fast Scout Limited ACN 088 488 724 ("Bidder") and its related bodies corporate.

Schedule B

The following securities in BIGSHOP.com.au Ltd ACN 082 541 437 ("Bigshop"):

- 51% of the fully paid ordinary shares in Bigshop not already owned by the Bidder.
- All of the options to subscribe for fully paid ordinary shares in Bigshop exercisable at 25c each on or before 30 May 2005.
- All of the options to subscribe for fully paid ordinary shares in Bigshop exercisable at 25c each on or before 13 April 2005.

Dated this *7th* day of *September* 2001.


Signed by Stefan Pfeifle,
a delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission 01 / 1581
Corporations Act 2001 (Cth)- Subsection 655A(1) - Declaration

Pursuant to subsection 655A(1) of the Corporations Act 2001 (Cth) (the "Act") the Australian Securities and Investments Commission ("Commission") declares that Chapter 6 of the Act applies to the person specified in Schedule A in the case referred to in Schedule B as if:

1. item 2(d)(ii) of section 611 was omitted and the following paragraph substituted:

"(ii) subject only to one or both of the following:

- (A) any conditions that relate only to the occurrence of an event or circumstance referred to in subsection 652C(1) or (2);
- (B) the condition referred to in paragraph 625(3)(c)";

2. item 3(d)(ii) of section 611 was omitted and the following paragraph substituted:

"(ii) subject only to any conditions that relate only to the occurrence of an event or circumstance referred to in subsection 652C(1) or (2).";

3. subsection 617(2) was modified by omitting the words:

"the bid may extend to securities that come to be in the bid class during the offer period due to a conversion or exercise of the rights.",

and substituting the words:

"the bid may extend to securities that come to be in the bid class during the period from the date set by the bidder under subsection 633(2) to the end of the offer period due to a conversion or exercise of the rights.";

4. subsection 619(3) were modified or varied by:

- (a) in paragraph (a), omitting the words "foreign holders" and substituting the words "all foreign holders, or a class of foreign holders specified in the bidder's statement,"; and
- (b) in subparagraph (b)(i), omitting the words "foreign holders" and substituting the words "those foreign holders referred to in paragraph (a)";

5. paragraph 620(2)(b) was omitted and the following paragraph substituted:

"(ba) If the bidder is given the necessary transfer documents after the acceptance and before the end of the bid period and the offer is subject to a defeating condition at the time that the bidder is given the necessary transfer documents - by the end of whichever period ends earlier:

- (i) within one month after the takeover contract becomes unconditional;
- (ii) 21 days after the end of the offer period; or

01/1581

(bb) If the bidder is given the necessary transfer documents after the acceptance and before the end of the bid period and the offer is unconditional at the time that the bidder is given the necessary transfer documents - by the end of whichever period ends earlier:

(i) one month after the bidder is given the necessary transfer documents;

(ii) 21 days after the end of the offer period; or”;

6. paragraph 620(2)(c) was modified by adding at the end of the paragraph the following words:

“but if at the time the bidder is given the necessary transfer documents the takeover contract is still subject to a condition which relates to the occurrence of an event or circumstance referred to in subsection 652C(1), 652C(2) or 625(3)(c), within 21 days after the takeover contract becomes unconditional.”;

7. subsection 625(3) was modified by adding at the end of the subsection the following words:

“The condition referred to in this subsection is not a defeating condition.”;

8. paragraph 630(4) was modified by omitting the words "publishing" and "publish" and substituting in their place "giving" and "give" respectively;

9. items 2, 3 and 5 of the table contained in subsection 633(1) were modified by adding at the end of the entry in the left hand column for each item the following words:

“The bidder’s statement and offer document need not include the name and address of the holders of bid class securities, the date of the proposed offer or any other date that is related to or dependent on that date, or the details referred to in subparagraphs 636(1)(k)(ii) and 636(1)(l)(ii) or details of transactions required to be disclosed under subparagraphs 636(1)(h) and 636(1)(i) from the period between the date of the bidder’s statement and the date of the bid.

If this information is not included in the bidder's statement and offer document, the bidder must:

- include this information in the bidder's statement and offer document sent under item 6; and
- send to the target a copy of the bidder's statement sent under item 6.”;

10. paragraph 636(1)(j) was omitted and the following paragraph substituted:

“if the bid is to extend to securities that come to be in the bid class during the period from the date set by the bidder under subsection 633(2) to the end of the offer period due to the conversion of or exercise of rights attached to other securities (see subsection 617(2)) – a statement to that effect”;

11. paragraph 636(1)(k) was modified by the insertion of the following subparagraph after subparagraph 636(1)(k)(ii):

01/1581

“(iii) the number of securities in the class that the bidder had a relevant interest in immediately before the bidder’s statement is lodged with ASIC (expressed as a number of securities or as a percentage of the total number of securities in the class)”;

12. paragraph 636(1)(l) was omitted and the following paragraph substituted:

“(l) for an off-market bid - the bidder’s voting power in the company:

- (i) as at the date of the bidder’s statement; and
- (ii) as at the date immediately before the first offer is sent.”;

13. subsection 650B(2) was modified by omitting the words:

“The person is entitled to receive the improved consideration immediately, or immediately after the exercise of the election.”,

and substituting the following:

“The person is entitled to receive the improved consideration immediately, except:

- (a) if the time for payment of the consideration in accordance with subsection 620(2) has not yet occurred, the person is not entitled to receive the improved consideration until that time;
- (b) if the person has to make an election before being entitled to the improved consideration, the person is not entitled to receive the improved consideration until the later of:
 - (i) the time when the person makes the election and returns any consideration under s651B(2);
 - (ii) the time applicable under paragraph (a).”;

14. the first sentence of paragraph 650C(2) was omitted and the following sentence substituted:

“If the bid is subject to a defeating condition, the bidder may extend the offer period after the bidder has given the notice under subsection 630(3) only if one of the following happens after the notice has been given:”;

15. paragraph 650F(1)(a) was omitted and the following paragraph substituted:

“(a) if the condition relates only to the occurrence of an event or circumstances referred to in subsection 652C(1) or (2) - not later than 3 business days after the end of the offer period; or”;

16. paragraph 650G(b) was omitted and the following paragraph substituted:

“(b) the bidder has not declared the offers to be free from the condition in accordance with section 650F.”;

17. paragraph 650G(c) was omitted and the following paragraph substituted: **0 1 / 1 5 8 1**

“(c) the condition has not been fulfilled:

- (i) except as provided in subparagraph (ii), at the end of the offer period;
- (ii) in the case of an event or circumstance referred to in subsection 652C(1) or (2), within 3 business days after the end of the offer period.

Schedule A

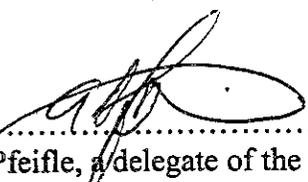
Fast Scout Limited ACN 088 488 724 (“Bidder”)

Schedule B

Takeover bids by the Bidder for the following securities in BIGSHOP.com.au Ltd ACN 082 541 437 (“Bigshop”), in respect of which Bidder’s statements are to be lodged with the Commission on or about the date of this instrument:

- 51% of the fully paid ordinary shares in Bigshop not already owned by the Bidder.
- All of the options to subscribe for fully paid ordinary shares in Bigshop exercisable at 25c each on or before 30 May 2005.
- All of the options to subscribe for fully paid ordinary shares in Bigshop exercisable at 25c each on or before 13 April 2005.

Dated this 17 day of September 2001.

Signed: 

Stefan Pfeifle, a delegate of the Australian Securities and Investments Commission

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

Pursuant to paragraph 655A(1)(a) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons named in Schedule A from subsection 636(3) of the Act in relation to the statements mentioned in Schedule B on the conditions specified in Schedule C, insofar as subsection 636(3) would require consent for the inclusion of those statements in the bidder's statements referred to in Schedule B.

Schedule A

Fast Scout Limited ACN 088 488 724 ("Bidder") and the directors of the Bidder.

Schedule B

A statement or statements made in the bidder's statements in relation to takeover bids for the following securities in BIGSHOP.com.au Ltd ACN 082 541 437 ("Target"), in respect of which bidder's statements are to be lodged with ASIC on or about the date of this instrument:

- 51% of the fully paid ordinary shares in the Target not already owned by the Bidder;
- All of the options to subscribe for fully paid ordinary shares in the Target exercisable at 25c each on or before 30 May 2005; and
- All of the options to subscribe for fully paid ordinary shares in the Target exercisable at 25c each on or before 13 April 2005 (together the "Bidder's Statements"),

which are made in, or based on statements made in, any document lodged with ASIC or the Australian Stock Exchange by:

- (a) the Target; or
- (b) any other person in relation to the Target, its assets, operations or issued securities.

Schedule C

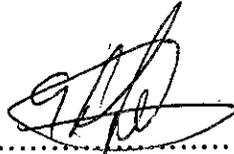
1. The Bidder's Statements must either:
 - (a) inform people of their right to obtain a copy of a document referred to in this instrument; or
 - (b) include a copy of the document.

01/1582

2. If the Bidder's Statements inform people of their right to obtain a copy of the document, the Bidder must give a copy of the document free of charge to anyone who asks for it during the offer period.

Dated this 17th day of September 2001.

Signed by:



.....
Stefan Pfeifle, a delegate of ASIC

01/1583

**Australian Securities and Investments Commission Corporations
Law – Paragraph 655A(1)(b) – Modification**

Pursuant to paragraph 655A(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that Chapter 6 of the Act shall apply in relation to the person named in Schedule A in the case specified in Schedule B as if subsection 631(1) of the Act was modified by omitting the words "2 months" and inserting the words "eighty two days".

SCHEDULE A

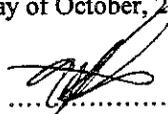
New Tel Limited (ACN 009 068 955) ("New Tel")

SCHEDULE B

The takeover bid for all the issued shares in Cable & Telecoms Limited (ACN 059 458 374) announced by New Tel to Australian Stock Exchange Limited ("ASX") on 24 September 2001.

Dated this 23rd day of October, 2001.

Signed by:


.....
Stefan Pfeifle a delegate of ASIC.

Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 655A(1) - Declaration 01/1584

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("Commission") declares that Chapter 6 of the Act applies to the person specified in Schedule A in the case referred to in Schedule B as if:

1. item 2(d)(ii) of section 611 was omitted and the following paragraph substituted:

"(ii) subject only to one or both of the following:

- (A) any conditions that relate only to the occurrence of an event or circumstance referred to in subsection 652C(1) or (2);
- (B) the condition referred to in paragraph 625(3)(c)";

2. item 3(d)(ii) of section 611 was omitted and the following paragraph substituted:

"(ii) subject only to any conditions that relate only to the occurrence of an event or circumstance referred to in subsection 652C(1) or (2).";

3. subsection 617(2) was modified by omitting the words:

"the bid may extend to securities that come to be in the bid class during the offer period due to a conversion or exercise of the rights.",

and substituting the words:

"the bid may extend to securities that come to be in the bid class during the period from the date set by the bidder under subsection 633(2) to the end of the offer period due to a conversion or exercise of the rights.";

4. subsection 619(3) were modified or varied by:

- (a) in paragraph (a), omitting the words "foreign holders" and substituting the words "all foreign holders, or a class of foreign holders specified in the bidder's statement,"; and
- (b) in subparagraph (b)(i), omitting the words "foreign holders" and substituting the words "those foreign holders referred to in paragraph (a)";

5. paragraph 620(2)(b) was omitted and the following paragraph substituted:

"(ba) If the bidder is given the necessary transfer documents after the acceptance and before the end of the bid period and the offer is subject to a defeating condition at the time that the bidder is given the necessary transfer documents - by the end of whichever period ends earlier:

- (i) within one month after the takeover contract becomes unconditional;
- (ii) 21 days after the end of the offer period; or

01/1584

(bb) If the bidder is given the necessary transfer documents after the acceptance and before the end of the bid period and the offer is unconditional at the time that the bidder is given the necessary transfer documents - by the end of whichever period ends earlier:

- (i) one month after the bidder is given the necessary transfer documents;
- (ii) 21 days after the end of the offer period; or”;

6. paragraph 620(2)(c) was modified by adding at the end of the paragraph the following words:

“but if at the time the bidder is given the necessary transfer documents the takeover contract is still subject to a condition which relates to the occurrence of an event or circumstance referred to in subsection 652C(1), 652C(2) or 625(3)(c), within 21 days after the takeover contract becomes unconditional.”;

7. subsection 625(3) was modified by adding at the end of the subsection the following words:

“The condition referred to in this subsection is not a defeating condition.”;

8. paragraph 630(4) was modified by omitting the words "publishing" and "publish" and substituting in their place "giving" and "give" respectively;

9. items 2, 3 and 5 of the table contained in subsection 633(1) were modified by adding at the end of the entry in the left hand column for each item the following words:

“The bidder's statement and offer document need not include the name and address of the holders of bid class securities, the date of the proposed offer or any other date that is related to or dependent on that date, or the details referred to in subparagraphs 636(1)(k)(ii) and 636(1)(l)(ii) or details of transactions required to be disclosed under subparagraphs 636(1)(h) and 636(1)(i) from the period between the date of the bidder's statement and the date of the bid.

If this information is not included in the bidder's statement and offer document, the bidder must:

- include this information in the bidder's statement and offer document sent under item 6; and
- send to the target a copy of the bidder's statement sent under item 6.”;

10. paragraph 636(1)(j) was omitted and the following paragraph substituted:

“if the bid is to extend to securities that come to be in the bid class during the period from the date set by the bidder under subsection 633(2) to the end of the offer period due to the conversion of or exercise of rights attached to other securities (see subsection 617(2)) – a statement to that effect”;

11. paragraph 636(1)(k) was modified by the insertion of the following subparagraph after subparagraph 636(1)(k)(ii):

01/1584

“(iii) the number of securities in the class that the bidder had a relevant interest in immediately before the bidder’s statement is lodged with ASIC (expressed as a number of securities or as a percentage of the total number of securities in the class)”;

12. paragraph 636(1)(l) was omitted and the following paragraph substituted:

“(l) for an off-market bid - the bidder’s voting power in the company:

- (i) as at the date of the bidder’s statement; and
- (ii) as at the date immediately before the first offer is sent.”;

13. the first sentence of paragraph 650C(2) was omitted and the following sentence substituted:

“If the bid is subject to a defeating condition, the bidder may extend the offer period after the bidder has given the notice under subsection 630(3) only if one of the following happens after the notice has been given:”;

14. paragraph 650F(1)(a) was omitted and the following paragraph substituted:

“(a) if the condition relates only to the occurrence of an event or circumstances referred to in subsection 652C(1) or (2) - not later than 3 business days after the end of the offer period; or”;

15. paragraph 650G(b) was omitted and the following paragraph substituted:

“(b) the bidder has not declared the offers to be free from the condition in accordance with section 650F.”;

16. paragraph 650G(c) was omitted and the following paragraph substituted:

“(c) the condition has not been fulfilled:

- (i) except as provided in subparagraph (ii), at the end of the offer period;
- (ii) in the case of an event or circumstance referred to in subsection 652C(1) or (2), within 3 business days after the end of the offer period.

Schedule A

New Tel Limited (ACN 009 068 955) (“Bidder”)

Schedule B

The takeover bid by the Bidder for all the ordinary shares in Cable & Telecoms Limited (ACN 059 458 374) in respect of which a bidder’s statement is to be lodged with the Commission on or about the date of this instrument.

01/1584

Dated this 22nd day of November 2001.

Signed: 
Stefan Pfeifle, a delegate of the Australian Securities and Investments Commission

0 1 / 1 5 8 5

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

Pursuant to subsection 655A(1)(a) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") hereby exempts the person named in Schedule A from subsection 636(3) of the Act in the case referred to in Schedule B on the conditions specified in Schedule C in relation to a statement which is included in, or accompanies, the bidder's statement referred to in Schedule B and any supplementary bidder's statements lodged with ASIC, which:

- 1 is a correct and fair copy of, an extract from, or fairly represents a statement which:
 - (a) has already been published in a book, journal or comparable publication; and
 - (b) was not made in connection with either or both of the Bidder and the Target, either or both of their businesses, the takeover bid the subject of the bidder's statement referred to in Schedule B, or any property to be acquired by either or both of the Bidder and the Target; or

- 2 is a correct and fair copy of, an extract from, or fairly represents a statement in any document:
 - (a) lodged with ASIC; or
 - (b) given to the Australian Stock Exchange.

Schedule A

New Tel Limited (ACN 009 068 955) ("Bidder")

Schedule B

The off-market takeover offer by Bidder for all the issued shares in Cable & Telecoms Limited (ACN 059 458 374) ("Target") in respect of which a bidder's statement is to be lodged with ASIC on or about 29 November 2001 ("Bidder's Statement").

Schedule C

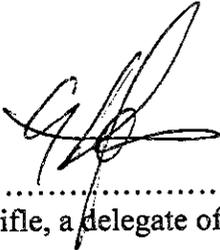
- 1 The Bidder's Statement must either:
 - (a) inform people of their right to obtain a copy of a document referred to in paragraphs 1 and 2 of this instrument; or
 - (b) include a copy of the document.

01/1585

- 2 If the Bidder's Statement informs people of their right to obtain a copy of the document, the Bidder must give a copy of the document free of charge to anyone who asks for it during the offer period.
- 3 The Bidder's Statement states that a person who has made a statement referred to in paragraphs 1 and 2 of this instrument has not consented to the statement being included in or accompanying the Bidder's Statement in the form and context in which it is included.

Dated this 22nd day of November 2001

Signed by:


.....
Stefan Pfeifle, a delegate of ASIC

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 619(3) – Approval**

0 1 / 1 5 8 6 .

Pursuant to subsection 619(3) of the Corporations Act 2001 the Australian Securities and Investments Commission ("ASIC") hereby approves the person named in Schedule A as the nominee for foreign holders of the securities specified in Schedule B in relation to the off-market takeover offer referred to in Schedule C.

Schedule A

Computershare Clearing Pty Ltd ACN 063 826 228

Schedule B

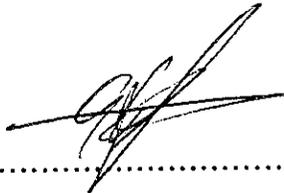
Fully paid ordinary shares and listed options (with an exercise price of \$0.50 and an expiry date of 31 December 2004) in New Tel Limited ACN 009 068 955.

Schedule C

The off-market takeover offer by New Tel Limited ACN 009 068 955 for all the issued shares in Cable & Telecoms Limited ACN 059 458 374, which was announced to the Australian Stock Exchange on 24 September 2001.

Dated this 5th day of December 2001.

Signed by:



Stefan Pfeifle as a delegate of ASIC

Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 741(1)(a) - Exemption

01/1587

Pursuant to subsection 741(1)(a) of the Corporations Act 2001 (the "Act"), the Australian Securities and Investments Commission (the "Commission") hereby exempts the Corporation described in Schedule A in the case referred to in Schedule B from Division 2 of Part 6D.2 of the Act, subject to the conditions set out in Schedule C:

Schedule A

Bionomics Limited ACN 075 582 740 ("Bionomics")

Schedule B

Offers by Bionomics on or about 30 January 2002 of a total of 447,500 free options to acquire unissued ordinary shares of Bionomics ("the Shares"), exercisable, at a price per option equal to the average of Bionomics' closing share price on each of the 7 trading days preceding the day the options are issued plus 25%, from the second anniversary of their date of issue until 5.00pm (Adelaide time) on the fifth anniversary of their date of issue ("the Options") to the following persons ("the Option Holders"):

Medvet Science Pty Ltd ACN 008 089 745, David Callen, Jason Powell, Ram Seshadri, Sam Berkovic, Ingrid Scheffer, Bronwyn Gunton, Fiona Phillips, Lisa Johnson, Mary Connellan, Steve Petrou, David Bowser, Alison Clarke and David Williams.

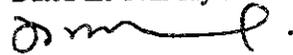
Schedule C

1. Bionomics shall provide to each of the Option holders,
 - a. a copy of the terms and conditions of the Options, including details of the conditions referred to in paragraph 1 to 3 of this exemption, at the time of issuing the Options; and
 - b. a copy of Bionomics' latest annual financial report, annual director's report and auditor's report ("annual reports").
2. The Options may only be exercised by the completion of an application form which must be attached to the terms and conditions of the Options provided to Option Holders in accordance with condition 1 (or any additional copy of the application form subsequently requested from Bionomics by an Option Holder).

The terms and conditions of the Options must provide that an Option Holder is entitled to require Bionomics to provide him or her with a copy of Bionomics' latest annual reports and if a half year financial report has subsequently been issued, a copy of that half year financial report at any time during the exercise period of the Options. Details of this entitlement must be stated on the application form to be attached to the terms and conditions of the Options (and any additional copy of the application form subsequently requested from Bionomics by an Options Holder).

3. The terms and conditions of the Options must provide that the Options will not be exercisable for the duration of any period during their exercise period during which the ordinary shares of Bionomics are not quoted on the Australian Stock Exchange.

Dated the 14th day of December 2001.



.....
Signed by Francis Wong
as a delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 741(1) - Declaration **01/1588**

Pursuant to subsection 741(1) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that Chapter 6D of the Act applies to each person mentioned in Schedule A in the case described in Schedule B as if:

1. the definition of "continuously quoted securities" in section 9 of the Act as it applies to references in Part 6D.2 of the Act was modified by:
 - (a) replacing all of paragraph (a) with the following:

"(a) are in a class of securities that were:

 - (i) traded on an exempt stock market at all times in the 12 months before (and including) 16 April 2001; and
 - (ii) quoted ED securities at all times in the period from and including 17 April 2001 to the date of the prospectus; and"
 - (b) in paragraph (b), replacing the words "in that 12 months" with the words "during the period from and including 17 April 2001 to the date of the prospectus"; and
2. subsection 713(4) was modified by:
 - (a) in subparagraph (a)(iii) deleting the word "or" appearing after the semicolon; and
 - (b) adding the following paragraph immediately after subparagraph (a)(iii):
 - (iv) if an annual financial report has been lodged with ASIC by a wholly-owned subsidiary of the body that has previously been a listed disclosing entity in the 12 months before lodgment of the copy of the prospectus with ASIC - that annual financial report;
 - (v) if a half-year financial report has been lodged with ASIC by that wholly-owned subsidiary after lodgment of the annual financial report of the wholly-owned subsidiary and before the lodgment of the copy of the prospectus with ASIC - that half-year financial report;
 - (vi) if continuous disclosure notices have been given by that wholly-owned subsidiary after the lodgment of the annual financial report of the wholly-owned subsidiary and before lodgment of the copy of the prospectus with ASIC - those continuous disclosure notices; or"

SCHEDULE A

S.P.C. Limited (ACN 059 317 618) ("Company").

SCHEDULE B

A prospectus to be lodged with ASIC at or around 18 December 2001 ("prospectus") in relation to an offer (including a renounceable offer) by the Company to the persons specified in paragraph (a) below (the "offerees"), to issue to the offerees securities of the Company of the number specified in paragraph (b) below (the "offer").

- (a) Every person who holds shares in the Company as at the date determined by the Company (the "record date"), excluding persons to whom the Company is not required to make the offer under the Listing Rules of the Australian Stock Exchange.
- (b) A number equal to the same percentage of the total number of securities of the Company offered for issue under the offer as the percentage of the shares in the Company the relevant offeree holds on the record date, including shares in the Company to be issued to the relevant offeree on acceptance of the offer or to an underwriter of the issue.

Dated this 17th day of December 2001

Signed: 

Merinda Northrop, as a delegate of the
Australian Securities and Investments Commission

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

0 1 / 1 5 8 9

Pursuant to paragraph 601QA(1)(a) of the Corporations Act 2001 the Australian Securities and Investments Commission hereby varies Class Order [CO 00/203] by deleting Part 5 of the Class Order titled "Run-out schemes (transitional relief)" and inserting the following in its place:

"5 Run-out schemes (transitional relief)

A person is exempt from Chapter 5C of the Corporations Act 2001 in relation to operating a Mortgage Business:

- (a) if, at 28 February 2002, the only mortgages which are investments of the Mortgage Business are not due for repayment until after 28 February 2002 - until 30 June 2002;
- (b) otherwise - until 28 February 2002,

in each case on condition that and for as long as:

- (c) the Mortgage Business and any Unregistered Related Scheme are operated under the supervision of one of the following bodies (each an "ISB") and in compliance with any applicable rules and directions of that body and with any additional requirements set out in the Schedule under the name of that body:

Law Society of New South Wales
Law Institute of Victoria
Law Society of Queensland
Law Society of Tasmania
The Finance Brokers Institute of South Australia Incorporated;

- (d) the Mortgage Business and any Unregistered Related Scheme are operated in accordance with the ISB conditions or with any additional or alternative requirements set out in the Schedule under the name of the relevant ISB;
- (e) no new loans are made under the Mortgage Business or any Unregistered Related Scheme;
- (f) the operator of the Mortgage Business lodged an Audit Certificate with ASIC on or before 30 June 2000, or in accordance with a schedule agreed between ASIC and the relevant ISB;
- (g) the operator of the Mortgage Business provided or provides ASIC with details in writing by 31 October 2001 of how the Mortgage Business will be concluded including a timetable and where relevant the proposed steps to be

taken in any application to the court for the winding up of the Mortgage Business;

- (h) where the operator of the Mortgage Business:
- (i) indicates in the written details provided to ASIC under paragraph (g) that it will make an application to the court for the winding up of the Mortgage Business; or
 - (ii) otherwise forms the reasonable expectation prior to 30 November 2001 that it will or may make such an application,

it must send a letter to members of the Mortgage Business by 30 November 2001 about the conclusion of the Mortgage Business which:
 - (iii) advises members of the operator's proposal for concluding the Mortgage Business, and of the merits and costs of that proposal;
 - (iv) sets out any other options which are reasonably available for the conclusion of the Mortgage Business, and the merits and costs of each of those options;
 - (v) provides members with an opportunity to request that a meeting of members be held by no later than 24 December 2001 to discuss the operator's proposal and any other reasonably available options; and
 - (vi) indicates that such a meeting will be held if it is requested by either:
 - (A) members who hold at least 5% of the total value of interests held in the Mortgage Business; or
 - (B) 100 members;
 - (i) the operator of the Mortgage Business convenes a meeting of members as described in subparagraph (h)(v) if it receives a request or requests as described in subparagraph (h)(vi); and
 - (j) the operator of the Mortgage Business informs ASIC in writing by 31 December 2001 of the result of any consultation with members required by paragraph (h) and, where relevant, the outcome of any meeting of the members held pursuant to that paragraph,

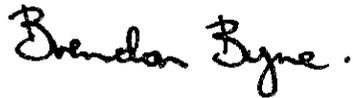
provided that a person shall not be so exempt in relation to operating a specified Mortgage Business if ASIC has published a written notice to that effect and has given a copy of that notice to the person.

Note: This transitional relief can be used pending registration under Chapter 5C, or the run-out of a scheme's book to qualify for continuing ISB relief or to reduce the number of lenders to less than 20. The conditions applicable to this exemption will cease to apply to a scheme, once it falls into one of the

01/1589

continuing categories. Where the operator of a transitional scheme secures registration of a scheme under Chapter 5C, existing business can continue under this exemption, or be transferred to the registered scheme."

Dated the 30th day of October 2001.



Signed by Brendan Byrne
as a delegate of the Australian Securities and Investments Commission

~~AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION~~

CORPORATIONS ACT 2001
SUBCLAUSE 30(2) OF SCHEDULE 4

01/1590

Pursuant to subclause 30(2) of Schedule 4 of the Corporations Act 2000 ("the Act"), the Australian Securities and Investments Commission (ASIC), being satisfied that a proposed modification of the constitution of the company referred to in Schedule A (the 'credit union') will not result in or allow a modification of the mutual structure of the credit union, here by exempts the credit union from Part 5 of Schedule 4 of the Act in the case mentioned in Schedule B, on the conditions mentioned in Schedule C and for so long as those conditions are met.

SCHEDULE A

Bananacoast Community Credit Union Limited ACN 087 649 750

SCHEDULE B

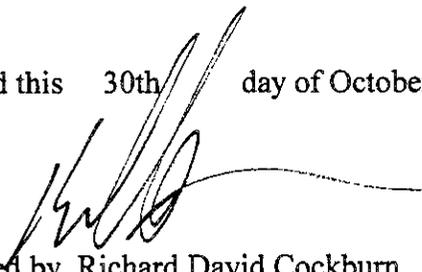
The proposed modification of its constitution by adopting a new constitution in substantially the same terms as the draft constitution that was lodged with ASIC by the credit union's lawyers on 5 October 2001.

SCHEDULE C

The credit union must ensure that the notice of meeting at which the proposed constitutional modification mentioned in Schedule B is to be considered or a disclosure statement that accompanies that notice of the meeting:

- (a) gives all the information that members would reasonably require and expect to be given to make an informed decision about the proposed modification; and
- (b) is readily comprehensible to members of the credit union.

Dated this 30th day of October 2001.


Signed by Richard David Cockburn
As a delegate of the Australian Securities and Investments Commission

01/1591

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001
SUBCLAUSE 30(1) OF SCHEDULE 4
EXEMPTION**

Pursuant subclause 30(1) of Schedule 4 of the Corporations Law, the Australian Securities and Investments Commission HEREBY EXEMPTS the person mentioned in Schedule A ("the Building Society") from compliance with Part 5 of Schedule 4 of the Corporations Act 2001 in the case mentioned in Schedule B.

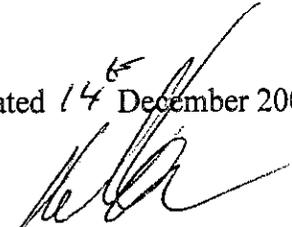
SCHEDULE A

**HSBC BUILDING SOCIETY (AUSTRALIA) LIMITED (FORMERLY KNOWN AS
NRMA BUILDING SOCIETY LIMITED) ACN 087 652 113**

SCHEDULE B

Where the Constitution of the Building Society is proposed to be amended in the course of meetings convened and conducted in the manner described in the Explanatory Statement approved by the Federal Court of Australia on or about 12 December 2001 in connection with the proposed Scheme of Arrangement under Part 5.1 of the Corporations Act 2001.

Dated 14th December 2001


Signed by Richard Cockburn
Delegate of The Australian Securities and Investments Commission

01/1593

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001 – SUBSECTION 741(1) – DECLARATION**

Pursuant to subsection 741(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission (ASIC) hereby declares that Chapter 6D of the Act applies to all persons in relation to an offer made in or accompanied by the disclosure document specified in the Schedule A in the case referred to in Schedule B as if a reference to:

- (a) disclosure document in paragraphs 723(1)(a), 728(1)(a) and 728(1)(b) of the Act;
- (b) prospectus in paragraph 723(1)(a) of the Act; and
- (c) a copy of a prospectus in subsections 721(3) and 727(2) of the Law,

includes a reference to a document or copy of a document that differs from the disclosure document, prospectus, profile statement or offer information statement lodged with ASIC to the following extent:

Section 6.1 item 11 is amended by adding the following sentence at the end of the second paragraph:

"The copy of the Trust Deed provided will include the supplemental deed referred to in section 6.2 below, and copies of these documents have been lodged with ASIC."

SCHEDULE A

Prospectus lodged on 13 December 2001 to offer debentures in **SOUTHERN SECURITIES LIMITED** ACN 007 352 089.

SCHEDULE B

All offers made in or accompanied by the disclosure document where:

- (a) no application form is attached to the disclosure document lodged with ASIC;
- (b) no application form has been distributed with the disclosure document or a copy of the disclosure document prior to the date of this instrument; and
- (c) any application form accompanying the disclosure document on or after the date of this instrument discloses the difference between the disclosure document and the disclosure document lodged with ASIC.

Dated this 20th day of December


.....

Signed by Joyce Krashow

As a delegate of the Australian Securities and Investments Commission

01/1594

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 601CK(7) – Declaration and Revocation**

Under subsection 601CK(7) of the *Corporations Act 2001* (the Act) the Australian Securities and Investments Commission (ASIC) hereby declares that subsections 601CK(1) to (6) of the Act inclusive do not apply in relation to a calendar year commencing on or after 1 January 2001 (Relevant Calendar Year) in respect of each foreign company in the class of foreign companies mentioned in the Schedule.

SCHEDULE

A foreign company (the Company) which:

- (a) is registered, or required to be registered, under Division 2 of Part 5B.2 of the Act; and
- (b) is subject to provisions corresponding with, and no less strict than, the restrictions, limitations and prohibitions that section 113 of the Act imposes on proprietary companies, whether contained in the law of the jurisdiction under which the Company was incorporated or in the Company's constitution as required by that law; and
- (c) is not required by the law of its place of origin to prepare any one or more of the following:
 - (i) a balance sheet at the end of its last financial year;
 - (ii) a profit and loss statement for its last financial year; or
 - (iii) a cash flow statement for its last financial year; and
- (d) has not been a disclosing entity, borrower in relation to a debenture or guarantor of such a borrower at any time during the calendar year; and
- (e) is not large in relation to its last financial year; and
- (f) either:
 - (i) is not part of a group which is a large group in relation to its most recent financial year; or
 - (ii) was covered in consolidated financial statements which:
 - (A) cover the whole of that financial year; and
 - (B) were lodged with the ASIC by a company, registered foreign company, registered scheme or disclosing entity which controlled the Company for the whole of that financial year (or

by two or more such entities which controlled the Company in procession for the whole of that financial year).

INTERPRETATION

In this declaration:

“combined” means the result of aggregating the financial information of the entities in the group, being financial information in respect of each entity for that part of the Relevant Financial Year that each entity is part of the group, and making all such adjustments as would be required in preparing consolidated financial statements in accordance with accounting standards in force at the end of the Relevant Financial Year (even if the standard does not otherwise apply to the financial year of some or all of the entities concerned in respect of that, or any, financial year);

“entity” includes a company, any other corporation, a disclosing entity, a registered scheme, a partnership, an unincorporated body or a trust;

“gross operating revenue” means the gross operating revenue calculated in accordance with accounting standards in force at the end of the Relevant Financial Year as if all of the entities were reporting entities (even if a standard does not otherwise apply to some or all of the entities concerned in respect of that, or any, financial year);

“group” means the Company together with all of the following:

- (a) any entity which controlled the Company at any time during, or at the end of, the Relevant Financial Year and which was incorporated or formed in Australia or carries on business in Australia; and
- (b) any other entity (“an Other Entity”) which is both:
 - (i) controlled at any time during, or at the end of, the Relevant Financial Year by any foreign company which at the same time controls the Company; and
 - (ii) incorporated or formed in Australia or carries on business in Australia during that part of the Relevant Financial Year when it is controlled by the same foreign company as controls the Company; and
- (c) any entity which is controlled at any time during, or at the end of, the Relevant Financial Year by the Company (whether or not it carries on business or is formed or incorporated in Australia); and
- (d) any entity which is controlled by an Other Entity during that part of the Relevant Financial Year when the Other Entity is controlled by the same foreign company as controls the Company (whether or not it carries on business or is formed or incorporated in Australia);

01/1594

the Company is "large" if, for the Relevant Financial Year, at least 2 of the following paragraphs are satisfied:

- (a) the consolidated gross operating revenue of the Company for the Relevant Financial Year is \$10 million or more
- (b) the consolidated value of gross assets of the Company at the end of the Relevant Financial Year is \$5 million or more
- (c) the Company and the entities it controls (if any) have 50 or more employees (part-time employees being counted as an appropriate fraction of a full-time equivalent) at the end of the Relevant Financial Year;

"large group" means a group which, for the Relevant Financial Year, satisfies at least 2 of the following paragraphs:

- (a) the combined gross operating revenue of the group for the Relevant Financial Year is \$10 million or more
- (b) the combined value of gross assets of the group at the end of the Relevant Financial Year is \$5 million or more
- (c) the group has 50 or more employees (part-time employees being counted as an appropriate fraction of a full-time equivalent) at the end of the Relevant Financial Year;

"Relevant Financial Year", in relation to the Relevant Calendar Year, is the "last financial year" of the Company for the purposes of subsection 601CK(1) of the Act, being the financial year in respect of which the Company would be required to report in relation to the Relevant Calendar Year but for the relief provided by this order; and

"value of gross assets" means the value of gross assets calculated in accordance with accounting standards in force at the end of the Relevant Financial Year as if all of the entities were reporting entities (even if a standard does not otherwise apply to some or all of the entities concerned in respect of that, or any, financial year).

REVOCATION

And under subsection 601CK(7) of the Act ASIC hereby revokes Class Order [CO 00/2454].

Dated the 21st day of December 2001.

Stephen Yen

Signed by Stephen Yen
as a delegate of the Australian Securities and Investments Commission

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 341(1) - Revocation**

01/1595

Under subsection 341(1) of the *Corporations Act 2001* the Australian Securities and Investments Commission hereby revokes Class Order [98/1869].

Dated the 21st day of December 2001.



Signed by Stephen Yen
as a delegate of the Australian Securities and Investments Commission



01/1596

ASIC

Australian Securities & Investments Commission

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

Pursuant to subsection 601QA(1)(a) of the Corporations Act 2001 (the "Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the person mentioned in Schedule A (the "responsible entity") in relation to the registered scheme specified in Schedule B in the case set out in Schedule C from the requirement to hold a members' meeting under section 601FL(1) so long as the condition in Schedule D is met.

Schedule A

National Asset Management Limited (ACN 062 806 884) the responsible entity of the registered scheme specified in Schedule B.

Schedule B

The registered scheme being Metro Maddington Trust ARSN 093 029 095 (the "scheme").

Schedule C

The proposed retirement of the responsible entity and its replacement by CPT Manager Limited (ACN 054 494 307) as the proposed responsible entity of the scheme with its written consent (the "proposal").

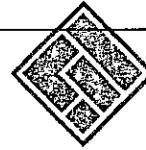
Schedule D

Specific Property Services Limited (ACN 006 387 435) and CPT Custodian Pty Limited (ACN 077 870 243), the only two holders of interests in the scheme, have been given all information about the proposal and have consented in writing to the proposal.

Dated this 20th day of December 2001.

Maureen Gamble

Signed by Maureen Gamble a delegate of the
Australian Securities and Investments Commission



01/1597

ASIC

Australian Securities & Investments Commission

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

Pursuant to subsection 741(1) of the Corporations Act 2001 (the "Act"), the Australian Securities and Investments Commission (the "Commission") declares that Chapter 6D of the Act shall have effect in relation to the person mentioned in Schedule A in the case described in Schedule B as if the Act is modified in accordance with Schedule C on the conditions set out in Schedule D.

SCHEDULE A

Local Telecom and Internet Limited ACN 009 110 463 (the "Company")

SCHEDULE B

A prospectus dated between 7 January 2002 and 10 January 2002 in relation to an offer to issue ordinary shares in the Company by way of a pro rata non-renounceable rights issue (the "Prospectus").

SCHEDULE C

The definition of "continuously quoted securities" under section 9 of the Act is modified by replacing the symbols and word "12 months" with the symbols and words "11 months and 27 days".

SCHEDULE D

This declaration is effective if and only if the ordinary securities to be issued under the Prospectus are in a class of securities that were quoted ED securities at all times in the 11 months and 27 days before the date of the Prospectus. Its effect shall cease on 5 April 2002.

Dated 21st December 2001

Signed by.....

Woo Lim Ang

as a delegate of the Australian Securities and Investments Commission

01/1595

**Australian Securities and Investments Commission
Corporations Act 2001 — Paragraphs 601QA(1)(a), 741(1)(a) and 741(1)(b) —
Revocation, Exemption and Declaration**

1. Under paragraphs 601QA(1)(a), 741(1)(a), and 741(1)(b) of the *Corporations Act 2001* (the Act) the Australian Securities and Investments Commission (ASIC) hereby revokes Class Order [00/1268].
2. Under paragraph 601QA(1)(a) of the Act ASIC hereby exempts the classes of persons mentioned in Schedule A (each a "Participant") in the case referred to in Schedule B from section 601ED of the Act until 1 July 2002 for as long as and on condition that:
 - (a) the Participant complies, as far as practicable, with Chapter 6D of the Act (except subsections 734(1), 734(2) and 736(1)) as if Chapter 6D were modified as set out in Schedule D;
 - (b) the Participant ensures that any advertisement or publication to which subsection 734(1) or 734(2) would apply complies with the provisions of the By Laws and guidelines of SFE Corporation Limited or Sydney Futures Exchange Limited with respect to advertising by Participants; and
 - (c) the Participant provides to each person to whom a Managed Discretionary Account is offered a disclosure statement which would comply with the requirements of the Act as to a prospectus in relation to the issue of securities including the requirements of section 710, with such adaptations (if any) as are necessary and such modifications (if any) as are prescribed by the Corporations Regulations 2001,and as if, in the case of each of conditions (a), (b) and (c), the Managed Discretionary Account operated by the Participant were a registered scheme and interests in the scheme were securities for the purposes of Chapter 6D.
3. Under paragraph 741(1)(a) of the Act ASIC hereby exempts each Participant in the case referred to in Schedule C until 1 July 2002:
 - (a) from subsections 734(1) and 734(2) of the Act for as long as and on condition that the Participant ensures that any advertisement or publication to which, but for this instrument, one of those subsections would apply complies with the By Laws and guidelines of SFE Corporation Limited or Sydney Futures Exchange Limited with respect to advertising by Participants; and
 - (b) from subsection 736(1) of the Act for as long as and on condition that the Participant provides to each person to whom a Managed Discretionary Account is offered a disclosure statement which complies with the requirements of the Act as to a prospectus in relation to the issue of securities including the requirements of section 710, with such adaptations (if any) as are necessary and such modifications (if any) as are prescribed by the Corporations Regulations 2001.
4. Under paragraph 741(1)(b) of the Act ASIC hereby declares that Chapter 6D of the Act applies to each of the Participants in the case referred to in Schedule C until 1 July 2002 as if Chapter 6D were modified or varied as set out in Schedule D.

SCHEDULE A

01/1598

Persons who are a "participant" within the meaning of the By Laws of:

- (a) SFE Corporation Limited (ACN 000 299 392);
- (b) Sydney Futures Exchange Limited (ACN 000 943 377).

SCHEDULE B

The operation prior to 1 July 2002 of Managed Discretionary Accounts (as defined, from time to time, in By Law G.1 of SFE Corporation Limited or Sydney Futures Exchange Limited) that were offered by Participants in accordance with the By Laws and guidelines of SFE Corporation Limited or Sydney Futures Exchange Limited.

SCHEDULE C

Offers for issue or sale of interests in a Managed Discretionary Account made by a Participant before 1 July 2002 and in accordance with the By Laws of SFE Corporation Limited or Sydney Futures Exchange Limited.

SCHEDULE D

1. Subsection 711(7) were omitted;
2. section 716 were modified or varied by substituting "lodged with SFE Corporation Limited or Sydney Futures Exchange Limited" for "lodged with ASIC" wherever occurring;
3. section 717 were modified or varied by substituting "with SFE Corporation Limited or Sydney Futures Exchange Limited" for "with ASIC" in Item 2 of the table;
4. section 718 were modified or varied by substituting "lodged with SFE Corporation Limited or Sydney Futures Exchange Limited" for "lodged with ASIC";
5. section 719 were modified or varied by adding "with SFE Corporation Limited or Sydney Futures Exchange Limited" immediately after "lodged" in paragraph (1)(c), by replacing "ASIC" at the end of subsection (1) with "SFE Corporation Limited or Sydney Futures Exchange Limited", and by substituting "lodged with SFE Corporation Limited or Sydney Futures Exchange Limited" for "lodged with ASIC" wherever appearing;
6. section 720 were modified or varied by adding "with SFE Corporation Limited or Sydney Futures Exchange Limited" immediately after "lodgment";
7. section 722 were omitted;
8. subsection 727(1) were modified or varied by substituting "lodged with SFE Corporation Limited or Sydney Futures Exchange Limited" for "lodged with ASIC";
9. subsection 727(3) were modified or varied by adding "with SFE Corporation Limited or Sydney Futures Exchange Limited" immediately after "lodgment";
10. subparagraphs 728(1)(c)(i) and 728(1)(c)(ii) and 730(1)(c)(i) and 730(c)(ii) were modified or varied by adding "with SFE Corporation Limited or Sydney Futures Exchange Limited" immediately after "lodged"; and

11. subsection 739(1) were modified or varied by substituting "lodged with SFE Corporation Limited or Sydney Futures Exchange Limited" for "lodged with ASIC".

Dated the 21st day of December 2001.

Stephen Yen

Signed by Stephen Yen
as a delegate of the Australian Securities and Investments Commission

01/1599

**Australian Securities and Investments Commission
Corporations Act 2001 — Subsections 655A(1) and 673(1) —
Revocation and Declaration**

1. Under subsections 655A(1) and 673(1) of the *Corporations Act 2001* (the Act) the Australian Securities and Investments Commission (ASIC) hereby revokes Class Order [00/458].
2. Under subsection 655A(1) of the Act ASIC hereby declares that Chapter 6 of the Act applies to the classes of persons mentioned in the Schedule as if section 609 of the Act were modified or varied by inserting the following subsection after subsection 609(6):

“(6A) For the purposes of this Chapter, disregard a relevant interest of a person (a “broker”) in relation to a security if the broker’s ordinary business includes dealing in futures contracts and the broker has authority to exercise powers as the holder of the relevant interest only because of specific instructions given to the broker, by or on behalf of another person (a “client”), directing the broker to enter into a sold position in relation to the security on the client’s behalf in the ordinary course of that business.”
3. Under subsection 673(1) of the Act ASIC hereby declares that Chapter 6C of the Act applies to the classes of persons mentioned in the Schedule as if section 671B of the Act were modified or varied by inserting after subsection 671B(7) the following subsection:

“(7A) For the purposes of this section and the definition of “substantial holding” in section 9, disregard any relevant interest or voting power in shares which is disregarded for the purposes of Chapter 6 because of subsection 609(6A).”

SCHEDULE

Persons who are a “participant” within the meaning of the By Laws of:

- (a) SFE Corporation Limited (ACN 000 299 392);
- (b) Sydney Futures Exchange Limited (ACN 000 943 377);
- (c) SFE Clearing Corporation Pty Limited (ACN 050 615 864).

Dated the 21st day of December 2001



Signed by Stephen Yen
as a delegate of the Australian Securities and Investments Commission

**Australian Securities and Investments Commission
Corporations Act 2001 — Subsections 655A(1), 669(1) and 673(1) —
Revocation and Exemption**

1. Under subsections 655A(1), 669(1) and 673(1) of the *Corporations Act 2001* (the Act) the Australian Securities and Investments Commission (ASIC) hereby revokes Class Order [00/457].
2. Under subsections 655A(1), 669(1) and 673(1) of the Act ASIC hereby exempts SFE Corporation Limited (ACN 000 299 392), Sydney Futures Exchange Limited (ACN 000 943 377), SFE Clearing Corporation Pty Limited (ACN 050 615 864) and other subsidiaries of SFE Corporation Limited from Chapters 6, 6A and 6C of the Act in the class of cases referred to in the Schedule.

SCHEDULE

The establishment, enforcement, administration and observance of the business rules of SFE Corporation Limited, Sydney Futures Exchange Limited and SFE Clearing Corporation Pty Limited, as notified to ASIC in accordance with section 1136 of the Act, covering deliverable share futures contracts.

Dated the 21st day of December 2001.



Signed by Stephen Yen
as a delegate of the Australian Securities and Investments Commission

01/1601

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001
SUB-SECTION 340(1)
ORDER**

PURSUANT to sub-section 340(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") **HEREBY MAKES AN ORDER** in respect of the company ("Company") mentioned in Schedule A relieving the Company from compliance with the requirements of paragraph 319(3)(b) of the Act, relating to the lodging with ASIC of the Company's financial report, directors' report and auditor's report for the financial year ended 30 June 2001, until 31 January 2002.

Schedule A

International Livestock Export Pty Ltd ACN 009 400 846

Dated the 21st day of December 2001



Signed by ALLAN AUSBRUCH
as delegate of the Australian Securities and Investments Commission

01/1602

CORPORATIONS LAW
SECTION 340
ORDER

Pursuant to subsection 340(1) of the Corporations Law (the "Law"), the AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION ("ASIC") hereby MAKES AN ORDER relieving the companies specified in Schedule 1 to this Order ("Companies") from compliance with paragraph 323D(2)(b) of the Law for the purpose of changing its financial year beginning on 1 March 2001 (the "Relevant Financial Year"), subject to the conditions set out in Schedule 2 to this Order.

SCHEDULE 1

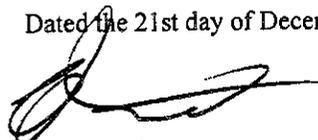
BOS International (Australia) Limited ACN 066 601 250

BOS International (Securities) Limited ACN 069 458 395

SCHEDULE 2

- (a) The Relevant Financial Year shall be the ten month period ending on 31 December 2001.
- (b) The notes to the financial report of the Companies for the Relevant Financial Year includes a brief statement as to the relief provided by this Order.

Dated the 21st day of December 2001.



Allan Ausbruch
As delegate of the Australian Securities and Investments Commission

01/1603

CORPORATIONS LAW
SECTION 340
ORDER

Pursuant to subsection 340(1) of the Corporations Law (the "Law"), the AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION ("ASIC") hereby MAKES AN ORDER relieving the company specified in Schedule 1 to this Order ("Company") from compliance with paragraph 323D(2)(b) of the Law for the purpose of changing its financial year beginning on 1 March 2001 (the "Relevant Financial Year"), subject to the conditions set out in Schedule 2 to this Order.

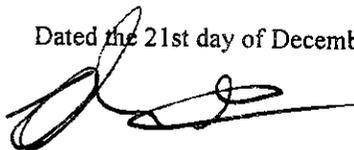
SCHEDULE 1

Scottish Western Australia Holdings Pty Ltd ACN 070 002 587

SCHEDULE 2

- (a) The Relevant Financial Year shall be the ten month period ending on 31 December 2001.
- (b) The notes to the financial report of the Company for the Relevant Financial Year includes a brief statement as to the relief provided by this Order.

Dated the 21st day of December 2001.



Allan Ausbruch
As delegate of the Australian Securities and Investments Commission

01/1604

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

Pursuant to subsection 655A(1) of the *Corporations Act 2001* ("the Act"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies to the person specified in Schedule A in the case referred to in Schedule B as if section 629(1) was modified or varied by:

- (a) Replacing the full stop at the end of sub-paragraph (b)(ii) with a comma; and
- (b) By adding the following at the end of sub-paragraph (b)(ii):
"other than a condition relating to the approval by the shareholders of the ultimate holding company of the bidder in a general meeting for the issue of shares of common stock in the capital of the ultimate holding company of the bidder by way of consideration for the acquisition by the bidder of all the ordinary shares in the target, where the general meeting seeking such approval is convened and held before the end of the bid period stated in the bidder's statement lodged with ASIC."

Schedule A

Delta Acquisition LLC ("the bidder")
ARBN 099 040 507.

Schedule B

The takeover bid by the Bidder for all the fully paid ordinary shares and American Depository Shares representing fully paid ordinary shares in Normandy Mining Limited (ACN 009 295 765) in respect of which a bidder's statement is to be lodged with ASIC on or about the date of this instrument.
Dated this 20th day of December 2001

Signed by: Merinda Northrop
Merinda Northrop, as a delegate of
the Australian Investments and Securities Commission

**Australian Securities & Investments Commission
 Corporations Act 2001— Subsection 655A(1) and 669(1) – Declaration**

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("Commission") declares that Chapter 6 of the Act applies in relation to the persons specified in Schedule A in the case referred to in Schedule B as if:

1. Section 9 was modified by:
 - (a) inserting the following definition after the definition of "domestic corporation":
 ""draft registration statement" means a registration statement prepared for an off-market bid for the purposes of registration with the United States Securities and Exchange Commission (*SEC*) which has not yet been declared effective by the SEC and which is lodged with the SEC and with ASIC under subsection 636(6);"
 - (b) inserting the following definition after the definition of "registrable body":
 ""registration statement" means a document prepared for an off-market bid which complies with sections 636 and 637 and is declared effective by the United States Securities and Exchange Commission, as supplemented;"
 - (c) inserting the following definition after the definition of "superior court matter":
 ""supplementary bidder's statement" for the purposes of Chapter 6 includes a statement which supplements a bidder's statement, a draft registration statement or a registration statement;"
2. Subparagraph 620(1)(b) was omitted.
3. Section 620 was modified by inserting the following subsection immediately after subsection 620(1):
 "620(1A)
 (a) Each offer under an off-market bid made to holders of securities in the bid class (other than holders located within the United States of America and Canada) must have the same date.
 (b) Each offer under an off-market bid made to holders of securities in the bid class located within the United States of America and Canada must have the same date."
4. Paragraph 624(1)(b) was omitted and the following paragraph substituted:
 "last for:
 (i) at least 1 month; or
 (ii) if a registration statement is sent to holders located within the United States of America and Canada at least 1 month after all registration statements are sent as required by item 19 in the table in subsection 633(1),
 and not more than 12 months."
5. The table in subsection 633(1) is modified by:
 - (a) inserting in item 6 the words "and persons located within the United States of America and Canada" immediately before the closing bracket after the word "bidder";
 - (b) inserting the following items after item 14:

	<i>Steps</i>	<i>Timing and relevant provisions</i>
15	The bidder must prepare: <ul style="list-style-type: none"> • A registration statement; and • If the registration statement does not set out all the terms of the offer – an offer document that sets out the other terms of the offer. 	
16	The bidder must lodge a copy of the registration statement and offer document with ASIC.	To be done on or on the next day after the registration statement is declared effective by the Securities and Exchange Commission.
17	The bidder must send a copy of the	To be done on or on the next day after

01/1605

	registration statement and offer document to the target.	the registration statement is declared effective by the United States Securities and Exchange Commission.
18	The bidder must lodge with ASIC a notice stating that the registration statement and offer document have been sent to the target.	To be done on the day the registration statement is sent to the target.
19	<p>The bidder must send the registration statement to each person located in the United States of America and Canada who holds:</p> <ul style="list-style-type: none"> • Securities in the bid class; or • If the bid extends to securities that come to be in the bid class due to the conversion of or exercise of rights attached to other securities (see subsection 617(2)) – the other securities; <p>As at the date set by the bidder under subsection (2).</p> <p>Except for differences permitted by subsection 619(2), the offers must be made on the terms set out in the bidder's statement and the offer document lodged with ASIC under item 2.</p>	<p>To be done:</p> <ul style="list-style-type: none"> • Within a 3 day period; and • Within 7 days after it is declared effective by the United States Securities and Exchange Commission.
20	<p>The bidder must send a notice to the target that the registration statement and offers have been sent as required by item 19.</p> <p>The notice must state the date of the offers.</p>	To be done on or on the next day after all offers have been sent as required by item 19.
21	The bidder must send a notice that offers have been sent as required by item 19 to each securities exchange that has a stock market on which the target's securities are quoted.	To be done on or on the next day after all offers have been sent as required by item 19.
22	The bidder must lodge with ASIC a notice that offers have been sent as required by item 19.	To be done on the next business day after all offers have been sent as required by item 19.

6. Subsection 633(2) was modified by omitting the words "6 and 12" and substituting in their place the words "6, 12 and 19".
7. Subsection 633(5) was modified by inserting the words ", and a registration statement required to be sent under item 18 or 19 in the table in subsection (1)" immediately before the word "must".
8. Section 633 was modified by inserting the following subsection after subsection 633(6):
 "633(6A) If the bidder sends the people to whom the registration statement is sent under item 19 of the table in subsection (1) additional information together with the registration statement and the offer, the bidder must also include that information in any notice under item 20, 21 or 22 of the table."
9. Section 636 was modified by inserting the following subsection after subsection 636(4):

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- "636(5) Instead of setting out the information that is required under sub-paragraph (1)(m) that is contained in a draft registration statement, the bidder's statement may simply refer to the draft registration statement. The reference must:
- (a) identify the draft registration statement or the part of the draft registration statement that contains the information;
 - (b) include sufficient information about the contents of the draft registration statement to allow a person to whom the offer is made to decide whether to obtain a copy of the draft registration statement (or part); and
 - (c) inform people of their right to obtain a copy of the draft registration statement (or part) under subsection (8).
- 636(6) A person who wishes to take advantage of subsection (5) must lodge the draft registration statement with ASIC even though this Act does not otherwise require the document to be lodged.
- 636(7) The draft registration statement (or part) referred to under subsection (5) is taken to be included in the bidder's statement.
- 636(8) If the bidder's statement is taken to include a draft registration statement, or part of a draft registration statement, under subsection (5), the bidder must give a copy of the draft registration statement (or part) free of charge to anyone who asks for it during the offer period."

10. Subsection 637(1) was modified by:

- (a) inserting "and the draft registration statement" after the words "bidder's statement";
- (b) inserting at the start of subparagraph 637(1)(a) the words "subject to subparagraph 637(1)(c),";
- (c) in subparagraph 637(1)(b) replacing the full stop with "; or"; and
- (d) inserting the following paragraph after subparagraph 637(1)(b):

"(c) for a bidder that is a foreign company that does not have any person appointed to the position of director – a unanimous resolution passed by the persons who have the authority (including delegated authority) under the laws of the place of its incorporation or under its constituent documents to manage the affairs of the body corporate (*authorised officer*).

Where the bidder's statement or draft registration statement is approved under subparagraph (c), the relevant statement must:

- (d) state prominently that the foreign company is not required, under the laws of its place of incorporation, to appoint directors in the same way that a company incorporated under the Corporations Act is required to appoint directors;
- (e) state that the foreign company has authorised officers and give details of the office of authorised officer;
- (f) name each authorised officer;
- (g) include a statement by each authorised officer that they were involved in the preparation of the relevant statement and take responsibility for it; and
- (h) state that the relevant statement has been approved by a unanimous resolution passed by the authorised officers.

Section 636(3) does not apply to statements included under subparagraph 637(1)(g)."

Note: The matters outlined in subsections 637(d) to (h) do not limit the matters required to be disclosed under subsection 636(1).

11. Subsection 637(2) was modified by:

- (a) inserting the words ",draft registration statement and registration statement" after the words "bidder's statement"; and

- (b) replacing the second sentence with "the date is, respectively, the date on which the Bidder's Statement is lodged with ASIC, the draft registration statement is lodged with the SEC and the registration statement is declared effective by the SEC".
12. Section 643 was modified by:
- (a) inserting ",draft registration statement or registration statement" immediately after "bidder's statement" wherever those words appear in section 643; and
- (b) inserting the following subsection:
- "643A If a registration statement lodged with ASIC under item 16 of the table in subsection 633(1) is different from a draft registration statement lodged with ASIC under subsection 636(6), the bidder must prepare a supplementary bidder's statement which:
- (a) includes or is accompanied by a document which compares the registration statement to the draft registration statement by marking-up the differences; and
- (b) states that the bidder will give a copy of the marked-up document or registration statement free of charge to anyone who asks for it during the offer period."
13. Section 645(2) was modified by:
- (a) inserting at the start of subparagraph 645(2)(a) the words "subject to subparagraph 645(2)(c),";
- (b) in subparagraph 645(2)(b) replacing the full stop with "; or"; and
- (c) inserting the following subparagraph after subparagraph 645(2)(b):
- "(c) for a bidder that is a foreign company that does not have any person appointed to the position of director – a unanimous resolution passed by the authorised officers.
- Where the supplementary bidder's statement is approved under subparagraph (c), the supplementary bidder's statement must:
- (d) state prominently that the foreign company is not required, under the laws of its place of incorporation, to appoint directors in the same way that a company incorporated under the Corporations Act is required to appoint directors;
- (e) state that the foreign company has authorised officers and give details of the office of authorised officer;
- (f) name each authorised officer;
- (g) include a statement by each authorised officer that they were involved in the preparation of the supplementary bidder's statement and take responsibility for it; and
- (h) state that the supplementary bidder's statement has been approved by a unanimous resolution passed by the authorised officers.
- Section 636(3) does not apply to statements included under subparagraph 645(2)(g)."
14. Section 648C was modified by replacing the words ";or" at the end of paragraph (a) with:
- "or if to a holder located in the United States of America or Canada, by pre-paid ordinary post or by courier originating in the United States of America; or"
15. Section 650D(3) was modified by:
- (a) in subparagraph 650D(3)(c), replacing the full stop with "; and"; and
- (b) inserting the following subparagraph after subparagraph 650D(3)(c):
- "(d) if the bidder is, or includes, a foreign company that does not have any person appointed to the position of director – not fewer than 2 of the authorised officers who are authorised to sign the notice by a resolution passed at a meeting of the authorised officers."

SCHEDULE A

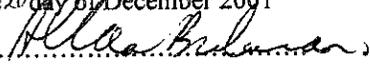
Delta Acquisition LLC ARBN 099 040 507 ("bidder")

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SCHEDULE B

The takeover by the bidder for all the fully paid ordinary shares and American Depositary Shares representing fully paid ordinary shares in Normandy Mining Limited ACN 009 295 765 in respect of which a bidder's statement is to be lodged with the Commission on or about the date of this instrument.

Dated the 20 day of December 2001

..... 

Signed by Allan Bulman

As a delegate of the Australian Securities and Investments Commission

01/1606

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 655A(1) - Declaration**

Pursuant to subsection 655A of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("Commission") declares that Chapter 6 of the Act applies to the person specified in the case referred to in Schedule B as if:

1. Subsection 619(2) was modified by:
 - (a) removing the full stop at the end of sub-paragraph (e); and
 - (b) inserting the following paragraph and sub-paragraphs after subsection 619(2)(e):
 - "(f) any differences in the offer attributable to the fact that holders located in the United States of America or Canada may only elect to receive consideration in the form of Common Stock and not CHESSE Depository Interests (CDIs);
 - (g) any differences in the offer attributable to the fact that holders located in a jurisdiction other than the United States of America and Canada may only elect to receive consideration in form of CHESSE Depository Interests and not Common Stock;
 - (h) any difference in the acceptance procedure of the offer attributable to the fact that the offer extends to American Depository Shares representing securities in the bid class;
 - (i) any differences in the offers attributable to the fact that United States of America federal securities laws require the bidder to include a condition in its offer to holders located within the United States of America and Canada that, if the bidder varies the offer to decrease the consideration offered within 10 business days of the end of the offer period, the offer period will be extended so that the period ends 10 days after the publication of the event.
- 619(2A) Where there are differences in the offers attributable to the condition referred to in sub-paragraph 619(2)(i), the offers which include that condition must also include a statement to the effect that, in accordance with this Act, the bidder will not decrease the consideration offered under the takeover bid."
2. Subsection 619(3) was omitted and the following subsection substituted:

"If the consideration for the bid includes an offer of securities, the securities do not need to be offered to:

 - (a) certain foreign holders specified in the bidder's statement.

if under the terms of the bid:

 - (c) the bidder must appoint a nominee for those holders who is approved by ASIC; and
 - (d) the bidder must transfer to the nominee:
 - (i) the securities that would otherwise be transferred to those holders who accept the bid for that consideration; or
 - (ii) the right to acquire those securities; and
 - (e) the nominee must sell the securities, or those rights, and distribute to each of those holders their proportion of the proceeds of sale net of expenses."

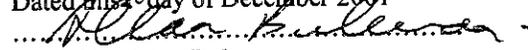
SCHEDULE A

DELTA ACQUISITION LLC (a company incorporated in Delaware) ("bidder") ARBN 099 040 507

SCHEDULE B

The takeover bid by the bidder for all the fully paid ordinary shares and American Depository Shares representing fully paid ordinary shares in NORMANDY MINING LIMITED ACN 009 295 765 ("target") in respect of which a bidder's statement is to be lodged with the Commission on or about the date of this instrument.

Dated this 20 day of December 2001

...  ...
Signed by Allan Bulman

as a delegate of the Australian Securities and Investments Commission

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01/1607

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001 – SUBSECTION 619(3) – APPROVAL**

Pursuant to subsection 619(3) of the Corporations Act 2001 the Australian Securities and Investments Commission ("Commission") hereby approves the appointment of the person named in Schedule A by the person specified in Schedule B as the nominee for all foreign holders, or certain foreign holders specified in the bidder's statement referred to in Schedule D, of the securities specified in Schedule C in relation to the off-market bid referred to in Schedule D.

SCHEDULE A

JP MORGAN SECURITIES AUSTRALIA LIMITED ACN 003 245 234 (Dealers licence number 11538).

SCHEDULE B

DELTA ACQUISITION LLC ARBN 099 040 507 (a company incorporated in Delaware) ("bidder")

SCHEDULE C

Fully paid ordinary shares and American Depository Shares representing fully paid ordinary shares in Normandy Mining Limited ACN 009 295 765 ("target").

SCHEDULE D

The off-market bid by the bidder for all the ordinary shares in the target, in respect of which a bidder's statement is to be lodged with the Commission on or about the date of this instrument.

Dated the 2nd day of December 2001

.....*Allan Bulman*.....

Signed by Allan Bulman

As delegate of the Australian Securities and Investments Commission

01/1608

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001 – SUBSECTION 655A(1) – DECLARATION**

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("Commission") declares that Chapter 6 of the Act applies to the person specified in Schedule A in the case referred to in Schedule B as if:

1. Section 605 were modified by adding the following subsection:
"(3) For the avoidance of doubt:
 - (i) American Depository Shares will be taken to be in the same class of securities as the securities they represent;
 - (ii) a reference to a security includes a reference to an American Depository Share which represents such a security; and
 - (iii) the giving of any offer, notice or other document to the holder of an American Depository Share satisfies any obligation to give the offer, notice or other document, as the case may be, to the holder of the security represented by the American Depository Share."
2. Paragraph 618(1)(a) were modified by adding the words "and, if that class includes American Depository Shares representing securities in that class, all those American Depository Shares" immediately before the semi-colon.

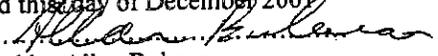
SCHEDULE A

DELTA ACQUISITION LLC ARBN 099 040 507 ("bidder")

SCHEDULE B

The takeover bid by the bidder in relation to all the fully paid ordinary shares and American Depository shares representing fully paid ordinary shares in NORMANDY MINING LIMITED (ACN 009 295 765) in respect of which a bidder's statement was lodged with the Commission on or about the date of this instrument.

Dated this 7 day of December 2001

.....
Signed by Allan Bulman

As a delegate of the Australian Securities and Investments Commission

01/1609

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001 – SUBSECTION 655A(1) – EXEMPTION**

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("Commission") hereby exempts the persons specified in Schedule A from subsection 636(3) of the Act in the case referred to in Schedule B on the conditions specified in Schedule C in relation to a statement concerning:

- comparative historical operating cash costs per ounce;
- comparative production levels and reserves together with historical earnings before interest, tax, depreciation and amortisation; or
- historical balance sheet entries

which is included in, or accompanies, the bidder's statement referred to in Schedule B ("bidder's statement"), where the statement was made by an entity listed in Schedule D in an announcement to a securities exchange listed in Schedule E.

SCHEDULE A

DELTA ACQUISITION LLC ARBN 099 040 507 (a company incorporated in Delaware) ("bidder")

SCHEDULE B

The takeover bid by the bidder for all the fully paid ordinary shares and American Depository Shares representing fully paid ordinary shares in the target in respect of which a bidder's statement is to be lodged with the Commission on or about the date of this instrument.

SCHEDULE C

1. The bidder's statement either:
 - (a) informs people of their right to obtain a copy of an announcement referred to in this instrument; or
 - (b) includes a copy of the announcement.
2. If the bidder's statement informs people of their right to obtain a copy of an announcement, the bidder gives a copy of the announcement free of charge to anyone who asks for it during the offer period.
3. The bidder's statement states that a person who has made a statement referred to in this instrument has not consented to the statement being included in, or accompanying, the bidder's statement in the form and context in which it is included.

SCHEDULE D

Stillwater Mining Company, Barrick Gold Corporation, Homestake Mining Company, Aber Diamond Corporation, Echo Bay Mines Limited, Franco-Nevada Mining Corporation, Gold Fields of South Africa Limited and Placer Dome Incorporated.

SCHEDULE E

New York Stock Exchange, London Stock Exchange, Toronto Stock Exchange, American Stock Exchange and Johannesburg Stock Exchange.

Dated this 20th day of December 2001

Merinda Northrop.....

Signed by Merinda Northrop

As a Delegate of the Australian Securities and Investments Commission

01/1610

Australian Securities & Investments Commission
Corporations Act 2001 – Subsection 655A(1) – Declaration

Pursuant to subsection 655A(1) of the *Corporations Act 2001* ("the Act"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies to the person specified in Schedule A in the case referred to in Schedule B as if:

1. sub-paragraph 650D(1)(b) was omitted and the following sub-section substituted:
 "(b) lodge the notice with ASIC, and provide a copy to the Australian Stock Exchange and the Toronto Stock Exchange; and"
2. sub-paragraph 650D(1)(c)(ii) was omitted.
3. a new sub-section 650D(1A) was inserted as follows:
 "(1A) Notice must be given to everyone to whom offers were made under the bid on or at any time before the day after the offer period was extended."
4. sub-section 650D(2) was modified so that the phrase "(1)(c)(ii)" was omitted and the phrase "(1A)" substituted.
5. sub-section 650D(4) was modified so that the phrase "(1)(c)(ii)" was omitted and the phrase "(1A)" substituted.

SCHEDULE A

AngloGold Limited (ARBN 090 101 170) ("the Bidder").

SCHEDULE B

The extension of the offer period ending on 27 December 2001 for the takeover bid by the Bidder in relation to fully paid ordinary shares and American Depositary Shares representing fully paid ordinary shares in Normandy Mining Limited (ACN 009 295 765) in respect of which a bidder's statement was lodged with the Commission on or about 1 November 2001.

Dated this 27th day of December 2001

Signed by: Merinda Northrop.....
Merinda Northrop as a delegate of the Australian Securities and Investments Commission

Corporations Act 2001
Subsection 164(3)

Notice is hereby given that the 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 Administration Appeals Tribunal prevents it from doing so.

AUDESSO MINING NL ACN 003 144 670 will change to a public company limited by shares. The new name will be AUDESSO MINING LIMITED ACN 003 144 670.

BETA FUNDS MANAGEMENT LIMITED ACN 097 950 359 will change to a proprietary company limited by shares. The new name will be BETA FUNDS MANAGEMENT PTY LTD ACN 097 950 359.

CARE PROPERTIES AUSTRALIA PTY LTD ACN 086 203 787 will change to a public company limited by shares. The new name will be BRIDGEWATER LAKE ESTATE LIMITED ACN 086 203 787.

D C INTERNATIONAL LIMITED ACN 002 060 559 will change to a proprietary company limited by shares. The new name will be D C INTERNATIONAL PTY LIMITED ACN 002 060 559.

EPIC CAPITAL LIMITED ACN 006 692 048 will change to a proprietary company limited by shares. The new name will be EPIC CAPITAL PTY LTD ACN 006 692 048.

EQUITY & PROPERTY NOMINEES LIMITED ACN 006 601 252 will change to a proprietary company limited by shares. The new name will be EQUITY & PROPERTY NOMINEES PTY LTD ACN 006 601 252.

KENBROCK ENTERPRISES PTY ACN 004 299 361 will change to a proprietary company limited by shares. The new name will be KENBROCK ENTERPRISES PTY LTD ACN 004 299 361.

BENCHMEASURE CORPORATION LIMITED ACN 087 729 860 will change to a proprietary company limited by shares. The new name will be BENCHMEASURE CORPORATION PTY LIMITED ACN 087 729 860.

BHP STEEL (JLA) PTY. LTD. ACN 000 011 058 will change to a public company limited by shares. The new name will be BHP STEEL LIMITED ACN 000 011 058.

COEMAR DE SISTI STAFF INCENTIVE PLAN LTD ACN 078 946 460 will change to a proprietary company limited by shares. The new name will be COEMAR DE SISTI STAFF INCENTIVE PLAN PTY LTD ACN 078 946 460.

ELEPHANT COMMUNICATIONS & SECURITY LIMITED ACN 095 770 657 will change to a proprietary company limited by shares. The new name will be ELEPHANT COMMUNICATIONS & SECURITY PTY LTD ACN 095 770 657.

EPIC CORPORATE LIMITED ACN 006 568 985 will change to a proprietary company limited by shares. The new name will be EPIC CORPORATE PTY LTD ACN 006 568 985.

GOLDSBOROUGH N.L. ACN 005 433 796 will change to a public company limited by shares. The new name will be GOLDSBOROUGH LIMITED ACN 005 433 796.

KOROROIT LB LTD ACN 098 717 312 will change to a proprietary company limited by shares. The new name will be KOROROIT LB PTY LTD ACN 098 717 312.

LOOMIS SAYLES (AUSTRALIA) PTY LIMITED ACN 088 786 289 will change to a public company limited by shares. The new name will be LOOMIS SAYLES (AUSTRALIA) LIMITED ACN 088 786 289.

NATIONWIDE PACIFIC N L ACN 003 283 378 will change to a proprietary company limited by shares. The new name will be NATIONWIDE PACIFIC PTY LIMITED ACN 003 283 378.

OMINCO MINING NL ACN 008 628 171 will change to a proprietary company limited by shares. The new name will be OMINCO MINING PTY LIMITED ACN 008 628 171.

PP ED LIMITED ACN 000 000 546 will change to a proprietary company limited by shares. The new name will be PP ED PTY LTD ACN 000 000 546.

SPICERS PAPER LIMITED ACN 007 228 113 will change to a proprietary company limited by shares. The new name will be SPICERS PAPER PTY LTD ACN 007 228 113.

WINE LODGES LIMITED ACN 094 195 178 will change to a proprietary company limited by shares. The new name will be WINE LODGES PTY LIMITED ACN 094 195 178.

MT GRACE RESOURCES NL ACN 060 774 227 will change to a public company limited by shares. The new name will be MT GRACE RESOURCES LIMITED ACN 060 774 227.

NOTCRIL LIMITED ACN 003 217 374 will change to a proprietary company limited by shares. The new name will be NOTCRIL PTY LTD ACN 003 217 374.

PINE TREATERS LTD ACN 098 778 762 will change to a proprietary company limited by shares. The new name will be PINE TREATERS PTY LTD ACN 098 778 762.

PRACTICAL SYSTEMS PTY LIMITED ACN 001 656 373 will change to a public company limited by shares. The new name will be PRACTICAL SYSTEMS LIMITED ACN 001 656 373.

WESSINGTON INVESTMENTS LTD. ACN 010 730 426 will change to a proprietary company limited by shares. The new name will be WESSINGTON INVESTMENTS PTY LIMITED ACN 010 730 426.

YAKABINDIE NICKEL LIMITED ACN 002 940 589 will change to a proprietary company limited by shares. The new name will be YAKABINDIE NICKEL PTY LTD ACN 002 940 589.