



Commonwealth of Australia



ASIC

Australian Securities &
Investments Commission

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02/0113



Corporations (Exempt Futures Market — National Wholesale Electricity) Amendment Declaration 2002 (No. 1)

I, IAN GORDON CAMPBELL, Parliamentary Secretary to the Treasurer, make this Declaration under subsection 1127 (1) of the *Corporations Act 2001*.

Dated *11th of January* 2002

A handwritten signature in cursive script, which appears to read 'Ian Gordon Campbell'.

Parliamentary Secretary to the Treasurer

1 Name of Declaration

This Declaration is the *Corporations (Exempt Futures Market — National Wholesale Electricity) Amendment Declaration 2002 (No. 1)*.

2 Commencement

This Declaration commences when it is made.

3 Amendment of *Corporations (Exempt Futures Market — National Wholesale Electricity) Declaration 1999*

Schedule 1 amends the *Corporations (Exempt Futures Market — National Wholesale Electricity) Declaration 1999*.

Schedule 1 Amendment

02 / 0113

Schedule 1 Amendment
(section 3)

[1] Paragraph 9 (1) (d)

substitute

- (d) Queensland Power Trading Corporation (being the entity established as the Queensland Transmission and Supply Corporation under subsection 4 (1) of the *Government Owned Corporations (Queensland Transmission and Supply Corporation) Regulation 1994* (Qld), the name of which was changed by subsection 30 (1) and further changed by subsection 30 (1A) of the *Government Owned Corporations (QTSC Restructure — Stage 2) Regulation 1997* (Qld)); or

02 / 0114

Australian Securities and Investments Commission
Corporations Act 2001 (Cth) – 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 persons named in Schedule A in the case referred to in Schedule B as if subsection 631(1) of the Act was modified or varied by inserting the words "and 14 days" after the words "2 months".

Schedule A

Magic Millions League Pty Limited ACN 098 527 185 ("the Bidder") and its directors.

Schedule B

The announcement made by the Bidder to the Australian Stock Exchange Limited on 29 November 2001 of a proposed off market takeover bid for 50% of each shareholder's ordinary shares in Brisbane Broncos Limited ACN 009 570 030.

Dated this 22nd day of January 2002

.....
.....

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

02/0115

Australian Securities and Investments Commission

Corporations Act — Subsection 741(1) and Paragraph 601QA(1)(a) — Exemption

Pursuant to subsection 741(1) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons referred to in Schedule A from Parts 6D.2 and 6D.3 of the Act in the cases referred to in Schedule B on the conditions set out in Schedule D and for so long as those conditions are met.

And pursuant to paragraph 601QA(1)(a) of the Act ASIC hereby exempts the persons referred to in Schedule A from Chapter 5C in relation to the operation of the scheme referred to in Schedule C on the conditions set out in Schedule D and for so long as those conditions are met.

SCHEDULE A - Persons Exempted

TotalFinaElf SA ("Total"), the manager from time to time (presently, AXA Gestion Interressement) (the "Manager") and the custodian from time to time (presently, AXA Banque) (the "Custodian") of a corporate mutual fund ("trust fund") operating in connection with the TotalFinaElf SA Group Savings Plan or Employees' Shareholding Plan as amended from time to time (the "Scheme") and governed by rules (the "Rules") approved by the French Commissions des Operations de Bourse ("Relevant Agency") (collectively the "Corporations"), and those companies listed in Schedule E (collectively the "Australian companies" and singly the "relevant Australian company") and any person acting for or on behalf of any of the Australian companies or the Corporations.

SCHEDULE B - Cases Exempted

This exemption applies where:

- (a) pursuant to the Scheme an offer or invitation ("Offer") is made to subscribe for an interest in fully paid shares in Total or an interest in the trust fund, or interests in the trust fund are issued, to a fulltime or part-time employee or director of the relevant Australian company while it is a subsidiary of Total (each an "Employee");
- (b) the shares in Total must be in the same class as shares which have been quoted on the Bourse de Paris throughout the 36 month period immediately preceding the Offer, without suspension during that period exceeding in total 5 trading days; and
- (c) the Offer must meet the further requirements set out in Schedule C.

SCHEDULE C - Further Requirements

1. The Scheme must be substantially on the terms set out in the letter from Deacons to ASIC of 18 January 2002.
2. The Offer must be in writing (the "Offer document") and:
 - (a) the Offer document must include or be accompanied by a copy, or a summary, of the Rules;
 - (b) if the Offer document includes or is accompanied by a summary (rather than a copy) of the Rules the Offer document must include an undertaking that during the period or periods during which the offeree may acquire shares or units (the "offer period"), the relevant Australian company will, within a reasonable period of the offeree so requesting, provide the offeree without charge with a copy of the Rules;
 - (c) the Offer document must specify:
 - (i) the acquisition price in Australian dollars of the Total shares to which the Offer relates;
 - (ii) where the acquisition price of the Total shares to which the Offer relates is denominated in a foreign currency, the Australian dollar equivalent of the acquisition price as at the time of the Offer; or
 - (iii) where the acquisition price of the Total shares to which the Offer relates is determinable at some future time by reference to a formula, the Australian dollar or Australian dollar equivalent of the acquisition price were that formula applied as at the date of the Offer;
 - (d) the Offer document must include an undertaking, and an explanation of the way in which, the relevant Australian company will, during the offer period, within a reasonable period of the offeree so requesting, make available to the offeree the following information:
 - (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of shares in the same class as shares to which the Offer relates; and
 - (ii) where either paragraph (c)(ii) or (c)(iii) applies, the information referred to in that paragraph as updated to that date; and

02 / 0115

- (e) if Total or any associated body corporate of it offers the offeree any loan or other financial assistance for the purpose of acquiring the shares to which the Offer relates, the Offer document must disclose the conditions, obligations and risks associated with such loan or financial assistance;
 - (f) the Offer document must disclose the risks as a consequence of participation in the Scheme; and
 - (g) the Offer document must state prominently that the Scheme is a foreign scheme subject to the regulation of the Commission des Operations de Bourse and to the law of France and must describe the legal and practical effect (if any) this may have on the rights and ability of an offeree to make any claim or enforce any right arising out of or in connection with the Scheme.
3. The number of shares the subject of the Offer when aggregated with:
- (a) the number of shares in the same class which would be issued were each outstanding offer with respect to shares, units of shares and options to acquire unissued shares or units of shares, being an offer made or option acquired pursuant to an employee share scheme extended only to employees or directors of Total and of associated bodies corporate of Total, to be accepted or exercised (as the case may be); and
 - (b) the number of shares in the same class issued during the previous five years pursuant to the employee share scheme or any other employee share scheme extended only to employees or directors of Total and of associated bodies corporate of Total,
- but disregarding any offer made, or option acquired or share issued by way of or as a result of:
- (c) an offer to a person situated at the time of receipt of the Offer outside Australia; or
 - (d) an offer that was an excluded offer or invitation within the meaning of the Act as it stood prior to the commencement of Schedule 1 to the Corporate Law Economic Reform Program Act 1999; or
 - (e) an offer that did not need disclosure to investors because of section 708 of the Act must not exceed 5% of the total number of issued shares in that class of Total as at the time of the Offer.

SCHEDULE D - Conditions

1. The Australian companies must ensure that one of them provides to ASIC a copy of the Offer document (which need not contain details of the Offer particular to the offeree such as the identity or entitlement of the offeree) and of each accompanying document not later than 7 days after the provision of that material to the offeree.
2. The Australian companies must ensure that Total complies with any undertaking required by this instrument to be made in the Offer document.
3. The Rules must contain provisions to the effect that the books of account maintained in respect of the activities of the trust fund to which the Rules relate must be audited annually.
4. The Rules contain provisions to the effect that neither the Manager nor the Custodian shall levy any fees or charges, other than audit fees associated with the Scheme or the trust fund, for operating and administering the trust fund which are payable either directly by the Employees or out of the assets of the trust fund.
5. The Australian companies must make the statements of assets, balance sheets and statements of income (together with the related notes) and the auditors' reports delivered to them under the Rules available for inspection by offerees at a registered office or principal place of business in Australia during normal business hours or such other time as is agreed with an offeree.
6. Upon the relevant Australian company receiving notices relating to the buy-back or redemption of units as provided for in the Rules or otherwise under the Scheme, that company must forward these to the Manager without delay.
7. On behalf of Total and the Manager, the Australian companies must accept notices, correspondence and service of process at a registered office or principal place of business in Australia.
8. The Australian companies must notify ASIC within 7 days if the buy-back arrangements or redemption facilities of the Scheme are suspended or terminated or if listing of the shares to which the Offer relates on any foreign securities exchange is suspended.
9. The relevant Australian company must make available for public inspection at a registered office or principal place of business in Australia and provide to offerees copies of the constituent documents of the Scheme and meet all reasonable requests for information.

02/0115

10. Total, through the Australian companies, must maintain in Australia and make available to ASIC, upon request, records relating to the issue or sale of and the buy-back or the redemption of units in the Scheme to or from Employees.
11. The trust fund must at all times be approved or authorised or registered by the Relevant Agency and the Scheme must at all times be authorised under the law of France.
12. There must at all times be a custodian of the Scheme assets and, where applicable, the Custodian must have been approved by the Relevant Agency and that approval must not have been revoked.
13. ASIC must be provided with:
 - (a) facsimile copies of the Rules and any other documents comprising the constitution of the Scheme within 14 days of the date of this instrument, with certified copies to follow in 28 days;
 - (b) a facsimile copy of any written approval or authorisation issued by the Relevant Agency in relation to the Scheme within 28 days of the date of this instrument, with certified copies to follow in 56 days; and
 - (c) if any document is not in English, a certified translation of that document into English.
14. Shares issued to offerees pursuant to the Scheme must represent a minority of all shares in the Scheme, calculated both by value and by the number of holders of shares in the Scheme.
15. Each Australian company must keep at a registered office or principal place of business in Australia, a register of its employees who participate in the Scheme and enter in the register:
 - (a) the names and addresses of each participant;
 - (b) the extent of the holding of each participant;
 - (c) the date at which the name of each participant was entered in the register; and
 - (d) the date at which any participant's interest ceased.
16. The Rules must not be modified or varied in any material respect which would adversely affect the rights and interests of participants in the Scheme unless ASIC notifies in writing the Australian companies or the Corporations or their representatives that it does not object to the modification or variation.
17. The Corporations must comply with the provisions of the Rules.
18. The Scheme must at all times comply with the law of France.

SCHEDULE E - the Australian companies

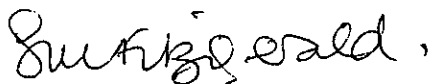
Name of company	ABN
Bostik Findley Australia Pty Ltd	79 003 893 838
Architectural and Structural Adhesives Pty Ltd	56 003 259 872
Atofina (Australia) Pty Ltd	44 000 330 772
Atotech Australia Pty Ltd	59 008 444 200

Interpretation

For the purposes of this instrument:

1. A body corporate is an associated body corporate of Total if:
 - (a) the body corporate is a related body corporate of Total; or
 - (b) the body corporate has voting power in Total of not less than 20%; or
 - (c) Total has voting power in the body corporate of not less than 20%;
(applying the definition of "voting power" contained in section 610 of the Act).
2. The Australian dollar equivalent of a price shall be calculated by reference to the relevant exchange rate published by an Australian bank on the previous business day.
3. An Offer includes an offer renounced by an Employee in favour of their nominee.
4. The current market price of a share shall be taken as the price published by the principal exchange on which the share is quoted (being the Bourse de Paris for so long as the share is quoted on the Bourse de Paris) as the final price for the previous day on which the share was traded on the stock market of that exchange.

Dated the 22nd day of January 2002



Signed by Sarala Miranda Fitzgerald
as a delegate of the Australian Securities and Investments Commission

Australian Securities and Investments Commission

**Superannuation Industry (Supervision) Act 1993
Section 328 – Revocation and Exemption**

02 / 0117

Pursuant to section 328 of the Superannuation Industry (Supervision) Act 1993 ("the SIS Act") the Australian Securities and Investments Commission ("ASIC") HEREBY REVOKES Exemption 40 dated 8 January 1997 and, on the conditions set out in Schedule B, HEREBY EXEMPTS the person referred to in Schedule A and anyone acting for or on behalf of that person from compliance with section 152 of the SIS Act.

SCHEDULE A

Hevea Pty Limited ACN 006 468 239, (the "Trustee") as the trustee of the pooled superannuation trust known as the Pacific Dunlop Superannuation Investment Trust (the "Trust")

SCHEDULE B

1. The Trust is, pursuant to a requirement contained in its governing rules, used only for investing the assets of one or more standard employer-sponsored funds (the "investing funds").
2. Except in the case referred to in Schedule C, each employer-sponsor of each investing fund is pursuant to a requirement contained in the Trust's governing rules, either:
 - a. Pacific Dunlop Limited
 - b. a body corporate that is related (within the meaning of section 20 of the SIS Act) to Pacific Dunlop Limited; or
 - c. a partner of a body corporate that is related (within the meaning of section 20 of the SIS Act) to Pacific Dunlop Limited.
3. Either:
 - a. the Trustee is, pursuant to a requirement contained in the Trust's governing rules, related to (within the meaning of section 20 of the SIS Act) at least one employer-sponsor of each investing fund; or
 - b. the trustees of the investing funds (taken together) own the majority of the issued shares of the Trustee.

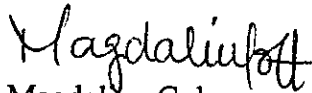
SCHEDULE C

If an employer-sponsor of the investing fund is not related to, or a partner of a body corporate that is related to Pacific Dunlop Limited, in accordance with Condition 2 in Schedule B, the Trustee may, pursuant to a provision contained in the Trust's governing rules, either:

02/0117

- a. allow that employer-sponsor to continue to remain as an employer-sponsor of the investing fund if the employer-sponsor is Pacific Marine Batteries Pty Ltd; or
- b. allow that employer-sponsor to continue to remain as an employer-sponsor of the investing fund for a period of no more than twelve months after becoming unrelated.

Dated 23 January 2002



Magdaline Goh

A delegate of the Australian Securities and Investments Commission


**Australian Securities & Investments Commission
Corporations Act 2001 Section 825
Order Revoking Licence**

02 / 0118

TO: Monterrey Holdings Pty Ltd, ACN: 093 415 528 ("the Licensee")
Professional Chambers
Level 2
120 Collins St
Melbourne VIC 3000

Pursuant to paragraph 825(a) of the Corporations Act 2001, the Australian Securities and Investments Commission hereby revokes Licence Number 206299 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 23rd day of January 2002.

Signed 

Leigh-Anne Perillo, a delegate of the Australian Securities and Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Section 825
Order Revoking Licence**

02/0119

TO: S.L.C. Investment Services Pty Ltd, ACN: 005 243 247 ("the Licensee")
Level 23
570 Bourke St
Melbourne VIC 3000

Pursuant to paragraph 825(a) of the Corporations Act 2001, the Australian Securities and Investments Commission hereby revokes Licence Number 12260 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 25th day of January 2002.

Signed
JAS

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

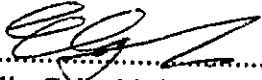
**Australian Securities & Investments Commission
Corporations Law Section 825
Order Revoking Licence**

02/0120

TO: Curtis Capital Services Pty Ltd, ACN: 097 380 562 ("the Licensee")
15 Mary Street
HAWTHORN VIC 3122

Pursuant to paragraph 825(a) of the Corporations Law, the Australian Securities and Investments Commission hereby revokes Licence Number 212501 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 24th day of January 2002.

Signed 
Eddie Celeghini, a delegate of the Australian Securities and Investments Commission

AUSTRALIAN SECURITIES & INVESTMENTS COMMISSION

CORPORATIONS ACT 2001 – S655A(1) –DECLARATION

02/0123

Pursuant to s.655A(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission hereby revokes the instrument issued on 3 January 2002 and now declares that Chapter 6 of the Act applies to the person specified in Schedule A in the case referred to in Schedule B on the conditions set out in Schedule C and for so long as those conditions are met as if s611 item 7(b) was modified by adding before the word "including" the following words:

"other than an independent expert's report in respect of the transactions the subject of the resolution,".

SCHEDULE A - PERSON

Australian Magnesium Corporation Limited ACN 010 441 666 ("Company").

SCHEDULE B - CASE

The general meeting of shareholders of the Company to be held in February 2002 for the purpose of approving the performance by the Company of its obligations under the 2001 Facility Agreement, Amended and Restated 2001 Subscription Deed, \$100 million Subscription Deed and Equity Contribution Deed No. 2 between, among other parties, the Company and Normandy Mining Limited ACN 009 295 765 ("Normandy") or subsidiaries of Normandy.

SCHEDULE C – CONDITIONS

- (a) A summary of an independent expert's report in respect of the transactions the subject of the resolution must be included in the explanatory memorandum which forms part of the notice of the meeting referred to in Schedule B;
- (b) The summary must be prepared by the independent expert who prepared the independent expert's report;
- (c) The independent expert must state in the summary that the summary is a fair summary of the independent expert's report;
- (d) The independent expert's report must be posted on the website of the Company; and
- (e) The explanatory memorandum must state that the independent expert's report is on the Company's website, provide the website address and state that the independent expert's report will be provided to a shareholder of the Company free of charge, upon request.

DATED the 22nd day of January 2002



SIGNED by Diane Mary Binstead
as delegate of the Australian Securities & Investments Commission

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

02 / 0124

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act"), the Australian Securities and Investments Commission exempts the persons specified in Schedule A from compliance with subsection 606(2) of the Act in the case referred to in Schedule B.

Schedule A

Liberty Media Corporation, a corporation incorporated in the state of Delaware in the United States of America, and its related bodies corporate ("Liberty").

Schedule B

The acquisition of a relevant interest by Liberty in issued voting shares of New UnitedGlobalCom, Inc. (a corporation incorporated in the state of Delaware in the United States of America ("New United")) as a result of the implementation of the transactions described in the Merger Agreement defined in Schedule C following the stockholder approval described in Schedule C, which acquisition results in the acquisition by Mr John Malone of a relevant interest in 81.27% of the issued voting shares in Austar United Communications Limited ACN 087 695 707.

Schedule C

The approval, by the affirmative vote of a majority of the voting power held by the holders of the outstanding Class A Common Stock and Class B Common Stock of UnitedGlobalCom, Inc., a Delaware corporation ("United"), voting together as a single class, of the proposal to approve and adopt the Amended and Restated Agreement and Plan of Restructuring and Merger, dated December 31, 2001 (the "Merger Agreement"), among New United, United, Liberty and the other parties specified therein, as described in the proxy statement/prospectus that forms a part of Amendment No. 2 to the Registration Statement on Form S-4 of New United, which amendment was filed with the United States Securities and Exchange Commission on January 2, 2002, and the transactions contemplated by the Merger Agreement.

Dated this 24th day of January 2002



Signed by Steven Rice
as a delegate of the Australian Securities and Investments Commission

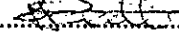
**Australian Securities & Investments Commission
Corporations Act 2001 Section 825
Order Revoking Licence**

02/0125

TO: Instinet Australia Limited, ACN: 003 651 607 ("the Licensee")
Level 30
60 Margaret St
Sydney NSW 2000

Pursuant to paragraph 825(a) of the Corporations Act 2001, the Australian Securities and Investments Commission hereby revokes Licence Number 186205 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 24th day of January 2002.

Signed 

Leigh-Anne Perillo, a delegate of the Australian Securities and Investments Commission

**Australian Securities & Investments Commission
Corporations Act 2001 Section 825
Order Revoking Licence**

02 / 0126 :

TO: E-Transact Pty Ltd, ACN: 007 019 267 ("the Licensee")
Level 6
67 Albert Ave
Chatswood NSW 2067

Pursuant to paragraph 825(a) of the Corporations Act 2001, the Australian Securities and Investments Commission hereby revokes Licence Number 187020 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 30th day of January 2002.

Signed

Leigh-Anne Perillo, 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.

A.B.B.A.-AUSTRALIANS BUYING BACK

AUSTRALIA LTD ACN 096 045 064 will change to a proprietary company limited by shares. The new name will be A.B.B.A.-AUSTRALIANS BUYING BACK AUSTRALIA PTY LTD ACN 096 045 064.

FREMONT SECURITIES LIMITED

ACN 090 363 241 will change to a proprietary company limited by shares. The new name will be FREMONT SECURITIES PTY LIMITED ACN 090 363 241.