



**ASIC**

Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette

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# ASIC Gazette

## Contents

### Notices under Corporations Act 2001

07/1067	07/1068
08/0172	08/0173
08/0175	08/0176
08/0177	08/0178

### Company/Scheme deregistrations

### Company change of type

#### RIGHTS OF REVIEW

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

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

07 / 1067

Under paragraph 601QA(1)(b) of the *Corporations Act 2001 (Act)* the Australian Securities and Investments Commission (**ASIC**) declares that Chapter 5C of the Act applies to the person in Schedule A, in the case described in Schedule B, as if section 601LC were modified or varied by adding after notional subsection 208(2) of the Act as included in that section:

- "(2A) Member approval is not required for the giving of a benefit and the benefit need not be given within 15 months if:
- (a) the benefit is given by the responsible entity of a registered scheme (**Scheme**); and
  - (b) the benefit either:
    - (i) is given out of the Scheme property; or
    - (ii) could endanger the Scheme property; and
  - (c) the benefit is given to a related party."

**Schedule A**

Investa Properties Limited ACN 084 407 241 (**Company**) in its capacity as the responsible entity of  
Investa Property Trust ARSN 088 705 882 (**Trust**)

**Schedule B**

1. The benefit is given by the RE to Post Bidco Pty Limited ACN 125 612 786 (**Post Bidco**) and Post Holdco 1 Pty Limited ACN 125 612 419, Post Holdco 2 Pty Limited ACN 126 219 903, Post Holdco 3 Pty Limited ACN 126 219 912, Post Financier Pty Limited ACN 127 078 595, Post Hold Portfolio Financier Pty Limited ACN 127 753 057, Post Sale Portfolio Financier Pty Limited ACN 127 078 586, Post Issuer Pty Limited ACN 127 078 620, Post Hold Portfolio Issuer Pty Limited ACN 127 753 066, Post Sale Portfolio Issuer Pty Limited ACN 127 753 048, Post Hold Portfolio Note Purchaser Pty Limited ACN 127 818 071 and Post Sale Portfolio Note Purchaser Pty Limited ACN 127 818 099 (**Related Parties**).
2. Post Bidco is the sole member of the Trust and the sole shareholder of the Company.
3. The benefit given by the RE consists of guaranteeing the obligations of the Related Parties and providing securities to secure that guarantee (in the form of fixed and floating charges, real property mortgages and mortgages over securities granted to ANZ Fiduciary Services Pty Limited as security trustee (**Security Trustee**)) under the terms of the Series A facility agreement between the Security Trustee, Related Parties, Citisecurities Limited (as Facility Agent ) and Morgan Stanley Finance Australia Limited, Citibank, N.A. Sydney Branch and Credit Suisse, Sydney Branch (as Mandated Lead Arrangers, Underwriters and Lenders) and the Series B facility agreement between the Security Trustee, Post Bidco, Related Parties and Australia and New Zealand Banking Group Limited (as Facility Agent and Lender) both dated 24 August 2007 (**Finance Documents**), and the facilities made available under the Finance Documents, which are guaranteed by the RE were provided to Post Bidco for the purpose of funding the consideration payable by Post Bidco under the Schemes and refinancing the existing indebtedness of the Company and the Trust. The guarantee and securities will also extend to facilities which might be used to refinance those provided under the Finance Documents.

- 2 -

07 / 1067

4. The RE has lodged with ASIC an application, under section 601PA of the Act, for deregistration of the Trust before the benefit is given.
5. The benefit is given by the RE within 1 month after the date of this instrument.

**Interpretation**

In this instrument:

**RE** means Investa Properties Limited ACN 084 407 241 in its capacity as the responsible entity of the Trust.

**Schemes** means the scheme of arrangement under section 411 of the Act and the scheme in respect of the interests in the Trust, approved respectively by the shareholders in the RE and members of the Trust on 22 August 2007.

Dated this 19<sup>th</sup> day of October 2007



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

07 / 1068

**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 hereby declares that Chapter 6D of the Act applies to the person specified in Schedule A in the case specified in Schedule B as if paragraph 708A(5)(b) of the Act were modified or varied by replacing it with the following:

- "(b) trading in that class of securities on a prescribed financial market on which they were quoted was not suspended for more than a total of 7 days during the shorter of the period during which the class of security were quoted, and the period of 12 months before the day on which the relevant securities were issued; and"

**Schedule A**

IBA Health Limited ACN 063 539 702 (*IBA*)

**Schedule B**

Ordinary Fully Paid Shares (as defined in the Listing Rules of ASX Limited ACN 008 624 691 as in force at the date of this instrument) issued by IBA prior to 26 May 2008.

Dated this 17th day of October 2007



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

08 / 0 1 7 2

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

Under paragraph 741(1)(b) of the *Corporations Act 2001 (Act)*, the Australian Securities and Investments Commission (**ASIC**) declares that Chapter 6D of the Act applies to the persons specified in Schedule A in the case specified in Schedule B as if the following provisions were modified or varied:

1. in the definition of “continuously quoted securities” in section 9 of the Act omit “prospectus or Product Disclosure Statement” (twice occurring), substitute “notice given under subsection 708A(12A)”;
2. in paragraph 708A(1)(a) omit “(11) or (12),”, substitute “(11), (12) or (12A),”;
3. in paragraph 708A(2)(f) omit “subsection (5)”, substitute “subsection (5) or (12A) (as applicable)”; and
4. after subsection 708A(12) insert:

“(12A) The sale offer does not need disclosure to investors under this Part if:

- (a) the relevant securities are continuously quoted securities; and
- (b) the relevant securities were issued by reason of the conversion of convertible securities or in satisfaction or part satisfaction of interest payable on convertible securities; and
- (c) the issue of the relevant securities did not involve any further offer; and
- (d) the body gives the relevant market operator for the body a notice that complies with subsection (12B) on the same day as, or within 2 business days before, the first day on which convertible securities are issued.

(12B) A notice complies with this subsection if:

- (a) the notice contains the following information:
  - (i) for the convertible securities – the information required by subsection 713(2); and
  - (ii) for the relevant securities – the information required by subsections 713(2) to (5),as if the notice were a prospectus; and
- (b) the notice is worded and presented in a clear, concise and effective manner; and
- (c) where the notice includes a statement by a person, or a statement said in the notice to be based on a statement made by a person:
  - (i) the person has consented to the statement being included in the notice in the form and context in which it is included;
  - (ii) the notice states that the person has given this consent; and

2

08 / 0 1 7 2

- (iii) the person has not withdrawn this consent before the notice is given to the relevant market operator.”

#### Schedule A

Any shareholder of Lynas Corporation Limited ACN 009 066 648 (*Lynas*)

#### Schedule B

An offer for sale of Ordinary Shares within 12 months of issue, where there was no determination under subsection 713(6) of the Act in force at the time of issue of the Convertible Bonds to which the Ordinary Shares relate.

#### Interpretation

1. **Convertible Bond** means a convertible note issued by Lynas which can be converted into an Ordinary Share in accordance with the terms and conditions outlined in a deed poll dated on or around 7 March 2008.
2. **offer** has a meaning affected by section 700 of the Act.
3. **Ordinary Share** means an ordinary share of Lynas that was issued:
  - (a) by reason of the conversion of a Convertible Bond; or
  - (b) in satisfaction or part satisfaction of interest payable on a Convertible Bond.

Dated this 6<sup>th</sup> day of March 2008



Signed by Roslyn Nippita  
as a delegate of the Australian Securities and Investments Commission.

#### Note:

ASIC has revised its approach to granting the relief in this instrument and generally does not propose to grant the relief in this instrument in future.

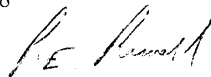
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**Australian Securities and Investments Commission**  
**Corporations Act 2001 – Paragraph 1020F(1)(c) - Variation**

Under paragraph 1020F(1)(c) of the *Corporations Act 2001* (the *Act*), the Australian Securities and Investments Commission (*ASIC*) varies ASIC Instrument [08/0100] dated 14 February 2008 as follows:

- (a) in paragraph 2 of the instrument, after “applies to the RE”, insert “in relation to the circumstances referred to in Schedule A”; and
- (b) in notional paragraphs 1012DAA(2)(g) and 1012DA(5)(f) of the Act, as inserted by paragraph 2 of the instrument, omit “the RE” (wherever occurring), substitute “the issuer”.

Dated this 12<sup>th</sup> day of March 2008



Signed by Philip Edward Russell

As a delegate of the Australian Securities and Investments Commission

08 / 0 1 7 5

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

1. Under subsection 741(1) of the *Corporations Act 2001* (the *Act*) the Australian Securities and Investments Commission (*ASIC*) declares that Chapter 6D applies to the person referred to in Schedule A in the case specified in Schedule B as if the following provisions were modified or varied:
  - (a) in section 9A of the Act, after subsection (4), insert:
    - “(5) An offer of a body’s securities that would otherwise satisfy the conditions in subsection (1) or (2) does not fail to satisfy those conditions merely because under the terms of the offer:
      - (a) offers are also made to holders of securities (*convertible securities*) that are convertible, whether or not at the option of the holder, into securities in the class being offered where:
        - (i) the terms of, or the rights attaching to, the convertible securities require the offer to be extended to holders of the convertible securities; and
        - (ii) the percentage of the securities offered to holders of the convertible securities is no greater than the percentage of securities that would have been required to be offered to those holders if all of the convertible securities had been converted into securities in the class being offered immediately before the date on which entitlement to participate in the offer is determined; or
      - (b) in determining the number of securities to be issued to a person who accepts offers, the number of securities may be rounded up or down to ensure the number is a whole number; or
      - (c) the percentage of securities to be issued to a person might exceed the percentage of securities held by the person before the offer, provided the excess is attributable to either or both of the following:
        - (i) securities issued in the circumstances set out in paragraph (a);
        - (ii) the rounding of securities as permitted by paragraph (b).”;



08 / 0 17 5

- (b) in section 708AA of the Act:
- (i) in paragraph (2)(f) omit “offer is made.”, substitute “first offer is made under the rights issue or by such earlier time required by the market operator.”; and
  - (ii) omit paragraph (10)(a), substitute:

“(a) a notice given under subsection (2) or (12) is defective; and”;
  - (iii) in paragraph (10)(b) after “within”, insert “the period commencing on the date the notice is given and ending”; and
  - (iv) in subsection (11) omit “the notice under subsection (2)”, substitute “a notice under subsection (2) or (12)”; and
  - (iv) omit paragraph (11)(a), substitute:

“(a) does not comply with paragraph (2)(f) or subsection (12); or”;
  - (v) after subsection (11), insert:

“(12) If, at any time in the period between the date the notice was given under paragraph (2)(f) and the last issue of securities made under the rights issue, the body becomes aware of:

    - (a) any information that would be excluded information that would need to be included in the notice if the notice had been given at that time and has not been included in the notice or otherwise provided to the relevant market operator; or
    - (b) a material change to:
      - (i) the potential effect the issue of the relevant securities will have on the control of the body; or
      - (ii) the consequences of that effect,

the body must, within a reasonable time of becoming so aware, give the relevant market operator a notice that sets out details of the information or material change.”.

08 / 0 17 5

2. Under subsection 741(1) of the Act ASIC declares that Chapter 6D applies to the persons named in Schedule C in the case specified in Schedule D as if section 708A were modified or varied as follows:

- (a) in paragraph (1)(a) omit “(11) or (12),”, substitute “(11), (12) or (12A),”; and
- (b) after subsection (12) insert:

*“Sale offer of quoted securities issued under rights issue—case 4*

(12A) The sale offer does not need disclosure to investors under this Part if:

- (a) the relevant securities were issued under a rights issue; and
- (b) the relevant securities are in a class of securities that were quoted securities at all times in the 3 months before the day on which the relevant securities were issued; and
- (c) the rights issue did not need disclosure to investors under this Part because of section 708AA.”.

#### Schedule A

Quiktrak Networks Ltd. ACN 008 718 867 (*Quiktrak*).

#### Schedule B

An offer (the *Rights Issue*) by Quiktrak dated 8 April 2008 to issue approximately 140 880 995 ordinary shares where the terms of the Rights Issue are substantially the same as announced to ASX Limited on or about 13 March 2008.

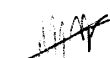
#### Schedule C

Any shareholder of Quiktrak.

#### Schedule D

An offer of ordinary shares in Quiktrak for sale where the shares were issued under the Rights Issue without disclosure under Part 6D.2 of the Act.

Dated this 13<sup>th</sup> day of March 2008



Signed by Matthew Karakoulakis

as a delegate of the Australian Securities and Investments Commission

08 / 0 1 7 6

**Australian Securities and Investments Commission**  
**Corporations Act 2001 — Paragraphs 926A(2)(b), 992B(1)(b) and 1020F(1)(b) —**  
**Exemption**

**Enabling legislation**

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

**Exemption**

2. This exemption applies to an interest in a managed investment scheme (*serviced strata scheme*) which involves an owner (*investor*) of real property (*strata unit*), in the investor's discretion, making their strata unit available for use by a person (*operator*) as part of a serviced apartment, hotel, motel or resort complex known as Beachcomber Resort Strata Plan 66988 and located at 54 William Street, Port Macquarie, NSW 2444, developed in accordance with an approval of Hastings Council dated 14 February 2000 that was provided to ASIC on 1 February 2008 and in relation to which, on 1 March 2000, there was no person who had bought or agreed to buy a strata unit and who, before agreeing to buy, had been offered an interest in the scheme.
3. An interest in the serviced strata scheme is exempt from the following provisions of the Act:
  - (a) Part 7.6 (other than Divisions 4 and 8); and
  - (b) section 992AA; and
  - (c) section 1017F.

**Where exemption applies**

4. The exemption in paragraph 3 only applies where all of the following requirements are satisfied:
  - (a) the sale of the strata unit is not and was not conditional on participation in the serviced strata scheme;
  - (b) each investor and the operator may withdraw from participation in the scheme on no more than 90 days notice and an investor that withdraws will not be bound after that notice expires to allow use of their strata unit except for occupation of the strata unit;

- (i) by a person other than the operator or an associate of the operator; and
  - (ii) under an agreement that the operator made with that person before the notice of withdrawal was given;
- (c) each investor may, if the investor withdraws from participation in the scheme, appoint another person to manage their strata unit;
- (d) the operator is licensed in relation to the conduct of the letting services under the law of a State or Territory or is a financial services licensee;
- (e) no payment is liable to be made by an investor to participate in the scheme other than:
  - (i) payment of money to buy the strata unit; and
  - (ii) one or more payments of the investor's reasonable proportion of the operator's fees and expenses with respect to the management of the scheme where in any 3 month period the total of such payments relates to a period of no more than 3 months and where:
    - (A) that total is reasonably commensurate with the work done or to be done, or the expenses incurred or likely to be incurred (as the case may be), by the operator during the period to which the payments relate; and
    - (B) where a FFE Fund has been established for the investor — no payment or part thereof is used for the replacement, repair or refurbishment of furniture, fittings and equipment of the strata unit in relation to the period to which the payment relates unless all money in the Fund has first been expended; and
  - (iii) where a FFE Fund has been established for the investor — one or more payments into the Fund where:
    - (A) each payment is by way of a deduction from rental income of the scheme that would otherwise be paid to the investor in relation to a period and does not exceed 3% of the gross rent attributable to the investor for the period; and
    - (B) the balance of the Fund at all times does not exceed \$5,000 for each strata unit made available by the investor for use as part of the scheme;

- (f) there is no obligation on any person to ensure that other owners of strata units agree to participate in the scheme;
- (g) the serviced apartment, hotel, motel or resort complex is operated in accordance with a written agreement entered into or to be entered into between the operator and each investor which agreement includes provisions as specified in paragraph 5;
- (h) the operator takes reasonable steps to ensure that any part of the scheme property held in cash or on deposit with an Australian ADI or another financial institution is held on trust for the members in a trust account and subject to audit as to whether the moneys have been dealt with in accordance with the terms of the trust by a registered company auditor at least annually;
- (i) where a FFE Fund has been established for an investor, the operator takes reasonable steps to ensure that:
  - (A) the money comprising the Fund is held on trust for the investor in a trust account and subject to audit as to whether the money has been dealt with in accordance with the terms of the trust by a registered company auditor at least annually; and
  - (B) the balance of the Fund is promptly returned to the investor at the termination of the scheme or upon the investor's withdrawal from the scheme, whichever occurs first;
- (j) each person that is involved in making an offer of interests in the scheme for issue does not engage in any misleading or deceptive conduct or conduct that is likely to mislead or deceive in connection with those offers;
- (k) the operator complies with the provisions specified in paragraph 5 which are included in the agreement referred to in subparagraph (g).

#### **Terms of agreement between investor and operator**

- 5. The agreement specified in subparagraph 4(g) is to contain provisions to the following effect:
    - (a) *Transfer of management rights*
    - (i) If a majority of scheme members advise the operator in writing that they wish to terminate the operator's engagement, the operator must within 9 months transfer the management rights to a person that is chosen by the operator that has not been involved in the operation (including promotion) of the scheme and is not controlled by a person that has been involved in the operation (including promotion) of the scheme; and
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- (ii) If an operator fails to complete that transfer within the 9 month period, the operator must cause the transfer of the management rights to a replacement operator named in a written notice given by a majority of scheme members, at a price specified in the notice; and
  - (iii) A transfer referred to in subparagraph (i) or (ii) must be done as soon as practicable, but if there is a body corporate for the real property to which the scheme relates, there must be a reasonable time for members of the body corporate to consider whether to make a decision referred to in subparagraph (b)(ii) unless the body corporate has consented to the transfer; and
- (b) *Consent of body corporate to new care-taking arrangements*
- (i) If an operator receives a notice under subparagraph (a)(i), the operator must advise all body corporate members of the name of the person to whom the transfer is to be made; and
    - (ii) Unless the body corporate has consented to the transfer, an operator does not have to transfer the management rights to the person named in the notice described in subparagraph (a)(ii) if a majority of body corporate members state in writing to the operator that the person should not be engaged by the body corporate to perform care-taking functions; and
    - (iii) If a majority of body corporate members make a decision referred to in subparagraph (b)(ii), a majority of scheme members may then at any time name a replacement operator by a written notice, to whom the operator must transfer the management rights at a price specified in the notice and the notice will be taken to be given in accordance with subparagraph (a)(ii); and
    - (iv) This subparagraph does not apply if the body corporate or a majority of body corporate members agree in writing to the transfer to the person named in a notice under subparagraph (a)(ii) or (b)(iii) before that notice is given to the operator; and
- (c) *Price payable on transfer*

The price scheme members specify in a notice under subparagraph (b)(ii) must be one of the following:

- (i) the average of two valuations of the management rights by independent qualified valuers nominated by the Australian
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Property Institute (or another relevant independent professional body approved by ASIC); or

- (ii) the highest bona fide bid for the management rights (excluding a bid by the operator or its associates) at an auction of which at least 60 days' notice had been given; or
- (iii) the highest bona fide amount tendered (excluding any tender by the operator or its associates) for the management rights following reasonable efforts to market the property for at least 60 days; and

(d) *Voting*

- (i) In determining if there is a majority of scheme members or body corporate members, the operator and its associates and any person nominated as a replacement operator and associates of that person must not be counted; and
- (ii) For scheme members, a majority is based on their entitlement to vote at body corporate meetings if there is a body corporate for the property to which the scheme relates, and otherwise each member shall have one vote; and
- (iii) For body corporate members, a majority is based on their entitlement to vote at body corporate meetings; and
- (iv) A scheme member or a body corporate member makes a decision by signing a document that sets out the decision; and

(e) *Costs*

- (i) Any member may arrange a valuation or auction of, or may market, the management rights before or after the expiration of the 9 month period referred to in subparagraph (a)(i) for the purposes of determining a price to be specified in a notice under subparagraph (a)(ii); and
  - (ii) If a member incurs any reasonable valuation, auction or marketing costs under subparagraph (i) that member is entitled to be reimbursed out of the price payable by any person nominated by the members as transferee of the management rights when the price is paid to the operator; and
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6

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(f) *Assistance*

The operator must give reasonable assistance to enable the transferee to operate the resort, hotel, motel or serviced apartment complex including making available information concerning any prospective bookings; and

(g) *Definitions*

In this paragraph:

***scheme members*** means investors in the scheme excluding the operator and its associates.

***management rights*** means all real or personal property (including contractual rights) held by the operator or any of its associates that facilitates the operation of the scheme.

***transfer*** in relation to management rights means to assign or transfer the management rights or to cause another person to become the holder of those rights or rights substantially the same as those rights.

**Interpretation**

## 6. In this instrument:

***FFE Fund*** means a fund established for an investor consisting of money paid by the investor and any interest accrued on that money, to be used from time to time in accordance with the written agreement referred to in subparagraph 4(g) for the replacement, repair or refurbishment of furniture, fittings and equipment of the strata unit made available by the investor for use as part of the scheme.

***offer*** is to be interpreted in accordance with subsection 1010C(2) of the Act.

Dated 12 March 2008



Signed by Ishaq Burney  
as a delegate of the Australian Securities and Investments Commission



08 / 0 17 7

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

1. Under paragraph 1020F(1)(a) of the *Corporations Act 2001* (the *Act*), the Australian Securities and Investments Commission (*ASIC*) exempts Babcock & Brown Limited ACN 108 614 955 (the *Issuer*) from Part 7.9 of the Act where the Issuer:
  - (a) makes an eligible offer; or
  - (b) offers to arrange for the issue of financial products under an eligible offer; or
  - (c) issues a financial product under an eligible offer,on the conditions set out in the Schedule and for so long as the conditions are met.
2. Under paragraph 1020F(1)(b) of the Act, ASIC exempts a financial product that is the subject of an eligible offer from Part 7.9 of the Act where:
  - (a) a recommendation is made (by a person other than the Issuer) that a person to whom an eligible offer has been made acquire the financial product as a retail client; and
  - (b) the person who made the recommendation is not aware, and ought not reasonably to be aware, that any of the conditions set out in the Schedule have not been met.
3. Under paragraph 911A(2)(l) of the Act, ASIC exempts the Issuer from the requirement to hold an Australian financial services licence for the provision of a financial service consisting of general advice reasonably given in connection with an eligible offer made in the circumstances covered by paragraph 1 of this instrument (including any general advice given in the offer document) where the offer document for the offer includes a statement to the effect that any advice given by the Issuer in connection with the offer is general advice only, and that employees should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice.
4. Under paragraph 911A(2)(l) of the Act, ASIC exempts:
  - (a) the Issuer; and
  - (b) a related body corporate of the Issuer,from the requirement to hold an Australian financial services licence for the provision of the following financial services:
  - (c) the provision of a custodial or depository service in connection with an eligible offer made in the circumstances covered by paragraph 1 of this instrument where the provider of the service performs their duties in good faith and has sufficient resources to perform those duties; and

08 / 0 177

- (d) dealing in a financial product in the course or providing a custodial or depository service covered by paragraph (c); and
  - (e) dealing in a financial product in connection with an eligible offer made in the circumstances covered by paragraph 1 of this instrument where any acquisition by purchase or disposal of the product (by the Issuer or a related body corporate) occurs either:
    - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
    - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
5. Under paragraph 992B(1)(a) of the Act, ASIC exempts the Issuer from section 992A of the Act in relation to eligible offers made in the circumstances covered by paragraph 1 of this instrument made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the eligible offer.

### Schedule

The following conditions apply:

1. the Issuer must ensure that the eligible offer is substantially on the terms set out in the Rules of the Plan as at the date of this instrument;
2. the Issuer must:
  - (a) include the offer in an offer document; and
  - (b) take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document; and
  - (c) provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the employee such as the identity or entitlement of the employee) and of each accompanying document not later than 7 days after the first provision of that material to an employee;
3. the Issuer must comply with any undertaking required to be made in the offer document by reason of this instrument.

*Note:* where a document must be provided in writing it may be provided by electronic means. See s5C of the Act and s25 of the *Acts Interpretation Act 1901*.

**Interpretation**

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In this instrument:

1. except where otherwise stated, references to provisions are to provisions of the Act.
  2. the Plan shall not be regarded as extended to a person other than an eligible employee only because such an employee may renounce an offer of financial products made to them under the scheme in favour of their nominee.
  3. **approved foreign market** has the same meaning as in ASIC Class Order 03/184 as in force on the date of this instrument.
  4. **ASX** means the financial market operated by ASX Limited ACN 008 624 691.
  5. **current market price** means, in relation to an Underlying Fund Interest, the price published on the financial market on which the Underlying Fund Interest is quoted as the final price for the previous day on which the Underlying Fund Interest was traded on that financial market.
  6. **eligible employee** means a person who is, at the time of an eligible offer, a full or part-time employee or director of the Issuer or of a related body corporate of the Issuer and whose annual bonus entitlement exceeds \$200,000 at the time the offer is made.
  7. **eligible offer** means an offer for the issue of a Fund BDR made under the Plan and extended only to eligible employees.
  8. **financial product advice** has the meaning given by section 766B of the Act.
  9. **Fund BDR** means a Cash Award as defined in and under the Plan, which is offered on the following terms:
    - (a) on the date of the offer, the employee is notified that the employee is treated as having acquired an Underlying Fund Interest (the **deemed holding**) at the current market price on the date of the offer; and
    - (b) all dividends or distributions payable in respect of the Underlying Fund Interest between the date of the offer and a date stated in the offer document (the **vesting date**) to which the deemed holding relates are treated as having been reinvested to acquire additional Underlying Fund Interests of the same class; and
    - (c) on or after the vesting date, provided that the vesting conditions set out in the offer document have been satisfied or waived in accordance with the Rules of the Plan, the employee will receive an amount of cash that is equal to the value, on the vesting date, of their deemed holding (calculated by reference to the current market price of the Underlying Fund Interest on the vesting date), subject to any adjustments made in accordance with the Rules of the Plan; and
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08 / 0 17 7

- (d) the Cash Award is issued, vested and exercised for nil consideration.
10. **general advice** has the meaning given by section 766B of the Act.
11. **offer** has a meaning affected by section 1010C of the Act.
12. **offer document** means a document setting out an offer under the Plan that:
- (a) includes or is accompanied by a copy, or a summary, of the Rules of the Plan; and
  - (b) if a summary (rather than a copy) of the Rules of the Plan is given — includes an undertaking that during the period (the **offer period**) in which an eligible employee may acquire the financial products offered, the Issuer will, within a reasonable period of the employee so requesting, provide the employee without charge with a copy of the Rules of the Plan; and
  - (c) how the cash consideration payable under a Fund BDR will be calculated; and
  - (d) the vesting date and vesting conditions of the Fund BDR; and
  - (e) includes an undertaking, and an explanation of the way in which, the Issuer will, during the offer period, within a reasonable period of the employee requesting, make available to the employee the current market price of the Underlying Fund Interest.
13. **Plan** means an employee incentive scheme that is known as at the date of this instrument as the Babcock & Brown Equity Incentive Plan where the scheme is:
- (a) extended only to eligible employees; and
  - (b) governed by the Rules of the Plan.
14. **Rules of the Plan** means the written terms of the Plan that are substantially the same as the terms set out in the Babcock & Brown Equity Incentive Plan Rules provided to ASIC on 9 January 2008.
15. **stapled security** means two or more financial products which, under the terms on which they are traded, must only be transferred together.
16. **Underlying Fund Interest** in respect of a Fund BDR means a share of a company, an interest in a managed investment scheme or a stapled security;
- (a) that is quoted on ASX or an approved foreign market; and
  - (b) in relation to which:
    - (i) a related body corporate of the Issuer is:
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08 / 0 1 7 7

- A. in the case of an Underlying Fund Interest that is or includes an interest in a managed investment scheme (the *relevant scheme*) – the issuer of that interest; and
  - B. in the case of an Underlying Fund Interest that is or includes a share of a company (the *relevant company*) – a provider of trustee or management services to the relevant company; and
- (ii) the employee to whom the Fund BDR is offered participates in or is responsible for making investment decisions relating to:
- A. in the case where the Underlying Fund Interest is or includes a share of a relevant company – the assets of the relevant company; and
  - B. in the case where the Underlying Fund Interest is or includes an interest in a relevant scheme – the assets of the relevant scheme.

**Commencement**

This instrument takes effect on gazettal.

Dated this 14<sup>th</sup> day of March 2008



Signed by Nirangjan Nagarajah  
as a delegate of the Australian Securities and Investments Commission

08 / 0 1 7 8

**Australian Securities and Investments Commission**  
***Corporations Act 2001 — Paragraphs 601QA(l)(a), 741(l)(a), 911A(2)(1),***  
***992B(l)(a), 1020F(l)(a) and 1020F(l)(b) — Exemptions***

1. Under paragraphs 741(1)(a) and 1020F(1)(a) of the *Corporations Act 2001* (the *Act*) the Australian Securities and Investments Commission (*ASIC*) exempts:

- (a) the issuer;
- (b) a related body corporate of the issuer; and
- (c) any person who, by way of contract between the person and the issuer, in connection with an eligible offer, acts for or on behalf of the issuer,

from Parts 6D.2, 6D.3 (except section 736) and 7.9 where that person:

- (d) makes an eligible offer;
- (e) offers to arrange for the issue of financial products under an eligible offer;
- (f) issues a financial product under an eligible offer,

on the conditions set out in the Schedule and for so long as the conditions are met.

2. Under paragraph 1020F(1)(b) of the Act ASIC exempts a financial product that is the subject of an eligible offer from Part 7.9 where a person (other than a person covered by paragraph 1 of this instrument) makes a recommendation to acquire financial products under an eligible offer, except where the person is aware, or ought reasonably to be aware, that any of the conditions set out in the Schedule have not been met.
3. Under paragraph 911A(2)(1) of the Act ASIC exempts a person who is exempt from Part 6D.2 or Part 7.9 because of paragraph 1 or 2 of this instrument from the requirement to hold an Australian financial services licence for the provision of a financial service consisting of general advice reasonably given in connection with an offer referred to in that paragraph (including any general advice given in the offer document) where the offer document for the offer includes a statement to the effect that any advice given by the person in connection with the offer is general advice only, and that employees should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice.
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08 / 0 1 7 8

4. Under paragraph 911A(2)(1) of the Act ASIC exempts:
- (a) the issuer who is exempt from Part 6D.2 or Part 7.9 because of paragraph 1 of this instrument;
  - (b) a related body corporate of the issuer, and
  - (c) any person who, by way of contract between the person and the issuer, in connection with an eligible offer, acts for or on behalf of the issuer
- from the requirement to hold an Australian financial services licence for the provision of the following financial services:
- (d) the provision of a custodial or depository service in connection with an eligible offer covered by paragraph 1 of this instrument where the provider of the service performs their duties in good faith and has sufficient resources to perform those duties; and
  - (e) dealing in a financial product in the course of providing a custodial or depository service covered by paragraph 4(c) of this instrument; and
  - (f) dealing in a financial product in connection with an offer covered by the exemption where any acquisition by purchase or disposal of the product (by the issuer, a related body corporate of the issuer or any person who, by way of contract between the person and the issuer, in connection with an eligible offer, acts for or on behalf of the issuer) occurs either:
    - (i) through a person who holds an Australian financial services licence authorising the holder to deal in those financial products; or
    - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in those financial products in France.
5. Under paragraphs 741(1)(a) and 992B(1)(a) of the Act ASIC exempts a person who is exempt from Part 6D.2 or Part 7.9 because of paragraph 1 or 2 of this instrument from sections 736, 992A and 992AA in relation to offers made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.
6. Under paragraph 601QA(1)(a) of the Act ASIC exempts a person who operates a managed investment scheme relating to an eligible offer, where the person is:

08 / 0 1 7 8

- (a) the issuer;
- (b) a related body corporate of the issuer; or
- (c) any person who, by way of contract between the person and the issuer, in connection with an eligible offer, acts for or on behalf of the issuer,

from subsection 601ED(5) in relation to the operation of that managed investment scheme.

#### Schedule

The following conditions apply:

1. the eligible offer must be substantially on the terms set out in the letter from Minter Ellison Lawyers to ASIC dated 13 February 2008, titled "*Schneider Electric S.A. Application for relief: Schneider Electric Share Plan 2008*"; and
2. the person making the eligible offer must:
  - (a) include that offer in an offer document; and
  - (b) take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document; and
  - (c) provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the employee such as the identity or entitlement of the employee) and of each accompanying document not later than 7 days after the first provision of that material to an employee; and
3. the Company must take reasonable steps to ensure that the Schneider Australian Subsidiaries comply with any undertaking required to be made in the offer document by reason of this instrument; and
4. the Company must take reasonable steps to ensure that 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 and units of shares, under an employee share scheme to be accepted or exercised; and



08 / 0 1 7 8

- (b) the number of shares in the same class issued during the previous 5 years under the 2008 Plan or any other employee share scheme extended only to eligible employees of the Company or a related body corporate of the Company;

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 this jurisdiction; or
- (d) an offer that was an excluded offer or invitation within the meaning of the Corporations Law as in force before 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; or
- (f) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D; or
- (g) an offer made under a disclosure document or Product Disclosure Statement,

must not exceed 5% of the total number of issued shares in that class of the Company as at the time of the offer; and

- 5. the Rules must contain provisions to the effect that the books of account maintained in respect of the activities of the FCPE must be audited annually; and
- 6. the 2008 Plan is subject to the regulation of the Autorité des Marchés Financiers, the French Market Authority (the **Relevant Agency**) and to the laws of France. The Company must ensure that the offer document states prominently that participation in the Classic Plan and the SAR Plan of the 2008 Plan is subject to the regulations and the laws of France, and the offer document must describe the legal and practical effect (if any) this may have on the rights of an eligible employee domiciled in this jurisdiction to make any claim or enforce any right arising out of or in connection with participation in the 2008 Plan; and
- 7. the Company must take reasonable steps to ensure that the Manager and/or the Custodian may only levy any fees or charges for operating and administering the FCPE which are payable by the employees to a maximum amount provided for in the Rules and such fees must be fully disclosed in the offer document; and

08 / 0 1 7 8

8. the Company, through the Schneider Australian Subsidiaries, must make the statements of assets, balance sheets and statements of income (together with the related notes) of the FCPE and the auditors' reports delivered to them under the Rules available for inspection by eligible employees domiciled in this jurisdiction at a registered office or principal place of business in Australia during normal business hours or such other time as is agreed with an eligible employee; and
9. the Company must take reasonable steps to ensure that upon the Schneider Australian Subsidiaries receiving notices relating to the buy-back/ redemption of units as provided for in the Rules or otherwise under the eligible offer, it must forward these to the Manager without delay; and
10. the Company must take reasonable steps to ensure that the Schneider Australian Subsidiaries, on behalf of the Company and the Manager, accept notices, correspondence and service of process at a registered office or principal place of business in Australia; and
11. upon the Schneider Australian Subsidiaries being advised that the buy-back arrangements/redemption facilities of units in the FCPE are suspended or terminated or that quotation of the shares of the Company on any approved foreign market is suspended, the Company through the Reporting Company must notify ASIC within 7 days; and
12. the Company, through the Reporting Company, must make available for public inspection at a Schneider Australian Subsidiary's registered office or principal place of business in Australia, and provide to eligible employees domiciled in this jurisdiction, copies of the Rules and the offer document and meet all reasonable requests for information; and
13. the Company, through the Reporting Company, must maintain in Australia and make available to ASIC, upon request, records relating to the issue or sale of and the buy-back/redemption of units in the FCPE to or from eligible employees domiciled in this jurisdiction; and
14. the FCPE must at all times be approved or authorised or registered by the Relevant Agency and the 2008 Plan must at all times be authorised under the laws of France; and
15. there must at all times be a custodian of the FCPE assets and the Rules must be complied with in appointing or changing the Custodian; and

08 / 0 17 8

16. within 14 days of the date of this instrument, ASIC must be provided with:
- (a) certified copies of the Rules and any other related documents;
  - (b) a certified copy of any written approval or authorisation issued by the Relevant Agency in relation to the eligible offer; and
  - (c) if any document is not in English, a certified translation of that document into English; and
17. the Company must take reasonable steps to ensure that each related body corporate of the Company must keep at a registered office or principal place of business in this jurisdiction, a register of its employees who participate in the eligible offer and enter in the register:
- (a) the names and addresses of each employee;
  - (b) the extent of the holding of each employee;
  - (c) the date at which the name of each employee was entered in the register; and
  - (d) the date at which any employee's interest ceased; and
18. except as may be required by French law, the Rules must not be modified or varied in any material respect that would adversely affect the rights and interests of eligible employees domiciled in this jurisdiction who participate in the eligible offer unless ASIC notifies the Reporting Company in writing that it does not object to the modification or variation; and
19. the Company must take reasonable steps to ensure that the Manager and the Custodian must comply with the provisions of the Rules; and
20. the eligible offer must at all times comply with the laws of France.

**Interpretation**

In this instrument:

08 / 0 17 8

1. except where otherwise stated, references to provisions are to provisions of the Act.
2. an employee share scheme shall not be regarded as extended to a person other than an eligible employee only because such an employee may renounce an offer of financial products made to them under the scheme in favour of their nominee.
3. **2008 Plan** means the Schneider Electric Share Plan 2008 consisting of the Schneider International Classic Plan (**Classic Plan**) and the Schneider International Stock Appreciation Rights 2008 Plan (**SAR Plan**) compartments of the relevant FCPE, established pursuant to the Rules.
4. **approved foreign market** means Euronext Paris.
5. **Australian dollar equivalent** in relation to a price, means a price calculated by reference to the relevant exchange rate published by an Australian bank no earlier than the business day before the day to which the price relates.
6. **Company** means Schneider Electric S.A., a company registered in the Register of Companies for Nanterre, France under number 542 048 574;
7. **current market price** means in relation to a share, the price published by the operator of Euronext Paris as the final price for the previous day on which the share was traded on that financial market.
8. **Custodian** means the custodian from time to time of the FCPE (presently BNP-Paribas Securities Services S.A. a company registered in France), where the Custodian, by way of contract with the Company or BNP Paribas Securities Services S.A., in connection with an eligible offer acts for or on behalf of the Company.
9. **eligible employee** means, in relation to an issuer, a person who is at the time of an offer under an employee share scheme, a full time or part-time employee or director of the issuer or of a related body corporate of the issuer, and who is otherwise eligible under the Rules.
10. **eligible offer** means an offer
  - (a) to issue or transfer fully-paid shares in the issuer or a related body corporate of the issuer; or
  - (b) to issue a financial product that relates to fully-paid shares in the issuer

08 / 0 1 7 8

where:

- (i) the shares are in the same class as shares which have been quoted on an approved foreign market throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period; and
- (ii) the shares are to be held by the Custodian of the FCPE; and
- (iii) units in the FCPE are issued in accordance with the Rules to eligible employees who participate in the eligible offer;

made under the employee share scheme, described as the 2008 Plan, on terms not significantly different to those described in a letter from Minter Ellison Lawyers to ASIC dated 13 February 2008, titled "*Schneider Electric S.A. Application for relief: Schneider Electric Share Plan 2008*" on behalf of the Company extended only to eligible employees of the Company.

- 11. **FCPE** means the Schneider Electric International *Fonds Commun de Placement D'Entreprise* governed by the Rules.
- 12. **financial product advice** has the meaning given by section 766B.
- 13. **general advice** has the meaning given by section 766B.
- 14. **issuer** means for the purposes of an offer of a SAR under the SAR Plan, a Schneider Australian Subsidiary and for all other offers under the 2008 Plan, the Company.
- 15. **Manager** means the management company from time to time of the FCPE (presently AXA Investment Managers Paris, a company registered in France), where the management company, by way of contract with the issuer or AXA Investment Managers Paris, in connection with an eligible offer, acts for or on behalf of the Company.
- 16. **offer** has a meaning affected by sections 700, 702 and 1010C.
- 17. **offer document** means a document setting out an offer under an employee share scheme that:

08 / 0 1 7 8

- (a) includes or is accompanied by a copy or summary of the Rules under which the offer is made; and
- (b) if a summary (rather than a copy) of the Rules is given — includes an undertaking that during the period (the *offer period*) during which an eligible employee domiciled in this jurisdiction may acquire the financial products offered, the issuer through the Schneider Australian Subsidiaries will, within a reasonable period of the employee so requesting, provide the employee without charge with a copy of the Rules; and
- (c) specifies in respect of the shares:
  - (i) the acquisition price in Australian dollars;
  - (ii) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the offer; or
  - (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar or Australian dollar equivalent of that price were that formula applied at the date of the offer; and
- (d) includes an undertaking, and an explanation of the way in which, the issuer through the relevant Schneider Australian Subsidiary will, during the offer period, within a reasonable period of the employee requesting, make available to the employee:
  - (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of shares in the same class as those offered; and
  - (ii) where subparagraph (c)(ii) or (iii) applies, the information referred to in that paragraph as updated to that date; and
- (e) discloses the conditions, obligations and risks associated with any loan or financial assistance offered by the issuer or a related body corporate of the issuer for the purpose of acquiring financial products under the 2008 Plan; and
- (f) states prominently that the eligible offer is an offer for participation in a foreign scheme that is subject to the regulation of the Relevant Agency and to the laws of France and describes the legal and practical effect (if any) this may have on the rights and ability of an eligible employee domiciled in this

08 / 0 17 8

jurisdiction to make any claim or enforce any right arising out of or in connection with the eligible offer.

18. **Reporting Company** means Schneider Electric (Australia) Pty Limited ACN 004 969 304 (or any successor to that company notified by the Company in writing to ASIC).
19. **Rules** means each of the rules of the FCPE approved by the Relevant Agency on 13 February 2007 as amended from time to time.
20. **SAR** means a Stock Appreciation Right granted in relation to the SAR Plan of the 2008 Plan by a Schneider Australian Subsidiary to an eligible employee.
21. **Schneider Australian Subsidiary** means individually, Schneider Electric Australia Holdings Pty Ltd ACN 105 310 781, Schneider Electric (Australia) Pty Limited ACN 004 969 304, Nu-Lec Industries Pty Limited ACN 085 972 425, PDL Industries Aust. Pty. Ltd. ACN 006 147 351, Moduline Pty. Limited ACN 004 642 951, MGE-UPS Systems Australia Pty Limited ACN 076 881 215, Citect Proprietary Limited ACN 001 158 854, Clipsal Australia Pty Ltd ACN 007 873 529, APC Australia Pty Limited ACN 088 913 866 and TAC Pacific Pty Ltd ACN 008 059 345.
22. **unit** in relation to a share means a legal or equitable right or interest in the share.

### Commencement

This instrument takes effect on gazettal.

Dated this 14th day of March 2008

Signed by Premjeet Singh Gill as a delegate of the Australian Securities and Investments Commission

CORPORATIONS ACT 2001  
Subsection 601AB(3) & 601PB(3)

Notice is hereby given that the organisations mentioned below will be deregistered when two months have passed since the publication of this notice.

Dated this fourteenth day of March 2008

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

<b>Name of Company</b>	<b>ACN</b>
\$5 GARDEN SHOP PTY LTD	083 686 533
ABACUS CONSULTANTS PTY LTD	008 026 962
ARRM INNOVATION CENTRE PTY LTD	081 129 268
CANDU PTY LTD	067 225 432
CARFORD CORPORATION PTY. LTD.	050 432 141
CONNECTBT PTY LTD	107 325 191
FUTURE SALES PTY LTD	094 804 029
HAWLEY BEACH GETAWAY VILLAS PTY LTD	107 424 288
INDUSTRIAL & GENERAL AUCTIONEERS & VALUERS (AUST) PTY. LTD.	010 610 205
MOVIE WAREHOUSE PTY. LTD.	008 122 021
MULTIPAT INVESTMENTS PTY LTD	107 397 875
NADENE PTY. LIMITED	058 016 498
OPIE ONE PTY LTD	055 248 005
PERFECT CAR SOUND PTY. LTD.	107 101 637
RAMM INTERNATIONAL PTY LTD	099 036 227
REDHEAD PROPERTY INVESTMENTS PTY. LTD.	080 927 091
STURDY NOMINEES PTY LTD	091 002 872
V-TEK PTY. LTD.	103 079 447



CORPORATIONS ACT 2001  
Subsection 601AB(3)

Notice is hereby given that the companies mentioned below  
will be deregistered when 2 months have passed since the publication  
of this notice.

Dated this fourteenth day of March 2008

Rosanne Bell  
DELEGATE OF THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

<b>Name of Company</b>	<b>ACN</b>
ALLENDY HOLDINGS PTY LTD	064 233 996
ASHLEY CLEANING CO PTY LTD	094 267 599
B & S MILLER PTY LIMITED	097 317 489
CAMWRI PTY LTD	010 433 593
CLASSIC CP (AUST) PTY LTD	056 601 659
FRANCHISE POINT PTY. LTD.	097 409 446
GARDNER CORPORATION PTY LTD	008 911 055
LANDSHORE PTY LTD	100 928 201
LIMITEX PTY LTD	099 084 198
MULTIVERSE GROUP PTY LTD	101 421 603
NEWCASTLE LIGHTHOUSE PTY LTD	081 728 761
NOUVELLI SMALLGOODS PTY LTD	107 370 561
P.P.T. CORPORATION PTY LTD	082 103 562
ROJO INVESTIGATIONS PTY LIMITED	088 337 982
SILVER ENGINEERING PTY LTD	058 292 318
TIPRIM PTY LTD	092 255 608
YANN PTY LTD	069 119 535

CORPORATIONS ACT 2001  
Subsection 601AA(4)

Notice is hereby given that the companies mentioned below will be deregistered when two months have passed since the publication of this notice.

Dated this fourteenth day of March 2008

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

<b>Name of Company</b>	<b>ACN</b>
A.C.N. 116 940 802 PTY LTD	116 940 802
A.C.N. 116 940 866 PTY LTD	116 940 866
ABAY BRICKLAYING PTY LTD	112 650 030
AFFINITY MORTGAGE SERVICES PTY LTD	108 233 825
A G BARLOW TRANSPORT PTY LTD	113 122 259
ALT-V PTY LTD	112 739 741
ALVER HOLDINGS PTY LTD	097 174 644
ANDERSONS INVESTMENTS PTY LTD	011 067 039
ANFAMA PTY LTD	066 633 690
APOLLO MEDIA PTY LTD	107 941 088
AUSTRALIAN BUSINESS WRITING PTY. LTD.	007 353 620
AUSTRALIAN SKIN GARAGE PTY LTD	112 624 594
AXAL PTY LTD	117 903 625
BARRA CATCHER ENTERPRISES PTY LTD	118 021 293
BAZZANI PTY	054 525 610
BEE HAVEN PTY LTD	108 481 081
BHF NOMINEES PTY LIMITED	124 207 790
BIOAG WEST PTY LTD	103 948 661
BLUSTORM PTY. LIMITED	090 987 670
BPB CORPORATION PTY LTD	103 290 017
BROOTH PTY. LTD.	005 300 943
BUNTY ENTERPRISES PTY. LTD.	088 141 431
CADWELL TECHNOLOGY PTY LTD	121 844 488
CAMBCORP PTY. LTD.	011 043 913
CARDIFF INVESTMENTS (QLD) PTY. LTD.	065 067 101
CARSEY PTY LTD	098 545 790
CASA S&S PTY LTD	123 438 040

Name of Company	ACN
CASHRISE INVESTMENTS PTY LIMITED	101 464 411
CERTIFIED FIRST PTY LIMITED	107 638 602
CHRISCO ATS PTY LTD	103 363 908
CITY STRUCTURES PTY LTD	118 468 956
CLIFFORD DIRECT PTY LIMITED	107 957 513
COACH APPROACH (QLD) PTY LTD	108 048 031
COLORZ JEWEL PTY LTD	123 661 905
COMMERCIAL AND DOMESTIC PTY LTD	103 290 115
CONDUIT STRUCTURING CORPORATION PTY LIMITED	119 515 472
COOEE VISUALS PTY LTD	078 999 729
COOLOOLA SHEETMETAL PTY LTD	066 440 999
CREATIVE.COM PTY LTD	089 096 668
CREATIVE LABS INTERNATIONAL PTY. LTD.	060 848 311
DANAIR AUSTRALIA PTY LTD	086 465 438
DANARD FINANCIAL PLANNING PTY LTD	108 006 471
DE FOREST IMPORTS PTY LTD	128 501 128
DEMP NOMINEES PTY LTD	009 973 139
DES ROBERTS & ASSOCIATES PTY. LTD.	054 396 226
DOT CREATION PTY LTD	108 744 976
DUZ PAINTING SERVICES PTY LTD	122 989 351
E-MERCS PTY LTD	123 960 565
EATON POWER SOLUTIONS LTD	004 439 178
EDITEDIT PTY LTD	091 728 746
EDSONLEY PTY LTD	010 401 751
EKXCLUSO PTY. LTD.	095 682 189
ELECTROLESS NICKEL SOLUTIONS PTY LTD	104 835 896
ELESOL PTY LTD	112 282 701
ELFOX PTY. LTD.	063 347 124
ENGKAH PTY LTD	103 115 135
ENVIRONMENTAL IP PTY LTD	117 723 378
EPILOMA PTY LTD	008 893 203
FAIRMONT HOMES PTY LTD	008 733 355
FELLMOUTH PTY. LTD.	010 458 438
FILMAR DESIGN DEVELOPMENTS PTY. LIMITED	064 159 815
FINANCIAL PARTNERSHIPS GROUP HOLDINGS PTY LTD	113 925 947
FOURMYLE ENTERPRISES PTY. LTD.	112 563 569
FRANK & SONS CECCATO CONSTRUCTION PTY LTD	108 192 203
GABRIOLA PTY LTD	103 475 921
GARLAND CLOSE PTY. LTD.	006 514 692

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Name of Company	ACN
GARTONS TRANSPORT PTY LTD	110 986 715
GEM AUSTRALIA HOLDINGS PTY LTD	123 718 025
GILLFORD QUEST PTY. LTD.	088 556 790
GINSONG PTY LIMITED	105 346 889
GKN GROUP PTY LTD	088 298 800
GLENAIR PTY. LTD.	010 606 087
GRANT TU PTY LTD	105 215 978
GREENWOOD BKT & ASSOCIATES PTY LIMITED	087 305 253
HEDONA PTY LTD	002 088 664
HIFI.COM PTY LTD	089 096 793
HOLLIER & BISSETT (TRANSPORT) PTY LTD	000 674 644
HOLMAN TECHNOLOGIES PTY. LTD.	090 839 080
HOMEBUSH WALLEN CREEK +1 PTY. LTD.	055 779 783
HQ LEISURE MANAGEMENT PTY. LTD.	117 851 279
HQ PROPERTIES PTY LTD	118 742 617
IMAGUNAGO PTY. LTD.	100 731 922
INCINERATOR SERVICES INTERNATIONAL PTY. LIMITED	060 977 666
INNOVATIVE BUSINESS IMPROVEMENT CONSULTING SERVICES PTY LTD	100 221 805
INOLA CORPORATION PTY. LTD.	082 507 846
INTAC TAX PROFESSIONALS PTY LIMITED	103 314 370
INTATEK AUSTRALIA PTY LTD	124 444 720
J. TURNBULL NOMINEES PTY. LTD.	081 781 277
J & L LANE SERVICES PTY. LTD.	112 938 502
JAYSAM NOMINEES PTY. LIMITED	004 912 029
JEWELBRAY PTY LTD	112 308 880
JUST IN TIME COURIERS PTY. LTD.	112 884 787
K.J. & S.V. LITTLE PTY. LTD.	007 931 473
KARGEM TRANSPORT PTY LTD	103 897 329
KATHERINE WILSON & ASSOCIATES PTY LTD	126 577 624
KAUFFSON PTY LIMITED	092 244 427
KREBS & ASSOCIATES PTY LTD	107 960 109
KURT EGGERT ELECTRICAL PTY LTD	105 069 234
KUT AND DRI TIMBER IMPORTS PTY LTD	072 235 922
LINKUP GLOBAL PTY. LTD.	124 077 952
LONG MYND PTY. LIMITED	005 570 598
LOW COST DRY HIRE CRANE SERVICES PTY LTD	008 697 390
LRT ENTERPRISE PTY LTD	079 402 789
M.E. MILLER'S INTERSTATE TRANSPORT PTY. LTD.	004 919 368

<b>Name of Company</b>	<b>ACN</b>
MALIMU PTY LIMITED	120 050 115
MARKETING AND PROJECT SERVICES PTY LTD	085 067 769
MEDITERRANEAN A'FARE PTY. LTD.	112 238 981
MEM BOOKKEEPING PTY LTD	124 909 324
MEMPHIS CONSULTING PTY LTD	118 011 813
METROX LIFESTYLES PTY LTD	115 132 477
MOBILEAPPS PTY LTD	119 908 824
MOBILEMEDIA PACIFIC PTY LTD	112 950 393
MOLNAK NOMINEES PTY. LTD.	006 473 570
MTB WELDING & FABRICATION PTY LTD	116 287 659
MVS VALUERS (QUEENSLAND) PTY LTD	118 288 369
M 8 GROUP PTY LTD	122 251 334
N.D. PTY. LTD.	063 568 534
NARDEA PTY. LTD.	070 546 904
NEMFORD PTY. LTD.	010 859 079
NG & KA LITTLE PTY. LTD.	099 595 007
OCKER ENTERPRISES PTY LTD	065 168 078
OJ'S FREIGHT LINES PTY. LTD.	103 763 980
ORMOND ELWOOD PTY LTD	006 333 795
PATHEL PTY. LTD.	009 526 256
PBB (VALUATIONS) PTY LTD	092 824 158
PENINSULA TD'S PTY LTD	119 442 429
PHILIP COOK & CO. PTY. LTD.	121 528 087
PHOUGAT AVIATION PTY LTD	126 734 870
PLYWOOD AUSTRALIA PTY LTD	118 104 608
POST RELATIONAL DISTRIBUTION PTY LTD	066 298 315
PSJMBW PTY LTD	098 764 946
QUINLAN SERVICES PTY. LTD.	059 050 412
R. L. C. INVESTMENT PTY LTD	010 057 708
R.P. SIEBER PTY. LTD.	007 172 750
RANLOW NOMINEES PTY. LTD.	005 382 785
RB MOTORCYCLE CO PTY. LTD.	103 102 316
REGALHAVEN PTY. LTD.	062 229 001
RENDER TECHNOLOGIES PTY LTD	006 151 748
ROBIN JAMES CONSTRUCTIONS PTY. LTD.	058 616 863
ROCKMAN PROPERTIES PTY LTD	054 715 427
RODRAN PTY. LIMITED	003 580 014
ROSAMOND PTY LIMITED	064 114 370
RTS NETWORKS PTY LTD	076 684 681

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Name of Company	ACN
R2R PTY LTD	109 041 438
SALES FORCE ASSOCIATES PTY LIMITED	121 214 426
SCHOLER INCINERATION (INTERNATIONAL) PTY. LIMITED	054 427 093
SCHOLER INCINERATION CO PTY LTD	001 681 796
SEB'S HAULAGE PTY LTD	110 897 768
SEGENI PTY LTD	059 639 244
SERVBURY PTY LTD	127 496 084
SHAMALI PTY LTD	084 779 644
SHOWDESIGN GROUP PTY. LTD.	098 600 992
SINGLETON CONSULTING PTY LTD	091 113 183
SOMEDAY I'LL PTY. LTD.	101 003 230
SOUNDVISION CORPORATION PTY LTD	084 965 104
SOUTH-EAST STRUCTURAL DRAFTING SERVICES PTY LTD	108 388 236
SOUTHBANK SYSTEMS AUSTRALIA PTY LTD	114 115 963
SOUTHERN KINGFISH PTY LTD	075 831 828
SPINNAKER RISE PTY LTD	116 317 741
SRNDIC DEVELOPMENTS PTY LTD	115 417 804
STERIQUIP SERVICES PTY LTD	089 795 568
STONE FRUIT ASSET MANAGEMENT PTY LTD	116 442 356
STONELOCK PTY. LTD.	055 407 577
STUART CLARK CONSULTING PTY LTD	113 070 349
SYMBIOSIS AUSTRALIA PTY LTD	066 757 104
TABDEN PTY LTD	001 843 830
TAOBRUO PTY LTD	117 387 729
TECHNICAL & FIELD SURVEYS PTY LTD	000 834 499
TECHNOLOGY EDUCATION NETWORK PTY LTD	096 012 887
TEMPEST AVIATION PTY. LTD.	001 283 781
TEMPS UNLIMITED PTY LTD	050 403 748
THE T-SHIRT SHOP (AUSTRALIA) PTY LTD	123 449 865
THE 12TH/16TH HUNTER RIVER LANCERS AND 24TH LIGHT HORSE MEMORIAL FOUNDATION	087 702 430
TIGER SPORTS CARS AUSTRALIA PTY. LTD.	100 552 967
TIMES SYDNEY PTY LTD	098 337 887
TIRIM HOLDINGS PTY LTD	002 446 488
TJS (VIC) PTY LTD	112 692 056
TOSTEM PTY. LTD.	010 806 185
TRENDZ ON WATERLOO PTY LTD	118 325 787
TREVCO PTY. LTD.	005 326 858
TRI-DENTAL LABORATORY PTY LTD	008 840 855

<b>Name of Company</b>	<b>ACN</b>
TRUERACE PTY. LIMITED	055 359 012
UPPER HUNTER MAINTENANCE & PAINTING PTY. LIMITED	102 244 619
VALEMOUNT PTY. LTD.	008 281 829
VALEPARK PTY. LIMITED	061 237 072
VAYNOR NOMINEES PROPRIETARY LIMITED	005 124 818
VENTURVATION PTY. LTD.	103 102 272
VILLAGE DEVELOPMENTS (AUST) PTY. LTD.	089 663 061
VLAX PTY LTD	096 854 027
W. CRAIGIE HOLDINGS PTY LTD	059 653 780
WALPUPIE PASTORAL COMPANY PTY. LTD.	007 696 488
WAVERLEY HILL PTY LTD	059 020 281
WESTLAKE WA PTY LTD	117 467 982
WICKED WAXX DETAILING PTY LTD	107 629 121
WINDARRA NOMINEES PTY LTD	008 878 948
WINKLER INVESTMENTS PTY LTD	000 613 892
WYATT & ASSOCIATES PTY LIMITED	066 817 972
YEE HOLDINGS (AUSTRALIA) PTY LTD	002 927 353
YURREEL INDUSTRIES PTY. LTD.	004 424 346
ZECH PROMOTIONS PTY LTD	099 056 970

CORPORATIONS ACT 2001  
Section 601CL(4)

Notice is hereby given that at the end of three months from the date hereof, the names of the foreign companies mentioned below will, unless cause is shown to the contrary, be struck off the register.

Dated this fourteenth day of March 2008

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

INS PACIFIC RIM PTE. LTD.

119 365 427

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Corporations Act 2001  
Subsection 164(3)

Notice is hereby given that ASIC will alter the registration details of the following companies 1 month after the publication of this notice, unless an order by a court or Administrative Appeals Tribunal prevents it from doing so.

**ASCEND ASSET MANAGEMENT LTD** ACN 112 871 842 will change to a proprietary company limited by shares. The new name will be ASCEND ASSET MANAGEMENT PTY LIMITED ACN 112 871 842.

**ATOMIC GROUP (AUSTRALIA) LTD** ACN 108 468 944 will change to a proprietary company limited by shares. The new name will be ATOMIC GROUP (AUSTRALIA) PTY. LTD ACN 108 468 944.

**MACQUARIE LEISURE HEALTH CLUBS 1 LIMITED** ACN 126 785 608 will change to a proprietary company limited by shares. The new name will be MACQUARIE LEISURE HEALTH CLUBS 1 PTY LIMITED ACN 126 785 608.

**MEGA-DAIRIES PTY LTD** ACN 122 202 662 will change to a public company limited by shares. The new name will be MEGA-DAIRIES LIMITED ACN 122 202 662.

**MINCOM LIMITED** ACN 010 087 608 will change to a proprietary company limited by shares. The new name will be MINCOM PTY LTD ACN 010 087 608.