



Commonwealth of Australia



ASIC

Australian Securities &
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Change of company status

RIGHTS OF REVIEW

Persons affected by certain decisions made by ASIC under the Corporations Act and the other legislation administered by ASIC may have rights of review. ASIC has published **Practice Note 57 [PN57] Notification of rights of review** and Information Sheet [INFO 1100] **ASIC decisions – your rights** 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 or from the Administrative Law Co-ordinator in the ASIC office with which you have been dealing.

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03 / 0558

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

Pursuant to subsection 601QA(1)(a) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission exempts from section 601LA of the Act the person referred to in Schedule A in the cases mentioned in Schedule B on the conditions set out in Schedule C until 15 months from 10 February 2003.

Schedule A

Macquarie Investment Management Limited (ACN 002 867 003) as responsible entity (the "Responsible Entity") of the Macquarie True Index Australian Shares Fund (ARSN 103 324 821) (the "Scheme")

Schedule B

The making of the following contracts ("Contracts") in relation to the Scheme:

1. Master Agreement of International Swap and Derivatives Association Inc which comes into effect in relation to the Scheme on or about 11 February 2003; and
2. Risk and Profit Share Agreement between the Responsible Entity and Macquarie Life Limited (ACN 003 963 773) which comes into effect in relation to the Scheme on or about 11 February 2003.

Schedule C

1. The Responsible Entity must give to persons being members of the Scheme at the time the approval is sought, all information that is reasonably required by the members in order to decide whether or not to approve the making of the Contracts;
2. All members of the Scheme at the time the approval is sought must approve the making of the Contracts in writing;
3. The Responsible Entity must ensure that the Product Disclosure Statement containing an offer of securities in the Scheme contains information reasonably required by a person for the purpose of making an informed assessment of the nature of the related party transaction referred to in Schedule B;
4. The application form attached to the Product Disclosure Statement to be provided to members will contain a statement that they have consented to the giving of financial benefits to a related party;
5. The Responsible Entity must not make an offer of interests in the Scheme that would require disclosure under Part 7.9 of the Act if the interests in the Scheme were financial products for the purposes of Part 7.9 of the Act other than offers of interests to operators of Investor Directed Portfolio Services;
6. The Responsible Entity has no grounds to form the opinion that the granting of benefits to the Responsible Entity would be contrary to the best interests of the members of the Scheme; and
7. A meeting of the members of the Scheme for the purposes of meeting the requirements of Part 5C.7 of the Act is held within 15 months from the date of this instrument.

In this instrument:

"Investor Directed Portfolio Service" means an investor directed portfolio service, consisting of a number of functions including a custody, settlement and reporting system and service with the following features:

- (a) the clients of the service have the sole discretion to decide what (but not necessarily when) assets will be acquired or disposed of, except where:
 - (i) there are any prior written directions to acquire or dispose of a particular asset in particular circumstances that the client has agreed not to vary (other than on the exercise of any discretion on the part of an operator); or
 - (ii) the client has authorised the operator or another person to give directions on their behalf, for the purpose of the other person receiving or securing payment of moneys owing by the client to the person; and

03/0558

- (b) subject to any prior contrary directions in order to ensure payment of moneys for which the client is liable, a client may direct the operator to:
- (i) take reasonable steps to transfer assets to or to the order of the client;
 - (ii) realise assets held on account for the client and either:
 - (A) pay the proceeds to or to the order of the client; or
 - (B) if the operator and the client agree, hold the proceeds under the Investor Directed Portfolio Service in an account with an Australian ADI designated as a trust account.

unless the assets cannot be transferred or realised under law or the terms of their issue.

Dated this 11 February 2003



Signed by Maree O'Brien, as a delegate of the
Australian Securities and Investment Commission

03 / 0559

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001 SUBSECTION 340(1)
ORDER**

Pursuant to subsection 340(1) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") relieves the persons specified in Schedule A from the requirement in subsection 323D(2)(b) of the Act, that a financial year subsequent to the first financial year be 12 months long, in the case specified in Schedule B, on the conditions specified in Schedule C:

Schedule A

Orion Funding Pty Ltd ACN 081 598 101 ("the Company") and the directors of the Company.

Schedule B

The financial year of the Company ending 30 September 2003.

Schedule C

1. Subject to condition 2 below, the Company complies with Parts 2M.2, 2M.3 and 2M.4 of the Act in respect of the period from 1 October 2002 to 30 June 2003 ("the Relevant Financial Year") as if that period was a financial year for the Company; and
2. The Company does not rely on subsection 292(2) of the Act in respect of the Relevant Financial Year, and prepares and lodges the financial report and directors' report for the Relevant Financial Year irrespective of the provisions of subsection 292(2) of the Act; and
3. The directors of the Company include a brief statement in the directors' report for the Relevant Financial Year about relief provided by this order.

Dated: 16 May 2003



Zoran Babic
as Delegate for the Australian Securities and Investments Commission

03/0560

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001 SUBSECTION 340(1)
ORDER**

Pursuant to subsection 340(1) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") relieves the persons specified in Schedule A from the requirement in subsection 323D(2)(b) of the Act, that a financial year subsequent to the first financial year be 12 months long, in the case specified in Schedule B, on the conditions specified in Schedule C:

Schedule A

Stellar Funding Pty Ltd ACN 089 463 178 ("the Company") and the directors of the Company.


Schedule B

The financial year of the Company ending 30 September 2003.

Schedule C

1. Subject to condition 2 below, the Company complies with Parts 2M.2, 2M.3 and 2M.4 of the Act in respect of the period from 1 October 2002 to 30 June 2003 ("the Relevant Financial Year") as if that period was a financial year for the Company; and
2. The Company does not rely on subsection 292(2) of the Act in respect of the Relevant Financial Year, and prepares and lodges the financial report and directors' report for the Relevant Financial Year irrespective of the provisions of subsection 292(2) of the Act; and
3. The directors of the Company include a brief statement in the directors' report for the Relevant Financial Year about relief provided by this order.

Dated: 16 May 2003



Zoran Babic

as Delegate for the Australian Securities and Investments Commission

03/0561

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001 SUBSECTION 340(1)
ORDER**

Pursuant to subsection 340(1) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") relieves the persons specified in Schedule A from the requirement in subsection 323D(2)(b) of the Act, that a financial year subsequent to the first financial year be 12 months long, in the case specified in Schedule B, on the conditions specified in Schedule C:

Schedule A

Arc Funding Pty Ltd ACN 084 166 156 ("the Company") and the directors of the Company.

Schedule B

The financial year of the Company ending 30 September 2003.

Schedule C

1. The Company complies with Parts 2M.2, 2M.3 and 2M.4 of the Act in respect of the period from 1 October 2002 to 30 June 2003 ("the Relevant Financial Year") as if that period was a financial year for the Company; and
2. The directors of the Company include a brief statement in the directors' report for the Relevant Financial Year about relief provided by this order.

Dated: 16 May 2003



Zoran Babic
as Delegate for the Australian Securities and Investments Commission

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

03 / 0562

Pursuant to paragraph 1020F(1)(c) of the *Corporations Act 2001* (the "Act") the Australian Securities and Investments Commission ("ASIC") declares that Part 7.9 of the Act applies in relation to the persons named in Schedule A, in the case referred to in Schedule B, as if section 1013A of the Act were modified or varied by:

1. in subsection (1), replacing "A" with "Subject to subsection (1A), a"; and
2. after subsection (1), inserting the following subsection:

"(1A) An issue Statement may relate to the managed investment products of more than one issuer."; and
3. in subsection (3), after "prepared" inserting "and who is the issuer of the product".

Schedule A

BT Funds Management Limited (ABN 63 002 916 458) in its capacity as responsible entity for registered managed investment schemes

Westpac Financial Services Limited (ABN 20 000 241 127) in its capacity as responsible entity for registered managed investment schemes

Sagitta Wealth Management Limited (ABN 22 000 727 659) in its capacity as responsible entity for registered managed investment schemes

Schedule B

Where:

1. the offer for issue of interests in registered schemes of which any two or more of BT Funds Management Limited, Westpac Financial Services Limited and Sagitta Wealth Management Limited are the responsible entities, are made in the same Product Disclosure Statement ("PDS"); and
2. none of the interests to which the PDS relates are able to be traded or proposed in the PDS to be able to be traded on a financial market; and
3. the entities specified in Schedule A are and remain related bodies corporate for so long as interests are being offered and issued under the PDS.

Dated 20 June 2003




Signed by Alison Haines as a delegate of the
Australian Securities and Investments Commission

Australian Securities and Investment Commission
Corporations Act 2001 – Paragraph 601QA(1)(b) -
Corporations Law - Subsections 1084(6) and 1454(2) – Variation

03 / 0563

Pursuant to paragraph 601QA(1)(b) of the Corporations Act 2001 and subsections 1084(6) and 1454(2) of the Corporations Law (as continued in force by section 1408 of that Act) the Australian Securities and Investments Commission hereby varies ASIC Instrument [00/1281] dated 26 June 2000 by deleting "30 June 2003" and substituting "1 July 2010".

Dated this 23rd day of June 2003



Signed by Maree O'Brien
as a delegate of the Australian Securities and Investment Commission

Australian Securities and Investment Commission
Corporations Act 2001 - Paragraph 601QA(1)(b) -
Corporations Law - Subsections 1084(6) and 1454(2) - Variation

03 / 0564

Pursuant to paragraph 601QA(1)(b) of the Corporations Act 2001 and subsections 1084(6) and 1454(2) of the Corporations Law (as continued in force by section 1408 of that Act) the Australian Securities and Investments Commission hereby varies ASIC Instrument [00/1282] dated 26 June 2000 by deleting "30 June 2003" and substituting "1 July 2010".

Dated this 24th day of June 2003



Signed by Maree O'Brien
as a delegate of the Australian Securities and Investment Commission

03 / 0565

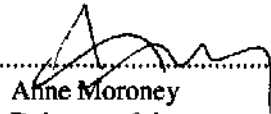
AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
IN THE MATTER OF DAVID PAUL MUDGE
AND SECTIONS 829 AND 830 OF THE CORPORATIONS ACT 2001

To: **David Paul Mudge**
136 Pitman Road,
Windsor Gardens. SA. 5087

ORDER PURSUANT TO SECTIONS 829 and 830 OF THE
CORPORATIONS ACT 2001

TAKE NOTICE THAT: pursuant to paragraph 829(b) of the Corporations Act 2001,
David Paul Mudge is permanently prohibited from doing an act as a representative of a
dealer or of an investment advisor.

Dated this 26 day of June 2003.

Signed:.....
Anne Moroney
Delegate of the
Australian Securities and Investments Commission.

Australian Securities and Investment Commission
Corporations Act 2001 – Paragraph 601QA(1)(b) -
Corporations Law - Subsections 1084(6) and 1454(2) – Variation

03 / 0566 .

Pursuant to paragraph 601QA(1)(b) of the Corporations Act 2001 and subsections 1084(6) and 1454(2) of the Corporations Law (as continued in force by section 1408 of that Act) the Australian Securities and Investments Commission hereby varies ASIC Instrument [00/841] dated 12 April 2000 by deleting "30 June 2004" (twice occurring) and substituting "1 July 2010".

Dated this 30th day of June 2003



Signed by Maree O'Brien
as a delegate of the Australian Securities and Investment Commission

03 / 0567

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

Pursuant to subsection 601QA(1)(a) of the Corporations Act 2001 ("Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the person mentioned in Schedule A (the "responsible entity") in relation to the registered scheme specified in Schedule B in the case set out in Schedule C from the requirement to convene a meeting to pass a special resolution under section 601GC(1)(a) on conditions set out in Schedule D and for so long as those conditions are met.

Schedule A

Record Funds Management Limited ACN 095 162 931, the responsible entity of the registered scheme specified in Schedule B.

Schedule B

The registered scheme being Charlotte Street Ownership Trust ARSN 105 118 965 (the "scheme")

Schedule C

A proposed amendment to the constitution of the scheme by the members.

Schedule D

- 1 All unit holders in the scheme consent in writing to the proposed amendment to the constitution of the scheme (specified in schedule C).
- 2 There are no unit holders in the fund other than:
 - (a) CRC Charlotte Street Pty Limited;
 - (b) Record Funds Management Limited; and
 - (c) A nominee of Record Funds Management Limited.
- 3 All units in the scheme were issued in circumstances that did not require the responsible entity to issue a disclosure document or product disclosure statement under the Act.
- 4 The amendments are made in connection with the acquisition of a direct or indirect interest in the property known as 150 Charlotte Street, Brisbane, Queensland and/or the terms upon which the scheme obtains funding for that acquisition.

Dated this 1st day of July 2003



Signed by Catherine So
as delegate of the Australian Securities and Investments Commission

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

03 / 0568

Pursuant to subsection 601QA(1)(a) of the Corporations Act ("Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the person mentioned in Schedule A (the "responsible entity") from Part 5C.6 and subsection 601GA(4) of the Act in relation to the registered scheme specified in Schedule B on conditions set out in Schedule C and for so long as they are met.

Schedule A

Record Funds Management Limited ACN 095 162 931, the responsible entity of the registered scheme specified in Schedule B.

Schedule B

The registered scheme being Charlotte Street Ownership Trust ARSN 105 118 965 (the "scheme")

Schedule C

- 1 All unit holders in the scheme consent in writing to the terms governing a redemption of units in the scheme.
- 2 There are no unit holders in the scheme other than:
 - (a) CRC Charlotte Street Pty Limited;
 - (b) Record Funds Management Limited;
 - (c) A nominee of Record Funds Management Limited.
- 3 All units in the scheme were issued in circumstances that did not require the responsible entity to issue a disclosure document or product disclosure statement under the Act.
- 4 The withdrawal rights for the scheme will be set out in the scheme's constitution.

Dated this 1st day of July 2003



Signed by Catherine So
As delegate of the Australian Securities and Investments Commission

03 / 0569

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

Pursuant to paragraph 655A(1)(b) of the Corporations Act 2001 (the "Act"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6 of the Act applies to the person named in Schedule A in the case referred to in Schedule B as if the text of subsection 650D(3) were omitted and the following were substituted:

"A notice under subsection (1) must be approved by a resolution passed by the directors of the bidder."

Schedule A

TVG Consolidation Holdings SPRL ("Bidder ")

Schedule B

All notices of variation lodged with ASIC pursuant to subsection 650D(1) of the Act in relation to the offers made under the takeover bid by the Bidder for all the ordinary shares in PowerTel Limited ACN 001 760 103 in respect of which a bidder's statement was lodged with ASIC on 16 June 2003.

Dated this 1st day of July 2003



Signed by Eugene Tan
a delegate of the Australian Securities and Investments Commission

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

03 / 0570

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

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

includes a reference to a document or copy of a document that differs from the version of the Prospectus lodged with ASIC ("Lodged Version") to the extent that the numerical values of the "Initial Margin" and the fixed rate (as determined in accordance with the bookbuild process described in the Prospectus) are stated in the version of the Prospectus distributed to investors ("Investor Version").

SCHEDULE A

A prospectus lodged on or about 3 July 2003 by AMP Henderson Global Investors Limited (ACN 001 777 591) in connection with the offer of interests in the POWERS Trust (ARSN 105 094 442) ("Trust") to be called the Preferred to Ordinary With Exchange and Reset Securities ("POWERS").

SCHEDULE B

All offers made in or accompanied by the Prospectus where:

- (a) no application form is attached to the Lodged Version;
- (b) no application form has been distributed with the Lodged Version or a copy of the Lodged Version;
- (c) an application form is only attached to, or accompanied by the Investor Version;
- (d) any application form accompanying the Investor Version discloses the difference between the Investor Version and the Lodged Version;
- (e) the Prospectus contains a description of this declaration; and
- (f) the following words appear on the inside front cover of the Investor Version: "Application for POWERS may only be made on an Application Form in or accompanying this Prospectus".

Dated 2 July 2003


Signed by Shane Campbell
as a delegate of the Australian Securities and Investments Commission

03/0571

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

Pursuant to paragraph 601QA(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that the provisions of Chapter 5C of the Act apply in relation to the person mentioned in Schedule A in respect of the scheme described in Schedule B in the case described in Schedule C as follows:

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

SCHEDULE A

AMP Henderson Global Investors Limited (ACN 001 777 591) ("AMPHGI").

SCHEDULE B

The scheme known as the POWERS Trust (ARSN 105 094 442) ("Scheme") registered on 27 June 2003 and governed by a constitution dated 13 June 2003 of which AMPHGI is the responsible entity.

SCHEDULE C

A withdrawal, and any provision of the Scheme's constitution that relates to such withdrawal, as part of the exchange or redemption arrangements as provided for in the prospectus to be lodged with ASIC on or about 3 July 2003 ("Prospectus") (and in the terms of issue set out in that Prospectus ("Terms")) which concerns:

- 1 exchange of interests in the Scheme, which are proposed to be called Preferred to Ordinary With Exchange and Reset Securities ("POWERS") into ordinary units in the unregistered managed investment schemes which are called Diversified Utility and Energy Trusts 1 and 2 ("DUET"), where the assets of the Scheme are to be applied pro rata to subscribe for ordinary units in DUET on behalf of the holders of POWERS and where the constitution of the Scheme requires AMPHGI to cause the exchange of the POWERS in accordance with the Terms;
- 2 redemption and cancellation of POWERS, in consideration for a cash payment, where the assets of the Scheme are to be applied pro rata among holders whose POWERS are redeemed and where the constitution of the Scheme requires or permits AMPHGI to redeem POWERS in accordance with the Terms.

Dated 2 July 2003

Signed by Shane Campbell

as delegate of the Australian Securities and Investments Commission

03 / 0572

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

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

SCHEDULE A

PaperlinX Limited (ACN 005146350) ("issuer").

SCHEDULE B

A written offer for the issue of shares in the issuer where the following requirements are met at the time that the offer is made.

- (a) The shares are in a class which is quoted on the financial market operated by Australian Stock Exchange Limited (the "class") and trading in the class is not suspended.
- (b) None of the following provisions of the Act have been contravened in relation to the issuer of the shares in the previous 12 months:
 - (i) a provision of Chapter 2M;
 - (ii) section 674 or 675;
 - (iii) section 724;
 - (iv) section 728; and
 - (v) section 1001A or 1001B.
- (c) The offer is made pursuant to an arrangement under which:
 - (i) an offer is made to each registered holder of shares in the class, and whose address (as recorded in the register of members of the issuer) is in a place in which it is lawful and practical for the issuer to offer and issue shares to that person, in the reasonable opinion of the issuer;
 - (ii) each offer is made on the same terms and conditions and on a non-renounceable basis;
 - (iii) the issue price is less than the market price during a specified period in the 30 days prior to either the date of the offer or the date of the issue;
 - (iv) no registered holder may be issued with shares with an application price totalling more than \$5,000 in any consecutive 12 month period; and
 - (v) a registered holder must provide the issuer on application for the shares with a certification to the effect that the aggregate of the application price for:
 - (A) the shares the subject of the application;
 - and

03 / 0572

- (B) any other shares in the class applied for by the holder under the arrangement or any similar arrangement in the 12 months prior to the proposed date of issue,
does not exceed \$5000.
- (d) The written offer document contains the following information:
- (i) the method used to calculate the issue price and the time when this price will be determined;
 - (ii) a statement describing the relationship between the issue price and the market price; and
 - (iii) disclosure of the risk that the market price may change between the date of the offer and the date when the shares are issued to an applicant under the arrangement, and the effect this would have on the price or value of the shares which the applicant would receive.


Interpretation

For the purposes of this instrument:

1. "registered holder" means, subject to paragraphs 2 and 3, a person recorded in the register of members of a company as a member of that company;
2. if 2 or more persons are recorded in the register of members as jointly holding shares in the company they are taken to be a single registered holder and a certification by any of them for the purposes of paragraph (c)(v) of Schedule B is taken to be a certification by all of them;
3. if a trustee or nominee is expressly noted on the register of members as holding shares on account of another person (a "beneficiary"):
 - (a) the beneficiary is taken to be the registered holder in regard to those shares; and
 - (b) any application for the issue of shares or certification for the purposes of paragraph (c)(v) of Schedule B by, and any issue of shares to, the trustee or nominee, is taken to be an application or certification by, or an issue to, the beneficiary;
4. if a share must under the terms on which it is traded only be transferred together with one or more other shares or other financial products (together a "stapled security"), the \$5,000 limit in subparagraphs (c)(iv) and (c)(v) of Schedule B applies to the stapled security as if its component shares or products constituted a single share rather than to any of those components separately; and
5. references to an issuer offering shares include the issuer inviting applications for the issue of the shares.

Dated the 3rd day of July 2003

Signed:


Gadi Bloch, as a delegate of the Australian
Securities and Investments Commission

03 / 0573

Australian Securities and Investments Commission
Corporations Act 2001 — Paragraphs 283GA(1)(a), 601QA(1)(a), 741(1)(a), 911A(2)(l), 992B(1)(a) and
1020F(1)(a) — Exemption

Disclosure relief

1. Under paragraphs 283GA(1)(a), 741(1)(a) and 1020F(1)(a) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") exempts:
 - (a) a person from:
 - (i) Parts 2L.1, 2L.2, 2L.3, 2L.4 and 2L.5; and
 - (ii) Parts 6D.2 and 6D.3 (except section 736); and
 - (iii) Part 7.9,
 where the person:
 - (iv) makes an eligible offer;
 - (v) offers to arrange for the issue of financial products under an eligible offer;
 - (vi) issues a financial product under an eligible offer,
 that involves a contribution plan but does not involve the issuer or any associated body corporate offering any eligible employee of the issuer a loan or similar financial assistance for the purpose of, or in connection with, the acquisition of financial products to which the offer relates, on the conditions set out in the Schedule and for so long as the conditions are met; and
 - (b) a person (other than a person covered by paragraph (a)) from Part 7.9 where the person makes a recommendation to acquire financial products under an eligible offer to which paragraph (a) relates, 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.
2. For the avoidance of doubt, under paragraph 601QA(1)(a) ASIC exempts a person who operates a managed investment scheme only by reason of operating a contribution plan relating to an eligible offer to which paragraph (a) relates from section 601ED in relation to the operation of that managed investment scheme.

Licensing and hawking relief

3. Under paragraph 911A(2)(l) ASIC exempts a person who is exempt from Part 6D.2 or Part 7.9 because of the exemption set out in paragraph 1 (other than because the person made a recommendation to acquire financial products) 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 those exemptions (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.
4. Under paragraph 911A(2)(l) ASIC exempts:
 - (a) an issuer who is exempt from Part 6D.2 or Part 7.9 because of the exemption set out in paragraph 1; and
 - (b) any associate of the issuer.

03/0573

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 depositary service in connection with an eligible offer where:
 - (i) the service is not a custodial arrangement within the meaning of section 1012IA; and
 - (ii) the provider of the service performs their duties in good faith and has sufficient resources to perform those duties; and
 - (d) 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 or an associate occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in those financial products or a dealers licence issued under the old Corporations Act authorising the holder to deal in securities; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in those financial products in the relevant place.
5. Under paragraphs 741(1)(a) and 992B(1)(a) ASIC exempts a person who is exempt from Part 6D.2 or Part 7.9 because of the exemption set out in paragraph 1 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.

Schedule

The following conditions apply:

1. the person making the 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
2. the issuer must comply (or, in the case of an issuer which does not have a registered office in this jurisdiction, cause an associated body corporate which does so have a registered office to comply) with any undertaking required to be made in the offer document by reason of this instrument; and
3. the issuer must take reasonable steps to ensure that the number of shares the subject of the offer or to be received on exercise of an option 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, under an employee share scheme to be accepted or exercised; and
 - (b) the number of shares in the same class issued during the previous 5 years pursuant to the employee share scheme or any other employee share scheme extended only to eligible employees of the issuer;

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

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- (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 issuer as at the time of the offer.

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

In this instrument:

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. "approved foreign market" means:
 - (a) American Stock Exchange, Deutsche Borse, Euronext Amsterdam, Euronext Paris, Italian Exchange, Kuala Lumpur Stock Exchange (Main and Second Boards), London Stock Exchange, New York Stock Exchange, New Zealand Stock Exchange, Singapore Exchange, Stock Exchange of Hong Kong, Swiss Exchange, Tokyo Stock Exchange or Toronto Stock Exchange, provided that:
 - (i) unless otherwise expressly stated, if any such market involves more than one board, only the main board is an approved foreign market; and
 - (ii) such a market is not to be taken not to be an approved foreign market at a particular time only because it was known by another name at that time; or
 - (b) NASDAQ National Market;
4. "associated body corporate" of an issuer means:
 - (a) a body corporate that is a related body corporate of the issuer; or
 - (b) a body corporate that has voting power in the issuer of not less than 20%; or
 - (c) a body corporate in which the issuer has voting power of not less than 20%;
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 price relates;
6. "contribution plan" means a plan under which a participating eligible employee may save money by

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regular deductions from wages or salary (including through salary sacrifice arrangements) towards paying for shares offered for issue or sale under an employee share scheme where the terms and conditions of the contribution plan include terms and conditions to the effect that:

- (a) all deductions from wages or salary made in connection with participation in the contribution plan must be authorised by the employee on the same form of application which is used in respect of the offer, or on a form which is included in or accompanies the offer document;
- (b) before transferring contributions to acquire shares, any contributions made by an employee as part of the contribution plan must be held by the issuer in trust for the employee in an account of an Australian ADI which is established and kept by the issuer only for the purpose of depositing contribution moneys and other money paid by employees for the shares on offer under the employee share scheme; and
- (c) the employee may elect to discontinue their participation in the contribution plan at any time up to:
 - (i) but not including the ten (10) days immediately preceding the termination date of a phase; or
 - (ii) such other date during the ten (10) days immediately preceding the termination date of a phase as permitted by the issuer following a request by the employee,

and as soon as practicable after that election is made all money deposited with the Australian ADI in relation to that employee, including any accumulated interest, must be repaid to that employee;

- 7. "current market price" means in relation to a share, the price published by the operator of the principal financial market on which the share is quoted as the final price for the previous day on which the share was traded on that financial market;
- 8. "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 or part-time employee or director of the issuer or of an associated body corporate of the issuer;
- 9. "eligible offer" means an offer:
 - (a) for the issue or sale of fully-paid shares in the issuer 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
 - (b) under the Medtronic, Inc Employees Stock Purchase Plan.
- 10. "financial product advice" has the meaning given by section 766B;
- 11. "general advice" has the meaning given by section 766B;
- 12. "issuer" means Medtronic, Inc., a company incorporated in Minnesota, United States of America;
- 13. "Medtronic, Inc. Employees Stock Purchase Plan" means an employee share scheme extended only to eligible employees of the issuer that is substantially in the form of the document entitled "Medtronic, Inc 1995 Employees Stock Purchase Plan" as amended and restated on 29 October 1998 and provided to ASIC on 29 May 2003;
- 14. "offer" has a meaning affected by sections 700, 702 and 1010C;
- 15. "offer document" means a document setting out an offer under an employee share scheme that:

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- (a) includes or is accompanied by a copy, or a summary, of the rules of the scheme under which the offer is made; and
- (b) if a summary (rather than a copy) of the rules of the scheme is given — includes an undertaking that during the period (the “offer period”) during which an eligible employee may acquire the financial products offered or exercise options acquired under the scheme, the issuer (or, in the case of an issuer which does not have a registered office in this jurisdiction, an associated body corporate of the issuer which does so have a registered office) will, within a reasonable period of the employee so requesting, provide the employee without charge with a copy of the rules of the scheme; 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 (or in the case of an issuer which does not have a registered office in this jurisdiction, an associated body corporate of the issuer which does so have a registered office) 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) specifies:
- (i) the Australian ADI where contributions for the purposes of the contribution plan are held;
 - (ii) the length of time they may be held;
 - (iii) the rate of interest payable (if any) on the contributions held in the account;
 - (iv) the procedure by which an employee may elect to discontinue their participation in the contribution plan including an explanation of the matters outlined in paragraph 6(c) of this Interpretation Section; and
 - (v) that unless an employee elects by written notice to their employer:
 - A. not to exercise their option (as defined by the Medtronic, Inc. Employees Stock Purchase Plan) to purchase any shares in the issuer; or
 - B. to purchase a specified number of shares in the issuer that is less than the maximum number of shares the employee is authorized to purchase pursuant to the employee share scheme,

the employee's option for the purchase of shares will be exercised automatically at the termination date of that phase.

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16. "old Corporations Act" has the meaning given by subsection 1410(1);
17. "phase" has the meaning given by the Medtronic, Inc Employees Stock Purchase Plan; and
18. "unit" in relation to a share means a legal or equitable right or interest in the share.

Dated 3 July 2003

Signed by



Rachel Howitt
as a delegate of the Australian Securities and Investments Commission

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

1. Under paragraph 601QA(1)(a) of the Corporations Act 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons referred to in Schedule A from section 601ED of the Act in the case referred to in Schedule B on the conditions set out in Schedule C.
2. Under paragraphs 911A(2)(l), 992B(1)(a) and 1020F(1)(a) of the Act ASIC hereby exempts the persons referred to in Schedule A in the case referred to in Schedule B on the conditions set out in Schedule C from:
 - (a) sections 992A, 992AA and 1017F of the Act; and
 - (b) the requirement to hold an Australian financial services licence for the provision of financial services by that person in relation to dealing in interests in a managed investment scheme of the kind and offered on the basis referred to in Schedule B.
3. Under paragraphs 992B(1)(a) of the Act ASIC hereby exempts a person (other than a person referred to in Schedule A) in the case of an offer to sell an interest in a managed investment scheme referred to in Schedule B and offered on a basis that appears to comply with Schedule C, from sections 992A and 992AA of the Act.

SCHEDULE A — WHO IS EXEMPT

Any person who operates the scheme specified in Schedule B (scheme) including YMCA Property Management Services Pty Ltd and any other person offering an interest in the scheme for issue, other than a person who is aware that any disclosure statement required to be given to a person under this instrument or any Product Disclosure Statement required to be given to a person under the Act in relation to the scheme, was not given or was given but did not comply with this instrument or the Act as the case may be.

SCHEDULE B — SCHEMES EXEMPTED

Operating a managed investment 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 student accommodation complex located at Melbourne University's Eastern Precinct site with frontages to Cardigan, Faraday and Swanston Streets, Carlton, Victoria being Lot 2 on Plan of Subdivision plan number PS427043B developed in accordance with an approval of a local government organisation 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, where:

- (a) the sale of the strata unit is not and was not conditional on participation in the serviced strata scheme;

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- (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 the letting of 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 an Australian 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 each such payment:
 - (A) relates to a period of no more than 3 months; and
 - (B) 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 that period;
- (f) there is no obligation on any person to ensure that other owners of strata units agree to participate in the scheme; and
- (g) the student residential 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 Schedule E.

SCHEDULE C — CONDITIONS ON OPERATORS AND PROMOTERS

1. The operator must ensure that any part of the scheme property held in cash or on deposit with an Australian ADI or another financial institution must be 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;
2. Each promoter that is involved in making an offer of interests in the scheme for issue must:
 - (a) not engage in any misleading or deceptive conduct or conduct that is likely to mislead or deceive in connection with those offers;
 - (b) during the transition period (within the meaning of subsection 1438(3) of the Act) ensure that a disclosure statement complying with Schedule D is given to each person to whom an offer is made at or before the making of the offer; and

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- (c) during the transition period (within the meaning of subsection 1438(3) of the Act) ensure that the disclosure statement is signed and dated by the operator or, if the operator is not knowingly concerned in the offer, by a promoter; and
3. The operator must comply with the provisions specified in Schedule E which are included in the agreement referred to in paragraph (g) of Schedule B.

SCHEDULE D — THE DISCLOSURE STATEMENT

1. The disclosure statement must:
- (a) describe the main features of the interests in the scheme;
 - (b) set out the main terms and conditions of the offer; and
 - (c) provide answers to the questions set out in paragraph 2 of this Schedule (the questions need not be set out, and the answers can be provided in any order or format),
- sufficiently to enable a typical investor in those interests to make an informed decision whether to become a member of the scheme, having regard to every matter which is material to such a decision that is known to any person who authorised or caused the issue of the disclosure statement.
2. The questions are:
- (a) What is being offered?
 - (i) How are the investor's property rights affected by holding an interest in the scheme?
 - (ii) What key rights will investors have in relation to the use of their strata unit by the operator?
 - (iii) What sort of student residential complex is being operated under the scheme? How will it be operated?
 - (iv) What are the key terms of any lease, licence or rights that investors are to confer on the operator in relation to the operation of the scheme?
 - (v) Does the operator own or have rights in relation to any property that may adversely affect:
 - (A) how the scheme would operate if the operator were changed; or
 - (B) the amount investors are likely to receive for use of their strata unit if the property ceases to be available (for whatever reason),
 and, if so, what are those rights? How could the adverse effect happen?
 - (b) What are the risks and returns of the investment?
 - (i) How, in general terms, will the operation of the student residential complex generate returns for investors?
 - (ii) When and how are these returns to be calculated and made available to investors?
 - (iii) Are investors in the scheme guaranteed or promised that they will receive a particular rate of return from the scheme? If so:

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- (A) what are the conditions for receiving the benefits of this guarantee or promise;
 - (B) what (if any) are the circumstances in which the person providing the guarantee or promise may be unable to honour it;
 - (C) what is the financial position of the person giving the guarantee or promise; and
 - (D) on what basis do investors receive returns once the guarantee or promise expires?
- (iv) If no particular rate of return is guaranteed or promised:
- (A) is the operator aiming to achieve a particular return;
 - (B) can investors expect any particular return; or
 - (C) are returns from the scheme uncertain?
- (v) If returns from the scheme may vary from what is aimed for or expected, or are otherwise uncertain, what are the main factors which will affect the level of return? If occupancy rates will affect the returns what are the main factors that will affect occupancy rates?
- (vi) Do investors have potential liability to pay moneys in relation to the scheme or their ownership of a strata unit in any circumstances? If so, what are these liabilities and what main factors will affect the amount of these liabilities? For example, how will any repairs, refurbishment or replacement of any part of the student residential complex and its furniture and fittings be paid for?
- (vii) Is there a suggested minimum period of time that an investor's investment should remain in the scheme? If so, why is that period of time suggested? What, if any, are the kinds of qualifications on that suggestion?
- (c) What are the fees, charges, expenses and taxes associated with the scheme?
- (i) What fees, charges, expenses or taxes, if any, may be payable by an investor if they join the scheme?
 - (ii) What fees, charges, expenses or taxes, if any, may be payable by an investor if they withdraw from the scheme?
 - (iii) What other fees, charges, expenses or taxes may be deducted from the assets or income of the scheme or otherwise borne by investors?
 - (iv) What general kinds of tax are likely to be payable on an investor's returns on investment in the scheme?
- (d) Who is the operator?
- (i) If the operator signs the disclosure statement, who is it and what are its credentials in operating hotels, motels, serviced apartments or student residential complexes (including details of its principal activities and relevant experience)?
 - (ii) If the operator does not sign the disclosure statement, how, and on what basis, will the operator be selected to undertake the operation of the scheme?

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- (iii) If the operator signs the disclosure statement and the operator is to engage a person to operate the complex on its behalf, what credentials will that person have to operate the student residential complex?
 - (iv) What are the custodial arrangements for holding the money of the scheme including money held for distribution to members and to meet expenses of the scheme?
- (e) When can investments be withdrawn and transferred?
- (i) When and how can an investor withdraw from the scheme?
 - (ii) Can the interest in the scheme be transferred and, if so, in what circumstances? What legal requirements apply?
- (f) What information can be obtained?
- (i) How can the entity signing the disclosure statement be contacted?
 - (ii) Is there any particular information available to a prospective or existing investor on request made to that entity? If so, how can that information be obtained?
 - (iii) When and how is the operator to report to an investor in the scheme on the operations of the scheme (including the scheme's performance)?
3. The disclosure statement must also include a prominent statement to the effect that a person should consider whether to consult:
- (a) an investment adviser who is either an Australian financial services licensee or an authorised representative of an Australian financial services licensee;
 - (b) a taxation adviser; and
 - (c) a lawyer,
- before making a decision to become a member of the scheme and if the disclosure statement is given to a person that does not own and has not agreed to buy a strata unit to which the scheme relates, also before signing any contract to buy a strata unit on the basis that the person will become a member.

SCHEDULE E — PROCEDURES FOR TRANSFERRING MANAGEMENT RIGHTS

1. *Transfer of letting management rights*
- (a) 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 letting 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.

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- (b) If an operator fails to complete that transfer within the 9 month period, the operator must cause the transfer of the letting 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.
- (c) A transfer referred to in paragraphs (a) or (b) 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 paragraph 2(b) unless the body corporate has consented to the transfer.

2. *Consent of body corporate to new care-taking arrangements*

- (a) If an operator receives a notice under paragraph 1(b) of this Schedule, the operator must advise all body corporate members of the name of the person to whom the transfer is to be made.
- (b) Unless the body corporate has consented to the transfer, an operator does not have to transfer the letting management rights to the person named in the notice described in paragraph 1(b) of this Schedule 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.
- (c) If a majority of body corporate members make a decision referred to in paragraph 2(b) of this Schedule, 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 letting management rights at a price specified in the notice and the notice will be taken to be given in accordance with paragraph 1(b) of this Schedule.
- (d) This paragraph 2 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 paragraph 1(b) or 2(c) of this Schedule before that notice is given to the operator.

3. *Price payable on transfer*

The price scheme members specify in a notice under paragraph 1(b) of this Schedule must be one of the following:

- (a) the average of two valuations of the letting management rights by independent qualified valuers nominated by the Australian Property Institute (or another relevant independent professional body approved by ASIC); or
- (b) the highest bona fide bid for the letting 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

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- (c) the highest bona fide amount tendered (excluding any tender by the operator or its associates) for the letting management rights following reasonable efforts to market the property for at least 60 days.

4. *Voting*

- (a) 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.
- (b) 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.
- (c) For body corporate members, a majority is based on their entitlement to vote at body corporate meetings.
- (d) A scheme member or a body corporate member makes a decision by signing a document that sets out the decision.

5. *Costs*

- (a) Any member may arrange a valuation or auction of, or may market, the letting management rights before or after the expiration of the 9 month period referred to in paragraph 1(a) of the Schedule for the purposes of determining a price to be specified in a notice under paragraph 1(b) of this Schedule.
- (b) If a member incurs any reasonable valuation, auction or marketing costs under paragraph 5(a) of this Schedule that member is entitled to be reimbursed out of the price payable by any person nominated by the members as transferee of the letting management rights when the price is paid to the operator.

6. *Assistance*

The operator must give reasonable assistance to enable the transferee to operate the student residential complex including making available information concerning any prospective bookings.

7. *Definitions*

In this Schedule:

"scheme members" means investors in the scheme excluding the operator and its associates;

"letting management rights" or "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 letting of strata units in the scheme; and

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“transfer” in relation to letting 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

In this instrument:

1. “financial services licensee” means:
 - (a) a financial services licensee within the meaning of the Act; and
 - (b) a person who, on 11 March 2002, was the holder of a dealers licence within the meaning of the old Corporations Act (as defined in subsection 1410(1) of the Act), until the earlier of:
 - (i) if ASIC revokes the person's dealers licence — the date of that revocation; or
 - (ii) 11 March 2004; and
2. “offer” is to be interpreted in accordance with subsection 1010C(2) of the Act.

Dated this 4th day of July 2003



Signed by Catherine So
as a delegate of the Australian Securities and Investments Commission

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

Pursuant to subsection 655A(1) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") hereby exempts the persons referred to in Schedule A from subsection 606(4) of the Act in the case specified in Schedule B.

Schedule A


Each person who makes an offer of the kind described in Schedule B, or causes such an offer to be made on their behalf ("Tenderer").

Schedule B

An offer ("Tender Offer"), made in response to an invitation by GE Capital International Holdings Corporation (a company incorporated in the United States of America) to acquire ordinary shares in GE Capital Returnable Packaging Systems Limited (ACN 006 440 991) ("RPS") substantially in the form of the Information Memorandum provided to ASIC on 5 March 2003 and draft letter and attachments provided to ASIC on 26 May 2003, which Tender Offer:

- (i) is in writing and contains a term that the Tenderer, if successful, will apply to ASIC within 5 business days after being notified of the success of its Tender Offer for relief from relevant provisions of Chapter 6 of the Act in relation to the acquisition of a relevant interest in ordinary shares in RPS;
- (ii) acknowledges that any proposed agreement to result from the Tender Offer shall have no force or effect until the relief referred to in paragraph (i) is granted to the Tenderer; and
- (iii) discloses the highest price paid by the Tenderer for ordinary shares in RPS which it has acquired during the four months immediately preceding the date of the Tender Offer, if any.

Dated this 4th day of July 2003

Signed by: 
Gadi Bloch, as a delegate of the
Australian Securities and Investments Commission



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ASIC

Australian Securities & Investments Commission

**Australian Securities and Investments Commission
Corporations Act 2001 – Section 340 - Order**

Pursuant to subsection 340(1) of the *Corporations Act 2001* ("Act") the **AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION** hereby **MAKES AN ORDER** relieving the company specified in Schedule 1 to this Order and its directors and auditor, from compliance with paragraph 323D(2)(b) of the Act for the purpose of changing its financial year beginning on 1 July 2003 ("the Relevant Financial Year"), subject to the conditions set out in Schedule 2 to this Order.

SCHEDULE 1

JBWere Group Holdings Pty Ltd ACN 006 163 524

SCHEDULE 2

- (a) The Relevant Financial Year shall be the 5 month period ending on 30 November 2003.
- (b) The Notes to the financial report for the Relevant Financial Year shall include a statement as to the relief provided by this Order.

Dated 10 July

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



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ASIC

Australian Securities & Investments Commission

**Australian Securities and Investments Commission
Corporations Act 2001 – Section 340 - Order**

Pursuant to subsection 340(1) of the *Corporations Act 2001* ("Act") the **AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION** hereby **MAKES AN ORDER** relieving the company specified in Schedule 1 to this Order and its directors and auditor, from compliance with paragraph 323D(2)(b) of the Act for the purpose of changing its financial year beginning on 1 July 2003 ("the Relevant Financial Year"), subject to the conditions set out in Schedule 2 to this Order.

SCHEDULE 1

JBWere Limited ACN 006 797 897

SCHEDULE 2

- (a) The Relevant Financial Year shall be the 5 month period ending on 30 November 2003.
- (b) The Notes to the financial report for the Relevant Financial Year shall include a statement as to the relief provided by this Order.

Dated 10 July

Signed by Sarala Fitzgerald

as a Delegate of the Australian Securities and Investments Commission

Corporations Act 2001
Subsection 164(3)

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

ALLFIN SERVICES LTD ACN 086 399 564 will change to a proprietary company limited by shares. The new name will be ALLFIN SERVICES PTY LTD ACN 086 399 564.

CHALFONT HOLDINGS LTD ACN 060 298 759 will change to a proprietary company limited by shares. The new name will be CHALFONT HOLDINGS PTY LTD ACN 060 298 759.

DENBARKER VITICULTURAL SERVICES LIMITED ACN 080 959 888 will change to a proprietary company limited by shares. The new name will be DENBARKER VITICULTURAL SERVICES PTY LTD ACN 080 959 888.

HAY VIEW VINEYARD LIMITED ACN 080 959 940 will change to a proprietary company limited by shares. The new name will be HAY VIEW VINEYARD PTY LTD ACN 080 959 940.

NEWMONT GROUP FINANCE LIMITED ACN 067 412 784 will change to a proprietary company limited by shares. The new name will be NEWMONT GROUP FINANCE PTY LTD ACN 067 412 784.

SECURITY HOLDING INVESTMENT ENTITY LINKING DEALS PTY LTD ACN 102 747 740 will change to a public company limited by shares. The new name will be SECURITY HOLDING INVESTMENT ENTITY LINKING DEALS LIMITED ACN 102 747 7

BASS STRAIT GROUP N.L. ACN 005 512 434 will change to a proprietary company limited by shares. The new name will be BASS STRAIT GROUP PTY LTD ACN 005 512 434.

COAL RECOVERY AUSTRALIA LIMITED ACN 099 555 996 will change to a proprietary company limited by shares. The new name will be COAL RECOVERY AUSTRALIA PTY LTD ACN 099 555 996.

FRANK CLUNE & SON PTY ACN 001 894 971 will change to a proprietary company limited by shares. The new name will be FRANK CLUNE & SON PTY LIMITED ACN 001 894 971.

NATIONAL INSTITUTE FOR METAL EXPLORATION LIMITED ACN 098 389 578 will change to a proprietary company limited by shares. The new name will be NATIONAL INSTITUTE FOR METAL EXPLORATION PTY LTD ACN 098 389 578.

OTTER GOLD N.L. ACN 000 796 403 will change to a proprietary company limited by shares. The new name will be OTTER GOLD PTY LTD ACN 000 796 403.

TGE LIMITED ACN 102 419 938 will change to a proprietary company limited by shares. The new name will be TGE PTY LTD ACN 102 419 938.