



Commonwealth of Australia



ASIC

Australian Securities &
Investments Commission

Commonwealth of Australia Gazette

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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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02 / 14 42

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

- 1 Under paragraphs 283GA(1)(a) and 741(1)(a) of the Act, ASIC hereby exempts each person in the class of persons referred to in Schedule A from Parts 2L.1, 2L.2, 2L.3, 2L.4, 2L.5, 6D.2 and 6D.3 of the Act in the case referred to in Schedule B on the conditions set out in Schedule D and for so long as those conditions are met.
2. For the avoidance of doubt, under paragraphs 601QA(1)(a), 911A(2)(l) and 1020F(1)(a) of the Act ASIC hereby exempts each person referred to in Schedule E:
 - (a) from Chapter 5C and Part 7.9 of the Act; and
 - (b) from the requirement to hold an Australian financial services licence for the provision of financial services by the person,
 in relation to interests in, a managed investment scheme referred to in Schedule E in the case referred to in Schedule F on the conditions set out in Schedule D and for so long as those conditions are met.
3. For the avoidance of doubt, under paragraph 911A(2)(l) and 1020F(1)(a) of the Act, ASIC hereby exempts a person (other than a person in the class of persons mentioned in Schedule E) from:
 - (a) Part 7.9 of the Act in relation to a recommendation that a retail client acquire, and an offer to arrange the issue of an interest in; and
 - (b) the requirement to hold an Australian financial services licence for the provision of financial services by the person in relation to interests in,
 a managed investment scheme referred to in Schedule E which appears to meet the conditions and requirements in Schedules D and F, except where the person is aware, or ought reasonably to be aware, that those conditions and requirements have not been met.

SCHEDULE A — PERSONS EXEMPTED

Mellon Financial Corporation, a company incorporated in the United States of America ("issuer"), and any person who makes an offer of securities for issue or sale of the kind referred to in schedule B for or on behalf of the issuer.

SCHEDULE B — CASES EXEMPTED

This exemption applies to:

- (a) an offer for issue or sale of fully paid shares being shares in the same class as shares which at the time of the offer are quoted on the financial market operated by Australian Stock Exchange Limited or an approved foreign market and trading in which is not suspended ("quoted shares");
- (b) an offer for issue or sale of options over fully paid shares in the same class as quoted shares where the option is offered for no more than nominal consideration;
- (c) an issue or sale of fully paid shares in the same class as shares which at the time of issue or sale are quoted shares as a consequence of an offer of the kind referred to in paragraphs (a) or (b); and
- (d) an offer for issue or sale of units of fully paid shares, or other offer, issue or sale, which is made pursuant to an employee share scheme that involves such offer, issue or sale being made through a trust and which is exempted by Class Order [00/223] dated 11 March 2000 and where the conditions of that Class Order are met;

which is made pursuant to the Mellon Financial Corporation Employee Stock Purchase Plan ("employee share scheme") which involves a contribution plan, and which meets the further requirements set out in Schedule C, but does not apply to:

- (e) an offer or grant of options for other than nominal consideration.

SCHEDULE C — FURTHER REQUIREMENTS

02 / 14 42

An offer, issue or sale to which this exemption applies must, insofar as it constitutes, includes or may result in the transfer of shares (for example, through the exercise of an option), meet the following requirements:

- 1 The shares the subject of the offer or option are of a body ("the issuer") securities of which have been quoted on:
 - (a) the financial market operated by Australian Stock Exchange Limited throughout the 12 month period immediately preceding the offer, without suspension during that period exceeding in total 2 trading days; or
 - (b) an approved foreign market throughout the 36 month period, immediately preceding the offer, without suspension during that period exceeding in total 5 trading days.
- 2 The offer must be extended only to persons ("offerees") who at the time of the offer are full or part-time employees or directors of the issuer or of associated bodies corporate of the issuer.
- 3 The offer must be in writing ("the offer document") and:
 - (a) the offer document must include or be accompanied by a copy, or a summary, of:
 - (i) the rules of the employee share scheme pursuant to which the offer is made; and
 - (ii) the terms and conditions of the contribution plan;
 - (b) if the offer document includes or is accompanied by a summary (rather than a copy) of the rules, terms and conditions referred to in paragraph (a), the offer document must include an undertaking that during the period or periods during which the offeree may acquire the shares offered or subject to the option (the offer period), 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 offeree so requesting, provide the offeree without charge with a copy of those rules, terms and conditions;
 - (c) the offer document must specify in respect of the shares offered or subject to the option:
 - (i) the acquisition price in Australian dollars of the shares;
 - (ii) where the acquisition price of the shares is denominated in a foreign currency, the Australian dollar equivalent of the acquisition price as at the time of the offer; or
 - (iii) where the acquisition price of the shares is determinable at some future time by reference to a formula, the Australian dollar or Australian dollar equivalent of the acquisition price were that formula applied as at the date of the offer;
 - (d) the offer document must include an undertaking that, 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 offeree so requesting, make available to the offeree the following information:
 - (i) the current market price (or, where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of shares in the same class as the shares offered or subject to the option; and
 - (ii) where either paragraph (c)(ii) or (iii) applies, the information referred to in that paragraph as updated to that date; and
 - (e) the offer document must also state:
 - (i) the Australian ADI where contributions are held;
 - (ii) the length of time they may be held; and
 - (iii) the rate of interest payable (if any) on the contributions held in the account.
- 4 In the case of an offer of shares or options for issue, the number of shares the subject of the offer or to be received on exercise of an option when aggregated with:

02 / 1442

- (a) the number of shares in the same class which would be issued were each outstanding offer or option to acquire unissued shares, being an offer made or option acquired pursuant to an employee share scheme extended only to employees or directors of the issuer and of associated bodies corporate of the issuer, to be accepted or exercised (as the case may be); 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 employees or directors of the issuer and of associated bodies corporate of the issuer;

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 it stood prior to the commencement of Schedule 1 to the Corporate Law Economic Reform Program Act 1999; or
- (e) an offer that did not need disclosure to investors because of section 708 of the Act;

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

SCHEDULE D — CONDITIONS

- 1 The person making the offer (the offeror) must provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the offeree such as the identity or entitlement of the offeree) and of each accompanying document not later than 7 days after the provision of that material to the offeree.
- 2 The offeror must ensure that 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), complies with any undertaking required to be made in the offer document by reason of this instrument.
- 3 Neither the issuer nor any associated body corporate of it offers the offeree any loan or other financial assistance for the purpose of, or in connection with, the acquisition of the shares to which the offer relates.

SCHEDULE E — FURTHER PERSONS EXEMPTED

Any person who:

- (a) operates, or is involved in operating, a managed investment scheme by reason of operating an employee share scheme with a contribution plan; or
- (b) offers, issues or sells or is involved in offering, issuing or selling interests in a managed investment scheme arising by reason of an employee share scheme with a contribution plan.

SCHEDULE F — FURTHER CASES EXEMPTED

This exemption applies to an employee share scheme which involves the making of offers, issues or sales which meet the requirements in Schedule B.

Interpretation

For the purposes of this instrument:

- 1 A contribution plan is a plan under which a participating offeree may save money by regular deductions from wages or salary 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 offeree 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) any contributions made by an offeree as part of the contribution plan must be held by the issuer in trust for the offeree in an account of an Australian ADI which is established and kept by the issuer solely for

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the purpose of depositing contribution moneys and other money paid by employees for the shares on offer under the employee share scheme;

- (c) the offeree may elect to discontinue their participation in the contribution plan at any time. The election will be effective as soon as practicable after it is made, whereupon no further deductions from an offeree's wages or salary shall be made, and all money held in trust by the issuer for that offeree shall be used to purchase shares of the issuer on the last trading day of the then-current Stock Purchase Period (as defined in the employee share scheme), which trading day shall be no later than 3 months after the date of the election.

2 A body corporate is an associated body corporate of an issuer if:

- (a) the body corporate is a related body corporate of the issuer; or
 (b) the body corporate has voting power in the issuer of not less than 20%; or
 (c) the issuer has voting power in the body corporate of not less than 20%,

(applying the definition of "voting power" contained in section 610 of the Act).

3 The Australian dollar equivalent of a price shall be calculated by reference to the relevant exchange rate published by an Australian bank on the previous business day.

4 An offer under a scheme shall not be regarded as extended to a person other than an employee or director of the issuer or an associated body corporate of the issuer merely because such an employee or director may renounce an offer of shares made to them under the scheme in favour of their nominee.

5 An option shall be taken to have been offered or granted for nominal consideration if and only if the monetary consideration payable upon the issue of the option is not more than the lesser of:

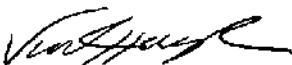
- (a) 1 cent per option; or
 (b) 1% of the exercise price in respect of the option.

6 Securities shall be taken to be quoted on an approved foreign market if and only if quoted on:

- (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 on which securities are quoted, securities shall only be taken to be quoted on that market if quoted on the main board of that market; and
- (ii) where any such market was known by another name during a past period of time, securities shall not be taken not to have been quoted on the market during that period merely because the market was then known by that other name; or
- (b) NASDAQ National Market.

7 The current market price of a share shall be taken as 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.

Dated the 10 day of April 2002



Signed by Vinh huynh
as a delegate of the Australian Securities and Investments Commission

03 / 0700

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 825(a)**

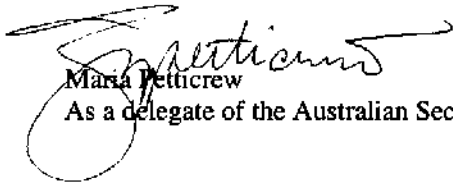
Order Revoking Licence

TO: McInnes Financial Planning Services Pty Ltd
ACN 053 768 424 ("the Licensee")
10 Fadaro Crescent
WARRANDYTE SOUTH VIC 3134

Under paragraph 825(a) of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 200743 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 7th day of August 2003.

Signed by:



Maria Petticrew
As a delegate of the Australian Securities and Investments Commission

03 / 07 01

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 825A**


Order Revoking Licence

TO: Fiduciary Trust International Australia Limited
ACN 087 687 778 ("the Licensee")
Level 46 Nauru House
80 Collins Street
MELBOURNE VIC 3000

Under paragraph 825A of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 189026 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 7th day of August 2003.

Signed by:


Maria Petticrew
As a delegate of the Australian Securities and Investments Commission

03/0702

**Australian Securities and Investments Commission
Corporations Act – Paragraphs 741(1)(a) and 1020F(1)(a) – Exemption and Revocation**

1. Under paragraph 741(1)(a) of the *Corporations Act 2001* ("the Act") the Australian Securities and Investments Commission ("ASIC") exempts Gresham Technology Management Limited (ACN 003 217 703) ("GTM") as the responsible entity of the Technology Investment Fund (ARSN 089 174 372) (the "Scheme") in the case referred to in Schedule A from subsection 723(1) of the Act.
2. Under paragraph 1020F(1)(a) of the Act ASIC exempts GTM in the case referred to in Schedule B from section 1012B of the Act.
3. Under paragraph 1020F(1)(a) of the Act ASIC exempts each regulated person in the case referred to in Schedule C from section 1012A of the Act.
4. Under paragraph 741(1)(a) of the Act ASIC revokes ASIC instrument number 02/0392 dated 7 March 2002.

SCHEDULE A

An offer of options over units in the Scheme to existing holders of units in the Scheme in proportion to their existing holdings, where the options are offered and issued for no consideration, and under a prospectus lodged with ASIC on or about 8 August 2003 ("Bonus Options").

SCHEDULE B

The issue of units in the Scheme upon the exercise, on or prior to 30 November 2004, of Bonus Options.

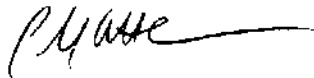
SCHEDULE C

The provision by a regulated person, on or before 30 November 2004, of a recommendation that another person should acquire a unit in the Scheme by exercising a Bonus Option.

Interpretation

In this instrument "regulated person" has the meaning set out in section 1011B of the Act.

Dated the 7th day of August 2003



Signed by Catherine L. M. Matterson
as a delegate of the Australian Securities and Investments Commission

03 / 07 03

**Australian Securities and Investments Commission
Corporations Act 2001
Paragraph 992B(1)(c) – Declaration**

Under paragraph 992B(1)(c) of the Corporations Act 2001 ("the Act") the Australian Securities and Investments Commission hereby declares that Part 7.8 of the Act applies in relation to the person specified in Schedule A, in the case specified in Schedule B, as if subsection 981B(1) of the Act were modified or varied as follows:

replacing the words "on the day it is received by the licensee, or the next business day" in the sentence that follows subparagraph (d) with "no later than 6 business days after the day it is received by the licensee".

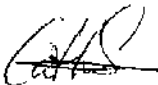
Schedule A

Bowen Insurance Brokers Pty Limited ACN 001 456 999 ("Bowen")

Schedule B

1. Bowen holds an Australian Financial Services Licence; and
2. For money that has been paid to Bowen and to which Subdivision A of Division 2 of Part 7.8 of the Act applies, other than money in an account held by Bowen for the purposes of s981B of the Act, Bowen:
 - (a) Stores the money in a safe that satisfies the minimum specifications set out under Australian Standard AS/NZS 3809:1998;
 - (b) Maintains a policy of fidelity insurance that covers Bowen against the risk of misappropriation of the money by third parties; and
 - (c) Maintains a specific ledger identifying the money as money held in trust.

Dated 8th day of August 2003



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

03 / 0705

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

1. The Australian Securities and Investments Commission grants this exemption under paragraph 911A(2)(l) of the *Corporations Act 2001* (the *Act*).
2. Subject to paragraph 3, a financial services licensee (*licensee*) is exempt from the requirement to hold an Australian financial services licence (*licence*) for the provision of a financial service in the ordinary course of their business that consists of either or both of the following:
 - (a) advising a person (*person 1*) in relation to an eligible non-cash payments facility that person 1 may use, or has used, to pay another person (*person 2*) for goods or services (including financial products or financial services);
 - (b) arranging for person 1 to deal in an eligible non-cash payments facility that person 1 may use to pay person 2 for goods or services (including financial products or financial services).
3. This exemption does not apply to a licensee:
 - (a) who is an issuer of a non-cash payments facility; or
 - (b) whose licence authorises the provision of a financial service referred to in paragraph 2.

Commencement

4. This instrument takes effect on gazettal.

Interpretation

5. In this instrument:

eligible non-cash payments facility means:

- (a) a non-cash payments facility issued by an Australian ADI; or
- (b) a non-cash payments facility that:
 - (i) is issued by a person in respect of whom there is in force an authority under section 23 of the *Payment Systems (Regulation) Act 1998* to be the holder of the stored value of a class of purchased payment facilities; and
 - (ii) is a purchased payment facility of that class; or
- (c) a non-cash payments facility that:

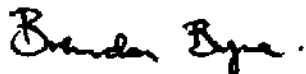
2

03/0705

- (i) is issued by a participant in a designated payment system within the meaning of section 7 of the *Payment Systems (Regulation) Act 1998*;
- (ii) relates to that system; and

non-cash payments facility means a facility through which, or through the acquisition of which, a person makes non-cash payments within the meaning of section 763D of the Act.

Dated this 13th day of August 2003



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

03 / 0706

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 825(c)**

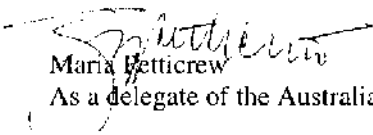
Order Revoking Licence

TO: Mortimer and Chua Pty Ltd ACN 090 738 757 ("the Licensee")
Level 2
90 King Street
PERTH WA 6000

Under paragraph 825(c) of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 193870 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 8th day of August 2003.

Signed by:


Maria Petticrew

As a delegate of the Australian Securities and Investments Commission

03 / 0707

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 825(a)**

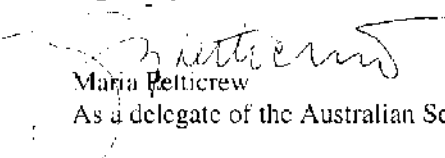
Order Revoking Licence

TO: Bechtel Pty Ltd (formerly Bechtel Limited) ACN 058 223 395 ("the Licensee")
First Floor
168 Stirling Highway
NEDLANDS WA 6009

Under paragraph 825(a) of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 55294 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 8th day of August 2003.

Signed by:


Maria Petticrew

As a delegate of the Australian Securities and Investments Commission

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

03 / 0708

Pursuant to paragraph 741(1)(a) of the Corporations Act 2001 ("Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the person referred to in Schedule A, in the case referred to in Schedule B, from subsection 711(6), section 722 and subsection 723(1) of the Act, on the conditions set out in Schedule C, for so long as those conditions are met.

Schedule A

Ronin Property Holdings Limited ACN 105 701 166 ("Issuer").

Schedule B

A prospectus, lodged with ASIC on or about the date of this instrument ("Prospectus") which, amongst other things, invites holders of interests in the AMP Office Trust ARSN 087 393 646 ("Unitholders") to attend a meeting to be held on or about 9 September 2003 ("Meeting") to consider proposals ("Proposals") that would (inter alia) bind all Unitholders to be issued legal and/or equitable interests in shares in the Issuer ("Securities").

Schedule C

1. No Securities will be issued on the basis of the Prospectus after the issue of the Securities approved at the Meeting, but in any event no Securities will be issued on the basis of the Prospectus later than 13 months after the date of the Prospectus.
2. The Prospectus sets out how the consideration for the Securities would be provided if the Unitholders approve the Proposals.
3. All notices of the Meeting sent to Unitholders are included in or accompanied by a copy of the Prospectus.

Dated this 8th day of August 2003.

Signed by:

.....
Jeremy C. Pearson, a delegate of ASIC.



ASIC 03/0709

Australian Securities & Investments Commission

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**IN THE MATTER OF DENNIS RALPH ANTHONY
AND PART 7.3 OF THE CORPORATIONS ACT 2001**

To: **DENNIS RALPH ANTHONY**
15/6 PARKSIDE AVENUE
WOLLONGONG NSW 2500

**BANNING ORDER PURSUANT TO SECTION 830 OF THE CORPORATIONS ACT
2001**

TAKE NOTICE that the Australian Securities and Investments Commission **HEREBY PROHIBITS DENNIS RALPH ANTHONY** for a period of 3 years from the date of service of this Banning Order from doing an act as a representative of a dealer or an investment adviser pursuant to sections 830 of the Corporations Act 2001.

Dated this 14th day of July 2003.

Signed: 

GALDI BARTOLOMEO

Delegate of the

Australian Securities and Investments Commission.



ASIC 03/0710

Australian Securities & Investments Commission

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**IN THE MATTER OF DOMINIC LUVARA
AND PART 7.3 OF THE CORPORATIONS ACT 2001**

**To: DOMINIC LUVARA
C/- TZOVARAS LEGAL
LEVEL 13, 139 MACQUARIE STREET
SYDNEY NSW 2000**

**BANNING ORDER PURSUANT TO SECTION 830 OF THE CORPORATIONS ACT
2001**

TAKE NOTICE that the Australian Securities and Investments Commission **HEREBY PROHIBITS DOMINIC LUVARA permanently** from the date of service of this Banning Order from doing an act as a representative of a dealer or an investment adviser pursuant to sections 830 of the Corporations Act 2001.

Dated this 23rd day of July 2003.

Signed... 

GAI DI BARTOLOMEO

Delegate of the

Australian Securities and Investments Commission.

03 / 07 11

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

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

- (i) makes an offer to issue or arrange for the issue of;
- (ii) issues,

options over fully-paid shares for no more than nominal consideration under an employee share scheme where:

- (iii) the scheme is extended only to eligible employees of the issuer; and
- (iv) the offer is not made through a trust;
- (v) the offer is not made through a contribution plan;
- (vi) at the time of the offer or issue, the shares the subject of the options are not in the same class as shares that have been quoted on the financial market operated by Australian Stock Exchange Limited or an approved foreign market throughout the 12 month period immediately preceding the offer without suspension for more than a total of 2 trading days during that period; and
- (vii) the offer has been made before 31 July 2003,

on the conditions set out in the Schedule and on the further condition that where the issuer lodges an offer information statement or a prospectus in relation to the shares the subject of the options, and a person who holds the options ("holder") may exercise them before the expiry date of that offer information statement or prospectus, as soon as practicable after lodging the offer information statement or prospectus the issuer sends to each holder either:

- (viii) a copy of that offer information statement or prospectus; or
- (ix) a statement which:
 - (A) meets the requirements of subsection 734(6); and
 - (B) informs the holder of the manner in which a copy of that

03 / 07 11

offer information statement or prospectus may be obtained free of charge,

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 options 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 or the further condition set out in paragraph (a) have not been met.

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 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

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

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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 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 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. “eligible employee” means, in relation to an issuer, a person who is at the time

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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;

8. "eligible offer" means an offer for issue of options for the issue or transfer of shares where each of the options is offered for no more than nominal consideration made under the Redfern Broadband Networks Inc. 2000 Plan and extended only to eligible employees of the issuer;
9. "issuer" means Redfern Broadband Networks Inc;
10. "nominal consideration" means consideration of not more than 1 cent per option;
11. "offer" has a meaning affected by sections 700, 702 and 1010C;
12. "offer document" means a document setting out an offer under an employee share scheme that:
 - (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 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) discloses the conditions, obligations and risks associated with any loan or financial assistance offered by the issuer or any associated body corporate of it for the purpose of acquiring financial products under the scheme; and
 - (d) in the case of an offer covered by the exemption — contains an undertaking that throughout the period during which options acquired may be exercised, the issuer will have available a current offer information statement or prospectus in relation to the shares the subject of those options, which complies with the requirements of the Act;
13. "old Corporations Act" has the meaning given by subsection 1410(1); and
14. Redfern Broadband Networks Inc. 2000 Plan means an employee share scheme extended to eligible employees of the issuer that is substantially in the form described in the document entitled Redfern Broadband Networks Inc. 2000 Stock Option Plan.

Dated this 7th day of August 2003



Signed by Therese Boumelhem
as a delegate of the Australian Securities and Investments Commission

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AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

CORPORATIONS ACT 2001 - PARAGRAPH 669(1)(B) - DECLARATION

Pursuant to paragraph 669(1)(b) of the Corporations Act 2001 ("Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6A of the Act applies to the person specified in Schedule A in the cases referred to in Schedule B as if:

1. Paragraph 661B(1)(a) was modified by deleting the words "in the prescribed form" and substituting the following words "(omitting the holder's name and address)";
2. Paragraph 661B(1)(c) was modified by omitting the words "the notice" and substituting the following words "a copy of the notice which includes the holder's name and address";
3. Paragraph 661B(1)(d) was modified by inserting the words "of the notice referred to in paragraph (a)" after the words "give a copy";
4. Subsection 661B(3) was modified by inserting the words "referred to in paragraph (1)(c)" after the words "the notice" where they first appear;
5. Subsection 661B(4) was modified by inserting the words "referred to in paragraph (1)(c)" after the words "the notice" where they first appear; and
6. Subsection 662A(1) was modified by inserting at the end of the subsection the following words: "This section does not apply where the bidder has given to all remaining holders of bid class securities a compulsory acquisition notice under section 661B(1)."

SCHEDULE A

The Austral Brick Co Pty Limited ACN 000 005 550 ("Bidder").

SCHEDULE B

The compulsory acquisition by the Bidder of ordinary shares in Bristle Limited ACN 056 541 096 where notices under subsection 661B(1) of the Act in the form of Annexure A to this instrument are prepared, lodged and given in accordance with section 661B of the Act following the takeover bid by the Bidder in respect of which a bidder's statement was lodged with ASIC on 4 March 2003.

Dated this 6th day of August 2003



Signed by Justin Sam
as a delegate of the Australian Securities and Investments Commission

ANNEXURE A

ASIC registered agent number		03 / 07 12
lodging party or agent name	Clayton Utz	
office, level, building name or PO Box no	Levels 22-35	
street number and name	No. 1 O'Connell Street	
suburb/city	Sydney state/territory NSW postcode 2000	
telephone	(02) 9353 4000	
facsimile	(02) 8220 6700	
DX number	370 suburb/city Sydney	ASS. <input type="checkbox"/> REQ-A <input type="checkbox"/> CASH. <input type="checkbox"/> REC-P <input type="checkbox"/> PROC. <input type="checkbox"/>

Australian Securities & Investments Commission

form **6021**

Notice of
compulsory acquisition
following takeover bid

Corporations Act 2001
661B(1)(a)

To [Name and address of holder of shares]

Ordinary shares ("shares") of Bristle Limited ACN 056 541 096 ("the Company")

1. Under an Off Market Bid offers were made by The Austral Brick Co Pty Limited ACN 000 005 550 ("the Bidder") in respect of the acquisition of shares in the Company. The offers will close on 8 August 2003 at 7:00pm (Sydney Time).

2. You are, or are entitled to be, registered as the holder of shares in respect of which an offer was made, but have not accepted the takeover offer.

3. The bidder hereby gives you notice under subsection 661B(1) of the Corporations Act 2001 ("the Act") that the bidder elects and has become entitled pursuant to subsections 661A(1) and (4) of the Act to compulsorily acquire all your shares and desires to acquire all your shares.

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to. This notice is lodged with ASIC on [insert date].

5. Under section 661E of the Act, you have the right to apply to the Court for an order that the shares not be compulsorily acquired. You must apply:
 (a) by [insert a date 1 month and 3 days from the date of dispatch of the notice]; or
 (b) if you ask for the statement referred to in paragraph 4 of this notice, within 14 days after being given that statement;
 whichever is the later.

6. The bidder is entitled and bound to acquire the shares on the terms that applied under the takeover bid immediately before the end of the offer period.

7. Unless on application made by you referred to in paragraph 5 of this notice, the Court otherwise orders, the bidder must comply with paragraph 6 of this notice.

Signature

print name

Capacity

sign here

date / /

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**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 825(c)**

Order Revoking Licence

TO: Dicksons Limited ACN 003 331 726 ("the Licensee")
Level 3
255 George Street
SYDNEY NSW 2000

Under paragraph 825(c) of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 11168 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 8th day of August 2003.

Signed by:


Maria Patricrew

As a delegate of the Australian Securities and Investments Commission

03 / 07 19

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

Under paragraph 741(1)(b) of the Corporations Act 2001 ("the Act") the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6D applies to the persons specified in Schedule A in the case specified in Schedule B on the conditions set out in Schedule C as if section 707 were modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:

- "(3) An offer of a body's securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:
- (a) without disclosure to investors under this Part; and
 - (b) with the purpose of the person to whom they were issued:
 - (i) selling or transferring them; or
 - (ii) granting, issuing or transferring interests in, or options or warrants over, them;
- and section 708 does not say otherwise.
- (4) Unless the contrary is proved, a body is taken to issue securities with the purpose referred to in paragraph 3(b) if any of the securities are subsequently sold, or offered for sale, within 12 months after their issue."

SCHEDULE A

Any person who makes an offer:

- (a) of ordinary shares of Hanson Building Materials Plc ("HBM") ("HBM Shares") for sale; or
- (b) of equitable interests in HBM Shares (described in the ASTC operating rules as CHESS Depository Interests) ("HBM CDI's") for sale.

SCHEDULE B

Offers of HBM Shares or HBM CDI's for sale within 12 months after HBM Shares are issued by HBM, as described in an Explanatory Statement issued by Hanson plc in August 2003 for a compromise or arrangement between Hanson Plc and its members under section 425 of the Companies Act 1985 (UK) ("UK Companies Act").

SCHEDULE C

1. The offer for sale referred to in Schedule B does not occur prior to quotation of HBM CDI's on the financial market operated by Australian Stock Exchange Limited ("ASX").

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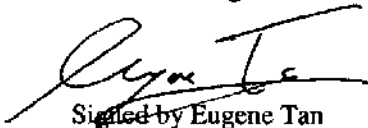
2. The following documents are provided to ASX for release to the market prior to the time that HBM CDI's are first quoted on the financial market operated by ASX:
- (a) Notice of Meeting and accompanying Explanatory Statement for a compromise or arrangement between Hanson Plc and its members under section 425 of the UK Companies Act; and
 - (b) HBM Listing Particulars prepared in accordance with the Listing Rules of the United Kingdom Listing Authority and the Financial Services and Markets Act 2000 (UK).

Interpretation

"ASTC" means ASX Settlement and Transfer Corporation Pty Limited;

In this instrument references to a person offering securities or products includes a reference to the person inviting applications for the securities or products.

Dated: 15 August 2003



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

03 / 07 20

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

Pursuant to paragraph 741(1)(b) of the Corporations Act 2001 ("the Act") the Australian Securities and Investments Commission ("ASIC") hereby revokes the declaration being instrument number 03/0719 and hereby declares that Chapter 6D applies to the persons specified in Schedule A in the case specified in Schedule B on the conditions set out in Schedule C as if section 707 were modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:

- "(3) An offer of a body's securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:
- (a) without disclosure to investors under this Part; and
 - (b) with the purpose of the person to whom they were issued:
 - (i) selling or transferring them; or
 - (ii) granting, issuing or transferring interests in, or options or warrants over, them;
- and section 708 does not say otherwise.
- (4) Unless the contrary is proved, a body is taken to issue securities with the purpose referred to in paragraph 3(b) if any of the securities are subsequently sold, or offered for sale, within 12 months after their issue."

SCHEDULE A

Any person who makes an offer:

- (a) of ordinary shares of Hanson Building Materials Plc ("**HBM**") ("**HBM Shares**") for sale; or
- (b) of equitable interests in HBM Shares (described in the ASTC operating rules as CHESS Depository Interests) ("**HBM CDI's**") for sale.

SCHEDULE B

Offers of HBM Shares or HBM CDI's for sale within 12 months after HBM Shares are issued by HBM, as described in an Explanatory Statement issued by Hanson plc in August 2003 for a compromise or arrangement between Hanson Plc and its members under section 425 of the Companies Act 1985 (UK) ("**UK Companies Act**").

SCHEDULE C

1. The offer for sale referred to in Schedule B does not occur prior to quotation of HBM CDI's on the financial market operated by Australian Stock Exchange Limited ("**ASX**").

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2. The following documents are provided to ASX for release to the market prior to the time that HBM CDI's are first quoted on the financial market operated by ASX:
- (a) Notice of Meeting and accompanying Explanatory Statement for a compromise or arrangement between Hanson Plc and its members under section 425 of the UK Companies Act; and
 - (b) HBM Listing Particulars prepared in accordance with the Listing Rules of the United Kingdom Listing Authority and the Financial Services and Markets Act 2000 (UK).

Interpretation

"ASTC" means ASX Settlement and Transfer Corporation Pty Limited;

In this instrument references to a person offering securities or products includes a reference to the person inviting applications for the securities or products.

Dated: 13 August 2003



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

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**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 825(a)**

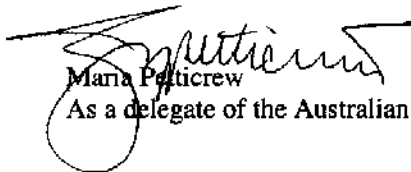
Order Revoking Licence

TO: Independent Investment Centre Pty Ltd ACN 055 027 015 ("the Licensee")
Level 2
49-51 Stead Street
SOUTH MELBOURNE VIC 3205

Under paragraph 825(a) of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 16259 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 12th day of August 2003.

Signed by:



Maria Peticrew

As a delegate of the Australian Securities and Investments Commission

03 / 07 24

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 825(a)**


Order Revoking Licence

TO: Challenger First Pacific Limited ACN 010 879 900 ("the Licensee")
Level 33
101 Collins Street
MELBOURNE VIC 3000

Under paragraph 825(a) of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 11019 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 12th day of August 2003.

Signed by:



Maria Petricrew
As a delegate of the Australian Securities and Investments Commission

03 / 0725

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 825(c)**

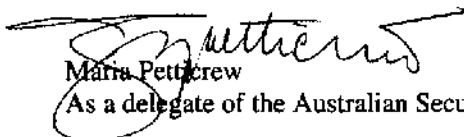
Order Revoking Licence

TO: Link Financial Planning Pty Ltd ACN 068 313 468 ("the Licensee")
427 Guinea St
ALBURY NSW 2640

Under paragraph 825(c) of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 88049 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 12th day of August 2003.

Signed by:



Maria Pettigrew

As a delegate of the Australian Securities and Investments Commission

03 / 07 26

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 824(d)**

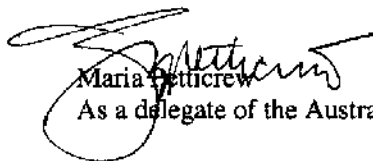
Order Revoking Licence

TO: Louise Marie Scarrone ("the Licensee")
54 Bentley Drive Nome
TOWNSVILLE QLD 4810

Under paragraph 824(d) of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 158214 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 11th day of August 2003.

Signed by:



Maria Pitticrew

As a delegate of the Australian Securities and Investments Commission

03 / 07 27**Australian Securities and Investments Commission
Corporations Act 2001 — Subsection 741(1) — Exemption**

Under subsection 741(1) of the Corporations Act 2001 (**Act**) the Australian Securities and Investments Commission (**ASIC**) hereby exempts the persons specified in Schedule A and any person acting on behalf of either of them from subsection 716(2) of the Act in the case and in relation to the statements specified in Schedule B on the conditions specified in Schedule C.

Schedule A

Australia and New Zealand Banking Group Limited ABN 11 005 357 522 (**ANZ**) and ANZ Holdings (New Zealand) Limited, a company incorporated in New Zealand (**ANZ(NZ)**).

Schedule B

A prospectus to be lodged on or about 14 August 2003 by ANZ and ANZ(NZ) for the offer of Securities which includes, or is accompanied by, the citation of one or more ratings which provide an opinion on either or both:

- (i) the ability of ANZ and ANZ(NZ) to meet their respective obligations in respect of the Securities; and
- (ii) the relative creditworthiness of ANZ and ANZ(NZ).

Schedule C

The prospectus must include:

- (a) the following information displayed prominently and adjacent to the citation on the ratings:
 - (1) the name of the rating agency;
 - (2) a statement that the rating was current as at the date of the prospectus;
 - (3) a brief description of the meaning of the rating;
 - (4) a statement that the rating is not a recommendation to buy, sell or hold the Securities; and
 - (5) a statement that the rating is subject to revision or withdrawal at any time;

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- (b) a statement that the person who issued the rating has not consented to the rating being included in the prospectus in the form and context in which it is included and that accordingly they are not liable for the statement under section 729 of the Act; and
- (c) all other material ratings of a kind referred to in Schedule B that are known to ANZ and ANZ(NZ) (whether ANZ and ANZ(NZ) comply with the requirements in paragraph (a) of Schedule C in relation to the citation of any other rating in the prospectus).

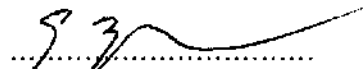
Interpretation

In this instrument:

"Security" means one preference share in ANZ issued pursuant to its constitution and the terms of issue of the preference share together with one senior note constituted under a trust deed and issued by ANZ(NZ) which can only be transferred or dealt with together.

Dated this 12th day of August 2003.

Signed by:



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

03 / 07 28**Australian Securities and Investments Commission
Corporations Act 2001 — Subsection 741(1) — Declaration**

Under subsection 741(1) of the Corporations Act 2001 (**Act**) the Australian Securities and Investments Commission (**ASIC**) hereby declares that Chapter 6D of the Act applies to all persons in relation to an offer made in or accompanied by the disclosure document specified in the Schedule A (**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 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 version of the Prospectus distributed to investors with an application form (**Investor Version**) includes the actual initial interest rate and dividend rate margin, market rate and dividend and interest rate for the Securities offered under the Prospectus.

Schedule A

A prospectus to be lodged on or about 14 August 2003 by Australia and New Zealand Banking Group Limited ABN 11 005 357 522 (**ANZ**) and ANZ Holdings (New Zealand) Limited (**ANZ(NZ)**), a company incorporated in New Zealand, offering Securities for issue or transfer.

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;
- (c) an application form is only attached to, or accompanied by, the Investor Version;
- (d) the Prospectus contains a description of this declaration; and
- (e) any application form accompanying the Investor Version discloses the difference between the Lodged Version and the Investor Version.

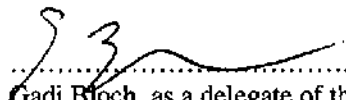
Interpretation

03 / 07 28

In this instrument:

"Security" means one preference share in ANZ issued pursuant to its constitution and the terms of issue of the preference share together with one senior note constituted under a trust deed and issued by ANZ(NZ) which can only be transferred or dealt with together.

Dated this 12th day of August 2003.

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

03 / 07 29**Australian Securities and Investments Commission
Corporations Act 2001 — Subsection 741(1) — Declaration**

Under subsection 741(1) of the Corporations Act 2001 (Act) the Australian Securities and Investments Commission (ASIC) hereby declares that Chapter 6D of the Act applies:

- (a) in relation to the persons specified in Schedule A and any person acting on behalf of either of them in the case specified in Schedule C as if section 728 and Items 1 and 2 of the table in subsection 729(1) were omitted; and
- (b) in relation to the persons specified in Schedule B and any person acting on behalf of either of them in the case specified in Schedule C as if the following section were inserted immediately after section 703A:

"703B For the purposes of this Chapter, where an offer for both the issue and sale of securities is made under a disclosure document, any person who offers the securities for issue is taken to have also offered the securities for sale."

Schedule A

UBS New Zealand Limited (AK 302856) and Deutsche New Zealand Limited, a company incorporated in New Zealand (together, **the Initial Holders**).

Schedule B

Australia and New Zealand Banking Group Ltd ABN 11 005 357 522 (ANZ) and ANZ Holdings (New Zealand) Limited (ANZ(NZ)), a company incorporated in New Zealand.

Schedule C

An offer for the issue or sale of Securities pursuant to a disclosure document lodged by ANZ and ANZ(NZ) with ASIC on or about 14 August 2003, where neither of the Initial Holders are an underwriter to the issue or sale.

Interpretation

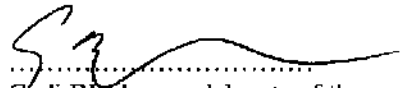
03 / 07 29

In this instrument:

"Security" means one preference share in ANZ issued pursuant to its constitution and the terms of issue of the preference share together with one senior note constituted under a trust deed and issued by ANZ(NZ) which can only be transferred or dealt with together.

Dated this 12th day of August 2003.

Signed by:



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

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

For the avoidance of doubt, under subsection 741(1) the Australian Securities and Investments Commission ("ASIC") declares that Chapter 6D applies to each person in the class of persons specified in Schedule A where the matters specified in Schedule B are satisfied as if section 707 were modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:

- “(3) An offer of a body's securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:
- (a) without disclosure to investors under this Part; and
 - (b) with the purpose of the person to whom they were issued:
 - (i) selling or transferring them; or
 - (ii) granting, issuing or transferring interests in, or options or warrants over, them;
- and section 708 does not say otherwise.
- (4) Unless the contrary is proved, a body is taken to issue securities with the purpose referred to in paragraph 3(b) if any of the securities are subsequently sold, or offered for sale, within 12 months after their issue.”

Schedule A

Any person who makes an offer for sale of ordinary shares in APN News and Media Limited ACN 008 637 643 ("Issuer") which are issued within 30 days of the date of this instrument ("Shares").

Schedule B

- (1) The Shares are in a class of securities that were:
 - (a) quoted ED securities of the Issuer listed on the financial market operated by ASX at all times in the 12 months before the date of issue; and
 - (b) quoted on that market during that period without being suspended from trading for more than a total of 5 trading days; and
- (2) there is a completed contract for the issue of the Shares; and

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- (3) at the time of issue of the Shares, no determination under subsection 713(6) is in force with respect to the Issuer; and
- (4) at or about, and in any event by no later than 2 business days after, the time of issue, the Issuer notifies ASX that:
 - (a) all information of the kind that would be required to be disclosed under subsection 713(5) if a prospectus were to be issued in reliance on section 713 in relation to an offer of the Shares has been disclosed to ASX; or
 - (b) there is no information of that kind to be disclosed; and
- (5) the offer for sale does not occur until after the notification referred to in paragraph (4) has occurred.

Interpretation

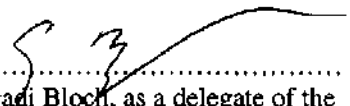
In this instrument:

1. "ASX" means Australian Stock Exchange Limited;
2. "completed contract" means a contract where consideration for the issue of the securities or products has been fully paid;
3. "trading day" of a financial market means a day on which the market is open for trading in financial products;
4. references to a person offering securities or products includes a reference to the person inviting applications for the securities or products; and
5. except where otherwise stated, references to provisions are references to provisions of the Act.

For the purposes of this instrument, the Shares are not taken to be in a different class of securities from other ordinary shares in the Issuer, merely because the Shares do not carry an entitlement to receive an interim dividend declared by the Issuer within 30 days of the date of this instrument.

Dated this 11th day of August 2003.

Signed by:


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

03 / 0731

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 825A**

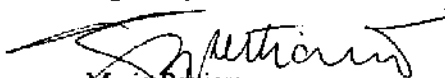
Order Revoking Licence

TO: A.C.N. 003 135 475 Limited (formerly Lifetrack Management Limited)
ACN 003 135 475 ("the Licensee")
Level 13 O'Connell House
15 Bent Street
SYDNEY NSW 2000

Under paragraph 825A of the *Corporations Act 2001* (as continued in force by subsection 1432(1) of that Act), the Australian Securities and Investments Commission revokes Licence Number 11461 held by the Licensee with effect from when this order is served on the Licensee.

Dated this 13th day of August 2003.

Signed by:



Maria Peticrew

As a delegate of the Australian Securities and Investments Commission

03 / 0732**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION
CORPORATIONS ACT 2001
SUBSECTION 283GB(1)
APPROVAL**

PURSUANT to paragraph 283GB(1)(c) of the Corporations Act 2001 ("the Act") the Australian Securities and Investments Commission ("ASIC") HEREBY GRANTS APPROVAL to Professional Funds Management Pty Ltd ACN 064 139 877 ("the Trustee") to act as trustee for the holders ("Noteholders") of convertible notes ("Notes") issued or proposed to be issued by Skywest Limited ACN 098 904 262 ("the Issuer") pursuant to the convertible note trust deed dated 1 August 2003 made between the Issuer, the Trustee and Hayes Knight GTO Pty Ltd ACN 009 101 286 ("the Guarantor") ("the Deed").

This approval is granted on condition that the Trustee complies with the following conditions.

- 1 The Trustee must notify ASIC where it or any of the Trustee's employees or agents who are to exercise powers or perform functions under the Deed on behalf of the Trustee or any of its directors or secretaries or executive officers ("Officers") have (whether before or after the granting of this approval):
 - (i) been found by a court to have committed an offence that may be punishable (in the case of a natural person) by a fine of more than \$1000 or any term of imprisonment (other than an offence the subject of a spent conviction as defined in the Crimes Act 1914); or
 - (ii) to the knowledge of the Trustee engaged in serious misconduct that may reasonably be seen as giving rise to doubts as to their good character and honesty; or
 - (iii) been disqualified from acting as a director of a company or been disqualified, banned or suspended for more than six months from holding a licence under the Act or membership of any professional association.

This condition does not apply in relation to matters the Trustee has previously disclosed to ASIC in its application for approval as a trustee, or for the purposes of a condition of approval under paragraph 283AC(1)(f) of the Act. The notification to ASIC must set out the details of the offence, misconduct or disqualification.

- 2 The Trustee must notify ASIC of any change resulting in the Trustee being required to perform functions not normally required of a trustee in relation to a note trust deed and notes of this kind. The Trustee must include details of the change and the new functions.
- 3 The Trustee must notify ASIC of all changes to the engagement of any of its Officers (including changes in the workplace of staff, their function and staff terminations) that may materially adversely affect the Trustee's ability to exercise its powers or to perform its functions under the Deed ("Functions"). In particular the Trustee must notify ASIC of any reduction in its staff levels

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in the location of the principal place of business of the Issuer that may materially adversely affect its capacity to perform its Functions.

- 4 The Trustee must notify ASIC if it appears likely that its net asset position (based on assets and liabilities as would be reported in general purpose financial reports) has fallen more than 5% from that most recently reported to ASIC in connection with its approval as trustee or for the purposes of a condition of approval under paragraph 283AC(1)(f) of the Act.
- 5 The Trustee must notify ASIC if it becomes aware of a contingent liability that:
 - (i) would be required to be disclosed in the Trustee's statutory accounts prepared as general purpose financial accounts if it was a company; and
 - (ii) if it was an actual liability would require the Trustee to notify ASIC under condition 4 of this approval.
- 6 The Trustee must notify ASIC where the Trustee has reason to believe that the Trustee is not a going concern.
- 7 The Trustee must notify ASIC of any breach of the Deed, the Act as it applies in relation to the Deed, or any of these conditions that:
 - (i) may reasonably be considered materially prejudicial to any Noteholders under the Deed; or
 - (ii) otherwise, continues for 30 days from the date of the breach.

The Trustee must provide details of the breach and action it has taken or proposes to take to remedy the breach.

- 8 The Trustee must notify ASIC if it has reason to suspect that any of the following circumstances apply, or apply to a greater extent, except as previously disclosed to ASIC and must make reasonable enquiries from time to time to ascertain if these circumstances have occurred:
 - (i) subject to section 283AD of the Act, if any of the matters set out in subsection 283AE(2) of the Act occur whether by leave of the Court or not;
 - (ii) the Trustee or any of its Officers is an officer, executive officer or employee of the Issuer or any holding company of the Issuer;
 - (iii) the Trustee, any holding company of the Trustee or any Officer of the Trustee beneficially holds any shares in the Issuer or any holding company of the Issuer;
 - (iv) the Issuer, any holding company of the Issuer or any agent or employee of the Issuer who performs Functions of the Issuer or any director, executive officer or secretary of the Issuer beneficially holds any voting shares of the Trustee or any holding company of the Trustee;

- (v) the Trustee is a related body corporate of the Issuer;
 - (vi) the Trustee or any Officer of the Trustee beneficially owes money to, or is beneficially owed money by, the Issuer or any holding company of the Issuer except moneys owed under a banking facility extended in the normal course of banking business; or
 - (vii) there is any commercial or other relationship, other than as set out in paragraphs (i) to (vi) above, between the Trustee, any body corporate related to the Trustee, or any Officer of the Trustee on the one part and the Issuer, any body corporate related to the Issuer, or any agent or employee of the Issuer who performs functions of the Issuer or any director, executive officer or secretary of the Issuer on the other part that is likely to cause a conflict between the duties of the Trustee and the other duties or interests of the Trustee or any of its Officers.
- 9 The Trustee must maintain management systems and internal controls that give reasonable assurance that the Trustee will perform its Functions as Trustee under the Deed, the conditions of this approval and the Act ("Compliance System").
 - 10 The Trustee must ensure an executive director signs a report after the end of each of its financial years reporting on the adequacy of the Trustee's Compliance System and including any information ASIC directs from time to time ("Compliance Report"). The Compliance Report must be tabled at a meeting of the Trustee's board of directors within two months after the end of each financial year and a resolution must be passed as to whether the directors consider the Compliance System is adequate.
 - 11 The Trustee must ensure that its auditor states substantially in such form as ASIC requires whether there is any matter or thing that has come to the auditor's attention to cause the auditor to disagree with the information contained in the Compliance Report or the resolution passed by the board of directors. The auditor is not required to do any testing or seek any information to assist in determining if there is reason to disagree apart from that required on a statutory audit of a company other than to read the Compliance Report and relevant ASIC policy on approval of trustees. The Trustee must lodge with ASIC the auditor's statement on the Compliance Report within four months of the end of its financial year together with a copy of the Compliance Report.
 - 12 The Trustee must lodge a copy of the resolution of the board referred to in condition 10 above certified as true by the secretary if the resolution is other than that the Compliance System is adequate or if ASIC so requests.
 - 13 The Trustee must lodge a copy of its accounts prepared as general purpose financial accounts and complying with the Act, together with a report by a registered company auditor as would be required if it was a public company by Division 3 of Part 2M.3 of the Act and within the period in which it would be required to lodge the copy of the accounts if it was a public company.

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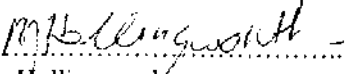
- 14 The Trustee must maintain professional indemnity insurance satisfactory to ASIC in all respects, including that the sum insured for any one claim is not less than the value (including any interest payable) of the Notes on issue from time to time.
- 15 The Trustee must notify ASIC of any material amendment to the terms of its professional indemnity insurance and of any claims made. A material amendment includes an amendment which reduces the level of the Trustee's insurance cover.
- 16 The Trustee must notify ASIC of any change in its corporate status.
- 17 The Trustee must notify ASIC of any material amendment to the terms of any agreement with any person that the Trustee has advised ASIC it relies upon to demonstrate it has the resources required for this approval by ASIC. An amendment will be taken to be material if it reduces the ability of the Trustee to access that resource from a source other than the Issuer throughout the duration of the Deed.
- 18 The Trustee must maintain a drawdown facility (which term includes a bank guarantee, performance bond or line of credit) ("Facility") for at least \$250,000 satisfactory to ASIC in all respects.
- 19 The Trustee must notify ASIC of the following:
 - (i) Any drawing on the Facility.
 - (ii) Any material amendment to the terms of the Facility. A material amendment includes an amendment which reduces the amount able to be drawn on the Facility by the Trustee.
 - (iii) The Trustee not maintaining the Facility for any reason.
20. The Trustee must ensure that the guarantee contained in the Deed continues to meet the following requirements:
 - (i) the guarantee is an enforceable and unqualified guarantee to the Noteholders of the performance by the Trustee of its duties as trustee for the purposes of the Deed;
 - (ii) except as disclosed to ASIC, there is no principle of law or circumstance that may arise (other than by the normal operation of law in the event of insolvency of the Guarantor) that may adversely affect a Noteholder's right to recover from the Guarantor any losses the Noteholder may suffer caused by a failure of the Trustee to perform its obligations as trustee that would be recoverable from the Trustee if the Trustee was solvent; and
 - (iii) the guarantee is irrevocable and remains operative in any circumstance including the Trustee ceasing to be trustee or its approval being revoked.
- 21 The Trustee must ensure that the Guarantor will comply with conditions 4 to 8 inclusive, as if the references to the Trustee therein are references to the Guarantor.

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- 22 The Trustee must make all notifications required by these conditions promptly and in writing and in any event within seven days of the occurrence of the event or circumstance giving rise to the obligation to notify. All notifications and lodgements must be addressed to the signatory of this approval or such other person as nominated in writing by ASIC from time to time.

Dated this 14th August 2003.

Signed  -
Romanic Hollingworth
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.

AUSTRALIAN RETIREMENT GROUP LIMITED ACN 097 623 704 will change to a proprietary company limited by shares. The new name will be **AUSTRALIAN RETIREMENT GROUP PTY LTD** ACN 097 623 704.

DC CORPORATION AUSTRALIA PTY LTD ACN 094 797 618 will change to a public company limited by shares. The new name will be **DC CORPORATION AUSTRALIA LTD** ACN 094 797 618.

RWM ASSET MANAGEMENT LIMITED
ACN 003 810 188 will change to a proprietary company limited by shares. The new name will be **RWM ASSET MANAGEMENT PTY LIMITED** ACN 003 810 188.

4C PROJECTS LTD. ACN 079 004 658 will change to a proprietary company limited by shares. The new name will be **4C PROJECTS PTY LTD** ACN 079 004 658.

CPPA PTY LTD ACN 104 561 560 will change to a public company limited by shares. The new name will be **CPPA LIMITED** ACN 104 561 560.

PAYNOW PTY LTD ACN 083 409 330 will change to a public company limited by shares. The new name will be **PAYNOW LIMITED** ACN 083 409 330.

WENTWORTH ASSOCIATES LIMITED
ACN 071 292 610 will change to a proprietary company limited by shares. The new name will be **WENTWORTH ASSOCIATES PTY LIMITED** ACN 071 292 610.