



Commonwealth of Australia



ASIC

Australian Securities &
Investments Commission

Commonwealth of Australia Gazette

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Contents

Notices under the Corporations Act 2001

03/1174	03/1175	03/1176	03/1177	04/0967	04/0968	04/0969
04/0970	04/0981	04/0982	04/0983	04/0986	04/0987	04/0988
04/0989	04/0990	04/0991	04/0996	04/0997	04/0998	04/0999
04/1000	04/1001	04/1002	04/1003			

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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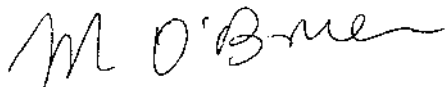
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Australian Securities and Investment Commission
Corporations Act 2001 – Paragraph 601QA(1)(b) -
Corporations Law - Subsections 1069(3), 1084(6) and 1454(2) – Variation

03 / 1174

Pursuant to paragraph 601QA(1)(b) of the Corporations Act 2001 and subsections 1069(3), 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 [00/1436] dated 27 June 2000 by deleting "30 June 2003" (twice occurring) 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

Australian Securities and Investment Commission
Corporations Act 2001 – Paragraph 601QA(1)(b) -
Corporations Law - Subsections 1069(3), 1084(6) and 1454(2) – Variation

03 / 1175

Pursuant to paragraph 601QA(1)(b) of the Corporations Act 2001 and subsections 1069(3), 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 [00/1437] dated 27 June 2000 by deleting "30 June 2003" (twice occurring) and substituting "1 July 2010".

Dated this 24th day of June 2003



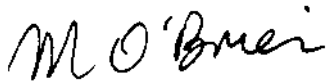
Signed by Marce O'Brien
as a delegate of the Australian Securities and Investment Commission

Australian Securities and Investment Commission
Corporations Act 2001 – Paragraph 601QA(1)(b) -
Corporations Law - Subsections 1069(3), 1084(6) and 1454(2) – Variation

03 / 1176

Pursuant to paragraph 601QA(1)(b) of the Corporations Act 2001 and subsections 1069(3), 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 [00/1439] dated 27 June 2000 by deleting "30 June 2003" (twice occurring) 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

Australian Securities and Investment Commission
Corporations Act 2001 – Paragraph 601QA(1)(b) -
Corporations Law – Subsections 1069(3), 1084(6) and 1454(2) – Variation

03 / 1177

Pursuant to paragraph 601QA(1)(b) of the Corporations Act 2001 and subsections 1069(3), 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 [00/1457] dated 27 June 2000 by deleting "30 June 2003" (twice occurring) and substituting "1 July 2010".

Dated this 24th day of June 2003



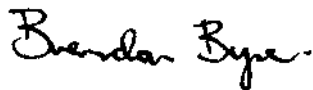
Signed by Maree O'Brien
as a delegate of the Australian Securities and Investment Commission

**Australian Securities and Investments Commission
Corporations Act 2001 — Subsection 341(1) — Order**

04 / 0967

Under subsection 341(1) of the *Corporations Act 2001* the Australian Securities and Investments Commission relieves each registered scheme that is a disclosing entity from subsections 296(1) and 304 of that Act insofar as accounting standard AASB 1046 "Director and Executive Disclosures by Disclosing Entities" requires a financial report of the scheme for a financial year or half-year ending on a day between 30 June 2004 to 29 September 2004 (both inclusive) to disclose amounts relating to the remuneration of a director or executive of the scheme's responsible entity.

Dated this 6th day of August 2004



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

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

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First Exemption: disclosure relief for offers of shares and options

1. Under paragraphs 741(1)(a) and 1020F(1)(a) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("ASIC") exempts:
 - (a) a person from Parts 6D.2, 6D.3 (except section 736) and 7.9 where the person:
 - (i) makes an eligible offer;
 - (ii) offers to arrange for the issue of financial products under an eligible offer;
 - (iii) issues a financial product under an eligible offer,

that does not involve a contribution plan, 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 that does not involve a contribution plan, 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.

Second Exemption: licensing and hawking relief

2. Under paragraph 911A(2)(l) ASIC exempts a person who is exempt from Part 6D.2 or Part 7.9 because of the First Exemption (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.
3. Under paragraph 911A(2)(l) ASIC exempts:
 - (a) an issuer who is exempt from Part 6D.2 or Part 7.9 because of the First Exemption; and
 - (b) any associate of the issuer,

from the requirement to hold an Australian financial services licence for the provision of dealing in a financial product in connection with an eligible offer covered by the First 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 financial products or a dealers licence

2

04 / 09 68

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 financial products in the relevant place.
4. 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 First Exemption 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. in the case where the employee share schemes may involve the issue of shares (including as a result of the exercise of an option) - 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 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 schemes 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:

 - (c) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or

3

04 / 09 68

- (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; and
4. The issuer must keep at the registered office of an associated body corporate of the issuer in this jurisdiction and make available to ASIC, upon request, a register of those Participants who received an eligible offer in this jurisdiction and enter in the register:
- (a) the name and address of each Participant;
 - (b) the extent of the holding of each Participant;
 - (c) the date at which the name of each Participant was entered in the register; and
 - (d) the date at which any Participant's participation ceased.
5. Except as may be required by the laws of the United Kingdom, Switzerland, and South Africa, the issuer must not modify or vary the Rules in any material respect which would adversely affect the rights and interests of Participants in the Scheme(s) who received an offer in this jurisdiction unless ASIC notifies the issuer or any person acting for or on behalf of the issuer in writing that it does not object to the modification or variation.
6. The issuer must take all reasonable steps to ensure that the provisions of the Rules are complied with.
7. The issuer must take all reasonable steps to ensure that the Schemes at all times complies with the law of the United Kingdom.

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;

4

04 / 09 68

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) London Stock Exchange, Swiss 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;

5

04 / 09 68

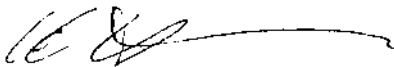
7. "current market price" means in relation to a share, the price published by the operator of the principal financial market on which the share is quoted as the final price for the previous day on which the share was traded on that financial market;
8. "eligible employee" means, in relation to an issuer, 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 for issue or sale of:
- (a) fully-paid shares in an 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; or
 - (b) options for the issue or transfer of shares referred to in paragraph (a) where each of the options is offered for no more than nominal consideration; or
 - (c) rights for the issue or transfer of shares referred to in paragraph (a) where each of the rights is offered for no more than nominal consideration;
 - (d) rights to receive a cash payment equal to the net dividends in respect of shares referred to in paragraph (a) where each of the rights is offered for no more than nominal consideration; or
 - (e) rights to receive a cash payment in lieu of shares specified in paragraph (a) where each of the rights is offered for no more than nominal consideration,
- made under an employee share scheme extended only to eligible employees of the issuer;
10. "financial product advice" has the meaning given by section 766B;
11. "general advice" has the meaning given by section 766B;
12. "issuer" means Anglo American Plc, registered as a company in England and Wales;
13. "nominal consideration" means consideration of not more than 1 cent per option;
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:
- (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

6

04 / 09 68

- (c) specifies in respect of the shares or shares subject to the options or rights:
- (i) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the offer; or
 - (ii) 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 Australian dollar equivalent of the current market price;
 - (ii) where subparagraph (c)(i) or (ii) applies, the information referred to in that paragraph as updated to that date.
16. "old Corporations Act" has the meaning given by subsection 1410(1);
17. "Participant" means an eligible employee, who resides in Australia, to which an eligible offer is made and who accepts an eligible offer under the Schemes;
18. "Rules" means the rules of the Schemes included with or accompanying the offer document; and
19. "Schemes" means the Anglo American Plc Bonus Share Plan and the Anglo American Long Term Incentive Plan.

Dated this 6th day of August 2004



Signed by Kristin Holmes
as a delegate of the Australian Securities and Investments Commission

04 / 09 69

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

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

SCHEDULE A

Deutsche Asset Management Limited ABN 11 076 098 596 in its capacity as responsible entity of the registered schemes specified in Schedule B.

SCHEDULE B

The registered schemes are:

Trust	ARSN	Unitholder/s
Deutsche RREEF US Securities Fund	106 321 466	DB RREEF Funds Management Limited in its own right.
Deutsche RREEF US Core Fund	106 321 564	DB RREEF Funds Management Limited in its own right.
Foundation Macquarie Park Trust	093 067 139	As to 50% DeAM as trustee of the Deutsche Industrial Trust and as to the other 50% Permanent Nominees (Aust) Ltd as trustee of the FMPT2 Trust all of the units of which are owned by Permanent Trustee Australia Limited as trustee of FMPT1 Trust all of the units in which are owned by DeAM as responsible entity of the Deutsche Industrial Trust

SCHEDULE C

The proposed retirement of the responsible entity of the registered schemes and its replacement by DB RREEF Funds Management Limited ACN 060 920 783 as the new responsible entity of the registered schemes with its written consent, not later than 15 September 2004.

SCHEDULE D

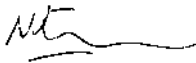
At the time of the proposed change of the responsible entity, the only holders of interests in each registered scheme ("**Holders**") are those specified in Schedule B and the Holders give written consent to:

- a) not call a member's meeting; and

0 4 / 0 9 6 9

- b) the retirement of the current responsible entity and the appointment of DB RREEF Funds Management Limited ACN 060 920 783.

Dated this 4th day of August 2004



Signed by Nita Alexander
as a delegate of the Australian Securities and Investments Commission

04 / 09 70

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

Pursuant to paragraph 601QA(1)(b) of the *Corporations Act 2001* (the “Act”) the Australian Securities and Investments Commission (“ASIC”) hereby declares that Chapter 5C applies to the person mentioned in Schedule A in relation to each of the registered schemes specified in Schedule B in the case set out in Schedule C as if section 601FL of the Act were modified or varied as follows:

1. delete from subsection (1) all the text after the word “it” and substitute the following text:

“must either:

- (a) call a members’ meeting to explain its reason for wanting to retire and to enable the members to vote on a resolution (which must be an extraordinary resolution if the scheme is not listed) to choose a company to be the new responsible entity; or
- (b) propose a related body corporate to be the new responsible entity in accordance with subsection (1A).”;

2. insert after subsection (1) the following subsection:

“(1A) The requirements for proposing a related body corporate to be the new responsible entity are as follows:

- (a) The responsible entity must give members notice of a proposal to choose a company (the **proposed responsible entity**), which is a wholly owned subsidiary of the responsible entity’s holding company, to be the scheme’s new responsible entity.
- (b) The notice to members must:
 - (i) set out:
 - (A) the responsible entity’s reasons for wanting to retire; and
 - (B) such information as can reasonably be expected to be material to a member in forming a view as to the choice of the proposed responsible entity; and
 - (ii) state prominently that if:
 - (A) members who together hold at least 5% of the total value of the interests held by members; or
 - (B) 100 members,

2

04 / 09 70

- who would be entitled to vote if the proposal were put as a proposed resolution to a meeting of members under paragraph (1)(a), ask for a vote on the choice of the proposed responsible entity by giving written notice received by the responsible entity within 21 days from the date the notice is sent, the responsible entity will either arrange a postal vote or convene a meeting to vote on a resolution for the choice of the proposed responsible entity; and
- (iii) be accompanied by a form which can be ticked to ask for a vote; and
 - (iv) state prominently a reply paid address of the responsible entity to which the form may be sent.
- (c) If sufficient members ask for a vote in accordance with the notice, the responsible entity must arrange for a postal vote or, if the responsible entity chooses, convene a meeting in accordance with Part 2G.4 to vote on the choice of the proposed responsible entity as soon as possible.
- (d) If there is a postal vote:
- (i) a voting paper must be sent to each member stating a reply paid address of the responsible entity to which the voting paper may be sent;
 - (ii) the responsible entity must notify the members in, or in a document accompanying, the voting paper that:
 - (A) the proposed responsible entity will be chosen as the new responsible entity if at least 50% of the total votes that may be cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the choice; and
 - (B) only votes received by the responsible entity within 28 days after the issue of the voting paper will be counted.
- (e) If a meeting is convened the resolution to choose the new responsible entity must be an extraordinary resolution if the scheme is not listed."; and

3

04 / 0970

3. insert after subsection (2), the following subsections:

“(2A) If a postal vote is arranged under paragraph (1A)(c) and at least 50% of the total votes that may be cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the proposed responsible entity, that entity is taken for the purposes of subsection (2) to have been chosen by a resolution of members on the last day on which postal votes may be received in order to be counted.

(2B) If:

- (a) a related body corporate is proposed to be the new responsible entity in accordance with subsection (1A); and
- (b) sufficient members do not ask for a vote to choose the entity in accordance with the notice referred to in paragraph (1A)(b); and
- (c) the entity has consented in writing to becoming the scheme’s responsible entity,

then:

- (d) as soon as practicable and in any event within 2 business days after the end of the period in which a member may ask for such a vote, the current responsible entity must lodge a notice with ASIC asking it to alter the record of the scheme’s registration to name the proposed responsible entity as the scheme’s responsible entity; and
- (e) the notice must be accompanied by a certificate from the current responsible entity that it reasonably considers that the appointment of the proposed responsible entity would be in the best interests of members with a summary of the responsible entity’s reasons as to why this is the case; and
- (f) unless ASIC reasonably believes that the appointment of the proposed responsible entity would not be in the best interests of members, ASIC must comply with the notice as soon as practicable after the notice and summary are lodged.”.

Schedule A

Deutsche Asset Management (Australia) Limited ABN 11 076 098 596, the responsible entity of the registered schemes specified in Schedule B (the “Schemes”)

Schedule B

The registered schemes are:

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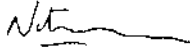
04 / 0970

Trust	ARSN
Gordon Property Investment Trust	092 631 297
Northgate Property Investment Trust	092 632 329
Abbotsford Property Investment Trust	092 632 721
Gordon Property Trust	092 632 052
Northgate Property Trust	092 632 481
Abbotsford Property Trust	092 632 883

Schedule C

The proposed retirement of the responsible entity of the registered schemes and its proposed replacement by DB RREEF Funds Management Limited ACN 060 920 783, with its consent not later than 15 September 2004.

Dated this 4th day of August 2004



Signed by Nita Alexander
as delegate of the Australian Securities and Investments Commission

04 / 0981

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

Pursuant to paragraph 601QA(1)(b) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("ASIC") varies ASIC Instrument 02/0772 (the "Instrument") by adding the following subsection after subsection 601GA(1A) as notionally inserted in to the Act by the Instrument:

"601GA(1B) Where an offer of stapled securities is made pursuant to a prospectus and product disclosure statement lodged with ASIC on or about 9 August 2004:

- (a) For the purposes of sub-paragraph 601GA(1)(a)(iii)(A), a person is taken to be a member of the scheme if the person has accepted an offer of interests made under sub-paragraph 601GA(1)(a)(v) and those interests are to be issued to the person on or about 27 August 2004, even if the member does not otherwise hold any interests in the scheme on the date the offer is made; and
- (b) For the purposes of sub-paragraph 601GA(1)(a)(iii)(E), the value of a member's interest is taken to include all interests held by the member on the date of the offer, plus interests offered to the member under sub-paragraph 601GA(1)(a)(v), and accepted by the member, which are to be issued to the member on or about 27 August 2004."

Dated this 6th day of August 2004



Signed by Philippa Bell
as a delegate of the Australian Securities and Investments Commission

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

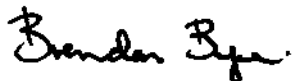
04 / 0982

Under paragraph 911A(2)(l) of the *Corporations Act 2001* the Australian and Securities Investments Commission varies Class Order [CO 03/1098] by omitting "30 September 2004" (twice occurring) and substituting "31 March 2005".

Commencement

This instrument takes effect on gazettal.

Dated the 9th day of August 2004.



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

**ASIC**

Australian Securities & Investments Commission

04/0983

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

Pursuant to paragraph 1020F(1)(a) of the *Corporations Act 2001* (the "Act"), the Australian Securities and Investments Commission ("ASIC") hereby exempts the person mentioned in Schedule A from compliance with Part 7.9 of the Act in the case referred to in Schedule B.

Schedule A

CPT Manager Limited ACN 054 494 307

Schedule B

The offer to issue, offer to arrange to issue or issue of units in the Prime Retail Property Trust ARSN 091 043 793 to:

1. holders of Centro Stapled Securities; and
2. Centro Properties Limited or a nominee of Centro Properties Limited for the benefit of holders of Centro Stapled Securities with registered addresses outside Australia and New Zealand,

in consideration for the acquisition of Centro Stapled Securities pursuant to the proposed merger between Centro Properties Group and Prime Retail Group where:

- (a) pursuant shareholders' and unitholders' meetings, holders of Prime Stapled Securities are asked to vote on proposals that include amending the constitutions of Prime Property Management Limited and Prime Retail Property Trust and consolidating the capital of Prime Property Management Limited on a 5:1 basis, so that Centro Stapled Securities holders will effectively receive Prime Stapled Securities for Centro Stapled Securities on a 1:1 basis;
- (b) pursuant to scheme of arrangement meetings, holders of Centro Stapled Securities are asked to vote on a proposal to dispose of their holdings in Centro Stapled Securities to Prime Retail Group in exchange for holdings in Prime Stapled Securities; and
- (c) prior to the meetings referred to in subparagraph (b), holders of Centro Stapled Securities are given the relevant Notice of Meeting, an Explanatory Memorandum lodged with ASIC on 29 July 2004 and an Independent Expert's Report (the "Scheme Documents") by sending the Scheme Documents to the

04 / 0983

address of the holders of the Centro Stapled Securities shown in the registers of holders of Centro Stapled Securities.

Interpretation

In this instrument:

ASX means the financial market operated by the Australian Stock Exchange Limited.

Centro Properties Group means Centro Properties Limited ACN 006 378 365 and Centro Property Trust ARSN 090 931 123.

Centro Stapled Securities means a share in Centro Properties Limited ACN 006 378 365 and a unit in Centro Property Trust ARSN 090 931 123 that are quoted together on the ASX as stapled securities.

Prime Retail Group means Prime Property Management Limited ACN 078 590 682 and Prime Retail Property Trust ARSN 091 043 793.

Prime Stapled Securities means a share in Prime Property Management Limited ACN 078 590 682 and a unit in Prime Retail Property Trust ARSN 091 043 793 that are quoted together on the ASX as stapled securities.

scheme of arrangement means a compromise or arrangement pursuant to Part 5.1 of the Act.

Dated this 6th day of August 2004



Signed by Michelle Reid
as a delegate of the Australian Securities and Investments Commission

04 / 0986

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 and other relief for offers involving a contribution plan

1. Under paragraphs 283GA(1)(a), 741(1)(a) and 1020F(1)(a) 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

04 / 0986

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,
- 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 covered by the exemption set out in paragraph 1 where 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 the course of providing a custodial or depositary service covered by paragraph (c); and
 - (e) dealing in a financial product in connection with an eligible offer covered by the exemption set out in paragraph 1 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 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 financial products in the relevant place; and
 - (f) in the case where paragraph 2 applies — dealing in an interest in a managed investment scheme that is exempt from section 601ED because of that paragraph.
7. 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.

04 / 0986

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:

- (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

04 / 0986

- (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; and

4. in the case where an offer of shares is made through a trust:
- (a) the trustee must hold the shares on trust for each person (a "beneficiary") who acquires units of shares under an eligible offer; and
 - (b) the trustee must cause proper written financial records to be maintained in respect of the activities of the trust and cause those records to be audited annually and made available for inspection by the beneficiaries at an office of the trustee or a place of business of the issuer during normal business hours or such other time as is agreed with beneficiaries; and
 - (c) the trustee must ensure that each share to which a unit held by a beneficiary relates is identified in the written financial records as being held on account of that beneficiary; and
 - (d) the trustee must not levy any fees or charges for operating and administering the trust, either payable directly by the beneficiaries or out of the assets of the trust; and
 - (e) except as expressly provided by the trust deed, a beneficiary must have the capacity to authorise the trustee to sell at or above the current market price the shares to which he or she is entitled to under the deed; and
 - (f) the trustee must provide a copy of the trust deed to ASIC at the same time as a copy of the offer document is provided to ASIC in accordance with this instrument; and
 - (g) the issuer must ensure that the trust deed contains covenants binding the trustee and their agents, if any, to the effect that a beneficiary possesses substantially the same rights in respect of the shares to which the units of shares they hold relate as if they were the legal owner of the shares, including the right to:
 - (i) direct the trustee how the voting rights attaching to the shares shall be exercised, either generally or in any particular case; and
 - (ii) receive the income deriving from the shares, including dividends declared by the issuer in respect of those shares.

04 / 0986

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. "ABB Employee Share Scheme" means an employee share scheme extended only to eligible employees of the issuer that is substantially in the form described in the document entitled "ABB Employee Share Acquisition Plan" dated 30 July 2004 and provided to ASIC on 3 August 2004 and the document entitled "AAESAP Term Sheet" dated 24 May 2004 and provided to ASIC on 22 July 2004.
4. "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;
5. "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%;

04 / 0986

6. "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;
7. "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 or on behalf of the issuer in trust for the employee in an account of an Australian ADI or an account of a bank registered in Jersey which is established and kept by or on behalf of 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 or the bank registered in Jersey in relation to that employee, including any accumulated interest, must be repaid to that employee;
8. "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;
9. "eligible employee" means, in relation to an issuer, a person who is at the time of an offer under an employee share scheme, a full or part-time employee or director of the issuer or of an associated body corporate of the issuer;
10. "eligible offer" means an offer:
 - (a) for issue or sale of fully-paid shares in the issuer in the same class as shares which have been quoted on the financial market operated by Australian Stock Exchange Limited or 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 ABB Employee Share Scheme.

04 / 0986

11. "financial product advice" has the meaning given by section 766B;
12. "general advice" has the meaning given by section 766B;
13. "issuer" means ABB Ltd, a company registered in Switzerland;
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:
 - (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, shares subject to the options, units of shares or stapled securities:
 - (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:

04 / 0986

- (A) where the document relates to an offer of shares, options or units — shares in the same class as those offered, subject to the options or to which the units relate; or
 - (B) where the document relates to an offer of stapled securities — stapled securities of 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 or the bank registered in Jersey where contributions for the purposes of the contribution plan 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; and
16. “old Corporations Act” has the meaning given by subsection 1410(1);
17. “stapled security” means two or more financial products (at least one of which is a share) which, under the terms on which each is traded, must be transferred together; and
18. “unit” in relation to a share means a legal or equitable right or interest in the share.

Dated this 6th day of August 2004



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

04 / 0987

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 669(1) - Declaration**

Pursuant to paragraph 669(1)(b) of the Corporations Act 2001 (Cth) (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 case referred to in Schedule B as if:

1. paragraph 661B(1)(a) was modified by inserting the words '(omitting the holder's name and address)' after the words 'in the prescribed form';
2. paragraph 661B(1)(c) was modified by omitting the words 'the notice' and inserting the 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';
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 subsection 661B(1).'

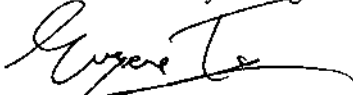
SCHEDULE A

Optus Networks Pty Limited ABN 92 008 570 330 (**Bidder**)

SCHEDULE B

The compulsory acquisition by the Bidder of ordinary shares in Uecomm Limited ABN 56 079 083 195 (**Target**) where notices under subsection 661B(1) of the Act are prepared, lodged and given in accordance with section 661B of the Act, following the off-market takeover bid by the Bidder for all of the ordinary shares in the Target in respect of which a bidder's statement was lodged with ASIC on 11 June 2004.

Dated this 6th day of August 2004



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

04 / 0988

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

Under paragraph 911A(2)(l) of the *Corporations Act 2001* the Australian Securities and Investments Commission exempts the person specified in Schedule A from the requirement to hold an Australian financial services licence in the case referred to in Schedule B and on the condition set out in Schedule C for so long as it is met.

Schedule A

WT Finance (Aust) Pty Ltd, formerly known as ACN 108 806 711 Pty Ltd (ACN 108 806 711) ("the Company")

Schedule B

- (1) The Company is, and remains at all times, a wholly owned company within the WT Group; and
- (2) the financial service provided by the Company consists only of either or both of:
 - (A) dealing in derivatives; and
 - (B) dealing in foreign exchange contracts; and
- (3) the financial service does not involve the making of a market for derivatives or foreign exchange contracts; and
- (4) the dealing is entered into by the Company solely for the purpose of an entity within the WT Group managing a financial risk that arises in the ordinary course of its business; and
- (5) the financial service provided by the Company does not constitute a significant part of the WT Group's business.

Schedule C

Before entering all derivative and foreign exchange transactions, the Company must notify the counterparty to the transaction that the Company is exempt from the requirement to hold, and does not hold, an Australian financial services licence.

Interpretation**04 / 0988**

"Westfield Trust" means Westfield Trust (ARSN 090 949 746).

"WT Group" means Westfield Management Ltd (ACN 001 670 579), in its capacity as responsible entity of Westfield Trust ("WML") and all entities that are wholly owned, directly or indirectly, by WML, whether such ownership arises by way of shareholding, interests in one or more trusts or otherwise, and whether such ownership interest arises at law or in equity.

Dated this 9th day of August 2004



Signed by Philippa Bell
as a delegate of the Australian Securities and Investments Commission

04 / 0989

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

Under paragraph 911A(2)(f) of the *Corporations Act 2001* the Australian Securities and Investments Commission exempts the person specified in Schedule A from the requirement to hold an Australian financial services licence in the case referred to in Schedule B and on the condition set out in Schedule C for so long as it is met.

Schedule A

ACN 108 802 384 Pty Ltd (ACN 108 802 384) ("the Company")

Schedule B

- (1) The Company is, and remains at all times, a wholly owned company within the WAT Group; and
- (2) the financial service provided by the Company consists only of either or both of:
 - (A) dealing in derivatives; and
 - (B) dealing in foreign exchange contracts; and
- (3) the financial service does not involve the making of a market for derivatives or foreign exchange contracts; and
- (4) the dealing is entered into by the Company solely for the purpose of an entity within the WAT Group managing a financial risk that arises in the ordinary course of its business; and
- (5) the financial service provided by the Company does not constitute a significant part of the WAT Group's business.

Schedule C

Before entering all derivative and foreign exchange transactions, the Company must notify the counterparty to the transaction that the Company is exempt from the requirement to hold, and does not hold, an Australian financial services licence.

04 / 0989

Interpretation

"Westfield America Trust" means Westfield America Trust (ARSN 092 058 449)

"WAT Group" means Westfield America Management Ltd (ACN 072 780 619), in its capacity as responsible entity of Westfield America Trust ("WAML"), and all entities that are wholly owned, directly or indirectly, by WAML, whether such ownership interest arises by way of shareholding, interests in one or more trusts or otherwise, and whether such ownership arises at law or in equity.

Dated this 9th day of August 2004



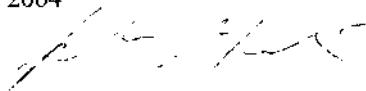
Signed by Philippa Bell
as a delegate of the Australian Securities and Investments Commission

04 / 0990

**Australian Securities and Investments
Corporations Act 2001 - Paragraphs 741(1) – Revocation**

Pursuant to subsection 741(1) of the Corporations Act 2001 the Australian Securities and Investments Commission hereby revokes instrument 01/1110 dated 5 September 2001.

Dated the 9th day of August 2004

Signed by  Kate Metz
as delegate of the Australian Securities and Investments Commission

04 / 0991

**Australian Securities and Investments
Corporations Act 2001 - Paragraphs 741(1)(a), 911A(2)(l), 992B(1)(a) and 1020F(1)(a) —
Exemption**

First Exemption: disclosure relief for offers of shares, units of shares, options and stapled securities

1. Under paragraphs 741(1)(a) and 1020F(1)(a) of the Corporations Act 2001 (the "Act") The Australian Securities and Investments Commission ("ASIC") exempts:
 - (a) a person named in Schedule A (the "offeror"), in the case specified in Schedule B, from:
 - (i) Parts 6D.2 and 6D.3 (except section 736) of the Act; and
 - (ii) Part 7.9 of the Act,where the person:
 - (iii) makes an eligible offer;
 - (iv) offers to arrange for the issue of financial products under an eligible offer; or
 - (v) 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 Schedule C 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 Schedule C have not been met.

Second Exemption: licensing and hawking relief

2. Under paragraph 911A(2)(l) ASIC exempts a person who is exempt from Part 6D.2 or Part 7.9 because of the First Exemption (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 that exemption (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

04 / 0991

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.

3. Under paragraph 911A(2)(l) ASIC exempts:
- (a) the issuer who is exempt from Part 6D.2 or Part 7.9 because of the First Exemption; and
 - (b) any associate of the issuer,
- from the requirement to hold an Australian financial services licence for the provision of the following financial services:
- (c) the provision of a custodial or depositary service in connection with an eligible offer covered by the First Exemption where the provider of the service performs their duties in good faith and has sufficient resources to perform those duties;
 - (d) dealing in a financial product in the course of providing a custodial or depositary service covered by paragraph (c); and
 - (e) dealing in a financial product in connection with an eligible offer covered by the First 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 financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
4. 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 First Exemption from sections 736 and 992A 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 A

Rio Tinto Limited ACN 004 458 404 and its related bodies corporate.

Schedule B

An offer of options over ordinary shares in Rio Tinto Limited to employees of the persons named in Schedule A, pursuant to the Rio Tinto Limited Share Savings Plan.

Schedule C

The following conditions apply:

- (1) the person making the offer must: 04 / 0991
- (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 cause an associated body corporate which has a registered office in this jurisdiction 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:
- (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; and

Interpretation

In this instrument:

- (1) except where otherwise stated, references to provisions are to provisions of the Act;

04 / 0991

- (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) 'associated body corporate' of the 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%;
- (4) '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;
- (5) '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 in an account of an Australian ADI in the name of the employee which is established and kept only for the purpose of depositing contribution moneys and other money paid by the employee 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, may be withdrawn by that employee;
- (6) '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;
- (7) 'eligible employee' means, in relation to the 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;
- (8) 'eligible offer' means an offer for issue or sale of:
- (a) fully-paid shares in the issuer in the same class as shares which have been quoted on the financial market operated by Australian Stock Exchange Limited throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period; or

04 / 0991

- (b) options for the issue or transfer of shares referred to in paragraph (a) where each of the options is offered for no more than nominal consideration; or
- (c) fully-paid stapled securities in the same class as stapled securities which have been quoted on the financial market operated by Australian Stock Exchange Limited throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period; or
- (d) units of fully-paid shares referred to in paragraph (a),

made under an employee share scheme extended only to eligible employees of the issuer;

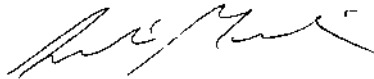
- (9) 'financial product advice' has the meaning given by section 766B;
- (10) 'general advice' has the meaning given by section 766B;
- (11) 'issuer' means the persons named in Schedule A;
- (12) 'nominal consideration' means consideration of not more than 1 cent per option;
- (13) 'offer' has a meaning affected by sections 700, 702 and 1010C;
- (14) '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 (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, shares subject to the options, units of shares or stapled securities:
 - (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

04 / 0991

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:
 - (A) where the document relates to an offer of shares, options or units — shares in the same class as those offered, subject to the options or to which the units relate; or
 - (B) where the document relates to an offer of stapled securities — stapled securities of 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; and
 - (iii) the rate of interest payable (if any) on the contributions held in the account; and
- (15) 'stapled security' means two or more financial products (at least one of which is a share) which, under the terms on which each is traded, must be transferred together; and
- (16) 'unit' in relation to a share means a legal or equitable right or interest in the share.

Dated the 9th day of August 2004



Signed by Kate Metz
as delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities & Investments Commission

04 / 0996

**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

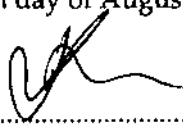
Notice of Cancellation of an Australian Financial Services Licence

TO: John F. Garrett & Partners Pty Ltd ABN: 58 007 954 663 ("the Licensee")
19 North Terrace, Hackney SA 5069

Pursuant to section 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Licence Number 225087 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 11th day of August 2004.

Signed



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Joyce Krashow, a delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities & Investments Commission

04/0997

**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

Notice of Suspension of an Australian Financial Services Licence

TO: IFR Limited, ABN: 74 082 517 217 ("the Licensee")
Suite 2, 1 Railway Crescent, Croydon VIC 3136

Pursuant to section 915B(3)(b) of the **Corporations Act 2001** ("the Act"), the Australian Securities and Investments Commission hereby suspends Licence Number 220043 held by the Licensee until 22 October 2004, with effect from 10 August 2004.

Dated 11 August 2004.

Signed.....*Linda Sandwell*.....

Linda Sandwell, a delegate of the Australian Securities and Investments Commission

04 / 0998

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

Pursuant to paragraph 601QA(1)(b) the Australian Securities and Investments Commission declares that Chapter 5C of the *Corporations Act 2001* applies to the person referred to in the Schedule until 31 December 2004 as if section 601GA was modified or varied by:

1. in subsection (1), omitting "The" and substituting "Subject to subsection (5), the";
2. in subsection (4), omitting "If" and substituting "Subject to subsection (5) if";
3. adding after subsection 601GA(4):

" (5) The constitution does not have to make adequate provision for transaction costs associated with the acquisition of an interest in the scheme or a withdrawal from the scheme where the responsible entity discloses the basis on which those costs are calculated in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision.

(6) In this section:

transaction costs means, in relation to the acquisition of an interest in the scheme or a withdrawal request, the amount that is included in the price at which the interest is acquired or has been deducted from the amount that would otherwise be paid in meeting the request that is reasonably attributable to the expenses associated with the acquisition or disposal of scheme assets merely because the interest has been acquired or the withdrawal request is met."

Schedule

James Fielding Funds Management Limited ACN 067 417 663 in its capacity as responsible entity of:

1. JF AQUA Income Fund ARSN 110222850
2. JF AQUA Mezzanine Debt Pool ARSN 110223044
3. JF AQUA Construction Debt Pool ARSN 110223133
4. JF AQUA Senior Debt Pool ARSN 110223240
5. JF AQUA High Income Fund ARSN 110223348

Dated this 10th day of August 2004



Signed by Philippa Bell
as a delegate of the Australian Securities and Investments Commission

04 / 0999

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

Pursuant to paragraph 601QA(1)(b) the Australian Securities and Investments Commission declares that Chapter 5C of the *Corporations Act 2001* applies to the person referred to in the Schedule until 31 December 2004 as if section 601GA was modified or varied by:

1. in subsection (1), omitting "The" and substituting "Subject to subsections (5) and (6), the";
2. in subsection (4), omitting "If" and substituting "Subject to subsections (5) and (6), if";
3. adding after subsection 601GA(4):
 - " (5) The constitution does not have to make adequate provision for transaction costs associated with the acquisition of an interest in the scheme or a withdrawal from the scheme where the responsible entity discloses the basis on which those costs are calculated:
 - (a) in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision; or
 - (b) where a Product Disclosure Statement is not required to be given, in each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision.
 - (6) The constitution does not have to make adequate provision for the consideration to acquire an interest in the scheme or the proceeds payable upon a withdrawal from the scheme to the extent that it depends on determining the value of an asset that is scheme property or the amount of a liability that may be satisfied from scheme property where the responsible entity:
 - (a) reasonably believes that the value or amount cannot be objectively ascertained at the relevant time; and
 - (b) discloses a general description of the valuation methods and policies it will apply in determining the value or amount:
 - (i) in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision; or
 - (ii) where a Product Disclosure Statement is not required to be given, in each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision.

04 / 0999

(7) In this section:

information memorandum means a document provided to wholesale clients, as defined in section 761G, in connection with the offer to issue, offer to arrange for the issue or the issue of interests in a scheme; and

transaction costs means, in relation to the acquisition of an interest in the scheme or a withdrawal request, the amount that is included in the price at which the interest is acquired or has been deducted from the amount that would otherwise be paid in meeting the request that is reasonably attributable to the expenses associated with the acquisition or disposal of scheme assets merely because the interest has been acquired or the withdrawal request is met."

Schedule

Aurora Funds Management Limited ACN 092 626 885 in its capacity as responsible entity of HFRX Global \$A Capital Protected Series I ARSN 110 303 430.

Dated this 11th day of August 2004



Signed by Philippa Bell
as a delegate of the Australian Securities and Investments Commission

04 / 1000

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

Pursuant to paragraph 601QA(1)(b) of the *Corporations Act 2001* ("the Act") the Australian Securities and Investments Commission declares that Chapter 5C of the Act applies to the person referred to in the Schedule until 31 December 2004 as if section 601GA was modified or varied by:

1. in subsection (1), omitting "The" and substituting "Subject to subsection (5), the";
2. in subsection (4), omitting "If" and substituting "Subject to subsection (5) if";
3. adding after subsection 601GA(4):

"(5) The constitution does not have to make adequate provision for the consideration to acquire an interest in the scheme or the proceeds payable upon a withdrawal from the scheme to the extent that it depends on determining the value of an asset that is scheme property or the amount of a liability that may be satisfied from scheme property where the responsible entity:

- (a) reasonably believes that the value or amount cannot be objectively ascertained at the relevant time; and
- (b) discloses a general description of the valuation methods and policies it will apply in determining the value or amount:
 - (i) in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision; or
 - (ii) where a Product Disclosure Statement is not required to be given, in each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision.

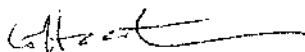
(6) In this section:

information memorandum means a document provided to wholesale clients, as defined in section 761G, in connection with the offer to issue, offer to arrange for the issue or the issue of interests in a scheme."

Schedule

Drapac Management Ltd (ACN 103 431 223) in its capacity as responsible entity of Drapac Trust No. 1 (ARSN 110 251 431).

Dated this 11th day of August 2004



Signed by Greg Heaton
as a delegate of the Australian Securities and Investments Commission

04 / 1001

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

Under paragraph 911A(2)(l) of the *Corporations Act* 2001 the Australian Securities and Investments Commission ("ASIC") varies ASIC Instrument 04/0988 by omitting "Westfield Trust (ARSN 090 949 746)" and substituting "Westfield Trust (ARSN 090 849 746)".

Dated this 12th day of August 2004



Signed by Philippa Bell
as a delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities & Investments Commission

04 / 1002

**Australian Securities & Investments Commission
Corporations Act 2001 Section 915B**

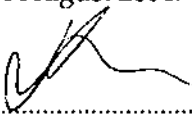
Notice of Cancellation of an Australian Financial Services Licence

TO: A.C.T.F. Productions Limited, ABN: 57 006 037 734 ("the Licensee")
145-163 Smith Street, Fitzroy VIC 3065

Pursuant to section 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby **Cancels** Licence Number 245552 held by the Licensee with effect from the date on which this notice is given to the Licensee.

Dated this 12th day of August 2004.

Signed


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Joyce Krashaw, a delegate of the Australian Securities and Investments Commission

04 / 1003

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

Pursuant to paragraph 601QA(1)(b) the Australian Securities and Investments Commission declares that Chapter 5C of the *Corporations Act 2001* applies to the person referred to in the Schedule until 31 December 2004 as if section 601GA was modified or varied by:

1. in subsection (1), omitting "The" and substituting "Subject to subsections (5) and (6), the";
2. in subsection (4), omitting "The" and substituting "Subject to subsections (5) and (6), if";
3. adding after subsection 601GA(4):

" (5) The constitution does not have to make adequate provision for transaction costs associated with the acquisition of an interest in the scheme or a withdrawal from the scheme where the responsible entity discloses the basis on which those costs are calculated in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision.

(6) The constitution does not have to make adequate provision for the consideration to acquire an interest in the scheme or the proceeds payable upon a withdrawal from the scheme to the extent that it depends on determining the value of an asset that is scheme property or the amount of a liability that may be satisfied from scheme property where the responsible entity:

- (a) reasonably believes that the value or amount cannot be objectively ascertained at the relevant time; and
- (b) discloses a general description of the valuation methods and policies it will apply in determining the value or amount in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision.

(7) In this section:

transaction costs means, in relation to the acquisition of an interest in the scheme or a withdrawal request, the amount that is included in the price at which the interest is acquired or has been deducted from the amount that would otherwise be paid in meeting the request that is reasonably attributable to the expenses associated with the acquisition or disposal of scheme assets merely because the interest has been acquired or the withdrawal request is met."

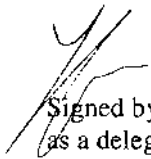
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Schedule

04 / 1003

Multiplex Capital Limited (ACN 094 936 866) in its capacity as responsible entity of
Multiplex New Zealand Property Fund (ARSN 110 281 055).

Dated this 12th day of August 2004



Signed by James Grapsas
as a delegate of the Australian Securities and Investments Commission

Corporations Act 2001
Subsection 164(3)

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

A.C.N. 003 671 387 LTD ACN 003 671 387 will change to a proprietary company limited by shares. The new name will be A.C.N. 003 671 387 PTY LTD ACN 003 671 387.

BELL POTTER NOMINEES PTY LIMITED ACN 088 899 601 will change to a public company limited by shares. The new name will be BELL POTTER NOMINEES LIMITED ACN 088 899 601.

BUNBURY SILOS LIMITED ACN 088 531 391 will change to a proprietary company limited by shares. The new name will be BUNBURY SILOS PTY LTD ACN 088 531 391.

INTERNATIONAL FINANCE CORPORATION LIMITED ACN 102 496 499 will change to a proprietary company limited by shares. The new name will be INTERNATIONAL FINANCE CORPORATION PTY LTD ACN 102 496 499.

LODDON OLIVES LIMITED ACN 099 000 549 will change to a proprietary company limited by shares. The new name will be LODDON OLIVES PTY LTD ACN 099 000 549.

MINERAL SECURITIES HOLDINGS LIMITED ACN 092 525 614 will change to a proprietary company limited by shares. The new name will be MINERAL SECURITIES HOLDINGS PTY LTD ACN 092 525 614.

NOIZE LTD ACN 095 287 120 will change to a proprietary company limited by shares. The new name will be NOIZE PTY LTD ACN 095 287 120.

PHARMA SOLUTIONS PTY LTD ACN 094 299 260 will change to a public company limited by shares. The new name will be PHARMA SOLUTIONS LTD ACN 094 299 260.

REWARD MFI LTD ACN 093 373 605 will change to a proprietary company limited by shares. The new name will be REWARD MFI PTY LTD ACN 093 373 605.

TASMAN CAPITAL LIMITED ACN 095 989 736 will change to a proprietary company limited by shares. The new name will be TASMAN CAPITAL PTY. LTD. ACN 095 989 736.

ANZ FUTURES LIMITED ACN 006 315 804 will change to a proprietary company limited by shares. The new name will be ANZ FUTURES PTY LTD ACN 006 315 804.

BIO MEDICAL HOLDINGS AUSTRALIA PTY LTD ACN 096 048 912 will change to a public company limited by shares. The new name will be IMD GROUP LIMITED ACN 096 048 912.

GAMBIT 4 PTY LTD ACN 101 454 684 will change to a public company limited by shares. The new name will be GAMBIT 4 LTD ACN 101 454 684.

ISSUES & IMAGES (HOLDINGS) LIMITED ACN 087 091 245 will change to a proprietary company limited by shares. The new name will be ISSUES & IMAGES (HOLDINGS) PTY LIMITED ACN 087 091 245.

MAXLOTTO LIMITED ACN 096 613 062 will change to a proprietary company limited by shares. The new name will be MAXLOTTO PTY. LIMITED ACN 096 613 062.

NIPPON OIL LTD ACN 087 685 934 will change to a proprietary company limited by shares. The new name will be NIPPON OIL PTY LTD ACN 087 685 934.

OZ RETAIL INVESTMENTS LIMITED ACN 103 250 095 will change to a proprietary company limited by shares. The new name will be OZ RETAIL INVESTMENTS PTY LIMITED ACN 103 250 095.

PORTFOLIO LINKS MANAGEMENT LTD. ACN 101 728 063 will change to a proprietary company limited by shares. The new name will be PORTFOLIO LINKS MANAGEMENT PTY LTD ACN 101 728 063.

ROCK MOUNTAIN CORP. LIMITED ACN 085 357 464 will change to a proprietary company limited by shares. The new name will be ROCK MOUNTAIN CORP. PTY LTD ACN 085 357 464.