

**IN THE FEDERAL COURT OF AUSTRALIA (FCA)
VICTORIA REGISTRY - FEDERAL COURT OF AUSTRALIA
GENERAL DIVISION**

No: VID426/2012

NOTICE OF FILING

This document was filed electronically in the FEDERAL COURT OF AUSTRALIA (FCA) on 13/02/2013.

DETAILS OF FILING

Document Lodged: Statement of Claim - Form 17 - Rule 8.06(1)(a)
File Number: VID426/2012
File Title: ASIC v ActiveSuper Pty Ltd & Ors
District Registry: VICTORIA REGISTRY - FEDERAL COURT OF AUSTRALIA



★ **Date:** 13/02/2013

Registrar

Mark Soden

Note

This Notice forms part of the document and contains information that might otherwise appear elsewhere in the document. The Notice must be included in the document served on each party to the proceeding.



No. VID 426 of 2012

Federal Court of Australia
District Registry: Victoria
Division: General

Australian Securities and Investments Commission
Plaintiff

ActiveSuper Pty Ltd ACN 125 423 574 and others
Defendants

STATEMENT OF CLAIM

ASIC

1. The Plaintiff (**ASIC**) is a body corporate:
 - (a) established by s 7 of the Australian Securities Commissions Act 1989 (Cth);
 - (b) continued by s 261 of the Australian Securities and Investments Commissions Act 2001 (Cth) (**ASIC Act**); and
 - (c) able to sue in its corporate name by reason of s 8 of the ASIC Act.

ACTIVESUPER AND ROYALE CAPITAL

2. The first defendant (**ActiveSuper**) is and was at all material times:
 - (a) incorporated within Australia;
 - (b) carrying on business within Australia; and
 - (c) engaged in the business of:
 - i. providing services associated with the establishment and administration of self-managed superannuation funds (**SMSFs**);
 - ii. providing investment advice, and
 - iii. marketing and making investment offers including offers of shares in investment vehicles.

Filed on behalf of the	Plaintiff		
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3. The second defendant (**Royale Capital**):

- (a) is and was at all material times incorporated within Australia;
- (b) is and was at all material times carrying on business within Australia;
- (c) is and was at all material times engaged in the business of:
 - i. marketing of services associated with the establishment of SMSFs;
 - ii. providing investment advice; and
 - iii. marketing and making investment offers including offers of shares in investment vehicles;
- (d) from 15 April 2011 to 21 October 2011 was an authorised representative of Romad Financial Services Pty Ltd (**Romad**); and
- (e) from 25 October 2011 to 12 June 2012 was an authorised representative of Spring Financial Group Pty Ltd (**Spring**).

BURROWS AND GIBSON

4. The third defendant (**Burrows**):

- (a) is and was at all material times the sole director of ActiveSuper;
- (b) is and was at all material times the sole shareholder and an employee of ActiveSuper;
- (c) was a director of Royale Capital from 24 May 2010 to 21 March 2011; and
- (d) was until 6 June 2012 a shareholder in Royale Capital.

5. The fourth defendant (**Gibson**):

- (a) is and was at all material times a director of Royale Capital;
- (b) is and was from 6 June 2012 the sole shareholder in Royale Capital;
- (c) is an employee of Royale Capital; and
- (d) from 15 April 2011 to 21 October 2011 was an authorised representative of Romad.

LLCs

6. The fifth, sixth, seventh and eight defendants (together, the **LLCs**) were at all material times:
- (a) incorporated according to the law of Arizona, United States of America in March 2011;
 - (b) from March 2011 to about September 2012, Burrows had been the manager of the LLCs;
 - (c) from September 2012, control of the LLCs vested in its sole member, Syndicated Property Group Ltd; and
 - (d) by reason of the facts alleged in paragraphs 21 to 27 below, carrying on business within Australia

SYNDICATED PROPERTY GROUP (SPG), WORLDWIDE PROPERTY OPPORTUNITIES (WPO) AND CAYCO MANAGEMENT (CAYCO)

7. The ninth defendant (**SPG**) was:
- (a) incorporated in accordance with the law of the British Virgin Islands (**BVI**) on 2 November 2011; and
 - (b) by reason of the facts alleged in paragraphs 41 to 63 below, from that date carrying on business within Australia.
8. The tenth defendant (**WPO**) was:
- (a) incorporated in accordance with the law of the BVI on 31 October 2011; and
 - (b) by reason of the facts alleged in paragraphs 41 to 63 below, from that date carrying on business within Australia.
9. The eleventh defendant (**Cayco**):
- (a) was incorporated in accordance with the law of the Cayman Islands on 31 January 2012;
 - (b) at all material times had as its directors, the thirteenth defendant (George) (elected 22 February 2012; appointment notified on register 7 March 2012) and the sixteenth defendant (Adamson) (elected 22 February 2012; appointment notified on register 7 March 2012); and

(c) by reason of the facts alleged in paragraphs 41 to 63 below, from that date carrying on business within Australia.

10. Burrows:

- (a) was a director of SPG from 9 November 2011 to 17 August 2012;
- (b) was the holder of the single management share in SPG from incorporation until 22 August 2012; and
- (c) was a director of WPO from 1 March 2012 to 17 August 2012.

11. The thirteenth defendant (**George**):

- (a) is and has since 2 November 2011 been a director of SPG;
- (b) is and has since 17 February 2012 been a director of WPO; and
- (c) is and has since 7 March 2012 been a director of Cayco.

MOGS PTY LTD (MOGS)

12. The twelfth defendant (**MOGS**) is and was at all material times:

- (a) incorporated within Australia; and
- (b) engaged in the business, inter alia, of property investment, including by arranging for the construction and/or sale of residential land and houses.

13. The fourteenth defendant (**Stonehouse**) is and has since 7 April 2009 been a director of MOGS.

14. The fifteenth defendant (**Marina Gore**) is and has since 7 April 2009 been a director of MOGS.

15. The sixteenth defendant (**Adamson**):

- (a) was a director of MOGS from 23 May 2011 to 23 April 2012;
- (b) is a shareholder of MOGS;
- (c) was appointed a director of Cayco on 7 March 2012;

16. The seventeenth defendant (**Craig Gore**):

- (a) is and was at all material times engaged by MOGS pursuant to a consultancy agreement, pursuant to which he:

- i. was involved in sales, marketing, business direction, acquisitions and potential acquisitions and the introduction of MOGS to third parties; and
 - ii. was paid a "base" consultancy fee of \$2 million per year;
- (b) was disqualified from managing corporations on 29 July 2011; and
 - (c) entered into a personal insolvency agreement on or about 23 November 2010;
 - (d) filed a debtor's petition appointing the Official Trustee as his trustee in bankruptcy on 18 April 2012.

**FINANCIAL SERVICES PROVIDED BY ROYALE CAPITAL, GIBSON,
ACTIVESUPER AND BURROWS**

17. From about 15 April 2011 to 21 October 2011, Gibson and Royale Capital held authorisations from Romad pursuant to which:
- (a) Gibson was authorised:
 - i. to provide general financial advice only;
 - ii. to deal in certain specified financial products by applying for, acquiring, varying or disposing of a financial product on behalf of another to retail and wholesale clients; and
 - iii. from 4 October 2011 to 21 October 2011 to deal in superannuation products.
 - (b) Royale Capital was authorised:
 - i. to deal in certain specified financial products by applying for, acquiring, varying or disposing of a financial product on behalf of another to retail and wholesale clients; and
 - ii. from 4 October 2011 to 21 October 2011 to deal in superannuation products.

PARTICULARS

Copies of the authorisation lodged with ASIC are available for inspection by appointment at ASIC's office.

18. From about 25 October 2011 to 12 June 2012, Royale Capital held an authorisation from Spring pursuant to which Royale Capital was authorised to provide general advice only in relation to the following classes of financial products:
- (a) deposit and payment products limited to: basic deposit products; deposit products other than basic deposit products; general insurance products; debentures, stocks and or bonds issued or proposed to be issued by a government; life products including: investment life insurance products as well as any products issued by a Registered Life Insurance Company that are backed by one or more of its statutory funds; and life risk insurance products as well as any products issued by a Registered Life Insurance Company that are backed by one or more of its statutory funds; interests in managed investment; and
 - (b) schemes including investor directed portfolio services; retirement savings accounts products (within the meaning of the Retirement Savings Account Act 1997); securities; standard margin lending facilities; and superannuation - to retail and/or wholesale clients.

PARTICULARS

Copies of the authorisation lodged with ASIC are available for inspection by appointment at ASIC's office.

19. At all material times, Gibson and Royale Capital:
- (a) engaged in cold call marketing;
 - (b) solicited clients for ActiveSuper;
 - (c) made recommendations to prospective investors to establish an SMSF;
 - (d) offered to and did make arrangements for prospective investors to establish SMSFs including in the course of cold call marketing;
 - (e) made arrangements for persons to acquire SMSFs including providing completed application forms to ActiveSuper; and

- (f) told prospective investors that they would, alternatively could, achieve "safe and secure" "fantastic returns" of between 20 and 25 per cent per annum with SMSFs.

PARTICULARS

Royale Capital employed telemarketers to make cold calls to members of the public. Copies of the telemarketing scripts are available for inspection by appointment at ASIC's office.

Royale Capital provided prospective investors with application forms to apply for the establishment of SMSFs and made forms available on the Royale Capital website.

20. At all material times, Burrows and ActiveSuper:
- (a) promoted ActiveSuper as being in the business of providing administration type services to SMSFs, namely providing a range of administration, compliance and reporting duties to trustees of SMSFs;
 - (b) received and processed completed application forms for the establishment of SMSFs including forms received from Royale Capital;
 - (c) assisted with the establishment of Macquarie Bank deposit accounts for newly established SMSFs (**Macquarie accounts**) and obtained debit authorities for Burrows to act on and in relation to the Macquarie accounts;
 - (d) assisted with the rolling over of funds from existing superannuation accounts to the Macquarie accounts;
 - (e) assisted with the registration of trustee companies with ASIC and the lodgement of details with the Australian Taxation Office; and
 - (f) marketed and provided services in relation to investment offers and proposals to SMSFs.

PARTICULARS

A copy of the Product Disclosure Guide and SMSF application forms available on ActiveSuper's website are available for inspection by appointment at ASIC's office.

Between 24 May 2010 and 14 March 2012 at least 258 clients established SMSFs with ActiveSuper. A list of ActiveSuper clients are available for inspection by appointment at ASIC's office.

THE US REALTY / LLC MEMORANDUM

21. From at least February 2011 to March 2012, Burrows, Gibson, ActiveSuper, Royale Capital marketed a purported investment opportunity pursuant to document headed "US Deals Invest Now" (**US Realty Memorandum**).

PARTICULARS

The US Realty Memorandum is in writing and is available for inspection at ASIC's office.

22. The US Realty Memorandum included statements to the following effect:
- (a) investors could purchase shares in an unnamed Arizona registered private company that was not yet in existence;
 - (b) once capitalised, the company would purchase distressed US real estate;
 - (c) the potential for return was 20 per cent per annum at the end of a five year term; and
 - (d) prior to capitalisation shareholder funds would be quarantined in an Australian-based trust account.
23. Between February 2011 and February 2012, approximately \$3.1m was paid by investors to ActiveSuper for investment pursuant to the US Realty Memorandum.
24. Between 1 February 2011 and 18 October 2011, approximately \$1.4 million of the funds provided by investors for investment pursuant to the US Realty Memorandum was transferred from ActiveSuper, via AxiCorp Financial Services Pty Ltd, to one of five USA Bank of Arizona (**USA accounts**) accounts held in the name of:
- (a) Syndicated Arizona Property Solutions LLC;
 - (b) US Realty Investments LLC 1;
 - (c) US Realty Investments LLC 2;
 - (d) US Realty Investments LLC 3; and
 - (e) US Realty Investments LLC 4.

PARTICULARS

Bank account statements are available for inspection by appointment at ASIC's office.

25. Burrows instructed and authorised the transfer of funds from the USA accounts.

PARTICULARS

The authorisations were by email. Copies are available for inspection by appointment at ASIC's office.

26. Of the funds transferred to the USA Accounts, approximately USD\$455,000 was applied to the purchase of 14 properties in Arizona (**US properties**).
27. Contrary to the terms of the US Realty Memorandum:
- (a) no shares in any Arizona registered private company were issued to any of the investors;
 - (b) no shares in the LLCs were issued to the investors; and
 - (c) of the \$3.1m paid by investors pursuant to that memorandum, at least \$2m was paid directly or indirectly to MOGS, as alleged in paragraph 28 and following below.

PAYMENT OF SMSF / LLC MONIES TO MOGS

28. In or about October 2011:
- (a) Burrows and Craig Gore, the latter of whom was acting on behalf of MOGS, discussed the loan of \$1 million to MOGS; and
 - (b) Stonehouse obtained a guarantee for the loan from Christine Need, the wife of Phillip Need, an associate of Stonehouse.
29. In about October 2011 Adamson, as the solicitor for MOGS, prepared a loan agreement and guarantee for the advance of funds from the LLCs to MOGS pursuant to instructions from Craig Gore.
30. The draft loan agreement was provided by Adamson to Marina Gore, Stonehouse, and copied to Craig Gore by email on 19 October 2011 for approval.

PARTICULARS

The email is available for inspection by appointment at ASIC's office.

31. On or about 19 October 2011 MOGS and the LLCs entered into an agreement pursuant to which the LLCs provided MOGS with a facility to draw down \$1 million to be repaid with 15 per cent interest on 30 October 2013 (**first loan agreement**).

PARTICULARS

The first loan agreement is in writing and available for inspection by appointment at ASIC's office.

32. In about November 2011, Craig Gore instructed Adamson to prepare a deed of variation to increase the loan facility by \$470,000.
33. At the time the first loan agreement was entered into, Craig Gore, and through him, MOGS, knew that the LLCs had been paid money by Australian investors pursuant to the US Realty Memorandum.

PARTICULARS

In about September or October 2011, Burrows showed Craig Gore the US Realty Memorandum, and said to him words to the effect that ActiveSuper's clients were making investments pursuant to that document.

34. The first loan agreement was varied in November 2011 to increase the loan facility to \$1.47 million.

PARTICULARS

The deed of variation is in writing and available for inspection by appointments at ASIC's office.

35. Pursuant to the terms of the first loan agreement:
- (a) drawdown notices were submitted by MOGS to the LLCs, directing the LLCs to make payments to MOGS and/or Craig Gore;
 - (b) payments were made to MOGS;
 - (c) Royale Capital transferred SMSF funds to the MOGS Unit Trust, the beneficiaries of which include Adamson.

PARTICULARS

The drawdown notices are in writing and are available for inspection by appointment at ASIC's office. The payments to Craig Gore were paid at his direction to GFC09 Pty Ltd, of which Stonehouse is the sole director.

USE OF THE SMSF / LLC MONIES TO MOGS

36. Approximately \$3.1 million was invested by Australian SMSF clients pursuant to the US Realty Memorandum.
37. Of that \$3.1 million,
 - (a) only approximately USD\$455,000 was applied for purposes of purchasing US real estate; and
 - (b) approximately \$2.15m was paid to MOGS by or on behalf of the LLCs.
38. MOGS used the money paid to it to make payments for the benefit of its officers and/or agents, including:
 - (a) payments to Craig Gore's trustee in bankruptcy;
 - (b) payments to Craig Gore's former wife;
 - (c) payments to Marina Gore;
 - (d) payments to various consultants, including but not limited to Murphy Dawson, Need Properties, Shaw Consulting, Chant Consulting and Slijderink Consulting, all or most of whom are or were associates of Craig Gore.

PARTICULARS

Details of the payments are contained in the Second Ponton Affidavit and Fourth and Fifth Childs Affidavits filed in this proceeding.

39. From 19 October 2011, the amounts paid to ActiveSuper by investors for the purpose of investment in accordance with the US Realty Memorandum were:
 - (a) not paid to the US Accounts;
 - (b) not used for the acquisition of property in the US;
 - (c) paid to MOGS to use as it wished; and
 - (d) used by MOGS to make payments for the personal benefit of Craig Gore, Marina Gore, Stonehouse and Adamson.

PARTICULARS

ASIC refers to the facts alleged in paragraph 38 above.

40. At no time were investors informed that moneys invested pursuant to the US Realty Memorandum would be or had been lent to MOGS, rather than being used for the purposes stated in the US Realty Memorandum.

WPO AND SPG PPMs

41. In around late 2011, ActiveSuper, Royale Capital, MOGS, Gibson, Burrows, Craig Gore, Adamson and Stonehouse engaged in discussions in relation to the establishment of funds in the BVI for the purpose of marketing and selling of purported investment opportunities in such funds to SMSFs.

PARTICULARS

The discussions were constituted by, or recorded in the emails comprising exhibit GJC-89 to the Sixth Childs Affidavit, including the following emails:

No.	Description	Page number in email folder
i.	Email from Craig Gore to Erksine-Shaw, Marina Gore, Stonehouse, Adamson and Chant dated 27 October 2011 relating to drafts of the Royale Capital memorandum prepared or edited by Craig Gore	49
ii.	Email from Craig Gore to Burrows dated 16 November 2011 in which he states that his work on the SPG Private Placement Memorandum (SPG PPM) is almost complete	126
iii.	Email from Craig Gore to Burrows dated 9 December 2011 relating to drafts of the WPO Private Placement Memorandum (WPO PPM) prepared or edited by Craig Gore	163
iv.	Email from Craig Gore to Burrows and another person dated 9 December 2011 relating to drafts of the PPMs and the fixed and floating charge prepared or edited by Craig Gore	247
v.	Email from Craig Gore to Marina Gore, Stonehouse, Adamson and Chant dated 12 December 2011 relating to drafts of the WPO PPM prepared or edited by Craig Gore	317
vi.	Email from Craig Gore to Burrows dated 6 February 2012 in which he states that he wants an authority to transfer money into the GFC09 account	356
vii.	Emails from Craig Gore dated 5 March 2012 and 6 March 2012 relating to drafts of the WPO and SPG PPMs prepared or edited by Craig Gore	383, 385
viii.	Email from Craig Gore to Burrows dated 8 March 2012 requests money to be transferred to MOGS	490
ix.	Emails dated 8 March 2012, 12 March 2012 and 15 March 2012 relating to the creation of the Cayco website in which Craig Gore participated	493, 508, 521
x.	Email from Craig Gore to Jose Santos, Adamson, Burrows and George dated 18 March 2012 relating to drafts of the WPO PPM prepared or edited by Craig Gore	608
xi.	Email from Craig Burrows to Adamson and Chant dated 18 March 2012 relating to drafts of the WPO	623

No.	Description	Page number in email folder
	PPM prepared or edited by Craig Gore	
xii.	Email from Craig Gore to Chant dated 20 March 2012 in which he states that he has reviewed the WPO memorandum and articles of association	635
xiii.	Email from Craig Gore to Chant dated 22 March 2012 in which he directs the work that Chant needs to do in the BVI	665
xiv.	Email from Craig Gore to Chant dated 22 March 2012 in which he states that he wants to have access to investors' funds immediately after they invest	666
xv.	Email from Craig Gore to Adamson dated 22 March 2012 in which he requests an irrevocable authority issued by SPG enabling Craig Gore to transfer \$150,000 to the assignee of his choice	669
xvi.	Email from Craig Gore to Burrows dated 30 March 2012 in which he directs Burrows to transfer money to MOGS	677
xvii.	Email from Craig Gore to George, Adamson and Chant dated 6 April 2012 directing the payment of money to Deloitte and Caledonian and for the reimbursement of expenses	737-740

Further, a meeting was held in about October 2011 between MOGS, Craig Gore, Burrows, Adamson and others at Minter Ellison's office.

Further particulars may be provided prior to trial, including following the receipt of reports or further reports from the provisional liquidators of the LLCs, WPO, SPG and Cayco, as well as from a provisional liquidator appointed to MOGS if such an appointment is made as sought by ASIC.

42. In about October 2011, Craig Gore, Marina Gore, George and Adamson:
- (a) travelled to Los Angeles, New York and the BVI;
 - (b) conducted meetings with auditors, Forbes Hare lawyers and others; and
 - (c) arranged for the incorporation of SPG, WPO and Cayco.
43. Craig Gore prepared investment documents entitled "product placement memorandum" for investment of funds with SPG and WPO (the **SPG PPM** and the **WPO PPM** respectively).

PARTICULARS

The preparations were in large part recorded in emails referred to in the particulars subjoined to paragraph 41 above.

44. Craig Gore engaged in the conduct referred to in paragraphs 41 to 43 on behalf of, and pursuant to the instructions of, MOGS.

PARTICULARS

ASIC relies on the statements recorded in the following documents:

No.	Description	Reference
i.	Extract from Marina Gore's s 19 examination in which she states that Craig Gore was acting for MOGS in negotiations with Burrows	Fourth Childs Affidavit, GJC-76, T50.L7
ii.	Extract from Stonehouse's s 19 examination dated 23 August 2012 in which he states that Craig Gore was acting for MOGS in negotiations with ActiveSuper	Fourth Childs Affidavit, GJC-77, T32.L1
iii.	Extract from Stonehouse's s 19 examination dated 23 August 2012 in which he states that Craig Gore went to the BVI to set up the structures	Fourth Childs Affidavit, GJC-77, T34.L1
iv.	Extract from Stonehouse's s 19 examination dated 23 August 2012 in which he states that Craig Gore was given instructions to make sure the BVI opportunity went ahead	Fourth Childs Affidavit, GJC-77, T38.L8
v.	Extract from Craig Gore's s 19 examination dated 20 November 2012 in which he discusses his consultancy agreement with MOGS	Fourth Childs Affidavit, GJC-78, T7-11
vi.	Extract from Craig Gore's s 19 examination dated 20 November 2012 in which he states that he was paid by MOGS for the work he did on the WPO PPM	Fourth Childs Affidavit, GJC-78, T47-48
vii.	Extract from Adamson's s19 examination dated 27 November 2012, MOGS owns realestatestocks.com.au, and on a number of occasions when Craig Gore was giving instructions regarding SPG and WPO he did so from his realestatestocks.com.au email address. Some of those emails contain a MOGS footer.	Fourth Childs Affidavit, GJC-79, T11 Sixth Childs Affidavit, Exhibit GJC-89, p 163

Further particulars may be provided prior to trial, including following the receipt of reports or further reports from the provisional liquidators of the LLCs, WPO, SPG and Cayco, as well as from a provisional liquidator appointed to MOGS if such an appointment is made as sought by ASIC.

45. George, Adamson and Marina Gore received, reviewed, and forwarded drafts of the SPG PPM and WPO PPM, and thereby knew of the contents of those documents.

PARTICULARS

The conduct of George, Adamson and Marina Gore as alleged was in large part recorded in the emails referred to in the particulars subjoined to paragraph 41 above.

46. Craig Gore, George, Adamson and Marina Gore participated in the establishment and design of the Cayco website.

PARTICULARS

The participation of Craig Gore, George, Adamson and Marina Gore was in large part recorded in emails referred to within exhibit GJC-89 to the Sixth Childs Affidavit filed in this proceeding, including those referred to in the particulars subjoined to paragraph 41 above.

47. In about November 2011, Adamson prepared an agreement for the sale by Burrows of all of the shares in the LLCs to SPG.
48. In about November 2011, Burrows sold all of the shares in the LLCs to SPG.
49. The purpose of the activities referred to in paragraphs 41 to 43 above, and the intention of MOGS, Craig Gore, Marina Gore, George and Adamson in engaging in that conduct, was to establish investment funds in the BVI pursuant to which:
- (a) Australian investors would be induced to pay money to the funds; and
 - (b) the funds would then pay that money to or for the benefit of MOGS.

PARTICULARS

The purpose and intention is to be inferred from the facts that:

- (a) all, alternatively almost all, of the monies raised pursuant to the WPO and SPG PPMs were paid to or for the benefit of MOGS;
- (b) Cayco as the "investment manager" for WPO and SPG explored no other "investment" besides unsecured loans to MOGS;
- (c) there was no commercial benefit to MOGS in Craig Gore, Marina Gore, George and Adamson engaging in the activities referred to in paragraphs 41 to 43 above, unless WPO and SPG were to be a source of funds for MOGS.

Further particulars may be provided prior to trial, including following the receipt of reports or further reports from the provisional liquidators of the LLCs, WPO, SPG and Cayco, as well as from a provisional liquidator appointed to MOGS if such an appointment is made as sought by ASIC.

50. In and from November 2011 until about March 2012, ActiveSuper, Royale Capital, Burrows, Gibson, SPG and Cayco:
- (a) marketed an investment scheme to members of the Australian public by and in accordance with the SPG PPM;
 - (b) made offers for investment pursuant to the SPG PPM;
 - (c) distributed application forms for investment pursuant to the SPG PPM; and
 - (d) made recommendations for SMSFs to make investments pursuant to the SPG PPM.

PARTICULARS

The SPG PPM is in writing and dated 2 November 2011, and was revised on 8 March 2012.

The SPG PPM was available from Cayco's website, and was otherwise made available to members of the Australian public by ActiveSuper, Royale Capital, Burrows, Gibson, WPO and SPG.

Further particulars may be provided prior to trial, including following the receipt of reports or further reports from the provisional liquidators of the LLCs, WPO, SPG and Cayco, as well as from a provisional liquidator appointed to MOGS if such an appointment is made as sought by ASIC.

51. The SPG PPM contained the following statements, inter alia, that or to the effect that:
- (a) "the Fund will seek out and acquire properties...across the United States, Australia and other areas approved by the Board from time to time";
 - (b) "the Fund is expecting to achieve these returns by focusing on opportunities in the real estate sector in the United States and Australia, and by opportunistically pursuing attractive real estate elsewhere worldwide";
 - (c) "the Fund has identified investment opportunities in the Self-Managed Super Fund Market"; and
 - (d) SPG would itself "enter into property acquisitions".
52. Between March 2012 and April 2012, 53 investments were made pursuant to the SPG PPM by Australian retail SMSFs at a total value of approximately \$1,015,000.

PARTICULARS

ASIC refers to the Fourth Childs Affidavit at paragraphs 38 and 53.

53. In the premises, ActiveSuper, Royale Capital, Burrows, Gibson, SPG and Cayco:
- (a) arranged for Australian SMSFs to invest funds from Australia pursuant to the SPG PPM; and
 - (b) arranged for the variation and/or disposal of those funds.
54. In and from about March 2012, ActiveSuper, Royale Capital, Burrows, Gibson, WPO and Cayco:
- (a) marketed an investment scheme to members of the Australian public by and in accordance with the WPO PPM;
 - (b) made offers for investment pursuant to the WPO PPM,
 - (c) distributed application forms for investment pursuant to the WPO PPM; and/or
 - (d) made recommendations for SMSFs to make investments pursuant to the WPO PPM.

PARTICULARS

The WPO PPM is in writing and dated 23 March 2012

The WPO PPM was available from Cayco's website, and was otherwise made available to members of the Australian public by ActiveSuper, Royale Capital, Burrows, Gibson, WPO and SPG.

Further particulars may be provided prior to trial, including following the receipt of reports or further reports from the provisional liquidators of the LLCs, WPO, SPG and Cayco, as well as from a provisional liquidator appointed to MOGS if such an appointment is made as sought by ASIC.

55. The WPO PPM contained the following statements, inter alia:
- (a) "The Fund has identified a unique opportunity for Australian Self-Managed Super Funds ("**SMSFs**") to access residential and commercial property developments not normally available to SMSFs."
 - (b) "The Investment objective of the Fund is to achieve superior risk-adjusted returns through investment in a diversified portfolio of commercial, retail and residential properties, either by way or direct acquisition of such properties or by funding residential and commercial property developments".
 - (c) "The objective of the Fund is to invest counter cyclically and deploy capital in emerging real estate markets".
 - (d) "The goal of the Fund is to ... be an opportunistic investor in distressed, depressed and/or alternative assets at historically low prices".

- (e) "It is the Fund's objective to provide a minimum return to investors of 10% (ten per cent) per annum".
- (f) "The investment strategy of the Fund is to identify and undertake investment opportunities in real estate investments globally."
- (g) "The Fund will seek, acquire and invest in residential, commercial and greenfield development opportunities in a broad range of markets including investments in numerous debt instruments."

56. On 26 March 2012, Craig Gore on behalf of MOGS instructed, alternatively requested, ActiveSuper, Royale Capital, Burrows and Gibson to "start selling" the WPO PPM .

PARTICULARS

The instruction was in writing, and was contained in an email from Gore to Gibson and Steve Chant sent on 26 March 2012. The email is on page 671 of exhibit GJC-89 to the Sixth Childs Affidavit.

57. During the period March 2012 to June 2012, 69 Australian SMSFs made payments totalling approximately \$1.38m pursuant to the WPO PPM.

PARTICULARS

The subscription reconciliation report is in writing and available for inspection at ASIC's office.

58. In the premises, ActiveSuper, Royale Capital, Burrows, Gibson, SPG and Cayco:

- (a) arranged for Australian SMSFs to invest funds from Australia pursuant to the WPO PPM; and
- (b) arranged for the variation and/or disposal of funds in the Macquarie Accounts.

59. Cayco, in its capacity as the investment manager of both SPG and WPO, received funds from SPG and WPO in the amount of \$414,187.50.

PARTICULARS

The transaction statements for Cayco for the period March 2012 to October 2012 are exhibit GJC-88 to the Sixth Childs Affidavit filed in this proceeding.

USE OF SMSF FUNDS INVESTED WITH WPO AND SPG

60. Contrary to the statements made in the SPG PPM and WPO PPM:
- (a) no money paid by Australian SMSF investors was used to acquire property;
 - (b) the only use (alternatively, substantially the only use) made by WPO and SPG of the money paid to it by or on behalf of Australian SMSF investors was to pay that money to or for the benefit of MOGS, Craig Gore, Marina Gore, Adamson and Stonehouse.
61. On about 10 May 2012, SPG, WPO and MOGS and their related entities entered into various loan agreements pursuant to which SPG and WPO agreed to lend funds and MOGS agreed to borrow funds in accordance with the terms of a loan schedule.

PARTICULARS

The agreements were in writing, and were executed by MOGS and its related entities and special purpose vehicles related to WPO registered in the BVI, being WPO-SPV 1 Ltd, WPO-SFV 2 Ltd, WPO-SFV 3 Ltd, WPO-SFV 4 Ltd, WPO-SFV 5 Ltd, WPO-SFV 6 Ltd, WPO-SFV 7 Ltd, WPO-SFV 8 Ltd and WPO-SFV 9 Ltd.

62. MOGS received around \$2.2m from funds paid by SMSFs for the purpose of investment in accordance with the SPG PPM and the WPO PPM.
63. At no time were investors informed that moneys invested pursuant to the SPG and WPO PPMs would be or had been paid to MOGS.
64. At all material times MOGS, Craig Gore, Marina Gore, Adamson, George and Stonehouse knew:
- (a) that funds were paid by SMSFs for investment pursuant to the SPG PPM and the WPO PPM;
 - (b) the purpose of the BVI structure, including the creation of SPG and WPO and the SPG PPM or the WPO PPM, was to provide a source of funds for
 - i. MOGS; and
 - ii. through MOGS, Craig Gore, Marina Gore, Stonehouse, Adamson and George; and

- (c) moneys raised pursuant to the SPG PPM and WPO PPMs were in fact paid to MOGS.

PARTICULARS

The knowledge of Craig Gore, Marina Gore, George and Stonehouse, as officers and/or agents of MOGS, is to be attributed to MOGS.

The knowledge of Craig Gore, Marina Gore, Adamson, George and Stonehouse is to be inferred from the matters alleged in paragraphs 41 to 49, and 56 above.

Further particulars may be provided prior to trial, including following the receipt of reports or further reports from the provisional liquidators of the LLCs, WPO, SPG and Cayco, as well as from a provisional liquidator appointed to MOGS if such an appointment is made as sought by ASIC.

OFFERING SECURITIES IN A COMPANY NOT IN EXISTENCE

65. ActiveSuper, Royale Capital, Burrows and Gibson made offers pursuant to the US Realty Memorandum as set out in paragraphs 19 to 22 above.
66. The offers made in the US Realty Memorandum were to acquire shares in companies not in existence.

PARTICULARS

This term of the offer is contained in the US Realty Memorandum. A copy is available for inspection by appointment at ASIC's office.

67. Investors who paid money pursuant to the US Realty Memorandum offering acquired no shares in any US entity.
68. If the company in which shares were offered in the US Realty Memorandum had been in existence (which it was not), the offer would have required disclosure to investors under Part 6D.2 of the Corporations Act 2001 (**Act**).
69. By reason of the matters set out in paragraph 65 to 67, ActiveSuper, Royale Capital, Burrows and Gibson contravened s 726 of the Act.

OFFERING SECURITIES WITHOUT A CURRENT DISCLOSURE DOCUMENT

70. From about March 2012, Burrows, Gibson, Royale Capital, ActiveSuper, Cayco, SPG and/or WPO made offers of shares in SPG and WPO and/or distributed application forms for the offers of shares in the SPG PPM and the WPO PPM.

71. The offers made in the SPG PPM and WPO PPM required a disclosure document to be provided to investors and lodged with ASIC under Pt 6D.2 of the Act.
72. No disclosure document has been lodged with ASIC in relation to the SPG PPM or the WPO PPM.
73. The offers made in the SPG PPM or the WPO PPM were not included in or accompanied by a prospectus, or prospectus and profile statement or offer information statement.
74. By reason of the matters in paragraphs 70 to 73 above, Burrows, Gibson, Royale Capital, ActiveSuper, Cayco, SPG and/or WPO contravened ss 727(1) and 727(2) of the Act.

INVOLVEMENT IN THE OFFER OF SECURITIES

75. At all material times MOGS, Craig Gore, Marina Gore, Adamson, Stonehouse and George knew of:
 - (a) the establishment of the BVI structure; and
 - (b) the promotion of and offers for investment pursuant to the SPG PPM and WPO PPM.

PARTICULARS

The knowledge of Craig Gore, Marina Gore, George and Stonehouse, as officers and/or agents of MOGS, is to be attributed to MOGS.

The knowledge of Craig Gore, Marina Gore, Adamson, George and Stonehouse is to be inferred from the matters alleged in paragraphs 41 to 49, and 56 above.

Further particulars may be provided prior to trial, including following the receipt of reports or further reports from the provisional liquidators of the LLCs, WPO, SPG and Cayco, as well as from a provisional liquidator appointed to MOGS if such an appointment is made as sought by ASIC.

76. By reason of the matters in paragraphs 41 to 49 and 75 above, MOGS, Craig Gore, Marina Gore, Adamson, Stonehouse and George were knowingly concerned in the contraventions referred to in paragraph 74 above.

CARRYING ON A FINANCIAL SERVICES BUSINESS WITHOUT A LICENCE

77. Burrows, Gibson, Royale Capital, ActiveSuper, SPG, WPO and Cayco:
- (a) made offers and/or distributed application forms for offers for investment pursuant to the SPG PPM and the WPO PPM;
 - (b) made recommendations intended to influence persons in making a decision in relation to SMSFs (or that could reasonably be regarded as being intended to have such an influence) to acquire, vary and/or dispose of an interest in SMSFs;
 - (c) dealt in financial products by arranging for persons to acquire, vary and/or dispose of an interest in SMSFs; and
 - (d) dealt in financial products by arranging for persons to acquire, vary and/or dispose of an interest in deposit and payment products,
- in this jurisdiction as that term is defined in s 9 of the Act.
78. None of Burrows, Gibson, Royale Capital, ActiveSuper, SPG, WPO and Cayco were operating within the terms of an Australian Financial Services Licence (**AFS licence**).
79. In the circumstances, Burrows, Gibson, Royale Capital, ActiveSuper, SPG, WPO and Cayco engaged in the provision of financial services without a relevant AFS licence, in contravention of s 911A(1) of the Act.

INVOLVEMENT IN UNLICENSED FINANCIAL SERVICES BUSINESS

80. MOGS, Craig Gore, Marina Gore, Stonehouse, Adamson and George knew of or ought to have known of the circumstances set out in paragraphs 77 and 0 above.

PARTICULARS

The knowledge of Craig Gore, Marina Gore, George and Stonehouse, as officers and/or agents of MOGS, is to be attributed to MOGS.

The knowledge of Craig Gore, Marina Gore, Adamson, George and Stonehouse is to be inferred from the matters alleged in paragraphs 41 to 49 and 56 above.

Further particulars may be provided prior to trial, including following the receipt of reports or further reports from the provisional liquidators of the LLCs, WPO, SPG and Cayco, as well as from a provisional liquidator appointed to MOGS if such an appointment is made as sought by ASIC.

81. By reason of the matters alleged in paragraphs 42 to 50 and 80 above, MOGS, Craig Gore, Marina Gore, Stonehouse, Adamson and George were knowingly concerned in the contravention of s 911A(1) of the Act referred to in paragraph 79 above.

PROVIDING FINANCIAL SERVICES WITHOUT AUTHORISATION

82. By the conduct of Royale Capital and Gibson described in 17 to 19 above, Royale Capital and Gibson:
- (a) provided financial advice to potential investors by making recommendations intended to influence them in making a decision in relation to superannuation interests (or that could reasonably be regarded as being intended to have such an influence) to acquire, vary and/or dispose of an interest in superannuation interests (namely, an SMSF) within the meaning of the SIS Act; and
 - (b) dealt in financial products by arranging for persons to acquire, vary and/or dispose of an interest in superannuation interests (namely, an SMSF) within the meaning of the SIS Act.
83. The conduct referred to in paragraph 82 was not authorised by the terms of any authorisation from the holder of an AFS licence.
84. In the premises, Royale Capital and Gibson acted in breach of s 911B(1)(b)(iii) of the Act.

HAWKING OF FINANCIAL PRODUCTS

85. By reason of the conduct referred to in paragraphs 19 and 90, Gibson and Royale Capital offered financial products namely interests in SMSFs for issue in the course of or because of unsolicited meetings with another person.
86. In the course of offering financial products no offer was made to the recipient of any such offer to register on a “no Contact/No Call” register.
87. In the premises, Gibson and Royal Capital acted in breach of s 992A(1) of the Act.

MISLEADING AND DECEPTIVE CONDUCT

88. Gibson and Royale Capital made representations that, if they obtained a SMSF with the assistance of ActiveSuper and Burrows, the persons to whom those representations were made to would, alternatively could, achieve "safe and secure" "fantastic returns" of between 20 and 25 per cent per annum ("**Return Representations**").
89. The Return Representations were false, misleading and deceptive in that Gibson and Royal Capital did not have reasonable grounds for making the Return Representations.
90. Burrows, Gibson, ActiveSuper and Royale Capital made the following representations to investors and potential investors in the US Realty Memorandum:
- (a) returns of between 20 and 25 per cent per annum would be paid to investors;
 - (b) funds invested in accordance with the US Realty Memorandum would be:
 - i. applied to purchase shares in a private limited liability company to be formed and registered in Arizona, USA;
 - ii. applied for the purposes of purchasing foreclosed residential property as part of an investment portfolio; and
 - iii. "quarantined in an Australian based Trust Account" until such time as the capitalisation of the investment vehicle;
 - (c) Syndicated Property Solutions Arizona Ltd was currently contracted to handle property purchases for US Deals Ltd, New Zealand; and
 - (d) the manager of the investment vehicle was Australian Property Investment Management Arizona Ltd, a duly formed company in the State of Arizona.
- (the **US Realty Representations**).

PARTICULARS

The US Realty Representations made orally during cold calls, and or in the US Realty Memorandum.

91. The US Realty Representations were made with respect to future matters, and there was no reasonable basis for the making of them:
- (a) At all; alternatively

- (b) From October 2011,
and the US Realty Representations were accordingly false or misleading.

PARTICULARS

The lack of a reasonable basis can be inferred from the following:

- i. Money invested by Australian SMSF clients was never “quarantined in an Australian based Trust Account”;
- ii. From about October 2011 onwards, money invested by Australian SMSF clients pursuant to the US Realty Memorandum was not used for the purchase of property in the US at all, but instead was paid to MOGS, either by the LLCs or directly by ActiveSuper;
- iii. Of the money that was received by MOGS from the LLCs and ActiveSuper, a significant proportion of the funds were used to make payments to:
 1. Craig Gore’s trustee in bankruptcy;
 2. Craig Gore’s former wife;
 3. Marina Gore; and
 4. various consultants, including but not limited to Murphy Dawson, Need Properties, Shaw Consulting, Chant Consulting and Slijderink Consulting, all (alternatively some) of whom are associates of Craig Gore,

Further particulars may be provided prior to trial.

92. ActiveSuper, Royale Capital, Burrows, Gibson, SPG, WPO and Cayco made representations that moneys invested by Australian SMSFs pursuant to the SPG PPM and the WPO PPM:
- (a) in the future would be used for the purchase by SPG and WPO of property;
 - (b) in the past had been used for the purchase by SPG and WPO of property
- (Application Representations).**

PARTICULARS

The representations in (a) were made in the SPG PPM and the WPO PPM.

The representations in (b) were made by omission, through the failure to inform investors proposing to make investments pursuant to the SPG PPM and the WPO PPM that monies raised from previous investors had not been used by SPG or WPO to purchase property.

ASIC otherwise refers to and repeats the matters in paragraphs 50 to 55 above.

93. The Application Representations and the US Realty Representations were made in trade or commerce.
94. There was no reasonable basis for the making of the Application Representations referred to in paragraph 92(a) above, and they were accordingly false or misleading.
95. The Application Representations referred to in paragraph 92(b) above were false or misleading, because funds raised pursuant to the SPG PPM and the WPO PPM in the past had not been used by SPG or WPO to purchase property.
96. In the premises, ActiveSuper, Royale Capital, Burrows, Gibson, SPG, WPO and Cayco engaged in conduct that was misleading or deceptive, or likely to mislead or deceive, in contravention of s 1041H of the Act and s 12DA of the ASIC Act.
97. MOGS, Stonehouse, Craig Gore, Marina Gore, Adamson and George:
- (a) knew or ought to have known of the circumstances referred to in paragraphs 92 to 95.
 - (b) were involved in the receipt of and/or received and used funds received from investors pursuant to the US Realty Memorandum for purposes that were not consistent with the investment purposes stated in the Memorandum.
98. In the circumstances, MOGS, Stonehouse, Craig Gore, Marina Gore, Adamson and George were knowingly concerned in the contravention referred to in paragraph 94.

AND THE PLAINTIFF CLAIMS:

Winding Up

- A. An order that, pursuant to s 583 of the Act, that each of fifth to eleventh defendants, be wound up.
- B. An order that, pursuant to s 461(1)(k) of the Act, that the twelfth defendant, be wound up.
- C. An order that Damian John Templeton and Darren Michael Lewis of c/- KPMG, 147 Collins Street, Melbourne in the State of Victoria be appointed joint and several liquidators for the purposes of winding up the fifth to the eleventh defendants.

- D. An order that Michael Gerard McCann and Graham Robert Killer of c/-Grant Thornton, Ground Floor, 102 Adelaide Street, Brisbane in the State of Queensland be appointed joint and several liquidators for the purposes of winding up the twelfth defendant.

Declarations

Offering securities

- E. A declaration under s 1101B(1) of the Act that the first to fourth defendants made offers of securities, namely, shares in SPG (formerly known as Syndicated Property Group Arizona Ltd) in contravention of s 726 of the Act, in circumstances where SPG did not exist when the offer was made, and if it had existed the offer would need disclosure to investors under Part 6D.2 of the Act and a disclosure document lodged with ASIC.
- F. A declaration under s 1101B(1) of the Act that the twelfth to seventeenth defendants were directly or indirectly, knowingly concerned in the contravention by the first to fourth defendants of s 726 of the Act.
- G. A declaration under s 1101B(1) of the Act that the first to fourth and ninth to eleventh defendants made offers of securities, namely, shares in SPG and WPO in contravention of ss 727(1) and 727(2) of the Act, in circumstances where the offers required disclosure to investors under Part 6D.2 of the Act, and no disclosure document had been lodged with ASIC.
- H. A declaration under s 1101B(1) of the Act that the twelfth to seventeenth defendants were directly or indirectly, knowingly concerned in the contravention by the first to fourth and ninth to eleventh defendants of ss 727(1) and 727(2) of the Act.

Financial services

- I. A declaration under s 1101B(1) of the Act that the first to fourth and ninth to eleventh defendants carried on a financial services business in contravention of s 911A(1) of the Act in that each defendant provided financial services without holding an AFS licence covering the provision of the financial services, by:
- a. making offers or distributing application forms for the offer of securities, namely, shares in SPG, WPO and other companies; and

- b. providing financial product advice by making recommendations intended to influence persons in making a decision in relation to superannuation interests (or that could reasonably be regarded as being intended to have such an influence) to acquire, vary and/or dispose of an interest in superannuation interests (namely, a SMSF) within the meaning of the SIS Act; and
 - c. dealing in financial products by arranging for persons to acquire, vary and/or dispose of an interest in superannuation interests within the meaning of the SIS Act; and
 - d. dealing in financial products by arranging for persons to acquire, vary and/or dispose of an interest in deposit and payment products (namely, a Macquarie Cash Management Account or Macquarie Cash Management Trust Account).
- J. A declaration that the twelfth to seventeenth defendants were directly or indirectly, knowingly concerned in the contravention by the first to fourth and ninth to eleventh defendants of s 911A(1) of the Act.
- K. A declaration under s 1101B(1) of the Act that the second and fourth defendants contravened s 911B(1)(b)(iii) of the Act by:
- a. providing financial product advice by making recommendations intended to influence persons in making a decision in relation to superannuation interests (or that could reasonably be regarded as being intended to have such an influence) to acquire, vary and/or dispose of an interest in superannuation interests (namely, a SMSF) within the meaning of the SIS Act; and
 - b. dealing in financial products by arranging for persons to acquire, vary and/or dispose of an interest in superannuation interests (namely, a SMSF) within the meaning of the SIS Act,
- without holding an Australian financial services licence authorisation covering the provision of those financial services.

Hawking of financial products

- L. A declaration under s 1101B(1) of the Act that the second and fourth defendants have contravened s 992A(1) of the Act by offering financial products, namely, an interest in superannuation interests (namely, a SMSF) for issue in the course of, or because of an unsolicited meeting with another

person, without offering that person an opportunity to register on a "No Contact / No Call" register.

Misleading or deceptive conduct

- M. A declaration under s 1101B(1) of the Act that the second and fourth defendants engaged in conduct that was misleading or deceptive, or likely to mislead or deceive, in contravention of s 1041H of the Act and s 12DA of the ASIC Act, by stating to persons that, if they obtained a SMSF with the assistance of the first and third defendants, those persons would, alternatively could, achieve "safe and secure" "fantastic returns" of between 20 and 25 per cent per annum.
- N. A declaration under s 1101B(1) of the Act that the first to eighth defendants engaged in conduct that was misleading or deceptive, or likely to mislead or deceive, in contravention of s 1041H of the Act and s 12DA of the ASIC Act, by:
- a. disseminating documents identified in the supporting affidavits as the "US Realty Memorandum", and thereby representing to persons, contrary to the fact, that:
 - i. superannuation moneys redeemed from their superannuation funds would be:
 1. applied to purchase shares in a private limited liability company to be formed and registered in the State of Arizona, USA (the investment vehicle);
 2. applied for the purposes of purchasing foreclosed residential property as part of an investment portfolio; and
 3. "quarantined in an Australian based Trust Account" until such time as the capitalisation of the investment vehicle;
 - ii. Syndicated Property Solutions Arizona Ltd was currently contracted to handle property purchases for US Deals Ltd, New Zealand; and

- iii. the manager of the investment vehicle was Australian Property Investment Management Arizona Ltd, a duly formed company in the State of Arizona.
- O. A declaration under s 1101B(1) of the Act that the first to eleventh defendants engaged in conduct that was misleading or deceptive, or likely to mislead or deceive, in contravention of s 1041H of the Act and s 12DA of the ASIC Act, by:
- a. withholding from clients details concerning:
 - b. the application of moneys invested by them under the share offering;
 - c. the fact that invested moneys had been applied by the defendants contrary to the US Realty Memorandum, SPG PPM and WPO PPM.
- P. A declaration under s 1101B(1) of the Act that the twelfth to seventeenth defendants were directly or indirectly, knowingly concerned in the contravention by the first to eleventh defendants of s 1041H of the Act and s 12DA of the ASIC Act.

Injunctions

Financial products or financial services

- Q. An order pursuant to ss 1101B(1) and 1324(1) of the Act that each of the defendants be restrained, whether by themselves, their servants, agents and employees or otherwise, from:
- a. carrying on a business related to, concerning or directed to financial products or financial services within the meaning of section 761A of the Act;
 - b. providing any of the following services:
 - i. providing financial product advice within the meaning of s 761A of the Act;
 - ii. dealing in financial products within the meaning of s 761A of the Act;
 - c. in any way holding themselves out as doing the things in (a) or (b) above.

Superannuation interests

- R. An order pursuant to ss 1101B(1) and 1324(1) of the Act that each of the defendants be restrained, whether by themselves, their servants, agents and employees or otherwise, from:
- a. carrying on any business related to, concerning or directed to superannuation interests within the meaning of the SIS Act;
 - b. in any way holding themselves out as doing the things in paragraph (a) above;
 - c. being in any way, directly or indirectly, knowingly concerned in or a party to the conduct by another person of any business related to, concerning or directed to superannuation interests within the meaning of the SIS Act.

Offer of securities

- S. An order, pursuant to ss 1101B(1) and 1324(1) of the Act, that each of the defendants be restrained, whether by themselves, their servants, agents and employees or otherwise, from being in any way concerned in the distribution of promotional documents or application forms for the offer or acquisition of securities that require disclosure to investors under Part 6D.2 of the Act unless there has been lodged with ASIC a disclosure document for the offer or acquisition as required by s 727(2) of the Act.

Passport and other injunctions

- T. Orders under s 1323 that:
- a. each of the defendants not deal with any funds or monies standing to the credit of, or held on behalf of or under the control of:
 - i. Syndicated Arizona Property Solutions LLC; or
 - ii. the fifth to tenth and twelfth defendants;
 - b. each of the defendants not destroy books and records relating to dealings between them and in relation to in relation to clients of the first and second defendants or clients' SMSF and any moneys paid or received from them;
 - c. the fourteenth to seventeenth defendants deliver up their passports and not leave Australia without the consent of the Court.

- U. Costs.
- V. Such further or other relief as the Court thinks fit.

Jonathon Moore

Date: 13 February 2012



Savas Miriklis
Solicitor for ASIC

Schedule

No. VID 426 of 2012

Federal Court of Australia

District Registry: Victoria

Division: General

Defendants

Second Defendant:	ACN 143 832 053 Pty Ltd (ACN 143 832 053)
Third Defendant:	Jason Grant Burrows
Fourth Defendant:	Justin Luke Gibson
Fifth Defendant	U.S. Realty Investments #1, LLC (L-1666059-6)
Sixth Defendant	U.S. Realty Investments #2, LLC (L1666058-5)
Seventh Defendant	U.S. Realty Investments #3, LLC (L-1668734-4)
Eighth Defendant	U.S. Realty Investments #4, LLC (L-1668736-6)
Ninth Defendant	Syndicated Property Group Ltd (1678711)
Tenth Defendant	Worldwide Property Opportunities Ltd (1678279)
Eleventh Defendant	Cayco Management (CR-265977)
Twelfth Defendant	MOGS Pty Ltd (ACN 136 499 360)
Thirteenth Defendant	Jeffrey George
Fourteenth Defendant	Graeme Sydney Stonehouse
Fifteenth Defendant	Marina Ulrika Lovisa Gore
Sixteenth Defendant	Mark Gordon Adamson
Seventeenth Defendant	Craig Kirrin Gore

Date: 13 February 2013