



ASIC

Australian Securities &
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RIGHTS OF REVIEW

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

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15-0530

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 655A(1)(b) and 673(1)(b) – Declarations**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 655A(1)(b) and 673(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument 15/0530.

Commencement

3. This instrument commences on 11 June 2015.

Declaration

4. Chapters 6 and 6C of the Act apply to IVE Group Limited (*IVE*) as if:
 - (a) section 609 of the Act were modified or varied by inserting the following after subsection (13) as notionally inserted by ASIC Class Order [CO 13/520]:

"(14) A person does not have a relevant interest in its own securities merely because, under an escrow agreement entered into by the person, the person applies restrictions on the disposal of the securities by the holder."; and
 - (b) Part 6C.I of the Act, as notionally modified or varied by [CO 13/520], was further modified or varied by inserting the following after section 671B:

"671B(8) Escrow agreements
For the purposes of section 671B and the definition of *substantial holding* in section 9, a person has a relevant interest in securities if the person would have a relevant interest in the securities but for subsection 609(14)."

Where this instrument applies

5. This instrument applies in relation to relevant interests in shares of IVE (the *Escrowed Shares*) arising as a result of IVE entering into a voluntary escrow deed (an *Escrow Deed*) with Perpetual Corporate Trust Limited (ACN 000 341 533) as custodian for Wolseley Partners Fund II, LP (*Wolseley*) in connection with the proposed listing of IVE on the Official List of the Australian Securities Exchange (*ASX*), and where the Escrow Deed:

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- (a) restricts disposal of, but not the exercise of voting rights attaching to, the Escrowed Shares;
- (b) in the case of a takeover bid:
 - (i) allows Wolseley to accept into the takeover bid where holders of at least half of the bid class securities that are not subject to an Escrow Deed have accepted into the bid; and
 - (ii) requires that the Escrowed Shares be returned to escrow if the bid does not become unconditional;
- (c) allows the Escrowed Shares to be transferred or cancelled as part of a merger by way of compromise or arrangement under Part 5.1 of the Act;
- (d) terminates no later than the date that IVE's (or a related body corporate's) audited full-year results for the period ending 30 June 2016 are released to ASX; and
- (e) is substantially in the form as the draft Escrow Deed provided to ASIC on 26 May 2015.

Dated this 11th day of June 2015



Signed by Katrina Chianese,
as a delegate of the Australian Securities and Investments Commission

15-0551

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

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 601QA(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument [15-0551].

Commencement

3. This instrument commences on execution.

Revocation

4. ASIC Instrument [14-1088] dated 22 October 2014 is revoked.

Declaration

5. Chapter 5C of the Act applies to RateSetter Australia RE Limited ACN 166 646 635 (*Responsible Entity*) as responsible entity of RateSetter Lending Platform ARSN 169 500 449 (*Trust*) as if the definition of *scheme property* in section 9 of the Act were modified or varied by, in paragraph (d) omitting "(c)"; and substituting "(c) (including any rights conferred on the responsible entity under a facility through which a member of the scheme may be protected from financial loss suffered in relation to the interest held by the member but not including the assets of such a facility)".

Where this instrument applies

6. This instrument applies where:
 - (a) the Responsible Entity as responsible entity of the Trust operates the Platform;
 - (b) the assets of the Trust include the rights of the Responsible Entity as responsible entity of the Trust in relation to the Provision Fund as outlined in the Trust Constitution and Provision Fund Trust Deed;
 - (c) the assets of the Provision Fund are limited to cash and interests in loans assigned by the Responsible Entity to the Provision Fund;
 - (d) the Responsible Entity procures the preparation of annual audited financial statements for the Provision Fund in respect of each financial year and these are lodged with ASIC at the same time as the Trust Financial Statements are lodged with ASIC;
 - (e) the Responsible Entity maintains details on the Website of the current cash balance of the Provision Fund in Australian dollars;

- (f) the compliance plan for the Trust sets out adequate measures that the Responsible Entity is to apply in operating the Trust to ensure compliance with the Act in relation to the rights in relation to the Provision Fund referred to in paragraph (b) above, including the arrangements for:
 - (i) ensuring that the assets of the Provision Fund are valued at regular intervals using a methodology consistent with ordinary commercial practice for that type of asset;
 - (ii) ensuring that the assets of the Provision Fund are held separately from the property of the Trustee and the property of any other scheme;
 - (iii) ensuring that the assets of the Provision Fund are held on trust by the Trustee for the indirect benefit of the Members (by reason of the Responsible Entity in its capacity as responsible entity of the Trust, being the sole beneficiary of the Provision Fund); and
 - (iv) ensuring that payments are not made out of the Provision Fund unless authorised under the Provision Fund Trust Deed;
 - (v) ensuring that there are appropriate procedures for dealing with claims on the Provision Fund on behalf of the Members;
- (g) the Provision Fund operates in accordance with the Provision Fund Trust Deed and Trust Constitution;
- (h) the Trust Constitution sets out:
 - (i) the obligation of the Responsible Entity to ensure the Trustee administers the Provision Fund in compliance with the Provision Fund Trust Deed; and
 - (ii) adequate procedures for dealing with the winding up of the Provision Fund on the winding up of the Trust;
- (i) if the Responsible Entity or the Trustee is to have any rights to be paid fees out of the Provision Fund or to be indemnified out of the Provision Fund for liabilities or expenses incurred in relation to the performance of the Responsible Entity's or the Trustee's duties (as applicable), those rights:
 - (i) must be specified in the Trust Constitution; and
 - (ii) must be available only in relation to the proper performance of those duties.

Interpretation

7. In this instrument:

Member means a member of the Trust.

Platform means the on-line loan exchange platform maintained by or on behalf of the Responsible Entity for the matching of loans between funders (being the Members) and borrowers (being natural persons).

Provision Fund means, in relation to the Trust, a facility through which a Member may be protected from loss suffered as a result of default by a borrower in relation to a loan the Member is matched to through the Platform.

Provision Fund Trust Deed means the trust deed of the Provision Fund which is substantially in the form of the draft trust deed provided to ASIC on 21 October 2014.

Trust Constitution means the constitution of the Trust lodged with ASIC.

Trust Financial Statements means the annual financial report of the Trust prepared in accordance with section 295 of the Act.

Trustee means the trustee of the Provision Fund.

Website means the website ratesetter.com.au and any related subdomains maintained by or on behalf the Responsible Entity in respect of the Platform.

Dated this 12th day of June 2015



Signed by Leanne Damary
as a delegate of the Australian Securities and Investments Commission

15-0552

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

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 601QA(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument [15-0552].

Commencement

3. This instrument commences on execution.

Revocation

4. ASIC Instrument [14-1087] dated 22 October 2014 is revoked.

Declaration

5. Chapter 5C of the Act applies to RateSetter Australia RE Limited ACN 166 646 635 (*Responsible Entity*) as responsible entity of RateSetter Lending Platform ARSN 169 500 449 (*Trust*) as if Part 5C.6 of the Act were modified or varied as follows:
 - (i) omit subsection 601GA(4) and substitute:

“(4) If members are to have a right to withdraw from the scheme, the scheme’s constitution must:
(a) specify the right; and
(b) set out how a withdrawal request will be dealt with where that request relates to cash.
The right to withdraw, and any provisions in the constitution setting out procedures for making and dealing with withdrawal requests, must be fair to all members.”; and
 - (b) omit section 601KA and substitute:

“The responsible entity must not allow a member to withdraw from the scheme otherwise than in accordance with the scheme’s constitution or section 601KEA.”; and
 - (c) omit sections 601KB to 601KE; and
 - (d) after section 601KE insert:

“**601KEA Withdrawal of cash**

The responsible entity of a registered scheme may allow a member to withdraw from the scheme in relation to cash held in a respect of the member's interest in accordance with the procedures specified in the scheme's constitution."

Where this instrument applies

6. This instrument applies in relation to a withdrawal from the Trust, and any provision of the Trust constitution that relates to such withdrawal, where:
 - (a) the constitution of the Trust sets out procedures for making and dealing with requests for withdrawal of Cash by a Member;
 - (b) the withdrawal is a withdrawal of Cash at the request of a Member;
 - (c) the PDS and Website contain prominent disclosure:
 - (i) of the procedures for making and dealing with withdrawal requests;
 - (ii) that only Cash may be withdrawn; and
 - (iii) where the amount of Cash set out in the withdrawal request exceeds the total amount of Cash, that a Member may only withdraw up to the total amount of Cash;
 - (d) the Responsible Entity notifies the Member in writing (which notice may be given electronically) each time as to whether or not the withdrawal request has been accepted or denied by the Responsible Entity;
 - (e) where the Responsible Entity accepts the withdrawal request, the withdrawal request is satisfied within five business days of the Responsible Entity receiving the withdrawal request, except where the Responsible Entity is unable to do so because of the act or omission of a person other than the Responsible Entity in connection with the withdrawal;
 - (f) if a Member has a standing request on the Platform to withdraw a specified amount of Cash (*standing request*), then each time a withdrawal is effected, the relevant Member is given a prominent notice (which may be given electronically) by the Responsible Entity setting out the Member's standing request and that the Member may alter the standing request by providing instructions to the Responsible Entity on the Platform;
 - (g) the Responsible Entity makes a determination that the withdrawal request does not impact the assets held by the Responsible Entity for another Member and on a regular basis (at least Quarterly) sets out its

determination in writing (which may be in respect of all withdrawal requests of the same kind); and

- (h) each interest of a Member is of a different class to each other interest in the Trust.

Interpretation

7. In this instrument:

Cash means cash in a Member's Portfolio.

Member means a member of the Trust.

PDS means the Product Disclosure Statement issued by the Responsible Entity in respect of the Trust.

Platform means the on-line loan exchange platform maintained by or on behalf of the Responsible Entity for the matching of loans between funders (being the Members) and borrowers (being natural persons).

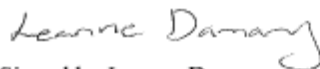
Portfolio means the assets held by the Responsible Entity on behalf of a Member including Cash and loans.

Product Disclosure Statement has the same meaning given by section 761A of the Act.

Quarterly means once each quarter of a calendar year.

Website means the website ratesetter.com.au and any related subdomains maintained by or on behalf the Responsible Entity in respect of the Platform.

Dated this 12th day of June 2015



Signed by Leanne Damary
as a delegate of the Australian Securities and Investments Commission

15-0553

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 340(1) - Order**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 340(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 15-0553.

Commencement

3. This instrument commences on 12 June 2015.

Order

4. ASIC relieves ILH Group Limited (subject to a Deed of Company Arrangement) ACN 120 394 194 (the *Company*) from Part 2M.3 of the Act for the financial half-year ended 31 December 2014 and the financial year ending 30 June 2015 until 22 October 2015.

Conditions

5. The Company must comply with the following conditions:
 - (a) the Company must put and keep in place arrangements for answering, free of charge, reasonable inquiries from its members that are about the consequences of the external administration;
 - (b) within 2 business days of the commencement of this instrument, the Company must make this instrument available on a website that is maintained by or on behalf of the Deed Administrators in a way that is readily accessible by the public from the website;
 - (c) within 2 business days of the commencement of this instrument, the Company must provide a written notice for release on the ASX Markets Announcement Platform which includes a statement describing the need for, and effect of, the relief provided by this order as it applies to the Company; and
 - (d) the Company must lodge the reports required to be prepared under Division 1 and 2 of Part 2M.3 of the Act with ASIC and report to members under section 314 of the Act for the financial half-year ended 31 December 2014 and the financial year ending 30 June 2015, on or before 23 October 2015.

15-0553

Interpretation:

In this instrument:

Deed Administrators means Michael Craig Brereton and Clifford Stuart Rocke of KordaMentha Pty Ltd appointed as Deed Administrators of the Company on 22 April 2015.

Dated this 12th day of June 2015

Signed by Kwan Leung
as a delegate of the Australian Securities and Investments Commission

CORPORATIONS ACT 2001

Subsection 601CC(4)

ASIC has struck the registered Australian bodies listed below off the register.

Dated this nineteenth day of June 2015

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ADULT LEARNING AUSTRALIA INCORPORATED

ARBN

074 892 005

CORPORATIONS ACT 2001

Section 601CL(4)

ASIC will strike the foreign companies listed below off the register three months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this nineteenth day of June 2015

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

YAMAMOTO REALTY CO. LIMITED

ARBN

003 844 700

CORPORATIONS ACT 2001

Subsection 601PB(2)

ASIC may deregister the managed investment schemes listed below two months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this nineteenth day of June 2015

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Scheme

ARSN

IOOF / PERENNIAL AUSTRALIAN PROPERTY SECURITIES FUND

087 726 289

IOOF / PERENNIAL INTERNATIONAL EQUITIES FUND

087 726 636

PERENNIAL HEDGED GLOBAL PROPERTY SECURITIES TRUST

096 017 248

PERENNIAL INTERNATIONAL EQUITIES TRUST

096 017 211

PROVIDENT CAPITAL HIGH YIELD FUND

134 487 577

Corporations Act 2001
Subsection 164(3)

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

AUSTRALIAN CHILDCARE PROJECTS

LIMITED ACN 167 078 033 will change to a proprietary company limited by shares. The new name will be ACP ACN 167 078 033 PTY LIMITED ACN 167 078 033.

MICROSKIN HOLDINGS LIMITED

ACN 132 553 612 will change to a proprietary company limited by shares. The new name will be MICROSKIN HOLDINGS PTY LTD ACN 132 553 612.

RETIREMENT LIVING TODAY PTY LTD

ACN 074 775 572 will change to a public company limited by shares. The new name will be WYZA LIMITED ACN 074 775 572.

LANDTRAK CORPORATION LTD

ACN 150 761 845 will change to a proprietary company limited by shares. The new name will be LANDTRAK CORPORATION PTY LTD ACN 150 761 845.

PETER LEHMANN WINES LIMITED

ACN 059 347 910 will change to a proprietary company limited by shares. The new name will be PETER LEHMANN WINES PTY LIMITED ACN 059 347 910.

YDF HOLDINGS PTY LTD ACN 601 170 370

will change to a public company limited by shares. The new name will be YDF HOLDINGS LIMITED ACN 601 170 370.