



**ASIC**

Australian Securities &  
Investments Commission

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# ASIC Gazette

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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](http://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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**ASIC**

Australian Securities &amp; Investments Commission

**16-0973**

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

**Notice of Cancellation of an Australian Financial Services Licence**

TO: ClearCorp FS Pty Ltd  
ABN 60 107 269 198 ("the Licensee")  
PO Box 4517  
Kingston ACT 2604

Pursuant to paragraph 915B (3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 247370 held by ClearCorp FS Pty Ltd with effect from the date on which this notice is given to the Licensee.

Dated        //   November 2016

Signed .....

A handwritten signature in cursive script that reads "James Nott".

James Nott  
A delegate of the Australian Securities and Investments Commission

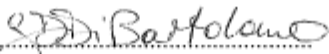
16-1113

Notice is given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 10 November 2016.

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION****IN THE MATTER OF SERGIO AMARANTI  
AND THE CORPORATIONS ACT 2001****To: Mr Sergio Amaranti****BANNING ORDER UNDER TO SECTIONS 920A and 920B OF THE  
CORPORATIONS ACT 2001**

**TAKE NOTICE** that under to sections 920A and 920B of the Corporations Act 2001 the Australian Securities and Investments Commission prohibits **SERGIO AMARANTI** from providing any financial services **PERMANENTLY**.

Dated this 8<sup>th</sup> day of November 2016.

Signed:   
GAI DI BARTOLOMEO  
Delegate of the  
Australian Securities and Investments Commission.

Your attention is drawn to subsection 920C(2) of the Corporations Act 2001 which provides that a person must not engage in conduct which breaches a banning order that has been made against the person. Contravention of subsection 920C(2) is an offence.

16-1117

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

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 741(1) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 16-1117.

**Commencement**

3. This instrument commences on 15 November 2016.

**Declaration**

4. Chapter 6D of the Act applies in relation to Trade Me Group as if the following provisions were modified or varied:

- (a) in section 708A:

- (i) in paragraph (1)(a) omit “(12A) or (12C),” and substitute “(12A), (12C) or (12G),”;

Note: ASIC Corporations (Non-Traditional Rights Issues) 2016/84 notionally inserted section 708A(12A) of the Act and ASIC Corporations (Sale Offers: Securities Issued on Conversion of Convertible Notes) 2016/82 notionally inserted section 708A(12C) of the Act.

- (ii) in paragraph (1A)(a) omit “(5),” and substitute “(5) or (12G),” and

- (iii) in subsection (12A) omit paragraph “(b)”;

- (iv) after subsection (12F) insert:

*“Sale offers of quoted securities: NZ foreign exempt listed body—case 6*

- (12G) The sale offer of securities in a New Zealand foreign exempt listed body does not need disclosure to investors under this Part if:

- (a) trading in that class of securities on a prescribed financial market on which they were quoted was not suspended for more than a total of 5 days during:

## 16-1117

- (i) if this section applies because of subsection (1)—the shorter of the period during which the class of securities were quoted, and the period of 12 months before the day on which the relevant securities were issued; or
  - (ii) if this section applies because of subsection (1A)—the shorter of the period during which the class of securities were quoted, and the period of 12 months before the day on which the relevant securities were sold by the controller; and
- (b) either:
- (i) if this section applies because of subsection (1)—the body gives the relevant market operators for the body a notice that the body reasonably believes complies with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand before the sale offer is made; or
  - (ii) if this section applies because of subsection (1A)—both the body, and the controller, gives the relevant market operators for the body a notice that the body and the controller reasonably believe complies with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand before the sale offer is made;
- (c) the notice states, in addition to any requirements of the *Financial Markets Conduct Regulations 2014* of New Zealand at the time the notice is given, that:
- (i) if this section applies because of subsection (1) – the body issued the relevant securities without disclosure to investors under this Part; or
  - (ii) if this section applies because of subsection (1A) – the controller sold the securities without disclosure to investors under this Part; and
  - (iii) the notice is being given under paragraph 708A(12G) as notionally inserted by instrument 16-1117;
  - (iv) as at the date of the notice, the body has complied with its obligations under rule 1.15.2 of the listing rules of ASX Limited.

In this subsection:

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*New Zealand foreign exempt listed body* means a body that is:

- (a) listed on the financial market operated by NZX Limited; and
- (b) listed on the financial market operated by ASX Limited as an exempt foreign listing.

*relevant market operators* means both ASX Limited and NZX Limited.”.

- (b) in section 708AA after paragraph (2)(f) insert:

“(2A) In this section, relevant market operator means both ASX Limited and NZX Limited”.

- (c) omit subsections 708AA(7) to (11), and substitute:

“(7) For a New Zealand foreign exempt listed body, a notice complies with this subsection if:

- (a) the body reasonably believes the notice complies with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand;
- (b) the notice states, in addition to any requirements of the *Financial Markets Conduction Regulations 2014* of New Zealand at the time the notice is given, that
  - (i) the body will offer the relevant securities for issue without disclosure under this Part;
  - (ii) the notice is being given under paragraph (2)(f); and
  - (iii) as at the date of the notice, the body has complied with its obligations under rule 1.15.2 of the listing rules of ASX Limited.

In this subsection:

*New Zealand foreign exempt listed body* means a body that is:

- (a) listed on the financial market operated by NZX Limited; and
- (b) listed on the financial market operated by ASX Limited as an exempt foreign listing.”.

16-1117

- (d) in subsection 708AA(12) as notionally inserted by ASIC Corporations (Non-Traditional Rights Issues) 2016/84 omit subsection (a) and substitute:

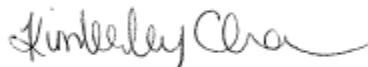
"(a) any information that would be excluded information under clause 20(5) of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand (as that clause exists on the date the notice is given) and that would need to be included in the notice if the notice had been given at that time and that has not been included in the notice or otherwise provided to the relevant market operator; or"

#### Interpretation

5. In this instrument:

**Trade Me Group** means Trade Me Group Limited ARBN 154 115 723 (Company Number 3590412), a body incorporated under the *Companies Act 1993* of New Zealand.

Dated this 15th day of November 2016



Signed by Kimberley Chan  
as a delegate of the Australian Securities and Investments Commission

16-1118

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

**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* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 16-1118.

**Commencement**

3. This instrument commences on 15 November 2016.

**Declarations**

4. Chapters 6 and 6C of the Act apply to Dreamscape Networks Limited ACN 612 069 842 (*Company*) as if section 9 were modified or varied by, after subparagraph (a)(ii)(C) in the definition of *substantial holding* (as notionally inserted by ASIC Class Order [CO 13/520]), inserting:

“or  
(D) subsection 609(13A) (securities subject to escrow arrangement);”.

5. Chapters 6 and 6C of the Act apply to the Company as if section 609 were modified or varied by, after subsection (13) (as notionally inserted by ASIC Class Order [CO 13/520]), inserting:

“(13A) A body corporate does not have a relevant interest in its own securities merely because, under an escrow arrangement entered into by the body corporate, the body corporate applies restrictions on the disposal of the securities by the holder.”.

6. Chapter 6C of the Act applies to the Company as if section 671B were modified or varied by, omitting “.” in paragraph (7)(c) (as notionally inserted by ASIC Class Order [CO 13/520]), and inserting:

“; or  
(d) subsection 609(13A) (securities subject to escrow arrangement).”.



16-1118

**Where this instrument applies**

7. This instrument applies in relation to relevant interests the Company has in securities of the Company (*Escrowed Securities*) merely because the Company has entered into one or more escrow agreements or deeds (each an *Escrow Arrangement*) with each *Security Holder* in connection with the proposed admission of the Company's securities to the official list of the Australian Securities Exchange (*ASX*) where each Escrow Arrangement:
- (a) does not restrict the exercise of voting rights attaching to, the Escrowed Securities;
  - (b) in the case of a takeover bid (including a proportional takeover bid):
    - (i) allows each Security Holder to accept into the Takeover Bid where holders of at least half of the bid class securities that are not subject to an Escrow Arrangement have accepted into the bid; and
    - (ii) requires that the Escrowed Securities be returned to escrow if the bid does not become unconditional;
  - (c) allows the Escrowed Securities 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 12 months from the date on which the Escrowed Securities are issued; and
  - (e) is substantially in the same form as the draft agreement provided to ASIC on 27 October 2016.

**Interpretation**

8. In this instrument, *Security Holder* means any of the following persons who hold shares in the Company;
- (a) Bluegeko Holdings Limited (Bahamas Company Number 167264 B)
  - (b) Cloudsafe Holdings Limited (Bahamas Company Number 167266 B)

Dated this 15<sup>th</sup> day of November 2016



.....  
Signed by Samantha Griffiths  
as a delegate of the Australian Securities and Investments Commission

16-1121

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

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 741(1) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 16-1121.

**Commencement**

3. This instrument commences on 16 November 2016.

**Exemption**

4. A shareholder of ikeGPS who makes an offer of ordinary shares for sale (*sale offer*) within 12 months after their issue does not have to comply with subsection 707(3) of the Act where:

(a) at the time of the issue of the shares:

- (i) ikeGPS was listed on the financial market operated by NZX Limited for a period of at least 3 months and was not listed on the financial market operated by ASX Limited; and
- (ii) a notice that complied with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand was given to NZX Limited; and

(b) at the time of the sale offer, ikeGPS is listed on the financial market operated by ASX Limited as an exempt foreign listing.

**Declaration**

5. Chapter 6D of the Act applies in relation to ikeGPS as if the following provisions were modified or varied:

(a) in section 708A:

- (i) in paragraph (1)(a) omit “(12A) or (12C),” and substitute “(12A), (12C) or (12G),”;

Note: ASIC Corporations (Non-Traditional Rights Issues) 2016/84 notionally inserted section 708A(12A) of the Act and ASIC Corporations (Sale Offers: Securities Issued

## 16-1121

on Conversion of Convertible Notes) 2016/82 notionally inserted section 708A(12C) of the Act.

- (ii) in paragraph (1A)(a) omit “(5),” and substitute “(5) or (12G),”; and
- (iii) in subsection (12A) omit paragraph “(b)”;
- (iv) after subsection (12F) insert:

*“Sale offers of quoted securities: NZ foreign exempt listed body—case 6*

- (12G) The sale offer of securities in a New Zealand foreign exempt listed body does not need disclosure to investors under this Part if:
  - (a) trading in that class of securities on a prescribed financial market on which they were quoted was not suspended for more than a total of 5 days during:
    - (i) if this section applies because of subsection (1)—the shorter of the period during which the class of securities were quoted, and the period of 12 months before the day on which the relevant securities were issued; or
    - (ii) if this section applies because of subsection (1A)—the shorter of the period during which the class of securities were quoted, and the period of 12 months before the day on which the relevant securities were sold by the controller; and
  - (b) either:
    - (i) if this section applies because of subsection (1)—the body gives the relevant market operators for the body a notice that the body reasonably believes complies with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand before the sale offer is made; or
    - (ii) if this section applies because of subsection (1A)—both the body, and the controller, gives the relevant market operators for the body a notice that the body and the controller reasonably believe complies with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand before the sale offer is made; and

## 16-1121

- (c) the notice given under paragraph (b) states, in addition to any requirements of the *Financial Markets Conduct Regulations 2014* of New Zealand at the time the notice is given, that:
- (i) if this section applies because of subsection (1) – the body issued the relevant securities without disclosure to investors under this Part; or
  - (ii) if this section applies because of subsection (1A) – the controller sold the securities without disclosure to investors under this Part; and
  - (iii) the notice is being given under paragraph 708A(12G) as notionally inserted by instrument 16-1121;
  - (iv) as at the date of the notice, the body has complied with its obligations under rule 1.15.2 of the listing rules of ASX Limited.

In this subsection:

***New Zealand foreign exempt listed body*** means a body that is:

- (a) listed on the financial market operated by NZX Limited; and
- (b) listed on the financial market operated by ASX Limited as an exempt foreign listing.

***relevant market operators*** means both ASX Limited and NZX Limited.”.

- (b) in section 708AA after paragraph (2)(f) insert:

“(2A) In this section, relevant market operator means both ASX Limited and NZX Limited”.

- (c) omit subsections 708AA(7) to (11), and substitute:

“(7) For a New Zealand foreign exempt listed body, a notice complies with this subsection if:

- (a) the body reasonably believes the notice complies with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand; and

## 16-1121

- (b) the notice states, in addition to any requirements of the *Financial Markets Conduct Regulations 2014* of New Zealand at the time the notice is given, that
- (i) the body will offer the relevant securities for issue without disclosure under this Part;
  - (ii) the notice is being given under paragraph (2)(f); and
  - (iii) as at the date of the notice, the body has complied with its obligations under rule 1.15.2 of the listing rules of ASX Limited.

In this subsection:

*New Zealand foreign exempt listed body* means a body that is:

- (a) listed on the financial market operated by NZX Limited; and
  - (b) listed on the financial market operated by ASX Limited as an exempt foreign listing.”.
- (d) in subsection 708AA(12) as notionally inserted by ASIC Corporations (Non-Traditional Rights Issues) 2016/84 omit subsection (a) and substitute:
- “(a) any information that would be excluded information under clause 20(5) of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand (as that clause exists on the date the notice is given) and that would need to be included in the notice if the notice had been given at that time and that has not been included in the notice or otherwise provided to the relevant market operator; or”

### Interpretation

6. In this instrument:

*ikeGPS* means ikeGPS Group Limited NZBN 942 903 602 9341 (Company Number 1292732), a body incorporated under the *Companies Act 1993* of New Zealand.

Dated this 16<sup>th</sup> day of November 2016



Signed by Nathania Nero  
as a delegate of the Australian Securities and Investments Commission

16-1122

**Australian Securities and Investments Commission  
Corporations Act 2001 – Subsection 741(1) – Revocation**

**Enabling legislation**

1. The Australian Securities and Investments Commission makes this instrument under subsection 741(1) of the *Corporations Act 2001*.

**Title**

2. This instrument is ASIC Instrument 16-1122.

**Commencement**

3. This instrument commences on the date it is signed.

**Revocation**

4. ASIC instrument 16-1068 dated 8 November 2016 is revoked.

Dated this 16<sup>th</sup> day of November 2016



Signed by Kimberley Chan  
as a delegate of the Australian Securities and Investments Commission.

16-1124


**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION*****Superannuation Industry (Supervision) Act 1993***  
**Subsection 130F(7)****NOTICE OF ADMINISTRATIVE APPEALS TRIBUNAL DECISION**

Under s 130F(7) of the *Superannuation Industry (Supervision) Act 1993* (SIS Act) the Australian Securities and Investments Commission provides notice of a decision made by the Administrative Appeals Tribunal (AAT). On 1 October 2015, acting under s 130F(2) of the SIS Act, ASIC disqualified Mr Manoj Abichandani from being an approved SMSF auditor. Mr Abichandani requested that ASIC reconsider its disqualification decision under s 344(4) of the SIS Act and ASIC subsequently confirmed the disqualification decision on 30 October 2015.

On 8 November 2016, the AAT set aside ASIC's disqualification decision. In substitution of ASIC's decision, the AAT decided that Mr Abichandani was not disqualified from being an approved SMSF auditor. In making its decision, the AAT found that Mr Abichandani was a fit and proper person to be an approved SMSF auditor.

Mr Abichandani's registration as an approved SMSF auditor has been reinstated.

Dated this 17<sup>th</sup> day of November 2016

Signed:   
.....  
Scott Rea  
Delegate of the Australian Securities and Investments Commission

16-1135

Notice is given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 14 November 2016.

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION****IN THE MATTER OF JAMES MCCARTHY****SECTIONS 920A AND 920B OF THE CORPORATIONS ACT 2001**

To: James McCarthy

**ORDER UNDER SECTIONS 920A AND 920B OF THE  
CORPORATIONS ACT 2001**

**TAKE NOTICE** that under paragraph 920A(1)(e) and section 920B of the Corporations Act 2001 the Australian Securities and Investments Commission prohibits James McCarthy from providing any financial services for a period of eight (8) years.

Dated this 11<sup>th</sup> day of November 2016.

Signed: .....  
Jo Graeme Darcy Plath  
Delegate of the Australian Securities and  
Investments Commission

Your attention is drawn to s920C and s1311 of the Corporations Act 2001 that provide that a person commits an offence if they engage in conduct that breaches a banning order that has been made against them (Penalty \$2,750 or imprisonment for 6 months or both).



CORPORATIONS ACT 2001

Section 601CL(5)

ASIC has struck the foreign companies listed below off the register.

Dated this eighteenth day of November 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

AMPEGON AG

150 685 886

CEZANNE PROPERTIES LIMITED

139 782 988

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CORPORATIONS ACT 2001

Subsection 601CC(4)

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

Dated this eighteenth day of November 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

ECH INCORPORATED

**ARBN**

157 743 587

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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 eighteenth day of November 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Scheme**

AUSTRALASIAN INFRASTRUCTURE TRUST

**ARSN**

093 197 105

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CORPORATIONS ACT 2001

Section 601CC(3)

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

Dated this eighteenth day of November 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

SEXUAL DYSFUNCTION CONFERENCE INC.

**ARBN**

148 059 447

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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 eighteenth day of November 2016

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

BAYERNFONDS AUSTRALIEN 4 GMBH

DEPIX HOLDINGS LIMITED

**ARBN**

136 003 060

604 878 677

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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.

**ACH ENTERPRISES LIMITED**

ACN 606 793 793 will change to a proprietary company limited by shares. The new name will be ACH ENTERPRISES PTY LTD ACN 606 793 793.

**OCEAN GROWN ABALONE PTY LTD**

ACN 148 155 042 will change to a public company limited by shares. The new name will be OCEAN GROWN ABALONE LIMITED ACN 148 155 042.

**AUSTRALIA NORTH HOLDINGS LIMITED**

ACN 614 266 465 will change to a proprietary company limited by shares. The new name will be AUSTRALIA NORTH HOLDINGS PTY LTD ACN 614 266 465.

**RMPCO PTY** ACN 069 972 292 will change to a proprietary company limited by shares. The new name will be RMPCO PTY LTD ACN 069 972 292.

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