



**ASIC**

Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette

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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

17-1099


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

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

TO: Arc 2000 Consulting Pty Limited  
ACN 164 048 775 ("the Licensee")  
157 Ross Street  
FOREST LODGE NSW 2037

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 433172 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 29 January 2018

Signed 

Kim Demarte  
A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

17-1109

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

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

TO: Sabjat Pty Ltd  
ACN 126 805 525 ("the Licensee")  
Po Box 569  
WERRIBEE VIC 3030

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 489109 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 29 January 2018

Signed  .....

Kim Demarte  
A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

17-1111

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

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

TO: Umbik Pty Ltd  
ACN 010 371 598 ("the Licensee")  
68 Ash Place  
PO Box 1074  
BARCALDINE QLD 4725

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 488366 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 29 January 2018

Signed 

Kim Demarte  
A delegate of the Australian Securities and Investments Commission

18-0035

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 18-0035.

**Commencement**

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

**Declaration**

4. Chapter 5C of the Act applies to OneVue RE Services Limited ACN 101 103 011 in its capacity as responsible entity of the OneVue Managed Account ARSN 112 517 656 (the *Scheme*) as if section 601FL were modified or varied as follows:
  - (a) in subsection (1) omit all the text after the word “it”, substitute:

“must either:

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

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

    - (a) The responsible entity must give members of the scheme notice of a proposal to choose the proposed responsible entity, to be the scheme’s new responsible entity.

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- (b) The notice to members must:
- (i) set out the following information:
    - (A) the responsible entity's reasons for wanting to retire;
    - (B) such information as can reasonably be expected to be material to a member in forming a view as to the choice of the proposed responsible entity;
    - (C) information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur;
    - (D) how members can access on the responsible entity's website current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur;
  - (ii) state prominently that if:
    - (A) members who together hold at least 5% of the total value of the interests held by members; or
    - (B) 100 members,  
  
who would be entitled to vote if the proposal were put as a proposed resolution to a meeting of members under paragraph (1)(a), ask for a vote on the choice of the proposed responsible entity by giving written notice received by the responsible entity within 21 days from the date the notice is sent, the responsible entity will either arrange a postal vote or convene a meeting to vote on a resolution for the choice of the proposed responsible entity; and
  - (iii) be accompanied by a form which can be ticked to ask for a vote; and
  - (iv) state prominently a reply paid address of the responsible entity to which the form may be sent.
- (c) The responsible entity must prominently disclose on its website current information about the proposed timing of the retirement

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of the responsible entity and the manner in which that retirement will occur.

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

- (c) after subsection (2) insert:

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

- (2B) If:

- (a) a related body corporate is proposed to be the new responsible entity in accordance with subsection (1A); and

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- (b) sufficient members do not ask for a vote to choose the entity in accordance with the notice referred to in paragraph (1A)(b); and
- (c) the entity has consented in writing to becoming the scheme's responsible entity,

then:

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

**Where this declaration applies**

- 5. This declaration applies where OneVue Wealth Services Limited ACN 120 380 627 has agreed in writing to become the new responsible entity of the Scheme.

**Where this declaration ceases to apply**

- 6. This declaration ceases to apply on 30 April 2018.

Dated this 30<sup>th</sup> day of January 2018



Signed by Davis Zhang  
as a delegate of the Australian Securities and Investments Commission



18-0044

**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 18-0044.

**Commencement**

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

**Declarations**

4. Chapters 6 and 6C of the Act apply to Duxton Broadacre Farms Ltd ACN 129 249 243 (*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.”.
5. Chapters 6 and 6C of the Act apply to the 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);”.
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]), inserting:  

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

18-0044

**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) restricts disposal of, but not 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 12 months from the *Quotation Date* of the Company or 24 months from the date of this instrument, whichever occurs earlier; and
  - (e) is substantially in the same form as the agreement provided to ASIC on 23 January 2018.

**Interpretation**

8. In this instrument:
- (a) *Security Holder* means any of the following persons who hold shares in the Company:
    - i. Claraville Station Pty Ltd ACN 167 177 175 as trustee for the Claraville Station Trust;
    - ii. 2 King William Street Pty Ltd ACN 158 161 169 as trustee for the 2 King William Street Trust

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(b) *Quotation Date* means the first date of quotation of the Company's Shares on the ASX.

Dated this 23rd day of January 2018



Signed by Jasmin Lipton  
as a delegate of the Australian Securities and Investments Commission

18-0048

## NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001

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 24 January 2018.

## AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

## IN THE MATTER OF JACKSON TEMI ANNI

SECTIONS 920A AND 920B  
OF THE CORPORATIONS ACT 2001

To: Jackson Temi Anni

**TAKE NOTICE** that under sections 920A(1) and 920B(2) of the *Corporations Act 2001* the Australian Securities and Investments Commission prohibits JACKSON TEMI ANNI from providing any financial services permanently.

Dated this 19<sup>th</sup> day of January 2018.



Signed:

Lisa Lu

Delegate of the Australian Securities and Investments Commission

Your attention is drawn to section 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 section 920C(2) is an offence.

18-0050

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 741(1)(a) – Exemption**

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 18-0050.

**Commencement**

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

**Exemption**

4. Prospa Advance Pty. Ltd. 154 775 667 (**Prospa**) does not have to comply with subsection 734(2) of the Act.

**Where this instrument applies**

5. Subject to paragraph 6, this exemption applies to the following information communicated by Prospa to Employees:
  - (a) information alerting them to impending announcements about the Initial Public Offer;
  - (b) information about the ways in which Employees may participate in the Initial Public Offer;
  - (c) details of any employee share plan, employee option plan or employee incentive plan under which offers to Employees may be made at or about the same time as the Initial Public Offer;
  - (d) information about the timetable for the Initial Public Offer, including updates to the timetable for the Initial Public Offer;
  - (e) information relating to:
    - (i) changes which may be made to the structure and administration of Prospa and its related bodies corporate at or about the same time as the Initial Public Offer;

- (ii) the appointment of management, executive officers and directors of Prospa or a related body corporate; and
- (iii) the timetable for the Initial Public Offer, including updates to the timetable of the Initial Public Offer.

**Conditions**

6. This exemption does not apply if, in communicating any of the information set out in paragraph 5 of this instrument, Prospa communicates any advantages, benefits or merits of the Initial Public Offer.

**Cessation**

7. The exemption shall remain effective, unless otherwise revoked, until the earlier of:
- (a) the date on which Prospa or a related body corporate lodges a prospectus for the Initial Public Offer with ASIC; or
  - (b) 30 June 2018.

**Interpretation**

8. In this instrument:

*Employees* means employees of Prospa or a related body corporate;

*Initial Public Offer* means the proposed initial public offer of fully paid ordinary shares in Prospa or a related body corporate intended to be made in the first half of 2018; and

*Prospectus* means the prospectus to be lodged by Prospa or a related body corporate with ASIC in respect of the Initial Public Offer.

Dated this 29<sup>th</sup> day of January 2018



Signed by Henry Brunskill  
as a delegate of the Australian Securities and Investments Commission

18-0057

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 18-0057.

**Commencement**

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

**Declaration**

4. Chapter 6 of the Act applies to Capitol Health Holdings Pty Limited ACN 623 058 499 (the *Bidder*) in relation to its off-market takeover bid (the *Bid*) to acquire all of the ordinary shares in Integral Diagnostics Limited ACN 130 832 816 (the *Target*) as if section 612 were modified or varied by omitting paragraph (f) and substituting:

“(f) items 2, 3 and 6 in the table in subsection 633(1) (procedural steps for off-market bid) other than a contravention arising solely from a failure to complete the step in item 6 in the table in subsection 633(1) within 28 days after the bidder’s statement is sent to the target; or”.

**Exemption**

5. The Bidder does not have to comply with item 6 of the table in subsection 633(1) in relation to the Bid, but only to the extent that the item requires:
  - (a) that the bidder’s statement is sent with the offers; and
  - (b) that the offers that are made are on the terms set out in the bidder’s statement and offer document lodged with ASIC under item 2 of the table in subsection 633(1).

**Where this instrument applies**

6. The declaration in paragraph 4 and the exemption in paragraph 5 apply in relation to the Bid by the Bidder for all of the ordinary shares in the Target with respect to

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which a bidder's statement was lodged by the Bidder with ASIC on 22 December 2017 where:

- (a) the Bidder has:
  - (i) lodged with ASIC;
  - (ii) sent to the Target; and
  - (iii) if the bid class securities are quoted and the Target is listed—sent to the operator of each prescribed financial market on which the Target's securities are quoted;a replacement bidder's statement and a copy of that replacement bidder's statement marked to show all changes from the original bidder's statement; and
- (b) the Bidder sends a replacement bidder's statement and offers to each person (other than the Bidder) who, as at the date set by the Bidder under subsection 633(2), holds:
  - (i) securities in the bid class; or
  - (ii) if the bid extends to securities that come to be in the bid class due to the conversion of or exercise of rights attached to other securities, the other securities;within a 3 day period and within 14-28 days after the replacement bidder's statement is sent to the Target or such earlier time as may be agreed to in writing by the directors of the Target or ASIC.

#### Interpretation

7. In this instrument:

**replacement bidder's statement** means a bidder's statement that:

- (a) is lodged with ASIC within 7 days of the date of this instrument;
- (b) bears a date that is the same as the date that it is lodged; and
- (c) incorporates all the substantive information in an original bidder's statement and in each supplementary bidder's statement that was lodged in relation to the original bidder's statement for the Bid before, or at the same time as, the time when the replacement bidder's statement is lodged with ASIC; and
- (d) explains that it replaces the original bidder's statement and each supplementary statement and states the date or dates that the original bidder's statement and each supplementary statement were lodged with ASIC; and
- (e) includes details of the effect of the modification provided for in this instrument; and
- (f) sets out or reflects offers under the bid that are on the same terms as those

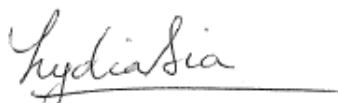


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set out in the original bidder's statement and offer document (if any) lodged with ASIC under item 2 of the table in subsection 633(1) or terms that differ solely as a result of an amendment to those original terms to reflect that:

- (i) persons who hold securities in the bid class that are subject to transfer restrictions may only accept the offer after such restrictions cease; and
- (ii) an application for quotation of the securities offered under the Bid was made on 17 January 2018.

Dated this 30<sup>th</sup> day of January 2018



Signed by Lydia Sia

as a delegate of the Australian Securities and Investments Commission

18-0062

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraphs 741(1)(a), 741(1)(b), 1020F(1)(a) and  
1020F(1)(b) – Exemption and Declaration**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 741(1)(a), 741(1)(b), 1020F(1)(a) and 1020F(1)(b) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 18-0062.

**Commencement**

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

**Exemption**

4. TopCo does not have to comply with Part 6D.2 or 6D.3 of the Act for an offer to issue TopCo shares to holders of ordinary shares in NBAB.
5. TopCo does not have to comply with Part 6D.2, 6D.3 or Division 5A of Part 7.9 of the Act for an unsolicited offer to purchase ordinary shares in NBAB.

**Declaration**

6. Chapter 6D of the Act applies to holders of TopCo shares as if subsections 707(3) and (4) were omitted and substituted with:
  - “(3) An offer of a body’s securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:
    - (a) without disclosure to investors under this Part; and
    - (b) with the purpose of the person to whom they were issued:
      - (i) selling or transferring them; or
      - (ii) granting, issuing or transferring interests in, or options or warrants over, them;and section 708 or 708A does not say otherwise.”.

18-0062

**Where this instrument applies**

7. This instrument applies:
- (a) where TopCo offers to issue TopCo shares or offers to purchase NBAB shares (*Offers*) under the Transaction on the terms and conditions set out in the Transaction Documents;
  - (b) where the Transaction Documents are prepared for a general meeting (*Meeting*) of NBAB's shareholders in connection with the Transaction and are made available to all Australian resident shareholders of NBAB;
  - (c) where the Transaction Documents are publicly disclosed by NBAB (including by publication on its website); and
  - (d) where NBAB and TopCo reasonably believe that the Transaction complies with all applicable laws that, as at the date of the Offers, as are in force in Sweden and Finland.

**Interpretation**

8. In this instrument:

**Meeting** means the general meeting to be held by NBAB on or around 15 March 2018, in which the shareholders of NBAB will be invited to approve or refuse the Transaction.

**Transaction** means the proposed merger between NBAB, as *transferor company*, and TopCo, as *transferee company*, whereby the assets and liabilities of NBAB are transferred to TopCo and NBAB is dissolved, for which NBAB shareholders will receive as merger consideration TopCo shares with a proportion of one new share in TopCo for each share owned in NBAB, as set out in the Transaction Documents, and which is regulated by the relevant laws of Sweden and Finland.

**Transaction Documents** means the documentation required for the Transaction, which are to be made available to shareholders of NBAB, including:

- (a) the merger plan document (and its appendices) dated 25 October 2017 and registered with the companies registration office in Sweden on 26 October 2017 and with the patent and registration office in Finland on 24 November 2017, which sets out the terms of the Transaction;
- (b) the report prepared by the directors of NBAB and TopCo in relation to the Transaction dated 25 October 2017;
- (c) a notice of meeting to be made available to NBAB shareholders on or around 5 February 2018; and

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- (d) a prospectus which explains, among other things, the effect of the Transaction, to be approved and registered by the Finnish Financial Supervisory Authority and made available to NBAB shareholders sometime between 16–28 February 2018.

**NBAB** means Nordea Bank AB (publ), a Sweden registered banking company whose shares are listed on Nasdaq Stockholm (in SEK) and Nasdaq Copenhagen (in DKK), and whose depository receipts regarding its shares are listed on Nasdaq Helsinki (in EUR).

**TopCo** means Nordea Holding Abp (to be renamed Nordea Bank Abp on receipt of a banking license from the European Central Bank), established under the laws of Finland, whose shares will be listed on Nasdaq Helsinki, Nasdaq Stockholm and Nasdaq Copenhagen in connection with the completion of the Transaction.

**TopCo shares** means fully paid ordinary shares in TopCo.

Dated this 31 January 2018



Signed by Henry Brunskill  
as a delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

18-0064

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

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

TO: West Super Plus Pty Ltd  
ACN 009 436 408 ("the Licensee")  
P O Box 1975  
SUBIACO WA 6904

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 255223 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 31 January 2018

Signed 

Kim Demarte  
A delegate of the Australian Securities and Investments Commission

18 -0068

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 741(1)(a) – Exemption**

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 18 - 0068.

**Commencement**

3. This instrument commences on 1 February 2018.

**Exemption**

4. Unlocked Media Pty Ltd ACN 169 872 502 (*Company*) does not have to comply with subsection 734(2) of the *Act*.

**Where the exemption applies**

5. Subject to paragraph 6, this instrument applies to statements made by the Company to employees of the Company, or to employees of a related body corporate of the Company, communicating:
  - (i) information alerting them to impending announcements about the IPO;
  - (ii) information about the ways in which employees may participate in the IPO;
  - (iii) details of any employee share plan, employee option plan or employee incentive plan under which offers to employees may be made at or about the same time as the IPO; and
  - (iv) information relating to:
    - (A) changes which may be made to the structure and internal administration of the Company and its related bodies corporate at or about the same time as the IPO;
    - (B) the appointment of management, officers and directors of the Company or a related bodies corporate; and
    - (C) the timetable for the IPO, including any updates to the timetable.

18- 0068

**Conditions**

6. This instrument does not apply if, in communicating any of the information set out in paragraph 5 of this instrument, the Company communicates any advantages, benefits or merits of the IPO.

**Cessation**

7. This instrument ceases to apply on the earlier of:
- (a) the date on which the IPO Prospectus is lodged with ASIC; and
  - (b) 31 May 2018.

**Interpretation**

8. In this instrument:

**IPO** means the proposed initial public offering of fully paid ordinary shares in the Company, or a related body corporate; and

**IPO Prospectus** means a disclosure document for the IPO proposed to be lodged with ASIC by the Company or a related body corporate in or around April 2018.

Dated this 1<sup>st</sup> day of February 2018



Signed by Taryn Chua  
as a delegate of the Australian Securities and Investments Commissions

18-0069

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraphs 601QA(1)(a), 926A(2)(a) and 1020F(1)(a) –  
Exemptions**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 601QA(1)(a), 926A(2)(a) and 1020F(1)(a) of the *Corporations Act 2001 (Act)*.

**Title**

2. This instrument is ASIC Instrument 18-0069.

**Commencement**

3. This instrument commences on 2 February 2018.

**Exemptions**

4. KYH Racing Club Pty Ltd ACN 623 511 062 (the *Company*) in its capacity as operator of the Club does not have to comply with:
  - (a) subsection 601ED(5) of the Act in relation to the operation of the Club;
  - (b) Divisions 2 to 5 of Part 7.9 of the Act in relation to an interest in the Club; and
  - (c) the requirement in subsection 911A(1) of the Act to hold an Australian financial services licence covering the provision of financial services in its operation of the Club.

**Conditions**

5. The Company must:
  - (a) operate the Club in accordance with the Club Rules;



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- (b) before any person is accepted by the Company as a member of the Club, provide to that person a document (*disclosure document*) that would allow that person to gain a reasonable understanding of the nature and purpose of the Club and includes:
  - i. the statements that are required by condition 5(c) of this instrument to be included in an application form; and
  - ii. information regarding the following:
    - A. the objectives and purpose of the Club;
    - B. the amount of membership fees and any ongoing expenses that may be incurred by members;
    - C. how a member can cancel their membership;
    - D. how often and by what means the Company will be reporting to members in relation to the Club;
    - E. the benefits available to members, including the kinds of promotional events the Company will hold, how often and where;
    - F. how the Company will obtain interests in racehorses and/or horseracing syndications;
    - G. how the Company will manage any winnings, including any amounts the Company will deduct in the form of fees, expenses and/or commissions;
    - H. the expenses the Company will incur in relation to syndications, promotional activities and event management;
    - I. how the Company will handle prospective members' funds;
    - J. any cooling off period available to new members;
    - K. dispute resolution, including how to make a complaint;
    - L. how the Company will handle conflicts of interest, especially in relation to any interests of the Club and/or the Company in syndications and event management;
    - M. horse racing industry risks; and
    - N. how a member, or prospective member, can obtain further information about the Club;
- (c) only accept a person as a member of the Club in response to an application form which includes statements to the effect that:
  - i. prospective members should read the disclosure document before deciding whether to become a member of the Club;

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- ii. members of the Club will not directly or indirectly acquire an ownership interest in a horse;
  - iii. the primary benefit of membership of the Club is not a financial benefit and members will not receive a financial return; and
  - iv. any prize money is unlikely to cover the costs of providing benefits, and any prize money actually won will be reinvested to provide benefits;
- (d) ensure that any advertisement or promotion of the Club contains a statement to the effect that:
- i. prospective members should read the disclosure document before deciding whether to become a member of the Club;
  - ii. members of the Club will not directly or indirectly acquire an ownership interest in a horse; and
  - iii. the primary benefit of membership of the Club is not a financial benefit and members will not receive a financial return;
- (e) ensure that any member of the Club is free to terminate membership of the Club at any time, on written notice of no more than one month, without penalty;
- (f) ensure that there is no direct or indirect acquisition by any member of ownership interests in a horse; and
- (g) comply with a written notice given to the Company by ASIC directing the Company to provide a written statement containing specified information regarding the operation of the Club within the time specified in the direction or such longer period of time as agreed by ASIC in writing.

#### Interpretation

6. In this instrument:

**Club** means the arrangement described in the information provided to ASIC by the Company on or about 3 January 2018 as 'KYH Racing Club' and which is operated by KYH Racing Club Pty Ltd in accordance with the Club Rules;

**Club Rules** means the document titled 'KYH Racing Club Pty Ltd Membership Rules and Regulations' as submitted by the Company to ASIC on or about 3 January 2018, as may be varied from time to time on prior notification to ASIC.

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Dated this 2<sup>nd</sup> day of February 2018.

A handwritten signature in black ink, consisting of a stylized 'J' followed by a horizontal line and some additional strokes.

Signed by Jayaki Somasegaram

as a delegate of the Australian Securities and Investments Commission

CORPORATIONS ACT 2001  
Section 601CL(5)

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

Dated this second day of February 2018

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**  
MANATEE, INC.

**ARBN**  
150 812 203

THE ROYAL BANK OF SCOTLAND PLC

101 464 528

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.

**APHRODITE GOLD LIMITED** ACN 138 879 928 will change to a proprietary company limited by shares. The new name will be APHRODITE GOLD PTY LTD ACN 138 879 928.

**AUSTRALIAN FOOD BOWL LIMITED** ACN 146 677 947 will change to a proprietary company limited by shares. The new name will be AUSTRALIAN FOOD BOWL PTY LTD ACN 146 677 947.

**CH BIOTECH LIMITED** ACN 163 648 986 will change to a proprietary company limited by shares. The new name will be CH BIOTECH PTY LTD ACN 163 648 986.

**DIVERSE SECURITY NEEDS PTY LTD** ACN 618 678 701 will change to a public company limited by shares. The new name will be DIVERSE SECURITY NEEDS LIMITED ACN 618 678 701.

**ECOSAVE HOLDINGS LIMITED** ACN 160 875 016 will change to a proprietary company limited by shares. The new name will be ECOSAVE HOLDINGS PTY LTD ACN 160 875 016.

**FTF CORPORATION LIMITED** ACN 621 556 714 will change to a proprietary company limited by shares. The new name will be FTF CORPORATION PTY LTD ACN 621 556 714.

**NEXT ADDRESS PTY LTD** ACN 605 682 102 will change to a public company limited by shares. The new name will be NEXT ADDRESS LIMITED ACN 605 682 102.

**SEACHANGE TECHNOLOGY HOLDINGS PTY LTD** ACN 089 951 066 will change to a public company limited by shares. The new name will be OCEAN GUARDIAN HOLDINGS LIMITED ACN 089 951 066.

**SELECTED GROWTH PROPERTIES LIMITED** ACN 116 006 896 will change to a proprietary company limited by shares. The new name will be SELECTED GROWTH PROPERTIES PTY LTD ACN 116 006 896.