



**ASIC**  
Australian Securities &  
Investments Commission

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# ASIC Gazette

## Contents

Notices under Corporations Act 2001

18-0908	18-0909	18-0910	18-0911	18-0912	18-0913	18-0914
18-0915	18-0925					

Company/scheme deregistrations

Change of company type

### 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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18-0908

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 18-0908.

**Commencement**

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

**Declaration**

4. Chapter 5C of the Act applies to Heathley Asset Management Limited ACN 003 976 672 in its capacity as responsible entity of Heathley Direct Medical Fund No.1 ARSN 602 267 514, Heathley Direct Medical Fund No.2 ARSN 619 641 495, Heathley Aged Care Property Fund No.1 ARSN 606 707 055 and Heathley Development and Finance Trust ARSN 628 611 950 as if the following provisions of that Chapter were modified or varied as follows:
  - (a) omit paragraph 601FC(1)(c) and substitute:
    - “(c) act in the best interests of members (having regard to their interests as holders of interests in the scheme and as holders of interests in other schemes, where interests in each of the schemes are components of a stapled security) and, if there is a conflict between the members’ interests and its own interests, give priority to the members’ interests; and”;
  - (b) omit paragraph 601FC(1)(e) and substitute:
    - “(e) not make use of information acquired through being the responsible entity in order to:
      - (i) gain an improper advantage for itself or another person; or
      - (ii) cause detriment to the members of the scheme (having regard to their interests as holders of interests in the scheme and as holders of interests in other schemes, where interests in each of the schemes are components of a stapled security); and”;

18-0908

- (c) omit paragraph 601FD(1)(c), 601FD(1)(d) and 601FD(1)(e) and substitute:
- “(c) act in the best interests of members (having regard to their interests as holders of interests in the scheme and as holders of interests in other schemes, where interests in each of the schemes and shares in each of the companies are components of a stapled security) and, if there is a conflict between the members’ interests and the interests of the responsible entity, give priority to the members’ interests; and
  - (d) not make use of information acquired through being an officer of the responsible entity in order to:
    - (i) gain an improper advantage for the officer or another person; or
    - (ii) cause detriment to the members of the scheme (having regard to their interests as holders of interests in the scheme and as holders of interests in other schemes and shares in other companies, where interests in each of the schemes and shares in each of the companies are components of a stapled security); and
  - (e) not make improper use of their position as an officer to gain, directly or indirectly, an advantage for themselves or for any other person or to cause detriment to the members of the scheme (having regard to their interests as holders of interests in the scheme and as holders of interests in other schemes, where interests in each of the schemes are components of a stapled security); and”;
- (d) omit paragraphs 601FE(1)(a) and 601FE(1)(b) and substitute:
- “(a) make use of information acquired through being an employee of the responsible entity in order to:
    - (i) gain an improper advantage for the employee or another person; or
    - (ii) cause detriment to the members of the scheme (having regard to their interests as holders of interests in the scheme and as holders of interests in other schemes, where interests in each of the schemes and shares in each of the companies are components of a stapled security); or
  - (b) make improper use of their position as an employee to gain, directly or indirectly, an advantage for themselves or for any other person or to cause detriment to the members of the scheme (having regard to their interests as holders of interests in the scheme and as holders of interests in other schemes, where interests in each of the schemes and are components of a stapled security).”;

18-0908

(e) insert after subsection 208(2) of the Act as notionally inserted by section 601LC:

“(2A) Member approval is not required for the giving of a financial benefit and the benefit need not be given within 15 months if:

- (a) the benefit either:
  - (i) is given out of the scheme property of a registered scheme; or
  - (ii) could endanger the scheme property; and
- (b) all of the interests in the scheme, together with all of the interests in other schemes (each a *stapled entity*), are components of stapled securities; and
- (c) the benefit is given by:
  - (i) the responsible entity of the scheme; or
  - (ii) an entity that the responsible entity controls; or
  - (iii) an agent of, or person engaged by, the responsible entity;
- (d) the benefit is given to:
  - (i) an entity wholly owned, whether directly or indirectly, by the scheme; or
  - (ii) a stapled entity or an entity wholly owned, whether directly or indirectly, by a stapled entity; or
  - (iii) an entity wholly owned, whether directly or indirectly, jointly by the scheme and a stapled entity.

(2B) For the purposes of this section:

- (a) an entity is wholly owned by another entity if all of the shares or interests (as applicable) in the first-mentioned entity are held by, or held by a nominee for (in the case of the second-mentioned entity being a company), or form part of the trust property of (in the case of the second-mentioned entity being a trust), the second-mentioned entity or a wholly owned entity of it; and
- (b) a reference to the giving of a benefit to an entity which is a trust is a reference to the giving of a benefit to the trustee of the trust so as to form part of the trust property of the trust or for the benefit of the trust beneficiaries.”; and

(f) insert after section 601PC:

18-0908

“601PD For the purposes of this Chapter:

*stapled security* means two or more financial products including at least one interest in a registered scheme where:

- (a) under the terms on which each of the financial products are to be traded, they must be transferred together; and
- (b) there are no financial products in the same class as those financial products which may be transferred separately.”.

**Where this instrument applies**

5. This instrument applies where, under the terms on which ordinary interests in the Heathley Direct Medical Fund No.1 ARSN 602 267 514, Heathley Direct Medical Fund No.2 ARSN 619 641 495, Heathley Aged Care Property Fund No.1 ARSN 606 707 055 and Heathley Development and Finance Trust ARSN 628 611 950 are to be traded, they must only be transferred together.

Dated this 9<sup>th</sup> day of October 2018



Signed by Madeline Morris  
as a delegate of the Australian Securities and Investments Commission

18-0909

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 18-0909.

**Commencement**

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

**Exemption**

4. Heathley Asset Management Limited ACN 003 976 672 (*HAML*) in its capacity as responsible entity of Heathley Direct Medical Fund No.1 ARSN 602 267 514 and Heathley Direct Medical Fund No.2 ARSN 619 641 495 (collectively *Relevant Funds*) does not have to comply with paragraph 601FC(1)(d) of the Act, to the extent that it requires the responsible entity of a registered scheme to treat members who hold interests of the same class equally.

**Where this instrument applies**

5. The Proposal is implemented on terms that allow HAML to determine that a Foreign Securityholder is to be excluded from participating in the Proposal except by receiving cash.
6. HAML reasonably concludes and documents its conclusions in writing that:
  - (a) it would be unlawful (under the laws of the relevant foreign jurisdiction) for Foreign Securityholders to be offered or issued interests in one or more of the Relevant Funds; or
  - (b) it would be unduly onerous on HAML for Foreign Securityholders to participate in the Proposal except by receiving cash having regard to:
    - (i) the number of holders of units in one or more Relevant Funds in that jurisdiction;

18-0909

- (ii) the number and value of units in one or more Relevant Funds held by Foreign Securityholders in that jurisdiction; and
  - (iii) the cost of and process for seeking advice as to the requirements for doing so in relation to those jurisdictions and/or the cost of complying with legal requirements and the requirements of any relevant regulatory authority applicable to Foreign Securityholders participating in the Proposal in that jurisdiction; and
- (c) having regard to the rights and interests of all members of the Relevant Funds, it would be in the best interests of all members of the Relevant Funds to treat Foreign Securityholders as set out in paragraph 7.
7. Where HAML has determined that a holder of units in a Relevant Fund is a Foreign Securityholder, the units of that holder are redeemed or purchased for cash in accordance with the terms of the Proposal, with the proceeds of such redemption being remitted to the Foreign Securityholder on the terms described in the Heathley Group Booklet.

#### Interpretation

8. In this instrument:

**Foreign Securityholder** means a holder of interests in a Relevant Fund whose address in the relevant register is a place outside Australia or New Zealand.

**Heathley Funds** means Heathley Direct Medical Fund No.1 ARSN 602 267 514, Heathley Direct Medical Fund No.2 ARSN 619 641 495, Heathley Aged Care Property Fund No.1 ARSN 606 707 055 and Heathley Development and Finance Trust ARSN 628 611 950.

**Heathley Group Booklet** means the booklet to be dated on or about 12 October 2018 and to be sent to Heathley Securityholders and Heathley Sub-Fund Securityholders which contains an explanatory memorandum, notices of meeting and a product disclosure statement in relation to the issue of interests in the Heathley Funds under the Proposal.

**Heathley Securityholders** means persons who hold interests in one or more Heathley Funds.

**Heathley Stapled Security** means an ordinary interest in each of the Heathley Funds which, under the terms on which each is to be traded, must only be transferred together.

**Heathley Sub-Funds** means Heathley Keystone Property Fund No.31 ARSN 163 355 637, Heathley Keystone Property Fund No.32 ARSN 166 572 621 and an unregistered managed investment scheme called Heathley Healthcare Property Fund.

18-0909

*Heathley Sub-Fund Securityholders* means persons who hold interests in one or more Heathley Sub-Funds.

*Proposal* means the proposed formation, listing and initial public offering of Heathley Stapled Securities as described in each Heathley Group Booklet.

Dated this 9<sup>th</sup> day of October 2018



Signed by Madeline Morris  
as a delegate of the Australian Securities and Investments Commission



18-0910

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

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 1020F(1)(c) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 18-0910.

**Commencement**

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

**Declarations**

4. Part 7.9 of the Act applies to Heathley Asset Management Limited ACN 003 976 672 in its capacity as responsible entity of Heathley Direct Medical Fund No.1 ARSN 602 267 514, Heathley Direct Medical Fund No.2 ARSN 619 641 495, Heathley Aged Care Property Fund No.1 ARSN 606 707 055 and Heathley Development and Finance Trust ARSN 628 611 950 (collectively, the *Heathley Funds*), as if subsection 1012D(3) were modified as follows:
  - (a) omit “either” at the beginning of paragraph 1012D(3)(b) and substitute “one of the following applies”;
  - (b) omit “or” at the end of subparagraph 1012D(3)(b)(i);
  - (c) omit “.” at the end of subparagraph 1012D(3)(b)(ii) and substitute “;”;
  - (d) insert after subparagraph 1012D(3)(b)(ii):
    - “(iii) in a recommendation situation – the advice that constitutes the relevant conduct relates to an offer of interests in one or more registered schemes, under a plan for the reinvestment of distributions in respect of interests in one or more registered schemes where, under the terms on which the interests in the registered schemes may be traded, those interests must only be transferred together;
    - (iv) in an issue situation – the offer or issue that constitutes the relevant conduct is an offer or issue of interests in one or more registered schemes, under a plan for the reinvestment of distributions in respect of interests in one or more registered schemes, where, under the terms

18-0910

on which the interests in the registered schemes may be traded, those interests must only be transferred together.”

**Where this instrument applies**

5. This instrument applies in relation to offers, issues, or recommendations to acquire Heathley Stapled Securities under the Heathley Distribution Reinvestment Plan (the *Plan*) where:
- (a) each participant of the Plan has agreed in writing to the terms of the Plan upon election to participate in the Plan; and
  - (b) the terms of the Plan require all investors who hold interests in the Heathley Funds to be given written notice of any subsequent amendments to the Plan;
  - (c) participation in the Plan is not compulsory; and
  - (d) the terms of the Plan permit the distributions to be pooled prior to the offer or issue of Heathley Stapled Securities under the Plan.

**Interpretation**

6. In this instrument:

*Heathley Stapled Security* means an ordinary interest in each of the Heathley Funds which, under the terms on which each is to be traded, must only be transferred together.

Dated this 9<sup>th</sup> day of October 2018



Signed by Madeline Morris  
as a delegate of the Australian Securities and Investments Commission

18-0911

**Australian Securities and Investments Commission  
Corporations Act 2001 (Cth) – Paragraph 1020F(1)(c) – Declaration**

**Enabling Legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 1020F(1)(c) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 18-0911.

**Commencement**

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

**Declaration**

4. Part 7.9 of the Act applies to Heathley Asset Management Limited ACN 003 976 672 (*HAML*) in its capacity as responsible entity of Heathley Direct Medical Fund No.1 ARSN 602 267 514, Heathley Direct Medical Fund No.2 ARSN 619 641 495, Heathley Aged Care Property Fund No.1 ARSN 606 707 055 and Heathley Development and Finance Trust ARSN 628 611 950 (collectively *Heathley Funds*) as if subsection 1017E(2) as notionally inserted by subregulation 7.9.08(4) of the *Corporations Regulations 2001* were modified or varied as follows:
  - (a) at the beginning of paragraph 1017E(2)(b) insert:

“subject to paragraph (ba),”; and
  - (b) after paragraph 1017E(2)(b) insert:

“(ba) any money may be paid into the account, provided that:
    - (i) money paid to acquire the financial product together with any securities or financial products that must, under the terms on which the financial product is to be traded, be transferred with the financial product; and
    - (ii) any other money to which this section applies; and
    - (iii) interest on the amount from time to time standing to the credit of the account,is identified and held in accordance with all other provisions of this section; and”.

18-0911

**Where this declaration applies**

5. This declaration applies where:

- (a) each ordinary interest in a Heathley Fund, under the terms on which each is to be traded, must only be transferred together (each a *Heathley Stapled Security*); and
- (b) HAML receives money paid to acquire Heathley Stapled Securities.

Dated this 9<sup>th</sup> day of October 2018

Signed by Madeline Morris  
as a delegate of the Australian Securities and Investments Commission

18-0912

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

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 1020F(1)(c) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 18-0912.

**Commencement**

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

**Declaration**

4. Part 7.9 of the Act applies to Heathley Asset Management Limited ACN 003 976 672 (*HAML*) in its capacity as responsible entity of Heathley Direct Medical Fund No.1 ARSN 602 267 514, Heathley Direct Medical Fund No.2 ARSN 619 641 495, Heathley Aged Care Property Fund No.1 ARSN 606 707 055, (collectively *Heathley Funds*) and Heathley Keystone Property Fund No.32 ARSN 166 572 621 as if:

- (a) subsection 1013B(1) of the Act were omitted;
- (b) subdivision C of Division 2 of Part 7.9 of the Act were modified or varied by adding after section 1013M:

**"1013N Combining a Product Disclosure Statement, a prospectus and an explanatory memorandum in a single document**

- (1) A Product Disclosure Statement of a registered scheme and an explanatory memorandum accompanying a notice of meeting may be combined in one document.";
- (c) section 1015C of the Act were modified or varied by inserting after subsection (5):
  - "(6) For the purpose of subparagraph (1)(a)(ii), where a Statement is in or accompanies a notice of meeting of members of a registered scheme or an explanatory memorandum that includes resolutions to be voted on by members of a registered scheme, each member of the scheme is taken to have nominated the address shown in the register of members

18-0912

maintained by the company or responsible entity of the scheme under Chapter 2C.”; and

- (d) Section 1016A(2) of the Act were omitted.

#### **Where this instrument applies**

5. The Heathley Group Booklet is provided to all holders of interests in the Heathley Funds and in the Heathley Sub-Funds.
6. The Heathley Group Booklet contains an invitation to holders of interests in the Heathley Funds and in the Heathley Sub-Funds to attend meetings on or about 6 November 2018 to consider and vote on the Proposal.
7. The Heathley Group Booklet clearly explains at or near the front that it comprises a product disclosure statement and an explanatory memorandum in relation to the Proposal.
8. All notices of meeting or resolutions referred to in the Heathley Group Booklet are included in or accompanied by a copy of the Heathley Group Booklet, and are to be given to holders of interests in the Heathley Funds and in the Heathley Sub-Funds by sending the notices of meeting or resolutions and the Heathley Group Booklet to the address of each holder of interests in the Heathley Funds and in the Heathley Sub-Funds shown in the registers of members of the relevant Heathley Fund or Heathley Sub-Fund (as applicable).
9. No interests in a Heathley Fund will be issued on the basis of the Heathley Group Booklet after the issue of securities approved at the relevant meetings referred to in the Heathley Group Booklet, and in any event no such securities will be issued on the basis of the Heathley Group Booklet after 13 months after the date of the Heathley Group Booklet.
10. The Heathley Group Booklet sets out how the consideration for interests in the Heathley Funds issued under the Proposal, would be provided if the Proposal is approved.

#### **Interpretation**

11. In this instrument:

*Heathley Group Booklet* means the booklet dated on or about 12 October 2018 and to be sent to holders of interests in the Heathley Funds and in the Heathley Sub-Funds which contains an explanatory memorandum, notices of meeting and a product disclosure statement in relation to the issue of interests in the Heathley Funds under the Proposal.

18-0912

**Heathley Stapled Security** means an ordinary interest in each of the Heathley Funds which, under the terms on which each is to be traded, must only be transferred together.

**Heathley Sub-Funds** means Heathley Keystone Property Fund No.32 ARSN 166 572 621 and an unregistered managed investment scheme called Heathley Healthcare Property Fund.

**Proposal** means the proposed formation, listing and initial public offering of Heathley Stapled Securities as described in each Heathley Group Booklet.

Dated this 9<sup>th</sup> day of October 2018



Signed by Madeline Morris  
as a delegate of the Australian Securities and Investments Commission

18-0913

**Australian Securities and Investments Commission  
Corporations Act 2001 (Cth) – Paragraph 1020F(1)(c) – Declaration**

**Enabling Legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 1020F(1)(c) of the *Corporations Act 2001* (the **Act**).

**Title**

2. This instrument is ASIC Instrument 18-0913.

**Commencement**

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

**Declaration**

4. Part 7.9 of the Act applies to Heathley Asset Management Limited ACN 003 976 672 in its capacity as responsible entity of Heathley Direct Medical Fund No.1 ARSN 602 267 514, Heathley Direct Medical Fund No.2 ARSN 619 641 495, Heathley Aged Care Property Fund No.1 ARSN 606 707 055 and Heathley Development and Finance Trust ARSN 628 611 950 (collectively *Heathley Funds*) as if paragraph 1013H were modified or varied by:
  - (a) in paragraph (c) omitting “Statement” and substituting “Product Disclosure Statement in relation to an initial public offer for the issue of the financial product as part of a stapled security”; and
  - (b) after paragraph (c) inserting:

“For the purposes of this section:  
*stapled security* means two or more financial products including at least one interest in a registered scheme:

    - (a) that under the constitution must be transferred together;
    - (b) where there are no financial products in the same class as those financial products which may be transferred separately;
    - (c) where one or more of the financial products is a share of a body corporate, the body corporate has not issued any share that may be transferred separately; and



18-0913

- (d) where one or more of the financial products is an interest in a managed investment scheme, no interests in that scheme may be transferred separately."

**Where this instrument applies**

5. The declaration applies in relation to interests in Heathley Stapled Securities to be issued in accordance with the Heathley Group Booklet.
6. The declaration ceases to apply if the Heathley Stapled Securities do not commence trading on the financial market operated by ASX Limited within 3 months of the date of the Heathley Group Booklet.

**Interpretation**

7. In this instrument:

**Heathley Group Booklet** means the booklet dated on or about 12 October 2018 and to be sent to Heathley Securityholders and Heathley Sub-Fund Securityholders which contains an explanatory memorandum, notices of meeting and a product disclosure statement in relation to the issue of interests in the Heathley Funds under the Proposal.

**Heathley Securityholders** means persons who hold interests in one or more Heathley Funds.

**Heathley Stapled Security** means an ordinary interest in each of the Heathley Funds which, under the terms on which each is to be traded, must only be transferred together.

**Heathley Sub-Funds** means Heathley Keystone Property Fund No.32 ARSN 166 572 621 and an unregistered managed investment scheme called Heathley Healthcare Property Fund.

**Heathley Sub-Fund Securityholders** means persons who hold interests in one or more Heathley Sub-Funds.

**Proposal** means the proposed formation, listing and initial public offering of Heathley Stapled Securities as described in each Heathley Group Booklet.

Dated this 9th day of October 2018



Signed by Madeline Morris  
as a delegate of the Australian Securities and Investments Commission

18-0914

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 18-0914.

**Commencement**

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

**Declaration**

4. Chapter 5C of the Act applies to Heathley Asset Management Limited ACN 003 976 672 (*HAML*) in its capacity as responsible entity of Heathley Direct Medical Fund No.1 ARSN 602 267 514, Heathley Direct Medical Fund No.2 ARSN 619 641 495 and Heathley Aged Care Property Fund No.1 ARSN 606 707 055, (collectively *Redeeming Funds*) as follows:
  - (a) deleting Part 5C.6; and
  - (b) deleting the words “if the right may be exercised while the scheme is liquid (as defined in section 601KA) –” in paragraph 601GA(4)(b);
  - (c) deleting “; and” and substituting “.” in paragraph 601GA(4)(b); and
  - (d) deleting paragraph 601GA(4)(c).

**Where this instrument applies**

5. This instrument applies in relation to the request or deemed request by members of Redeeming Funds to withdraw their interests in those funds where the Proposal is implemented and the request or deemed request is under the Proposal.

**Interpretation**

6. In this instrument:

18-0914

**Heathley Funds** means Heathley Direct Medical Fund No.1 ARSN 602 267 514, Heathley Direct Medical Fund No.2 ARSN 619 641 495, Heathley Aged Care Property Fund No.1 ARSN 606 707 055 and Heathley Development and Finance Trust ARSN 628 611 950.

**Heathley Group Booklet** means the booklet dated on or about 12 October 2018 and to be sent to Heathley Securityholders and Heathley Sub-Fund Securityholders which contains an explanatory memorandum, notices of meeting and a product disclosure statement in relation to the issue of interests in the Heathley Funds under the Proposal.

**Heathley Securityholders** means persons who hold interests in one or more Heathley Funds.

**Heathley Sub-Funds** means Heathley Keystone Property Fund No.32 ARSN 166 572 621 and an unregistered managed investment scheme called Heathley Healthcare Property Fund.

**Heathley Sub-Fund Securityholders** means persons who hold interests in one or more Heathley Sub-Funds.

**Proposal** means the proposed formation, listing and initial public offering of Heathley Stapled Securities as described in each Heathley Group Booklet.

Dated this 9<sup>th</sup> day of October 2018



Signed by Madeline Morris  
as a delegate of the Australian Securities and Investments Commission

18-0915

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 951B(1)(a) – Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 951B(1)(a) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 18-915.

**Commencement**

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

**Exemption**

4. Heathley Asset Management Limited ACN 003 976 672 (*HAML*) in its capacity as responsible entity of Heathley Direct Medical Fund No.1 ARSN 602 267 514, Heathley Direct Medical Fund No.2 ARSN 619 641 495, Heathley Aged Care Property Fund No.1 ARSN 606 707 055, Heathley Development and Finance Trust ARSN 628 611 950 (collectively *Heathley Funds*) and Heathley Keystone Property Fund No.32 ARSN 166 572 621 does not have to comply with Division 2 of Part 7.7 of the Act.

**Where this instrument applies**

5. The exemption in paragraph 4 applies where HAML provides or gives financial product advice to members of the Heathley Funds and the Heathley Sub-Funds that is:
  - (a) General Advice;
  - (b) provided in connection with the Proposal; and
  - (c) contained in the Heathley Group Booklet.

**Interpretation**

6. In this instrument:  
*General Advice* has the meaning given by subsection 766B(4) of the Act.

**18-0915**

**Heathley Group Booklet** means the booklet dated on or about 12 October 2018 and to be sent to Heathley Securityholders and Heathley Sub-Fund Securityholders which contains an explanatory memorandum, notices of meeting and a product disclosure statement in relation to the issue of interests in the Heathley Funds under the Proposal.

**Heathley Sub-Funds** means Heathley Keystone Property Fund No.32 ARSN 166 572 621 and an unregistered managed investment scheme called Heathley Healthcare Property Fund.

**Heathley Sub-Fund Securityholders** means persons who hold interests in one or more Heathley Sub-Funds.

**Heathley Stapled Security** means an ordinary interest in each of the Heathley Funds which, under the terms on which each is to be traded, must only be transferred together.

**Proposal** means the proposed formation, listing and initial public offering of Heathley Stapled Securities as described in each Heathley Group Booklet.

Dated this 9<sup>th</sup> day of October 2018



Signed by Madeline Morris  
as a delegate of the Australian Securities and Investments Commission

18-0925

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 October 2018.

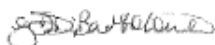
**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**

**IN THE MATTER OF ANNABELLE MARTINCIC**

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

To: Annabelle Martincic

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



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

Dated this 3rd day of October 2018.

Gai Di Bartolomeo

Delegate of the Australian Securities and Investments Commission

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 twelfth day of October 2018

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

SPROUT COMMUNITY CO-OP LTD

164 517 220

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 twelfth day of October 2018

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

<b>Name of Company</b>	<b>ARBN</b>
ACORN CAPITAL MICROCAP FUND	095 115 594
ACORN CAPITAL MICROCAP FUND - RETAIL	102 713 717
BASE METALS EXPLORATION AND PROSPECTING PROJECT	111 059 342
BT INTERNATIONAL SHARE FUND	089 299 356
BT SELECT AUSTRALIAN SHARE FUND	089 299 838
FIDELITY GLOBAL DIVIDEND GROWTH FUND	605 622 277
FIDELITY HEDGED GLOBAL DIVIDEND GROWTH FUND	605 622 151
IRONBARK KARARA WHOLESALE PLUS AUSTRALIAN SHARE FUND	602 190 330
JBWERE AGED CARE INVESTMENT TRUST	617 897 720
K2 WHOLESALE PLUS AUSTRALIAN ABSOLUTE RETURN FUND	602 190 456
MERCER DS TRUST	111 235 422
MERCER INTERNATIONAL SHARES PLUS FUND	114 025 848
MERCER SELECT GROWTH FUND	114 026 265
UBS WHOLESALE PLUS HALO AUSTRALIAN SHARE FUND	602 190 269



CORPORATIONS ACT 2001  
Section 601CL(5)

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

Dated this twelfth day of October 2018

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

<b>Name of Scheme</b>	<b>ARBN</b>
ALBURY HOLDINGS SA	132 878 132
BIOMAX GREEN PTE. LTD.	163 170 081
BXA GROUP LTD.	165 532 294
ED TRADING SOLUTION LIMITED	606 533 073
GUARDIAN GLASS AAME JLT	163 961 797
IGT AUSTRALASIA CORPORATION	007 507 780
K. KURTOVICH PRODUCTS LIMITED	095 440 010
LLSB 1980 HOLDINGS SDN. BHD.	625 371 360
PYRFORD INTERNATIONAL LIMITED	165 504 414
TMEIC INTERNATIONAL CORPORATION	161 691 461
TRUVEN HEALTH ANALYTICS UK LTD	160 874 519

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 twelfth day of October 2018

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

AUDIBLE LIMITED

165 316 834

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.

**ACTUS HEALTH GROUP LIMITED**

ACN 600 150 909 will change to a proprietary company limited by shares. The new name will be ACTUS HEALTH GROUP PTY LTD ACN 600 150 909.

**BULLETPROOF GROUP LIMITED** ACN 148 162 092 will change to a proprietary company limited by shares. The new name will be BULLETPROOF GROUP PTY LIMITED ACN 148 162 092.

**FORMWAY CORPORATION LIMITED**

ACN 618 534 811 will change to a proprietary company limited by shares. The new name will be FORMWAY CORPORATION PTY LTD ACN 618 534 811.

**ROYAL WOLF HOLDINGS LIMITED**

ACN 121 226 793 will change to a proprietary company limited by shares. The new name will be ROYAL WOLF HOLDINGS PTY LIMITED ACN 121 226 793.

**TASMANIAN LAND COMPANY LTD**

ACN 601 090 493 will change to a proprietary company limited by shares. The new name will be TASMANIAN LAND COMPANY PTY LTD ACN 601 090 493.

**ARTHUR J. GALLAGHER (LIFE SOLUTIONS)**

**LIMITED** ACN 074 697 537 will change to a proprietary company limited by shares. The new name will be ARTHUR J. GALLAGHER (LIFE SOLUTIONS) PTY LTD ACN 074 697 537.

**CODY LIVE PTY LIMITED** ACN 168 364 403 will change to a public company limited by shares. The new name will be CODY LIVE LIMITED ACN 168 364 403.

**REMEMBER ENGINEERING LTD** ACN 161 225 172 will change to a proprietary company limited by shares. The new name will be REMEMBER ENGINEERING PTY LTD ACN 161 225 172.

**SOVEREIGN CLOUD HOLDINGS PTY LTD**

ACN 622 728 189 will change to a public company limited by shares. The new name will be SOVEREIGN CLOUD HOLDINGS LIMITED ACN 622 728 189.

**VITTAIL PTY LTD** ACN 610 853 720 will change to a public company limited by shares. The new name will be VITTAIL LIMITED ACN 610 853 720.