



ASIC

Australian Securities &
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RIGHTS OF REVIEW

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

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**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 741(1)(a), 911A(2)(l), 992B(1)(a) and
1020F(1)(a) – Exemptions**

First Exemption: disclosure relief for offers of shares and options not involving a contribution plan

1. Under paragraphs 741(1)(a) and 1020F(1)(a) of the *Corporations Act 2001 (Act)* the Australian Securities and Investments Commission (*ASIC*) exempts:
 - (a) the Issuer from Parts 6D.2, 6D.3 (except section 736) and Part 7.9 where the Issuer:
 - (i) makes an eligible offer;
 - (ii) offers to arrange for the issue of financial products under an eligible offer;
 - (iii) issues a financial product under an eligible offer,that does not involve a contribution plan, on the conditions set out in the Schedule and for so long as the conditions are met; and
 - (b) a person (other than the Issuer) from Part 7.9 where the person makes a recommendation to acquire financial products under an eligible offer to which paragraph (a) relates, except where the person is aware, or ought reasonably to be aware, that any of the conditions set out in the Schedule have not been met.

Second Exemption: licensing and hawking relief

2. Under paragraph 911A(2)(l) ASIC exempts the Issuer from the requirement to hold an Australian financial services licence for the provision of a financial service consisting of general advice reasonably given in connection with an offer referred to in paragraph 1 (including any general advice given in the offer document) where the offer document for the offer includes a statement to the effect that any advice given by the person in connection with the offer is general advice only, and that recipients of the offer should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice.
3. Under paragraph 911A(2)(l) ASIC exempts:
 - (a) the Issuer; and
 - (b) any related body corporate of the Issuer,from the requirement to hold an Australian financial services licence for the provision of the following financial services:

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- (c) the provision of a custodial or depository service in connection with an eligible offer covered by the exemption in paragraph 1 where the provider of the service performs their duties in good faith and has sufficient resources to perform those duties; and
 - (d) dealing in a financial product in the course of providing a custodial or depository service covered by paragraph (c); and
 - (e) dealing in a financial product in connection with an eligible offer covered by the exemption in paragraph 1 where any acquisition by purchase or disposal of the product (by the Issuer or a related body corporate) occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
4. Under paragraphs 741(1)(a) and 992B(1)(a), ASIC exempts the Issuer from sections 736, 992A and 992AA in relation to offers made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.

Schedule

The following conditions apply:

1. to the extent that the Option Plan operates in relation to eligible employees that are Australian Regulated Participants, the terms of the Option Plan must be substantially the same as the written terms of the plan annexed at Appendix 9 of the explanatory statement relating to schemes of arrangement between Avoca and holders of shares and holders of options in Avoca dated 17 December 2010; and
2. when making the offer the Issuer must:
 - (a) include that offer in an offer document; and
 - (b) take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document; and
 - (c) provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the employee such as the identity or entitlement of the employee) and of each accompanying document not later than 7 days after the first provision of that material to an eligible employee; and
3. the Issuer must comply with any undertaking required to be made in the offer document by reason of this instrument; and

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4. the Issuer must take reasonable steps to ensure that the number of shares the subject of the offer or to be received on exercise of an option when aggregated with:
- (a) the number of shares in the same class which would be issued were each outstanding offer under the Option Plan with respect to shares, and options to acquire unissued shares accepted and the options exercised; and
 - (b) the number of shares in the same class issued during the previous 5 years pursuant to the Option Plan or any other employee incentive scheme extended only to eligible employees of the Issuer,

but disregarding any offer made, or option acquired or share issued by way of or as a result of:

- (c) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (d) an offer that was an excluded offer or invitation within the meaning of the Corporations Law as in force before the commencement of Schedule 1 to the *Corporate Law Economic Reform Program Act 1999*; or
- (e) an offer that did not need disclosure to investors because of section 708; or
- (f) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D; or
- (g) an offer made under a disclosure document or Product Disclosure Statement,

must not exceed 5% of the total number of issued shares in that class of the Issuer as at the time of the offer.

Note: where a document must be provided in writing it may be provided by electronic means. See s5C of the Act and s25 of the *Acts Interpretation Act 1901*.

Interpretation

In this instrument:

- 1. except where otherwise stated, references to provisions are to provisions of the Act;
- 2. the Option Plan shall not be regarded as extended to a person other than an eligible employee only because an eligible employee may renounce an offer of financial products made to them under the scheme in favour of their nominee;
- 3. ***approved foreign market*** means the Toronto Stock Exchange;
- 4. ***ASX*** means the financial market operated by ASX Limited ACN 008 624 691;
- 5. ***Avoca*** means Avoca Resources Limited ACN 097 083 282;

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6. a person is an **Australian Regulated Recipient** if all or any part of Part 6D.1 or (disregarding any effect of this instrument) Part 7.9 of the Act applies to an offer to that person of securities or financial products of the type which may be issued under the Option Plan;
7. **contribution plan** means a plan under which a participating eligible employee may save money by regular deductions from wages or salary (including through salary sacrifice arrangements) towards paying for shares offered for issue or sale under the Option Plan where the terms and conditions of the contribution plan include terms and conditions to the effect that:
 - (a) all deductions from wages or salary made in connection with participation in the contribution plan must be authorised by the employee on the same form of application which is used in respect of the offer, or on a form which is included in or accompanies the offer document;
 - (b) before transferring contributions to acquire shares, any contributions made by an employee as part of the contribution plan must be held by the Issuer in trust for the employee in an account of an Australian ADI which is established and kept by the Issuer only for the purpose of depositing contribution moneys and other money paid by employees for the shares on offer under the employee share scheme; and
 - (c) the employee may elect to discontinue their participation in the contribution plan at any time and as soon as practicable after that election is made all money deposited with the Australian ADI in relation to that employee, including any accumulated interest, must be repaid to that employee;
8. **current market price** means in relation to a share, the price published by the operator of the ASX as the final price for the previous day on which the share was traded on the ASX;
9. **eligible employee** means, in relation to the Issuer, a person who is at the time of an offer under the Option Plan:
 - (a) a full or part-time employee of the Issuer or of a related body corporate of the Issuer; or
 - (b) a director of the Issuer, or of a related body corporate of the Issuer, who holds a salaried employment or office in the Issuer or in a related body corporate; or
 - (c) a contractor which is:
 - (i) an individual that has:
 - (A) performed work for the Issuer, or a related body corporate of the Issuer, for more than 12 months; and

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- (B) received 80% or more of their income in the preceding year from the Issuer or a related body corporate of the Issuer; or
- (ii) a company where each of the following are satisfied in relation to the company:
 - (A) throughout the previous 12 months, the company has had a contract in place with the Issuer, or a related body corporate of the Issuer, for the provision of the services of an individual (the *contracting individual*) to the Issuer;
 - (B) the contracting individual has performed work for the Issuer, or a related body corporate of the Issuer, for more than 12 months;
 - (C) the contracting individual has been the only member of the company for more than 12 months; and
 - (D) more than 80% of the aggregate income of the company and the contracting individual from all sources (other than from each other) in the preceding 12 months was received from the Issuer or a related body corporate of the Issuer;

10. *eligible offer* means an offer for the issue or sale of:

- (a) fully-paid shares in the Issuer in the same class as shares which have been quoted on the ASX or an approved foreign market throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during the period; or
- (b) options for the issue or transfer of shares referred to in paragraph (a) where each of the options is offered for no more than nominal consideration, made under the Option Plan extended only to:
- (c) eligible employees of the Issuer; and
- (d) persons who are not Australian Regulated Recipients where those persons are eligible to receive an offer under the Option Plan;

11. *financial product advice* has the meaning given by section 766B;

12. *general advice* has the meaning given by section 766B;

13. *Issuer* means Anatolia Minerals Development Limited ARBN 147 848 762, a company incorporated under the laws of Canada;

14. *nominal consideration* means consideration of not more than 1 cent per option;

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15. **offer** has a meaning affected by sections 700, 702 and 1010C;
16. **offer document** means a document setting out an offer under the Option Plan that:
- (a) includes or is accompanied by a copy, or a summary, of the rules of the scheme under which the offer is made; and
 - (b) if a summary (rather than a copy) of the rules is given — includes an undertaking that during the period (the **offer period**) during which an eligible employee domiciled in this jurisdiction may acquire the shares offered or exercise options acquired under the Option Plan, the Issuer will, within a reasonable period of the eligible employee so requesting, provide the eligible employee without charge with a copy of the rules; and
 - (c) specifies in respect of the shares or shares subject to the options:
 - (i) the acquisition price in Australian dollars;
 - (ii) where the price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the offer; or
 - (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar price were that formula applied at the date of the offer; and
 - (d) includes an undertaking, and an explanation of the way in which the Issuer will, during the offer period and within a reasonable period of the eligible employee requesting, make available to the eligible employee:
 - (i) the current market price (or, where that price is specified in a foreign currency, the Australian dollar equivalent of that price) of shares in the same class as those offered or subject to the options;
 - (ii) in the case of options where subparagraph (c)(ii) or (iii) applies, the information referred to in that paragraph as updated to that date;
 - (e) discloses the conditions, obligations and risks associated with a loan or financial assistance offered by the Issuer or any related body corporate of it for the purpose of acquiring shares or options under the Option Plan; and
 - (f) states prominently that the eligible offer is an offer for participation in a foreign scheme that is subject to the law of Canada and describes the legal and practical effect (if any) this may have on the rights and ability of an eligible employee domiciled in this jurisdiction to make any claim or enforce any right arising out of or in connection with the eligible offer;

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17. **Option Plan** means the Issuer's employee incentive scheme known, as at the date of this instrument, as the Anatolia Minerals Development Limited Amended and Restated Share Option Plan, as amended from time to time.

Commencement

This instrument commences on the date of its gazettal.

Dated this 21st day of January 2011



Signed by Sally Koerting
as a delegate of the Australian Securities and Investments Commission

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

Under paragraph 741(1)(b) of the *Corporations Act 2001 (Act)* the Australian Securities and Investments Commission (*ASIC*) declares that Chapter 6D of the Act applies to:

- (a) the persons specified in Schedule A in the case specified in Schedule B; and
 - (b) the persons specified in Schedule C in the case specified in Schedule D;
- as if section 707 of the Act were modified or varied by omitting subsections 707(3) and (4) and substituting:

- “(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.
- (4) Unless the contrary is proved, a body is taken to issue securities with the purpose referred to in paragraph 3(b) if any of the securities are subsequently sold, or offered for sale, within 12 months after their issue.”.

Schedule A

Any holder of CDIs which have been issued in relation to securities of Anatolia who makes an offer for sale of the kind referred to in Schedule B.

Schedule B

An offer for the sale of CDIs in relation to securities in Anatolia where:

- (a) the CDIs were issued by reason of the exercise of options issued or granted without disclosure to investors under Part 6D.2 or without a Product Disclosure Statement for the options being prepared, as is applicable, because the terms of the exemption in ASIC Instrument [10-1252] applied to the offer for the issue of the options; or
- (b) both of the following are satisfied:

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- (i) the CDIs were issued pursuant to a compromise or arrangement under Part 5.1 approved:
 - A. at a meeting held as a result of an order under subsection 411(1) or (1A); and
 - B. by order of the Court for the purposes of paragraph 411(4)(b); and
- (ii) the circumstances and terms of issue of the CDIs were disclosed in the explanatory statement in relation to the Schemes.

Schedule C

Any holder of securities in Anatolia who makes an offer for sale of the kind referred to in Schedule D.

Schedule D

An offer for the sale of securities in Anatolia where those securities were:

- (a) issued by reason of the exercise of options issued under the Option Scheme (*Options*);
- (b) subsection 708(17) of the Act applied to offers for the issue of the Options; and
- (c) the circumstances and terms of issue of the Options are disclosed in the explanatory statement in relation to the Schemes.

Interpretation:

In this instrument:

ASTC means ASX Settlement and Transfer Corporation Pty Limited ACN 008 504 532.

Anatolia means Anatolia Minerals Development Limited, a company incorporated under the laws of Canada.

Avoca means Avoca Resources Limited ACN 097 083 282.

CDIs mean equitable interests in common shares of Anatolia that:

- (a) are issued by CHESS Depository Nominees Pty Ltd ACN 071 346 506 for the purpose of enabling beneficial ownership of common shares in Anatolia to be recorded in and transferred through CHESS;

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- (b) are described in the operating rules of the ASTC as CHESS Depository Interests or CDIs; and
- (c) are included in the official list of the financial market operated by ASX Limited ACN 008 624 691.

CDN means CHESS Depository Nominees Pty Ltd ACN 071 346 506.

CHESS means the Clearing House Electronic Sub-register System operated by ASTC.

Option Scheme means the scheme of arrangement described in paragraph (b) of the definition of Schemes in this instrument.

Schemes means the proposed schemes of arrangement under Part 5.1 of the Act:

- (a) between Avoca and the holders of shares in Avoca; and
- (b) between Avoca and the holders of options in Avoca;

in respect of which a draft explanatory statement was provided to ASIC on 16 December 2010.

Dated this 17th day of December 2010



Signed by Sally Koerting
as a delegate of the Australian Securities and Investments Commission

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

Under paragraph 601QA(1)(a) of the *Corporations Act 2001* (the *Act*), the Australian Securities and Investments Commission (*ASIC*) exempts the person referred to in Schedule A who operates the registered scheme referred to in Schedule B (***Parent Scheme***) from section 601ED of the Act, to the extent that subsection 601ED(1) may require each scheme (***Subsidiary Scheme***) operated under the Parent Scheme to be registered as a separate scheme in the case specified in Schedule C, on the condition specified in Schedule D.

Schedule A

Lifestyle Fractional Management Limited ACN 143 489 767 (***Responsible Entity***)

Schedule B

Lifestyle Fractional Ownership Scheme ARSN 146 159 104

Schedule C

Where all of the following apply:

1. there are no more than 12 members in each Subsidiary Scheme and each Subsidiary Scheme relates to a single real property or contiguous real property; and
2. the Parent Scheme and each Subsidiary Scheme is a time-sharing scheme; and
3. the constitution of the Parent Scheme contains provisions to the effect that:
 - (a) no amendment to the constitution will be made that adversely affects the rights of members holding any class of interest, other than in a way that affects members holding each other class of interest equally, without a special resolution of that class of member; and
 - (b) the Responsible Entity will cease to operate a Subsidiary Scheme on a resolution of a majority by value of members with an interest in that scheme and provide reasonable assistance in accordance with a direction of a majority by value of members with an interest in that scheme to facilitate the winding up or continuing lawful operation of the scheme at the direction of those members or their nominee.

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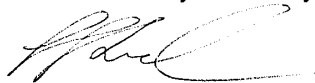
Schedule D

The Responsible Entity must ensure that immediately upon providing to a retail client any of the following:

- (a) a Product Disclosure Statement;
- (b) an application form in relation to an offer of interests in the Parent Scheme; or
- (c) if the retail client already holds an interest in a Subsidiary Scheme, an offer to acquire additional interests in the Subsidiary Scheme or interests in another Subsidiary Scheme,

the retail client receives a separate written cooling-off statement in a form approved by ASIC for the purposes of this instrument.

Dated this 21st day of January 2011



Signed by Leah Quach
as a delegate of the Australian Securities and Investments Commission



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**Australian Securities and Investments Commission
Corporations Act 2001 — Paragraphs 926A(2)(b), 992B(1)(b) and 1020F(1)(b) —
Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 926A(2)(b), 992B(1)(b) and 1020F(1)(b) of the *Corporations Act 2001* (the *Act*).

Exemption

2. This exemption applies to an interest in a managed investment scheme (*serviced strata scheme*) which involves an owner (*investor*) of real property (*strata unit*), in the investor's discretion, making their strata unit available for use by a person (*operator*) as part of a serviced apartment, hotel, motel or resort complex located at 234 Shute Harbour Road, Cannonvale, Queensland 4802 developed in accordance with an approval of the Whitsunday Shire Council dated 11 November 2009 and amended on 17 December 2010 in relation to which, on 1 March 2000, there was no person who had bought or agreed to buy a strata unit and who, before agreeing to buy, had been offered an interest in the scheme.
3. An interest in the serviced strata scheme is exempt from the following provisions of the Act:
 - (a) Part 7.6 (other than Divisions 4 and 8); and
 - (b) section 992AA; and
 - (c) section 1017F.

Where exemption applies

4. The exemption in paragraph 3 only applies where all of the following requirements are satisfied:
 - (a) the sale of the strata unit is not and was not conditional on participation in the serviced strata scheme;
 - (b) each investor and the operator may withdraw from participation in the scheme on no more than 90 days notice and an investor that withdraws

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- (c) will not be bound after that notice expires to allow use of their strata unit except for occupation of the strata unit:
 - (i) by a person other than the operator or an associate of the operator; and
 - (ii) under an agreement that the operator made with that person before the notice of withdrawal was given;
- (d) each investor may, if the investor withdraws from participation in the scheme, appoint another person to manage their strata unit;
- (d) the operator is licensed in relation to the conduct of the letting services under the law of a State or Territory or is a financial services licensee;
- (e) no payment is liable to be made by an investor to participate in the scheme other than:
 - (i) payment of money to buy the strata unit; and
 - (ii) one or more payments of the investor's reasonable proportion of the operator's fees and expenses with respect to the management of the scheme where in any 3 month period the total of such payments relates to a period of no more than 3 months and where:
 - (A) that total is reasonably commensurate with the work done or to be done, or the expenses incurred or likely to be incurred (as the case may be), by the operator during the period to which the payments relate; and
 - (B) where a FFE Fund has been established for the investor — no payment or part thereof is used for the replacement, repair or refurbishment of furniture, fittings and equipment of the strata unit in relation to the period to which the payment relates unless all money in the Fund has first been expended; and
 - (iii) where a FFE Fund has been established for the investor — one or more payments into the Fund where:

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- (A) each payment is by way of a deduction from rental income of the scheme that would otherwise be paid to the investor in relation to a period and does not exceed 3% of the gross rent attributable to the investor for the period; and
 - (B) the balance of the Fund at all times does not exceed \$5,000 for each strata unit made available by the investor for use as part of the scheme;
- (f) there is no obligation on any person to ensure that other owners of strata units agree to participate in the scheme;
- (g) the serviced apartment, hotel, motel or resort complex is operated in accordance with a written agreement entered into or to be entered into between the operator and each investor which agreement includes provisions as specified in paragraph 5;
- (h) the operator takes reasonable steps to ensure that any part of the scheme property held in cash or on deposit with an Australian ADI or another financial institution is held on trust for the members in a trust account and subject to audit as to whether the moneys have been dealt with in accordance with the terms of the trust by a registered company auditor at least annually;
- (i) where a FFE Fund has been established for an investor, the operator takes reasonable steps to ensure that:
 - (A) the money comprising the Fund is held on trust for the investor in a trust account and subject to audit as to whether the money has been dealt with in accordance with the terms of the trust by a registered company auditor at least annually; and
 - (B) the balance of the Fund is promptly returned to the investor at the termination of the scheme or upon the investor's withdrawal from the scheme, whichever occurs first;
- (j) each person that is involved in making an offer of interests in the scheme for issue does not engage in any misleading or deceptive conduct or
- (k) conduct that is likely to mislead or deceive in connection with those offers;
- (l) the operator complies with the provisions specified in paragraph 5 which are included in the agreement referred to in subparagraph (g).

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Terms of agreement between investor and operator

5. The agreement specified in subparagraph 4(g) is to contain provisions to the following effect:
- (a) *Transfer of management rights*
 - (i) If a majority of scheme members advise the operator in writing that they wish to terminate the operator's engagement, the operator must within 9 months transfer the management rights to a person that is chosen by the operator that has not been involved in the operation (including promotion) of the scheme and is not controlled by a person that has been involved in the operation (including promotion) of the scheme; and
 - (ii) If an operator fails to complete that transfer within the 9 month period, the operator must cause the transfer of the management rights to a replacement operator named in a written notice given by a majority of scheme members, at a price specified in the notice; and
 - (iii) A transfer referred to in subparagraph (i) or (ii) must be done as soon as practicable, but if there is a body corporate for the real property to which the scheme relates, there must be a reasonable time for members of the body corporate to consider whether to make a decision referred to in subparagraph (b)(ii) unless the body corporate has consented to the transfer; and
 - (b) *Consent of body corporate to new care-taking arrangements*
 - (i) If an operator receives a notice under subparagraph (a)(i), the operator must advise all body corporate members of the name of the person to whom the transfer is to be made; and
 - (ii) Unless the body corporate has consented to the transfer, an operator does not have to transfer the management rights to the person named in the notice described in subparagraph (a)(ii) if a majority of body corporate members state in writing to the operator that the person should not be engaged by the body corporate to perform care-taking functions; and

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- (iii) If a majority of body corporate members make a decision referred to in subparagraph (b)(ii), a majority of scheme members may then at any time name a replacement operator by a written notice, to whom the operator must transfer the management rights at a price specified in the notice and the notice will be taken to be given in accordance with subparagraph (a)(ii); and
- (iv) This subparagraph does not apply if the body corporate or a majority of body corporate members agree in writing to the transfer to the person named in a notice under subparagraph (a)(ii) or (b)(iii) before that notice is given to the operator; and

(c) *Price payable on transfer*

The price scheme members specify in a notice under subparagraph (b)(ii) must be one of the following:

- (i) the average of two valuations of the management rights by independent qualified valuers nominated by the Australian Property Institute (or another relevant independent professional body approved by ASIC); or
- (ii) the highest bona fide bid for the management rights (excluding a bid by the operator or its associates) at an auction of which at least 60 days' notice had been given; or
- (iii) the highest bona fide amount tendered (excluding any tender by the operator or its associates) for the management rights following reasonable efforts to market the property for at least 60 days; and

(d) *Voting*

- (i) In determining if there is a majority of scheme members or body corporate members, the operator and its associates and any person nominated as a replacement operator and associates of that person must not be counted; and

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- (ii) For scheme members, a majority is based on their entitlement to vote at body corporate meetings if there is a body corporate for the property to which the scheme relates, and otherwise each member shall have one vote; and
 - (iii) For body corporate members, a majority is based on their entitlement to vote at body corporate meetings; and
 - (iv) A scheme member or a body corporate member makes a decision by signing a document that sets out the decision; and
- (e) *Costs*
- (i) Any member may arrange a valuation or auction of, or may market, the management rights before or after the expiration of the 9 month period referred to in subparagraph (a)(i) for the purposes of determining a price to be specified in a notice under subparagraph (a)(ii); and
 - (ii) If a member incurs any reasonable valuation, auction or marketing costs under subparagraph (i) that member is entitled to be reimbursed out of the price payable by any person nominated by the members as transferee of the management rights when the price is paid to the operator; and
- (f) *Assistance*
- The operator must give reasonable assistance to enable the transferee to operate the resort, hotel, motel or serviced apartment complex including making available information concerning any prospective bookings; and
- (g) *Definitions*

In this paragraph:

scheme members means investors in the scheme excluding the operator and its associates.



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management rights means all real or personal property (including contractual rights) held by the operator or any of its associates that facilitates the operation of the scheme.

transfer in relation to management rights means to assign or transfer the management rights or to cause another person to become the holder of those rights or rights substantially the same as those rights.

Interpretation

6. In this instrument:

FFE Fund means a fund established for an investor consisting of money paid by the investor and any interest accrued on that money, to be used from time to time in accordance with the written agreement referred to in subparagraph 4(g) for the replacement, repair or refurbishment of furniture, fittings and equipment of the strata unit made available by the investor for use as part of the scheme.

offer is to be interpreted in accordance with subsection 1010C(2) of the Act.

Dated 2nd January 2011

Signed by Stephanie Sutherland
as a delegate of the Australian Securities and Investments Commission

11-0075

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 741(1)(a), 911A(2)(l), 992B(1)(a) and
1020F(1)(a) – Revocation, Variation and Exemptions**

Revocation

1. Under paragraphs 741(1)(a), 911A(2)(l), 992B(1)(a) and 1020F(1)(a) of the *Corporations Act 2001 (Act)*, the Australian Securities and Investments Commission (*ASIC*) hereby revokes ASIC Instrument [10-1252].

Variation

2. Under paragraphs 741(1)(a), 911A(2)(l), 992B(1)(a) and 1020F(1)(a) of the Act, ASIC varies ASIC Instrument [10-1253] dated 17 December 2010 by omitting the words "ASIC Instrument [10-1252]" in Schedule B and substituting "ASIC Instrument [11-0075]".

First Exemption: disclosure relief for offers of shares and options not involving a contribution plan

3. Under paragraphs 741(1)(a) and 1020F(1)(a) of the Act, ASIC exempts:
 - (a) the Issuer from Parts 6D.2, 6D.3 (except section 736) and Part 7.9 where the Issuer:
 - (i) makes an eligible offer;
 - (ii) offers to arrange for the issue of financial products under an eligible offer;
 - (iii) issues a financial product under an eligible offer,that does not involve a contribution plan, on the conditions set out in the Schedule and for so long as the conditions are met; and
 - (b) a person (other than the Issuer) from Part 7.9 where the person makes a recommendation to acquire financial products under an eligible offer to which paragraph (a) relates, except where the person is aware, or ought reasonably to be aware, that any of the conditions set out in the Schedule have not been met.

Second Exemption: licensing and hawking relief

4. Under paragraph 911A(2)(l) ASIC exempts the Issuer from the requirement to hold an Australian financial services licence for the provision of a financial service consisting of general advice reasonably given in connection with an offer referred to in paragraph 1 (including any general advice given in the offer document) where

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the offer document for the offer includes a statement to the effect that any advice given by the person in connection with the offer is general advice only, and that recipients of the offer should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice.

5. Under paragraph 911A(2)(l) ASIC exempts:

- (a) the Issuer; and
- (b) any related body corporate of the Issuer,

from the requirement to hold an Australian financial services licence for the provision of the following financial services:

- (c) the provision of a custodial or depository service in connection with an eligible offer covered by the exemption in paragraph 1 where the provider of the service performs their duties in good faith and has sufficient resources to perform those duties; and
- (d) dealing in a financial product in the course of providing a custodial or depository service covered by paragraph (c); and
- (e) dealing in a financial product in connection with an eligible offer covered by the exemption in paragraph 1 where any acquisition by purchase or disposal of the product (by the Issuer or a related body corporate) occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.

6. Under paragraphs 741(1)(a) and 992B(1)(a), ASIC exempts the Issuer from sections 736, 992A and 992AA in relation to offers made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.

Schedule

The following conditions apply:

- 1. to the extent that the Option Plan operates in relation to eligible employees that are Australian Regulated Participants, the terms of the Option Plan must be substantially the same as the written terms of the plan annexed at Appendix 9 of the explanatory statement relating to schemes of arrangement between Avoca and holders of shares and holders of options in Avoca dated 17 December 2010; and
- 2. when making the offer the Issuer must:

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- (a) include that offer in an offer document; and
 - (b) take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document; and
 - (c) provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the employee such as the identity or entitlement of the employee) and of each accompanying document not later than 7 days after the first provision of that material to an eligible employee; and
3. the Issuer must comply with any undertaking required to be made in the offer document by reason of this instrument; and
4. the Issuer must take reasonable steps to ensure that the number of shares the subject of the offer or to be received on exercise of an option when aggregated with:
- (a) the number of shares in the same class which would be issued were each outstanding offer under the Option Plan with respect to shares, and options to acquire unissued shares accepted and the options exercised; and
 - (b) the number of shares in the same class issued during the previous 5 years pursuant to the Option Plan or any other employee incentive scheme extended only to eligible employees of the Issuer,

but disregarding any offer made, or option acquired or share issued by way of or as a result of:

- (c) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (d) an offer that was an excluded offer or invitation within the meaning of the Corporations Law as in force before the commencement of Schedule 1 to the *Corporate Law Economic Reform Program Act 1999*; or
- (e) an offer that did not need disclosure to investors because of section 708; or
- (f) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D; or
- (g) an offer made under a disclosure document or Product Disclosure Statement,

must not exceed 5% of the total number of issued shares in that class of the Issuer as at the time of the offer.

Note: where a document must be provided in writing it may be provided by electronic means. See s5C of the Act and s25 of the *Acts Interpretation Act 1901*.

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Interpretation

In this instrument:

1. except where otherwise stated, references to provisions are to provisions of the Act;
2. the Option Plan shall not be regarded as extended to a person other than an eligible employee only because an eligible employee may renounce an offer of financial products made to them under the scheme in favour of their nominee;
3. ***approved foreign market*** means the Toronto Stock Exchange;
4. ***ASX*** means the financial market operated by ASX Limited ACN 008 624 691;
5. ***Avoca*** means Avoca Resources Limited ACN 097 083 282;
6. a person is an ***Australian Regulated Recipient*** if all or any part of Part 6D.1 or (disregarding any effect of this instrument) Part 7.9 of the Act applies to an offer to that person of securities or financial products of the type which may be issued under the Option Plan;
7. ***contribution plan*** means a plan under which a participating eligible employee may save money by regular deductions from wages or salary (including through salary sacrifice arrangements) towards paying for shares offered for issue or sale under the Option Plan where the terms and conditions of the contribution plan include terms and conditions to the effect that:
 - (a) all deductions from wages or salary made in connection with participation in the contribution plan must be authorised by the employee on the same form of application which is used in respect of the offer, or on a form which is included in or accompanies the offer document;
 - (b) before transferring contributions to acquire shares, any contributions made by an employee as part of the contribution plan must be held by the Issuer in trust for the employee in an account of an Australian ADI which is established and kept by the Issuer only for the purpose of depositing contribution moneys and other money paid by employees for the shares on offer under the employee share scheme; and
 - (c) the employee may elect to discontinue their participation in the contribution plan at any time and as soon as practicable after that election is made all money deposited with the Australian ADI in relation to that employee, including any accumulated interest, must be repaid to that employee;
8. ***current market price*** means in relation to a share, the price published by the operator of the ASX as the final price for the previous day on which the share was traded on the ASX;

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9. **eligible employee** means, in relation to the Issuer, a person who is at the time of an offer under the Option Plan:
- (a) a full or part-time employee of the Issuer or of a related body corporate of the Issuer; or
 - (b) a director of the Issuer, or of a related body corporate of the Issuer, who holds a salaried employment or office in the Issuer or in a related body corporate; or
 - (c) a contractor which is:
 - (i) an individual that has:
 - (A) performed work for the Issuer, or a related body corporate of the Issuer, for more than 12 months; and
 - (B) received 80% or more of their income in the preceding year from the Issuer or a related body corporate of the Issuer; or
 - (ii) a company where each of the following are satisfied in relation to the company:
 - (A) throughout the previous 12 months, the company has had a contract in place with the Issuer, or a related body corporate of the Issuer, for the provision of the services of an individual (the **contracting individual**) to the Issuer;
 - (B) the contracting individual has performed work for the Issuer, or a related body corporate of the Issuer, for more than 12 months;
 - (C) the contracting individual has been the only member of the company for more than 12 months; and
 - (D) more than 80% of the aggregate income of the company and the contracting individual from all sources (other than from each other) in the preceding 12 months was received from the Issuer or a related body corporate of the Issuer;
10. **eligible offer** means an offer for the issue or sale of:
- (a) fully-paid shares in the Issuer in the same class as shares which have been quoted on the ASX or an approved foreign market throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during the period; or
 - (b) options for the issue or transfer of shares referred to in paragraph (a) where each of the options is offered for no more than nominal consideration,

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made under the Option Plan extended only to:

- (c) eligible employees of the Issuer; and
- (d) persons who are not Australian Regulated Recipients where those persons are eligible to receive an offer under the Option Plan;

11. **financial product advice** has the meaning given by section 766B;
12. **general advice** has the meaning given by section 766B;
13. **Issuer** means Anatolia Minerals Development Limited ARBN 147 848 762, a company incorporated under the laws of Canada;
14. **nominal consideration** means consideration of not more than 1 cent per option;
15. **offer** has a meaning affected by sections 700, 702 and 1010C;
16. **offer document** means a document setting out an offer under the Option Plan that:
 - (a) includes or is accompanied by a copy, or a summary, of the rules of the scheme under which the offer is made; and
 - (b) if a summary (rather than a copy) of the rules is given — includes an undertaking that during the period (the **offer period**) during which an eligible employee domiciled in this jurisdiction may acquire the shares offered or exercise options acquired under the Option Plan, the Issuer will, within a reasonable period of the eligible employee so requesting, provide the eligible employee without charge with a copy of the rules; and
 - (c) specifies in respect of the shares or shares subject to the options:
 - (i) the acquisition price in Australian dollars;
 - (ii) where the price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the offer; or
 - (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar price were that formula applied at the date of the offer; and
 - (d) includes an undertaking, and an explanation of the way in which the Issuer will, during the offer period and within a reasonable period of the eligible employee requesting, make available to the eligible employee:
 - (i) the current market price (or, where that price is specified in a foreign currency, the Australian dollar equivalent of that price) of shares in the same class as those offered or subject to the options;

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- (ii) in the case of options where subparagraph (c)(ii) or (iii) applies, the information referred to in that paragraph as updated to that date;
 - (e) discloses the conditions, obligations and risks associated with a loan or financial assistance offered by the Issuer or any related body corporate of it for the purpose of acquiring shares or options under the Option Plan; and
 - (f) states prominently that the eligible offer is an offer for participation in a foreign scheme that is subject to the law of Canada and describes the legal and practical effect (if any) this may have on the rights and ability of an eligible employee domiciled in this jurisdiction to make any claim or enforce any right arising out of or in connection with the eligible offer;
17. **Option Plan** means the Issuer's employee incentive scheme known, as at the date of this instrument, as the Anatolia Minerals Development Limited Amended and Restated Share Option Plan, as amended from time to time.

Commencement

This instrument commences on the date of its gazettal.

Dated this 24th day of January 2011



Signed by Sally Koerting
as a delegate of the Australian Securities and Investments Commission



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ASIC

Australian Securities & Investments Commission

**Australian Securities and Investments Commission
Corporations Act 2001 — Paragraphs 911A(2)(l), 1020F(1)(a)
and 1020F(1)(b) — Exemptions**

1. Under paragraph 1020F(1)(a) of the *Corporations Act 2001 (the Act)*, the Australian Securities and Investments Commission (**ASIC**) exempts Cape Alumina Limited ACN 107 817 694 (*the Issuer*) from Part 7.9 of the Act where the Issuer:
 - (a) makes an eligible offer; or
 - (b) offers to arrange for the issue of financial products under an eligible offer;
 - (c) issues a financial product under an eligible offer; or
 - (d) issues a financial product on the vesting or exercise of a Performance Right that was issued under an eligible offer,on the conditions set out in the Schedule and for so long as the conditions are met.
2. Under paragraph 1020F(1)(b) of the Act, ASIC exempts a financial product that is the subject of an eligible offer from Part 7.9 of the Act where:
 - (a) a recommendation is made (by a person other than the Issuer) that a person to whom an eligible offer has been made acquire the financial product as a retail client; and
 - (b) the person who made the recommendation is not aware, and ought not reasonably to be aware, that any of the conditions set out in the Schedule have not been met.
3. Under paragraph 911A(2)(l) of the Act, ASIC exempts the Issuer from the requirement to hold an Australian financial services licence for the provision of a financial service consisting of general advice reasonably given in connection with an eligible offer covered by paragraph 1 of this instrument (including any general advice given in the offer document) where the offer document for the offer includes a statement to the effect that any advice given by the Issuer in connection with the offer is general advice only, and that eligible employees should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice.
4. Under paragraph 911A(2)(l) of the Act, ASIC exempts:
 - (a) the Issuer; and

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- (b) any related body corporate of the Issuer,

from the requirement to hold an Australian financial services licence for the provision of the following financial services:

- (c) the provision of a custodial, or depository service in connection with an eligible offer covered by paragraph 1 of this instrument where the provider of the service performs their duties in good faith and has sufficient resources to perform those duties; and
- (d) dealing in a financial product in the course of providing a custodial or depository services covered by paragraph (c); and
- (e) dealing in a financial product in connection with an eligible offer covered by paragraph 1 of this instrument where any acquisition by purchase or disposal of the product (by the Issuer or a related body corporate) occurs either:
- (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - (ii) outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.

5. Under paragraph 992B(1)(a) of the Act, ASIC exempts the Issuer from section 992A of the Act in relation to eligible offers covered by paragraph 1 of this instrument made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the eligible offer.

Schedule

The following conditions apply:

1. the Issuer must ensure that the eligible offer is substantially on the terms set out in the Cape Alumina Limited Performance Rights Plan Rules provided to ASIC as an attachment to an electronic mail dated 21 December 2010; and
2. the Issuer must:
 - (a) include the offer in an offer document; and
 - (b) take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document; and
 - (c) provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the employee such as the identity or entitlement of the employee) and of each accompanying document not later than 7 days after the first provision of that material to an employee; and
3. the Issuer must comply with any undertaking required to be made in the offer document by reason of this instrument; and

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4. the issuer must take reasonable steps to ensure that the number of shares to be issued on vesting of a Performance Right when aggregated with:
- (a) the number of shares in the same class which would be issued were each outstanding offers with respect to shares, units of shares and options to acquire unissued shares, under an employee share scheme (including the Plan) to be accepted, vested or exercised; and
 - (b) the number of shares in the same class issued during the previous 5 years pursuant to any employee share scheme (including the Plan) extended only to eligible employees of the Issuer;

but disregarding any offer made, or option acquired, or share issued by way of or as a result of:

- (c) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
- (d) an offer that did not need disclosure to investors because of section 708; or
- (e) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
- (f) an offer made under a disclosure document or Product Disclosure Statement, does not exceed 5% of the total number of issued shares in that class of the Issuer as at the time of the offer.

Note: where a document must be provided in writing it may be provided by electronic means. See s5C of the Act and s25 of the *Acts Interpretation Act 1901*.

Interpretation

In this instrument:

- 1. except where otherwise stated, references to provisions are to provisions of the Act;
- 2. the Plan shall not be regarded as extended to a person other than an eligible employee only because such an employee may renounce an offer of financial products made to them under the scheme in favour of their nominee;
- 3. ***Australian dollar equivalent*** in relation to a price means a price calculated by reference to the relevant exchange rate published by an Australian bank no earlier than the business day before the day to which price relates;
- 4. ***ASX*** means the financial market operated by ASX Limited ACN 008 624 691;
- 5. ***current market price*** means in relation to a share, the price published by the operator of the ASX as the final price for the previous day on which the share was traded on the ASX;

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6. **eligible employee** means a person who is, at the time of an eligible offer, a full or part-time employee or director of the Issuer or of a related body corporate of the Issuer;
7. **eligible offer** means an offer for the issue of a Performance Right that is made under the Plan;
8. **financial product advice** has the meaning given by section 766B of the Act;
9. **general advice** has the meaning given by section 766B of the Act;
10. **offer** has a meaning affected by section 1010C of the Act;
11. **offer document** means a document setting out an offer under the Plan that:
 - (a) includes or is accompanied by a copy, or a summary, of the Rules of the Plan; and
 - (b) if a summary (rather than a copy) of the Rules of the Plan is given – includes an undertaking that during the period (the **offer period**) in which an eligible employee may acquire the financial products offered, the Issuer will, within a reasonable period of the employee so requesting, provide the employee without charge with a copy of the Rules of the Plan;
 - (c) if applicable, specifies in respect of the shares:
 - (i) the acquisition price in Australian dollars;
 - (ii) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the offer; or
 - (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar or Australian dollar equivalent of that price were that formula applied at the date of the offer; and
 - (d) includes an undertaking, and an explanation of the way in which, the Issuer will, during the offer period, within a reasonable period of the employee requesting, make available to the employee the current market price of the shares;
12. **option** means an option for the issue or transfer of a share;
13. **Performance Right** means a right under the Plan to be issued, at the discretion of the Issuer, a fully-paid ordinary share in the Issuer in the same class as shares which have been quoted on the financial market operated by ASX throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period.
14. **Plan** means a performance rights plan that is known as the date of this instrument as the Cape Alumina Limited Performance Rights Plan where:

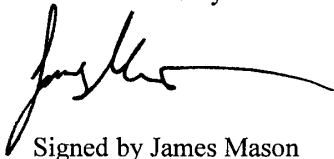
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- (a) the plan is extended only to eligible employees; and
 - (b) the plan is governed by the Rules of the Plan.
15. **Rules of the Plan** means the written terms of the Plan as at the date of this instrument that are substantially the same as the terms set out in the Cape Alumina Limited Performance Rights Plan Rules provided to ASIC as an attachment to an electronic mail dated 21 December 2010; and
16. **Share** means a fully-paid ordinary share in the Issuer in the same class as shares which have been quoted on the financial market operated by the ASX throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period.

Commencement

This instrument takes effect on gazettal.

Dated 25 January 2011



Signed by James Mason
as a delegate of the Australian Securities and Investments Commission

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**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraphs 741(1)(a), 911A(2)(l), 992B(1)(a), 1020F(1)(a)
and 1020F(1)(b) – Exemptions**

First Exemption: disclosure relief for offers not involving a contribution plan

1. Under paragraphs 741(1)(a) and 1020F(1)(a) of the *Corporations Act 2001* (the *Act*) the Australian Securities and Investments Commission (*ASIC*) exempts:
 - (a) the Issuer from Parts 6D.2, 6D.3 (except section 736) and 7.9 of the *Act* where the Issuer:
 - (i) makes an eligible offer;
 - (ii) offers to arrange for the issue of financial products under an eligible offer;
 - (iii) issues a financial product under an eligible offer; or
 - (iv) issues a financial product on the vesting or exercise of a Performance Right that was issued under an eligible offer;that does not involve a contribution plan, on the conditions set out in the Schedule and for so long as the conditions are met.
2. Under paragraph 1020F(1)(b) of the *Act*, ASIC exempts a financial product that is the subject of an eligible offer from Part 7.9 of the *Act* where:
 - (a) a recommendation is made (by a person other than the Issuer) that a person to whom an eligible offer has been made to acquire the financial product as a retail client; and
 - (b) the person who made the recommendation is not aware, and ought not reasonably be aware, that any of the conditions set out in the Schedule have not been met.

Second Exemption: licensing and hawking relief

3. Under paragraph 911A(2)(l) of the *Act*, ASIC exempts the Issuer from the requirement to hold an Australian financial services licence for the provision of a financial service consisting of general advice reasonably given in connection with an offer referred to in paragraph 1 (including any general advice given in the offer document) where the offer document for the offer includes a statement to the effect that any advice given by the person in connection with the offer is general advice only, and that recipients of the offer should consider obtaining their own financial product advice from an independent person who is licensed by ASIC to give such advice.
4. Under paragraph 911A(2)(l) of the *Act*, ASIC exempts:
 - (a) the Issuer; and
 - (b) any related body corporate of the Issuer,

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from the requirement to hold an Australian financial services licence for the provision of the following financial services:

- (c) the provision of a custodial or depository service in connection with an eligible offer covered by the exemption in paragraph 1 where the provider of the service performs their duties in good faith and has sufficient resources to perform those duties; and
 - (d) dealing in a financial product in the course of providing a custodial or depository service covered by paragraph (c); and
 - (e) dealing in a financial product in connection with an eligible offer covered by the exemption in paragraph 1 where any acquisition by purchase or disposal of the product (by the Issuer or a related body corporate of the Issuer) occurs either:
 - (i) through a person who holds an Australian financial services licence authorising the holder to deal in financial products; or
 - outside this jurisdiction and through a person who is licensed or otherwise authorised to deal in financial products in the relevant place.
5. Under paragraphs 741(1)(a) and 992B(1)(a) of the Act, ASIC exempts the Issuer from sections 736, 992A and 992AA of the Act in relation to offers made in the course of, or because of, unsolicited meetings or telephone calls reasonably held or made in connection with the offer.

Schedule

The following conditions apply:

1. the Issuer must ensure that the eligible offer is substantially on the terms set out in the draft terms of the Performance Rights Plan provided to ASIC as an attachment to an email sent on 18 January 2011 by Corrs Chambers Westgarth on behalf of the Issuer;
2. when making the offer the Issuer must:
 - (a) include that offer in an offer document; and
 - (b) take reasonable steps to ensure that any eligible employee to whom the offer is made is given a copy of the offer document; and
 - (c) provide to ASIC a copy of the offer document (which need not contain details of the offer particular to the employee such as the identity or entitlement of the employee) and of each accompanying document not later than 7 days after the first provision of that material to an eligible employee;
3. the Issuer must comply with any undertaking required to be made in the offer document by reason of this instrument;

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4. the Issuer must take reasonable steps to ensure that the number of shares to be issued on the vesting or exercise of a Performance Right the subject of the offer, when aggregated with:
- (a) the number of shares in the same class which would be issued were:
 - (i) each Performance Right which has previously vested under the Performance Rights Plan exercised;
 - (ii) each outstanding offer with respect to Performance Rights made under the Performance Rights Plan accepted and the Performance Rights vested or exercised; and
 - (iii) each outstanding offer with respect to shares, units of shares and options to acquire unissued shares under any other employee incentive scheme to be accepted or, if relevant, exercised; and
 - (b) the number of shares in the same class issued during the previous 5 years under:
 - (i) the Performance Rights Plan where the Performance Rights issued under that Plan have been vested or exercised; and
 - (ii) any other employee incentive scheme extended only to eligible employees,
- but disregarding any offer made, or Performance Right acquired or share issued by way of or as a result of:
- (c) an offer to a person situated at the time of receipt of the offer outside this jurisdiction; or
 - (d) an offer that was an excluded offer or invitation within the meaning of the Corporations Law as in force before the commencement of Schedule 1 to the *Corporate Law Economic Reform Program Act 1999*; or
 - (e) an offer that did not need disclosure to investors because of section 708 of the Act; or
 - (f) an offer that did not require the giving of a Product Disclosure Statement because of section 1012D of the Act; or
 - (g) an offer made under a disclosure document or Product Disclosure Statement, must not exceed 5% of the total number of issued shares in that class of the Issuer as at the time of the offer.

Note: where a document must be provided in writing it may be provided by electronic means. See s5C of the Act and s25 of the *Acts Interpretation Act 1901*.

Interpretation

In this instrument:

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1. except where otherwise stated, references to provisions are to provisions of the Act;
2. the Performance Rights Plan or any other employee incentive scheme shall not be regarded as extended to a person other than an eligible employee only because such an employee may renounce an offer of financial products made to them under the scheme in favour of their nominee;
3. **ASX** means the financial market operated by ASX Limited ACN 008 624 691;
4. **contribution plan** means a plan under which a participating eligible employee may save money by regular deductions from wages or salary (including through salary sacrifice arrangements) towards paying for shares offered for issue or sale under the Performance Rights Plan where the terms and conditions of the contribution plan include terms and conditions to the effect that:
 - (a) all deductions from wages or salary made in connection with participation in the contribution plan must be authorised by the employee on the same form of application which is used in respect of the offer, or on a form which is included in or accompanies the offer document;
 - (b) before transferring contributions to acquire shares, any contributions made by an employee as part of the contribution plan must be held by the Issuer in trust for the employee in an account of an Australian ADI which is established and kept by the Issuer only for the purpose of depositing contribution moneys and other money paid by employees for the shares on offer under the employee share scheme; and
 - (c) the employee may elect to discontinue their participation in the contribution plan at any time and as soon as practicable after that election is made all money deposited with the Australian ADI in relation to that employee, including any accumulated interest, must be repaid to that employee;
5. **current market price** means, in relation to a share, the price published by the operator of the ASX as the final price for the previous day on which the share was traded on the ASX;
6. **eligible employee** means, in relation to the Issuer, a person who is, at the time of an offer under the Performance Rights Plan:
 - (a) a full or part-time employee of the Issuer or of a related body corporate of the Issuer; or
 - (b) a director of the Issuer, or of a related body corporate of the Issuer, who holds a salaried employment or office in the Issuer or in a related body corporate; or
 - (c) a contractor which is:
 - (i) an individual that has:
 - (A) performed work for the Issuer, or a related body corporate of the Issuer, for more than 12 months; and

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- (B) received 80% or more of their income in the preceding year from the Issuer or a related body corporate of the Issuer; or
 - (ii) a company where each of the following are satisfied in relation to the company:
 - (A) throughout the previous 12 months, the company has had a contract in place with the Issuer, or a related body corporate of the Issuer, for the provision of the services of an individual (the **contracting individual**) to the Issuer or a related body corporate of the Issuer;
 - (B) the contracting individual has performed work for the Issuer, or a related body corporate of the Issuer, for more than 12 months;
 - (C) the contracting individual has been the only member of the company for more than 12 months; and
 - (D) more than 80% of the aggregate income of the company and the contracting individual from all sources (other than from each other) in the preceding 12 months was received from the Issuer or a related body corporate of the Issuer; or
- 7. **eligible offer** means an offer for the issue of a Performance Right under the Performance Rights Plan extended only to eligible employees of the Issuer;
- 8. **financial product advice** has the meaning given by section 766B of the Act;
- 9. **general advice** has the meaning given by section 766B of the Act;
- 10. **Issuer** means Cash Converters International Limited ACN 069 141 546;
- 11. **offer** has a meaning affected by sections 700, 702 and 1010C of the Act;
- 12. **offer document** means a document setting out an offer under the Plan that:
 - (a) includes or is accompanied by a copy, or a summary, of the Performance Rights Plan Rules; and
 - (b) if a summary (rather than a copy) of the Performance Rights Plan Rules is given — includes an undertaking that during the period (the **offer period**) during which an eligible employee may acquire or exercise the Performance Rights offered under the Performance Rights Plan, the Issuer will, within a reasonable period of the eligible employee so requesting, provide the eligible employee without charge with a copy of the Performance Rights Plan Rules; and
 - (c) specifies in respect of the shares that may be acquired on the vesting or exercise of a Performance Right:
 - (i) the acquisition price (if any) in Australian dollars; or

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- (ii) where the acquisition price is specified in a foreign currency, the Australian dollar equivalent of that price at the date of the offer; or
 - (iii) where the acquisition price is to be worked out in the future under a formula, the Australian dollar price were that formula applied at the date of the offer; and
- (d) includes an undertaking, and an explanation of the way in which the Issuer will, during the offer period, within a reasonable period of the eligible employee requesting, make available to the eligible employee:
 - (i) the current market price (or where that price is denominated in a foreign currency, the Australian dollar equivalent of that price) of shares that will be acquired by the eligible employee when the Performance Right offered to the eligible employee vests or is exercised; and
 - (ii) where subparagraph (c)(ii) or (iii) applies, the information referred to in that paragraph as updated to that date; and
- (e) discloses the conditions, obligations and risks associated with any loan or financial assistance offered by the Issuer or any related body corporate of the Issuer for the purpose of acquiring any financial products under the Performance Rights Plan;

13. **Performance Right** means:

- (a) an unsecured right to acquire, by way of issue or transfer, a fully-paid share in the Issuer in accordance with the Performance Rights Plan Rules; or
- (b) where the right referred to in paragraph (a) has vested or has been exercised in accordance with the Performance Rights Plan Rules, but the fully paid share to which the right relates has not been issued or transferred to the eligible employee, an equitable interest in a fully-paid share,

where:

- (c) each Performance Right is offered for nil consideration; and
- (d) the share to which the Performance Right relates is a fully-paid share in the same class as shares that have been quoted on the ASX throughout the 12 month period immediately before the offer without suspension for more than a total of 2 trading days during that period;

14. **Performance Rights Plan** means the Issuer's employee incentive scheme that is known, as at the date of this instrument, as the Cash Converters International Limited Executive Performance Rights Plan where:

- (a) the scheme is extended only to eligible employees; and
- (b) the terms of the scheme are substantially on the terms set out in the draft Performance Rights Plan provided to ASIC as an attachment to an email sent on 18 January 2011 by Corrs Chambers Westgarth on behalf of the Issuer;

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15. ***Performance Rights Plan Rules*** means the written terms of the Performance Rights Plan as at the date of this instrument that are substantially on the terms set out in the draft terms of the Plan provided to ASIC as an attachment to an email sent on 18 January 2011 by Corrs Chambers Westgarth on behalf of the Issuer.

Commencement

This instrument commences on the date of its gazettal.

Dated this 25th day of January 2011



Signed by Peter Knight

as a delegate of the Australian Securities and Investments Commission

CORPORATIONS ACT 2001
Subsection 601AB(3) & 601PB(3)

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

Dated this twenty-eighth day of January 2011

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company	ACN
A.C.N. 084 664 353 PTY LTD	084 664 353
A.C.N. 107 049 981 PTY LIMITED	107 049 981
A.C.N. 111 723 650 PTY LTD	111 723 650
A.C.N. 122 672 342 PTY LTD	122 672 342
A.C.N. 134 165 307 PTY LTD	134 165 307
A.M. & SONS PTY LTD	128 466 446
A & M T PROJECTS PTY LIMITED	085 129 782
A AND J ELECTRONICS PTY LTD	122 630 559
A B I S J A ENTERPRISE PTY LTD	106 989 271
ABSOLUTE WATER TECHNOLOGIES (AUSTRALASIA) LIMITED	134 177 923
ACCLAIM INVESTMENTS (AUS) PTY LTD	128 440 693
ACHERON CORPORATION PTY LTD	106 771 680
ADAM WILLIAMS TRANSPORT PTY LTD	085 076 624
ADELAIDE VINES MANAGEMENT PTY LTD	111 775 636
ADL CONSTRUCTIONS PTY LTD	122 664 537
ADVANCED COMMERCIAL KITCHENS PTY LTD	132 711 070
ADVESTMENT PTY LTD	079 726 042
AEROFATE PTY. LIMITED	071 797 736
AG CONSULTING SERVICES PTY LTD	128 443 587
AIM MOTORSPORTS PTY LIMITED	003 897 078
AIR DIRECT INSTALLATIONS PTY LTD	117 093 580
AJDC PTY LTD	107 006 897
AJ NOVA PTY LTD	134 155 516
AJ PLANT PTY LTD	128 470 173
AKRON FINANCE PTY LTD	003 265 512
AKRON LANDSCAPES PTY LIMITED	098 635 244

Name of Company	ACN
AKZO PTY LTD	134 125 385
ALAMO TRADING PTY LTD	098 727 685
ALAN BRIGGS PTY LTD	095 069 720
AL AQSA GROUP PTY LTD	134 117 016
ALBARAKA PTY LIMITED	089 296 793
ALBERT PARK PROPERTIES PTY. LTD.	009 849 432
ALCI PTY LTD	111 740 759
ALIGN LEGAL COSTS MANAGEMENT PTY LTD	134 162 673
ALLFAIR PTY LTD	106 990 747
ALLIANTRA PTY LTD	085 069 629
ALLPERFECT PTY LTD	102 804 179
ALL YOU NEED SUPERMARKET MERRYLANDS PTY LTD	098 724 317
ALTATEC HYDRAULIC COMPONENTS PTY. LIMITED	003 649 983
AM/PM HANDYMAN SERVICES PTY LTD	107 026 595
AMBIANCE BT PTY LTD	122 612 462
AMZ PAINTING SERVICES PTY LTD	128 378 076
ANDREW VINGILIS ARCHITECT PTY LTD	102 799 904
ANTHONY BLACKBURN AND ASSOCIATES PTY LTD	122 629 556
ANTHONY FOWLER & ASSOCIATES PTY LIMITED	095 051 764
ANTHONY ROSE INVESTMENTS PTY. LTD.	128 373 062
ANTICIPATE PTY. LTD.	117 043 768
ANTINUTT PTY LTD	134 136 155
ANTRIM INVESTMENTS PTY LTD	102 825 276
APPLIED SECURITIES AND INVESTMENTS PTY. LTD.	134 093 397
AQUARIA PTY LTD	094 012 601
ARAWA PROPERTY & PROJECT MANAGEMENT PTY LTD	134 142 859
ARMADALE BUSINESS SERVICES PTY. LTD.	005 931 297
ARNS BROS PTY LTD	009 427 070
ARTS MUSIC PTY. LTD.	071 743 818
AS & MSL PTY LTD	134 175 812
ASC FOODS PTY LTD	122 326 265
ASHINGTON CAPITAL INT. PTY LTD	134 151 536
ASIA BUSINESS INTEGRATED PTY LIMITED	134 129 703
ATK GLOBAL PTY LTD	134 091 142
ATTADALE REFRIGERATION PTY LTD	009 114 229
AUSAFE TRAINING & ASSESSMENT PTY LTD	122 609 983
AUSCOM ACCOMMODATION CONSULTANCY PTY. LTD.	076 394 333
AUSSTAT PTY LTD	098 745 263

Name of Company	ACN
AUSTCORP DEVELOPMENT MANAGEMENT PTY. LIMITED	067 145 500
AUSTCORP MARINE PTY LTD	102 799 351
AUSTHOME INVESTMENTS SYNDICATE 4 PTY LTD	102 791 097
AUSTRALIA CO-YI CONSTRUCTION PTY. LTD.	134 123 872
AUSTRALIA MASTER PANEL PTY LTD	122 673 429
AUSTRALIAN BOILER SALES & SERVICES PTY. LTD.	006 878 413
AUSTRALIAN CONTINENTAL BAKERIES PTY LTD	134 172 857
AUSTRALIAN HOSPITALITY COLLEGE PTY. LTD.	128 469 876
AUSTRALIAN INDIGENOUS BOXING COMPANY PTY LTD	128 419 492
AUSTRALIAN OPAL MINING NO.26 PTY LTD	128 464 611
AUSTRALIAN OPAL MINING NO.27 PTY LTD	128 464 675
AUSTRALIAN SPORTS CAR EVENTS & PROMOTIONS PTY LTD	134 158 204
AUSTRALIAN WORKPLACE TRAINING GROUP (AWTG) PTY LTD	095 053 268
AUSTRALIA WAY-ON IMPORT & EXPORT PTY LIMITED	106 989 057
AYEH WELDING PTY LTD	128 440 433
B.G.M. ENTERPRISES PTY LTD	090 452 421
B.R.E.L. ENTERPRISES PTY LTD	009 155 748
B & P HAULAGE PTY LTD	111 772 939
B&W CORPORATE PTY LTD	053 704 322
BALICMEDIA PTY LTD	128 468 851
BANYULE PLUMBING & DRAINAGE PTY LTD	080 708 229
BAROSKAL PTY LIMITED	105 977 857
BARRACK SYDNEY PTY LTD	134 160 455
BARTARA PTY LTD	003 020 406
BASSET FINANCE SOLUTIONS PTY LTD	122 596 187
BASSON INVESTMENTS PTY LTD	080 727 948
BAYLEY PTY. LIMITED	054 263 517
BAYSIDE PENINSULA BUILDING PTY LTD	122 614 224
BBC NOMINEES (WA) PTY LTD	117 081 919
BBOYS PTY. LTD.	134 102 408
BDP COMPUTER SYSTEMS PTY. LTD.	054 272 687
BEAU RIVAGE DAY SPA PTY LTD	076 346 757
BEAUTIFUL DENEREN PTY LTD	089 939 499
BEIGELANDER INVESTMENTS PTY LTD	128 440 273
BELLARINE CONCRETING PTY LTD	122 581 024
BERTELLE HOLDINGS PTY. LTD.	111 753 863
BERTOCO HOLDINGS PTY. LTD.	005 490 933
BERWIL PTY LTD	098 711 767

Name of Company	ACN
BG'S DOOR SERVICES PTY LTD	085 163 908
BIJAN GROUP PTY LTD	117 091 835
BIONE DENTAL PTY LTD	117 094 498
BIO SCAN TECHNOLOGY PTY LTD	134 135 596
BLAIRCORP DEVELOPMENTS PTY. LTD.	110 381 185
BLUEBAR32 SUPER CO PTY LTD	134 138 051
BLUEKISSMARINE PTY LTD	134 139 638
BLUESTONE WATER PTY LTD	128 464 031
BLUE WATER VIEWS ESTATE PTY. LTD.	107 035 272
BM BRICKLAYING PTY LTD	117 032 292
BODARRA PTY. LTD.	006 880 628
BO FENG'S PTY LTD	128 402 782
BOOMERANG HOUSING & ADVANCEMENT CORPORATION LTD	001 314 843
BOONDALL PROPERTIES PTY LTD	090 522 302
BORAY PTY LTD	134 118 326
BOSS MOTORS PTY LTD	134 097 653
BOWEN (NO 4) INVESTMENTS PTY LTD	117 086 227
BOX OFFICE CONTAINER SERVICES PTY LTD	117 097 748
BPL INVESTMENTS PTY LTD	134 137 536
BRAE VILLA CAPITAL PTY LTD	134 098 785
BRAE VILLA MANUFACTURING PTY LTD	134 098 749
BRAE VILLA PTY LTD	134 098 669
BREAK OPEN SALES PTY LTD	111 706 220
BRIDGEPORT PTY LTD	122 643 001
BRIGHTCORP PTY. LIMITED	010 868 470
BTL TRANSPORT PTY LTD	134 100 922
BUCHANAN TECHNOLOGIES PTY LTD	071 660 592
BUDO INVESTMENT GROUP PTY LTD	117 075 126
BUFFALO RIVER HOLDINGS PTY. LTD.	071 759 772
BUSINESS AND FINANCIAL CONSULTANCY PTY. LTD.	128 444 191
BUSINESS INTERNATIONAL PTY LTD	134 131 132
BUSINESS INVESTMENT OPPORTUNITIES PTY. LTD.	128 459 647
BUSINESS PLANNING SOLUTIONS PTY LTD	117 116 542
BUSINESS POINT PTY LTD	134 113 296
BWC (AUSTRALIA) PTY LTD	134 126 266
C.N.B. CONTRACTING PTY. LTD.	102 650 608
C. RUTISHAUSER NOMINEES PTY LIMITED	122 592 232
CALIGIORE CONSTRUCTIONS PROPRIETARY LIMITED	005 396 270

Name of Company	ACN
CAMELLIA COTTAGES PTY LIMITED	050 328 455
CANVAS PEOPLE PTY LTD	134 133 118
CAPORALE BUILDERS CORPORATION SYDNEY PTY LTD	111 704 762
CAPTAIN CASH (QLD) PTY LTD	062 418 848
CARING GECCO PTY LTD	128 428 795
CASABLANCA CLEANING SERVICES PTY. LTD.	122 580 563
CAVEMARINE PTY. LTD.	102 787 468
CEDAR CLUB OPERATIONS PTY. LTD.	095 047 626
CEE-E-DEE PTY. LTD.	128 432 815
CELTIC SYDNEY PTY LTD	128 459 398
CENTRIC DISTRIBUTION PTY LTD	111 762 148
CHAPWAY PTY LTD	122 605 896
CHEF WAN SOLUTIONS PTY. LTD.	080 738 736
CHELTENHAM SUPERANNUATION PTY LTD	090 486 534
CHESSWIN PTY. LIMITED	050 194 002
CHILL CONSULTING PTY LTD	122 665 249
CIRCOSTA BROS. PTY. LTD.	076 310 499
CITY ADMIN PTY LTD	134 093 315
CLEAR BUSINESS TRAINING & DEVELOPMENT PTY LTD	095 060 807
CL REED PTY LTD	134 130 635
COASTAL METAL ROOFING PTY LTD	117 073 275
COASTLAND PROPERTY GROUP PTY LIMITED	106 988 103
COBALT DEVELOPMENTS PTY LTD	010 744 877
CODESIGN CONSTRUCTION AND DESIGN PTY LTD	122 577 655
COMMERCIAL AND PRIMARY FINANCIAL SERVICES PTY. LTD.	050 408 850
COMMUNITY CHOICE FINANCIAL SERVICES (SA) PTY. LTD.	117 128 088
COMPETE EVENTS PTY LTD	107 015 869
COMPLETE LITIGATION PTY LTD	003 021 314
CONNOLLY'S COFFEE 167 PTY LTD	134 136 191
CONTRACTS AND PURCHASING SERVICES PTY. LTD.	006 664 624
CONWAY TRAVEL PTY LTD	117 071 708
COOBER PEDY REGIONAL TIMES PROPRIETARY LTD	134 163 572
CORPORATE SMASH REPAIRS PTY LTD	134 140 855
COSMOPOLITAN SHOES CROYDON PTY LTD	107 035 567
COSYAM METAL POLISHING PTY LTD	102 794 534
CPQ PTY LTD	122 615 589
CRAIDAN PTY LTD	134 161 667
CREATD MOTOR SPORTS PTY. LTD.	122 608 164

Name of Company	ACN
CREATING LEGENDS PTY LTD	098 681 488
CREATIVE CROC INDUSTRIES PTY LTD	128 372 912
CRISP CONTRACTING PTY LTD	090 484 923
CS SPORTS MANAGEMENT PTY LTD	128 449 454
CUSTOM SOUND SYSTEMS PTY LTD	134 158 222
CUT & POLISHED MOBILE MANICURES PTY LTD	134 125 947
D. & S. PAINTING & PROPERTY SERVICES PTY LTD	067 120 236
D.M.A. CORPORATION PTY LTD	071 760 015
DASHIEL CORPORATION PTY LTD	122 670 633
DAVMER PTY LTD	006 214 008
DA WAN PTY LTD	115 782 226
DAWSON TREVENA REAL ESTATE PTY LTD	005 256 575
DDM PROPERTY SERVICES PTY LIMITED	134 163 563
DELPAC PTY LTD	003 651 036
DELTA OIL TARANAKI PTY LTD	102 773 937
DEMESNE ON SANDALWOOD PTY LTD	128 400 386
DENTOUT HAIL REPAIR PTY. LTD.	134 105 801
DER SHENG PTY. LTD.	085 132 921
DEVOTE GROUP LIMITED	133 939 750
DIAMOND SEVEN INVESTMENTS PTY LTD	117 027 737
DIGITAL TOOL & MECH PTY LTD	134 107 734
DIMBOOLA PROPERTY PTY LTD	128 399 253
DIMENSION 8 MARKETING PTY LTD	128 405 194
DINGO FINANCE AUSTRALIA PTY LTD	107 051 883
DINO INVESTMENTS (WA) PTY LTD	107 052 648
DIRUCE PTY. LTD.	080 732 252
DISPLAY ONLINE PTY LTD	111 727 087
DIVINE WORLD FILMS.COM PTY. LTD.	134 107 109
DOCTORS ENTERPRISES PTY LTD	102 785 151
DOVEILCHE PTY LTD	122 604 111
DRACA PTY. LTD.	006 880 128
DR ARTHUR CRAWFORD FOUNDATION PTY LTD	133 910 460
DREAM CHASERS PTY LTD	134 111 505
DUETIT PTY LTD	128 402 433
DUN-MOVIN' HOLDINGS PTY LTD	111 700 648
DYER & FULVIO PTY LTD	128 401 329
E.V.C. PROPRIETARY LIMITED	004 454 899
EARTH AIR WATER CONSULTING AND MONITORING PTY LIMITED	076 346 588

Name of Company	ACN
EARTH PROMOTIONS PTY LTD	122 665 507
EARTHWORKS HAULAGE PTY LTD	128 439 627
EASTBUILD CONSTRUCTIONS PTY LTD	134 112 075
EASTERN RED ENTERPRISES PTY LIMITED	128 449 874
EASTERN SUBURBS ALUMINIUM WINDOWS & DOORS PTY. LTD.	117 064 543
EASY ACCESS SCAFFOLDING PTY LTD	128 427 485
ECOVILLE PTY LIMITED	128 459 914
EDGECLIFF MORTGAGE CONSULTANTS PTY. LTD.	122 672 897
EDWARDS GARDEN PTY LTD	067 001 503
EFEbia SOFTWARE PTY LTD	122 640 313
ELITE CHIROPRACTIC PTY LTD	134 172 615
ELLIS BROWN PTY LTD	107 011 003
EMATA PTY LTD	128 375 128
EMNA PTY LIMITED	111 723 267
EMPLOYER BRAND WORKS PTY LTD	134 108 188
EMPTY M TRANSPORT PTY LIMITED	085 135 904
ENERVITA PTY LTD	117 117 236
ENGLISH BOND PTY. LTD.	007 104 958
ENGRAVED WORD PTY. LTD.	085 092 039
ENVY MEDIA PTY LTD	134 136 208
ESSENTIAL EQUIPMENT SOLUTIONS PTY. LTD.	134 084 898
EUROBLOOM PTY LTD	095 065 286
EVASON PTY LTD	102 824 788
EXACTITUDE BRICKLAYING PTY LTD	117 075 653
EXECUTIONALE PTY LTD	128 400 680
EXPLORER VENTURES (AUSTRALIA) PTY. LTD.	089 450 804
EXPRESSPLUS PTY. LTD.	102 797 464
EYEDEA PTY LTD	134 161 569
E2E PTY. LTD.	004 798 341
FACILITATE GROUP PTY LTD	117 122 273
FADL INVESTMENTS PTY LTD	076 306 191
FAF ENTERPRISES PTY LTD	005 932 963
FAMGROUP PTY LTD	080 698 406
FANTASY MARINE PTY LTD	134 147 863
FASTLINE ENTERPRISES PTY LTD	095 056 410
FAY HOLDINGS PTY LTD	062 426 699
FENCE LINE SERVICES PTY LTD	117 092 761
FENGTEng PTY LTD	128 398 907

Name of Company	ACN
FICTRADE PTY LTD	098 744 391
FILTER QUEEN PTY LIMITED	122 592 349
FINELINE INTERIORS PTY LIMITED	122 591 682
FITWORLD PTY LTD	128 448 966
FIVE STAR PLUS CLEANING CO PTY. LIMITED	085 083 236
FLETCHERS TECHNOLOGY PTY LIMITED	128 416 008
FLEXUS PTY. LIMITED	005 254 759
FMR DIESEL MECHANIC PTY LTD	134 090 921
FORBIDDEN CITY TIMBER FLOORING PTY LTD	107 038 899
FOX DELIVERIES PTY LTD	134 079 557
FRESHFIGGS PTY LTD	134 139 861
FRESH SELECT FRUIT AND VEG PTY. LTD.	134 146 044
G. I. JOE'S AUSTRALIA PTY. LTD.	098 744 935
G. I. JOE'S HAIRCUTTERS PTY. LTD.	098 744 926
G.K. MITCHELL PTY LTD	003 898 182
G.L.M. PROFESSIONALS PTY LTD	080 711 851
G & M ENTERPRISES PTY LTD	122 669 372
G & R STAPLETON CONSTRUCTIONS PTY. LIMITED	003 898 379
G & T AUTO ELECTRICS PTY. LTD.	128 372 056
GABRIEL EMANUAL GROUP PTY LTD	134 142 073
GAGA SHOES PTY LTD	134 101 849
GAIA NOMINEES PTY LTD	106 973 077
GAINSVILLE DEVELOPMENTS PTY LTD	102 823 281
GALLRAN INVESTMENTS PTY LTD	000 142 772
GATAGON PTY LIMITED	128 368 570
GEE TEAM PTY LTD	128 442 866
GERMOND INVESTMENTS PTY LTD	128 385 133
GESSOD BUSINESS GROUP (GBG) PTY LTD	128 464 755
GEVERT INVESTMENTS PTY LTD	122 592 787
GIBBS CORPORATE COMMUNICATIONS PTY LTD	134 117 105
GINTIN PTY LTD	128 421 705
GIOVANI INVESTMENT GROUP PTY. LTD.	134 168 111
GJV BRICKLAYING SERVICES PTY LIMITED	128 411 781
GLASTONBURY ENTERPRISES PTY LTD	122 615 507
GLOBAL TRADING HOUSE PTY. LTD.	054 230 885
GOLDWAY BIOMEDICAL RESEARCH & DEVELOPMENT INSTITUTE PTY LTD	102 772 930
GOLFLAND CORPORATION PTY LTD	000 409 405

Name of Company	ACN
GOLOSO PTY LIMITED	128 390 438
GREYPOWER QUEENSLAND PTY LTD	090 488 903
GT SPURS PTY LTD	122 656 802
GULF GOLD PTY LTD	128 380 807
GUNGHO WELDING PTY. LTD.	134 080 694
H & R LOGISTICS PTY. LTD.	122 574 467
H & S FORMWORK CO PTY LTD	134 108 437
HABRON HOLDINGS PTY LTD	134 129 285
HABRON INVESTMENTS PTY LTD	134 129 294
HABU PTY LTD	002 538 347
HALCION PTY LIMITED	134 173 050
HAMPTON HAULAGE (QLD) PTY LTD	058 085 840
HANDYCOUNT SERVICES PTY LTD	111 771 692
HARD AND FAST PTY. LTD.	122 517 444
HARDMIX PTY. LTD.	111 779 670
HAWK LINK PTY LTD	095 016 532
HAYES FINANCIAL SERVICES PTY LTD	001 653 578
HEAD START TECHNOLOGIES PTY LTD	084 379 297
HEH CONSTRUCTIONS PTY LTD	128 421 410
HERCULES ROOFING CONSULTING PTY. LIMITED	111 780 039
HERITAGE PAINTING PTY LTD	071 788 657
HIBERNIA TRADING CO PTY LTD	111 761 552
HIDDEN TICKETS PTY LIMITED	122 654 344
HIGH FLYING PRODUCTIONS PTY. LTD.	134 095 186
HIOTIS NOMINEES NO. 1 PTY LTD	122 584 945
HIRE AN ANGEL (AUST) PTY LTD	107 028 099
HIROBA GROUP PTY LTD	134 154 840
HIZOLA PTY LTD	106 184 927
HMB RENDERING PTY LTD	128 447 049
HOLAM INVESTMENTS PTY LTD	111 723 543
HOMES BY HENDERSON PTY LTD	128 419 643
HONEYLESS PTY. LTD.	127 097 474
HOPPERS CROSSING TYRES (VIC) PTY LTD	106 985 915
HQZ TYPESET PTY LTD	003 022 320
HUDSON ADVISORY GROUP PTY. LTD.	128 458 391
HUMPY FARMS PTY. LTD.	117 127 867
HUNTER RIVER JETCRUISER PTY. LTD.	062 375 919
HUTCHINGS TRADING CO PTY LTD	122 585 844

Name of Company	ACN
I.T.M. ENGINEERING PTY LTD	128 425 178
IAN KEITH PTY. LTD.	053 954 975
IC INVESTMENTS #1 PTY LTD	122 586 958
ICON BUILDINGS & MAINTENANCE PTY LTD	134 131 285
ID INVESTMENTS PTY. LTD.	128 437 463
III INVESTMENT PTY LIMITED	134 161 612
IMPERIAL LIGHT PTY LTD	134 179 169
IN-SITE ENTERPRISES PTY. LTD.	122 584 758
INDANAY PTY. LTD.	076 357 303
INDEPENDENT TRUCK RENTALS PTY LTD	134 158 213
INDIAN PACIFIC COMPLIANCE AND RISK MANAGEMENT PTY LTD	128 411 512
INDUSTRIAL ENGINEERING PTY. LTD.	004 248 453
INFRASTRUCTURE DEVELOPMENT PTY. LTD.	080 744 994
INOT PTY LTD	128 456 799
INSIDE OUTSIDE NO 1 PTY. LTD.	098 696 201
INTERNATIONAL LOGISTICS IMPORT & EXPORT PTY LTD	111 761 570
INVESTMENT MANAGERS PTY. LTD.	106 979 364
I Q WARE PTY LTD	117 097 051
IRONHUNT PTY. LIMITED	050 328 302
ISHA HOLDINGS PTY LTD	134 111 970
IT'S TIME ENTERPRISES PTY. LTD.	134 153 030
I TRADE PTY LTD	111 736 120
ITS ABOUT TIME HOLDINGS PTY LTD	106 999 615
J.M TOTAL SERVICE PTY LTD	134 096 183
JAE BRICKLAYING PTY. LTD.	134 085 322
JAVA GOLD COFFEE INTERNATIONAL PTY LTD	134 085 484
JC OPTICAL PTY LTD	128 447 610
J C T GROUP PTY LTD	128 449 481
JDCC PTY LTD	128 382 285
JDZ ENTERPRISES PTY LTD	110 300 902
JEMKARJAR PTY LTD	128 434 784
JIGSAW EARLY CHILDHOOD CENTRE PTY LTD	107 004 339
JJK PROPERTY SERVICES PTY LTD	134 098 016
JJL CONCRETE CONSTRUCTIONS PTY LTD	134 137 205
JKM FAMILY INVESTMENTS PTY LTD	134 089 526
JMR VENTURES PTY LTD	117 030 958
JMV FINE ENTERPRISES PTY. LTD.	122 601 683
JOEY PUPPY DOG PTY LTD	128 391 079

Name of Company	ACN
JOGO BONITO PTY LTD	111 784 420
JOHN & JOHN CONSULTING PTY LTD	134 099 380
JOHN ADAM ENTERPRISES PTY LTD	107 019 250
JOHN TYLER SUPERANNUATION PTY LTD	115 832 605
JONICA CONSTRUCTION PTY LIMITED	134 175 689
JORDAN VALLEY IMPORT/EXPORT PTY LTD	134 135 443
JOSLOE PTY LTD	117 115 054
JSEB SOLUTIONS PTY LTD	134 175 670
K.C. PLUMBING & DRAINAGE PTY. LIMITED	009 629 305
K.H. TOURING PTY LTD	095 049 639
KA ENTERPRISE (SA) PTY LTD	134 139 076
KAMAN TRANSPORT PTY LTD	128 464 522
KARRILEA INVESTMENTS PTY LTD	111 783 101
KAV INVESTMENT HOLDINGS PTY LTD	134 113 321
KAYZANFOR PTY LTD	111 723 810
KBM DEVELOPMENTS PTY LTD	134 090 832
KELPET BECIAN PTY LTD	128 404 026
KENRICK LODGE PTY. LTD.	071 732 548
KENT ENTERPRISES (QLD) PTY LTD	128 398 470
KG CONSTRUCTIONS & CARPENTRY PTY LTD	111 692 338
KHAYA FORESTRY PTY LTD	117 103 956
KIAROA PTY LTD	116 339 989
KIERASHAN PTY LTD	111 695 375
KINPALE PTY. LIMITED	071 726 853
KIWI FLOORING PTY LTD	134 148 959
KLS FREIGHT PTY LTD	134 082 670
KOOKABURRA HOMES PTY LTD	102 800 699
KORAS TROLLEY SERVICE PTY LTD	085 118 789
KOSEF INVESTMENTS PTY LTD	107 028 875
KOSHIGAYA PTY LTD	134 158 384
K9 EXTREME PROTECTION SERVICES PTY LTD	128 464 844
L.W. MANAGEMENT SERVICES PTY. LTD.	080 739 742
L.W. SECURITIES PTY. LTD.	071 788 139
L. WONG NOMINEES PTY LIMITED	106 989 048
LAMTREX PTY LIMITED	106 997 531
LANE CASTLE GROUP PTY LTD	117 042 887
LANE COVE VISION PTY LTD	106 997 737
LANEDRIFT PTY. LTD.	085 087 841

Name of Company	ACN
LAN YUZHOU PTY LTD	134 173 443
LATIN AMERICAN INVESTMENTS PTY. LTD.	134 172 124
LATTOUF INVESTMENTS PTY LIMITED	102 818 619
LAWSON ENTERPRISES QLD PTY LTD	134 108 768
LCH TRANSPORT PTY LTD	117 089 979
LEAKEAIR PTY LTD	128 369 335
LEATON GROUP PTY LTD	134 079 940
LEDA SHAW PTY LTD	128 411 245
LEO TOTAL CLEANING CO PTY LTD	134 087 175
LF FLOORING PTY LTD	111 775 850
LIFESTYLE INVESTMENTS ALLIANCE PTY. LTD.	128 427 305
LIN'S NATIONAL CEILING PTY LTD	134 106 353
LINQ INTERNATIONAL PTY LTD	117 079 240
LIQUID GOLD AUSTRALIA PTY LTD	010 672 367
LITTLECREEK PTY LIMITED	128 371 120
LOCAL EARTHWORKS HOLDINGS PTY LTD	134 141 101
LOCK, STOCK 'N' STITCH PTY LTD	107 034 917
LOST DOG CAFE PTY LTD	122 645 390
LOT 11 KEYS ROAD PTY. LTD.	134 162 379
LOT 963 GOOLWA ROAD MEADOWS PTY LTD	076 322 971
L P GRICEY TANKS PTY LTD	122 665 132
LSK RESEARCH PTY LIMITED	111 747 169
LUXURY-LOO HIRE PTY. LTD.	066 947 475
LYNPLAND PTY LIMITED	102 761 893
LYSHAN PTY LTD	111 699 926
M.A.C. FAMILY INVESTMENTS PTY LTD	111 770 891
M. GEORGE INDUSTRIES PTY LTD	128 472 033
M.H. FARROW PTY LTD	000 554 601
M & B STEANES TRANSPORT SERVICES PTY LIMITED	085 072 859
M & J INDUSTRIES PTY. LTD.	128 432 511
M & M BUSINESS CONSULTANTS PTY LTD	090 450 196
MA & M MARINOS PTY LTD	095 016 961
MACLOP PTY. LTD.	107 002 219
MACSTA MUSIC MANAGEMENT PTY LIMITED	128 471 670
MADI HAIR SPECIALIST PTY LTD	128 439 476
MADIN HOLDINGS NO. 1 PTY LTD	122 623 698
MAFDA PTY LIMITED	134 129 374
MAGNUM TECHNOLOGIES PTY. LTD.	098 680 374

Name of Company	ACN
MAJA SKIN RESEARCH PTY LTD	122 611 312
MALLOE PLASTERING PTY LTD	117 063 939
MANDANT PTY. LIMITED	008 514 716
MANGION IMAGE (FRANCHISING) PTY. LTD.	128 447 218
MANGO HAIR SKIN & BODY GROUP PTY LTD	117 128 337
MARCE PTY LTD	106 975 624
MARGERIE BROS PTY LTD	067 157 233
MARKMIL PTY LTD	117 044 434
MARS & BROTHER PTY LTD	122 677 212
MARX PROPERTY GROUP PTY LTD	117 075 868
MASS ADMINISTRATION PTY LTD	122 590 596
MASTER WINEMAKERS AUSTRALIA PTY. LTD.	134 093 557
MATILDA HEALTH CARE PTY LTD	111 698 250
MATTHEW WYLIE PTY. LTD.	090 461 886
MAUGER HOLDINGS PTY LTD	133 023 631
MAYFIELD MANAGEMENT PTY. LTD.	071 784 275
M CAPITAL (QLD) PTY LTD	134 176 300
MCSWANE PTY. LTD.	062 432 857
MELAINA DESIGNS PTY. LTD.	067 085 929
MERLIN SECURITY AND TECHNOLOGY PTY LTD	128 439 145
MERROOK CONSTRUCTIONS PTY LTD	107 002 826
MESH DISCOUNTERS PTY LTD	134 134 786
METRACIDE GROUP PTY LTD	128 438 380
METRACIDE PEST MANAGEMENT PTY LTD	128 438 371
METRO BRICKLAYERS PTY LIMITED	098 731 992
METROLINE AUS PTY LTD	134 154 868
METRON INDUSTRIES PTY LTD	117 098 852
MEYER GOLD MINING PTY. LTD.	054 255 846
MGK TRANSPORT (VIC) PTY. LTD.	122 571 126
MH HAULAGE PTY LIMITED	080 535 253
MICK'S JEM DETAILING SERVICE PTY LTD	128 433 858
MIGHTY FORMWORK PTY LTD	128 439 234
MIJEN RESTAURANTS PTY LTD	085 137 293
MILANDO 3 IN ONE PTY LTD	134 102 122
MILLENIA HOLDINGS PTY LTD	088 980 474
MISTER GNOME PTY LTD	003 888 131
MIVIEW PTY. LTD.	054 065 977
MJF BROWN CONSTRUCTIONS PTY. LTD.	134 132 237

Name of Company	ACN
MJL SERVICES PTY. LTD.	090 535 247
MK GLOBAL PTY LTD	117 100 553
MMS AUST. PTY. LTD.	098 689 064
MOBI-SAFE PTY LIMITED	134 121 716
MOBILES2GO.COM PTY LIMITED	090 534 660
MODERN TILING PTY LTD	122 579 471
MODULAR SOLUTIONS HOLDINGS PTY LTD	117 030 332
MOLINA PROPERTY INVESTMENTS PTY LTD	102 793 411
MONEY SAVERS EQUITY GROUP PTY LTD	134 126 551
MORAD & PARTNERS PTY LTD	080 717 880
MORAYFIELD BEDDING PTY LIMITED	122 623 269
MORNINGTON INFORMATION TECHNOLOGY SERVICES PROPRIETARY LIMITED	128 371 442
MOSEGAARD PRODUCTIONS PTY LTD	071 782 968
MOSS BECK PTY LIMITED	002 298 286
MPT DIESELS PTY LTD	111 736 460
MTJC CAPITAL PARTNERS (AUST) PTY LIMITED	134 082 125
MTL CONSTRUCTIONS PTY LTD	128 394 865
MUNRO LOGISTICS PTY LTD	122 623 634
MUNRO PROJECTS PTY LIMITED	102 800 420
MUNYARD PTY LTD	090 458 478
MURRAY MAXWELL PTY LTD	122 660 780
MYVU AUSTRALASIA PTY LTD	134 099 700
NADAKKAL MEDICAL SERVICES PTY LTD	106 987 802
NAKAMAL PROPERTIES PTY LTD	095 067 637
NAMALOOMA PTY LTD	111 769 549
NATIONAL FOUNDATION SOLUTIONS PTY LTD	128 375 771
NATIONAL HORSE TRANSPORT PTY. LTD.	057 900 311
NATURE'S PHARMACY (AUSTRALIA) PTY. LIMITED	071 773 012
NAVAC BUILDERS PTY. LTD.	134 157 396
NAVARRA INVESTMENTS PTY LTD	071 793 569
NB2 FARMS PTY LTD	085 157 955
NEED A DOLLAR PTY LIMITED	134 086 981
NEED STAFF NOW PTY LTD	122 611 296
NEELAK PTY LTD	134 128 411
NEGOTIATIONS PTY LTD	128 434 677
NEPEAN CAFE PTY LIMITED	098 740 348
NEW HORIZING INVESTOR GROUP PTY LTD	122 654 880

Name of Company	ACN
NEWTOWN LAWRENCE STREET PTY LIMITED	098 738 688
NEXTG-TECH PTY. LTD.	134 081 637
NINEPLUS PTY LTD	122 615 687
NINGALOO GAMEFISHING CHARTERS PTY LTD	122 605 716
NOOSA PACIFIC 1989 PTY LTD	128 424 359
NORAH HEAD INVESTMENTS PTY LTD	128 403 583
NORTHERN SHED & PATIO CONSTRUCTIONS PTY LTD	134 126 060
NORTH SHORE HOLDINGS PTY LTD	111 745 996
NOVEL ANALYTICALS PTY. LTD.	128 474 448
NUBORE ENGINEERING PTY. LTD.	102 778 727
NUGGETS HANDY SOLUTIONS PTY. LTD.	128 367 715
NV PHONES PTY LTD	134 135 934
OASIS TOBACCONIST PTY LTD	134 135 872
OI REWARDS PTY LTD	134 178 420
OMD PTY LIMITED	102 821 152
ON LIVE PTY. LIMITED	107 032 682
OPENSIDE ENTERPRISES PTY LTD	117 029 820
OPTIONS RECRUITMENT AUSTRALIA PTY. LTD.	128 435 932
OPULENT SOLUTIONS PTY LTD	122 671 096
ORGANDY ENTERPRISES PTY LTD	122 628 031
ORIANA INTERNATIONAL PTY LTD	128 384 270
ORIENT IMPORT & EXPORT PTY LTD	128 412 117
OUTBACK MATES (BRISBANE) PTY LTD	117 090 034
OZ FIX IT PTY. LTD.	128 451 570
OZKOTE (NSW) PTY LTD	080 618 499
P.J. FACILITIES PTY LTD	134 114 051
P.M.D. CENTRAL COAST PTY LTD	128 404 464
P.N. & C.A. BANNAN TRANSPORT PTY. LTD.	010 607 440
P. ZOLLO NOMINEES PTY LIMITED	117 051 475
PAULS SERVICE & SALES PTY LTD	008 942 630
PAULUS BROTHERS PTY. LTD.	095 027 302
P COX PTY. LTD	058 036 687
PCTC PROPERTY PTY LTD	128 465 743
PELICAN DRAFTING PTY LTD	122 620 302
PERILEX PTY. LTD.	085 133 026
PHAM BROZ PTY LTD	128 413 669
PHEVACLADA HOLDINGS PTY LTD	111 720 499
PHILGAR CONSTRUCTIONS PTY. LTD.	006 879 072

Name of Company	ACN
PHUONG NGHIA FASHIONS PTY LTD	102 830 651
PINJARRA CONSTRUCTIONS PTY LTD	080 629 821
PIPESAFE PTY LIMITED	057 989 796
PLANTWORLD AUSTRALIA PTY LTD	117 061 711
PLAYAROUND PROMOTIONS PTY. LTD.	134 178 297
PLAYME DISTRIBUTION PTY LTD	134 163 410
PMAC AUST. PTY LIMITED	003 410 473
PORDRAW PTY LIMITED	102 832 119
POWER IMPORT & EXPORT PTY LTD	128 369 522
POZS PLASTERING PTY LTD	090 495 855
PRIME PROPERTY INVESTMENT PERTH PTY LTD	127 868 455
PRINT LINKS PTY. LTD.	132 891 073
PRINZI RENDERING PTY. LTD.	134 153 192
PRODUCT DEVELOPMENT & MARKETING INTERNATIONAL PTY LIMITED	111 765 783
PROFESSIONAIL HOLDINGS PTY LTD	117 067 295
PROFITWARE PTY LTD	134 118 728
PROJECT VINO PTY LTD	128 376 125
PROLINE PROPERTY GROUP PTY LTD	095 007 597
PROPERTY HAWK PTY LTD	122 605 743
PROPERTY SYSTEMS 2000 PTY. LIMITED	057 853 059
PROTON DEVELOPMENTS PTY. LTD.	085 160 452
PS BROWN DEVELOPMENTS PTY LTD	117 073 917
PUB GROUP 2 PTY LTD	134 150 100
PULSE INNOVATIONS INVESTMENTS PTY LTD	117 128 702
PURE ADDICTION FINE FOODS PTY LTD	128 414 022
PUTUMAYO PTY. LTD.	134 148 995
QUALITY LIVING BUILDERS PTY LTD	122 638 911
QUEENSLAND WATER GROUP PTY LTD	095 061 528
QUINNOX PTY LIMITED	134 089 188
QUIRKE INVESTMENTS PTY LTD	111 751 869
QWERTY GRAPHICS PTY. LTD.	054 079 677
QWIK SCAFF SCAFFOLD & LABOUR SERVICES PTY LTD	128 424 779
R.Y.& G.H.HOLDINGS PTY LTD	134 135 523
R & T WELLS CARPENTRY PTY. LTD.	062 376 890
RAFTECH PTY LTD	134 146 062
RALANNE INVESTMENTS PTY LIMITED	122 581 695
RANCH INDUSTRIES PTY LTD	122 660 253
RAPIDCORE PTY LTD	117 104 168

Name of Company	ACN
RAUMATI ASSOCIATES PTY LIMITED	134 113 009
RCMODEL AUSTRALIA PTY. LTD.	134 165 174
REAL TIME SOFTWARE PTY. LTD.	006 491 452
REBECCA CO PTY LTD	128 454 759
REDHOT DRAFTING PTY LTD	128 460 837
RED PROPERTIES PTY. LTD.	107 034 935
REDS ROOFN PTY. LTD.	134 157 814
REGAL ENTERPRISES (QLD) PTY LTD	067 127 986
RENDER AUSTRALIA PTY LTD	117 049 591
RETIREMENT RESORTS PTY LTD	071 791 494
REVELLO PTY. LTD.	003 650 137
RGM CONCRETING PTY. LTD.	128 272 695
RICHIES TRANSPORT PTY LTD	134 159 247
RIC RODZ FITTINGS PTY LTD	128 410 702
R I Z Q PTY LTD	002 289 983
ROADMASTER HAULAGE PTY. LTD.	134 105 785
ROCKWALL NO. 11 PTY LIMITED	106 983 046
ROQUESTOCK PTY LTD	111 727 836
RONEN TWINA PTY. LTD.	106 987 124
ROOSTA ENTERPRISES PTY. LTD.	134 145 716
ROSA MANAGEMENT PTY. LTD.	134 150 173
ROYAL AGNES WATERS PTY LTD	117 039 291
ROYAL SIAM PROPERTIES PTY LTD	117 035 597
ROYAL 1770 AIRPORT PTY LTD	117 039 246
ROYAL 1770 AIRPORT STAGE 2 PTY LTD	117 039 273
ROYAL 1770 TREE PTY LTD	117 039 228
ROY R PTY LTD	134 119 903
RP HARDWOODS PTY. LTD.	111 729 223
RTD2 PTY LTD	102 779 895
RUBIMIM PTY. LTD.	076 375 990
RULE LEX PTY. LTD.	128 451 641
RUSHTON INVESTMENTS PTY LTD	107 024 180
RYNCASE HOLDINGS PTY LIMITED	098 691 395
S.M. & S.A. COSTELLO PTY LTD	111 782 499
S.T. MEADLEY PTY LTD	134 150 011
S & K L BUTLER PTY LTD	134 126 051
S & P PERFORMANCE & SHEET METAL PTY LTD	106 985 997
SABRE INDUSTRIAL COATINGS PTY. LTD.	121 800 904

Name of Company	ACN
SABTEX TRADERS PTY LTD	098 750 657
SAHARA ADVERTISER PTY LTD	116 648 545
SAINI TRANSPORT PTY. LTD.	134 117 712
SALAD EXPRESS PTY. LTD.	095 021 275
SANTISTEBAN PABLO PTY LTD	134 135 998
SAVE IT INVESTMENTS PTY LTD	134 116 000
SCHRYVER INVESTMENTS PTY LIMITED	111 739 185
SCINTA AUSTRALIA PTY LIMITED	134 168 344
SCOPE GOLF PTY LTD	122 648 391
SECORP PTY. LIMITED	067 096 191
SENTRY DATA TECHNOLOGY PTY LTD	111 758 215
SETANTA HOLDINGS PTY LTD	117 125 078
SEYGAR TRADING PTY LTD	076 307 009
SHANE'S TOWING SERVICE PTY LTD	134 099 111
SHANEPWALKERDEN PTY. LTD.	134 094 938
SHANNEMMA PTY. LTD.	134 152 186
SHARPE INDUSTRIAL RELATIONS PTY LTD	117 064 892
SHEPHERDS RUN PTY LTD	122 573 648
SHEPPARTON CONCRETING SERVICE PTY LTD	117 044 747
SHINI PTY LTD	111 733 101
SIGNPRO QUEENSLAND PTY LTD	111 740 580
SJEDIN SCHERL PTY LTD	117 074 334
SJM PETS PTY. LTD.	111 726 375
SKH PTY LTD	134 113 563
SKYDIVE OZ PTY LTD	107 040 120
SKYTOWN 2000 PTY LTD	009 352 970
SMART CONSTRUCTIONS QUEENSLAND PTY LTD	134 134 866
SMATLEY PTY. LTD.	122 673 063
SNAIL2EMAIL PTY LTD	107 020 815
SNK REINFORCING PTY LTD	007 576 098
SOFFIRG PTY. LIMITED	122 580 296
SOLAR CORPORATION PTY. LTD.	062 436 051
SOLARIUS PTY LTD	134 143 178
SONG PAVING PTY LTD	134 099 504
SOUL FABRICATIONS PTY. LTD.	122 616 228
SOUL FOOD CONSULTING PTY. LTD.	117 055 679
SOUTH EAST KERB AND CONCRETE PTY LTD	117 055 599
SOUTHERN CROSS PROPERTY DEVELOPMENTS PTY LTD	111 715 854

Name of Company	ACN
SOUTHERNFX PTY LTD	134 129 767
SOVEREIGN PACIFIC ENERGY PTY LTD	128 375 173
SPACEMENT PTY LTD	107 034 024
SPEED-CALL BUILDING SERVICES PTY LIMITED	095 031 959
SPICEBROOK PTY. LTD.	080 743 013
SPIZZICATO PTY LTD	122 611 554
STAY ON TRACK BOOKKEEPING PTY LTD	085 123 182
STEPHENSON ROAD FARMING COMPANY PTY. LTD.	080 743 139
STEVE BAILEY PTY LTD	117 126 986
STRAMANDINOLI PTY. LTD.	122 650 435
STRATEGIC LIFE SCIENCES LIMITED	128 256 771
STREET DYNAMICS PTY. LTD.	067 106 941
SULTAN'S TABLE NSW PTY LTD	134 100 271
SUNFLASH PTY LTD	111 695 900
SUN LINE HOLIDAYS & CRUISES PTY LTD	122 596 990
SUNPOINT (MORNINGTON) PTY LTD	102 826 219
SUNSHINE ESTATES PTY. LTD.	085 127 091
SUPER BARGAIN KING PTY. LTD.	134 094 401
SURETY CUSTODIAN PTY LTD	102 806 575
SUVOROV PTY LTD	095 069 408
SWIFT MAT PTY LIMITED	106 987 875
SYDNEY METRO FUNDS PTY LTD	134 138 766
SYDNEY PLASTER & DECORATIONS PTY LTD	128 471 983
SYDNEYWIDE TRAFFIC CONTROL PTY LTD	134 178 242
SYLVEN INTERNATIONAL PTY LTD	134 101 312
T.F.R. DISTRIBUTORS PROPRIETARY LIMITED	006 090 133
T & E INTERNATIONAL PTY. LTD.	134 171 216
TAHA DEMOLITION SERVICES PTY. LIMITED	128 405 818
TAIHEY PTY LIMITED	076 358 668
TAYLOR & CO PROJECTS PTY LTD	122 567 757
TDB NOMINEES PTY LTD	134 112 235
TDHB MANAGEMENT GROUP PTY LTD	117 083 940
TERMITE NOMINEES PTY LTD	106 975 491
TEWAKA COMMUNICATIONS PTY LTD	128 458 917
THE ALCHEMY GROUP 888 PTY LTD	134 121 154
THE GREATEST SALES COMPANY PTY LTD	122 572 169
THE GREEN LIGHT CAFE PTY LTD	134 138 382
THE HADD GROUP PTY LTD	134 116 386

Name of Company	ACN
THE HEXAGONAL ALLIANCE PTY LTD	134 149 063
THE INSPIRATIONAL PEOPLE PTY LTD	128 460 177
THE RED WORKS COMPANY PTY. LTD.	107 035 030
THE RELATIONSHIP COACH AUSTRALIA PTY LTD	134 100 735
THE SAFETY ALLIANCE LTD	128 339 364
THE SUBJECT SPEAKS BACK PTY LTD	134 163 018
THE TIGER STEEL FIXING PTY LTD	134 118 568
THOMPSON K INVEST PTY LTD	134 127 030
THOMPSON MEDIA GROUP PTY LTD	134 162 735
TIGER CAB SERVICES PTY LTD	107 044 440
TJ BICE PTY LTD	134 130 671
TLC HEALTH MEDIA PTY LTD	134 107 690
TOMAGO HOLDINGS PTY LTD	133 024 503
TONEEN INVESTMENTS PTY LTD	128 457 410
TOOK INVESTMENTS PTY LTD	128 470 762
TOP FORM ENGINEERING PTY LTD	011 005 879
TOUCH OF CLASS INVESTMENTS PTY LTD	134 089 786
TOYO-PRO PTY. LTD.	080 708 854
TRACEY (NSW) PTY LIMITED	111 784 359
TRADEMARK SIGNS PTY LIMITED	057 712 375
TRANSNATIONAL INFORMATION SERVICES PTY. LTD.	066 962 534
TRIBE 187 PTY. LTD.	067 145 242
TRIEU ENTERPRISE PTY. LTD.	111 783 049
TROPICAL ISLANDS (NQ) PTY LTD	010 762 848
TTS (AUST) PTY. LTD.	134 181 749
TURBO DELIVERIES PTY LTD	122 597 273
TUSCANY MARBLE GRANITE PTY LTD	134 169 056
TWOZONE MANUFACTURING PTY LTD	106 986 529
TXT 2 GO PTY. LTD.	134 093 100
TYCON TECHNOLOGY (AUSTRALIA) PTY. LTD.	122 575 713
UBUNTU ENTERPRISES PTY LTD	128 404 151
ULTRA PRODUCTS PTY LTD	111 752 884
UNDERGROUND MINE WORKERS MINING SERVICES PTY LTD	134 097 466
UNG TRADINGS PTY LTD	134 112 217
UNIQUE FARM MANAGEMENT GROUP PTY LTD	134 100 226
UNIVERSAL PROPERTY GROUP (AUSTRALIA) PTY. LTD.	098 691 484
UNIVERSAL YACHT BROKERAGE PTY. LIMITED	122 571 993
UNIVERSOUL INVESTMENTS PTY LTD	106 977 217

Name of Company	ACN
UPOMA AND CO. PTY LTD	134 125 429
VA HOLDINGS PTY LTD	094 048 843
VALPOLL PTY LTD	080 711 673
VAMSI KRISHNA PTY. LTD.	134 162 280
VELOCITY RECRUITMENT PTY LTD	134 138 355
VERCON LININGS & CLADDINGS PTY LTD	134 172 599
VICTORIA GLORY PTY. LTD.	111 728 128
VIEWKENT PTY. LIMITED	090 454 649
VILLOTTI PHOTOGRAPHY PTY LTD	111 729 750
VISION HOLDINGS (VIC) PTY LTD	117 084 634
WALKER ROBERTSON & ASSOCIATES PTY LTD	102 776 509
WARIALDA ENGINEERING & WELDING PTY LTD	098 701 396
WARREGO TRANSPORT & LOGISTICS PTY LTD	098 736 666
WAVELEA HOLDINGS PTY LTD	117 130 533
WAV NOMINEES PROPRIETARY LIMITED	005 740 090
W C H I PTY LTD	134 091 026
WEALTHSHARE INTERNATIONALE PTY. LTD.	085 169 348
WESTERN CONTRACTORS PTY. LTD.	117 058 241
WESTERN REGION PLANT & EQUIPMENT REPAIRS PTY LTD	067 109 746
WESTERN WINE EXPORTS PTY LTD	106 999 240
WESTERN WRECKERS PTY LTD	134 140 579
WESTFIELD TRADE PTY LTD	122 660 799
WESTIND AUSTRALIA PTY LTD	111 743 992
WESTLINK PROPERTY SERVICES PTY LTD	080 732 092
WESTPACK PACKAGING PTY LTD	128 151 744
WHERE PTY LTD	095 069 113
WHICS PRODUCT PTY. LIMITED	051 501 716
WHITE CITY INVESTMENTS PTY LTD	102 165 131
WHO RENDERING PTY. LTD.	134 172 973
WIDCOX PTY LTD	002 292 300
WILDHEARTS PTY LTD	126 859 916
WILLIAMS & CONNOLLY PTY LTD	134 098 801
WILLISTONE PTY. LTD.	067 132 530
WILSONS ASSET MANAGEMENT SERVICES PTY LTD	098 737 421
WINDBLOWN PTY LIMITED	128 371 111
WINDER LAWYERS PTY LIMITED	117 080 592
WINE DINNER PTY LTD	117 086 307
WIRELESS INFINITY PTY LTD	128 389 382

Name of Company	ACN
WIRELESS JAMBALAYA PTY LTD	111 697 119
WISTERIAWEB PTY LTD	122 570 512
WOODPARK INVESTMENTS PTY. LIMITED	001 638 268
WYLIE STEEL PTY LTD	000 554 610
XALYA PTY LTD	071 801 119
XIANDA TRADING PTY LTD	117 042 878
YAAKK PTY LTD	117 092 216
YANGTZE PTY LTD	107 020 557
YES CORPORATION PTY. LIMITED	050 330 151
YIANNIS EXOTIC OCEAN SEAFOODS PTY. LTD.	098 720 293
YOUNG HOMES YOUR HOME PTY LTD	117 097 739
ZEN BY DESIGN AUSTRALIA PTY LTD	122 598 092
ZF AUSTRALIA INVESTMENT PTY. LTD.	128 425 874
ZR HOLDINGS PTY. LTD.	134 181 703
2 JACKS PTY LTD	102 764 287
2 RULES MEDIA PTY LTD	134 126 695
318 PTY LTD	126 346 147
5 J'STAR WINDOW TINTING PTY LIMITED	134 141 405
7SAT PTY LTD	128 463 801
85 WORSLEY ROAD PTY. LTD.	134 162 342

CORPORATIONS ACT 2001
Section 601CL(5)

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

Dated this twenty-eighth day of January 2011

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company

ARBN

DSM FINANCE B.V.	105 720 910
DSM FOOD SPECIALTIES B.V.	105 343 637
GOLDEN RESOURCE MINING (BVI) LIMITED	141 177 737

CORPORATIONS ACT 2001
Subsection 601AB(3)

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

Dated this twenty-eighth day of January 2011

Rosanne Bell
DELEGATE OF THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company	ACN
A.C.N. 101 482 491 PTY LTD	101 482 491
A.C.N. 108 149 239 PTY LTD	108 149 239
A.C.N. 120 042 980 PTY. LTD.	120 042 980
A.J. PHILLIPS TRADING PTY LTD	101 618 044
A & S CONSTRUCTIONS (VIC.) PTY. LTD.	104 127 424
ACN 092 062 069 PTY LTD	092 062 069
ALLTECH INDUSTRIES PTY. LTD.	086 515 504
AMBERNAP PTY LTD	097 909 405
ARBITER SOLUTIONS PTY LTD	103 658 359
ARK SHELVING PTY LIMITED	113 344 675
AUSSIE BREAKS PTY LIMITED	068 753 373
AUSTRALIAN TOURISM CENTRE PTY. LTD.	108 356 387
AXIS SS HOLDINGS PTY LTD	116 030 258
BEAUTY CAFE PTY LTD	111 254 605
BIGNELL ENTERPRISES PTY. LTD.	010 784 219
BOW RIVER HAULAGE PTY. LIMITED	120 134 278
BRYANT BUSINESS MANAGEMENT GROUP PTY LTD	107 903 542
CAPRICE KITCHENS PTY LIMITED	106 991 093
CEON HOLDINGS PTY. LTD.	081 590 696
CHARLIE BOY PTY. LIMITED	061 412 717
CHELMANTAU PTY. LTD.	005 169 577
CMED PTY LIMITED	094 692 743
COLORBURST PTY. LTD.	010 965 698
COLOSSEUM INVESTMENTS PTY LTD	105 650 039
COMMERCIAL WINDOWS QUEENSLAND PTY. LTD.	085 995 348
COMPLETE TURN AROUND PTY LTD	095 032 563
CRYSTAL CABS PTY LTD	138 508 246
D C & J PTY LTD	113 897 528
DENIS HOLDINGS PTY. LTD.	009 769 322
DOLGRIN PTY. LIMITED	082 564 725
DOWINNER PTY. LTD.	110 556 093

Name of Company	ACN
DSD TANKS PTY LTD	125 275 845
DUDLEY GAULD PTY LTD	127 157 608
DU JOUR RESTAURANT PTY LTD	096 793 458
ENDEAVOUR CLEANING GROUP PTY LTD	119 155 672
FORTUNE SYDNEY REALTY PTY. LIMITED	080 556 510
FURNETEC PTY LIMITED	102 213 016
GLASCRAFT MARINE PTY. LTD.	098 189 578
GRANTS PTY. LTD.	074 555 490
GR BINNEY TRANSPORT PTY LTD	123 490 808
IDR SIGNS PTY LTD	089 663 267
INCIC PTY. LIMITED	104 688 011
INDEPENDENT CONTAINER DEPOT PTY LTD	097 449 959
INSTANT TRANSPORT SERVICES PTY LTD	114 241 600
JUMP-N-JURASSIC CASTLES PTY. LTD.	088 371 420
KENDRICK PTY. LTD.	008 190 841
KING OF CLEAN PROPERTY DETAILING PTY LTD	106 691 892
KORAUS INTERNATIONAL TRADING PTY LTD	105 713 415
KPK SERVICES PTY LTD	131 009 624
KSE HOLDINGS PTY LTD	137 997 169
LEADER PLASTERER PTY LTD	128 201 089
MAD HEALTH PTY LTD	117 443 982
MAIELLA CONSTRUCTION CO. PTY. LIMITED	004 435 232
MAINTENANCE MASTER NSW PTY LTD	124 875 592
MANPOWER B2B RESOURCES PTY LTD	122 878 120
MAYLINK PTY. LIMITED	003 810 151
MEDICAL IMAGING TECHNOLOGY SERVICES PTY LIMITED	054 790 028
MOJOFLEK PTY LTD	123 224 457
MONDI ENTERPRISES PTY LTD	105 726 805
MYALL ROAD INVESTMENTS PTY LTD	094 884 670
PAPP HOLDINGS PTY. LIMITED	008 435 809
PAVECON (WA) PTY LTD	058 752 239
PROJECT QUALITY MANAGEMENT SERVICES PTY LTD	096 398 935
PULP ADVERTISING & PUBLISHING PTY LTD	078 419 851
RACASH PTY LIMITED	068 091 574
RAPID REPAIR CENTRES AUSTRALIA PTY LTD	122 672 986
RAYTEK PTY. LIMITED	003 609 872
ROBCAN TRANSPORT PTY LTD	091 701 361
ROLLINGS PTY LIMITED	085 015 854
RRZ SERVICES PTY LTD	126 563 880
SALWAY & JONES PTY LTD	102 697 138
SKYPAC HOLDINGS PTY. LTD.	120 623 243
SPECTRUM SALES (COMMS) PTY LTD	078 066 314
SYDNEY ADVANCE REALTY PTY LTD	092 340 228
THOMAS FORD TRADING PTY LTD	120 463 390
VEGAN HOLDINGS PTY LTD	002 129 900
VERS-A-SLED PTY. LTD.	120 385 686

Name of Company**ACN**

V I P SPORTS (AUSTRALIA) PTY LTD	088 370 610
WAIKERIE - MURRAY RIVER QUEEN PTY LTD	103 349 855
WESCREY PTY LTD	121 251 947
WISEQUEST INVESTMENTS PTY LTD	121 787 166
WITHDALE PTY LTD	109 256 144
Z & L SERVICES PTY. LTD.	103 504 507

Corporations Act 2001
Subsection 164(3)

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

AUSTRALIAN FINANCIAL MARKET

SERVICES PTY LTD ACN 115 752 102 will change to a public company limited by shares. The new name will be AUSTRALIAN FINANCIAL MARKET SERVICES LIMITED ACN 115 752 102.

BISHOP STEERING TECHNOLOGY LIMITED

ACN 002 954 690 will change to a proprietary company limited by shares. The new name will be BISHOP STEERING TECHNOLOGY PTY LTD ACN 002 954 690.

HELICON INTERNATIONAL LIMITED ACN 143

481 216 will change to a proprietary company limited by shares. The new name will be HELICON INTERNATIONAL PTY LTD ACN 143 481 216.

MALAGASY EXPLORATION AND MINING

LIMITED ACN 142 193 146 will change to a proprietary company limited by shares. The new name will be MALAGASY EXPLORATION AND MINING PTY LTD ACN 142 193 146.

NATIONAL MUTUAL LIFE NOMINEES PTY

LIMITED ACN 004 387 133 will change to a public company limited by shares. The new name will be NATIONAL MUTUAL LIFE NOMINEES LIMITED ACN 004 387 133.

NHC GROUP LIMITED ACN 116 839 368 will

change to a proprietary company limited by shares. The new name will be NHC GROUP PTY LIMITED ACN 116 839 368.

WESTHUM GROUP LIMITED ACN 129 826 982

will change to a proprietary company limited by shares. The new name will be WESTHUM GROUP PTY LTD ACN 129 826 982.

BISHOP INNOVATION LIMITED ACN 003 380

854 will change to a proprietary company limited by shares. The new name will be BISHOP INNOVATION PTY LTD ACN 003 380 854.

COOMERA FINANCE LTD ACN 109 909 800 will

change to a proprietary company limited by shares. The new name will be COOMERA FINANCE PTY LTD ACN 109 909 800.

LEMUR RESOURCES PTY. LTD. ACN 147 241

361 will change to a public company limited by shares. The new name will be LEMUR RESOURCES LIMITED ACN 147 241 361.

MAWSON METALS GROUP LIMITED ACN 138

064 972 will change to a proprietary company limited by shares. The new name will be MAWSON METALS GROUP PTY LTD ACN 138 064 972.

NGM RESOURCES LIMITED ACN 107 131 653

will change to a proprietary company limited by shares. The new name will be NGM RESOURCES PTY LTD ACN 107 131 653.

VOODOO COCKTAILS PTY LTD ACN 147 598

025 will change to a public company limited by shares. The new name will be VODOO COCKTAILS LIMITED ACN 147 598 025.