



Commonwealth of Australia



ASIC

Australian Securities &  
Investments Commission

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### Change to company status

#### RIGHTS OF REVIEW

Persons affected by certain decisions made by ASIC under the Corporations Act and the other legislation administered by ASIC may have rights of review. ASIC has published **Practice Note 57 [PN57] Notification of rights of review** and Information Sheet [INFO 1100] **ASIC decisions – your rights** to assist you to determine whether you have a right of review. You can obtain a copy of these documents from the ASIC Digest, the ASIC website at [www.asic.gov.au](http://www.asic.gov.au) or from the Administrative Law Co-ordinator in the ASIC office with which you have been dealing.

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

Under paragraph 601QA(1)(b) of the *Corporations Act 2001* ("the Act") the Australian Securities and Investments Commission declares that Part 5C of the Act applies to the person specified in Schedule A in the case referred to in Schedule B as if section 601GC of the Act were modified or varied by:

1. in paragraph 601GC(1)(a), omitting "special resolution of the members of the scheme" and substituting "each and every member of the scheme providing their written consent to the modification, or repeal and replacement".

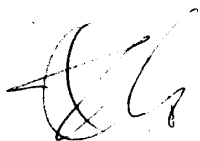
**Schedule A**

Mariner Securities Limited ACN 002 163 180 ("the Responsible Entity") as responsible entity of Mariner Coastal Land Fund ARSN 115 858 047 ("the Scheme").

**Schedule B**

1. The only member of the Scheme is Universal Realty (Australia) Pty Limited ACN 114 802 738.
2. All interests in the Scheme were issued in circumstances that did not require the Responsible Entity to issue a disclosure document or Product Disclosure Statement under the Act.

Dated this 6<sup>th</sup> day of October 2005



Signed by Tien Quach  
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)(b) – Declaration**

Pursuant to paragraph 601QA(1)(b) of the *Corporations Act* 2001 ("the Act") the Australian Securities and Investments Commission declares that Chapter 5C of the Act applies to the person referred to in the Schedule until 31 December 2005 as if section 601GA was modified or varied by:

1. in subsection (1), omitting "The" and substituting "Subject to subsections (5), (6) and (7) the";
2. in subsection (4), omitting "If" and substituting "Subject to subsections (5), (6) and (7) if";
3. adding after subsection 601GA(4):

"(5) The constitution does not have to make adequate provision for transaction costs associated with the acquisition of an interest in the scheme or a withdrawal from the scheme where the responsible entity discloses the basis on which those costs are calculated in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision.

(6) The constitution does not have to make adequate provision for the consideration to acquire an interest in the scheme or the proceeds payable upon a withdrawal from the scheme to the extent that it depends on determining the value of an asset that is scheme property or the amount of a liability that may be satisfied from scheme property where the responsible entity:

(a) reasonably believes that the value or amount cannot be objectively ascertained at the relevant time; and

(b) discloses a general description of the valuation methods and policies it will apply in determining the value or amount in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision.

(7) In this section:

**transaction costs** means, in relation to the acquisition of an interest in the scheme or a withdrawal request, the amount that is included in the price at which the interest is acquired or has been deducted from the amount that would otherwise be paid in meeting the request that is reasonably attributable to the expenses associated with the acquisition or disposal of scheme assets, merely because the interest has been acquired or the withdrawal request is met.

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**Schedule**

Equity Trustees Limited ACN 004 031 298 in its capacity as responsible entity  
of the Intercept Capital Fund ARSN 116 401 748.

Dated this 7<sup>th</sup> day of October 2005

A handwritten signature in black ink, appearing to read 'C. Papas', is written over a horizontal line.

Signed by Christopher Papas  
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)(b) – Declaration**

Pursuant to paragraph 601QA(1)(b) of the *Corporations Act* 2001 ("the Act") the Australian Securities and Investments Commission declares that Chapter 5C of the Act applies to the person referred to in the Schedule until 31 December 2005 as if section 601GA was modified or varied by:

1. in subsection (1), omitting "The" and substituting "Subject to subsections (5), (6), (7), (8) and (9) the";
2. in subsection (4), omitting "If" and substituting "Subject to subsections (5), (6), (7), (8) and (9) if";
3. adding after subsection 601GA(4):

"(5) The constitution does not have to make adequate provision for transaction costs associated with the acquisition of an interest in the scheme or a withdrawal from the scheme where the responsible entity discloses the basis on which those costs are calculated in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision.

(6) The constitution does not have to make adequate provision for the consideration to acquire an interest in the scheme or the proceeds payable upon a withdrawal from the scheme to the extent that it depends on determining the value of an asset that is scheme property or the amount of a liability that may be satisfied from scheme property where the responsible entity:

(a) reasonably believes that the value or amount cannot be objectively ascertained at the relevant time; and

(b) discloses a general description of the valuation methods and policies it will apply in determining the value or amount in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision.

(7) The constitution does not have to make adequate provision for the consideration to acquire an interest in the scheme or a withdrawal from the scheme to the extent that it depends on allocating a liability to a particular class of an interest in the scheme where the responsible entity:

(a) allocates that liability to a particular class of an interest in the scheme on economic grounds only; and

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- (b) discloses a general description of the basis on which the liability has been allocated in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision.
- (8) The constitution does not have to make adequate provision for:
  - (a) any application fee that must be paid to acquire an interest in the scheme; and
  - (b) any withdrawal fee that must be paid to make a withdrawal from the scheme;provided that:
  - (c) the constitution states the maximum amount of application fees that will be charged to acquire an interest in the scheme and the maximum amount of withdrawal fees that will be charged to make a withdrawal from the scheme;
  - (d) each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision states the actual amount of application fees that must be paid to acquire an interest in the scheme and the actual amount of withdrawal fees that must be paid to make a withdrawal from the scheme; and
  - (e) each Product Disclosure Statement for interests in the scheme that is given to a retail client while the constitution does not make such provision states that the responsible entity will give at least 30 days notice in writing and an opportunity to make a withdrawal from the scheme before it increases the amount of withdrawal fees that must be paid to make a withdrawal from the scheme.
- (9) The constitution does not have to make adequate provision for the consideration to acquire an interest in the scheme or the proceeds payable upon a withdrawal from the scheme to the extent that it depends on the responsible entity determining that the consideration to acquire or the proceeds payable upon a withdrawal will be increased by the amount of an input tax credit where:
  - (a) each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision states that:
    - (i) the responsible entity may increase the amount of the payment in respect of the consideration to acquire or the proceeds payable upon a withdrawal by an amount equal to the input tax credit; and

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- (ii) subsequent to the payment in respect of the consideration to acquire or the proceeds payable upon a withdrawal, should the input tax credit not arise or the amount of the input tax credit was incorrectly estimated, the responsible entity must recover from or credit to the member the amount of any inaccuracy in the estimate.

(10) In this section:

*application fee* means the fee (if any) that must be paid to the responsible entity to acquire an interest in the scheme, which is determined by the responsible entity and does not exceed 6% of the consideration to acquire an interest in the scheme;

*input tax credit* has the same meaning as input tax credit under section 195-1 of the A New Tax System (Goods And Services Tax) Act 1999;

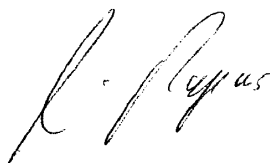
*transaction costs* means, in relation to the acquisition of an interest in the scheme or a withdrawal request, the amount that is included in the price at which the interest is acquired or has been deducted from the amount that would otherwise be paid in meeting the request that is reasonably attributable to the expenses associated with the acquisition or disposal of scheme assets, merely because the interest has been acquired or the withdrawal request is met;

*withdrawal fee* means the fee (if any) that must be paid to the responsible entity to make a withdrawal from the scheme, which is determined by the responsible entity and does not exceed 6% of the proceeds payable upon a withdrawal from the scheme."

#### Schedule

Equity Trustees Limited ACN 004 031 298 in its capacity as responsible entity of the EQT Intrinsic Value International Sharemarkets PLUS Fund ARSN 116 401 579.

Dated this 7<sup>th</sup> day of October 2005



Signed by Christopher Papas  
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)(b) – Declaration**

Under paragraph 601QA(1)(b) of the *Corporations Act 2001* (**the Act**), the Australian Securities and Investments Commission declares that Chapter 5C of the Act applies to the person referred to in the Schedule until 31 December 2005 as if section 601GA was modified or varied by:

1. in subsection (1), omitting "The" and substituting "Subject to subsections (5), (6), (7), (8) and (9), the";
2. in subsection (4), omitting "If" and substituting "Subject to subsections (5), (6), (7), (8) and (9), if";
3. adding after subsection 601GA(4):
  - " (5) The constitution does not have to make adequate provision for transaction costs associated with the acquisition of an interest in the scheme or a withdrawal from the scheme where the responsible entity discloses the basis on which those costs are calculated:
    - (a) in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision; or
    - (b) where a Product Disclosure Statement is not required to be given, in each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision.
  - (6) The constitution does not have to make adequate provision for the consideration to acquire an interest in the scheme or the proceeds payable upon a withdrawal from the scheme to the extent that it depends on determining the value of an asset that is scheme property or the amount of a liability that may be satisfied from scheme property where the responsible entity:
    - (a) reasonably believes that the value or amount cannot be objectively ascertained at the relevant time; and
    - (b) discloses a general description of the valuation methods and policies it will apply in determining the value or amount:
      - (i) in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision; or
      - (ii) where a Product Disclosure Statement is not required to be given, in each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision.
  - (7) The constitution does not have to make adequate provision for any application fee that must be paid to acquire an interest in the scheme provided that:

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- (a) the constitution states the maximum amount of application fees that will be charged to acquire an interest in the scheme;
  - (b) each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision states the actual amount of application fees that must be paid to acquire an interest in the scheme; and
  - (c) where a Product Disclosure Statement is not required to be given, each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision states the actual amount of application fees that must be paid to acquire an interest in the scheme.
- (8) The constitution does not have to make adequate provision for any switching fee that must be paid to withdraw an interest from the scheme and apply the withdrawal proceeds to acquire an interest in another scheme operated by the responsible entity provided that:
- (a) the constitution states the maximum amount of switching fees that will be charged to withdraw an interest from the scheme and apply the withdrawal proceeds to acquire an interest in another scheme operated by the responsible entity;
  - (b) each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision states the actual amount of switching fees that must be paid to withdraw an interest from the scheme and apply the withdrawal proceeds to acquire an interest in another scheme operated by the responsible entity; and
  - (c) where a Product Disclosure Statement is not required to be given, each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision states the actual amount of switching fees that must be paid to withdraw an interest from the scheme and apply the withdrawal proceeds to acquire an interest in another scheme operated by the responsible entity.
- (9) The constitution does not have to make adequate provision for any withdrawal fee that must be paid to withdraw an interest from the scheme provided that:
- (a) the constitution states the maximum amount of withdrawal fees that will be charged to withdraw an interest from the scheme;
  - (b) each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision states the actual amount of withdrawal fees that must be paid to withdraw an interest from the scheme; and

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- (c) where a Product Disclosure Statement is not required to be given, each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision states the actual amount of withdrawal fees that must be paid to withdraw an interest from the scheme.

(10) In this section:

**application fee** means the fee (if any) that must be paid to the responsible entity to acquire an interest in the scheme, which is determined by the responsible entity and does not exceed 5% of the consideration to acquire an interest in the scheme;

**information memorandum** means a document provided to wholesale clients, as defined in section 761G, in connection with the offer to issue, offer to arrange for the issue or the issue of interests in the scheme;

**net value of scheme property per interest** means the total value of scheme property, minus the liabilities of the scheme, divided by the number of interests in the scheme;

**switching fee** means the fee (if any) that must be paid to the responsible entity to withdraw an interest from the scheme and apply the withdrawal proceeds to acquire an interest in another scheme operated by the responsible entity, which is determined by the responsible entity and does not exceed 5% of the net value of scheme property per interest;

**transaction costs** means, in relation to the acquisition of an interest in the scheme or a withdrawal request, the amount that is included in the price at which the interest is acquired or has been deducted from the amount that would otherwise be paid in meeting the request that is reasonably attributable to the expenses associated with the acquisition or disposal of scheme assets merely because the interest has been acquired or the withdrawal request is met;

**withdrawal fee** means the fee (if any) that must be paid to the responsible entity if an interest is withdrawn from the scheme, which is determined by the responsible entity and does not exceed 5% of the withdrawal proceeds; and

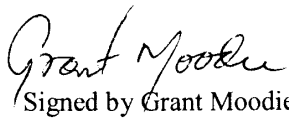
**withdrawal proceeds** means the amount payable to a member upon a withdrawal from the scheme, determined by the responsible entity in accordance with subsections (5) and (6)."

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**Schedule**

Macquarie Investment Management Limited ACN 002 867 003 in its capacity as responsible entity of Premium China Fund ARSN 116 380 771.

Dated this 5<sup>th</sup> day of October 2005



Signed by Grant Moodie  
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)(b) – Declaration**

Under paragraph 601QA(1)(b) the Australian Securities and Investments Commission declares that Chapter 5C of the *Corporations Act 2001* applies to the person referred to in the Schedule until 31 December 2005 as if section 601GA was modified or varied by:

1. in subsection (1), omitting “The” and substituting “Subject to subsections (5), (6), (7) and (8), the”;
2. in subsection (4), omitting “If” and substituting “Subject to subsections (5), (6), (7) and (8), if”;
3. adding after subsection 601GA(4):
  - “(5) The constitution does not have to make adequate provision for transaction costs associated with the acquisition of an interest in the scheme or a withdrawal from the scheme where the responsible entity discloses the basis on which those costs are calculated:
    - (a) in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision; or
    - (b) where a Product Disclosure Statement is not required to be given, in each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision.
  - (6) The constitution does not have to make adequate provision for the consideration to acquire an interest in the scheme or the proceeds payable upon a withdrawal from the scheme to the extent that it depends on determining the value of an asset that is scheme property or the amount of a liability that may be satisfied from scheme property where the responsible entity:
    - (a) reasonably believes that the value or amount cannot be objectively ascertained at the relevant time; and
    - (b) discloses a general description of the valuation methods and policies it will apply in determining the value or amount:
      - (i) in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision; or
      - (ii) where a Product Disclosure Statement is not required to be given, in each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision.
  - (7) The constitution does not have to make adequate provision for any application fee that must be paid to acquire an interest in the scheme provided that:

- (a) the constitution states the maximum amount of application fees that will be charged to acquire an interest in the scheme;
  - (b) each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision states the actual amount of application fees that must be paid to acquire an interest in the scheme; and
  - (c) where a Product Disclosure Statement is not required to be given, each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision states the actual amount of application fees that must be paid to acquire an interest in the scheme.
- (8) The constitution does not have to make adequate provision for any withdrawal fee that must be paid to withdraw an interest from the scheme provided that:
- (a) the constitution states the maximum amount of withdrawal fees that will be charged to withdraw an interest from the scheme;
  - (b) each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision states the actual amount of withdrawal fees that must be paid to withdraw an interest from the scheme; and
  - (c) where a Product Disclosure Statement is not required to be given, each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision states the withdrawal fees that will be charged to withdraw an interest from the scheme.
- (9) In this section:

**application fee** means the fee (if any) that must be paid to the responsible entity to acquire an interest in the scheme, which is determined by the responsible entity and does not exceed 5% of the consideration to acquire an interest in the scheme;

**information memorandum** means a document provided to wholesale clients, as defined in section 761G, in connection with the offer to issue, offer to arrange for the issue or the issue of interests in the scheme;

**transaction costs** means, in relation to the acquisition of an interest in the scheme or a withdrawal request, the amount that is included in the price at which the interest is acquired or has been deducted from the amount that would otherwise be paid in meeting the request that is reasonably attributable to the expenses associated with the acquisition or disposal of scheme assets merely because the interest has been acquired or the withdrawal request is met; and

**withdrawal fee** means the fee (if any) that must be paid to the responsible entity to withdraw an interest from the scheme, which is

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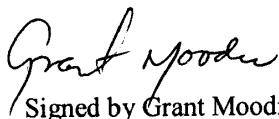
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determined by the responsible entity and does not exceed 5% of the withdrawal proceeds”.

**Schedule**

Lazard Asset Management Pacific Co ACN 064 523 619 in its capacity as responsible entity of Lazard Global Listed Infrastructure Fund ARSN 116 229 675.

Dated this 26th day of September 2005



Signed by Grant Moodie  
as a delegate of the Australian Securities and Investments Commission

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

**0 5 / 1 0 5 6**

Under paragraph 601QA(1)(a) of the *Corporations Act 2001* (the "Act"), the Australian Securities and Investments Commission exempts the person mentioned in Schedule A from paragraph 601FC(1)(d) of the Act to the extent that it requires the responsible entity to treat members of the same class equally in the case referred to in Schedule B on the conditions referred to in Schedule C.

**Schedule A**

Macquarie Media Management Limited ACN 115 524 019 ("RE") in its capacity as responsible entity of Macquarie Media Trust ARSN 116 151 467 (the "Scheme")

**Schedule B**

The RE acts in accordance with a provision of the Scheme's constitution to the effect that it may:

- (a) require Ineligible Members to dispose of their interests in the Scheme; or
- (b) dispose of the interests in the Scheme held by Ineligible Members on their behalf,

in order to avoid any breach or potential breach of the Broadcasting Services Act 1992 (Cth) in relation to any unitholding and/or investment by the Scheme.

**Schedule C**

1. The RE reasonably considers that it would be in the best interests of members to cause Ineligible Members to dispose of all or some of their interests in the Scheme in order to avoid any breach or potential breach of the Broadcasting Services Act 1992 (Cth) in relation to any unitholding and/or investment by the Scheme;
2. The Ineligible Members are sent the proceeds received upon the disposal of the Stapled Securities sold as soon as reasonable practicable after the sale is settled subject to any allowable deductions for all reasonable costs and expenses of, or incidental to, the disposal that are provided for in the Scheme's constitution and disclosed to prospective Stapled Security holders;
3. The issued ordinary shares in the Company (other than the A Special Share and B Special Share which do not form part of Stapled Securities) and the issued interests in the Scheme are and remain Stapled Securities;
4. The Scheme is and remains a registered managed investment scheme;
5. The RE ensures that if the Stapled Securities become subject to the ASX foreign ownership rules, a flag is maintained on the Stock Exchange

Automated Trading System of the ASX regarding those ownership restrictions; and

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6. The RE must provide a summary of the ownership restrictions that are applicable to the Stapled Securities to all Stapled Security holders in the annual reports, semi annual reports and member statements that are required to be sent to members pursuant to the Act.
7. The product disclosure statement and prospectus must disclose the RE's powers and the procedures in relation to the disposal of Ineligible Members' interests to each investor in relation to the Stapled Securities.

### Interpretation

**ASX** means the Australian Stock Exchange Limited ACN 008 624 691

**Company** means Macquarie Media Holdings Limited ACN 116 024 536

**Ineligible Member** means a person who is not eligible to hold or continue to be a holder of interests in the Scheme because as a consequence of holding those interests and any other relevant circumstances relating directly or indirectly to those interests (including Company Interests in those interests) either that person or some other person contravenes any one or more of the provisions of the Broadcasting Services Act 1992 (Cth).

**Company Interests** has the meaning given to that expression in the Broadcasting Services Act 1992 (Cth).

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

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

Dated this day 4<sup>th</sup> day of October 2005



Signed by Kristin Emily Holmes  
as a delegate of the Australian Securities and Investments Commission

**Australian Securities and Investments Commission**  
**Corporations Act 2001 – Paragraph 911A(2)(l) — Exemption 05 / 1057**

Under paragraph 741(1)(b) of the *Corporations Act* 2001 ("the Act"), the Australian Securities and Investments Commission ("ASIC") declares that Part 6D.2 of the Act applies to the person referred to in Schedule A in the case specified in Schedule C as if subsection 708(13) were modified by:

1. omitting paragraph 708(13)(b) and substituting:
  - "(b) an offer of fully-paid shares in a body to one or more existing holders of shares in the body, under a plan for the reinvestment of one or both of:
    - (i) dividends in respect of shares in the body;
    - (ii) distributions in respect of interests in a registered managed investment scheme which, on the terms on which they may be traded, must only be transferred together with shares in the body."

Under paragraph 1020F(1)(c) of the Act, ASIC declares that Part 7.9 of the Act applies to the persons referred to in Schedule B in the case specified in Schedule C as if:

1. subsection 1010A(1) were modified by omitting "section 1017F" and substituting "sections 1012D and 1017F,";
2. subsection 1012D(3) were modified by:
  - (a) omitting "either" at the beginning of paragraph 1012D(3)(b) and substituting "one or more of the following applied";
  - (b) omitting "or" at the end of subparagraph 1012D(3)(b)(i);
  - (c) omitting "." at the end of subparagraph 1012D(3)(b)(ii) and substituting ";;";
  - (d) after subparagraph 1012D(3)(b)(ii) inserting:
    - "(iii) in a recommendation situation – the advice that constitutes the relevant conduct relates to an offer of interests a registered managed investment scheme, under a plan for the reinvestment of one or both of:
      - (A) distributions in respect of interests in the scheme;
      - (B) dividends in respect of shares in a body which, on the terms on which they may be traded, must only be transferred together with interests in the scheme;
    - (iv) in an issue situation – the offer or issue that constitutes the relevant conduct is an offer or issue of interests in a registered

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managed investment scheme, under a plan for the reinvestment of one or both of:

- (A) distributions in respect of interests in the scheme;
- (B) dividends in respect of shares in a body which, on the terms on which they may be traded, must only be transferred together with interest in the scheme;

**Schedule A**

Macquarie Media Holdings Limited ACN 116 024 536 ("MML")

**Schedule B**

Macquarie Media Holdings Limited ACN 116 024 536

Macquarie Media Management Limited ACN 115 524 019 in its capacity as responsible entity of the Macquarie Media Trust ARSN 116 151 467 (the "Scheme ")

**Schedule C**

Offers or issues of, or recommendations to acquire, shares in MML or interests in the Scheme under a plan for the reinvestment of dividends in respect of shares in MML, or distributions in respect of interests in the Scheme, where on the terms on which those shares and interests may be traded, they must only be transferred together.

Dated this 4<sup>th</sup> day of October 2004



Signed by Kristin Emily Holmes  
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)(b) – Declaration**

Under paragraph 601QA(1)(b) of the *Corporations Act 2001* (the "Act"), the Australian Securities and Investments Commission ("ASIC") declares that Chapter 5C of the Act applies to the person referred to in Schedule A in the case set out in Schedule B as if Chapter 5C of the Act were modified or varied as follows:

1. after subsection 601GAA(9) as notionally inserted into Chapter 5C by ASIC Class Order [CO 05/26], insert:

"(9A) the responsible entity may set the issue price of interests in the scheme where all of the following apply:

- (a) stapled securities are quoted on:
  - (i) the financial market of ASX; or
  - (ii) an approved foreign exchange
 and the quotation of the stapled securities is not suspended;
- (b) the constitution makes provision for the issue price of stapled securities;
- (c) the constitution provides that the responsible entity may allocate a proportion of the issue price of the stapled securities to the interests;
- (d) stapled securities are issued at the current market price, as defined in the scheme constitution;
- (e) any acquisition of interests in the scheme by the responsible entity or an associate of the responsible entity is subject to terms and conditions that would not disadvantage other members of the scheme; and
- (f) the sum of the price at which the interest and the other financial products are to be issued is to equal the current market price, as defined in the scheme constitution, for the stapled securities."; and

2. omit paragraph 601FC(1)(c) and substitute:

"(c) act in the best interests of members (having regard to their interests as holders of interests in the scheme and their interests as holders of shares in a company, where the interests and shares are components of a stapled security) and, if there is a conflict between the interests of the members and the interests of the responsible entity, give priority to the members' interests; and";

3. omit paragraph 601FD(1)(c) and substitute:

"(c) act in the best interests of members (having regard to their interests as holders of interests in the scheme and their interests as holders of shares in a company, where the interests and shares are components of a stapled security) and, if there is a conflict between the interests of the members and the interests of the responsible entity, give priority to the members' interests; and";

4. section 601LC were modified or varied by inserting after notional subsection 208(2) of the Act as included in that section:

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

- (a) the benefit either:
  - (i) is given out of the scheme property of a registered scheme (the "Scheme"); or
  - (ii) could endanger the Scheme property; and
- (b) each of the interests in the Scheme is either:
  - (i) a component part of a Stapled Security together with shares in a company (the "Company") or interests in another registered scheme ("Other Scheme"); or
  - (ii) held other than as a component part of a Stapled Security by the Company or one of its wholly owned entities or the Other Scheme or one of its wholly owned entities; and
- (c) the benefit is given by:
  - (i) the responsible entity of the Scheme; or
  - (ii) an entity that the responsible entity controls; or
  - (iii) an agent of, or person engaged by, the responsible entity; and
- (d) the benefit is given:
  - (i) to the Company, or to any wholly owned entity of the Company or to the Other Scheme or to any wholly owned entity of the Other Scheme; or
  - (ii) as a result of a benefit given to one or more of the persons described in paragraph (i) above, to a related party of the responsible entity of the Scheme who holds Stapled Securities; or
  - (iii) to any wholly owned entity of the Scheme

(2B) For the purposes of this section:

- (a) An entity is wholly owned by another entity if all of the shares or interests (as applicable) in the first-mentioned entity are held, either directly or indirectly, by (in the case of the second-mentioned entity being one or more companies) the second mentioned entity, or form part of the trust property, either directly or indirectly, of (in the case of the second-mentioned entity being a trust), the second-mentioned entity or a wholly owned entity of it; and

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- (b) A reference to the giving of a benefit to an entity which is a trust is a reference to the giving of a benefit to the trustee of the trust so as to form part of the trust property of the trust or for the benefit of the trust beneficiaries."

5. After section 601PC insert:

"601PD for the purposes of this Chapter:

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

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

#### Schedule A

Macquarie Media Management Limited ACN 115 524 019 ("MMM") in its capacity as responsible entity of Macquarie Media Trust ARSN 116 151 467 (the "Scheme")

#### Schedule B

Where MMM issues interests in the Scheme, which, on the terms on which they may be traded, must only be transferred with shares in Macquarie Media Holdings Limited ACN 116 024 536.

Dated this 4<sup>th</sup> day of October 2005



Signed by Kristin Emily Holmes  
as a delegate of the Australian Securities and Investments Commission

05 / 1059

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

Under paragraph 601QA(1)(b) of the *Corporations Act* 2001 (**the Act**), the Australian Securities and Investments Commission declares that Chapter 5C of the Act applies to the person referred to in the Schedule until 31 December 2005 as if section 601GA was modified or varied by:

1. in subsection (1), omitting "The" and substituting "Subject to subsections (5), (6), (7) and (8), the";
2. in subsection (4), omitting "If" and substituting "Subject to subsections (5), (6), (7) and (8), if";
3. adding after subsection 601GA(4):
  - " (5) The constitution does not have to make adequate provision for transaction costs associated with the acquisition of an interest in the scheme or a withdrawal from the scheme where the responsible entity discloses the basis on which those costs are calculated:
    - (a) in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision; or
    - (b) where a Product Disclosure Statement is not required to be given, in each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision.
  - (6) The constitution does not have to make adequate provision for the consideration to acquire an interest in the scheme or the proceeds payable upon a withdrawal from the scheme to the extent that it depends on determining the value of an asset that is scheme property or the amount of a liability that may be satisfied from scheme property where the responsible entity:
    - (a) reasonably believes that the value or amount cannot be objectively ascertained at the relevant time; and
    - (b) discloses a general description of the valuation methods and policies it will apply in determining the value or amount:
      - (i) in each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision; or
      - (ii) where a Product Disclosure Statement is not required to be given, in each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision.
  - (7) The constitution does not have to make adequate provision for any application fee that must be paid to acquire an interest in the scheme provided that:

- (a) the constitution states the maximum amount of application fees that will be charged to acquire an interest in the scheme;
  - (b) each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision states the actual amount of application fees that must be paid to acquire an interest in the scheme; and
  - (c) where a Product Disclosure Statement is not required to be given, each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision states the actual amount of application fees that must be paid to acquire an interest in the scheme.
- (8) The constitution does not have to make adequate provision for any withdrawal fee that must be paid to withdraw an interest from the scheme provided that:
- (a) the constitution states the maximum amount of withdrawal fees that will be charged to withdraw an interest from the scheme;
  - (b) each Product Disclosure Statement for interests in the scheme that is given to a person as a retail client while the constitution does not make such provision states the actual amount of withdrawal fees that must be paid to withdraw an interest from the scheme; and
  - (c) where a Product Disclosure Statement is not required to be given, each information memorandum for interests in the scheme that is given to a person while the constitution does not make such provision states the actual amount of withdrawal fees that must be paid to withdraw an interest from the scheme.
- (9) In this section:

*application fee* means the fee (if any) that must be paid to the responsible entity to acquire an interest in the scheme, which is determined by the responsible entity and does not exceed 5% of the consideration to acquire an interest in the scheme;

*information memorandum* means a document provided to wholesale clients, as defined in section 761G, in connection with the offer to issue, offer to arrange for the issue or the issue of interests in the scheme;

*transaction costs* means, in relation to the acquisition of an interest in the scheme or a withdrawal request, the amount that is included in the price at which the interest is acquired or has been deducted from the amount that would otherwise be paid in meeting the request that is reasonably attributable to the expenses associated with the acquisition or disposal of scheme assets merely because the interest has been acquired or the withdrawal request is met; and

*withdrawal fee* means the fee (if any) that must be paid to the responsible entity if an interest is withdrawn from the scheme, which is

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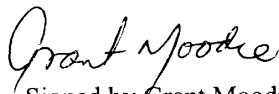
determined by the responsible entity and does not exceed 5% of the withdrawal proceeds."

**Schedule**

Perpetual Investment Management Limited ABN 18 000 866 535 in its capacity as responsible entity of:

- Perpetual's Fund 45 ARSN 116 306 202.
- Perpetual's Fund 46 ARSN 116 306 186.
- Perpetual's Fund 47 ARSN 115 800 140.
- Perpetual's Fund 48 ARSN 115 800 131.
- Perpetual's Fund 49 ARSN 115 800 239.

Dated this 29<sup>th</sup> day of September 2005



Signed by Grant Moodie,  
as a delegate of the Australian Securities and Investments Commission

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 992B(1)(c) – Declaration**

**05 / 1060**

Under paragraph 992B(1)(c) of the *Corporations Act 2001* (“the Act”), the Australian Securities and Investments Commission declares that Part 7.8 of the *Corporations Regulations 2001* applies to Citigroup Wealth Advisors Pty Limited ACN 009 145 555 (“Citigroup”) in the case set out in the Schedule as if regulation 7.8.02 were modified as follows:

1. in paragraph 7.8.02(1)(f) omit “.”, substitute “;”;
2. after paragraph 7.8.02(1)(f) insert:

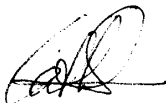
“(g) making a payment to another financial services licensee that is an Australian ADI and related body corporate.”;
3. omit subregulation 7.8.02(1A).

**Schedule**

Where:

- (a) Citigroup withdraws client money from a trust account that it maintains for the purposes of section 981B of the Act and transfers the client money to Citibank Pty Limited ACN 004 325 080 (“Citibank”) for the sole purpose of enabling Citibank to draw bank cheques in favour of the Citigroup client or, at the written direction of the Citigroup client, in favour of another person; and
- (b) Citibank issues a bank cheque to the Citigroup client, or as directed by the Citigroup client, on the same day that Citigroup transfers the client money to Citibank; and
- (c) Citigroup provides each client affected by the arrangements described in paragraphs (a) and (b) with written notice of those arrangements; and
- (d) the costs of implementing and operating the arrangements described in paragraphs (a) and (b) are not passed onto Citigroup clients.

Dated this 11<sup>th</sup> day of October 2005



Signed by Catherine So  
as a delegate of the Australian Securities and Investments Commission

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

05 / 1065

Pursuant to subsection 741(1) of the Corporations Act 2001 (the "Act") the Australian Securities and Investments Commission ("ASIC") hereby declares that Chapter 6D of the Act applies to the persons specified in Schedule A in the case specified in Schedule B as if:

1. the text of paragraph 723(3)(b) of the Act was omitted and the following substituted:

"the securities are not admitted to quotation within 3 months after the later of:

- (i) the date of the disclosure document; and
- (ii) the date of a supplementary disclosure document which relates to the matters referred to in subparagraph 724(1)(b)(ii) or subsection 724(1AA);";

2. paragraph 724(1)(a) of the Act was modified or varied by omitting the words "and that condition is not satisfied within 4 months after the date of the disclosure document" and substituting the words:

"and that condition is not satisfied within 4 months after the later of:

- (iii) the date of the disclosure document; or
- (iv) the date of a supplementary disclosure document which relates to the matters referred to in subparagraph 724(1)(b)(ii) or subsection 724(1AA) and which explains the effect of this paragraph and subsection 724(1AA)"; and

3. section 724 was amended by inserting the following subsection after subsection 724(1):

"724(1AA) Where a person lodges a supplementary disclosure document which relates to the matters referred to in subparagraph (1)(b)(ii) or this subsection, and the securities are not admitted to quotation within 3 months after the date of the supplementary disclosure document, the person must deal under subsection (2) with any applications for the securities made under the disclosure document to which the supplementary disclosure document relates that have not resulted in an issue or transfer of the securities. For the purpose of working out whether a condition referred to in paragraph (1)(a) has been satisfied, a person who has agreed to take securities as underwriter is taken to have applied for those securities."

**SCHEDULE A**


MDSnews Limited ACN 091 744 884 ("Issuer") and any person acting on its behalf.

**SCHEDULE B**

An offer or issue of securities of the Issuer under a disclosure document lodged with ASIC on 12 July 2005, where there has been no issue of securities in response to any application made under that disclosure document before the issue of the supplementary disclosure document, which relates to the matters referred to in subparagraph 724(1)(b)(ii), referred to in paragraphs 1, 2 and 3 of this Declaration.

Dated this 12th day of October 2005.

Signed:

  
Rachel Howitt, as a delegate of ASIC.

Australian Securities and Investments Commission  
Corporations Act 2001 – Subsection 655A(1) - Declaration

05 / 1066

Pursuant to subsection 655A(1) of the Corporations Act 2001 (Act) the Australian Securities and Investments Commission (ASIC) declares that Chapter 6 of the Act applies to the person specified in Schedule A, in the case referred to in Schedule B, as if items 10 and 13 of subsection 635(1) of the Act were modified or varied by:

1. deleting the words "the announcement is made"; and
2. inserting the following words in their place "the bidder sends to the target a copy of a replacement bidder's statement purported to be issued pursuant to ASIC Class Order [CO 00/344]"

each time those words appear.

Schedule A

National Telecoms Group Limited (ACN 094 312 704) (Target)

Schedule B

The market bid by Mr Anthony Hakim for all of the ordinary shares in the Target, which was announced on 22 September 2005.

Dated 5th October 2005



Signed by Jerry Pearson  
as a delegate of ASIC

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

1. Under paragraph 911A(2)(l) of the *Corporations Act 2001* (the "Act"), the Australian Securities and Investments Commission ("ASIC") exempts, until 28 February 2006, the person referred to in Schedule A from the requirement to hold an Australian financial services licence for dealing in, and providing financial product advice in relation to, the financial products referred to in Schedule B in the case referred to in Schedule C on the conditions set out in Schedule D and for so long as those conditions are met.
2. Under paragraph 1020F(1)(a) of the Act, ASIC exempts until 28 February 2006, the person referred to in Schedule A from Part 7.9 of the Act in relation to the financial products referred to in Schedule B in the case referred to in Schedule C on the conditions set out in Schedule D and for so long as those conditions are met.

**Schedule A**

GE Capital Finance Australasia Pty Ltd ABN 93 070 396 020 ("Issuer").

**Schedule B**

1. A facility that is issued by Demi Pty Ltd ACN 002 263 872 through which, or through the acquisition of which, a person makes non-cash payments for goods and services using a non-loadable gift voucher that contains an electronic barcode.
2. A facility through which, or through the acquisition of which, a client makes non-cash payments that is constituted by, or is a component of, the GO MasterCard Rewards Program ("Scheme").

**Schedule C**

Where at all times:

- (a) the Scheme provides benefits to clients based on the clients' use of, or expenditure on, the goods or services of the Issuer or is reasonably likely to promote spending on the goods or services of the Issuer; and
- (b) the Scheme includes a reward redemption facility whereby:
  - (i) clients are allocated credits as a result of using, or spending on, the Issuer's goods or services; and
  - (ii) the credits allocated to a client can be used by the client for a reward redemption; and
- (c) clients are not able to make a cash contribution in exchange for credits except where:
  - (i) they are making a reward redemption; and

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- (ii) the amount of credits exchanged for cash does not exceed 20% of the credits used for the reward redemption; and
- (iii) the credits exchanged for cash are immediately used for the reward redemption.

#### **Schedule D**

The Issuer must:

1. establish and maintain an internal dispute resolution system that complies as far as practicable with the Australian Standard on Complaints Handling AS4269-1995 that covers complaints made in connection with a dealing in, or the provision of financial product advice in relation to, the Scheme, or use of the Scheme; and
2. have adequate resources to reasonably ensure clients making a reward redemption are able to obtain the reward they are seeking to obtain as and when they make the reward redemptions under the Scheme; and
3. at or before making an offer to a person to participate in the Scheme, provide the person a written document ("disclosure document") which sets out in a manner that is clear, concise and effective, the following statements and such of the following information as the person would reasonably require in order to assess the merits and risks of participating in the Scheme:
  - (a) a statement setting out the name, principal place of business and registered office of the Issuer; and
  - (b) information about:
    - (i) the cost of participating in the Scheme; and
    - (ii) any other amounts that will or may be payable by the person in respect of the Scheme, and the times at which those amounts will or may be payable; and
  - (c) information about any other significant characteristics or features of the Scheme and of the rights, terms, conditions and obligations attaching to the Scheme; and
  - (d) information about the dispute resolution system that covers complaints by clients and how that system may be accessed; and
  - (e) if the Issuer makes other information relating to the Scheme available to clients or prospective clients, or to persons more generally – a statement of how that information may be accessed; and
4. where the terms or conditions of the Scheme include a term or condition that:
  - (a) the Issuer may unilaterally vary the terms or conditions of the Scheme; or
  - (b) there is an expiry date by which the person can use their credits to make a reward redemption;ensure that those terms or conditions are set out in a prominent manner in the disclosure document; and

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5. give written notice to clients of any proposed material change to the terms and conditions of the Scheme, and of any proposal by the Issuer to withdraw the Scheme, at least 30 days before the change or withdrawal takes effect; and
6. establish and maintain a means by which the client can readily, and without cost to the client, find out the credits available to the client that can be used by the client to make a reward redemption under the Scheme; and
7. provide any information in writing as and when requested by ASIC in relation to the Scheme, within 20 business days of any such request.

**Interpretation**

In this instrument:

*client* means a person who is a participant in the Scheme;

*credits* in relation to the Scheme, includes credits, points, tokens, certificates, vouchers and electronic cash (whether or not they have been attributed a monetary value) that can be used under the Scheme for making a reward redemption;

*dealing* has the meaning given by subsection 766C(1) of the Act;

*financial product advice* has the meaning given by subsection 766B(1) of the Act;

*makes non-cash payments* has the meaning given by section 763D of the Act;

*offer* has a meaning affected by subsection 1010C(2) of the Act;

*reward* means a good or service, or a discount on a good or service, or another thing of use or benefit to a client; and

*reward redemption* means use of credits by a client to make payment, or cause payments to be made, for a reward.

**Commencement**

This instrument takes effect on gazettal.

Dated the 14th day of October 2005.



Signed by Christopher Papas  
as delegate of the Australian Securities and Investments Commission

05 / 1069

**Australian Securities and Investments Commission  
Corporations Act 2001 — Paragraphs 911A(2)(l) and 992B(1)(a)— Exemption**

1. Under paragraph 911A(2)(l) of the *Corporations Act* 2001 (**the Act**), ASIC exempts the persons referred to in Schedule A from the requirement to hold an Australian financial services licence for the provision of financial services by that person in relation to dealing in interests in a managed investment scheme of the kind and offered on the basis referred to in Schedule B.
2. Under paragraphs 992B(1)(a) of the Act, ASIC exempts the person referred to in Schedule A in the case of an offer to sell an interest in a managed investment scheme of the kind and offered on the basis referred to in Schedule B.

**SCHEDULE A – WHO IS EXEMPT**

Resort Corp Life Pty Ltd ACN 112 927 796 (promoter); and

Casuarina Town Hall No. 1 Pty Ltd ACN 115 781 774 (operator).

**SCHEDULE B – SCHEMES EXEMPTED**

Operating a managed investment scheme, which involves an owner (**investor**) of real property (**strata unit**), in the investor's discretion, making their strata unit available for use by the operator as part of a resort complex known as "The Beach Shacks, Casuarina" located at (Lot 54 DP 1030322) Coast Road, South Kingscliff, New South Wales developed in accordance with the proposals in a development application made to the Tweed Shire Council dated 22 September 2005 and 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, where:

- (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 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;
- (c) each investor may, if the investor withdraws from participation in the scheme, appoint another person to manage their strata unit;

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- (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;
  - (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:
    - (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; and
- (g) the serviced apartment is operated in accordance with a written agreement entered into or to be entered into between an operator and each investor which agreement includes provisions as specified in Schedule D.

**SCHEDULE C — CONDITIONS ON OPERATORS AND PROMOTERS**

1. The operator must ensure that any part of the scheme property held in cash or on deposit with an Australian ADI or another financial institution must be held on trust for the members in a trust account and subject to audit as to whether the

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moneys have been dealt with in accordance with the terms of the trust by a registered company auditor at least annually.

2. Where a FFE Fund has been established for an investor, the operator must 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.
3. Each promoter that is involved in making an offer of interests in the scheme for issue must not engage in any misleading or deceptive conduct or conduct that is likely to mislead or deceive in connection with those offers.
4. The operator must comply with the provisions specified in Schedule D which are included in the agreement referred to in paragraph (g) of Schedule B.

#### **SCHEDULE D – PROCEDURES FOR TRANSFERRING MANAGEMENT RIGHTS**

1. *Transfer of management rights*
  - (a) 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.
  - (b) 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.
  - (c) A transfer referred to in paragraphs (a) or (b) 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 paragraph 2(b) unless the body corporate has consented to the transfer.

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2. *Consent of body corporate to new care-taking arrangements*

- (a) If an operator receives a notice under paragraph 1(b) of this Schedule, the operator must advise all body corporate members of the name of the person to whom the transfer is to be made.
- (b) 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 paragraph 1(b) of this Schedule 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.
- (c) If a majority of body corporate members make a decision referred to in paragraph 2(b) of this Schedule, 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 paragraph 1(b) of this Schedule.
- (d) This paragraph 2 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 paragraph 1(b) or 2(c) of this Schedule before that notice is given to the operator.

3. *Price payable on transfer*

The price scheme members specify in a notice under paragraph 1(b) of this Schedule must be one of the following:

- (a) 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
- (b) 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
- (c) 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.

4. *Voting*

- (a) 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.

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- (b) 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.
- (c) For body corporate members, a majority is based on their entitlement to vote at body corporate meetings.
- (d) A scheme member or a body corporate member makes a decision by signing a document that sets out the decision.

5. *Costs*

- (a) 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 paragraph 1(a) of this Schedule for the purposes of determining a price to be specified in a notice under paragraph 1(b) of this Schedule.
- (b) If a member incurs any reasonable valuation, auction or marketing costs under paragraph 5(a) of this Schedule 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.

6. *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.

7. *Definitions*

In this Schedule:

***scheme members*** means investors in the scheme excluding the operator and its associates;

***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; and

***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****05 / 1069**

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 paragraph (g) of Schedule B 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; and

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

Dated this 14<sup>th</sup> day of October 2005



Signed by Chris Papas  
as a delegate of the Australian Securities and Investments Commission

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 Administration Appeals Tribunal prevents it from doing so.

**BIRLA MINERAL RESOURCES PTY LTD** ACN 103 515 037 will change to a public company limited by shares. The new name will be **BIRLA MINERAL RESOURCES LIMITED** ACN 103 515 037.

**EAST WEST CAPITAL PTY LIMITED** ACN 115 726 791 will change to a public company limited by shares. The new name will be **EAST WEST CAPITAL LIMITED** ACN 115 726 791.

**GREATER MELBOURNE LAND CORPORATION PTY LTD** ACN 103 041 381 will change to a public company limited by shares. The new name will be **GREATER MELBOURNE LAND CORPORATION LIMITED** ACN 103 041 381.

**HAMOLA CROCHET PTY LTD** ACN 001 756 190 will change to a public company limited by shares. The new name will be **HAMOLA CROCHET LIMITED** ACN 001 756 190.

**INTERNATIONAL MARKETING INSTITUTE OF AUSTRALIA LTD** ACN 001 268 659 will change to a proprietary company limited by shares. The new name will be **INTERNATIONAL MARKETING INSTITUTE OF AUSTRALIA PTY LTD** ACN 001 268 659.

**MR RENTALS AUSTRALIA PTY LTD** ACN 095 190 202 will change to a public company limited by shares. The new name will be **MR RENTALS AUSTRALIA LIMITED** ACN 095 190 202.

**CAIRNS TAIPANS BASKETBALL LIMITED** ACN 080 835 267 will change to a proprietary company limited by shares. The new name will be **CAIRNS TAIPANS BASKETBALL PTY LTD** ACN 080 835 267.

**FAST REACTOR PTY LTD** ACN 113 446 352 will change to a public company limited by shares. The new name will be **U308 LIMITED** ACN 113 446 352.

**GREAT PACIFIC MORTGAGE CORPORATION LIMITED** ACN 106 070 900 will change to a proprietary company limited by shares. The new name will be **GREAT PACIFIC MORTGAGE CORPORATION PTY LTD** ACN 106 070 900.

**INSPIRED ISLAND PTY LTD** ACN 112 109 154 will change to a public company limited by shares. The new name will be **INSPIRED ISLAND LIMITED** ACN 112 109 154.

**LLOYD ENERGY SYSTEMS PTY LTD** ACN 096 136 248 will change to a public company limited by shares. The new name will be **LLOYD ENERGY SYSTEMS LTD** ACN 096 136 248.

**UNITED TOOLS PTY LTD** ACN 011 008 110 will change to a public company limited by shares. The new name will be **UNITED TOOLS LTD** ACN 011 008 110.