



**ASIC**  
Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette  
No. A18/19, Tuesday 23 April 2019

Published by ASIC

# ASIC Gazette

## Contents

Notices under Corporations Act 2001

<b>19-0264</b>	<b>19-0265</b>	<b>19-0342</b>	<b>19-0344</b>	<b>19-0345</b>	<b>19-0346</b>
<b>19-0362</b>					

Company/scheme deregistrations

Change of company type

### RIGHTS OF REVIEW

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

ISSN 1445-6060 (Online version)  
ISSN 1445-6079 (CD-ROM version)

Available from [www.asic.gov.au](http://www.asic.gov.au)  
Email [gazette.publisher@asic.gov.au](mailto:gazette.publisher@asic.gov.au)

© Commonwealth of Australia, 2019

This work is copyright. Apart from any use permitted under the *Copyright Act 1968*, all rights are reserved. Requests for authorisation to reproduce, publish or communicate this work should be made to: Gazette Publisher, Australian Securities and Investment Commission, GPO Box 9827, Melbourne Vic 3001

19-0264

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 19-0264.

**Commencement**

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

**Cessation**

4. This instrument ceases to have effect on the earlier of:
  - (a) completion of the transaction contemplated by the Share Sale Agreement; and
  - (b) 31 March 2020.

**Exemptions**

5. Each of the P&I Subsidiaries are exempt from complying with section 606 of the *Act*.

**Where this instrument applies**

6. The exemption in paragraph 5 applies where after execution of, but before completion of the transaction contemplated by, the Share Sale Agreement, any of the P&I Subsidiaries acquire a relevant interest or legal or equitable interest in issued voting shares or voting interests that would otherwise contravene section 606 of the *Act* because of entry into, and the continued operation of, the Share Sale Agreement where:
  - (a) that acquisition is made in a fiduciary or similar capacity on behalf of, or for the benefit of, a third party;
  - (b) the entity making the acquisition is obligated to act in the interests of that third party; and

19-0264

- (c) the P&I Subsidiaries do not have a beneficial interest in the issued voting shares or voting interests (other than in a fiduciary or similar capacity).

**Interpretation**

7. In this instrument:

**ANZ** means Australia and New Zealand Banking Group Limited ACN 005 357 522.

**P&I Subsidiaries** means either wholly or partly

- (a) OnePath Funds Management Limited ACN 003 002 800
- (b) OnePath Custodians Pty Limited ACN 008 508 496
- (c) OnePath Administration Pty Ltd ACN 008 947 831
- (d) Mercantile Mutual Financial Services Pty Ltd ACN 000 006 057
- (e) OnePath Investment Holdings Pty Ltd ACN 118 858 629
- (f) Financial Planning Hotline Pty Limited ACN 000 895 269
- (g) ANZ Wealth Alternative Investments Management Pty Ltd ACN 009 093 109
- (h) Oasis Asset Management Limited ACN 090 906 371
- (i) Oasis Fund Management Limited ACN 106 045 050

**Purchaser** means Australian Wealth Management Limited ACN 111 116 511.

**Share Sale Agreement** means the agreement dated 17 October 2017 between ANZ, ANZ Wealth Australia Limited ACN 000 000 779, Purchaser and IOOF Holdings Limited ACN 100 103 722 in connection with the proposed acquisition by the Purchaser of all of the issued shares in OnePath Investment Holdings Pty Limited ACN 118 858 629, OnePath Custodians Pty Limited ACN 008 508 496, OnePath Funds Management Limited ACN 003 002 800 and certain other subsidiaries of ANZ.

**Voting interests** has the meaning given by section 9 of the Act.

**Voting shares** has the meaning given by section 9 of the Act.

Dated this 29<sup>th</sup> day of March 2019



Signed by Shaw Nomura  
as a delegate of the Australian Securities and Investments Commission

19-0265

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraphs 655A(1)(a) and 673(1)(a) – Exemptions**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 655A(1)(a) and 673(1)(a) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 19-0265.

**Commencement**

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

**Cessation**

4. This instrument ceases to have effect on the earlier of:
  - (a) completion of the transaction contemplated by the Share Sale Agreement; and
  - (b) 31 March 2020.

**Exemptions**

5. IOOF, its related bodies corporate and each entity in which IOOF has voting power of more than 20% (together *IOOF and Relevant Entities*) are exempt from complying with section 606 of the Act.
6. IOOF and Relevant Entities are exempt from complying with section 671B of the Act.

**Where this instrument applies**

7. The exemption in paragraph 5 applies where IOOF and Relevant Entities:
  - (a) acquire a relevant interest or legal or equitable interest in issued voting shares or voting interests that would otherwise contravene section 606 of the Act as a result of the entry into, but not completion of, the Share Sale Agreement; and
  - (b) after execution of, but before completion of the transaction contemplated by, the Share Sale Agreement, acquire a relevant interest or legal or equitable interest in issued voting shares or voting interests that would

**19-0265**

otherwise contravene section 606 of the Act because of entry into, and the continued operation of, the Share Sale Agreement where:

- i. that acquisition is made in a fiduciary or similar capacity on behalf of, or for the benefit of, a third party;
  - ii. the entity making the acquisition is obliged to act in the interests of that third party; and
  - iii. IOOF and Relevant Entities do not have a beneficial interest in the issued voting shares or voting interests (other than in a fiduciary or similar capacity).
8. The exemption in paragraph 6 applies to a substantial holding (or change in substantial holding) in a listed company or listed registered managed investment scheme to the extent that this substantial holding (or change in substantial holding) arises because of the entry into, and the continued operation of, the Share Sale Agreement but not as a result of completion of the transaction contemplated by the Share Sale Agreement.

**Interpretation**

9. In this instrument:

*ANZ* means Australia and New Zealand Banking Group Limited ACN 005 357 522.

*IOOF* means IOOF Holdings Limited ACN 100 103 722.

*Purchaser* means Australian Wealth Management Limited ACN 111 116 511.

*Share Sale Agreement* means the agreement dated 17 October 2017 between ANZ, ANZ Wealth Australia Limited ACN 000 000 779, Purchaser and IOOF in connection with the proposed acquisition by the Purchaser of all of the issued shares in OnePath Investment Holdings Pty Limited ACN 118 858 629, OnePath Custodians Pty Limited ACN 008 508 496, OnePath Funds Management Limited ACN 003 002 800 and certain other subsidiaries of ANZ.

*Voting interests* has the meaning given by section 9 of the Act.

*Voting shares* has the meaning given by section 9 of the Act.

19-0265

Dated this 29<sup>th</sup> day of March 2019



Signed by Shaw Nomura  
as a delegate of the Australian Securities and Investments Commission

**ASIC**Australian Securities & Investments Commission  
**19-0342****Australian Securities and Investments Commission  
Corporations Act 2001 Section 915B****Notice of Cancellation of an Australian financial services licence**

- TO: CPA Australia Advice Pty Ltd  
ACN 606 084 806 ("the Licensee")  
Level 20  
28 Freshwater Place  
SOUTHBANK VIC 3006
1. Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001** (the Act), the Australian Securities and Investments Commission (ASIC) hereby cancels Australian financial services (AFS) licence number 482657 held by the Licensee, with effect from the date on which this notice is given to the Licensee.
  2. Pursuant to section 915H of the Act, the AFS licence continues in effect while cancelled, as though the cancellation had not happened for the purposes of:
    - a. paragraphs 912A(1)(g) and 912A(2)(b) of the Act, which requires the Licensee to maintain membership of the Australian Financial Complaints Authority scheme for no less than two years from the date the notice of cancellation of the AFS licence is given to the Licensee;
    - b. paragraphs 912A(2)(a) of the Act, which requires the Licensee to maintain an internal dispute resolution scheme for no less than two years from the date the notice of cancellation of the AFS licence is given to the Licensee;
    - c. section 912B of the Act, which requires the Licensee to maintain compensation arrangements for no less than two years from the date the notice of cancellation of the AFS licence is given to the Licensee. The arrangements must satisfy the requirements set out in regulation 7.6.02AAA of the Corporations Regulations 2001;
    - d. paragraph 912A(1)(b) of the Act, to the extent that it requires the Licensee to comply with conditions 22 and 23 of Australian financial services licence number 482657 'Retention of Financial Services Guides, Statements of Advice and Material Relating to Personal Advice';

Dated 16 April 2019

Signed

John Connor

a delegate of the Australian Securities and Investments Commission

19-0344

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 19-0344.

**Commencement**

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

**Declaration**

4. Chapter 6D of the Act applies to a person who holds shares in common stock or depositary interests over shares in common stock in Life360, Inc ARBN 629 412 942, a company incorporated in Delaware (*Life360*), as if section 707 was modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:
  - “(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 and 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.”



19-0344

**Where this instrument applies**

5. This instrument applies where a person who holds securities in Life360 makes an offer of those securities for sale (*Sale Securities*) where:
- (a) the sale offer occurs within 12 months of the issue of the Sale Securities;
  - (b) a prospectus was lodged with ASIC by Life360 on or around 18 April 2019 in relation to an initial public offer of depositary interests over shares in common stock of Life360 that are in the same class as the Sale Securities (*Prospectus*); and
  - (c) the Sale Securities were issued by Life360 without disclosure under Chapter 6D of the Act:
    - (i) in consideration for the conversion of preferred stock, on or around the settlement of the offer made under the Prospectus; or
    - (ii) on the exercise of options, warrants or restricted stock units granted on or before 18 April 2019 and disclosed in the Prospectus.

Dated this 15<sup>th</sup> day of March 2019



Signed by Will Robertson  
as a delegate for the Australian Securities and Investments Commission

19-0345

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 19-0345.

**Revocation**

3. ASIC Instrument 19-0344 dated 15 March 2019 is revoked.

**Commencement**

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

**Declaration**

5. Chapter 6D of the Act applies to a person who holds shares in common stock or depositary interests over shares in common stock in Life360, Inc ARBN 629 412 942, a company incorporated in Delaware (*Life360*), as if section 707 was modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:

“(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 and 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.”

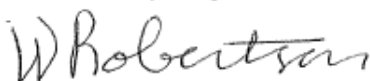
19-0345

**Where this instrument applies**

6. This instrument applies where a person who holds securities in Life360 makes an offer of those securities for sale (*Sale Securities*) where:

- (a) the sale offer occurs within 12 months of the issue of the Sale Securities;
- (b) a prospectus was lodged with ASIC by Life360 on or around 18 April 2019 in relation to an initial public offer of depositary interests over shares in common stock of Life360 that are in the same class as the Sale Securities (*Prospectus*); and
- (c) the Sale Securities were issued by Life360 without disclosure under Chapter 6D of the Act:
  - (i) in consideration for the conversion of preferred stock, on or around the settlement of the offer made under the Prospectus; or
  - (ii) on the exercise of options, warrants or restricted stock units granted on or before 18 April 2019 and disclosed in the Prospectus.

Dated this 15<sup>th</sup> day of April 2019



Signed by Will Robertson  
as a delegate for the Australian Securities and Investments Commission

19-0346

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

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 655A(1)(b) and 673(1)(b) of the *Corporations Act 2001 (Act)*.

**Title**

2. This instrument is ASIC Instrument 19-0346.

**Commencement**

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

**Declarations**

4. Chapters 6 and 6C of the Act apply to ReadyTech Holdings Limited ACN 632137 216 (*Company*) as if section 609 were modified or varied by, after subsection (13) (as notionally inserted by ASIC Class Order [CO 13/520]), inserting:

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

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

“or

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

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

“; or

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

**Where this instrument applies**

7. This instrument applies in relation to relevant interests the Company has in securities of the Company (*Escrowed Securities*) merely because the Company

**19-0346**

has entered into one or more escrow agreements or deeds (each an *Escrow Arrangement*) with each *Security Holder* in connection with the proposed admission of the Company's securities to the official list of ASX Limited ACN 008 624 691 (*ASX*) where each Escrow Arrangement:

- (a) does not restrict the exercise of voting rights attaching to, the Escrowed Securities;
- (b) in the case of a takeover bid (including a proportional takeover bid):
  - (i) allows each Security Holder to accept into the takeover bid where holders of at least half of the bid class securities that are not subject to an Escrow Arrangement have accepted into the bid; and
  - (ii) requires that the Escrowed Securities be returned to escrow if the bid does not become unconditional;
- (c) allows the Escrowed Securities to be transferred or cancelled as part of a merger by way of compromise or arrangement under Part 5.1 of the Act;
- (d) terminates no later than the second anniversary of the date of the entry into the Escrow Arrangement; and
- (e) is substantially in the same form as the draft agreement provided to ASIC on 10 April 2019.

**Interpretation**

8. In this instrument *Security Holder* means any of the following persons who hold shares in the Company:
  - i. Pemba Capital Partners Fund I GP Pty Ltd ACN 612 285 382 as general partner of Pemba Capital Partners Fund I Management Partnership, LP as general partner of Pemba Capital Partners Fund I Partnership, LP;
  - ii. Pemba Capital Partners Pty Ltd ACN 121 906 045 as trustee of the Pemba Capital Co-Investment Trust;
  - iii. Pemba Capital Partners Pty Ltd ACN 121 906 045 as trustee of the Lirac Trust;
  - iv. Marc Raymond Washbourne;
  - v. Washbourne Group Pty Limited ACN 627 033 363 as trustee of the Washbourne Family Trust;
  - vi. Anksh Pty Ltd ACN 602 605 505;
  - vii. Nimesh Shah;
  - viii. Tony Jones;
  - ix. Marish Pty Ltd ACN 620 954 743 as trustee of the Jones Family Trust;
  - x. Chris McMillan;
  - xi. James Hourm;
  - xii. Chris Smith;

19-0346

- xiii. Sam Giffney;
- xiv. Darren Coppin;
- xv. Adrian King;
- xvi. Malvern Avenue Management Pty Ltd ACN 613 121 181) as trustee of the Benyon Hill Family Trust;
- xvii. 172 Investments Pty Ltd ACN 623 708 225 as trustee of the Chen Family Trust;
- xviii. Trevor Fairweather SMSF Pty Ltd ACN 611 920 677;
- xix. Fairweather Watts Holdings Pty Ltd ACN 626 575 773 as trustee of the Fairweather Watts Family Trust;
- xx. Wyner Capital Pty Ltd ACN 628 933 479; and
- xxi. Faurtune Pty Ltd ACN 088 140 112.

Dated this 16<sup>th</sup> day of April 2019



Signed by Tian Gu  
as a delegate of the Australian Securities and Investments Commission

19-0362

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

Notice is given under section 920E of the *Corporations Act 2001* that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 12 April 2019.

## AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

## IN THE MATTER OF GREGORY PETER FORSTER

SECTIONS 920A AND 920B  
OF THE CORPORATIONS ACT 2001

To: Gregory Peter Forster

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

**TAKE NOTICE** that under sections 920A(1) and 920B(2) of the *Corporations Act 2001* the Australian Securities and Investments Commission prohibits **GREGORY PETER FORSTER** from providing any financial services for a period of five years.

Dated this 19<sup>th</sup> day of March 2019

Signed: 

Christine Croft  
Delegate of the Australian Securities and Investments Commission

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

CORPORATIONS ACT 2001  
Section 601CL(4)

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

Dated this eighteenth day of April 2019

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

DRESSER-RAND ASIA PACIFIC SDN. BHD.	107 609 414
RAT PACK FILMPRODUKTION GMBH	612 442 609
SHANGHAI LEAF TECHNOLOGY INDUSTRY CO. LTD.	167 956 809



CORPORATIONS ACT 2001  
Section 601CL(5)

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

Dated this eighteenth day of April 2019

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

<b>Name of Company</b>	<b>ARBN</b>
CENTER FOR HUMAN SERVICES	611 563 949
DIRECTCASH MANAGEMENT INC.	606 375 633
DIRECTCASH PAYMENTS INC.	606 430 853
SGB MY SDN. BHD.	160 605 729
SKINKY&CO.,LTD.	610 432 409
WESTWATER RESOURCES, INC.	608 813 949

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.

**SPOOKFISH LIMITED** ACN 123 511 017 will change to a proprietary company limited by shares. The new name will be **EAGLEVIEW AUSTRALIA PTY LTD** ACN 123 511 017.