



**ASIC**  
Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette  
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# ASIC Gazette

## Contents

Notices under Corporations Act 2001

<b>18-1055</b>	<b>19-0350</b>	<b>19-0364</b>	<b>19-0371</b>	<b>19-0373</b>	<b>19-0374</b>
<b>19-0375</b>	<b>19-0376</b>	<b>19-0377</b>	<b>19-0383</b>	<b>19-0396</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.

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18-1055

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 18-1055.

**Commencement**

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

**Declaration**

4. Chapter 6 of the Act applies to Vango Mining Limited ACN 108 737 711 (the *Bidder*) in relation to its off-market takeover bid (the *Bid*) to acquire all of the ordinary shares in Dampier Gold Limited ACN 141 703 399 (the *Target*) as if section 612 were modified or varied by omitting paragraph (f) and substituting:

“(f) items 2, 3 and 6 in the table in subsection 633(1) (procedural steps for off-market bid) other than a contravention arising solely from a failure to send the bidder’s statement and offers to each person (other than the bidder) who holds securities in the bid class within a three day period; or”.

**Where this instrument applies**

5. This instrument applies where:
  - (a) The Bidder lodged a bidder’s statement for the Bid with ASIC on 17 September 2018 (the Original Bidder’s Statement);
  - (b) The Bidder lodged a replacement bidder’s statement with ASIC on 15 October 2018 (the Replacement Bidder’s Statement);
  - (c) On or about 22 October 2018, the Bidder became aware that 57 of the Target’s shareholders (the Relevant Shareholders) were not sent the Replacement Bidder’s Statement by the time allowed for sending the Replacement Bidder’s Statement to persons holding bid class securities under subitem 6(a) of the table in subsection 633(1) of the Act as required by section 633A of the Act;

18-1055

- (d) The Replacement Bidder's Statements and Offers were sent to the Relevant Shareholders on or about 22 October 2018;
- (e) At the date of this instrument, the Bidder's voting power in the Target had not increased to more than 20%; and
- (f) The Bidder has undertaken to ASIC that it will send to the Target, and to the operator of each prescribed financial market on which the Target's securities are quoted, a notice explaining the relief provided by this instrument before 10am on the first business day following the date of this instrument.

Dated this 16 November 2018



Signed by Kyle Wright  
as a delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

19-0350

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

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

TO: Morley Supertax Pty Ltd  
ACN 155 469 980 ("the Licensee")  
PO Box 813  
MORLEY WA 6943

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 479233 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 23 April 2019

Signed

John Connor

A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

19-0364

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

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

TO: Resimac Group Ltd  
ACN 095 034 003 ("the Licensee")  
Level 9  
45 Clarence Street  
SYDNEY NSW 2000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 247829 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 30 April 2019

Signed

John Connor

A delegate of the Australian Securities and Investments Commission

19-0371

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 19-0371.

**Commencement**

3. This instrument commences on the date it is signed.
4. The declarations in paragraphs 6 and 7 commences seven days after the date this instrument is signed.

**Declaration**

5. Chapter 6 of the Act applies to The Bank of New York Mellon (*BNYM*), a banking corporation established under the laws of New York, USA, and its related bodies corporate as if section 609 of the Act were modified or varied by, after subsection (2), inserting:

“(2A) For the purposes of (2B):

*ADRs* means American depositary receipts, which are receipts issued by an American chartered institutional bank or trust company (the *depository*), evidencing ownership in American Depositary Shares, which are rights to the underlying securities;

*deposit agreement* means the agreement setting out the terms and conditions on which an ADR is issued, or proposed to be issued, between the depository, the issuer of the underlying securities, and the holders of the ADRs, and either:

(a) does not contain a voting provision, or

(b) if it does contain a voting provision:

- (i) the issuer of the underlying securities, to which the voting provision relates, has given the depository prior to the expiration of three months after the date of this instrument a deed for the benefit of the depository that cannot be amended or revoked without the

19-0371

written consent of ASIC undertaking that it will waive the voting provision, or

- (ii) where the issuer of the underlying securities fails to give the depositary a deed as referred to in paragraph (b)(i) above within the specified timeframe, the depositary has given a notice of its resignation as depositary of the relevant ADR programme,

or, alternatively, an agreement setting out the terms and conditions on which an ADR is issued between the depositary and a holder of the ADR,

**underlying securities**, in relation to ADRs, means:

- (a) shares of a company or body, or interests in a registered scheme, included in the official list of a prescribed financial market, or shares of an unlisted company with more than 50 members; or
- (b) beneficial interests in shares of a company or body, or interests in a registered scheme, included in the official list of a prescribed financial market or an unlisted company with more than 50 members;

and are deposited with or held by the depositary, or its custodian or agent; and

**voting provision** means a provision in the deposit agreement relating to the exercise of voting rights in relation to the underlying shares on a resolution at a meeting of members, which effectively:

- (a) allows for the exercise of voting rights other than in accordance with voting instructions received from the holder of the ADRs; or
  - (b) where the depositary has not received voting instructions from the holder of the ADRs within a specified timeframe:
    - (i) deems a holder of the ADRs to have instructed the depositary to give a discretionary proxy to a person designated by the issuer of the underlying securities, or any other person; or
    - (ii) deems a holder of ADRs to have instructed the depositary to exercise voting rights.
- (2B) A person (the **depositary**) who would otherwise have a relevant interest in the underlying securities because the depositary holds the underlying securities in accordance with a deposit agreement entered into, or proposed to be entered into, under which ADRs are issued, or proposed to be issued, for the purpose of satisfying rights and obligations of the holder of the ADR, despite



## 19-0371

the depositary having any of the following discretions (but no additional discretions) under the terms of the deposit agreement which give it the power to dispose of the underlying securities to which the ADRs relate:

- (a) discretions where the ADRs are owned directly or beneficially by, or otherwise for the benefit of, any person in circumstances where in the opinion of the depositary, the depositary or its custodian or agent, may suffer any liability for taxation or governmental charge, or any pecuniary, fiscal or material regulatory disadvantage which it may not otherwise have suffered; or
- (b) discretions where the ADRs are owned directly or beneficially by, or otherwise for the benefit of, any person who fails to pay any outstanding fees and expenses due to the depositary under the deposit agreement; or
- (c) discretions where the ADRs are owned directly or beneficially by, or otherwise for the benefit of, any person in breach of any law or requirement of any jurisdiction or governmental authority or so as to result in ownership of any underlying securities exceeding any limit under, or otherwise infringing any law or constituent documents; or
- (d) discretions where the ADRs are owned directly or beneficially by, or otherwise for the benefit of, any person who fails to provide to the depositary such proof as to matters of fact (including identity) as the depositary may deem necessary or appropriate under applicable laws and regulations; or
- (e) discretions relating to the appointment of custodians or sub-custodians to procure safe custody of the underlying securities; or
- (f) discretions where the ADR programme administered by the depositary is terminated or ADRs cease to be capable of being held in the ADR programme administered by the depositary; or
- (g) discretions where the ADRs are held by a person who has failed to duly and punctually comply with or perform any of its obligations to the depositary or its custodian under the deposit agreement, or any other relevant agreements, to which the person is a party in relation to the ADRs, if the depositary determines that it is appropriate; or
- (h) discretions where the issuer of the underlying securities undertakes any corporate actions, including distributions, bonus issues, rights issues, returns of capital, consolidation, splits or other reorganisations or reconstructions of capital affecting the underlying securities; or



19-0371

- (i) discretions where the ratio between the number of ADRs to the number of underlying securities represented by American Depositary Shares evidenced by those ADRs is altered which results in fractional entitlements;

and where the depositary exercises any of the discretions referred to in paragraphs (a) to (i) above, the depositary must:

- (j) act reasonably in forming any opinion, or making any determination, required of the depositary under the terms of the discretion; and
- (k) exercise those discretions only for the purpose of satisfying its obligations as the administrator of the ADR programme and on ordinary commercial terms, or in an ordinary commercial manner, as necessary in the circumstances

and the depositary does not dispose of any underlying securities to its associates.

- 6. Chapters 6 and 6C of the Act apply to the BNYM 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(2B) (nominees and other trustees);”.

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

“; or

(d) subsection 609(2B) (nominees and other trustees).”.

#### Where this instrument applies

- 8. This instrument applies in relation to the calculation of the relevant interests BNYM and its related entities has in the underlying securities of an issuer in respect of which a deposit agreement has been entered into, or proposed to be entered into, and where:
  - (a) BNYM is the depositary under the deposit agreement; and
  - (b) the underlying securities of the issuer are deposited with or held by BNYM, or its custodian or agent.

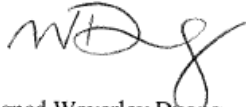
19-0371

**Interpretation**

In this instrument:

*prescribed financial market* has the meaning given by section 9 of the Act.

Dated this 29th day of April 2019



Signed Waverley Dhoong  
as a delegate for the Australian Securities and Investments Commission

19-0373

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 19-0373.

**Commencement**

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

**Declarations**

4. Chapters 6 and 6C of the Act apply to Teaminvest Private Group Limited ACN 629 045 736 (*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 “or” in paragraph (7)(b) and “.” 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).”.

19-0373

**Where this instrument applies**

7. This instrument applies in relation to relevant interests the Company has in securities of the Company (*Escrowed Securities*) merely because the Company has entered into one or more escrow agreements or deeds (each an *Escrow Arrangement*) with each *Security Holder* in connection with the proposed admission of the Company's securities to the official list of 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 on the date which is no later than 24 months from the date of entry into the Escrow Arrangement; and
  - (e) is substantially in the same form as the draft agreement provided to ASIC on 10 April 2019.

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**Interpretation**

8. In this instrument:
- (a) *ASX* means ASX Limited ACN 008 624 691 or the financial market known as the Australian Securities Exchange which it operates, as the context requires.
  - (b) *Security Holder* means any of the following persons who hold shares in the Company:
    - i. Hunters Hill Consulting and Counselling Pty Ltd as trustee of Bunlap Foundation ACN 109 451 194
    - ii. Bato Capital Pty Ltd ACN 145 998 278
    - iii. Crooks Pty Ltd ACN 086 291 689
    - iv. Andrew Coleman

**19-0373**

- v. Passlow Super Pty Ltd as trustee of Passlow Superannuation Fund  
ACN 125 906 309
- vi. Electronic Marketing Pty Ltd as trustee of Colfam Trust ACN 070  
938 519
- vii. Hunters Hill Consulting and Counselling Pty Ltd as trustee of  
Hoogenhout Super Fund ACN 109 451 194
- viii. Teaminvest Pty Ltd ACN 133 389 910
- ix. Icon Metal Fabrications Pty Ltd ACN 075 222 294
- x. Pribula Family Pty Ltd as trustee of Pribula Family Trust ACN 612  
906 662
- xi. DecoGlaze Australia Pty Ltd as trustee of The Hedges Family  
Trust ACN 104 208 746
- xii. Kitome Pastoral Pty Ltd ACN 096 059 273
- xiii. Pluto Mining Pty Ltd ACN 006 731 022
- xiv. Malonga Pty Ltd as trustee of The G Doolan Family Trust ACN  
010 224 272
- xv. Willberg Investments Pty Ltd as trustee of The Williams Family  
Trust ACN 105 158 316

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



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

19-0374

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 17 April 2019

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**  
**IN THE MATTER OF MATTHEW BARNETT AND THE CORPORATIONS ACT**  
**2001**

**To: Mr Matthew Barnett**

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

**TAKE NOTICE** that under to sections 920A and 920B of the Corporations Act 2001 the Australian Securities and Investments Commission prohibits MATTHEW BARNETT from providing any financial services for 6 years.

Dated this 17<sup>th</sup> day of April 2019

*J.D. Bartolomeo*

Signed:

*Melanie Baxter*

MELANIE BAXTER  
Delegate of the  
Australian Securities and Investments Commission.

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

19-0375

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 18 April 2019

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**

**IN THE MATTER OF JEFFREY JOHN WORBOYS AND THE CORPORATIONS  
ACT 2001**

**To: Mr Jeffrey John Worboys**

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

**TAKE NOTICE** that under to sections 920A and 920B of the Corporations Act 2001 the Australian Securities and Investments Commission prohibits JEFFREY JOHN WORBOYS from providing any financial services for 6 years.

Dated this 17th day of April 2019



Signed:



MELANIE BAXTER

Delegate of the

Australian Securities and Investments Commission.

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



19-0376

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 19-0376.

**Commencement**

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

**Exemption***Obligation to give a Product Disclosure Statement*

4. OnePath, as trustee of the New Fund, does not have to comply with subsection 1012B(3) of the Act in connection with the issue of a superannuation product in the New Fund to a transferred member as a direct result of the transfer where all the following are satisfied:
  - (a) OnePath, as trustee of the Old Fund, gave the following documents to each transferred member at least 30 days before the transfer took effect:
    - (i) a notice under section 1017B of the Act, which includes the information required by Subdivision 5.8 of Division 5 of Part 7.9 of the *Corporations Regulations 2001*, and which explains the nature and effect of the transfer; and
    - (ii) an information booklet that sets out the key information about the terms and features of the New Fund;
  - (b) OnePath, as trustee of the New Fund, within 2 months after the transfer took effect, has given to each transferred member in relation to which OnePath, as trustee of the New Fund, deducts amounts from the transferred member's account to finance the payment of commissions, a notice that contains the following statements and instructions:
    - (i) a statement that a member can give a direction to OnePath that it immediately stop deducting amounts from the member's account to finance the payment of commissions, without any need for the member to contact the person to whom the commissions are being paid;
    - (ii) instructions about how a member can:

- (A) give the direction; and
- (B) obtain confirmation from OnePath, as trustee of the New Fund, that it has complied with the direction;
- (c) OnePath, as trustee of the New Fund, within 30 days after the transfer took effect and during the period OnePath deducts amounts from any member's account (whether or not that member was a transferred member) to finance the payment of commissions, prominently publishes on its website the statements and instructions required by subparagraph (b).

#### Declaration

##### *Periodic statements*

5. Part 7.9 of the Act applies in relation to OnePath, as trustee of the Old Fund and the New Fund, in connection with the transfer, as if section 1017D of the Act were modified or varied by, at end of the section, adding:

##### *“Successor fund transfers*

- (10) If, as a direct result of a transfer (the **transfer**) of benefits of a member of a superannuation fund to a successor fund, a holder of a superannuation product (the **existing product**) ceases to hold the existing product and is issued with a new superannuation product (the **new product**), then:
  - (a) any obligation under this section that would have been imposed on the issuer of the existing product is taken to be imposed on the issuer of the new product on and after the date the transfer takes effect; and
  - (b) the reporting periods that would have applied under:
    - (i) paragraph 1017D(2)(b) in relation to the acquisition of the new product; and
    - (ii) paragraph 1017D(2)(d) in relation to the holder ceasing to hold the existing product;are taken not to apply and, instead, the reporting period (the **transfer reporting period**) that would have applied but for the transfer, is taken to apply; and
  - (c) a periodic statement in relation to the transfer reporting period must include all information that would otherwise have been required to be included in the periodic statement but for the transfer.
- (11) In this section:

**successor fund** has the meaning given by subregulation 1.03(1) of the *Superannuation Industry (Supervision) Regulations 1994*, including as

modified by APRA by way of declaration under section 332 of the *Superannuation Industry (Supervision) Act 1993*.”.

### Interpretation

6. In this instrument:

**commissions** means any of the following kinds of remuneration or fees to the extent they can be given and accepted under Part 7.7A of the Act:

- (a) conflicted remuneration covered by Division 4 of that Part;
- (b) volume-based shelf-space fees covered by Subdivision A of Division 5 of that Part;
- (c) asset-based fees covered by Subdivision B of Division 5 of that Part.

**Old Fund** means the OnePath Master Fund, RSE number R1001525.

**OnePath** means OnePath Custodians Pty Limited ACN 008 508 496.

**New Fund** means the Retirement Portfolio Service, RSE number R1000986.

**transfer** means the transfer of benefits of a transferred member from the Old Fund to the New Fund, which took effect on 13 April 2019, where:

- (a) the New Fund satisfied paragraph (a) of the definition of ‘successor fund’ in subregulation 1.03(1) of the *Superannuation Industry (Supervision) Regulations 1994* as in force on 13 April 2019; and
- (b) the features of an interest in the New Fund immediately after the transfer was the same as the features of an interest in the Old Fund immediately before the transfer.

**transferred member** means a person who was a member of the Old Fund and who became a member of the New Fund as a direct result of the transfer.

Dated this 2nd day of May 2019.



Signed by Philip Russell  
as a delegate of the Australian Securities and Investments Commission



19 - 0377

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

**Variation of Notice of Suspension of an Australian Financial Services Licence**

To: QEnergy Limited  
ACN 120 124 101 (the Licensee)  
176 Montague Road  
South Brisbane, Queensland 4101

Under s915B of the *Corporations Act 2001*, the Australian Securities and Investments Commission hereby varies ASIC Instrument 19-0132 by replacing the date "30 April 2019" with the date "30 June 2019".

Dated this 29<sup>th</sup> day of April 2019.

Signed

John Connor  
A delegate of the Australian Securities and Investments Commission

19-0383

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 19-0383

**Commencement**

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

**Exemption**

4. Vita Life Sciences Limited ACN 003 190 421 (**VLS**) does not have to comply with Parts 6D.2 and 6D.3 of the Act for an offer of securities in A.C.N. 633 180 346 Ltd. ACN 633 180 346 (**Macarthur National**) to shareholders of VLS.

**Declaration**

5. Chapter 6D of the Act applies to shareholders of Macarthur National as if section 707 were modified or varied by omitting subsections 707(3), (4), (5) and (6).

**Where this instrument applies**

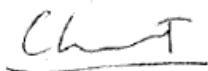
6. The exemption in paragraph 4 applies to invitations by VLS to its shareholders to vote at a general meeting on a capital reduction of VLS and an in-specie transfer of ordinary shares in Macarthur National to the shareholders of VLS (**Demerger Proposal**), in accordance with a notice of meeting that:
  - (a) is in substantially the same form as the draft notice of meeting given to ASIC on 26 April 2019; and
  - (b) includes a statement:
    - (i) describing the need for, and effect of, the relief contained in this instrument as it applies to shareholders; and
    - (ii) that the notice of meeting is in substantially the same form as the draft notice of meeting given to ASIC on 26 April 2019.

19-0383

7. The declaration in paragraph 5 applies where:

- (a) a Macarthur National shareholder makes an offer of their ordinary shares in Macarthur National (*Shares*) for sale;
- (b) the Shares were transferred to the Macarthur National shareholder pursuant to the Demerger Proposal referred to in paragraph 6; and
- (c) the offer is not made within 12 months of a sale or transfer of the Shares by a person, other than VLS, who:
  - (i) controls Macarthur National;
  - (ii) would have been required by subsection 707(2) of the Act to give disclosure to investors under Part 6D.2 of the Act but for section 708 or 708A of the Act; and
  - (iii) did not give disclosure to investors under Part 6D.2 of the Act because of section 708 or 708A of the Act.

Dated 1<sup>st</sup> of May 2019



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

19-0396

**Australian Securities and Investments Commission  
Corporations Act 2001 - Subsection 257D(4) – Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 257D(4) of the Corporations Act 2001 (*Act*).

**Title**

2. This instrument is ASIC Instrument 19-0396.

**Commencement**

3. This instrument commences on 1 May 2019.

**Exemption**

4. IMB Ltd ACN 087 651 974 (*Company*) does not have to comply with subsections 257D(1), 257D(2) and 257D(3) of the Act.

**Where this instrument applies**

5. This instrument applies in relation to the off-market tender buy-back scheme to be made available to all Eligible Shareholders commencing on, or around, 2 May 2019, which:
  - (a) is substantially on the terms contemplated in the Buy-Back Booklet; and
  - (b) complies with the conditions in subsection 257B(2) of the Act, subject to subsection 257B(3) of the Act, except that:
    - (i) the Company does not comply with paragraph 257B(2)(b) of the Act but rather invites all Eligible Shareholders to offer for sale any number of their Shares (exceeding 250) to the Company (except for those Eligible Shareholders holding 250 Shares or less who will be required to tender all of their Shares if they wish to participate in the buy-back) in accordance with the terms and conditions of the Buy-Back Booklet;
    - (ii) the Company does not comply with paragraph 257B(2)(c) of the Act but rather, all Eligible Shareholders have a reasonable opportunity to offer for sale any number of their Shares as set out in paragraph (b)(i) above;
    - (iii) the Company does not comply with paragraph 257B(2)(d) of the Act but rather, the buy-back agreements are not entered into until after the Buy-Back Offer Period has closed; and
    - (iv) the Company does not comply with paragraph 257B(2)(e) of the Act but rather, the Buy-Back Invitation is to be made to all Eligible



19-0396

Shareholders subject to the scale back mechanism described in the Buy-Back Invitation.

**Conditions**

6. The number of Shares that the Company buys back, either as a result of the Buy-Back Invitation or as a result of any other buy-back by the Company during the 12 months before the date on which the Company buys back the Shares does not exceed 10% of the smallest number of votes attaching to voting shares of the Company on issue at any time during the 12 months before the date on which the Company buys back the Shares.
7. The Company must ensure that:
  - (a) the aggregate holding of all Excluded Foreign Persons does not exceed 1% of the Company's share capital;
  - (b) the Buy-Back Booklet includes a term that if, at the close of the Buy-Back Offer Period, the Company has received tenders that in aggregate are more than the Buy-Back Limit:
    - (i) the Company will buy back Shares up to the Buy-Back Limit (or such lesser number as the Company may determine); and
    - (ii) the number of Shares in each Eligible Shareholder's tender that will be bought back will be reduced in accordance with the scale back mechanism described in the Buy-Back Invitation; and
  - (c) no buy-back agreement is entered into until after the Buy-Back Offer Period has closed.
8. The Company discloses, in any document sent to Shareholders regarding the Buy-Back Invitations, to the effect that shareholders are entitled to vote at any meeting that is held before the end of the Buy-Back Offer Period.
9. The Company complies with the lodgement requirements set out in sections 257E and 257F of the Act.

**Interpretation**

10. In this instrument:

**Buy-Back Booklet** means the document entitled "Off-Market Buyback Booklet" substantially in the same form as that provided to ASIC on 1 May 2019;

**Buy-Back Invitation** means the buy-back invitation made to Eligible Shareholders on the terms set out in the Buy-Back Booklet;

**Buy-Back Limit** means the number of Shares that the Company decides to buy-back being:

19-0396

- (a) no more than \$9 million worth of Shares; and
- (b) within the 10/12 limit as described in subsection 257B(4) of the Act;

**Buy-Back Offer Period** means the period within which Eligible Shareholders may make an offer to sell to the Company all or a specified number of Shares held by the Shareholder on the Record Date;

**Eligible Shareholders** means shareholders except for Excluded Foreign Persons;

**Excluded Foreign Persons** means each Shareholder:

- (a) to whom the Company would be prohibited from paying money pursuant to any act, rule, or regulation of Australia which prohibits the Company from making payments to foreign persons;
- (b) whose address in the Company's register of Shareholders is in a jurisdiction where offers cannot be made because of the laws of that jurisdiction or because the Company determines that it is impracticable to comply with such laws;
- (c) who holds Shares for the benefit of another person and that person resides in a jurisdiction where offers cannot be made because of the laws of that jurisdiction or because the Company determines that it is impracticable to comply with such laws; or
- (d) who is (or is acting on behalf of or for the account of a person who is) in the United States, a US Person, or a resident of Canada;

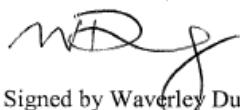
**Record Date** means the date for determining eligibility to participate in the buy-back as set out in the Buy-Back Invitation;

**Shareholder** means any person who is a member of the Company by way of guarantee and as the holder of shares and whose name is entered in the register of members of the Company as at the Record Date;

**Shares** means fully paid ordinary shares in the capital of the Company on issue on the Record Date; and

**US Person** has the meaning given by Regulation S under the United States Securities Act of 1933 as in force on 1 May 2019.

Dated this 1<sup>st</sup> day of May 2019



Signed by Waverley Duong  
as a delegate of the Australian Securities and Investments Commission

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 third day of May 2019

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company	ARBN
ADTHENA LTD	607 480 348
AL KAOUS AL AKTHAR GENERAL TRADING L.L.C	604 855 905
ALLIANCE GRAIN TRADERS (SWITZERLAND) SA	612 291 433
AMICA HOLDINGS (PTC) LTD.	146 866 775
AMICROE HOLDINGS, LTD.	067 862 891
AMPLIFI GLOBAL LIMITED	608 316 463
ANTENNA DEXTERRA, INC.	108 555 335
APPLIED SYSTEMS ASSOCIATES, INC.	608 491 827
ATLAS RFID SOLUTIONS, LLC	606 392 769
AUZENERGY PTE LTD	141 625 050
AUZGOLD HOLDINGS PTE. LTD.	154 543 889
BDB SERVICES (BELIZE) LIMITED	610 894 383
BOWERBIRD HOME LIMITED	611 309 436
BRENTRISE CAPITAL LIMITED	606 190 194
BRYDGE GLOBAL PTE. LTD.	608 714 352
BRYDGE TECHNOLOGIES (RETAIL & DISTRIBUTION) PTE. LTD.	609 814 351
BUXMONT ACADEMY	091 716 086
CAMCO TECHNOLOGIES NV	606 871 738
CANAAN CHATSWORTH INVESTMENT LIMITED	609 792 869
CANADA BOFENG AGRICULTURAL TECHNOLOGY CO., LTD.	610 419 308
CEDER INVESTMENT RESOURCES LIMITED	107 984 145
CEGELEC OIL & GAS	609 973 800

CENGEA SOLUTIONS CORPORATION	147 616 215
CRC-EVANS PIPELINE INTERNATIONAL, INC.	156 183 701
DAMBACH LAGERSYSTEME GMBH & CO. KG	604 896 497
DIGITAL RIVER WORLD PAYMENTS AB	161 123 628
DIMITRIS PAPADOPOULOS AND ATHANASIOS PAPADOPOULOS	611 241 028
GENERAL PARTNERSHIP COMPANY	
EMERALD ASSOCIATES INC.	612 158 880
ESAOTE S.P.A.	607 782 918
ESOLAR, INC.	611 466 221
FIN15	606 600 382
FIREFLY CLOTHING PTE. LTD.	609 899 390
FORTUNE APPRAISE LIMITED	609 964 758
FORTUNE GLOBAL AUSTRALIA LIMITED	606 964 345
FRAMWELGATE INVESTMENT LIMITED	078 602 687
FUJI TESTING MACHINE CORPORATION	610 263 708
GO GREEN EXHIBITIONS PTY LIMITED	616 961 810
NOMURA TRADING CO., LTD.	064 561 726
QUICKCAT HOLDINGS LIMITED	621 560 941
RADIUS (BRISTOL) LIMITED	613 246 334
RAINMAKER LABS PRIVATE LIMITED	607 535 508
RASHAD FOOD DEVELOPMENT CO.	611 501 412
R G MEDICAL CONSULTANCY LIMITED	163 150 007
RISUN COAL CHEMICALS GROUP LIMITED	166 902 183
ROBBY GORDON ENTERTAINMENT/SST, INC.	611 263 542
ROBINHOOD FINANCIAL LLC	609 105 722
ROKA SPORTS, INC.	605 218 086
ROME RESEARCH CORPORATION	605 403 709
ROTA GEEK LIMITED	607 570 963
SANSING (AUSTRALIA) LIMITED	607 969 853
SWISS INTERNATIONAL AIR LINES LTD	611 572 377
734758 ONTARIO LIMITED	602 510 743

CORPORATIONS ACT 2001  
Subsection 601PB(2)

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

Dated this third day of May 2019

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Scheme**

**ARSN**

PHILLIP ISLAND RESORT SCHEME

155 658 307

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.

**CROWD88 LIMITED** ACN 609 908 009 will change to a proprietary company limited by shares. The new name will be CROWD88 PTY LTD  
ACN 609 908 009.

**LEICHHARDT & PETERSHAM UNITED FRIENDLY SOCIETY LTD** ACN 087 822 179 will change to a public company limited by guarantee.

**WHOLESALE SECURITIES PTY. LTD.**  
ACN 601 790 470 will change to a public company limited by shares. The new name will be WHOLESALE SECURITIES LIMITED  
ACN 601 790 470.

**GHD GROUP PTY LTD** ACN 118 062 258 will change to a public company limited by shares. The new name will be GHD GROUP LIMITED  
ACN 118 062 258.

**MORETON BAY REGION HOUSING COMPANY LTD** ACN 143 840 984 will change to a proprietary company limited by shares. The new name will be MORETON BAY REGION HOUSING COMPANY PTY LTD  
ACN 143 840 984.