



**ASIC**  
Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette  
No. A10/20, Tuesday 10 March 2020

Published by ASIC

# ASIC Gazette

## Contents

### Notices under Corporations Act 2001

<b>20-0121</b>	<b>20-0135</b>	<b>20-0153</b>	<b>20-0166</b>	<b>20-0169</b>
<b>20-0170</b>	<b>20-0176</b>	<b>20-0177</b>	<b>20-0178</b>	<b>20-0184</b>
<b>20-0185</b>	<b>20-0201</b>			

Company reinstatements

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, 2020

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



ASIC

Australian Securities &amp; Investments Commission

20-0121

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

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

TO: The Myer Family Company Ltd  
ACN 006 588 727 ("the Licensee")  
PO Box 12  
Collins Street West  
MELBOURNE VIC 8007

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 230143 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated *28 February 2020*

Signed *John J Connor*

John Connor  
A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

20-0135

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

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

TO: Growth Plus Financial Group Pty Ltd  
ACN 104 789 906 ("the Licensee")  
c/- Matthew Leslie Joiner  
Registered Liquidator  
Cor Cordis  
Level 19, Waterfront Place  
1 Eagle Street  
BRISBANE QLD 4000.

Pursuant to paragraph 915B(3)(b) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 274917 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated: 20 February 2020

Signed

John Connor

A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

20-0153

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

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

TO: JKM Advice Pty Limited  
ACN 608 555 951 ("the Licensee")  
65 Fingal Ave  
GLENHAVEN NSW 2156

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 485489 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 28 February 2020

Signed

John Connor

A delegate of the Australian Securities and Investments Commission

20-0166

**Australian Securities and Investments Commission  
Corporations Act 2001 — Subsections 111AT(1) and 601QA(1) — Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission makes this instrument under subsections 111AT(1) and 601QA(1) of the Corporations Act 2001 (Act).

**Title**

2. This instrument is ASIC Instrument 20-0166.

**Commencement**

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

**Exemption**

4. LM Investment Management Limited (in liquidation) (receiver appointed) ACN 077 208 461 in its capacity as the responsible entity (Responsible Entity) of LM First Mortgage Income Fund ARSN 089 343 288 (Scheme) does not have to comply with:
  - (a) the disclosing entity provisions in Part 2M.3 of the Act in relation to a financial year or half-year of the Scheme; and
  - (b) section 601HG of the Act in relation to a financial year of the Scheme.

**Conditions**

5. The Responsible Entity must comply with any obligation to which the exemption applies by no later than the last day of the deferral period.

**Where exemption applies**

6. The exemption applies where the Responsible Person does, or causes to be done (or, where the Responsible Person fails to do so, the Responsible Entity although not being required to do, within 28 days of becoming aware that the Responsible Person has failed to do so, does, or causes to be done), the following:
  - (a) publishes in a prominent place on the website maintained by the Responsible Person for the Scheme (or, in the case of the Responsible Entity, the Responsible Entity publishes on a website maintained by it for the purpose of providing information to members of the Scheme), a copy of this instrument accompanied by a notice explaining the relief granted by this instrument;
  - (b) prepares and makes available to members of the Scheme within 3 months after the end of each relevant period, a report for the relevant period which includes the following information unless disclosure of that information would be prejudicial to the winding up:

- (i) information about the progress and status of the winding up of the Scheme, including details (as applicable) of:
    - A. the actions taken during the period;
    - B. the actions required to complete the winding up;
    - C. the actions proposed to be taken in the next 12 months;
    - D. the expected time to complete the winding up; and
  - (ii) the financial position of the Scheme as at the last day of the relevant period (based on available information);
  - (iii) financial information about receipts for the scheme during the period; and
  - (iv) the following information at the end of the period:
    - A. the value of scheme property; and
    - B. any potential return to members of the Scheme; and
  - (e) maintains adequate arrangements to answer, within a reasonable period of time and without charge to the member, any reasonable questions asked by members of the Scheme about the winding up of the Scheme.
7. The exemption ceases to apply on 16 March 2022.

#### Interpretation

8. In this instrument:

*deferral period* means the period starting on the date this instrument is signed and ending on 16 March 2022.

*disclosing entity provisions* has the meaning given by section 111AR of the Act.

*relevant period*, in relation to a report, means each period of 6 months starting on 1 January 2020.

*Responsible Person* means the person appointed under subsection 601NF(1) of the Act to take responsibility for ensuring that the Scheme is wound up in accordance with its constitution.

Dated this 3<sup>rd</sup> day of March 2020.



Signed by Andrew Duffy  
as a delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

20-0169

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

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

TO: Emma Alison Fabbro  
ABN 48 324 318 089 ("the Licensee")  
26 Torres Ave  
FLINDERS PARK SA

Pursuant to paragraph 915B(1)(e) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 483958 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 28 February 2020

Signed

John Connor

A delegate of the Australian Securities and Investments Commission



ASIC

Australian Securities &amp; Investments Commission

20-0170

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

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

TO: Alison Williams  
ABN 21 717 034 524 ("the Licensee")  
109A West Road  
BASSENDEAN WA 6054

Pursuant to paragraph 915B(1)(e) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 489206 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated *28 February 2020*

Signed

*John F. Connor*

John Connor

A delegate of the Australian Securities and Investments Commission

---



20-0176

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

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsections 911A(2), 992B(1) and 1020F(1) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 20-0176.

**Commencement**

3. This instrument commences on gazettal.

**Disclosure relief**

4. Spotlight Group does not have to comply with Part 7.9 of the Act in relation to an eligible offer made on or before the expiry date.

**Personal advice given by advisers**

5. An eligible product offered under the Spotlight LTI Plan is exempt from section 1012A of the Act to the extent that section requires a person to give a Product Disclosure Statement for an eligible product to an eligible participant, provided the person has no reason to believe the Spotlight LTI Plan is not covered by this instrument.

**Licensing, hawking and other incidental relief***General advice*

6. Spotlight Group does not have to comply with subsection 911A(1) of the Act in relation to the provision of a financial service consisting of general advice in connection with an eligible offer.

*Dealing*

7. Spotlight Group does not have to comply with subsection 911A(1) of the Act in relation to dealing in an eligible product pursuant to an eligible offer.

*Hawking*

8. Spotlight Group does not have to comply with section 992A of the Act in relation to making an eligible offer in the course of, or because of, an unsolicited meeting or telephone call held or made in connection with the eligible offer.

20-0176

*Advertising*

9. Spotlight Group does not have to comply with section 1018A of the Act in relation to an advertisement or publication that advertises, or publishes a statement that is reasonably likely to induce eligible participants to acquire, an eligible product through an eligible offer.

**Conditions***Contribution plans and loans not permitted*

10. Spotlight Group must ensure that an eligible offer made in reliance on this instrument:
- (a) does not involve a contribution plan; and
  - (b) does not involve a loan to the eligible participant to acquire eligible products.

*Disclosure*

11. Spotlight Group must ensure that, in relation to an eligible offer made in reliance on this instrument:
- (a) the offer is made in, or is accompanied by, an offer document; and
  - (b) the offer document is accompanied by:
    - (i) a copy of the LTI Group Update presentation that was prepared no more than 6 months before making the offer and being the most recent version of that presentation; and
    - (ii) a copy of a statement which outlines the value of an eligible product;
    - (iii) a copy of a quarterly financial report prepared no more than 3 months before the making of the offer and being the most recent quarterly financial report; and
    - (iv) a copy of a directors' solvency resolution made no earlier than 1 month before the making of the offer.
  - (c) at any time during the period an eligible participant is participating in the Spotlight LTI Plan, or remains subject to the terms of the Spotlight LTI Plan, the eligible participant must be provided with:
    - (i) a copy of a LTI Group Update presentation prepared as at 30 June and 31 December of each year, no more than 60 days after the date at which that presentation was prepared; and
    - (ii) a copy of a quarterly financial report prepared as at 30 September, 31 December, 31 March and 30 June of each year, no more than 60 days after the date at which that report was prepared.

20-0176

*20% issue limit*

12. Spotlight Group must, at the time of making an eligible offer in reliance on this instrument, have reasonable grounds to believe that the value of eligible products on issue and to be issued in connection with the offer will not exceed 20% of the combined equity value of each entity whose value is relevant to the determination of the value of an eligible product.

**ASIC power to request documents**

13. Spotlight Group must, if requested by ASIC and in accordance with the request, make available to ASIC the offer document and all other accompanying information or documents given to eligible participants in connection with an eligible offer that is made in reliance on this instrument.

**Interpretation**

14. In this instrument:

- (a) **contribution plan** means a plan under which an eligible participant may make monetary contributions towards the acquisition of eligible products from one or more of the following:

- (i) gross (before-tax) wages or salary;
- (ii) net (after-tax) wages or salary;
- (iii) other monies;

but does not include the application of a bonus towards the acquisition of eligible products in the manner set out in the Spotlight LTI Plan;

**dealing** constitutes any:

- (i) issuing;
- (ii) varying;
- (iii) any actions involved in the redemption, cancellation, lapsing or exercise of an eligible product;

undertaken by the Spotlight Group in accordance with the terms of the Spotlight LTI Plan;

**directors' solvency resolution** means either:

- (i) resolutions of the directors of each entity within the Spotlight Group whose value is relevant to the determination of the value of an eligible product that there are reasonable grounds to believe that the entity will be able to pay its debts as and when they become due and payable; or
- (ii) a resolution of the directors of Spotlight Group Holdings Pty Ltd ACN 113 517 990 that there are reasonable grounds to believe that each entity within the Spotlight Group whose value is relevant to the

20-0176

determination of the value of an eligible product will be able to pay its debts as and when they become due and payable;

**eligible offer** means an offer or issue of an eligible product to an eligible participant under the Spotlight LTI Plan;

**eligible participant** means a person who is specified in column 2 of Table A of any entity within the Spotlight Group;

**eligible product** means a financial product specified in column 1 of Table A;

**equity value of the Spotlight Group** means the sum of the equity value of each entity whose value is relevant to the determination of the value of an eligible product, as determined in accordance with the Spotlight LTI Plan;

**expiry date** means the date 10 years from the date this instrument commences;

**financial product advice** has the meaning given by section 766B of the Act;

**general advice** has the meaning given by section 766B of the Act;

**LTI Group Update** means a presentation in respect of the performance of the Spotlight Group in substantially the same form as the presentations provided to ASIC on 23 December 2019;

**offer**, in relation to an eligible product, has a meaning affected by section 1010C of the Act and includes:

- (i) an offer to issue the eligible product;
- (ii) an issue or grant of the eligible product;
- (iii) an offer to arrange the issue of the eligible product; and
- (iv) arranging the issue of the eligible product;

**offer document**, in relation to an offer of eligible products under the Spotlight LTI Plan, means a document which includes, or is accompanied by, the following information, statements and explanations worded and presented in a clear, concise and effective manner:

- (i) on the cover page of the offer document, in a box and in a minimum font size of 14 points—prominent statements to the following effect:
  - (A) the eligible products offered under this document may or may not have any value that is capable of being realised by the eligible participant; and
  - (B) whether the eligible products have any value that is capable of being realised by the eligible participant will depend on future events which may or may not occur; and
- (ii) prominent statements to the effect that:

20-0176

- (A) any advice given by Spotlight Group in relation to eligible products offered under the Spotlight LTI Plan does not take into account an eligible participant's objectives, financial situation and needs; and
- (B) eligible participants should consider obtaining their own financial product advice from a person who is licensed by ASIC to give such advice; and
- (C) eligible participants will be provided with:
  - (1) a copy of an LTI Group Update presentation prepared as at 30 June and 31 December of each year, within 60 days of the end of the relevant half year; and
  - (2) a copy of a quarterly financial report prepared as at 30 September, 31 December, 31 March and 30 June of each year, within 60 days of the end of the relevant quarter; and
- (iii) either:
  - (A) a copy of the terms of the Spotlight LTI Plan; or
  - (B) a summary of the terms of the Spotlight LTI Plan together with a statement that, on request and at no charge and within a reasonable time, the body will provide an eligible participant with a copy of the terms of the Spotlight LTI Plan; and
- (iv) the identity of the Spotlight Group and the nature of the eligible products offered under the Spotlight LTI Plan; and
- (v) the nature of the risks involved in investing in eligible products offered under the Spotlight LTI Plan;

**prospective participant**, in relation to an offer of an eligible product under the Spotlight LTI Plan, means a person to whom the offer is made but who can only accept the offer if an arrangement has been entered into that will result in the person becoming covered by paragraph (a) of column 2 of Table A;

**quarterly financial report** means a financial report showing the equity value of the Spotlight Group and the equity value of each entity whose value is relevant to the determination of the value of an eligible product;

**senior manager** has the meaning given by section 9 of the Act;

**Spotlight Group** means Spotlight Group Holdings Pty Ltd ACN 113 517 990 and each wholly-owned subsidiary, including, but not limited to:

- (i) Spotlight Pty Ltd ACN 005 180 861;
- (ii) Anaconda Group Pty Ltd ACN 107 364 563;
- (iii) Mountain Designs Holdings Pty Ltd ACN 105 233 896;

20-0176

- (iv) F & F Management Pty Ltd ACN 133 040 721;
- (v) SPG Developments (Manager) Pty Ltd ACN 631 119 090;
- (vi) SPG Investments Pty Ltd ACN 092 257 737;
- (vii) SG Aviation Australia Pty Ltd ACN 615 149 061; and
- (viii) SGH LTI Administrator Pty Ltd ACN 615 351 641;

**Spotlight LTI Plan** means the Spotlight Long Term Incentive Scheme Plan, which is substantially in the same form as provided to ASIC on 4 February 2020;

**subsidiary** has the meaning given by section 9 of the Act;

(b) an offer of eligible products to an eligible participant under the Spotlight LTI Plan on terms that the eligible participant may renounce the offer in favour of a person covered by one of the following paragraphs is to be treated as an offer of eligible products to the eligible participant:

- (i) an immediate family member of the eligible participant;
- (ii) an associated company, trust or partnership of the eligible participant; or
- (iii) a corporate trustee of a self-managed superannuation fund (within the meaning of the *Superannuation Industry (Supervision) Act 1993*) where the eligible participant is a member of the fund;

(c) for the avoidance of doubt, a document or other writing to be given in connection with this instrument may be given by electronic means (including, in the case of a document or other writing to be given by Spotlight Group, by way of making it available on a website and notifying the intended recipient that it is available on the website).

Dated this 27<sup>th</sup> day of February 2020



signed by Jeremiah Leong  
as a delegate of the Australian Securities and Investments Commission

20-0176

Table A

Column 1 Eligible product	Column 2 Eligible participant
A 'Growth Unit' as defined in the Spotlight LTI Plan.	(a) a full time or part-time employee (including an executive director) who is a senior manager of an entity forming part of the Spotlight Group; or (b) a prospective participant.



20-0177

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 20-0177.

**Commencement**

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

**Declaration**

4. Chapter 5C of the Act applies to 360 Capital FM limited ACN 090 664 396 in its capacity as responsible entity of the 360 Capital Digital Infrastructure Fund ARSN 635 566 531 (*360 Capital Fund*) and the 360 Capital Digital Infrastructure Fund 2 ARSN 638 320 420 (*360 Capital Fund 2*) as if the following provisions of that Chapter were modified or varied as follows:

- (a) after section 601FE insert:

**“601FEA      Modification of duties: stapled securities**

- (1) This section applies to a registered scheme where the interests in the scheme and interests in another registered scheme or schemes are components of stapled securities.
    - (2) For the purposes of paragraphs 601FC(1)(c) and 601FD(1)(c), an obligation to act in the best interests of the members of the scheme is an obligation to act in the best interests of the members of the scheme having regard to their interests as members of the scheme and of the other scheme.
    - (3) For the purposes of paragraphs 601FC(1)(e), 601FD(1)(d) and 601FD(1)(e), and subsection 601FE(1), an obligation to not make use of information, or not make improper use of position, in order to cause detriment to the members of the scheme is an obligation not to do those things in order to cause detriment to the members of the scheme having regard to their membership of the scheme and the other scheme.”;

- (b) after subsection 208(2) as notionally inserted by section 601LC, insert:



**20-0177**

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

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

(2B) For the purposes of this section:

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

20-0177

- (c) insert after section 601PC:

**“601PD      Stapled securities**

For the purposes of this Chapter:

*stapled securities* means two or more financial products, including interests in registered schemes, where:

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

**Where this declaration applies**

5. The declaration applies where each interest in the 360 Capital Fund must, under the terms upon which each is to be traded, only be transferred with each interest in the 360 Capital Fund 2.

Dated this 4<sup>th</sup> day of March 2020,



Signed by Gerald Yip  
as a delegate of the Australian Securities and Investments Commission

20-0178

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 20-0178.

**Commencement**

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

**Exemption**

4. 360 Capital FM Limited ACN 090 664 396 (*RE*) in its capacity as the responsible entity of 360 Capital Digital Infrastructure Fund 2 ARSN 638 320 420 (*360 CDIF 2*) does not have to comply with subsection 1016A(2) of the Act.

**Where this instrument applies**

5. The RE makes a pro-rata distribution of capital to the holders of interests in 360 CDIF and compulsorily applies the amounts to the acquisition of fully paid interests in 360 CDIF 2 to form the Stapled Securities as described in the PDS.
6. The PDS is sent to the holders of interests in 360 CDIF.

**Interpretation**

7. In this instrument:

*360 CDIF* means 360 Capital Digital Infrastructure Fund ARSN 635 566 531.

*PDS* means the product disclosure statement dated 21 February 2020 lodged with ASIC on 21 February 2020 in relation to the interests in 360 CDIF 2.

*Stapled Securities* mean an interest in 360 CDIF and an interest in 360 CDIF 2 where, under the terms on which each is to be traded, must be transferred together.

Dated this 4<sup>th</sup> day of March 2020



Signed by Gerald Yip  
as a delegate of the Australian Securities and Investments Commission

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

**Enabling Legislation**

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

**Title**

2. This instrument is ASIC Instrument 20-0184.

**Commencement**

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

**Exemptions**

4. SaleCo does not have to comply with section 606 of the Act in relation to an interest acquired under the Sale Facility.

**Where relief applies**

5. This instrument applies in relation to the acquisition of a relevant interest in Shares from a Shareholder as a result of the Shareholder participating in the Sale Facility under which:
  - (a) the Shareholder sells or transfers their Shares to SaleCo;
  - (b) SaleCo sells or transfers the Shares under offers made under the Sale Facility; and
  - (c) SaleCo provides consideration to Shareholders for the sale or transfer referred to in paragraph (a) which is referable to the consideration received by SaleCo for the sale or transfer referred to in paragraph (b).

**Conditions of the relief**

6. SaleCo and Coda must do all things necessary to ensure that:
  - (a) SaleCo ceases to have a relevant interest in Shares which SaleCo acquired under the Sale Facility by the earlier of:
    - (i) the date on which Shares are sold under an offer of Shares for sale under the Sale Facility; and
    - (ii) 8 weeks from the date SaleCo acquires the Shares under the Sale Facility;
  - (b) SaleCo does not sell a Share to a person if it knows or believes that person would contravene section 606 of the Act by acquiring the Share;

- (c) SaleCo does not exercise any voting rights attaching to Shares which it acquires under the Sale Facility without ASIC's consent; and
- (d) SaleCo and Coda use their best endeavours to obtain as wide a placement of the Shares as practicable.

**Interpretation**

In this instrument:

*Coda* means Coda Minerals Limited ACN 625 763 957.

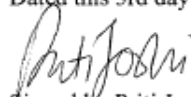
*SaleCo* means Coda Minerals SaleCo Pty Ltd ACN 639 132 817.

*Sale Facility* means a facility operated by Coda through which a participating Shareholder can elect to have their Shares sold by the SaleCo on their behalf.

*Shareholder* means a holder of Shares.

*Shares* means fully paid ordinary shares in Coda.

Dated this 3rd day of March 2020



Signed by Priti Joshi  
as a delegate of the Australian Shares and Investments Commission

20-0185

1

**Australian Securities and Investments Commission**  
**Corporations Act 2001 — Paragraphs 601QA(1)(a), 911A(2)(l) and 1020F(1)(a) —**  
**Exemption**

**Enabling provisions**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 601QA(1)(a), 911A(2)(l) and 1020F(1)(a) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 20-0185.

**Commencement**

3. This instrument commences on the date of its gazettal.

**Exemptions**

4. Coda Minerals Limited ACN 625 763 957 (*Company*) does not have to comply with:
  - (a) section 601ED of the Act in relation to the Sale Facility; and
  - (b) Divisions 2 to 5 of Part 7.9 of the Act in relation to an interest in the Sale Facility; and
  - (c) the requirement to hold an Australian financial services licence for the provision of the following financial services:
    - (i) dealing in an interest in the Sale Facility; and
    - (ii) the provision of general advice in relation to an interest in the Sale Facility.
5. To avoid doubt, to the extent the Company invites an Eligible Holder to make an offer to sell Shares or the Company acquires a relevant interest in Shares to be sold through the Sale Facility, the Company does not have to comply with Division 5A of Part 7.9 of the Act.

**Where relief applies**

6. The exemptions in this instrument apply in relation to the Sale Facility where that facility satisfies all of the following:
  - (a) under the terms of the Sale Facility:

20-0185

2

- (i) the Shares of participating Eligible Holders to be sold through the Sale Facility are pooled; and
- (ii) the consideration which an Eligible Holder will receive for each Share sold or disposed of pursuant to the invitation will be at least \$0.15 per share; and
- (iii) the proceeds of the sale net of expenses (to the extent (if any) that they are not met by the Company) are distributed to participating Eligible Holders; and
- (iv) each participating Eligible Holder is paid their proportion of the proceeds of sale as soon as practicable and, in any event, within eight weeks from the date SaleCo acquires the Shares under the Sale Facility.

**Conditions of the relief**

7. In order to rely on the exemptions in subparagraphs 4(a) or (b) or paragraph 5, the Company must:
- (a) give or send to each Eligible Holder who has been invited to participate in the Sale Facility, a document which complies with paragraph 8, by:
    - (i) giving the document to the Eligible Holder personally; or
    - (ii) sending the document:
      - (A) by post to the address for the Eligible Holder in the Register or an alternative address (if any) nominated by the Eligible Holder; or
      - (B) to the fax number or electronic address (if any) nominated by the Eligible Holder; or
    - (iii) making the document available to the Eligible Holder by a nominated electronic means; and
  - (b) take reasonable steps to ensure that the Sale Facility is not operated during any period where a control transaction has been publicly proposed and has not ended; and
  - (c) operate the Sale Facility as closely as practicable in accordance with the eight-week timetable provided as an attachment to the email to ASIC, dated 28 February 2020; and
  - (d) give or send to each Eligible Holder who has been invited to participate in the Sale Facility a copy of the Independent Expert's Report and the Technical Specialist's Report.

20-0185

3

## 8. The document:

## (a) must contain the following statements and information:

- (i) a statement that the Sale Facility is open until the expiry date set out in the document, which cannot be more than 12 months after the date of the document; and
- (ii) information about the minimum and maximum number (if any) of Shares a participating Eligible Holder can elect to have sold by SaleCo on their behalf through the Sale Facility; and
- (iii) a statement that the market price of Shares is subject to change from time to time; and
- (iv) information about how to obtain up-to-date information on the market price of Shares; and
- (v) information about any expenses relating to the sale or purchase of Shares that will be paid by the participating Eligible Holders; and
- (vi) information about how the proceeds of sale for Shares sold through the Sale Facility will be allocated between participating Eligible Holders; and
- (vii) information about any other significant characteristics or features of the Sale Facility or of the rights and obligations of Eligible Holders who elect to participate in the Sale Facility; and
- (viii) information about any alternatives that the Eligible Holder may have to participate in the Sale Facility; and
- (ix) a statement that the sale proceeds of Shares may not be distributed until up to eight weeks from the date SaleCo acquires the Shares under the Sale Facility.

## (b) must be worded and presented in a clear, concise and effective manner; and

## (c) may be given in printed or electronic form and, if given in electronic form, must, as far as practicable, be given in a way that will allow the Eligible Holder to print or save a copy of it; and

## (d) may be made up of 2 or more separate documents that are given at the same time and by the same means.



20-0185

4

**Exclusion from reliance**

9. The Company is excluded from relying on subparagraph 4(c) of this instrument if it becomes aware of matters that give it reason to believe it has failed in a material respect to comply with a condition of this instrument and it does not give full particulars of the failure to ASIC in writing within 15 business days after becoming so aware.

**Interpretation**

In this instrument:

**control transaction** means a transaction or proposed transaction that affects the control, or potential control, of the Company.

**Eligible Holder** means each person who is shown in the Register as holding a Share.

**facility** has a meaning affected by section 762C of the Act.

**Independent Expert's Report** means the report prepared by BDO Corporate Finance (WA) Pty Ltd ABN 27124 031 045 dated 24 February 2020.

**participating Eligible Holder** means a person who:

- (a) is shown in the Register as holding a Share; and
- (b) has elected to participate in the Sale Facility.

**Register** means the register of members required to be set up and maintained under section 168 of the Act.

**Sale Facility** means a facility operated by the Company through which a participating Eligible Holder can elect to have their Shares sold by the SaleCo on their behalf.

**SaleCo** means Coda Minerals SaleCo Pty Ltd ACN 639 132 817.

**Share** means a fully paid ordinary share in the Company.

**Technical Specialist's Report** means the report prepared by SRK Consulting (Australasia) Pty Ltd in December 2019.

Dated this 3rd day of March 2020



Signed by Priti Joshi

as a delegate of the Australian Securities and Investments Commission

[20-0201]

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument [20-0201].

**Commencement**

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

**Declaration**

4. Chapter 6 of the Act applies to HGL Limited ACN 009 657 961 (the *Company*) and Shareholders of the Company as if item 10(b) of section 611 of the Act were modified by inserting after the words “offers are made to every person who holds securities” the words “and who has a registered address in Australia, New Zealand or the United Kingdom”.

**Where this instrument applies**

5. This instrument applies where:
  - (a) the Company makes an offer of new Shares pursuant to a non-renounceable rights issue to Eligible Shareholders of 1 new share for every 4 existing Shares held by that Eligible Shareholder at the record date of the offer, at an issue price of \$0.25 per Share (the *Offer*);
  - (b) the Offer is made to every Eligible Shareholder;
  - (c) the Offer does not need disclosure to investors under Part 6D.2 of the Act because of section 708AA of the Act; and
  - (d) the Offer commences on or about 5 March 2020.

**Interpretation**

6. In this instrument:

*ASX* means ASX Limited ACN 008 624 691 or the market it operates;

*Eligible Shareholders* means shareholders other than the Ineligible Shareholders;

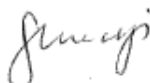
[20-0201]

**Ineligible Shareholders** means the approximately 8 Shareholders with registered addresses as at the record date of the Offer other than in Australia, New Zealand or the United Kingdom holding, in aggregate, approximately 0.30% of all Shares;

**Share** means a fully paid ordinary share in the issued capital of the Company; and

**Shareholder** means a person who is the registered holder of a Share as at the record date of the Offer.

Dated this 5th day of March 2020



Signed by Gloria Yip  
as a delegate of the Australian Securities and Investments Commission

Corporations Act 2001

Sections 601CC(7), 601CC(9), 601CL(8) or 601CL(10)

Notice is hereby given that the following foreign companies and registerable Australian bodies have been restored to the register.

Dated this fourth day of March 2020

Rosanne Bell

DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

WINDHOIST LIMITED

127 606 375

SMARTBOX STORAGE PTY LIMITED

139 467 842

BOOST PROMOTIONS LIMITED

162 026 897

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 sixth day of March 2020

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

ADELFOI PETALA - S.A	155 769 083
CAXTON ASIA LLP	605 412 324
CLARK ESTATE LIMITED	613 601 406
MAN OM-IP 220 2008 LIMITED	132 520 908

CORPORATIONS ACT 2001

Subsection 601PA(3)

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

Dated this sixth day of March 2020

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Scheme**

**ARSN**

BROOKFIELD AUSTRALIA PROPERTY TRUST

106 643 387

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 sixth day of March 2020

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Scheme**

**ARSN**

MACQUARIE NRAS TRUST

129 961 986

CORPORATIONS ACT 2001

Section 601CL(5)

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

Dated this sixth day of March 2020

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

BETTLER GROUP (AUSTRALIA) LIMITED	619 826 649
COMPTON COMMUNICATIONS OY	094 101 890
CREDIBLE LABS INC.	621 866 813
GEOMETRIC ASIA PACIFIC PTE. LTD.	168 642 073
LIBERTAS 19 LIMITED	143 027 598
MENTOR INTERNATIONAL MANAGEMENT CONSULTANTS LTD	115 121 465
PACIFIC FORUM LINE (N.Z.) LIMITED	002 244 993
RADISYS INTERNATIONAL LLC	623 377 337
SUN HUNG KAI INTERNATIONAL LIMITED	141 879 834
THIRD PARTY TECHNOLOGIES INC.	619 254 563
THIRD PARTY TRADE LLC	619 468 021



CORPORATIONS ACT 2001

Subsection 601CC(4)

ASIC has struck the registered Australian bodies listed below off the register.

Dated this sixth day of March 2020

Rosanne Bell

DELEGATE OF

THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

WORLD BUDDHISM PROMOTION ASSOCIATION (AUSTRALIA) INC.

615 904 955

WORLD PEACE & COMMUNICATION ASSOCIATION (AUSTRALIA) INC.

615 904 866

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.

**EAST 33 PTY LTD** ACN 636 173 281 will change to a public company limited by shares. The new name will be EAST 33 LIMITED ACN 636 173 281.

**QMS SPORT HOLDINGS LIMITED** ACN 628 374 210 will change to a proprietary company limited by shares. The new name will be QMS SPORT HOLDINGS PTY LIMITED ACN 628 374 210.

**WIMP 2 WARRIOR PTY LTD** ACN 163 057 565 will change to a public company limited by shares. The new name will be WIMP 2 WARRIOR LIMITED ACN 163 057 565.

**NORTHWEST HEALTHCARE AUSTRALIAN PROPERTY PROPRIETARY LIMITED**

ACN 083 065 034 will change to a public company limited by shares. The new name will be NORTHWEST HEALTHCARE AUSTRALIAN PROPERTY LIMITED ACN 083 065 034.

**VILLA WORLD LIMITED** ACN 117 546 326 will change to a proprietary company limited by shares. The new name will be VILLA WORLD PTY LIMITED ACN 117 546 326.

**151 PROPERTY CORE PLUS MANAGEMENT LIMITED** ACN 117 117 638 will change to a proprietary company limited by shares. The new name will be 151 PROPERTY CORE PLUS MANAGEMENT PTY LIMITED ACN 117 117 638.