



**ASIC**  
Australian Securities &  
Investments Commission

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# ASIC Gazette

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20-0566

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 20-0566.

**Commencement**

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

**Exemption**

4. SSR Mining Inc, a corporation existing under the *Business Corporations Act* (British Columbia), (**SSR**) does not have to comply with Part 6D.2 or 6D.3 of the Act for an offer of SSR Securities to holders of Target Securities.

**Declaration**

5. Chapter 6D of the Act applies to holders of SSR Securities as if section 707 of the Act were modified or varied:

- (a) by omitting subsection 707(3), and substituting:

“(3) An offer of a body’s securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:

- (a) without disclosure to investors under this Part; and
    - (b) with the purpose of the person to whom they were issued:
      - (i) selling or transferring them; or
      - (ii) granting, issuing or transferring interests in, or options or warrants over, them;

and section 708 or 708A does not say otherwise”; and

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- (b) by omitting subsection 707(4), and substituting:

"(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."

#### Where this instrument applies

6. This instrument applies:
- (a) in connection with the Plan of Arrangement on the terms and conditions set out in the Information Circular;
  - (b) where the Information Circular is prepared for a special meeting of the Target (amongst other purposes) and provided to shareholders of the Target with an Australian address;
  - (c) where the Information Circular is provided to ASX for release to the market prior to any on-sale of SSR Securities issued under the Plan of Arrangement;
  - (d) where the Plan of Arrangement complies with all statutory requirements under the *Business Corporations Act* (Yukon).

#### Interpretation

7. In this instrument:
- (a) **ASX** means ASX Limited ACN 008 624 691 or the stock exchange operated by ASX Limited.
  - (b) **Information Circular** means an information circular dated on or about 2 June 2020 or such other date as may be determined by the Boards of SSR and the Target and filed with the securities commission in the province of Yukon, and with TSX and Nasdaq, with any such amendments, variations, or supplements as are approved by the Supreme Court of Yukon.
  - (c) **Nasdaq** means the Nasdaq Global Select Market.
  - (d) **Plan of Arrangement** means a plan of arrangement between SSR or a related body corporate and the Target pursuant to section 195 of the *Business Corporations Act* (Yukon).
  - (e) **SSR Securities** means fully-paid common shares in SSR or options to acquire common shares in SSR.
  - (f) **Target** means Alacer Gold Corp, a company incorporated under the *Business Corporations Act* (Yukon), and listed on TSX and ASX.

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- (g) *Target Securities* means common shares in the Target or options (including performance rights or performance awards) to acquire common shares in the Target.
- (h) *TSX* means the Toronto Stock Exchange.

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



Signed by Shiraz Dang  
as a delegate of the Australian Securities and Investments Commission

20-0592

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 20-0592.

**Revocation**

3. ASIC Instrument 15-1180 dated 11 December 2015 is revoked.

**Commencement**

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

**Declaration**

5. Chapter 6D of the Act applies in relation to SkyCity Entertainment Group Limited ARBN 098 775 047 (*Issuer*) as if the following provisions were modified or varied:

- a. in section 708A:

- i. in paragraph (1)(a) omit “(12G) or (12H),” and substitute “(12G), (12H) or (12J),”;

Note: ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 notionally inserted section 708A(12A) of the Act, ASIC Corporations (Sale Offers: Securities Issued on Conversion of Convertible Notes) Instrument 2016/82 notionally inserted section 708A(12C) of the Act and ASIC Corporations (Regulatory Capital Securities) Instrument 2016/71 notionally inserted section 708A(12G) and (12H) of the Act.

- ii. in paragraph (1A)(a) omit “(5),” and substitute “(5) or (12J),”;

- iii. after subsection (12I) insert:

*“Sale offers of quoted securities: NZ foreign exempt listed body – case 8*

- (12J) The sale offer of securities in a New Zealand foreign exempt listed body does not need disclosure to investors under this Part if:

- (a) the relevant securities are in a class of securities that were quoted securities at all times in the following period:

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- (i) if this section applies because of subsection (1) – 3 months before the day on which the relevant securities were issued; or
  - (ii) if this section applies because of subsection (1A) – 3 months before the day on which the relevant securities were sold by the controller; and
- (b) trading in that class of securities on a prescribed financial market on which they were quoted was not suspended for more than a total of 5 days during:
  - (iii) if this section applies because of subsection (1) – the shorter of the period during which the class of securities were quoted, and the period of 12 months before the day on which the relevant securities were issued; or
  - (iv) if this section applies because of subsection (1A) – the shorter of the period during which the class of securities were quoted, and the period of 12 months before the day on which the relevant securities were sold by the controller; and
- (c) either:
  - (i) if this section applies because of subsection (1) – the body gives the relevant market operators for the body a notice that the body reasonably believes complies with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand before the sale offer is made; or
  - (ii) if this section applies because of subsection (1A) – both the body, and the controller, gives the relevant market operators for the body a notice that the body and the controller reasonably believe complies with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand before the sale offer is made; and
- (d) the notice given under paragraph (c) states, in addition to any requirements of the *Financial Markets Conduct Regulations 2014* of New Zealand at the time the notice is given, that:
  - (i) if this section applies because of subsection (1) – the body issues the relevant securities without disclosure to investors under this Part; or

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- (ii) if this section applies because of subsection (1A) – the controller sold the securities without disclosure to investors under this Part;
- (iii) the notice is being given under paragraph 708A(12J) as notionally inserted by ASIC Instrument 20-0592; and
- (iv) as at the date of the notice, the body has complied with its obligations under rule 1.15.2 of the listing rules of ASX Limited.

In this subsection:

***New Zealand foreign exempt listed body*** means a body that is:

- (a) listed on the financial market operated by NZX Limited; and
- (b) listed on the financial market operated by ASX Limited as a foreign exempt listing.

**relevant market operators** means both ASX Limited and NZX Limited.”

- b. in section 708AA after paragraph (2)(f) insert:

“(2A) In this section, relevant market operator means both ASX Limited and NZX Limited”.

- c. omit subsections 708AA(7) to (11), and substitute:

“(7) For a New Zealand foreign exempt listed body, a notice complies with this subsection if:

- (a) the body reasonably believes the notice complies with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand; and
- (b) the notice states, in addition to any requirements of the *Financial Markets Conduct Regulations 2014* of New Zealand at the time the notice is given, that:
  - (i) the body will offer the relevant securities for issue without disclosure under this Part;
  - (ii) the notice is being given under paragraph (2)(f); and
  - (iii) as at the date of the notice, the body has complied with its obligations under rule 1.15.2 of the listing rules of ASX Limited.

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In this subsection:

*New Zealand foreign exempt listed body* means a body that is:

- (a) listed on the financial market operated by NZX Limited; and
  - (b) listed on the financial market operated by ASX Limited as a foreign exempt listing.”
- d. in subsection 708AA(12) as notionally inserted by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 omit subsection (a) and substitute:
- “(a) any information that would be excluded information under clause 20(5) of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand (as that clause exists on the date the notice is given) and that would need to be included in the notice if the notice had been given at that time and that has not been included in the notice or otherwise provided to the relevant market operator; or”

#### Exemption

6. The Issuer does not have to comply with Part 6D.2 or 6D.3 of the Act (other than sections 736 and 738) for an offer for issue of shares under a purchase plan.

#### Where this exemption applies

7. This exemption applies where the Issuer meets the requirements and conditions of LI 2019/547 except for:
- (a) all references to \$30,000 in the definition of *purchase plan*, subparagraph 5(b)(i) and section 8 (wherever occurring) of LI 2019/547; and
  - (b) paragraph 7(f) of LI 2019/547; and
- would meet the requirements and conditions of LI 2019/547 if:
- (c) from the date of commencement of this instrument until and including 31 October 2020, in LI 2019/547, all references to \$30,000 (wherever occurring) were omitted and substituted with:  
“NZ\$50,000”; and
  - (d) in section 7 of LI 2019/547 paragraph (f) was omitted and substituted with:  
“(f) the issuer has either:



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- (i) not more than 30 days before the offer, given a notice to ASX that complies with subsection 708A(6), 708A(12J) as notionally inserted by ASIC Instrument 20-0592 or 1012DA(6) of the Act in relation to an issue of shares or interests in the class made otherwise than under a purchase plan; or
- (ii) within the 24 hours before the offer is made, given a notice to the relevant market operators for the issuer that:
  - (A) states that the issuer reasonably believes the notice complies with clause 20 of Schedule 8 of the *Financial Markets Conduct Regulations 2014* of New Zealand; and
  - (B) the notice states, in addition to any requirements of the *Financial Markets Conduct Regulations 2014* of New Zealand at the time the notice is given, that:
    - (I) the issuer will make offers to issue shares under a purchase plan without disclosure to investors under Part 6D.2; and
    - (II) the notice is being given in accordance with this instrument; and
    - (III) as at the date of the notice, the issuer has complied with its obligations under rule 1.15.2 of the listing rules of ASX Limited."

**Interpretation**

8. In this instrument:

**LI 2019/547** means *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547*.

**purchase plan** has the meaning given by LI 2019/547.

**relevant market operators** means both ASX Limited and NZX Limited.

Dated this 15<sup>th</sup> day of June 2020



Signed by Shiraz Dang  
as a delegate of the Australian Securities and Investments Commission

20-0683

**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 declaration under paragraph 655A(1)(b) of the *Corporations Act 2001*(Cth) (the *Act*).

**Title**

2. This instrument is ASIC Instrument 20-0683.

**Commencement**

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

**Amendment**

4. ASIC Instrument 20-0563 dated 3 June 2020 is amended by omitting “to a” and substituting “at the request of a” in paragraph 5.

**Declaration**

5. Chapter 6 of the Act applies to WAM Active Limited ACN 126 420 719 (**WAM**) as if Part 6.5 were modified or varied as follows:

- (a) in item 6 of the table in subsection 633(1) (as notionally modified by ASIC Class Order [CO 13/528]) omit “item 2.”, insert:

“item 2, or on terms that differ from the lodgement terms solely in accordance with a permitted variation”.

- (b) in subparagraph 633A(3)(d) (as notionally inserted by ASIC Class Order [CO 13/528]):

- (i) after “subsection 633(1):” insert:

**“lodgement terms** mean the terms of the offer set out in the original bidder’s statement and offer document (if any) lodged with ASIC under item 2 of the table in subsection 633(1).

**permitted variation** means a difference arising from a variation to the terms of an offer to clarify that the offer extends to all KBC Shares:

- (i) that exist as 7:00pm (Sydney time) on 29 April 2020; and
    - (ii) issued during the period from 29 April 2020 to the end
-

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of the Offer Period on conversion of, or exercise of rights attached to, CRPNs on issue at 7:00pm (Sydney time) on 29 April 2020.”

**Where this declaration applies**

6. This declaration applies in relation to an off-market bid by WAM for all of the fully paid ordinary shares of Keybridge Capital Limited ACN 088 267 190 (**Keybridge**) in relation to which a bidder's statement was lodged with ASIC on 28 April 2020 and a supplementary bidder's statement was lodged on or about the date of this instrument.

Dated 3 July 2020



Signed by Will Robertson  
As a delegate of the Australian Securities and Investments Commission

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20-0690

**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 20-0690.

**Commencement**

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

**Declarations**

4. Chapters 6 and 6C of the Act apply to 4DMedical Limited ACN 161 684 831 (*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 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 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).”.

**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 arrangements or deeds (*Escrow*

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*Arrangement*) with any one or more Existing Holder in connection with the Public Offer and proposed admission of the Company to the official list of the 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 12 months from the date the Company is admitted into the official list of the ASX; and
- (e) is substantially in the same form as the draft Escrow Arrangement provided to ASIC on 2 July 2020.

**Interpretation**

8. In this instrument:

**ASX** means ASX Limited ACN 008 624 691 trading as the Australian Securities Exchange

**Existing Holder** means any of the following persons or entities who hold Existing Shares, options, employee incentive rights or convertible notes in the Company and are to enter into an Escrow Arrangement:

- (a) Rusbev Pty Ltd ACN 133 445 557
- (b) RACT Super Pty Ltd ACN 163 873 587
- (c) Endless Smiles Pty Ltd ACN 108 473 169
- (d) Dean Egan
- (e) Oh-Rule Pty Ltd ACN 137 224 321
- (f) FCR Daunt Pty Ltd ACN 616 880 730
- (g) Yarra Braes Pty Ltd ACN 122 042 479

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- (h) Sayers Fund Management Pty Ltd ACN 161 423 196
- (i) Edward Jerome Bourke & Mary Jane Sinobio
- (j) BJD Super Holdings Pty Ltd ACN 169 475 441
- (k) Karabin Pty Ltd ACN 100 189 053
- (l) Harry Maglis & Chrisy Maglis
- (m) Lefkios Michael & Helen Michael
- (n) A.E.D. Nominees Pty Ltd ACN 005 153 284
- (o) Gaetano Alfred Gerrard Russo
- (p) WAL Assets Pty Ltd ACN 051 951 663
- (q) Charlene Shia Ying Stahr & William Yenda Chua Stahr
- (r) Skillsource Group Limited (entity registered in the British Virgin Islands, company number 1050966)
- (s) Exwere Investments Pty Ltd ACN 077 789 658
- (t) Mohd Zulhilmismadi & Zahrul Fahmismadi
- (u) Wolf Capital Pty Ltd ACN 149 471 509
- (v) Vativia Limited (3662931) (NZBN 9429030877924)
- (w) Somersview Nominees Pty Ltd ACN 005 646 784
- (x) Dominion Investments Pty Ltd ACN 001 084 279
- (y) BAQ Enterprises Pty Ltd ACN 091 205 337
- (z) Tobias Patrick Kingsley Sutton
- (aa) Adrian Richard Moss
- (bb) Franway Pty Ltd ACN 002 283 785
- (cc) TPKS Capital Pty Ltd ACN 615 582 360
- (dd) Meakin Heritage Pty Ltd ACN 108 701 515
- (ee) Hornet Computer Systems Pty Ltd ACN 002 808 059
- (ff) John Martin Hirjee
- (gg) Janice Elia

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- (hh) BAQ Enterprises Pty Ltd ACN 091 205 337
- (ii) Jordan Rene Russo
- (jj) Gaetano Gerrard Russo
- (kk) Bee Li Tan
- (ll) Charlene Stahr
- (mm) Conor Cameron
- (nn) Jessica Goldwyn
- (oo) Paul Cook
- (pp) Punit Shah
- (qq) Sajini Hewavitharanage
- (rr) Wilson Teng
- (ss) Ryder Innovation Fund, LP ILP1800011
- (tt) Mainstream Fund Services Pty Ltd ACN 118 902 891
- (uu) BNP Paribas Nomsinees Pty Ltd ACN 084 150 023
- (vv) Merrill Lynch (Australia) Nominees Pty Ltd ACN 003 925 031
- (ww) Merrill Lynch (Australia) Nominees Pty Ltd ACN 003 925 031
- (xx) National Nominees Ltd ACN 004 278 899
- (yy) Meakin Heritage Pty Ltd ACN 108 701 515
- (zz) National Nominees Ltd ACN 004 278 899
- (aaa) Bedarra Capital Pty Ltd ACN 129 202 928
- (bbb) Katina Gabriel
- (ccc) Faubourg Saint-Honore Pty Ltd ACN 006 013 556
- (ddd) Anthony Peter Donald Emerson
- (eee) Christopher James Collins
- (fff) Wayne Nettleton and Barbara Nettleton
- (ggg) P Bitto Pty Ltd ACN 158 834 729

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(hhh) Letizia Holdings Pty Ltd ACN 168 230 573

(iii) Subcast Pty Ltd ACN 006 561 155

(jjj) Valthus Pty Ltd ACN 005 452 335

**Existing Share** means a Share that is on issue prior to the Public Offer being made.

**Public Offer** means a public offer of Shares made under a prospectus or other disclosure document issued by the Company and the Sale Facility Operator, lodged with ASIC on or around 6 July 2020.

**Sale Facility Operator** means 4DMedical SaleCo Limited ACN 641 301 662.

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

Dated this 13<sup>th</sup> day of July 2020



Signed by Lydia Sia  
as a delegate of the Australian Securities and Investments Commission



20-0703

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 20-0703.

**Commencement**

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

**Exemption**

4. Adriatic Metals PLC ABRN 624 103 162, incorporated in the United Kingdom, (**ADT**) does not have to comply with Part 6D.2 or 6D.3 of the Act for an offer of ADT Securities to holders of Target Securities.

**Declaration**

5. Chapter 6D of the Act applies to holders of ADT Securities as if section 707 of the Act were modified or varied:

- (a) by omitting subsection 707(3), and substituting:

“(3) An offer of a body’s securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:

- (a) without disclosure to investors under this Part; and
    - (b) with the purpose of the person to whom they were issued:
      - (i) selling or transferring them; or
      - (ii) granting, issuing or transferring interests in, or options or warrants over, them;

and section 708 or 708A does not say otherwise”; and

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- (b) by omitting subsection 707(4), and substituting:

"(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."

**Where this instrument applies**

6. This instrument applies:

- (a) in connection with the Plan of Arrangement on the terms and conditions set out in the Information Circular;
- (b) where the Information Circular is prepared for a special meeting of the Target and provided to shareholders of the Target;
- (c) where the Information Circular is provided to ASX for release to the market prior to any on-sale of ADT securities issued under the Plan of Arrangement; and
- (d) where the plan of arrangement complies with all statutory requirements under the *Business Corporations Act* (British Columbia).

**Interpretation**

7. In this instrument:

- (a) **ADT Securities** means fully-paid common shares in ADT or options or warrants to acquire common shares in ADT.
- (b) **ASX** means ASX Limited ACN 008 624 691 or the stock exchange operated by ASX Limited.
- (c) **Information Circular** means an information circular to be dated on or about 13 July 2020 or such other date as may be determined by the Boards of ADT and the Target and filed with the securities commission in the province of British Columbia, and with TSXV, with any such amendments, variations, or supplements as are approved by the Supreme Court of British Columbia.
- (d) **Plan of Arrangement** means a plan of arrangement between ADT and the Target pursuant to section 288 of the *Business Corporations Act* (British Columbia).
- (e) **Target** means Tethyan Resource Corp., a corporation existing under the *Business Corporations Act* (British Columbia) and listed on the TSXV.

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- (f) *Target Securities* means common shares in the Target or options or warrants to acquire common shares in the Target.
- (g) *TSX* means the Toronto Stock Exchange.
- (h) *TSXV* means the TSX Venture Exchange.

Dated this 9<sup>th</sup> day of July 2020



Signed by Shiraz Dang  
as a delegate of the Australian Securities and Investments Commission

20-0706

**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 paragraph 655A(1)(b) of the *Corporations Act 2001 (Act)*.

**Title**

2. This instrument is ASIC Instrument 20-0706.

**Commencement**

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

**Declaration**

4. Chapter 6 of the Act applies to Habrok (Alto) Pty Limited (ACN 640 780 589) (*Bidder*) as if:
  - (a) subsection 605(2) of the Act was modified or varied by:
    - (i) deleting “or” at the end of paragraph (a);
    - (ii) deleting “.” at the end of paragraph (b) and replacing it with “; or”; and
    - (iii) inserting the following new paragraph after paragraph (b):

“(c) they are options which have different expiry dates.”;
  - (b) subsection 618(1) were modified or varied by inserting the words “or compensate the holders of such securities for the cancellation, surrender or forfeiture of” after the word “buy”;
  - (c) subsection 619(2) was modified or varied by:
    - (i) deleting “.” at the end of paragraph (e) and replacing it with “; and”; and
    - (ii) inserting the following paragraph after paragraph (e):

“(f) any differences in the offers attributable to the fact that the offers relate to options which have different exercise dates.”.

**Where this instrument applies**

5. This instrument applies where:
  - (a) the Bidder makes an off-market bid to acquire five tranches of 78,842,567 options being options over unissued ordinary shares in Alto Metals Limited (ACN 159 819 173) (*Target*) in respect of which the bidder’s statement will be lodged with ASIC on or around 9 July 2020; and

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- (b) the consideration offered by the Bidder for different classes of options over unissued shares in the Target is equitable having regard to the different expiry dates of the different options.

Dated this 9<sup>th</sup> day of July 2020



Signed by Henry Brunskill  
as a delegate of the Australian Securities and Investments Commission

20-0712

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 20-0712.

**Commencement**

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

**Exemption**

4. A fully paid ordinary share in the Company (*Share*) is exempt from subsection 1020B(2) of the Act.

**Where this instrument applies**

5. The exemption applies to an offer to sell Shares by:
  - (a) Selling Shareholders to SaleCo or Applicants nominated by SaleCo; or
  - (b) SaleCo to Applicants;where all of the following are satisfied:
  - (a) each Selling Shareholder holds, before the time of the offer:
    - a. Shares on issue prior to the IPO being made; or
    - b. options which convert into Shares pursuant to the Restructure; or
    - c. employee incentive rights which convert into Shares pursuant to the Restructure; or
    - d. Convertible Notes which convert into Shares immediately prior to the issuance of New Shares;
  - (b) each Selling Shareholder has, before the time any sale offer is made by SaleCo, offered to sell Shares to SaleCo under an Irrevocable Offer Deed;

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- (c) The offer for the sale of Shares to SaleCo under an Irrevocable Offer Deed is conditional on ASX providing its approval that the Shares will be quoted on ASX (which approval may be subject to usual and customary conditions);
- (d) SaleCo has offered to sell the Shares to Applicants under the IPO.

**Interpretation**

6. In this instrument:

**ASX** means ASX Limited ACN 008 624 691 or the financial market it operates, known as the Australian Securities Exchange, as the context requires.

**Applicants** means applicants under the IPO Prospectus.

**Company** means 4DMedical Limited ACN 161 684 831.

**Convertible Notes** means convertible notes issued by the Company to professional and sophisticated investors between 20 December 2019 and 12 February 2020 which convert into Shares upon IPO and immediately prior to listing on the ASX.

**IPO** means the initial public offering of ordinary shares made under an IPO Prospectus or Pathfinder Prospectus.

**IPO Prospectus** means a disclosure document lodged with ASIC by the Company and SaleCo on 6 July 2020.

**Irrevocable Offer Deed** means a deed under which a Selling Shareholder irrevocably offers to sell some or all of the Shares it holds prior to the IPO being made, or Shares it receives under the Restructure or upon conversion of the Convertible Notes, to, or as directed by, SaleCo for consideration per Share equal to the offer price per Share under the Prospectus and which is in substantially the same form as the draft deed provided to ASIC on 25 June 2020.

**New Shares** means Shares offered by the Company under the IPO Prospectus.

**Pathfinder Prospectus** means a draft of the Prospectus provided to persons who do not require a disclosure document because of subsections 708(8), 708(10) of 708(11) of the Act.

**Restructure** means the conversion of options and employee incentive rights into Shares prior to listing on the ASX and completion of the offers made under the Prospectus.

**SaleCo** means 4DMedical SaleCo Limited ACN 641 301 662.

**Selling Shareholder** means each of the following:

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- i. Alex Petrou and Christine Petrou
- ii. Desiderata Super Fund Pty Ltd ACN 603 036 639
- iii. Planetnow Pty Ltd ACN 111 516 931
- iv. Vinegar Hill Partners Pty Ltd ACN 148 883 167
- v. Julian Bernard Kingsley Sutton
- vi. Joe Cichello and Rhonda Cichello
- vii. Sayers Fund Management Pty Ltd ACN 161 423 196
- viii. BJD Super Holdings Pty Ltd ACN 169 475 441
- ix. AED Nominees Pty Ltd ACN 005 153 284
- x. Somersview Nominees Pty Ltd ACN 005 646 784
- xi. IFNCPAPSP Ltd (company registered in Chicago IL, company Number 47-4318813)
- xii. Klockmann Investments Pty Ltd ACN 146 527 728
- xiii. Tinrob Pty Ltd ACN 116 185 721
- xiv. Simon Philip, Adam Higgins and Emily Anne Higgins
- xv. Irwin Noparstak
- xvi. Reicko Super Pty Ltd ACN 107 268 726
- xvii. John Martin Hirjee
- xviii. Janice P Elia
- xix. Alex Valentine
- xx. Chandni Doshi
- xxi. Charlene Stahr
- xxii. David Wenger
- xxiii. Jessica Goldwyn
- xxiv. Robert Jamison
- xxv. Alex Manzoni
- xxvi. Desiderata Super Fund Pty Ltd ACN 603 036 639
- xxvii. Amanda Goldsberry-Rogers
- xxviii. Chris Diaz
- xxix. Jonathan Dusting
- xxx. Neeraj Vij
- xxxi. Olivia Stephens
- xxxii. Wilson Teng
- xxxiii. Alex Winnett
- xxxiv. Andras Nemes
- xxxv. Bin Li
- xxxvi. Chaminda Rajeev Samarage and Kuruppu Arachchige Nilakshi
- xxxvii. Chandni Doshi
- xxxviii. Charlene Stahr
- xxxix. Conor Cameron
- xl. David Wenger
- xli. Georgia Weir
- xl. James Moore
- xl. Jeremy Murphy
- xl. Jessica Goldwyn
- xl. Junfang Ma
- xl. Karen Siu
- xl. Michael Curtis



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- xlvi. Michael Newton
- xlv. Paul Chapman
- l. Paul Cooke
- li. Philip McLean
- lii. Punit Shah
- liii. Rachael Tenkaten
- liv. Richard Carnibella
- lv. Robert Jamison
- lvi. Robert Sanderson
- lvii. Sajini Hewavitharanage
- lviii. Simon Higgins
- lix. Voon Ming Lam
- lx. Wilson Teng
- lxi. Witold Waldman
- lxii. Zamsarul Haque
- lxiii. Graham John Meyer
- lxiv. James Peach and Zita Peach
- lxv. Euphie Rong

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

Dated this 13<sup>th</sup> day of July 2020



Signed by Lydia Sia  
as a delegate of the Australian Securities and Investments Commission

20-0713

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraphs 741(1)(a) and 1020F(1)(a) – Exemptions**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 741(1)(a) and 1020F(1)(a) of the *Corporations Act 2001* (*Act*).

**Title**

2. This instrument is ASIC Instrument 20-0713.

**Commencement**

3. This instrument commences on 14 July 2020.

**Exemptions**

4. A person that makes a sale offer of the Centuria Scrip within 12 months after the issue of the Centuria Scrip where the Centuria Scrip was issued or transferred as consideration under the Centuria NZ Foreign Scrip Bid does not have to comply with:

- (a) Part 6D.2 or 6D.3 of the Act; and
- (b) section 1012C of the Act.

**Where exemptions apply**

5. The exemptions in paragraph 4 apply in relation to the Centuria NZ Foreign Scrip Bid where all of the following are satisfied:

- (a) Australian residents hold no more than 10% of the total number of securities in the bid class, as determined at a time, fixed in writing by the person offering the scrip in the 30 day period immediately before any offers, whether of a cash sum or scrip or a combination of a cash sum and scrip, under the bid are first made;
- (b) the securities in the bid class are in a class that is quoted on an approved foreign market;

Note: The scrip offered as consideration for the acquisition of securities in the bid class does not have to be in a class that is quoted on an approved foreign market.

- (c) where the relevant regulatory requirements require a document setting out the terms of, or other information relating to, the Centuria NZ Foreign Scrip Bid to be given or made available to offerees:
  - (i) an English version of the document; or
  - (ii) if no English version of the document is available—a version of the document that is given or made available to offerees in the eligible foreign country;

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is given or made available to Australian offerees at or before the time the offers of scrip are made; and

- (d) the offers of scrip made to Australian offerees are on terms that are at least as favourable as the offers made to other offerees; and
- (e) CNI has, within 48 hours of the commencement of this instrument, given the ASX for release on the financial market operated by ASX, an announcement explaining the effect of this instrument and including a statement to the effect that the fact that ASIC has granted this relief in connection with the Centuria NZ Foreign Scrip Bid should not be taken as a reflection of ASIC's views on any other aspect of the Centuria NZ Foreign Scrip Bid.

**Interpretations**

6. In this instrument:

***approved foreign market*** has the meaning given by section 9 of the Act.

Note: The definition of ***approved foreign market*** is notionally inserted by *ASIC Corporations (Definition of Approved Foreign Market) Instrument 2017/669*.

***ASX*** means ASX Limited ACN 008 624 691.

***Australian offeree*** means a holder of securities in the bid class who receives an offer of Centuria Scrip under the Centuria NZ Foreign Scrip Bid in this jurisdiction.

***Australian resident***, in relation to the Centuria NZ Foreign Scrip Bid, means:

- (a) a beneficial owner of securities in the bid class whose address:
  - (i) as included in publicly available reports of beneficial ownership that have been given to:
    - (A) an agency of a government or other body that performs regulatory functions under the laws of:
      - (I) the place of origin of the issuer of the securities in the bid class; or
      - (II) the jurisdiction of an approved foreign market on which the securities in the bid class are quoted; or
    - (B) a market operator of an approved foreign market on which the securities in the bid class are quoted; or
  - (ii) as otherwise known to the person offering the scrip or its related bodies corporate,

is in this jurisdiction; or

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- (b) if the address of a beneficial owner of securities in the bid class is not included in such publicly available reports or otherwise known to the person offering the scrip or its related bodies corporate—a holder of securities in the bid class whose address, as recorded in the relevant register of members, is in this jurisdiction,

but excludes Centuria NZ.

**bid class** means the class of securities to which offers of securities under the Centuria NZ Foreign Scrip Bid relates.

**Centuria NZ** means Centuria New Zealand Holdings Limited, a New Zealand incorporated and registered company (Company Number 7868548).

**Centuria NZ Scrip** means a stapled security comprising of one fully-paid ordinary share in Centuria Capital Limited ACN 095 454 336 and one fully-paid unit in the Centuria Capital Fund ARSN 613 856 358 of which the responsible entity is Centuria Funds Management Limited ACN 607 153 588.

**CNI** means Centuria Capital Group (ASX: CNI) comprising of Centuria Capital Limited ACN 095 454 336 and Centuria Funds Management Limited ACN 607 153 588 as responsible entity of Centuria Capital Fund ARSN 613 856 358 and their controlled entities.

**eligible foreign country** means a country in which an **approved foreign market** is being operated.

Note: The definition of **approved foreign market** is notionally inserted by *ASIC Corporations (Definition of Approved Foreign Market) Instrument 2017/669*.

**Centuria NZ Foreign Scrip Bid** means an offer for securities in the bid class under Centuria NZ's offer to acquire all of the securities in the Target for which an offer document was dispatched on 14 July 2020 that may result in:

- (a) the acquisition of control or potential control of, or the acquisition of a substantial interest in:
  - (i) an issuer of securities; or
  - (ii) a managed investment scheme;

where the offer:

- (b) is regulated by or under a law or other rules however described that:
  - (i) apply to the acquisition of:
    - (A) control or potential control of an entity; or
    - (B) a substantial interest in an entity; and
  - (ii) are in force or apply in or in a part of an eligible foreign country; and

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- (c) involves offers being made to acquire all or some of the securities in the bid class held by:
- (i) all holders of securities in the bid class; or
  - (ii) all such holders other than the person making the offers, that person and their associates or any other person to whom, under the regulatory requirements applicable to the bid, the offers do not have to be made,

where the Centuria NZ Scrip forms all or part of the consideration offered for the securities in the bid class.

**register of members** means, in relation to an entity, the register of members (however described) of the entity required to be kept under the laws of its place of origin.

**relevant regulatory requirements** means the laws or rules referred to in paragraph (b) of the definition of *foreign scrip bid*.

**securities in the bid class** means the securities or interests in a managed investment scheme (as applicable) forming all or a part of the class or classes of securities or interests being bid for.

**Target** means Augusta Capital Limited, a New Zealand incorporated and registered company (Company Number 1873288).

Dated this 14<sup>th</sup> day of July 2020



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

20-0714

**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 subsection 655A(1)(b) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 20-0714.

**Commencement**

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

**Declaration**

4. Chapter 6 of the Act applies to the Bidder as if:
  - (a) section 617 of the Act was modified or varied by inserting after subsection 617(2) the following subsection:

“(2A) The bid may also extend to securities that come to be in the bid class during the period from the date set by the bidder under subsection 633(2) to the end of the offer period due to the issue of securities by the target during the offer period, in accordance with the terms of, or otherwise in connection with, any employment contracts between the target and its employees which were entered into prior to the date set by the bidder under subsection 633(2)”; and
  - (a) section 636 was modified or varied by inserting after subsection 636(1)(j) the following paragraph:

“(ja) If the bid is to extend to securities that come to be in the bid class during the period from the date set by the bidder under subsection 633(2) to the end of the offer period in accordance with the terms of, or otherwise in connection with any employment contracts between the target and its employees which were entered into prior to the date set by the bidder under subsection 633(2) (see subsection 617(2A)) – a statement to that effect”.

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**Where this instrument applies**

5. This instrument applies to offers made by the Bidder under an off-market takeover bid for all of the issued shares in the Target (other than the shares owned by the Bidder), where:
- (a) the Bidder discloses in the Bidder's Statement that, subject to ASIC relief, the bid extends to the Employee Shares issued after the Register Date and before the end of the offer period; and
  - (b) the bid is not subject to a defeating condition that will not be satisfied merely because the Employee Shares come to be in the bid class during the period from the date set by the Bidder under subsection 633(2) of the Act to the end of the offer period in accordance with the terms agreed between the Bidder and the Target.

**Interpretation**

6. In this instrument:

**Bidder** means Shandong Gold Mining (HongKong) Co., Limited.

**Bidder's Statement** means the bidder's statement in relation to the off-market takeover bid by the Bidder for all of the issued shares in the Target (other than the shares owned by the Bidder).

**defeating condition** means a prescribed occurrence condition of the kind referred to in paragraph 652C(1)(d) of the Act.

**Employee Shares** means 480,000 shares in the Target to be issued by the Target to two of its employees in accordance with the terms of, or otherwise in connection with, their respective employment agreements.

**offer period** has the same meaning as in section 9 of the Act.

**Register Date** means the date set by the Bidder for the purposes of subsection 633(2) of the Act.

**Target** means Cardinal Resources Limited ACN 147 325 620.

Dated this 14<sup>th</sup> day of July 2020



Signed by Ebony Jackson  
as a delegate of the Australian Securities and Investments Commission

20-0716

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 20-0716.

**Commencement**

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

**Declaration**

4. Chapter 6 of the Act applies to Alt Resources Limited ACN 168 928 416 (**Target**) as if item 12 of the table in subsection 633(1) was modified or varied by omitting the words “15 days” and substituting the words “21 days”.

**Where this instrument applies**

5. This instrument applies to the off-market takeover bid by Aurenne Ularring Pty Ltd ACN 640 687 618 (**Bidder**) for all of the ordinary shares in the Target (**Bid**) where:
  - (a) a bidder’s statement was lodged with ASIC on 15 June 2020; and
  - (b) the Target makes an announcement to ASX Limited ACN 008 624 691 (**ASX**) by 10:00am (AWST) on 16 July 2020:
    - (i) explaining the effect of, and the reasons for, this declaration;
    - (ii) recommending that shareholders in the Target take no action in relation to the Bid until they have considered the Target’s statement; and
    - (iii) stating that the Target’s statement will be sent to Target shareholders on, or before, 24 July 2020.

Dated this 15<sup>th</sup> day of July 2020



Signed by Sabrina Mobbs  
as a delegate of the Australian Securities and Investments Commission



CORPORATIONS ACT 2001  
Section 601CL(5)

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

Dated this seventeenth day of July 2020

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

GOLD COAST PROPERTIES (IOM) LIMITED

604 450 946

MITSUI & CO LTD

001 855 465

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 seventeenth day of July 2020

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

<b>Name of Scheme</b>	<b>ARSN</b>
EVEREST ALTERNATIVE INVESTMENT TRUST	134 483 319
K2 GLOBAL EQUITIES FUND	605 448 271
MERCER INCOME PLUS FUND	119 520 731
TRIDENT GLOBAL GROWTH FUND	120 329 026

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.

**BASE LOAD RENEWABLES LIMITED**

ACN 627 153 744 will change to a proprietary company limited by shares. The new name will be BASE LOAD RENEWABLES PTY LTD ACN 627 153 744.

**EQUITY ONE LTD** ACN 088 650 819 will change to a proprietary company limited by shares. The new name will be EQUITY ONE CORPORATE PTY LTD ACN 088 650 819.

**HELMSMAN FUNDS MANAGEMENT LIMITED**

ACN 100 489 763 will change to a proprietary company limited by shares. The new name will be HELMSMAN FUNDS MANAGEMENT PTY LTD ACN 100 489 763.

**MOLECULAR MEDIATION PTY LTD**

ACN 150 937 250 will change to a public company limited by shares. The new name will be KEY 2 GROUP LIMITED ACN 150 937 250.

**RURAL EQUITIES LTD** ACN 109 158 376 will change to a proprietary company limited by shares. The new name will be RURAL EQUITIES PTY LTD ACN 109 158 376.

**CORPORATE NETWORK LIMITED**

ACN 079 196 768 will change to a proprietary company limited by shares. The new name will be CORPORATE NETWORK PTY LTD ACN 079 196 768.

**EZZ LIFE SCIENCE HOLDINGS PTY LTD**

ACN 608 363 604 will change to a public company limited by shares. The new name will be EZZ LIFE SCIENCE HOLDINGS LIMITED ACN 608 363 604.

**KIMBERLY RESOURCES LIMITED**

ACN 009 265 454 will change to a proprietary company limited by shares. The new name will be KIMBERLY RESOURCES PTY LTD ACN 009 265 454.

**RENERVE PTY LTD** ACN 614 848 216 will change to a public company limited by shares. The new name will be RENERVE LIMITED ACN 614 848 216.

**TOMORROW ENTERTAINMENT LTD**

ACN 612 749 434 will change to a proprietary company limited by shares. The new name will be TOMORROW ENTERTAINMENT PTY LTD ACN 612 749 434.