



**ASIC**  
Australian Securities &  
Investments Commission

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### 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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23-0791

**Australian Securities and Investments Commission  
Corporations Act 2001 — s926A(2)(a) — Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under s926A(2)(a) of the *Corporations Act 2001* (the **Act**).

**Title**

2. This instrument is ASIC Instrument 23-0791.

**Commencement**

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

**Cessation**

4. The exemption in paragraph 5 ceases to have effect on the earlier of:
  - (a) sub-paragraph 1(1) of Sch 2 of the *ASIC Corporations (Repeal and Transitional) Instrument 2016/396* ceasing to have effect in relation to the relief that was provided under ASIC Class Order [CO 03/1100] *US SEC regulated financial service providers*; or
  - (b) Molpus Woodlands Group LLC, a limited liability company formed under the laws of the state of Mississippi and registered with the US Securities and Exchange Commission under number **801-63377** (the *body*), not complying with any written notice given by ASIC directing the body to give to ASIC, within the time specified in the notice, a written statement containing specified information about the financial service business operated by the body in this jurisdiction.

**Exemption**

5. ASIC exempts the body from the requirement to hold an Australian financial services (*AFS*) licence in the case referred to in Schedule A.

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**Schedule A**

1. Where all of the following apply:
  - (a) the body is:
    - (i) a registered broker dealer that is a member of the Securities Investor Protection Corporation established under the *Securities Investor Protection Act 1970* (US) and that is a member of FINRA and FINRA is the body's examining authority; or
    - (ii) a registered broker dealer that is an OTC derivatives dealer within the meaning of Rule 3b-12 promulgated under the Exchange Act who is affiliated within the meaning of that Rule with a registered broker dealer who is a member of FINRA; or
    - (iii) a registered investment adviser;
  - (b) the body is either:
    - (i) a body corporate incorporated in the US or a State of the US; or
    - (ii) a partnership formed in the US or a State of the US;
  - (c) the body:
    - (i) is registered under Div 2 of Pt 5B.2 of the Act; or
    - (ii) has an agent at the time the body first purports to rely on this instrument and, from that time, has not failed to have an agent for any consecutive period of 10 business days;
  - (d) the body's primary business is the provision of financial services;
  - (e) neither the body nor its agent has been notified by ASIC that the body is excluded from relying on this instrument;
  - (f) if the body becomes aware or should reasonably have become aware of matters that give it reason to believe that it has failed, other than in an immaterial respect, to comply with a requirement set out in Schedule B;
    - (i) 15 business days have not passed since the body became so aware or should reasonably have become so aware without the body providing full particulars of the failure to ASIC (to the extent that the body knows those particulars or would have known them if it had undertaken reasonable enquiries); and

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- (ii) 30 business days have not passed from ASIC receiving those particulars from the body without ASIC notifying the body that it may continue to rely on this instrument; and
  - (g) the body has not notified ASIC that it will not rely on this instrument.
- 2. Where the body provides any of the following financial services (the *financial services*) in this jurisdiction to wholesale clients (and the body is authorised under US regulatory requirements to provide the financial service in the US):
  - (a) providing financial product advice;
  - (b) dealing in a financial product;

in respect of any of the following financial products (that the body is authorised under US regulatory requirements to provide the financial services on in the US):

  - (a) derivatives;
  - (b) foreign exchange contracts;
  - (c) securities;
  - (d) managed investment products;
  - (e) interests in a managed investment scheme that is not required to be registered under Ch 5C of the Act.
- 3. Where the body has provided ASIC with all of the following:
  - (a) evidence and submissions that paragraph 1(a) of Schedule A is satisfied;
  - (b) a notice that it will provide financial services in this jurisdiction in reliance on this instrument;
  - (c) a deed of the body for the benefit of and enforceable by ASIC and the other persons referred to in s659B(1) of the Act that applies notwithstanding that the body may have ceased to rely, or never have relied, on this instrument, which provides that:
    - (i) the deed is irrevocable except with the prior written consent of ASIC; and
    - (ii) the body submits to the non-exclusive jurisdiction of the Australian courts in legal proceedings conducted by ASIC (including under s50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in s659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise; and

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- (iii) the body covenants to comply with any order of an Australian court in respect of any matter relating to the provision of the financial services; and
  - (iv) if the body is not registered under Div 2 of Pt 5B.2 of the Act, service of process on the body in relation to legal proceedings conducted by ASIC (including under section 50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in s659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise can be effected by service on the agent; and
  - (v) the body covenants that, on written request of either the SEC or ASIC, it will give or vary written consent and take all other practicable steps to enable and assist the SEC to disclose to ASIC and ASIC to disclose to the SEC any information or document that the SEC or ASIC has that relates to the body;
- (d) written consents to the disclosure by the SEC to ASIC and ASIC to the SEC of any information or document that the SEC or ASIC has that relates to the body (being consents in such form (if any) as ASIC specifies in writing).

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**Schedule B**

1. The body must provide each of the financial services in this jurisdiction in a manner which would comply, so far as is possible, with the US regulatory requirements if the financial service were provided in the US in like circumstances.
2. The body must:
  - (a) notify ASIC, as soon as practicable and in any event within 15 business days after the body became aware or should reasonably have become aware, and in such form if any as ASIC may from time to time specify in writing, of the details of:
    - (i) each significant change to, including the termination of, the registration as a registered broker dealer or a registered investment adviser applying to the body relevant to the financial services the body provides or intends to provide in this jurisdiction; and
    - (ii) each significant particular exemption or other relief which the body obtains from the US regulatory requirements relevant to the financial services the body provides or intends to provide in this jurisdiction; and
    - (iii) each action or investigation of the following kinds taken by the SEC or other overseas regulatory authority against the body in a foreign jurisdiction in relation to financial services provided in the foreign jurisdiction:
      - (A) significant enforcement action;
      - (B) significant disciplinary action;
      - (C) significant investigation (unless, after having taken reasonable steps to enable notification to be given to ASIC, the body is prohibited by law from giving such notification but only to the extent of the prohibition); and
  - (b) provide written disclosure to all persons to whom the financial services are provided in this jurisdiction (before the financial services are provided) containing prominent statements to the following effect:
    - (i) the body is exempt from the requirement to hold an AFS licence under the Act in respect of the financial services; and
    - (ii) the body is regulated by the SEC under US laws, which differ from Australian laws.

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**Interpretation**

In this instrument:

*Act* means the *Corporations Act 2001*;

*address*, in relation to a company, means the address of the registered office of the company;

*agent* means a natural person resident in this jurisdiction or a company, whose name and address were last notified to ASIC by the body for the purposes of this instrument, and who is authorised to accept on the body's behalf, service of process from ASIC and, in relation to proceedings relating to a financial services law, from any person referred to in s659B(1) of the Act;

*ASIC Act* means the *Australian Securities and Investments Commission Act 2001*;

*dealing* has the meaning given by s9 of the Act;

*derivatives* has the meaning given by s9 of the Act;

*examining authority*, in relation to the body, means a self-regulatory organisation to which the body belongs which has not been relieved of the responsibility relating to the body under s17(d)(1)(A) of the Exchange Act in any respect;

*Exchange Act* means the *Securities and Exchange Act 1934* (US);

*financial product* has the meaning given by s9 of the Act;

*financial product advice* has the meaning given by s761A of the Act;

*financial services law* has the meaning given by s761A of the Act;

*FINRA* means the Financial Industry Regulation Authority of the US;

*foreign exchange contract* has the meaning given by s761A of the Act;

*interest in a managed investment scheme* has the meaning given by s 9 of the Act;

*managed investment product* has the meaning given by s761A of the Act;

*managed investment scheme* has the meaning given by s9 of the Act;

*notice* and *notified* mean, respectively, written notice and notified in writing

*overseas regulatory authority* means a foreign regulatory authority (other than the SEC) which regulates financial services and which is established by or for the purposes of a foreign government or legislative body;

*registered broker dealer* means a broker dealer registered under s15(b) of the Exchange Act;



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*registered investment adviser* means a body corporate or a partnership formed in the US or a State of the US registered under s203(c) of the *Investment Advisers Act 1940* (US);

*SEC* means the Securities and Exchange Commission of the US;

*securities* has the meaning given by s9 of the Act;

*US* means the United States of America;

*US regulatory requirements* means the rules that apply in relation to the financial services including:

- (a) any applicable legislation, instruments made under that legislation and any relevant policies or other documents (however described) issued by the SEC; and
- (b) if the body is covered by subparagraph (a)(i) of Schedule A but not subparagraphs (a)(ii) or (iii) of that Schedule—any applicable rules, policies or other documents (however described) of FINRA; and

*wholesale client* has the meaning given in s761G of the Act.

Dated this 27 day of October 2023



Signed by Ada Bombardieri

as a delegate of the Australian Securities and Investments Commission



23-0792

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 23-0792.

**Commencement**

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

**Exemption—Unequal treatment in withdrawal from a managed fund**

4. Perpetual Trust Services Limited ACN 000 142 049 (responsible entity) in its capacity as responsible entity of the JPMorgan Global Bond Fund (ARSN 658 021 884) (Fund), does not have to comply with paragraph 601 FC(1)(d) of the Act to the extent that it would prevent the responsible entity from permitting only authorised participants to withdraw units in the JPMorgan Global Bond Active ETF (Managed Fund), being the new quoted class of units in the Fund that is a Cboe managed fund (Class of Units).

**Where the exemption applies**

5. The exemption applies where all of the following conditions are satisfied:
  - (a) there is a Product Disclosure Statement in relation to interests in the Class of Units that are admitted to quotation by Cboe that contains statements to the effect that:
    - (i) the Class of Units will invest primarily in global investment grade debt securities, using derivatives where appropriate;
    - (ii) the responsible entity will not treat members of the same Class of Units equally to the extent that it restricts withdrawal from the Class of Units to authorised participants;
    - (iii) except in exceptional circumstances, only authorised participants may withdraw their interests from the Class of Units, but other members may sell their interests in the Cboe market; and
    - (iv) when interests in the Class of Units are suspended from trading on the Cboe market for more than five (5) consecutive Trading Days, members have a right to withdraw from the Class of Units and receive payment for their interests in money within a reasonable time of request unless any of the following apply:
      - (A) the Class of Units is being wound-up;
      - (B) the Fund is not liquid as defined in subsection 601 KA(4) of the Act;

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- (C) the responsible entity suspends withdrawals in accordance with the constitution;
- (b) the constitution of the Fund does not permit a withdrawal fee per interest in the Class of Units to be payable by a member who is not an authorised participant that is greater than the withdrawal fee per interest that would generally be payable by an authorised participant receiving redemption proceeds in cash while interests in the Class of Units are quoted when withdrawing the minimum parcel; and
- (c) ASIC has not notified the Responsible Entity in writing that it is excluded from reliance on the exemption;

Note: Subparagraph 5(b) applies regardless of whether the withdrawal fees for the Class of Units are calculated on a per interest basis or otherwise.

### Interpretation

In this instrument:

**admitted to quotation** means admitted to quotation pursuant to rule 14.9 of the Cboe Operating Rules.

**authorised participant** means, in relation to the Class, a person who:

- (a) has an agreement with the Responsible Entity of the Fund in relation to making applications to acquire and withdraw interests in the Class; and
- (b) is either a Trading Participant or has engaged a Trading Participant to act on its behalf to acquire and dispose of interests in the Class.

**Cboe** means Cboe Australia Pty Ltd (ACN 129 584 667).

**Cboe Market** means the financial market operated by Cboe.

**Cboe Operating Rules** means the operating rules of the Cboe Market.

**investment product** has the same meaning as in the Cboe Operating Rules.

**quoted managed fund** has the same meaning as in the Cboe Operating Rules.

**minimum parcel** means the smallest number or value of interests in the Cboe quoted managed fund that are generally permitted to be withdrawn from the Cboe quoted managed fund by an authorised participant while interests in the Cboe quoted managed fund are quoted.

**Trading Participant** has the same meaning as that given to 'participant' in the Cboe Operating Rules.

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**withdrawal fee per interest** means, in relation the Fund, the fee that is payable in relation to a withdrawal from the Fund divided by the number of interests in the Fund to which the withdrawal relates.

Dated this 30 October 2023.



Signed by Jordan Koningham  
as a delegate of the Australian Securities and Investments Commission

23-0793

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 23-793

**Commencement**

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

**Exemption—Unequal treatment in withdrawal from an AQUA managed fund**

4. Perpetual Trust Services Limited ACN 000 142 049 (**responsible entity**) in its capacity as responsible entity of the JPMorgan Global Research Enhanced Index Equity Trust ARSN 166 890 937 (**Fund**), does not have to comply with paragraph 601FC(1)(d) of the Act to the extent that it would prevent the responsible entity from permitting only authorised participants to withdraw units in the JPMorgan Global Research Enhanced Index Equity Active ETF (Managed Fund) (Hedged), being the class of interests in the Fund that is an AQUA managed fund (**Class of Units**).

*Where the exemption applies*

5. The exemption applies where all of the following are satisfied:
  - (a) there is a Product Disclosure Statement in relation to interests in the Class of Units that are admitted to Trading Status as Managed Fund Product that contains statements to the effect that:
    - (i) the Class of Units will invest primarily in a portfolio of companies globally excluding Australia;
    - (ii) the responsible entity will not treat members of the same Class of Units equally to the extent that it restricts withdrawal from the Class of Units to authorised participants;
    - (iii) except in exceptional circumstances only authorised participants may withdraw their interests from the Class of Units, but other members may sell their interests on the AQUA market; and
    - (iv) when interests in the Class of Units are suspended from trading on the AQUA market for more than 5 consecutive Trading Days, members have a right to withdraw from the Class of Units and receive payment for their interests in money within a reasonable time of request unless any of the following apply:
      - (A) the Class of Units is being wound-up;

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- (B) the Fund is not liquid as defined in subsection 601KA(4) of the Act;
  - (C) the responsible entity suspends withdrawals in accordance with the constitution;
- (b) the constitution of the Fund does not permit a withdrawal fee per interest in the Class of Units to be payable by a member who is not an authorised participant that is greater than the withdrawal fee per interest that would generally be payable by an authorised participant receiving redemption proceeds in cash while interests in the Class of Units are quoted when withdrawing the minimum parcel; and
- (c) ASIC has not notified the responsible entity in writing that it is excluded from reliance on the exemption;

Note: Subparagraph 5(b) applies regardless of whether the withdrawal fees for the Class of Units are calculated on a per interest basis or otherwise.

**Interpretation**

In this instrument:

**AQUA managed fund** means a registered scheme with interests admitted to Trading Status as a Managed Fund Product on the financial market operated by ASX under the provisions of the operating rules of ASX relating to what is referred to in those rules as the AQUA market.

**AQUA market** means the financial market operated by ASX under the provisions of the operating rules of ASX relating to an AQUA Product.

**AQUA Product** has the same meaning as in the ASX operating rules as at the date of this instrument.

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

**authorised participant** means, in relation to the Class of Units, a person who:

- (a) has an agreement with the responsible entity of the Fund in relation to making applications to acquire and withdraw interests in the Class of Units; and
- (b) either a Trading Participant or has engaged a Trading Participant to act on its behalf to acquire and dispose of interests in the Class of Units.

**Managed Fund Product** has the same meaning as in the operating rules of ASX as at the date of this instrument.

**minimum parcel** means the smallest number or value of interests in the AQUA managed fund that are generally permitted to be withdrawn from the AQUA managed fund by an authorised participant while interests in the AQUA managed fund are quoted.

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*Trading Day* has the same meaning as in the operating rules of ASX as at the date of this instrument.

*Trading Participant* has the same meaning as in the operating rules of ASX as at the date of this instrument.

*Trading Status* has the same meaning as in the operating rules of ASX as at the date of this instrument.

*Withdrawal fee per interest* means, in relation the Class of Units, the fee that is payable in relation to a withdrawal from the Class of Units divided by the number of interests in the Class of Units to which the withdrawal relates.

Dated this 30th day of October 2023.



Signed by Jordan Koningham  
as a delegate of the Australian Securities and Investments Commission

23-0799

**Australian Securities and Investments Commission  
Corporations Act 2001 — Subsection 601QA(1) — Amendment**

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 23-0799.

**Commencement**

3. This instrument commences on 1 November 2023.

**Amendment**

4. ASIC Instrument 22-0904 is amended as follows:
  - (a) in paragraph 4, omit “Dexus Wholesale Property Fund ARSN 090 499 013,”, substitute “Dexus Wholesale Property Trusts 1 & 2 ARSN 090 499 013 and”; and
  - (b) in paragraph 4, omit “and Dexus Wholesale Property Trust 4 ARSN 616 222 765”.

Dated this 27<sup>th</sup> day of October 2023



Signed by Timothy O'Neill  
as a delegate of the Australian Securities and Investments Commission



23-0800

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

**Enabling provisions**

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

**Title**

2. This instrument is ASIC Instrument 23-0800.

**Commencement**

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

**Exemptions**

4. Australian Unity Limited ACN 087 648 888 (*AUL*) does not have to comply with Division 5A of Part 7.9 of the Act in relation to unsolicited offers it makes to Eligible 2019 Note Holders to participate in the Reinvestment Offer.

**Conditions of the relief**

5. *AUL* must give or send to each Eligible 2019 Note Holder, a copy of the Prospectus which complies with paragraph 6, by:
  - (a) giving the Prospectus to the Eligible 2019 Note Holder; or
  - (b) sending:
    - (i) by post to the address for the Eligible 2019 Note Holder in the Register of Noteholders or an alternative address (if any) nominated by the Eligible 2019 Note Holder; or
    - (ii) to the electronic address (if any) nominated by the Eligible 2019 Note Holder,

an information postcard or letter which will provide information on how an Eligible 2019 Note Holder may access, download and print a copy of the Prospectus from the Offer specific website.

6. The Prospectus must contain the following statements and information:
  - (a) a statement that the Reinvestment Offer is open until the closing date set out in the Prospectus;

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- (b) information about the minimum and maximum number (if any) of 2019 Notes a participating Eligible 2019 Note Holders can elect to participate in the Reinvestment Offer;
  - (c) a statement that the market price of 2019 Notes is subject to change from time to time;
  - (d) a statement that an Eligible 2019 Note Holders may be able to sell or dispose of their 2019 Notes at a price higher or lower than the price they would receive if they were to participate in the Reinvestment Offer;
  - (e) information about how to obtain up-to-date information on the market price of 2019 Notes;
  - (f) information about any other significant characteristics or features of the Reinvestment Offer or of the rights and obligations of Eligible 2019 Note Holders who elect to participate in the Reinvestment Offer; and
  - (g) information about any alternatives that the Eligible 2019 Note Holder may have to participating in the Reinvestment Offer; and
7. The Reinvestment Offer must remain open for the period described in the Prospectus unless the Bonds offer is withdrawn.

**Interpretation**

8. In this instrument:

***Bonds*** means simple corporate bonds to be issued by AUL under the Prospectus;

***2019 Notes*** means the Series C Australian Unity Bonds – Tranche 1 issued by AUL that are trading on ASX under the code “AYUHC”;

***Eligible 2019 Note Holders*** means a person who is a registered holder of 2019 Notes at 7:00pm (Australian Eastern Daylight Time) on 25 October 2023, shown on the Register of Noteholders as having an address in Australia, and is not an individual residing in the United States or acting as a nominee for, or for the account or benefit of, a person in the United States and not otherwise prevented from receiving the Reinvestment Offer or the Bonds under the laws of any jurisdiction;

***Prospectus*** means the 2-part prospectus for the Bonds (including the Reinvestment Offer) to be lodged with ASIC on or about 30 October 2023 and which includes the terms of the Reinvestment Offer in substantially the same form and terms as that provided to ASIC on 18 October 2023;

***Register of Noteholders*** means the register of noteholders of AUL.

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*Reinvestment Offer* means the reinvestment offer as described in the Prospectus; and

*Offer* means the offer made through the Prospectus by AUL of Bonds to investors in Australia.

Dated this 27 day of October 2023



Signed by Sean Ferguson  
as a delegate of the Australian Securities and Investments Commission

23-0801

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 741(1)(b) – Declarations**

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 23-0801.

**Commencement**

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

**Declarations**

4. Chapter 6D of the Act applies to Holdco as if the definition of "continuously quoted securities" in section 9 of the Act were omitted and replaced with the following:

*"continuously quoted securities* are securities:

- (a) that are in a class of securities that are quoted ED securities where:
  - (i) securities in the class were first issued following the implementation of a Part 5.1 arrangement between a company (the *subsidiary*) and its members under which the subsidiary became a wholly-owned subsidiary of the issuer (the *issuer*); and
  - (ii) securities in the class were not quoted ED securities at all times in the 3 months before the date of the prospectus or Product Disclosure Statement (as applicable); and
  - (iii) the subsidiary's securities transferred to the issuer pursuant to the Part 5.1 arrangement referred in subparagraph (a)(i) were in a class of securities that were quoted ED securities at all times in the 3 months before implementation of the Part 5.1 arrangement; and
- (b) in relation to which the following subparagraphs are satisfied by both the issuer and the subsidiary:
  - (i) no exemption under section 111AS or 111AT, or modification under section 111AV, covered the issuer or subsidiary, or any person as director or auditor of the issuer or subsidiary; and
  - (ii) other than a technical relief instrument or ASIC Instrument 23-0801 no exemption under paragraph 741(1)(a), or declaration under paragraph 741(1)(b), relating to a provision that is a disclosing entity provision for the purposes of Division 4 of Part

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1.2A covered the issuer or subsidiary, or any person as director or auditor of the issuer or subsidiary; and

- (iii) other than a technical relief instrument, no order under section 340 or 341 covered the issuer or subsidiary, or any person as director or auditor of the issuer or subsidiary;

during the following periods:

- (iv) in the case of the issuer - the shorter of the period during which the class of securities were quoted, and the period of 12 months before the date of the prospectus or Product Disclosure Statement (as applicable); or
- (v) in the case of the subsidiary - the period of 12 months before the date of implementation of the Part 5.1 arrangement referred to in subparagraph (a)(i);

and, for these purposes, securities are not in different classes merely because of a temporary difference in the dividend, or distribution rights, attaching to the securities or because different amounts have been paid up on the securities."

- 5. Chapter 6D applies to Holdco and each holder of Holdco Shares (or CHESSE depository interests over such shares) as if subsection 708A(5) of the Act, as modified by ASIC Corporations (Sale Offers By Controllers) Instrument 2016/81, were omitted, and replaced with the following:

"The sale offer does not need disclosure to investors under this Part if:

- (a) the relevant securities are in a class of securities that are quoted securities where:
  - (i) securities in the class were first issued following the implementation of a Part 5.1 arrangement between a company (the *subsidiary*) and its members under which the subsidiary became a wholly-owned subsidiary of the body; and
  - (ii) securities in the class were not quoted securities at all times in the 3 months before the day on which the relevant securities were issued; and
  - (iii) the subsidiary's securities transferred to the body pursuant to the Part 5.1 arrangement referred in subparagraph (a)(i) were in a class of securities that were quoted securities at all times in the 3 months before implementation of the Part 5.1 arrangement; and
- (b) trading in the class of securities of the body on a prescribed financial market on which they were quoted was not suspended for more than a total of 5 days before the day on which the relevant securities were issued (notionally aggregating any period of suspension of quotation

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for the subsidiary determined for the purposes of paragraph (c) and disregarding any suspension of quotation in connection with the implementation of the Part 5.1 arrangement referred to in subparagraph (a)(i)); and

- (c) trading in the class of securities of the subsidiary on a prescribed financial market on which they were quoted before implementation of the Part 5.1 arrangement referred to in subparagraph (a)(i) was not suspended for more than a total of 5 days during the period of 12 months before implementation of the Part 5.1 arrangement (disregarding any suspension of quotation in connection with the implementation of the Part 5.1 arrangement referred to in subparagraph (a)(i)); and
- (d) no exemption under section 111AS or 111AT covered the body or subsidiary, or any person as director or auditor of the body or subsidiary, at any time during the relevant period referred to in subparagraph (b); and
- (e) other than a technical relief instrument, no order under section 340 or 341 covered the body or subsidiary, or any person as director or auditor of the body or subsidiary, at any time during the relevant period referred to in subparagraph (b); and
- (f) either:
  - (i) if this section applies because of subsection (1), the body gives the relevant market operator for the body a notice that complies with subsection (6) before the sale offer is made; or
  - (ii) if this section applies because of subsection (1A), both the body, and the controller, give the relevant market operator for the body a notice that complies with subsection (6) before the sale offer is made."

6. Chapter 6D of the Act applies to Holdco and each holder of Holdco Shares (or CHESS depository interests over such shares) as if subsection 708A(12A) of the Act, as inserted by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84, were omitted, and replaced with the following:

"The sale offer does not need disclosure to investors under this Part if:

- (a) the relevant securities were issued under a rights issue or a related issue; and
- (b) the relevant securities are in a class of quoted securities where:
  - (i) securities in the class were first issued following the implementation of a Part 5.1 arrangement between a company (the

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*subsidiary*) and its members under which the subsidiary became a wholly-owned subsidiary of the issuer (the *issuer*); and

- (ii) securities in the class were not quoted securities at all times in the 3 months before the day on which the relevant securities were issued; and
- (iii) the subsidiary's securities transferred to the issuer pursuant to the Part 5.1 arrangement referred in subparagraph (b)(i) were in a class of securities that were quoted securities at all times in the 3 months before implementation of the Part 5.1 arrangement; and
- (c) the rights issue or the related issue did not need disclosure to investors under this Part.”

Note: For the meaning of ‘technical relief instrument’ see ASIC Corporations (Disregarding Technical Relief) Instrument 2016/73.

**Where this instrument applies**

7. This instrument applies in relation to:

- (a) any offer of Holdco Shares (or CHESS depository interests over such shares) for issue in the 3 months following the quotation of Holdco Shares (or CHESS depository interest over such shares) issued as part of the Tamboran Scheme of Arrangement on the financial market operated by ASX Limited ACN 008 624 691; and
- (b) any offer for sale of any Holdco Shares (or CHESS Depository interest over such shares) referred to in subparagraph 7(a) within 12 months after their issue;

where:

- (c) the Holdco Shares (or CHESS depository interests over such shares) being offered are in the same class of securities issued to the members of Tamboran pursuant to the Tamboran Scheme of Arrangement; and
- (d) the Holdco Shares (or CHESS depository interests over such shares) issued to the members of Tamboran pursuant to the Tamboran Scheme of Arrangement become quoted ED securities in Australia on or about the date of implementation of the Tamboran Scheme of Arrangement.

**Interpretation**

*CHESS* means the Clearing House Electronic Subregister System operated by ASX Settlement Pty Limited ACN 008 504 532.

*Tamboran* means Tamboran Resources Limited ACN 135 299 062.



**23-0801**

*Holdco* means Tamboran Resources Corporation, a company incorporated in the State of Delaware, United States of America, which will become the parent entity of Tamboran upon implementation of the Tamboran Scheme of Arrangement in connection with the proposed redomiciliation of Tamboran (and its subsidiaries) from Australia to the United States of America.

*Holdco Share* means a fully paid share of common stock in Holdeo.

*Tamboran Scheme of Arrangement* means the arrangement under Part 5.1 of the Act between Tamboran and its members pursuant to which all of the ordinary shares in Tamboran are to be transferred to Holdeo in consideration for the issue of Holdeo Shares (or CHESS depository interests over such shares) in respect of which an explanatory statement was registered by ASIC on 27 October 2023.

Dated this 30<sup>th</sup> day of October 2023



Signed by Daniel Slupek  
as a delegate of the Australian Securities and Investments Commission

23-0802

**Australian Securities and Investments Commission  
Corporations Act 2001 — Paragraph 926A(2)(a) — Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 926A(2)(a) of the *Corporations Act 2001 (the Act)*.

**Title**

2. This instrument is ASIC Instrument 23-0802.

**Commencement**

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

**Exemption**

4. ASIC exempts Proterra Investment Advisors (Singapore) Pte. Ltd., a company incorporated in Singapore registration number 200310447M (the *body*) from the requirement to hold an Australian financial services (*AFS*) licence in the case referred to in Schedule A.

**Cessation**

5. The exemption in paragraph 4 ceases to have effect on the earlier of:
  - (a) sub-paragraph 1(1) of Sch 2 of the *ASIC Corporations (Repeal and Transitional) Instrument 2016/396* ceasing to have effect in relation to the relief that was provided under ASIC Class Order [CO 03/1102] *Singapore MAS regulated financial service providers*; or
  - (b) the body not complying with any written notice given by ASIC directing the body to give to ASIC, within the time specified in the notice, a written statement containing specified information about the financial service business operated by the body in this jurisdiction; or
  - (c) the body being notified in writing by ASIC that it is excluded from relying on this instrument.

**Schedule A**

1. The exemption in paragraph 4 applies where all of the following apply:
  - (a) the body has a current capital market services licence granted by the Monetary Authority of Singapore (*MAS*) under section 86 of the Securities and Futures Act;

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- (b) the body is either a body corporate incorporated in Singapore or a partnership formed in Singapore;
  - (c) the body:
    - (i) is registered under Division 2 of Part 5B.2 of the Act; or
    - (ii) has an Agent at the time the body first purports to rely on this instrument and, from that time, has not failed to have an Agent for any consecutive period of 10 business days;
  - (d) the body's primary business is the provision of financial services;
  - (e) neither the body nor its Agent has been notified by ASIC that the body is excluded from relying on this instrument;
  - (f) if the body becomes aware or should reasonably have become aware of matters that give it reason to believe that it has failed, other than in an immaterial respect, to comply with a requirement set out in Schedule B:
    - (i) 15 business days have not passed since the body became so aware or should reasonably have become so aware without the body providing full particulars of the failure to ASIC (to the extent that the body knows those particulars or would have known them if it had undertaken reasonable enquiries); and
    - (ii) 30 business days have not passed from the body receiving those particulars from the body without ASIC notifying the body that it may continue to rely on this instrument; and
  - (g) the body has not notified ASIC that it will not rely on this instrument.
2. Where the body provides any of the following financial services (the *financial services*) in this jurisdiction to wholesale clients:
- (a) providing financial product advice;
  - (b) dealing in a financial product;
- in respect of any of the following financial products:
- (a) securities; and
  - (b) interests in a managed investment scheme that is not required to be registered under Chapter 5C of the Act;
3. Where the body has provided ASIC with all of the following:
- (a) evidence and submissions that paragraph 1(a) of Schedule A is satisfied;
  - (b) a notice that it will provide financial services in this jurisdiction in reliance on this instrument;

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- (c) a deed of the body for the benefit of and enforceable by ASIC and the other persons referred to in subsection 659B(1) of the Act that applies notwithstanding that the body may have ceased to rely, or never have relied, on this instrument, which deed provides that:
- (A) the deed is irrevocable except with the prior written consent of ASIC;
  - (B) the body submits to the non-exclusive jurisdiction of the Australian courts in legal proceedings conducted by ASIC (including under section 50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in subsection 659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise;
  - (C) the body covenants to comply with any order of an Australian court in respect of any matter relating to the provision of the financial services;
  - (D) if the body is not registered under Division 2 of Part 5B.2 of the Act, service of process on the body in relation to legal proceedings conducted by ASIC (including under section 50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in subsection 659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise can be effected by service on the Agent; and
  - (E) the body covenants that, on written request of either MAS or ASIC, it will give or vary written consent and take all other practicable steps to enable and assist MAS to disclose to ASIC and ASIC to disclose to MAS any information or document that MAS or ASIC has that relates to the body; and
- (d) written consents to the disclosure by MAS to ASIC and ASIC to MAS of any information or document that MAS or ASIC has that relates to the body. The consents must be in such form (if any) as ASIC specifies in writing.

#### Schedule B

1. The body must provide each of the financial services in this jurisdiction in a manner which would comply, so far as is possible, with the Singaporean regulatory requirements if the financial service were provided in Singapore in like circumstances.
2. The body must:
  - (a) notify ASIC, as soon as practicable and in any event within 15 business days after the body became aware or should reasonably have become aware, and in such form if any as ASIC may from time to time specify in writing, of the details of:
    - (i) each significant change to, including the termination of, the capital markets

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- services licence as a financial institution applying to the body relevant to the financial services the body provides or intends to provide in this jurisdiction; and
- (ii) each significant particular exemption or other relief which the body may obtain from the Singaporean regulatory requirements relevant to the financial services the body provides or intends to provide in this jurisdiction; and
  - (iii) each action or investigation of the following kinds taken by MAS or other overseas regulatory authority against the body in a foreign jurisdiction in relation to financial services provided in the foreign jurisdiction:
    - (A) significant enforcement action;
    - (B) significant disciplinary action;
    - (C) significant investigation (unless, after having taken reasonable steps to enable notification to be given to ASIC, the body is prohibited by law from giving such notification but only to the extent of the prohibition); and
- (b) provide written disclosure to all persons to whom the financial services are provided in this jurisdiction (before the financial services are provided) containing prominent statements to the following effect:
- (i) the body is exempt from the requirement to hold an Australian financial services licence under the Act in respect of the financial services; and
  - (ii) the body is regulated by MAS under Singaporean laws, which differ from Australian laws.

23-0802

**Interpretation**

In this instrument:

*Act* means the *Corporations Act 2001*;

*Agent* means a natural person resident in this jurisdiction or a company, whose name and address were last notified to ASIC by the body for the purposes of this instrument, and who is authorised to accept on the body's behalf, service of process from ASIC and, in relation to proceedings relating to a financial services law, from any person referred to in subsection 659B(1) of the Act;

*ASIC Act* means the *Australian Securities and Investments Commission Act 2001*;

*capital markets services licence* means a capital markets services licence granted by MAS under section 86 of the Securities and Futures Act;

*dealing* has the meaning given by s9 of the Act;

*financial product advice* has the meaning given by s 761A of the Act;

*financial services law* has the meaning given by s761A of the Act;

*interest in a managed investment scheme* has the meaning given by s 9 of the Act;

*managed investment scheme* has the meaning given by s9 of the Act;

*MAS* means the Monetary Authority of Singapore;

*notice* and *notified* mean, respectively, written notice and notified in writing;

*overseas regulatory authority* means a foreign regulatory authority (other than MAS) which regulates financial services and which is established by or for the purposes of a foreign government or legislative body;

*securities* has the meaning given by s9 of the Act;

*Securities and Futures Act* means the *Securities and Futures Act 2001* (Cap. 289) of Singapore;

*Singaporean regulatory requirements* means the rules that apply in relation to the financial services including any applicable legislation, instruments made under that legislation and any relevant policies or other documents (however described) issued by MAS; and

*wholesale client* has the meaning given in section 761G of the Act.

23-0802

Dated this 1<sup>st</sup> day of November 2023.

A handwritten signature in black ink, appearing to be 'Rachel Adams', written in a cursive style.

Signed by Rachel Adams  
as a delegate of the Australian Securities and Investments Commission



23-0803

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 23-0803.

**Commencement**

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

**Exemption**

4. Starplex and its Controllers do not have to comply with section 606 of the Act.

**Where this instrument applies**

5. This instrument applies where:
  - a) Starplex and its Controllers acquire a relevant interest in the Shares as a result of the transfer of the Shares to Starplex on implementation of the Court Order and pursuant to the DOCA;
  - b) the Deed Administrators made available to Shareholders the following documents at the Website:
    - i. Explanatory Statement;
    - ii. Independent Expert's Report; and
    - iii. the Originating Process;
  - c) on 13 October 2023, a notice informing Shareholders of the Proceedings was served by electronic mail to Shareholders by the Deed Administrators, with such notice advising Shareholders the documents at paragraph 5(b) would be available for download at the Website; and
  - d) on 13 October 2023, an advertisement was placed in the Australian Financial Review with a link to the Website where the documents at paragraph 5(b) would be available for download.

23-0803

**Interpretation**

6. In this instrument:

**Controllers** means entities or persons who by operation of section 608 of the Act acquire a relevant interest in the Shares as a result of Starplex acquiring a relevant interest in such Shares.

**Court Order** means the order of the Supreme Court of New South Wales in the Proceedings made 24 October 2023, permitting the Deed Administrators to transfer the Shares to Starplex under section 444GA of the Act.

**Deed Companies** means:

- a) Hills;
- b) Hills Finance Pty Ltd (subject to Deed of Company Arrangement) ACN 007 527 040;
- c) Hills Integrated Solutions Pty Ltd (subject to Deed of Company Arrangement) ACN 000 376 394;
- d) Lan 1 Pty Ltd (subject to Deed of Company Arrangement) ACN 159 863 779;
- e) T.V. Rentals Pty Ltd (subject to Deed of Company Arrangement) ACN 009 701 213;
- f) New-Tone (Aust.) Pty Ltd (subject to Deed of Company Arrangement) ACN 009 753 637;
- g) Audio Products Group Pty Limited (subject to Deed of Company Arrangement) ACN 054 550 499;
- h) Hospital Telecommunications Pty Ltd (subject to Deed of Company Arrangement) ACN 061 558 245;
- i) ACN 614 478 090 Pty Limited (subject to Deed of Company Arrangement) ACN 614 478 090;
- j) Hills Health Solutions Pty Ltd (subject to Deed of Company Arrangement) ACN 100 173 715;
- k) Pacom Security Pty Ltd (subject to Deed of Company Arrangement) ACN 096 595 005; and
- l) Hills Group Operations Pty Ltd (subject to Deed of Company Arrangement) ACN 600 152 261.

**Deed Administrators** means Sule Arnautovic and John Vouris in their capacity as joint and several deed administrators of Hills pursuant to the DOCA.

**DOCA** means the deed of company arrangement between the Deed Companies, Starplex and the Deed Administrators dated 23 August 2023.

**Explanatory Statement** means the Explanatory Statement dated 13 October 2023 prepared by the Deed Administrators.

**Hills** means Hills Limited (subject to Deed of Company Arrangement) ACN 007 573 417.

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**Independent Expert's Report** means the independent expert's report dated 13 October 2023 prepared by KordaMentha Pty Ltd as trustee for the KM Unit Trust (ABN 36 220 576 038).

**Originating Process** means the application filed with the Supreme Court of New South Wales on 4 October 2023.

**Proceedings** means the proceedings in the Supreme Court of New South Wales in proceeding number 314352 of 2023.

**Report to Creditors** Means the Report to Creditors (Part One of Two) dated 6 July 2023 and the Report to Creditors (Part Two of Two) dated 28 July 2023, prepared under section 75-224 of the *Insolvency Practice Rules (Corporations) 2016* (Cth) by the Deed Administrators in respect of the Deed Companies.

**Section 444GA Documents** means the Explanatory Statement, Independent Expert's Report,

**Shares** means all of the issued shares in Hills.

**Shareholders** means all of the shareholders of Hills registered in the company's share register as at 4 October 2022.

**Starplex** means Starplex International Pty Limited ACN 161 564 834 (or its nominee in accordance with the DOCA, being Cnocmore Pty Limited ACN 672 540 680)

**Website** means <https://www.hallchadwick.com.au/insights/> and [www.corporate.hills.com.au](http://www.corporate.hills.com.au)

Dated this 30<sup>th</sup> day of October 2023



Signed by Sean Ferguson  
as a delegate of the Australian Securities and Investments Commission

23-0816

## NOTICE UNDER SECTION 915F OF THE CORPORATIONS ACT 2001

Notice is given under section 915F of the *Corporations Act 2001* that the Australian Securities and Investments Commission has taken the action set out in the Notice below, which action took effect on 27 October 2023.

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION****CORPORATIONS ACT 2001 SECTION 915B****VARIATION OF NOTICE OF SUSPENSION OF AUSTRALIAN FINANCIAL SERVICES LICENCE**

To: Probis Financial Services Pty Ltd (Administrators Appointed) ACN 134 959 818

Under s915B(3) of the *Corporations Act 2001*, the Australian Securities and Investments Commission hereby varies the notice referred to in ASIC Instrument 23-0638, by replacing the date "30 October 2023" with the date "31 January 2024".

Dated this 27<sup>th</sup> day of October 2023

Signed:



Christine Croft  
Delegate of the Australian Securities and Investments Commission.

23-0821

**Australian Securities and Investments Commission —  
Corporation Act 2001 — Section 601WBG  
Certificate of Transfer**

**Enabling legislation**

1. This certificate of transfer is issued by the Australian Securities and Investments Commission (*ASIC*) under section 601WBG of the *Corporations Act 2001* (the *Act*).

**Certificate**

2. The total transfer of estate assets and liabilities of Equity Trustees Wealth Services Limited ACN 006 132 332 (the *transferring company*) from the transferring company to Australian Executor Trustees Limited ACN 007 869 794 (the *receiving company*), particulars of which are set out in the voluntary transfer determination made by ASIC on 2 November 2023, is to take effect.
3. This certificate comes into force on 1 March 2024.

**Interpretation**

4. In this certificate:

*estate assets and liabilities* has the meaning given by subsection 601WAA of the Act.

*voluntary transfer determination* has the meaning given by subsection 601WBA(1) of the Act.

Dated this 2<sup>nd</sup> November 2023.



Signed by Tony Tong  
as a delegate of ASIC

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 third day of November 2023

**Name of Scheme**

**ARSN**

MULTI-MANAGER GLOBAL SHARE TRUST

616 970 588

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 November 2023

**Name of Scheme**

**ARSN**

MACQUARIE FLEXI 100 TRUST

129 962 189

NEUBERGER BERMAN EMERGING MARKETS EQUITY SELECT FUND

633 772 504



CORPORATIONS ACT 2001  
Subsection 601CC(4)

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

Dated this third day of November 2023

**Name of Company**

**ARBN**

HOTEL MOTEL & ACCOMMODATION ASSOCIATION INC.

117 226 267

INTERNATIONAL TEAMS AUSTRALIA INCORPORATED

631 900 920

SINGIN' THE BLUES AWAY INCORPORATED

601 347 540

CORPORATIONS ACT 2001  
Section 601CL(5)

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

Dated this third day of November 2023

**Name of Company**

**ARBN**

GREATURENZ LIMITED

613 059 608

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.

**BEER REPUBLIC LTD.** ACN 620 977 175 will change to a proprietary company limited by shares. The new name will be BEER REPUBLIC PTY LTD ACN 620 977 175.

**CHESSER RESOURCES LTD** ACN 118 619 042 will change to a proprietary company limited by shares. The new name will be CHESSER RESOURCES PTY LTD ACN 118 619 042.

**MELVISTA RESOURCES PTY LTD**

ACN 659 657 744 will change to a public company limited by shares. The new name will be MELVISTA LITHIUM LIMITED  
ACN 659 657 744.