



**ASIC**  
Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette

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# ASIC Gazette

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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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21-0840

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

**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 21-0840.

**Commencement**

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

**Declaration**

- 4 Chapter 6D of the Act applies to holders of ordinary shares in Recharge Metals Ltd ACN 647 703 839 (**Company**) as if section 707 was modified or varied by omitting subsections 707(3) and (4) and substituting the following subsection:

“(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 over, them;

and section 708 and 708A does not say otherwise.”

**Where this declaration applies**

- 5 This declaration applies where a person who holds ordinary shares in the Company makes an offer of those ordinary shares (**Shares**) for sale within 12 months after their issue where:
- (a) the Existing Options were issued without disclosure under Chapter 6D of the Act;

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- (b) a prospectus (**Prospectus**) was lodged with ASIC by the Company on 10 August 2021 in relation to an initial public offer (**IPO**) of securities in the same class as the Shares; and
- (c) the Shares were issued by the Company without disclosure under Chapter 6D of the Act on the exercise of the Existing Options, following the IPO.

**Interpretation**

6 In this instrument:

**Existing Options** means options to acquire ordinary shares in the Company on issue at the date the Prospectus was lodged with ASIC.

**Shares** means ordinary shares in the Company.

Dated this 8<sup>th</sup> day of October 2021



Signed by Sheranga Perera  
as a delegate for the Australian Securities and Investments Commission

21-0851

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 21-0851.

**Commencement**

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

**Declaration**

4. Chapter 5C of the Act applies to Equity Trustees Limited ACN 004 031 298 (EQT) in its capacity as the responsible entity of:
  1. EQT Wholesale Mortgage Income Fund ARSN 101 748 109; and
  2. Common Fund No 2 (EQT Flagship Fund) ARSN 107 872 622; and
  3. Common Fund No 5 (EQT Growth Fund) ARSN 138 784 415; and
  4. Common Fund No 8 (EQT Core International Equity Fund) ARSN 095 852 412; and
  5. Common Fund No 9 (EQT Tax Aware Australian Equity Fund) ARSN 092 615 355;and
  6. Common Fund 14 (EQT Diversified Fixed Income Fund) ARSN 601 989 815,

together (the *Schemes*) as if section 601FL of the Act were modified or varied as follows:

- (a) in subsection (1) omitting all the text after the word “it”, substitute:

“must either:

  - (a) call a members’ meeting to explain its reason for wanting to retire and to enable the members to vote on a resolution (which must be an extraordinary resolution if the scheme is not listed) to choose a company to be the new responsible entity; or

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- (b) propose a related body corporate of the responsible entity to be the new responsible entity in accordance with subsection (1A).”;
- (b) after subsection (1), inserting:
- “(1A) The requirements for proposing a related body corporate (the *proposed responsible entity*) to be the new responsible entity are as follows:
- (a) The responsible entity must give members of the scheme notice of a proposal to choose the proposed responsible entity, to be the scheme’s new responsible entity.
- (b) The notice to members must:
- (i) set out the following information:
- (A) the responsible entity’s reasons for wanting to retire;
- (B) such information as can reasonably be expected to be material to a member in forming a view as to the choice of the proposed responsible entity;
- (C) information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur;
- (D) how members can access on the responsible entity’s website current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur;
- (ii) state prominently that if:
- (A) members who together hold at least 5% of the total value of the interests held by members; or
- (B) 100 members,

who would be entitled to vote if the proposal were put as a proposed resolution to a meeting of members under paragraph (1)(a), ask for a vote on the choice of the proposed responsible entity by giving written notice received by the responsible entity within 21 days from the date the notice is sent, the responsible entity will either arrange a postal vote or convene a meeting to vote on a resolution for the choice of the proposed

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responsible entity; and

- (iii) be accompanied by a form which can be ticked to ask for a vote; and
  - (iv) state prominently a reply paid address of the responsible entity to which the form may be sent.
- (c) The responsible entity must prominently disclose on its website current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur.
- (d) If sufficient members ask for a vote in accordance with the notice, the responsible entity must arrange for a postal vote or, if the responsible entity chooses, convene a meeting in accordance with Part 2G.4 to vote on the choice of the proposed responsible entity as soon as possible.
- (e) If there is a postal vote:
- (i) a voting paper must be sent to each member stating a reply paid address of the responsible entity to which the voting paper may be sent; and
  - (ii) the responsible entity must notify the members in, or in a document accompanying, the voting paper that:
    - (A) the proposed responsible entity will be chosen as the new responsible entity if at least 50% of the total votes that may be cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the choice; and
    - (B) only votes received by the responsible entity within 28 days after the issue of the voting paper will be counted.
- (f) If a meeting is convened the resolution to choose the new responsible entity must be an extraordinary resolution if the scheme is not listed.”;
- (c) After subsection (2) insert:
- “(2A) If a postal vote is arranged under paragraph (1A)(d) and at least 50% of the total votes that may be cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the

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proposed responsible entity, that entity is taken for the purposes of subsection (2) to have been chosen by a resolution of members on the last day on which postal votes may be received in order to be counted.

- (2B) If:
- (a) a related body corporate is proposed to be the new responsible entity in accordance with subsection (1A); and
  - (b) sufficient members do not ask for a vote to choose the entity in accordance with the notice referred to in paragraph (1A)(b); and
  - (c) the entity has consented in writing to becoming the scheme's responsible entity,
- then:
- (d) as soon as practicable and in any event within 2 business days after the end of the period in which a member may ask for such a vote, the current responsible entity must lodge a notice with ASIC asking it to alter the record of the scheme's registration to name the proposed responsible entity as the scheme's responsible entity; and
  - (e) the notice must be accompanied by a certificate from the current responsible entity that it reasonably considers that the appointment of the proposed responsible entity would be in the best interests of members with a summary of the responsible entity's reasons as to why this is the case; and
  - (f) unless ASIC reasonably believes that the appointment of the proposed responsible entity would not be in the best interests of members, ASIC must comply with the notice as soon as practicable after the notice and summary are lodged."

**Where this declaration applies**

5. This declaration applies where Equity Trustees Wealth Services Limited ACN 006 132 332 has agreed in writing to become the new responsible entity of the Schemes.

**Where this declaration ceases to apply**

6. This declaration ceases to apply on 12 April 2022.

Dated this 12<sup>th</sup> day of October 2021



Signed by Joshua Bradbury  
as a delegate of the Australian Securities and Investments Commission

21-0856

**Australian Securities and Investments Commission  
Corporations Act 2001 — Subsection 926A(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*.

**Title**

2. This instrument is ASIC Instrument 21-0856.

**Commencement**

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

**Exemption**

4. ASIC exempts Argentex LLP (the *body*), a limited liability partnership registered in England and Wales with current Part 4A Permission, 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) the date specified in subsection 1(3) of Schedule 2 of the *ASIC Corporations (Repeal and Transitional) Instrument 2016/396*; or
  - (b) the body failing to comply 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 Part 4A Permission;



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- (b) the body is either a body corporate incorporated in the UK or a partnership formed in the UK;
  - (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
    - (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:
- (a) providing financial product advice;
  - (b) dealing in, and making a market for, a financial product;
    - in respect of any of the following financial products:
      - (i) eligible deposit products;
      - (ii) foreign exchange contracts; and
      - (iii) derivatives.
3. Where the body has provided ASIC with all of the following:
- (a) a copy of the Part 4A Permission;
  - (b) a notice that it will provide the 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 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

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- 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;
  - (E) the body covenants that, on written request of either the FCA or ASIC, it will give or vary written consent and take all other practicable steps to enable and assist the FCA to disclose to ASIC and ASIC to disclose to the FCA any information or document that the FCA or ASIC has that relates to the body; and
- (d) written consents to the disclosure by the FCA to ASIC and ASIC to the FCA of any information or document that the FCA 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:
  - (a) provide each of the financial services in this jurisdiction in a manner which would comply, so far as is possible, with the UK regulatory requirements if the financial service were provided in the United Kingdom in like circumstances;
  - (b) 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 Part 4A Permission 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 UK 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 FCA, PRA or other overseas regulatory authority against the body in a foreign jurisdiction in relation to the 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

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- giving such notification but only to the extent of the prohibition); and
- (c) 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 authorised and regulated by the FCA under the UK laws, which differ from Australian laws.
  - (d) if ASIC gives the body a written notice directing the body to lodge with ASIC, within the time specified in the notice, a written statement containing specified information about any financial service provided by the body in this jurisdiction – comply with the notice.

### 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 subsection 659B(1) of the Act;

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

*derivative* has the meaning given by section 761D of the Act;

*eligible deposit product* means any deposit-taking facility that is not a deposit product as defined in section 761A of the Act;

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

*financial services law* has the meaning given by section 761A of the Act;

*FCA* means the Financial Conduct Authority of the United Kingdom and, for the avoidance of doubt, includes the Financial Services Authority of the United Kingdom as it was previously known before 1 April 2013;

*FSM Act* means the Financial Services and Markets Act 2000 of the United Kingdom;

*foreign exchange contract* has the meaning given by section 761A of the Act;

*making a market* has the meaning given by section 766D 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 FCA or PRA) which regulates financial services and which is established by or for the purposes of a foreign government or legislative body;

*Part 4A Permission* means a permission given under Part 4A of FSM Act or having effect as if so given under that Part.

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*PRA* means the Prudential Regulation Authority of the United Kingdom.

*UK 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 the FCA or PRA; and

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

Dated this 11<sup>th</sup> day of October 2021



Signed by Nadene Pillay  
as a delegate of the Australian Securities and Investments Commission

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

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

TO: CW Financial Services Pty. Ltd.  
ACN 164 859 269 ("the Licensee")  
1 Brewer Street  
PERTH WA 6000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 481008 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 12 October 2021

Signed  .....

Gerard Mithen  
A delegate of the Australian Securities and Investments Commission

21-0863

**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 subsection 741(1) of the *Corporations Act 2001 (Act)*.

**Title**

2. This instrument is ASIC Instrument 21-0863.

**Commencement**

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

**Declaration**

4. Chapter 6D of the Act applies to an offer of ordinary shares in Swoop Holdings Limited ACN 009 256 535 (*Company*) (*Shares*) as if paragraph 708A(5)(b) of the Act were modified by deleting the words “5 days” and substituting the words “158 days”.
5. Chapter 6D of the Act applies to an offer of Shares in the Company as if paragraph 708AA(2)(c) of the Act were modified by deleting the words “5 days” and substituting the words “158 days”.

**Exemption**

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

**Where this instrument applies**

7. The modification in paragraph 4 of this instrument applies where:
  - (a) the Shares are issued in the period between the date of this instrument and 27 May 2022;
  - (b) the offer of Shares in the Company does not require disclosure under Part 6D.2 of the Act because of subsection 708(8) or subsection 708(11) of the Act
  - (c) trading in the fully paid shares of the Company on the financial market operated by ASX Limited ACN 008 624 691 (**ASX**) is not suspended for more than a total

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of 5 days during the period between the date of this instrument and the relevant issue of Shares under paragraph 7(b); and

(d) the Company has given ASX a notice under paragraph 708A(5)(e) of the Act which complies with subsection 708A(6) of the Act.

8. The modification in paragraph 5 of this instrument applies where:

(a) the offer to issue the Shares is made under a rights issue to shareholders of the Company or under a related issue;

(b) the offer occurs in the period between the date of this instrument and 27 May 2022;

(c) trading in the fully paid shares of the Company on the financial market operated by ASX is not suspended for more than a total of 5 days during the period between the date of this instrument and the relevant issue of Shares under paragraph 8(b); and

(d) the Company has given ASX Limited ACN 008 624 691 a notice under paragraph 708AA(2)(f) of the Act which complies with subsection 708AA(7) of the Act.

9. The exemption in paragraph 6 of this instrument applies where:

(a) the offer to issue the Shares is made under a Purchase Plan;

(b) the offer occurs in the period between the date of this instrument and 27 May 2022;

(c) trading in the fully paid shares of the Company on the financial market operated by ASX is not suspended for more than a total of 5 days during the period between the date of this instrument and the relevant issue of Shares under paragraph 9(b); and

(d) the Company:

i. satisfies the requirements of LI 2019/547 except for subparagraph 7(a)(ii); and

ii. would satisfy the requirement in subparagraph 7(a)(ii) of LI 2019/547 if that subparagraph were to read:

“is not suspended from trading and was not suspended from trading on the market for more than a total of 158 days during the shorter of the period

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during which the class was quoted and the period of 12 months before the day on which the offer is made”

**Interpretation**

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

*Purchase Plan* has the meaning given in LI 2019/547.

Dated this 12th day of October 2021



Signed by Ebony Jackson

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 fifteenth day of October 2021

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Company**

**ARBN**

GAVIN DE BECKER & ASSOCIATES ASIA PTE. LTD.	612 013 313
PRECISION UNIVERSAL LP	149 844 137
SCHRODER INTERNATIONAL SELECTION FUND	127 382 094
SUMITOMO MITSUI DS ASSET MANAGEMENT COMPANY, LIMITED	626 741 044

CORPORATIONS ACT 2001

Section 601CL(4)

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

Dated this fifteenth day of October 2021

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

<b>Name of Company</b>	<b>ARBN</b>
ELSER FARMS CORP.	621 209 961
ENPAC, L.L.C.	615 801 566
THE MEDIA RECRUITMENT EXCHANGE LIMITED	615 933 778

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 fifteenth day of October 2021

Rosanne Bell  
DELEGATE OF  
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

**Name of Scheme**

**ARSN**

AVENIR GLOBAL FUND	620 788 614
FREEHOLD A-REITS & LISTED INFRASTRUCTURE FUND	164 098 855

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.

**ACTIVE PATHWAYS PTY LTD**

ACN 150 721 207 will change to a public company limited by shares. The new name will be ACTIVE PATHWAYS LIMITED ACN 150 721 207.

**CONSOLIDATED RUTILE LIMITED**

ACN 009 719 902 will change to a proprietary company limited by shares. The new name will be CONSOLIDATED RUTILE PTY LTD ACN 009 719 902.

**TALLY GROUP LIMITED** ACN 642 186 669 will change to a proprietary company limited by shares. The new name will be TALLY GROUP PTY LTD ACN 642 186 669.

**WARMHEARTS HEALTHCARE SERVICES LTD.**

ACN 650 399 992 will change to a proprietary company limited by shares. The new name will be WARMHEARTS HEALTHCARE SERVICES PTY LTD ACN 650 399 992.

**ALLWELLNESS HOLDINGS GROUP LTD**

ACN 604 613 050 will change to a proprietary company limited by shares. The new name will be ALLWELLNESS HOLDINGS GROUP PTY LTD ACN 604 613 050.

**PRESTON AVOCADO FUND PTY LTD**

ACN 630 261 228 will change to a public company limited by shares. The new name will be OLD VALLEY HORTICULTURE LIMITED ACN 630 261 228.

**THE FABAL GROUP PTY LTD** ACN 008 197 206 will change to a public company limited by shares. The new name will be FOOD AND BEVERAGE AUSTRALIA LIMITED ACN 008 197 206.