



ASIC
Australian Securities &
Investments Commission

Commonwealth of Australia Gazette

No. A40/21, Tuesday 5 October 2021

Published by ASIC

ASIC Gazette

Contents

Notices under Corporations Act 2001

21-0780	21-0781	21-0788	21-0822	21-0823	21-0825	21-0827
---------	---------	---------	---------	---------	---------	---------

Company/scheme deregistrations

Change of company type

RIGHTS OF REVIEW

Persons affected by certain decisions made by ASIC under the *Corporations Act 2001* and the other legislation administered by ASIC may have rights of review. ASIC has published Regulatory Guide 57 *Notification of rights of review (RG57)* and Information Sheet *ASIC decisions – your rights (INFO 9)* to assist you to determine whether you have a right of review. You can obtain a copy of these documents from the ASIC Digest, the ASIC website at www.asic.gov.au or from the Administrative Law Co-ordinator in the ASIC office with which you have been dealing.

ISSN 1445-6060 (Online version)
ISSN 1445-6079 (CD-ROM version)

Available from www.asic.gov.au
Email gazette.publisher@asic.gov.au

© Commonwealth of Australia, 2021

This work is copyright. Apart from any use permitted under the *Copyright Act 1968*, all rights are reserved. Requests for authorisation to reproduce, publish or communicate this work should be made to: Gazette Publisher, Australian Securities and Investment Commission, GPO Box 9827, Melbourne Vic 3001

21-0780

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 21-0780.

Commencement

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

Declaration

4. Chapter 5C of the Act applies to RAM Property Funds Management Ltd ACN 629968163 in its capacity as the responsible entity of RAM Australia Retail Property Fund ARSN 634 136 682 (*the scheme*) and RAM Australia Medical Property Fund ARSN 645 964 601 (*the other scheme*) as if the following provisions of that Chapter were modified or varied as follows:

- (a) after section 601FE insert:

“601FEA Modification of duties: stapled securities

- (1) This section applies to a registered scheme where the interests in the scheme and interests in another registered scheme or schemes are components of stapled securities.
 - (2) For the purposes of paragraphs 601FC(1)(c) and 601FD(1)(c), an obligation to act in the best interests of the members of the scheme is an obligation to act in the best interests of the members of the scheme having regard to their interests as members of the scheme and of the other scheme.
 - (3) For the purposes of paragraphs 601FC(1)(e), 601FD(1)(d) and 601FD(1)(e), and subsection 601FE(1), an obligation to not make use of information, or not make improper use of position, in order to cause detriment to the members of the scheme is an obligation not to do those things in order to cause detriment to the members of the scheme having regard to their membership of the scheme and the other scheme.”;
- (b) after subsection 208(2) as notionally inserted by section 601LC, insert:

21-0780

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

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

(2B) For the purposes of this section:

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

(c) insert after section 601PC:

21-0780

“601PD Stapled securities

For the purposes of this Chapter:

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

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

Where this instrument applies

5. The instrument applies where each interest in the scheme and each interest in the other scheme must, under the terms upon which each is to be traded, only be transferred together.

Where this instrument ceases to apply

6. This instrument ceases to apply if:
 - (a) an interest in the scheme is issued which on the terms on which it is issued can be transferred separately without also transferring an interest in the other scheme; or
 - (b) interests in any class, other than the class of interests in the scheme and interests in the other scheme that are already on issue as at the date of this instrument, are issued.

Dated this 29th day of September 2021



Signed by Natasha Gomez
as a delegate of the Australian Securities and Investments Commission

21-0781

**Australian Securities and Investments Commission
Corporations Act 2001 - Paragraph 1020F(1)(c) - Declaration**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 21-0781.

Commencement

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

Declaration

4. Part 7.9 of the Act applies to RAM Property Funds Management Ltd ACN 629 968 163 in its capacity as responsible entity of RAM Australia Retail Property Fund ARSN 634 136 682 (the *scheme*) and RAM Australia Medical Property Fund ARSN 645 964 601 (the *other scheme*), as if paragraph 1012D(3)(b) were modified or varied as follows:
 - (a) omit "either.", and substitute "one or more of the following applies:";
 - (b) in subparagraph (i) omit "or" (second occurring);
 - (a) in subparagraph (ii) omit "facility.", and substitute "facility,"; and
 - (b) after subparagraph (ii) insert:
 - "(iii) in a recommendation situation - the advice that constitutes the relevant conduct relates to an offer of a managed investment product, under a plan for the reinvestment of distributions in respect of the managed investment product or another managed investment product which, under the terms of which they may be traded, must only be transferred together;
 - (iv) in an issue situation - the offer or issue that constitutes the relevant conduct is an offer or issue of a managed investment product or another managed investment product, under a plan for the reinvestment of distributions in respect of the managed investment product or another managed investment product which, under the terms on which they may be traded, must only be transferred together."

Where this instrument applies

5. This instrument applies where:
 - (a) each interest in the scheme and each interest in the other scheme must, under the terms on which each is to be traded, only be transferred together (*Stapled Security*); and

21-0781

- (b) an offer or issue of, or recommendation to acquire a component of a Stapled Security is made, under a plan for the reinvestment of distributions in respect of interests in the Stapled Security.

Where this instrument ceases to apply

- 6. This instrument ceases to apply if:
 - (a) an interest in the scheme is issued which on the terms on which it is issued can be transferred separately without also transferring an interest in the other scheme; or
 - (b) interests in any class, other than the class of interests in the scheme and interests in the other scheme that are already on issue as at the date of this instrument, are issued.

Dated this 29th day of September 2021

Signed by Natasha Gomez
as a delegate of the Australian Securities and Investments Commission

21-0788

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 911A(2)(l) – Exemption**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 911A(2)(l) of the Corporations Act 2001 (*Act*).

Title

2. This instrument is ASIC Instrument 21-0788.

Commencement

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

Exemption

4. A related body corporate of M Funds Limited (ACN 165 708 716) (*M Funds*) that is a trustee of a wholesale real property scheme (*trustee*) does not have to comply with the requirement to hold an Australian financial services licence (*AFS licence*) for the provision of the following financial services (*wholesale real property financial services*):
 - (a) dealing in basic deposit products that form part of the trust property of the wholesale real property scheme;
 - (b) dealing in general insurance products that form part of the trust property of the wholesale real property scheme;
 - (c) dealing in unlisted securities that form part of the trust property of the wholesale real property scheme; and
 - (d) providing a custodial or depository service in relation to the products mentioned in paragraphs (a), (b), (c) and (d).

Where this exemption applies

5. The exemption in paragraph 4 is only available where all of the following apply:
 - (a) M Funds holds an AFS licence that:
 - (i) authorises M Funds to provide wholesale real property financial services; and
 - (ii) contains conditions to the effect that M Funds must:
 - (A) as far as possible, comply with the Act as if the trustee was providing wholesale real property financial services as M Funds' representative; and
 - (B) have in place a deed poll that contains enforceable, unlimited and irrevocable covenants, for the benefit of each person (*beneficiary*) to whom the trustee provides a wholesale real property financial service, to the effect that M Funds will

21-0788

- indemnify the beneficiary in relation to any liability (other than an exempt liability) that arises from the trustee's provision of a wholesale real property financial service to the beneficiary; and
- (C) for the purposes of the relevant financial conditions of MFunds' AFS licence – treat the assets, liabilities, cash inflows and cash outflows of the trustee as though they were included in the assets, liabilities, cash inflows and cash outflows of MFunds; and
- (b) either of the following applies:
- (i) the trustee and MFunds have only issued interests in the wholesale real property scheme to a person as a wholesale client and have, from the later of the date of this instrument and when the trustee or MFunds first issue an interest in the scheme, taken all reasonable steps to ensure that interests in the scheme are only acquired by a person as a wholesale client; or
- (ii) if the trustee or MFunds becomes aware or should reasonably have become aware of matters that give it reasons to believe that it has failed, other than in an immaterial respect, to comply with subparagraph (i):
- (A) 10 business days have not elapsed without full particulars of the failure having been provided to ASIC in writing (to the extent that the trustee or MFunds knows those particulars or would have known them if it had undertaken reasonable enquiries); and
- (B) 30 business days have not elapsed from ASIC receiving those particulars for the trustee or MFunds without ASIC having notified the trustee or MFunds in writing that the trustee may continue to rely on this instrument; and
- (c) if the trustee or MFunds becomes aware that, if the trustee held an AFS licence that contained the following conditions:
- (i) a condition to the effect of condition 13 of ASIC Pro Forma [PF 209] *Australian financial services licence conditions (PF 209)* as published at the date of this instrument; and
- (ii) conditions to the effect of those parts of condition 28 of PF 209 (other than condition 28(a) and conditions 28(d)(iii), (iv) and (v)) that relate to a report by an auditor relating to condition 13; and
- (iii) a condition that the trustee must lodge with ASIC the report by an auditor that would be required by those parts of condition 28 of PF 209 within 15 months of the time the trustee first relies on this instrument and then within each period of 13 months thereafter and relating to a period that commences:
- (A) at the date of that first reliance; or
- (B) immediately after the end of the period to which the last previous report lodged under this requirement relates,

21-0788

and ends not more than 3 months before the date of lodgment of the report, as if:

- (iv) references to a responsible officer in condition 13 of PF 209 were to an officer; and
- (v) references to the licensee's annual audit report under condition 28 of the licence in condition 13 of PF 209 were to the report lodged under subparagraph 5(c)(iii) of this instrument; and
- (vi) references to conditions of the licence in condition 28 of PF 209 were to the condition mentioned in subparagraph 5(c)(i) of this instrument, it would be in breach, other than in an immaterial respect, of any of those conditions; and
- (vii) 10 business days have not elapsed without the matter being notified to ASIC in writing; and
- (viii) 30 business days have not elapsed from ASIC receiving the notice from the trustee or M Funds without ASIC having notified the trustee in writing that the trustee may continue to rely on this instrument.

Exclusion from reliance

6. The exemption in paragraph 4 does not apply to a person who has been notified in writing by ASIC that the person is excluded from relying on this instrument.

Interpretation

7. In this instrument:

basic deposit product has the meaning given by section 761A of the Act.

custodial or depository service has the meaning given by section 766E of the Act.

exempt liability means, in relation to a wholesale real property scheme, a liability arising from any act or omission relating to a wholesale real property financial service for which the trustee of the scheme may be indemnified from the trust property.

incidental property, in relation to a wholesale real property scheme, means cash, deposits or current accounts with an Australian ADI or interests in a cash management trust that are held for no more than three months pending the acquisition of investment products, or expenditure or distribution to members.

product disclosure statement has the meaning given by section 761A of the Act.

relevant financial conditions, in relation to an AFS licence, means conditions to the effect of conditions 13 (base level financial requirements), 21 (financial requirements for holding client money or property), 22 (financial requirements for licensee transacting with clients) and 28 (audit opinion on financial requirements) of PF 209 (as published at the date of this instrument).

representative has the meaning given by section 910A of the Act.

security has the meaning given by section 92 of the Act.

21-0788

trust property of a wholesale real property scheme means:

- (a) contributions of money or money's worth to the scheme; and
- (b) money borrowed or raised by the trustee for the purposes of the scheme; and
- (c) property acquired, directly or indirectly, with, or with the proceeds of, contributions or money referred to in paragraph (a) or (b); and
- (d) income and property derived, directly or indirectly, from contributions, money or property referred to in paragraph (a), (b) or (c).

unlisted securities means:

- (A) unlisted shares of a company that is undertaking a real property development project for the benefit of the members of the wholesale real property scheme; or
- (B) unlisted shares of a company that provides property management or project management services for a property or properties acquired by the wholesale real property scheme.

wholesale client has the meaning given by sections 761G and 761GA of the Act; and includes any person to whom the trustee is not required to provide a product disclosure statement in respect of an interest in the wholesale real property scheme.

wholesale real property scheme means a managed investment scheme to which all of the following apply:

- (a) the scheme is not registered, and is not required to be registered, because of subsection 601ED(2) of the Act; and
- (b) all of the trust property (other than incidental property, basic deposit products, unlisted securities and general insurance products) consists of real property, including options to acquire real property.

Dated this 28th day of September 2021.



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

21-0822

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 21-0822.

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 Beamtree Holdings Limited ACN 627 071 121 (*Beamtree*), as if:
 - (a) the definition of continuously quoted securities in section 9 of the Act, as notionally modified by ASIC Corporations (Disregarding Technical Relief) Instrument 2017/73 and ASIC Corporations (Sale Offers: Securities Issued on Conversion of Convertible Notes) Instrument 2016/82, were further modified or varied by:
 - (i) omitting “prospectus, Product Disclosure Statement or notice given under paragraph 708A(12C)(e) or 1012DA(12C)(e)” (twice occurring), and substituting “prospectus, Product Disclosure Statement or notice given under paragraph 708A(12C)(e), 708A(12G)(e) or 1012DA(12C)(e)”; and
 - (ii) section 708A, as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 and ASIC Corporations (Sale Offers: Securities Issued on Conversion of Convertible Notes) Instrument 2016/82, were further modified or varied by:
 - (i) in paragraph (1)(a) omitting “(11), (12), (12A) or (12C),” and substituting “(11), (12), (12A), (12C) or (12G),” and
 - (ii) after notional subsection (12F) (as inserted by ASIC Corporations (Sale Offers: Securities Issued on Conversion of Convertible Notes) Instrument 2016/82) inserting:

“Sale offer of Deferred Shares and certain securities issued on conversion of Performance Shares
 - (12G) The sale offer does not need disclosure to investors under this Part if:
 - (a) the relevant securities were issued by a body by reason of:

21-0822

- (i) an agreement to issue Deferred Shares; or
 - (ii) the Vesting of a Performance Share issued by the body; and
 - (b) on the day on which a notice was given under paragraph (e):
 - (iii) securities in the same class as the relevant securities were continuously quoted securities; and
 - (iv) there was no determination under subsection 713(6) in force in respect of the body; and
 - (c) trading in securities in the class of securities on the prescribed financial market on which they are quoted was not suspended for more than a total of 5 days during the shorter of the period during which the class of relevant securities were quoted, and the period of 12 months before the day on which the Deferred Share or Performance Share was issued; and
 - (d) the issue of the Deferred Shares or the Vesting of the Performance Shares did not involve any further offer; and
 - (e) the body that entered into an agreement to issue the Deferred Shares and issued the Performance Shares gave the relevant market operator a notice that complied with subsection (12H) on the same day as, or within 2 business days before, the day on which Completion occurred.
- (12H) A notice complies with this subsection if:
- (a) the notice contains the following information:
 - (i) in relation to the agreement to issue the Deferred Shares – the information required by subsection 713(2);
 - (ii) for the Performance Shares – the information required by subsection 713(2); and
 - (iii) for securities in the class of relevant securities – the information required by subsections 713(2) to (5), as if the notice were a prospectus; and
 - (b) the information in the notice is worded and presented in a clear, concise and effective manner.
- (12I) If a body gives a notice under paragraph (12G)(e), each financial report required under section 314 in relation to a financial year of that body during which the Deferral Period is in place must contain the following information:
- (a) the number of outstanding Deferred Shares that have not been issued as at the end of the financial year;

21-0822

- (b) the maximum number of the Deferred Shares that may be issued or are agreed to be issued;
 - (c) the price to be paid on the issue of the Deferred Shares to the extent this can be determined;
 - (d) the price paid for each Deferred Share and the number of Deferred Shares issued (if any) during the financial year; and
 - (e) any other matter relating to the Deferred Shares that holders of ED securities of the body would reasonably require to make an informed assessment of the financial position of the Company and its prospects for future financial years.
- (12J) If a body gives a notice under paragraph (12G)(e), each financial report required under section 314 in relation to a financial year of that body during which the Performance Shares were on issue must contain the following information:
- (a) the number of Performance Shares that have not been subject to Vesting as at the end of the financial year;
 - (b) the maximum number of the body's securities which may be issued on Vesting of the Performance Shares;
 - (c) the price to be paid for each security issued on Vesting of the Performance Share to the extent this can be determined;
 - (d) the price paid for each security issued on Vesting of the Performance Share (if any) during the financial year and the number of securities issued on the Vesting of the Performance Share during the financial year; and
 - (e) any other matter relating to the Performance Share that holders of ED securities of the body would reasonably require to make an informed assessment of the financial position of the Company and its prospects for future financial years.
- (12K) The financial report under section 314 may omit material that would otherwise be required to be included under paragraph (12I)(e) or (12J)(e) if it is likely to result in unreasonable prejudice to the entity."

Where this instrument applies

6. This instrument applies where a person who holds Shares makes an offer of Shares for sale within 12 months after their issue where:
- (a) the Shares were issued, or are to be issued, by Beamtree without disclosure under Chapter 6D of the Act:
 - (i) under an agreement to issue Deferred Shares; or
 - (ii) upon the Vesting of Performance Shares

21-0822

in each case where the Deferred Shares or Performance Shares were issued or granted without disclosure under Chapter 6D of the Act; and

- (b) Beamtree has issued a cleansing notice which describes the terms of the Deferred Shares and the terms of the Performance Shares on the date that Completion occurs.

Interpretation

5. For the purposes of subsections (12G), (12H), (12I) and (12J) and this instrument:

Acquisition means the acquisition by Beamtree of Potential(x) Holdings Pty Ltd ACN 622 243 743.

Completion means completion of the Acquisition in accordance with the Sale Agreement.

Deferral Period means the period during which any person is or may be entitled to be issued Deferred Shares under the Sale Agreement.

Deferred Shares means Shares agreed to be issued by Beamtree within a period of time after Completion as part of the consideration payable for the Acquisition, under the Sale Agreement.

Performance Shares means performance shares granted by Beamtree under the Sale Agreement.

Sale Agreement means the sale agreement for the Acquisition dated 30 August 2021.

Shares means fully paid ordinary shares in Beamtree.

Vesting means the issue of Shares on the satisfaction of certain conditions under the terms of the Performance Shares.

Dated this 27th day of September 2021



Signed by Genevieve Lai
as a delegate of the Australian Securities and Investments Commission



The Directors
Melbourne Securities Corporation Limited
Level 2, 365 Collins Street
Melbourne VIC 3000

21-0823

**Australian Securities
and Investments Commission**

Office address (inc courier deliveries):
Level 7, 120 Collins Street,
Melbourne VIC 3000

Mail address for Melbourne office:
GPO Box 9827,
Brisbane QLD 4001

Tel: +61 1300 935 075

Fax: +61 1300 729 000

www.asic.gov.au

By email only: lblair@msc.group; sbrown@msc.group

28 September 2021

Dear Directors

Melbourne Securities Corporation Limited (ACN 160 326 545) – Application to become an approved body corporate

We refer to the application from Melbourne Securities Corporation Limited (ACN 160 326 545) (**MSC**) received by the Australian Securities and Investments Commission (**ASIC**) on 10 September 2021 in which MSC seeks ASIC approval to become a trustee for the purposes of s283AC(1)(f) of the *Corporations Act 2001* (**Act**). In the application, MSC seeks approval to become debenture trustee for the holders of secured, convertible notes issued by Mosaic Brands Limited ACN 003 321 759 (**Mosaic**).

ASIC's power to approve bodies corporate to be debenture trustees

Section 283AC of the Act sets out who can be a debenture trustee for the purposes of Chapter 2L, and paragraph 283AC(1)(f) includes a body corporate approved by ASIC. Under subsection 283GB(1), ASIC has the power to approve a body corporate in writing to act as trustee:

- (a) in any circumstances;
- (b) in relation to a particular borrower or particular class of borrower; or
- (c) in relation to a particular trust deed.

ASIC's approval of a debenture trustee under subsection 283GB(1) may be given subject to conditions.

21-0823

Approval of MSC to act as trustee

Having considered the application, pursuant to paragraph 283GB(1)(c) of the Act, ASIC hereby approves MSC to act as trustee for the purposes of paragraph 283AC(1)(f) under the trust deed dated on or about 28 September 2021, between MSC and Mosaic to the extent that the trust deed complies with section 283AB(1) of the Act.

ASIC's approval is given on the following conditions:

- (a) MSC provides a written attestation to ASIC to the effect that MSC considers professional indemnity insurance of \$50 million to be adequate with regard to the nature and scale of its business (**Attestation**);
- (b) MSC enters into a Deed Poll in favour of ASIC in a form approved by ASIC (**Deed Poll**); and
- (c) MSC provides a copy of the original executed Deed Poll to ASIC by email to Jeremiah Leong and Dominic Clarke of the Corporations Team (jeremiah.leong@asic.gov.au and dominic.clarke@asic.gov.au).

We note that:

- (a) MSC provided the Attestation to ASIC on 27 September 2021; and
- (b) MSC has entered into a Deed Poll in favour of ASIC, in a form approved by ASIC, dated 27 September 2021 and has provided a copy of the executed Deed Poll to ASIC on 27 September 2021.

Policy review

ASIC is in the process of undertaking a review of our policy relating to the assessment of prospective debenture trustees under section 283GB of the Act, with specific regard to the appropriate minimum level of professional indemnity insurance that applicants should be required to hold. Other financial resources requirements, such as net current assets, are also under consideration.

ASIC has determined that, until the policy review is finalised, the Deed Poll will require that MSC holds minimum aggregate professional indemnity insurance of \$50 million.

In the event that the policy review determines that professional indemnity insurance of \$50 million is insufficient, ASIC may seek to modify this approval to ensure that the professional indemnity insurance requirements in the Deed Poll are in accordance with ASIC's policy.

If you wish to discuss this matter further, please contact me on 03 9280 3451.

21-0823

Yours sincerely,



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

Attachment: Deed Poll in favour of ASIC



ASIC
Australian Securities &
Investments Commission

21-0823

Deed poll: Condition to ASIC approval to act as trustee

21-0823

Deed Poll: Condition to ASIC approval to act as trustee

This deed poll is made on 27 September 2021

by:

Melbourne Securities Corporation Limited ACN 160 326 545 of Level 2, 395 Collins Street Melbourne, Victoria, 3000, Australia (**Trustee**).

for the benefit of and enforceable by the:

Australian Securities and Investments Commission of Level 7, 120 Collins Street, Melbourne, Victoria, 3000, Australia (**ASIC**).

Recitals

- a. The Trustee has applied to ASIC for approval to be a trustee for the purposes of paragraph 283AC(1)(f) of the *Corporations Act 2001* in connection with issued, or proposed issues of debentures under the Trust Deed.
- b. ASIC will approve the Trustee's application under paragraph 283GB(1)(c) on the condition that the Trustee makes this deed poll in favour of ASIC.
- c. The Trustee will be appointed as trustee of the Trust.
- d. The provisions of this document will apply to the Trustee and its actions or omissions as trustee pursuant to the Trust Deed.

Operative provisions**Becoming Trustee**

- 1 The Trustee will notify ASIC of its appointment as trustee of the Trust if that appointment occurs after the date of this deed poll.

Competency

- 2 The Trustee will:
 - (a) do all things necessary to ensure that it conducts its role as trustee efficiently, honestly and fairly;
 - (b) maintain the competence to act as trustee for the holders of debentures, issued or proposed to be issued by the Borrower pursuant to the Trust Deed; and
 - (c) ensure that its employees are adequately trained and competent for the Trustee to conduct its role as trustee of the Trust.

21-0823

- 3 The Trustee will notify ASIC if it suspects any failure to comply with any of the obligations in clause 2.
- 4 The Trustee will notify ASIC of any material change which could reasonably impact the Trustee's ability to exercise its powers or to perform its functions under the Trust Deed, including but not limited to:
 - (a) changes in the Trustee's financial resources;
 - (b) the departure of key staff; and
 - (c) the Trustee becoming aware that it:
 - (i) has not been validly appointed; or
 - (ii) will be wound up or deregistered.

Financial resources

- 5 The Trustee must hold, at all times, Net Current Assets of at least \$250,000.
- 6 The obligation in clause 5 is separate to and additional to any other obligation to hold an amount of Net Current Assets that the Trustee may have in respect of any other trustee appointment(s) it may hold for the purposes of paragraph 283AC(1)(f) of the Act.
- 7 The Trustee will have at all times Net Total Assets of an amount that is equal to or more than the total Net Current Assets amount required under clause 5.
- 8 The Trustee will notify ASIC if the Net Current Assets or Net Total Assets is less than 95% below the amounts required under clause 5 and clause 7.

Professional indemnity insurance

- 9 The Trustee will maintain professional indemnity insurance at the level set out in the following table in connection with its appointment to act as the trustee under the Trust Deed:

Table 1: Professional indemnity insurance

DEED POLL: Condition to ASIC approval to act as trustee

21-0823

Total value of debentures issued by the Borrower plus total value of debentures issued in connection with any other trustee appointment(s) the Trustee may hold for the purposes of paragraph 283AC(1)(f) of the Act	Professional indemnity insurance required
\$0 – \$5 million	Total value of debentures issued by the Borrower plus total value of debentures issued in connection with any other trustee appointment(s) the Trustee may hold for the purposes of paragraph 283AC(1)(f) of the Act
\$5 million – \$20 million	\$5 million
\$20 million or more	The lesser of: <ul style="list-style-type: none"> (a) 25% of the total value of the debentures issued by the Borrower plus total value of debentures issued in connection with any other trustee appointment(s) the Trustee may hold for the purposes of paragraph 283AC(1)(f) of the Act; or (b) \$50 million.

- 10 The Trustee's professional indemnity insurance must permit the Trustee to claim in its capacity as trustee of the Trust.
- 11 The Trustee will notify ASIC of any material amendment to the terms of its professional indemnity insurance or of any claims made against its professional indemnity insurance. A material amendment includes an amendment which reduces the level of the Trustee's insurance cover.

Independence

- 12 From time to time, and at least once annually, the Trustee will make reasonable enquiries to ascertain if any of the following circumstances have occurred:
 - (a) the Trustee, or an officer, becomes an associate of the Borrower;
 - (b) the Trustee, or an associate of the Trustee, beneficially holds shares in the Borrower or an associate of the Borrower;
 - (c) the Borrower, or associate of the Borrower, beneficially holds shares in the Trustee or an associate of the Trustee;

21-0823

- (d) the Trustee, or an officer, beneficially owes money to, or is beneficially owed money by, the Borrower or an associate of the Borrower (except monies owed under a banking facility extended in the normal course of business); or
 - (e) there is any commercial, or other relationship, between the Trustee or an officer and the Borrower or an associate of the Borrower, that is likely to cause conflict between the duties of the Trustee or its officers.
- 13 The Trustee will notify ASIC if it has reason to suspect that any of the circumstances in clause 12 have occurred.

Reporting

- 14 The Trustee will produce a report (**Compliance Report**), after the end of each financial year, reporting on whether the Trustee has complied with the provisions of the Compliance Manual during the financial year.
- 15 The Compliance Report will identify all material breaches by the Trustee and specify all action taken or proposed to be taken, if any, to rectify such non-compliance.
- 16 The Compliance Report will be tabled at a meeting of the Trustee's board of directors within two months after the end of the preceding financial year, and the directors of the Trustee will consider, and pass a resolution, regarding the Trustee's compliance with the Compliance Manual in the preceding financial year.
- 17 The Trustee will provide to ASIC a copy of the director's resolution pursuant to clause 16 within three months after the end of the preceding financial year.
- 18 The Trustee will ensure that its auditor states, substantially in such form as ASIC requires, whether there is any matter or thing that has come to the auditor's attention to cause the auditor to disagree with the information contained in the Compliance Report or the corresponding resolution passed by the board of directors. Other than the usual steps which form part of a statutory audit, the auditor is not required to take any further steps in forming its view about the Compliance Report.
- 19 The Trustee will provide to ASIC the auditor's statement on the Compliance Report within four months after the end of the Trustee's financial year together with a copy of the Compliance Report.

Notifications

- 20 Unless this deed poll states otherwise, the Trustee will notify ASIC promptly, and in writing, and, in any event, within seven days of the occurrence of the event or circumstance which gives rise to a requirement to provide notification under this deed poll.
- 21 All notifications under this deed poll must be sent electronically to the email address applications@asic.gov.au.

Publication of this deed poll

- 22 The Trustee acknowledges that ASIC will publish the terms of this deed poll in the Gazette when ASIC publishes notice of the approval in accordance with section 283GB of the Act.

Governing law

- 23 The governing law is that of the state of Victoria and the Trustee submits to the non-exclusive jurisdiction of the courts of Victoria, Australia.

Definitions and interpretation

- 24 In this deed poll, a reference to the singular includes a plural and vice versa.
- 25 The Trustee acknowledges and agrees that a copy of this deed poll, duly executed, will not be invalid as a record of this deed poll because it is in an electronic form, consistent with the application of section 7 of the *Electronic Transactions Act 2000* (Vic) and such copy may be produced in evidence in place of the original.
- 26 In this deed poll, unless the contrary intention appears, capitalised terms have the following meaning:

Act means the *Corporations Act 2001* (Cth).

Adjusted Surplus Liquid Funds means any Adjusted Surplus Liquid Funds (as that term is defined in the Trustee's AFSL conditions) required to be held under the Trustee's AFSL conditions.

AFSL means an Australian financial services licence.

Associate means an associate as defined in the Act.

Borrower means Mosaic Brands Limited ACN 003 321 579.

Compliance Manual means the document titled 'Policy & Procedures Manual', incorporating all appendices, dated June 2019

(and provided to ASIC on 24 September 2019) which relates to the Trustee's compliance practices.

Compliance Report has the meaning given to it in clause 14.

Current Assets means the value of current assets as they would appear on a balance sheet at the time of calculation made up for lodgement as part of a financial report prepared in accordance with Chapter 2M of the Act.

Current Liabilities means the value of current liabilities as they would appear on a balance sheet at the time of calculation made up for lodgement as part of a financial report prepared in accordance with Chapter 2M of the Act.

Gazette means the Commonwealth of Australia ASIC Gazette.

Net Current Assets means the amount derived by subtracting Current Liabilities and Surplus Liquid Funds (if any) and Adjusted Surplus Liquid Funds (if any) from Current Assets.

Net Total Assets means the amount derived by subtracting Total Liabilities and Surplus Liquid Funds (if any) and Adjusted Surplus Liquid Funds (if any) from Total Assets.

Surplus Liquid Funds means any Surplus Liquid Funds (as that term is defined in the Trustee's AFSL conditions) required to be held under the Trustee's AFSL conditions.

Total Assets means the value of total assets as they would appear on a balance sheet at the time of calculation made up for lodgement as part of a financial report prepared in accordance with Chapter 2M of the Act.

Total Liabilities means the value of total liabilities as they would appear on a balance sheet at the time of calculation made up for lodgement as part of a financial report prepared in accordance with Chapter 2M of the Act.

Trust means the trust established by the Trust Deed.

Trust Deed means the trust deed, dated on or about 28 September 2021, between the Borrower and the Trustee.

Trustee means Melbourne Securities Corporation Limited ACN 160 326 545.

DEED POLL: Condition to ASIC approval to act as trustee

21-0823

Execution

Executed as a deed poll on 27 September 2021.

SIGNED, SEALED and DELIVERED by Melbourne Securities Corporation Limited
ACN 160 326 545 under s127 of the *Corporations Act 2001*:



Signature of Director

Matthew Fletcher

Name of Director



*Signature of ~~Director~~ / Secretary**

Lauree Blair

*Name of ~~Director~~ / Secretary**

* Delete whichever is not applicable

21-0825

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

Enabling legislation

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

Title

- 2 This instrument is ASIC Instrument 21-0825.

Commencement

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

Exemption

- 4 ESR does not have to comply with section 606 of the Act.

Where this instrument applies

- 5 This instrument applies where:
- (a) the Upstream Company (and its controlled entities) have a relevant interest in approximately 30.7% in each of the stapled securities issued by the Downstream Company;
 - (b) ESR does not have a relevant interest in any shares of the Upstream Company immediately prior to the completion of the Upstream Acquisition (as defined below);
 - (c) ESR acquires a relevant interest in up to 100% of the shares in the Upstream Company under one or more sale and purchase agreements between ESR and shareholders of the Upstream Company dated on or around 4 August 2021 (**Upstream Acquisition**);
 - (d) by virtue of paragraph 608(3)(a) of the Act, ESR acquires a relevant interest and voting power in approximately 30.7% in each of the stapled securities issued by the Downstream Company (the **Downstream Interest**); and
 - (e) at the date of this instrument, ESR and its associates do not hold and have not separately acquired a relevant interest in any stapled securities issued by the Downstream Company other than as set out in paragraph 5 of this instrument.

Conditions

- 6 ESR can only rely on the exemption in paragraph 4 of this instrument on the condition that ESR must not, for a period equivalent to the minimum period of time within which ESR could have acquired the same Downstream Interest in the Downstream Company using the exemption in item 9 of section 611 of the Act:
- (a) acquire, or procure the Upstream Company to acquire,

21-0825

a relevant interest in any more stapled securities issued by the Downstream Company; and

- (b) exercise, control the exercise, or procure the exercise of more than 20% of the total votes attached to the stapled securities issued by the Downstream Company.

Interpretation

- 7 In this instrument:

Corporations Act means *Corporations Act 2001* (Cth).

Downstream Company means Cromwell Property Group, comprising Cromwell Corporation Limited (ACN 001 056 980) and Cromwell Property Securities Limited (ACN 079 147 809) as responsible entity for Cromwell Diversified Property Trust (ARSN 102 982 598).

ESR means ESR Cayman Limited, a company incorporated in the Cayman Islands with registered number 257877 and its registered address at 190 Elgin Avenue, George Town, Grand Cayman KY1-9008, Cayman Islands.

Upstream Company means ARA Asset Management Limited, a limited liability company incorporated under the Laws of Bermuda with registered number 32276 and having its registered office at Clarendon House, 2 Church Street, Hamilton, HM11, Bermuda.

Dated this 28th day of September 2021



Signed by Brittany Jeffs
as a delegate of the Australian Securities and Investments Commission

21-0827

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 16 September 2021.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**NOTICE OF CANCELLATION OF AUSTRALIAN FINANCIAL SERVICES LICENCE**

To: Pure Strategy Pty Ltd (Under external administration) ACN 128 970 258

Under section 915C(1) of the *Corporations Act 2001* the Australian Securities and Investments Commission cancels Australian financial services licence number 403524 held by Pure Strategy Pty Ltd (Under external administration) ACN 128 970 258.

Under section 915H of the Act ASIC specifies that the Licence continues in effect for 12 months, as though the cancellation has not happened for the purposes of:

- s 912A(1)(g) to the extent that it requires the licensee to have a dispute resolution system complying with s 912A(2)(b) (which requires the licensee to be a member of the AFCA scheme) and
- s 912B and regulations 7.6.02AAA and 7.6.02AA (which require the licensee to have arrangements for compensating retail clients including the holding of professional indemnity insurance cover).

Dated this 14th day of September 2021.

Signed:



Myra Poon
Delegate of the Australian Securities and Investments Commission

Your attention is drawn to subsection 920C(2) of the *Corporations Act 2001* which provides that a person must not engage in conduct which breaches a banning order that has been made against the person. Contravention of subsection 920C(2) is an offence.

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 first day of October 2021

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Scheme

ARSN

VITALHARVEST FREEHOLD TRUST

626 537 362

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 first day of October 2021

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Scheme	ARSN
COLONIAL FIRST STATE INVESTMENT FUND 76	628 023 889
GENERATIONS AUSTRALIAN EQUITIES NO.1 TRUST	109 858 139
GENERATIONS AUSTRALIAN EQUITIES NO. 10 TRUST	133 655 026
GENERATIONS AUSTRALIAN EQUITIES NO.3 TRUST	109 858 175
GENERATIONS AUSTRALIAN EQUITIES NO.4 TRUST	109 858 193
GENERATIONS AUSTRALIAN EQUITIES NO.5 TRUST	109 858 219
GENERATIONS AUSTRALIAN EQUITIES NO.6 TRUST	109 858 228
GENERATIONS AUSTRALIAN EQUITY NO.7 FUND	118 843 646
GENERATIONS FIXED INTEREST NO.3 TRUST	109 858 095
GENERATIONS FIXED INTEREST NO.4 FUND	118 843 879
GENERATIONS INTERNATIONAL EQUITIES NO.3 TRUST	109 858 264
GENERATIONS INTERNATIONAL EQUITIES NO.4 TRUST	109 858 282
GENERATIONS INTERNATIONAL EQUITIES NO. 7 TRUST	133 655 991
GENERATIONS INTERNATIONAL EQUITIES NO. 8 TRUST	133 656 112
GENERATIONS PROPERTY NO.2 TRUST	109 858 111
JANA SELECT OPPORTUNITIES TRUST	611 380 637

JANA TAILORED TRUST NO. 2

127 392 009

UBS-HALO AUSTRALIAN SHARE FUND

145 223 007

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 first day of October 2021

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company	ARBN
ENERGYLINE (NZ) LIMITED	634 340 999
ENGILITY SERVICES, LLC	627 009 894
S.L.I. SYSTEMS, INC.	616 107 567
VA CARGO LIMITED	136 802 367
WEDI CORP.	617 827 291

CORPORATIONS ACT 2001
Section 601CL(5)

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

Dated this first day of October 2021

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Name of Company	ARBN
BAM INTERNATIONAL AUSTRALIA B.V.	114 773 018
CULLEY'S AUSTRALIA LIMITED	619 466 581
LONE STAR ASIA-PACIFIC ACQUISITIONS (HONG KONG) LIMITED	614 602 701
SINOPEC HONG KONG (SINGAPORE) PTE. LTD.	638 129 754

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.

CMA GROUP HOLDINGS PTY LTD

ACN 645 261 114 will change to a public company limited by shares. The new name will be CMA GROUP HOLDINGS LTD ACN 645 261 114.

FANTASY GAMING CORPORATION PTY LTD

ACN 603 237 056 will change to a public company limited by shares. The new name will be FANTASY GAMING CORPORATION LTD ACN 603 237 056.

HEALTHENGINE PTY LTD ACN 138 767 021 will change to a public company limited by shares. The new name will be HEALTHENGINE LIMITED ACN 138 767 021.

LTR PHARMA PTY LTD ACN 644 924 569 will change to a public company limited by shares. The new name will be LTR PHARMA LIMITED ACN 644 924 569.

MEEKA MINERALS PTY LTD ACN 652 006 141 will change to a public company limited by shares. The new name will be MEEKA MINERALS LIMITED ACN 652 006 141.

WAMEJA LIMITED ACN 052 947 743 will change to a proprietary company limited by shares. The new name will be WAMEJA PTY LTD ACN 052 947 743.

DRAGONTAIL SYSTEMS LIMITED

ACN 614 800 136 will change to a proprietary company limited by shares. The new name will be DRAGONTAIL SYSTEMS PTY LTD ACN 614 800 136.

GRAYS.COM LIMITED ACN 634 636 310 will change to a proprietary company limited by shares. The new name will be GRAYS.COM PTY LTD ACN 634 636 310.

KINGSLAND MINERALS PTY LTD

ACN 647 904 014 will change to a public company limited by shares. The new name will be KINGSLAND MINERALS LTD ACN 647 904 014.

MANY PEAKS GOLD PTY LTD

ACN 642 404 797 will change to a public company limited by shares. The new name will be MANY PEAKS GOLD LIMITED ACN 642 404 797.

TF GLOBAL MARKETS (AUST) LIMITED

ACN 158 361 561 will change to a proprietary company limited by shares. The new name will be TF GLOBAL MARKETS (AUST) PTY LTD ACN 158 361 561.