



**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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**24-0916**

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

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

TO: Aviva Investors Pacific Pty Ltd  
ACN 153 200 278 ("the Licensee")  
C/O TMF Corporate Services (Aust) Pty Limited  
Suite 1, Level 11, 66 Goulburn Street  
SYDNEY NSW 2000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 411458 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 20 December 2024

Signed *George Podaras*  
.....

George Podaras  
A delegate of the Australian Securities and Investments Commission

24-0953

**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 s926A(2)(a) of the Act.

**Title**

2. This instrument is ASIC Instrument 24-0953.

**Commencement**

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

**Exemption**

4. Wedbush Securities Inc (the *body*), a corporation registered in California, United States (Secretary of State of the State of California File Number C0511906), regulated by the Securities and Exchange Commission, is exempt from the requirement to hold an Australian financial services 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**

The exemption in paragraph 4 applies 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 of 1970 of the US and that is a member of FINRA and FINRA is the body's examining authority; and
  - (ii) a registered investment adviser;

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- (aa) 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;
- (b) 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;
- (c) the body's primary business is the provision of financial services;
- (d) neither the body nor its Agent has been notified by ASIC that the body is excluded from relying on this instrument;
- (e) 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
- (f) the body has not notified ASIC that it will not rely on this instrument;
- (g) where the body provides any of the following financial services (the *financial services*) in this jurisdiction to wholesale clients:
  - (i) providing financial product advice;
  - (ii) dealing in a financial product;in respect of any of the following financial products:
  - (iii) derivatives;
  - (iv) foreign exchange contracts;
  - (v) debentures, stocks or bonds issued or proposed to be issued by a government;
  - (vi) securities;
  - (vii) managed investment products (excluding IDPS); or
  - (viii) interests in a managed investment scheme that is not required to be registered under Chapter 5C of the Act; and
- (h) where the body has provided ASIC with all of the following:
  - (i) evidence that paragraph (a) of Schedule A is satisfied that ASIC has stated in writing is adequate;
  - (ii) a notice that it will provide financial services in this jurisdiction in reliance on this instrument;

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- (iii) 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 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; and
- (iv) 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. The consents must be in such form (if any) as ASIC specifies in writing.

### Schedule B

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 US regulatory requirements if the financial service were provided in the US 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 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

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- (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
- (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 Australian financial services 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; and
- (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*;

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

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

*examining authority*, in relation to a body, means a self-regulatory organisation to which the body belongs which has not been relieved of responsibility relating to the body under section 17(d)(1)(A) of the Exchange Act in any respect;

*Exchange Act* means the Securities and Exchange Act of 1934 of the US;

*financial product* has the meaning given by section 9 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;

*FINRA* means the Financial Industry Regulation Authority;

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

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

***managed investment scheme*** has the meaning given by section 9 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 or dealer registered under section 15(b) of the Exchange Act;

***registered investment adviser*** means a body corporate or a partnership formed in the US or a State of the US registered under section 203(c) of the Investment Advisers Act of 1940 of the US;

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

***securities*** has the meaning given by section 9 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 section 761G of the Act.

Note: By subsection 761H(1) of the Act, the operation of this instrument in relation to partnerships is affected by section 761F and subsection 769B(4) of the Act.

Dated this 19th day of December 2024



Signed by Nadene Pillay

as a delegate of the Australian Securities and Investment Commission.

24-0957

**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 24-0957.

**Commencement**

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

**Exemption**

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

**Where this instrument applies**

5. This instrument applies where:
  - a) Zeta and its Controllers acquire a relevant interest in the Shares as a result of the transfer of the Shares to Zeta 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) prior to 4:00pm on 5 November 2024, notices informing Shareholders of the Proceedings were served by electronic mail or post to Shareholders by the Deed Administrators, with such notice advising Shareholders that the documents at paragraph 5(b) would be available for download at the Website; and
  - d) on 6 November 2024, a notice informing Shareholders of the Proceedings was published in the Australian Financial Review and The West Australian newspapers.



24-0957

**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 Zeta acquiring a relevant interest in such Shares.

**Court Order** means the order of the Supreme Court of Western Australia in the Proceedings made 19 December 2024, permitting the Deed Administrators to transfer the Shares to Zeta (or its nominee) under section 444GA of the Act.

**Deed Companies** means:

- a) Panoramic;
- b) Savannah Nickel Mines Pty Ltd (Subject to Deed of Company Arrangement) ACN 103 729 282;
- c) Pan Transport Pty Ltd (Subject to Deed of Company Arrangement) ACN 627 691 598; and
- d) Pindan Exploration Company Pty Ltd (Subject to Deed of Company Arrangement) ACN 129 252 197.

**Deed Administrators** means Daniel Woodhouse, Hayden White and Kathryn Warwick in their capacity as joint and several deed administrators of the Deed Companies pursuant to the DOCA.

**DOCA** means the deed of company arrangement between the Deed Companies, Zeta and the Deed Administrators dated 23 October 2024.

**Explanatory Statement** means the Explanatory Statement dated 4 December 2024 prepared by the Deed Administrators.

**Independent Expert's Report** means the independent expert's report dated 29 November 2024 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 Western Australia on 25 October 2024 (as amended on 30 October 2024).

**Panoramic** means Panoramic Resources Limited (Subject to Deed of Company Arrangement) (Receivers and Managers Appointed) ACN 095 792 288

**Proceedings** means the proceedings in the Supreme Court of Western Australia in proceeding number 163 of 2024.

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

**Shareholders** means all of the shareholders of Panoramic registered in the company's share register as at 14 December 2023.

**Website** means <https://www.fticonsulting.com/creditors/panoramic-group>

**Zeta** means Zeta Resources Limited ARBN 162 902 481 (or its nominee in accordance with the DOCA, which must be a wholly-owned direct or indirect subsidiary of Zeta Resources Limited ARBN 162 902 481)

**24-0957**

Dated this 20<sup>th</sup> day of December 2024

A handwritten signature in blue ink, appearing to read 'S. Ferguson', is positioned above the printed name.

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



**ASIC**  
Australian Securities &  
Investments Commission

**Australian Securities  
and Investments Commission**

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**24-0962**

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

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

TO: Advance Asset Management Limited  
ACN 002 538 329 ("the Licensee")  
727 Collins Street  
DOCKLANDS VIC 3008

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 240902 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 23 December 2024

Signed *George Podaras*  
.....

George Podaras  
A delegate of the Australian Securities and Investments Commission

24-0964

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 655A(1)(a) and 673(1)(a) – Exemptions**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 655A(1)(a) and 673(1)(a) of the *Corporations Act 2001* (Cth) (the *Act*).

**Title**

2. This instrument is ASIC Instrument 24-0964.

**Commencement**

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

**Exemption**

4. Premier Investments Limited ACN 006 727 966 (*Premier*) does not have to comply with subsections 606(1) and 606(2) of the Act.
5. Premier does not have to comply with section 671B of the Act.

**Where this instrument applies**

6. The exemption in paragraph 4 applies where:
  - (a) members of Myer Holdings Limited ACN 119 085 602 (*Myer*) approve at a general meeting the issue of up to 890,500,00 ordinary shares in Myer (*Consideration Shares*) to Premier as consideration for the acquisition of Just Group Limited ACN 096 911 410 pursuant to the Share Sale and Implementation Agreement between Premier and Myer; and
  - (b) Premier increases its relevant interest in Myer from 31.2% to below 90% as a result of the acquisition of the Consideration Shares pursuant to the Share Sale and Implementation Agreement.
7. The exemption in paragraph 5 applies to a substantial holding (as defined in the Act) that arises as a result of subparagraph 6(b).
8. The exemptions in paragraphs 4 and 5 do not apply unless Premier has given to ASIC a deed expressed to be irrevocable without the prior consent of ASIC and for the benefit of, and enforceable by, ASIC under which Premier undertakes the following:
  - (a) Premier will not, at any time, exercise the votes attaching to, nor control or influence the exercise of the votes attaching to the Consideration Shares;

**24-0964**

- (b) Premier will take all reasonable steps to ensure the Consideration Shares are transferred to its members or nominees (including the nominee appointed under paragraphs 8(c) and 8(d)) within eight business day after the Consideration Shares being issued to Premier by Myer; and
- (c) in respect of:
  - (i) Premier's members or nominees who are foreign holders and who Premier has determined that the transfer of the relevant portion of the Consideration Shares to its foreign holders would impose an unreasonable compliance burden with the relevant foreign laws (*foreign holders*); and
  - (ii) Premier's members or nominees that would hold less than a marketable parcel (as defined by the ASX Listing Rules) of Myer shares (*small parcel holders*),

Premier will appoint a nominee for foreign holders and small parcel holders of its securities, who is an Australian financial services licensee authorised to provide financial services in relation to securities (the **Sale Agent**), to sell the Consideration Shares that its foreign holders and small parcel holders are otherwise entitled to receive, and distribute to each of the foreign holders and small parcel holders, their proportion of the proceeds of the sale net of expenses;
- (d) Premier will also appoint the Sale Agent to sell:
  - (i) the Fractional Shares and remit the proceeds of the sale net of expenses to Premier; and
  - (ii) the Withheld Shares and remit the proceeds of the sale net of expenses to the Australian Taxation Office.

**Cessation**

- 9. The exemptions shall remain effective, unless otherwise revoked, until the earlier of:
  - (a) the day after the Consideration Shares are transferred to Premier Shareholders or the Sale Agent in satisfaction of an in-specie distribution by Premier; and
  - (b) 31 July 2025.

**Interpretation**

- 10. In this instrument:

*Fractional Shares* means certain Consideration Shares that are not distributed to Premier's members because of the rounding down by Premier of any fraction of a share that would have arisen but for the rounding treatment determined under the in specie distribution that the Premier Board determines.

**24-0964**

*Share Sale Agreement* means the share sale and implementation agreement executed by Myer and Premier dated 29 October 2024, pursuant to which Myer agreed to acquire Just Group Limited ACN 096 911 410 from Premier.

*Withheld Shares* means the number of Consideration Shares representing a portion of the value of any dividend withholding tax required to be withheld from the dividend component of the in specie distribution, as the Premier Board determines.

Dated this 23<sup>rd</sup> day of December 2024



Signed by Mario Brce  
as a delegate of the Australian Securities and Investments Commission

24-0965

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 24-0965.

**Commencement**

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

**Exemption**

4. Premier Investments Limited ACN 006 727 966 (*Premier*) does not have to comply with Parts 6D.2 and 6D.3 of the Act for an offer of shares in Myer Holdings Limited ACN 119 085 602 (*Myer*) (*Shares*) to shareholders of Premier.

**Declaration**

5. Chapter 6D of the Act applies to each holder of shares in Myer as if section 707 was modified or varied by omitting subsections 707(3), (4), (5) and (6).

**Where this instrument applies**

6. The exemption in paragraph 4 applies to invitations by Premier to its shareholders to vote at a general meeting on a capital reduction of Premier that will be effected and satisfied by an in-specie distribution of Shares to Eligible Holders of Premier (or, in the case of Ineligible Holders, to a Sales Nominee appointed by Premier) (*Distribution Transaction*), in accordance with a notice of meeting (*Notice of Meeting*) that:
  - (a) is in substantially the same form as contained in the explanatory booklet given to ASIC and released on the ASX on 17 December 2024; and
  - (b) includes a statement describing the need for, and effect of, the relief contained in this instrument as it applies to Premier's shareholders.
7. The declaration in paragraph 5 applies where:
  - (a) a holder of shares in Myer makes an offer of Shares for sale;

## 24-0965

- (b) the Shares were transferred to a holder of shares in Premier, or to a Sales Nominee (or its related body corporate) pursuant to the Distribution Transaction referred to in paragraph 6 within the previous 12 months; and
- (c) the offer is not made within 12 months of a sale or transfer of the Shares by a person, other than Premier, who:
  - (i) controls Myer;
  - (ii) would have been required by subsection 707(2) of the Act to give disclosure to investors under Part 6D.2 of the Act but for section 708 or 708A of the Act; and
  - (iii) did not give disclosure to investors under Part 6D.2 of the Act because of section 708 or 708A of the Act.

**Interpretation**

8. In this instrument:

**ASX** means ASX Limited ACN 008 624 691 or the financial market that it operates, as appropriate.

**Eligible Holders** means Shareholders on the Record Date who are not Ineligible Holders.

**Foreign Holder** means a foreign holder with respect to whom Premier has determined that it is impracticable to transfer Shares due to the requirements of complying with the laws or other requirements in those jurisdictions.

**Fractional Shares** means certain Shares that are not distributed to Premier's members because of the rounding down by Premier of any fraction of a share that would have arisen but for the rounding treatment determined under the in specie distribution that the Premier Board determines.

**Ineligible Holders** means Shareholders on the Record Date who are a Foreign Holder or Unmarketable Parcel Holder.

**Record Date** has the meaning given in the Notice of Meeting.

**Sales Nominee** means an Australian financial services licensee authorised to provide financial services in relation to securities, to sell the Shares that:

- (a) Ineligible Holders are otherwise entitled to receive under the Distribution Transaction, and distribute to each of the Ineligible Holders, their proportion of the net proceeds of the sale;
- (b) are Fractional Shares, and remit the net proceeds of sale to Premier; and
- (c) are Withheld Shares, and remit the net proceeds of sale to the Australian Taxation Office.



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**Shareholder** means a holder of fully paid ordinary shares in Premier.

**Unmarketable Parcel Holder** means a Shareholder who under the Distribution Transaction would receive less than a marketable parcel (as defined by the ASX Listing Rules) of Shares.

**Withheld Shares** means the number of Shares representing the value of any dividend withholding tax required to be withheld from the dividend component of the in specie distribution, as the Premier Board determines.

Dated this 23<sup>rd</sup> day of December 2024



Signed by Mario Brce  
as a delegate of the Australian Securities and Investments Commission

24-0966

**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 655A(1)(a) and 673(1)(a) – Exemptions**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 655A(1)(a) and 673(1)(a) of the *Corporations Act 2001* (Cth) (the *Act*).

**Title**

2. This instrument is ASIC Instrument 24-0966.

**Commencement**

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

**Exemption**

4. Myer Holdings Limited ACN 119 085 602 (*Myer*) does not have to comply with subsections 606(1) and 606(2) of the Act.
5. Myer does not have to comply with section 671B of the Act.

**Where this instrument applies**

6. The exemption in paragraph 4 applies where:
  - (a) members of Myer approve at a general meeting the issue of up to 890,500,000 ordinary shares in Myer (*Consideration Shares*) to Premier Investments Limited ACN 006 727 966 (*Premier*) as consideration for the acquisition of Just Group Limited ACN 096 911 410 pursuant to the Share Sale and Implementation Agreement between Premier and Myer;
  - (b) Premier increases its relevant interest in Myer from 31.2% to below 90% as a result of the acquisition of the Consideration Shares pursuant to the Share Sale and Implementation Agreement; and
  - (c) Myer acquires a relevant interest in the Consideration Shares, for the period of time where Premier holds the Consideration Shares, as a result of its negative power of control arising through restricting Premier's ability to dispose of or exercise the votes attached to the Consideration Shares pursuant to the terms of the Share Sale and Implementation Agreement.
7. The exemption in paragraph 5 applies to a substantial holding (as defined in the Act) that arises as a result of subparagraph 6(b) and 6(c).

24-0966

**Cessation**

9. The exemptions shall remain effective, unless otherwise revoked, until the earlier of:
- (a) the day after the Consideration Shares are transferred to Premier Shareholders or the Sale Agent in satisfaction of an in-specie distribution by Premier; and
  - (b) 31 July 2025.

**Interpretation**

10. In this instrument:

*Share Sale Agreement* means the share sale and implementation agreement executed by Myer and Premier dated 29 October 2024, pursuant to which Myer agreed to acquire Just Group Limited ACN 096 911 410 from Premier.

Dated this 23<sup>rd</sup> day of December 2024



Signed by Mario Brce  
as a delegate of the Australian Securities and Investments Commission

24-0967

**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 24-0967.

**Commencement**

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

**Revocation**

4. ASIC Instrument 23-0752 dated 4 October 2023 is revoked.

**Exemption**

5. ASIC exempts iCapital Hong Kong Limited, a company incorporated under the laws of Hong Kong and registered under number BTM925 in the Securities and Futures Commission of Hong Kong Register (the *body*), from the requirement to hold an Australian financial services (*AFS*) licence in the case referred to in Schedule A.

**Cessation**

6. The exemption in paragraph 4 ceases to have effect on the earlier of:
  - (a) sub-paragraph 1(3), of Schedule 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 03/1103] *Hong Kong SFC regulated financial service providers*; 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.
  - (c) the body being notified in writing by ASIC that it is excluded from relying on this instrument.

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**Schedule A**

1. The exemption in paragraph 5 applies where all of the following apply:
  - (a) the body holds a current licence or certificate of registration granted by the Securities and Futures Commission of Hong Kong (*SFC*);
  - (b) the body is either a body corporate incorporated in Hong Kong, or a partnership formed in Hong Kong;
  - (c) the body:
    - (i) is registered under Division 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; or
  - (b) dealing in a financial product,in respect of any of the following financial products:
  - (c) derivatives;

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- (d) foreign exchange contracts;
  - (e) securities;
  - (f) debentures, stocks or bonds issued by a government;
  - (g) managed investment products; or
  - (h) 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 that paragraph 1(a) of Schedule A is satisfied that ASIC has stated in writing is adequate;
  - (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 s659B(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:
    - (i) the deed is irrevocable except with the prior written consent of ASIC;
    - (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;
    - (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;
    - (iv) if the body is not registered under Division 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 SFC or ASIC, it will give or vary written consent and take all other practicable steps to enable and assist the SFC to disclose to ASIC

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and ASIC to disclose to the SFC any information or document that the SFC or ASIC has that relates to the body; and

- (d) written consents to the disclosure by the SFC to ASIC and ASIC to the SFC of any information or document that the SFC or ASIC has that relates to the body. The consents must be in such form (if any) as ASIC specifies in writing.

#### Schedule B

The body must:

1. provide each of the financial services in this jurisdiction in a manner which would comply, so far as is possible, with the Hong Kong regulatory requirements if the financial service were provided in Hong Kong in like circumstances;
2. 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:
  - (a) each significant change to, including the termination of, the licence or registration applying to the body relevant to the financial services the body provides or intends to provide in this jurisdiction; and
  - (b) each significant particular exemption or other relief which the body obtains from the Hong Kong regulatory requirements relevant to the financial services the body provides or intends to provide in this jurisdiction; and
  - (c) each action or investigation of the following kinds taken by the SFC or other overseas regulatory authority against the body in a foreign jurisdiction in relation to the financial services provided in the foreign jurisdiction:
    - (i) significant enforcement action;
    - (ii) significant disciplinary action;
    - (iii) 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
  - (d) 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

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- (ii) the body is regulated by the SFC under Hong Kong laws, which differ from Australian laws; and
- (e) 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 specific 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 s659b(1) of the Act;

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

*Authorised financial institution* has the meaning given in Schedule 1 to the SFO;

*Certificate of registration* means the certificate of registration granted to authorised financial institutions under section 119 of the SFO;

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

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

*Financial product advice* has the meaning given by s9 of the Act;

*Financial services law* has the meaning given by s9 of the Act;

*Foreign exchange contract* has the meaning given by s9 of the Act;

*Hong Kong 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 SFC

*Licence* means a licence granted under section 116 of the SFO or deemed to be granted under sections 22 or 25(b) of Schedule 10 to the SFO;

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



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*Managed investment product* has the meaning given by s9 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 SFC) which regulates financial services and which is established by or for the purposes of a foreign government or legislative body;

*Registration* means registration granted under section 119 of the SFO or deemed to be granted under sections 25(a) or 32 of Schedule 10 to the SFO;

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

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

*SFC* means the Securities and Futures Commission of Hong Kong;

*SFO* means the *Securities and Futures Ordinance 2002* of Hong Kong; and

*Wholesale client* has the meaning given by s9 of the Act.

Dated this 24th day of December 2024.



Signed by Penny Zeinos  
as a delegate of the Australian Securities and Investments Commission

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**Australian Securities and Investments Commission  
Corporations Act 2001 – Paragraph 741(1)(a) – Exemption**

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 24-0968.

**Commencement**

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

**Exemption**

4. US HoldCo and Cover Genius do not have to comply with Parts 6D.2 and 6D.3 of the Act for an offer to issue securities in US HoldCo to existing securityholders of Cover Genius.

**Where this instrument applies**

5. The exemption in paragraph 4 applies to offers by Cover Genius and US HoldCo for US HoldCo to issue securities in US HoldCo to existing security holders of Cover Genius pursuant to the Proposed Transaction, in accordance with a Securityholders' Notice that:
  - (a) is in substantially the same form as the draft Securityholders' Notice provided to ASIC on 13 December 2024; and
  - (b) includes a statement:
    - (i) describing the need for, and effect of, the relief contained in this instrument as it applies to securityholders; and
    - (ii) that the Securityholders' Notice is in substantially the same form as the draft Securityholders' Notice provided to ASIC on 13 December 2024.

**Interpretation**

6. In this instrument:

*US HoldCo* means a Delaware corporation to be incorporated that is proposed to acquire all shares and other equity securities in Cover Genius pursuant to the Proposed Transaction;

*Cover Genius* means Cover Genius Holdings Pty Ltd ACN 635 224 421;

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***Proposed Transaction*** means the proposed ‘top hatting’ restructure of Cover Genius where:

- (a) the existing securityholders of Cover Genius will ‘swap’ their securities in Cover Genius for equivalent securities in US HoldCo in the same proportion and form in which they hold their securities in Cover Genius; and
- (b) Cover Genius will become a wholly-owned subsidiary of US HoldCo; and

***Securityholders’ Notice*** means a notice given to existing securityholders of Cover Genius to inform them about the Proposed Transaction.

Dated this 24<sup>th</sup> day of December 2024



Signed by Adam Prior  
as a delegate for the Australian Securities and Investments Commission

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 January 2025

**Name of Scheme****ARSN**

AP MASTER FUND

602 593 439

AP PROPERTY FUND

602 593 831

LENDLEASE SUB REGIONAL RETAIL FUND

140 572 578

PIE REWARDS FUND

666 548 643

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 third day of January 2025

<b>Name of Company</b>	<b>ARBN</b>
ABERGAVENNY FINE FOODS LIMITED	160 671 992
CANADA CORPORATE HEALTH INC.	628 645 116
COLOCO LIMITED	650 315 058
MY ONLINE SCHOOLING LTD	630 930 022
PROQUEST INFORMATION AND LEARNING LIMITED	102 833 483
SAPUTO INTERNATIONAL INC.	667 792 958
TOTALENERGIES EP ICHTHYS B.V.	160 901 815
ZETA RESOURCES LIMITED	162 902 481

CORPORATIONS ACT 2001  
Section 601CL(5)

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

Dated this third day of January 2025

**Name of Company**

**ARBN**

BW EPIC KOSAN VESSELS ONE PTE. LTD.

629 441 229

BW EPIC KOSAN VESSELS PTE. LTD.

653 463 435

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.

**AZ NEXT GENERATION ADVISORY LIMITED**

ACN 167 960 018 will change to a proprietary company limited by shares. The new name will be AZ NEXT GENERATION ADVISORY PTY LTD ACN 167 960 018.

**NEXSEN PTY LTD** ACN 655 182 497 will change to a public company limited by shares. The new name will be NEXSEN LIMITED ACN 655 182 497.

**LONSDALE FINANCIAL GROUP LIMITED**

ACN 006 637 225 will change to a proprietary company limited by shares. The new name will be LONSDALE FINANCIAL GROUP PTY LTD ACN 006 637 225.

**PROHIBITION LIQUOR CO PTY LTD**

ACN 606 844 919 will change to a public company limited by shares. The new name will be PROHIBITION LIQUOR CO LTD ACN 606 844 919.