



**ASIC**  
Australian Securities &  
Investments Commission

Commonwealth of Australia Gazette  
No. A23/22, Tuesday 07 June 2022

Published by ASIC

# ASIC Gazette

## Contents

Notices under Corporations Act 2001

<b>21-0853</b>	<b>21-0997</b>	<b>22-0413</b>	<b>22-0420</b>	<b>22-0438</b>	<b>22-0441</b>
<b>22-0442</b>	<b>22-0443</b>	<b>22-0456</b>	<b>22-0457</b>	<b>22-0460</b>	<b>22-0461</b>
<b>22-0464</b>	<b>22-0468</b>	<b>22-0477</b>	<b>22-0478</b>		

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](http://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](http://www.asic.gov.au)  
Email [gazette.publisher@asic.gov.au](mailto:gazette.publisher@asic.gov.au)

© Commonwealth of Australia, 2022

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

21-0853

**Australian Securities and Investments Commission  
Corporations Act 2001 — Paragraphs 926A(2)(a) and 992B(1)(a) — Exemption**

**Enabling Legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 926A(2)(a) and 992B(1)(a) of the *Corporations Act 2001 (the Act)*.

**Title**

2. This instrument is ASIC Instrument 21-853.

**Commencement**

3. This instrument commences on 1 November 2021.

**Exemptions**

4. BNP Paribas S.A. (ARBN 000 000 117) (*BNPP*) is exempt from paragraph 984B(1)(a) of the Act to the extent that paragraph requires BNPP to hold property to which Division 3 of Part 7.8 of the Act applies on trust for the benefit of a person (*the client*) who is entitled to it.
5. BNPP is exempt from subsection 912AAC(2) of the Act as notionally inserted by ASIC Class Order [CO 13/1410].

**Where exemptions apply**

6. The exemption in paragraph 4 of this instrument applies where:
  - a. BNPP is an Australian ADI; and
  - b. the property consists of securities; and
  - c. the client is a wholesale client; and
  - d. BNPP holds the property under the terms of a prime brokerage agreement between BNPP and the client; and
  - e. BNPP and the client have agreed in writing that BNPP does not hold the property on trust for the client.

21-0853

7. The exemption in paragraph 5 of this instrument applies where the property is held under an arrangement in relation to which the exemption in paragraph 4 of this instrument applies.

**Interpretation**

8. In this instrument:

*Australian ADI* has the meaning given by section 9 of the Act.

*prime brokerage agreement* means a written agreement under which BNPP makes all of the following services available to the client:

- a. taking money on deposit and making advances of money in the ordinary course of its banking business as an Australian ADI; and
- b. disposing of securities to the client subject to an arrangement to reacquire the same or similar securities from the client at a later time; and
- c. custodial or depository services.

*securities* has the meaning given by subsection 92(1) of the Act.

*wholesale client* has the meaning given by subsection 761G(4) of the Act.

Dated this 8th day of October 2021



Signed by Natalie Boulizos  
as a delegate of the Australian Securities and Investments Commission

21-0997

## Australian Securities and Investments Commission

## Corporations Act 2001 — paragraph 1020F(1)(a) Revocation and Exemption

**Enabling Legislation**

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

**Title**

2. This instrument is ASIC Instrument 21-997.

**Commencement**

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

**Revocation**

4. ASIC revokes ASIC Instrument 20-688.

**Exemption**

5. J.P. Morgan Securities Australia Limited (JPMSAL) does not have to comply with subsection 1020B(2) of the Act in relation to a sale of a security (the **shorted product**) by JPMSAL where all of the following apply:
  - a. a specified market maker makes a market for a financial product;
  - b. the specified market maker issues, acquires or disposes of a financial product (the **hedged product**) in the course of making that market (the **primary transaction**);
  - c. either:
    - (i) the specified market maker enters into a corresponding transaction (the **back-to-back transaction**) with JPMSAL under the terms of:
      - A. the agreement between JPMSAL and Morgan Guaranty Trust Company of New York, on behalf of JPMC, dated 18 July 2001, as amended from time to time; or
      - B. the agreements between JPMSAL, and JPMC and JPMSPLC, dated 29 August 2016 and 30 August 2016, as amended from time to time; or
      - C. the agreements between JPMAG and JPMSPLC dated 29 August 2016, 30 August 2016 (as amended by agreement on 4 July 2017) and 1 October 2018, as amended from time to time; or

21-0997

- D. the agreements between JPMSAL and JPMAG dated 1 October 2018, as amended from time to time; or
  - E. the agreements between JPMSAL and JPMSLLC dated 31 March 2011 as amended from time to time; or
  - F. any other agreement between JPMSAL and JPMC, or between JPMSAL and JPMSPCL, or between JPMSAL and JPMAG, or JPMSAL and JPMSLLC in a form provided to ASIC under condition 11 to which ASIC has not objected within 28 days; or
- (ii) where the specified market maker is JPMC, JPMSLLC or JPMAG, the following occur:
- A. the specified market maker enters into a corresponding transaction (the **back-to-back transaction**) with JPMSPCL under the terms of an agreement referred to in subparagraph 5(c); and
  - B. JPMSPCL transfers the profit and loss of that back-to-back transaction to JPMSAL via a direct income attribution.
- d. the back-to-back-transaction is a bona fide transaction to manage, avoid or limit the financial consequences to the specified market maker of the primary transaction;
  - e. the sale of the shorted product is a bona fide transaction to manage, avoid or limit the financial consequences to JPMSAL of the back-to-back transaction or direct income attribution;
  - f. at the time of the sale of the shorted product, the shorted product is a constituent of the index known as the S&P/ASX 300;
- Note: This index is compiled and calculated by Standard and Poor's, a division of The McGraw-Hill Companies, Inc. Its constituents are subject to change from time to time. Details of the current constituents may be found via <http://www.standardandpoors.com.au/>.
- g. at the time of the sale of the shorted product, JPMSAL believes on reasonable grounds that a securities lending arrangement can be put in place, before the time for delivery of the shorted product, so that a financial product equivalent to the shorted product can be unconditionally vested in the purchaser of the shorted product by the time for delivery; and
  - h. JPMSAL, JPMSPCL, JPMAG, JPMSLLC and JPMC each hold an Australian financial services license that covers making a market in the hedged product or are exempt from the requirement to hold such a license for providing that financial service.

### Conditions of the relief

#### *Securities lending arrangement*

6. When relying on the exemption in paragraph 5, JPMSAL must:

21-0997

- a. by the end of the day (sale day) on which JPMSAL makes the sale of the shorted product:
  - i. have acquired a financial product equivalent to the shorted product; or
  - ii. have entered into a contract to acquire a financial product equivalent to the shorted product where JPMSAL has a right to have that financial product vested in JPMSAL that is conditional only upon all or any of the following:
    - A. payment of the consideration in respect of the acquisition;
    - B. the receipt by JPMSAL of a proper instrument of transfer in respect of the product;
    - C. the receipt by JPMSAL of the documents that are, or are documents of title to, the product; or
  - iii. have entered into a securities lending arrangement in relation to a financial product equivalent to the shorted product,so that the shorted product or an equivalent product can be unconditionally vested in the purchaser of the shorted product by the time for delivery; and
- b. if paragraph (a) has not been satisfied, notify ASIC in writing by 9:00 am on the business day after the sale that paragraph (a) has not been satisfied.

*Positional reporting*

7. Subject to paragraph 10, when relying on the exemption in paragraph 5, JPMSAL must give to ASIC in the form required by ASIC particulars of JPMSAL's short position in relation to the shorted product as at 7:00 pm three reporting days before the day the particulars must be given under paragraph 8.
8. JPMSAL must give the particulars about the short position:
  - a. on or before 9:00 am on the third reporting day after entering into the agreement to sell that causes the short position to occur; and
  - b. on or before 9:00 am on each subsequent reporting day as long as JPMSAL has a short position.
9. Subparagraph 8(b) applies whether or not the particulars about the short position have changed from that given on the previous day.
10. If JPMSAL:
  - a. is required by subsection 1020AB(3) of the Act to give particulars of JPMSAL's short position on a day in relation to a security or product that is in the same class as the shorted product; or
  - b. has a short position in relation to the shorted product on a day that does not exceed the value limit and the volume limit on the day;

21-0997

then JPMSAL does not have to comply with paragraph 7 in relation to the short position.

*Other conditions*

11. JPMSAL must notify ASIC, within 14 days, of any of the following occurrences:
- a. any material change to the terms of an agreement referred to in subparagraph 5(c);
  - b. the entry into any other agreement to replace an agreement referred to in subparagraph 5(c); or
  - c. the replacement of JPMC, JPMAG, JPMSLLC or JPMSPLC with a successor entity.
12. JPMSAL must provide written notice to ASIC within 28 days from the date upon which JPMSAL becomes aware that JPMC, JPMAG, JPMSLLC or JPMSPLC has ceased to conduct the business described in paragraph 6, being the conduct for which this waiver was requested.

**Interpretation**

13. In this instrument:

**direct income attribution** means a system whereby the profit and loss of relevant transactions is calculated on a periodic basis and that profit and loss is then subsequently rebooked from one corporate entity to another.

**JPMAG** means J. P. Morgan A.G. or any successor entity notified to ASIC under paragraph 11 to which ASIC has not objected within 28 days of receiving such notice.

**JPMC** means JP Morgan Chase Bank, National Association or any successor entity notified to ASIC under paragraph 11 to which ASIC has not objected within 28 days of receiving such notice.

**JPMSLLC** means J.P. Morgan Securities LLC or any successor or any successor entity notified to ASIC under paragraph 11 to which ASIC has not objected within 28 days of receiving such notice.

**JPMSPLC** means JP Morgan Securities PLC or any successor entity notified to ASIC under paragraph 11 to which ASIC has not objected within 28 days of receiving such notice.

**makes a market** has the meaning given by section 766D of the Act.

**reporting day** has the meaning given by subregulation 7.9.99(1) of the Corporations Regulations 2001.

**securities lending arrangement** means an arrangement under which:

- a. one entity (the lender) agrees that it will:

21-0997

- i. deliver particular securities, or other financial products to another entity (the **borrower**) or to an entity nominated by the borrower; and
  - ii. vest title in those products in the entity to which they are delivered; and
- b. the borrower agrees that it will, after the lender does the things mentioned in paragraph (a):
- i. deliver the products (or equivalent products) to the lender or to an entity nominated by the lender; and
  - ii. vest title in those products (or those equivalent products) in the entity to which they are delivered.

**short position** has the meaning given by subregulation 7.9.99(2) of the *Corporations Regulations 2001*.

**specified market maker** means JPMC, JPMAG, JPMSLLC or JPMSPLC.

14. In paragraph 10:

- a. the **value limit** in relation to a person for a security or managed investment product that is able to be traded on a financial market is not exceeded on a day if:

$A \times B$

does not exceed \$100,000 where:

A = the person's short position in relation to the security or product as at 7pm on the day.

B = either:

the last sale price for the security or product on the financial market on the day (or, if there is no such price on that day, the last sale price on the financial market); or

- ii. the price determined and published by the operator of the market after the close of trading for the day as the value of the security or product on the day.

- b. the **volume limit** in relation to a person for a security or managed investment product that is able to be traded on a financial market is not exceeded on a day if:

$\frac{A}{B} \times 100$

does not exceed 0.01 where:

A = the person's short position in relation to the security or product as at 7pm on the day.



**21-0997**

B = the total quantity of securities or products in the same class of securities or products on the day.

Dated this 7<sup>th</sup> day of December 2021



Signed by Natalie Boulizos  
as a delegate of the Australian Securities and Investments Commission

22-0413

**Australian Securities and Investments Commission  
Corporations Act 2001 - Paragraphs 741(1)(a), 741(1)(b) and subsection 926A(2) -  
Exemptions and Declaration**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 741(1)(a), 741(1)(b) and subsection 926A(2) of the *Corporations Act 2001 (Act)*.

**Title**

2. This instrument is ASIC Instrument 22-0413.

**Commencement**

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

**Exemptions**

4. GSK and Haleon are exempt from complying with Parts 6D.2 and 6D.3 of the Act.
5. GSK and Haleon are exempt from the requirement of subsection 911A(1) of the Act to hold an Australian Financial Services license.

**Declaration**

6. Chapter 6D of the Act applies to each holder of Haleon Shares as if subsections 707(3), (4), (5) and (6) were omitted.

**Where this instrument applies**

7. The exemption in paragraph 4 applies in relation to the Offer.
8. The exemption in paragraph 5 applies to the provision of General Advice contained in:
  - (a) a prospectus for Haleon prepared pursuant to the rules of the Financial Conduct Authority in relation to the Dividend in Specie; or
  - (b) a circular prepared pursuant to the rules of the Financial Conduct Authority for the purpose of considering the resolution to approve the Dividend in Specie at the general meeting of GSK.
9. The declaration in paragraph 6 applies in relation to a Haleon Shareholder and where the offer for sale of a Haleon Share occurs within 12 months from the date of issue of the Haleon Share pursuant to the Dividend in Specie.

**Interpretation**

10. In this instrument:

22-0413

2

**Dividend in Specie** means the dividend in-specie to be effected by GSK on the terms provided to ASIC on 30 March 2022, as a result of which GSK shareholders are to receive shares in Haleon in proportion to their shareholdings in GSK,

**General Advice** has the meaning given by subsection 766B(4) of the Act.

**GSK** means GlaxoSmithKline plc, a company limited by shares incorporated under the laws of England and Wales.

**Haleon** means Haleon plc, a company limited by shares incorporated under the laws of England and Wales.

**Haleon Shares** means fully paid ordinary shares in Haleon.

**Offer** means the offer for the issue of new Haleon Shares pursuant to the Dividend in Specie.

Dated this 31<sup>st</sup> day of May 2022



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

22-0420

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

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

TO: Gresham Private Equity Limited  
ACN: 084 509 946 ("the Licensee")  
Level 17, 167 Macquarie 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 247102 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 26 May 2022

Signed  .....

Jedo Charles  
A delegate of the Australian Securities and Investments Commission

22-0438

**Australian Securities and Investments Commission**  
**Corporations Act 2001 — Paragraphs 601QA(1)(a), 926A(2), 992B(1)(a) and**  
**1020F(1)(a) — Repeal**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraphs 601QA(1)(a), 911A(2)(l), 926A(2), 992B(1)(a) and 1020F(1)(a) of the *Corporations Act 2001*.

**Title**

2. This instrument is ASIC Instrument 22-438.

**Commencement**

3. This instrument commences on the later of:
  - (a) the date of gazettal; and
  - (b) the date *ASIC Corporations (Foreign Financial Services Provider—Queensland Fidelity and Indemnity Schemes) Instrument 2022/437* commences.

**Repeal**

4. ASIC Class Order [CO 03/1094] is repealed.
5. ASIC Class Order [CO 03/1095] is repealed.
6. ASIC Instrument 04/264 is repealed.
7. ASIC Class Order [CO 04/265] is repealed.
8. ASIC Class Order [CO 04/266] is repealed.
9. ASIC Instrument 05/512 is repealed.
10. ASIC Class Order [CO 05/678] is repealed.
11. ASIC Class Order [CO 05/679] is repealed.
12. ASIC Instrument 05/698 is repealed.
13. ASIC Class Order [CO 06/468] is repealed.
14. ASIC Instrument 06/479 is repealed.
15. ASIC Class Order [CO 08/385] is repealed.
16. ASIC Class Order [CO 09/537] is repealed.

**22-0438**

Dated this 31st day of May 2022



Signed by Rhys Bollen

as delegate of the Australian Securities and Investments Commission

22-0441

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 22-0441.

**Commencement**

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

**Declaration**

4. Chapter 5C of the Act applies to Centuria Property Funds Limited (ACN 086 553 639) in its capacity as responsible entity of Centuria Agriculture Fund I (ARSN 653 947 892) (*the scheme*) and Centuria Agriculture Fund II (ARSN 653 946 402) (*the other scheme*) as if the following provisions of that Chapter were modified or varied:
  - (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 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 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 both schemes.
    - (3) For the purposes of paragraphs 601FC(1)(e), 601FD(1)(d) and 601FD(1)(e), and subsection 601FE(1), an obligation not to 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 both schemes.”;
  - (b) after subsection 208(2) as notionally inserted by section 601LC, insert:

22-0441

“(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) the other scheme or an entity that is wholly owned, whether directly or indirectly, by the other scheme; or
  - (iii) an entity wholly owned, whether directly or indirectly, jointly by the scheme and the other scheme.

(2B) For the purposes of this section:

- (a) an entity is wholly owned by another entity if all of the shares or interests (as applicable) in the first-mentioned entity are held by, or held by a nominee for (in the case of the second-mentioned entity being a company), or form part of the trust property of (in the case of the second-mentioned entity being a trust), 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.”;



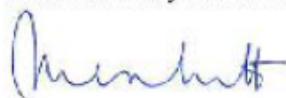
22-0441

- (c) a reference in section 2B(a) to an entity being wholly owned by another entity (Second Entity) (or a wholly owned entity of the Second Entity) includes a reference to being wholly owned by the Second Entity by virtue of multiple applications of section 2B(a) to an entity, and
- (c) insert after section 601FC:
- “601PD Stapled securities**
- For the purposes of this Chapter:
- stapled securities* means two or more financial products including at least one interest in a registered scheme where:
- (a) under the terms on which each of the 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 declaration applies**

5. This declaration applies where each interest in the scheme must, under the terms upon which it is to be traded, only be transferred with an interest in the other scheme.

Dated this 1<sup>st</sup> day of June 2022



Signed by Marie-Christine De Greeff  
as a delegate of the Australian Securities and Investments Commission

22-0442

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 22-0442.

**Commencement**

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

**Declaration**

4. Part 7 of the Act applies to Centuria Property Funds Limited (ACN 086 553 639) in its capacity as responsible entity of Centuria Agriculture Fund I (ARSN 653 947 892) (the Scheme) and Centuria Agriculture Fund II (ARSN 653 946 402) (the other *Scheme*) as if paragraph 1012D(3)(b) were modified or varied as follows
  - a) omit “either:”, substituted “one or more of the following applies:”;
  - b) in subparagraph (i) omit “or” (second occurring);
  - c) in subparagraph (ii) omit “facility.”, substituting “facility.”;
  - d) after subparagraph (ii) insert:
    - “(iii) in a recommendation situation – the advice that constitutes the relevant conduct relates to an offer of managed investment products, under a plan for the reinvestment of at least one of the following:
      - (A) distributions in respect of the managed investment products;
      - (B) distributions in respect of other managed investment product which, under the terms on which they may be traded, must only be transferred together with the managed investment products;
    - (iv) in an issue situation – the offer or issue that constitutes the relevant conduct is an offer or issue of managed investment products, under a plan for the reinvestment of at least one of the following:

22-0442

- (A) distributions in respect of the managed investment products;
- (B) distributions in respect of other managed investment product which, under the terms on which they may be traded, must only be transferred together with the managed investment products.”

**Where this declaration applies**

5. This declaration applies to offers or issues of, and recommendations to acquire, managed investment products in relation to the scheme or managed investment products in relation to the other scheme, under a plan for the reinvestment of distributions in respect of the schemes, where under the terms on which the managed investment products in relation to the scheme and the managed investment products in relation to the other scheme are to be traded, they must only be transferred together.

Dated this 1<sup>st</sup> day of June 2022

Signed by Marie-Christine De Greeff  
as a delegate of the Australian Securities and Investments Commission

22-0443

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

**Enabling legislation**

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

**Title**

2. This instrument is ASIC Instrument 22-0443.

**Commencement**

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

**Declaration**

4. Part 7.9 of the Act applies to Centuria Property Funds Limited ACN 086 553 639 in its capacity as responsible entity of Centuria Agriculture Fund I (ARSN 653 947 892) (the Scheme) and Centuria Agriculture Fund II (ARSN 653 946 402) (the other *Scheme*) as if subsection 1017E(2) as notionally inserted by subregulation 7.9.08(4) of the *Corporations Regulations 2001* were modified or varied as follows:
  - (a) at the beginning of paragraph 1017E(2)(b), insert "subject to paragraph (ba),"; and
  - (b) after paragraph 1017E(2)(b), insert:
    - "(ba) any money may be paid into the account, provided that:
      - (i) money paid to acquire the financial product together with any securities or financial products that must, under the terms on which the financial product is to be traded, be transferred with the financial product; and
      - (ii) any other money to which this section applies; and
      - (iii) interest on the amount from time to time standing to the credit of the account,

is identified and held in accordance with all other provisions of this section; and".

22-0443

**Where this declaration applies**

5. This declaration applies where each interest in the Scheme must, under the terms upon which it is to be traded, only be transferred with an interest in the other Scheme.

Dated this 1<sup>st</sup> day of June 2022

Signed by Marie-Christine De Greeff  
as a delegate of the Australian Securities and Investments Commission



**ASIC**  
Australian Securities &  
Investments Commission

**Australian Securities  
and Investments Commission**

Office address (incl. 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](http://www.asic.gov.au)

**22-0456**

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

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

TO: RBC Investor Services Trust  
ARBN 116 809 824 ("the Licensee")  
Level 47, 2 Park St  
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 295018 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 31 May 2022

Signed .....*GP Mithen*.....

Gerard Mithen  
A delegate of the Australian Securities and Investments  
Commission

22-0457

**Australian Securities and Investments Commission  
Corporations Act 2001 – Subsection 257D(4) – Exemption**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 257D(4) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 22-0457.

**Commencement**

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

**Exemption**

4. ICPF Holdings Limited ACN 610 989 805 (**ICPFHL**) does not have to comply with subsections 257D(1), 257D(2) and 257D(3) of the Act.

**Where this instrument applies**

5. This instrument applies where:
  - (a) all Stapled Securityholders are only 'wholesale clients' as defined under section 761G of the Act;
  - (b) Investa Wholesale Funds Management Limited ACN 149 681 390 (**IWFML**), as responsible entity of ICPF;
    - (i) exercises its discretion afforded under the ICPF Constitution to compulsorily redeem units in Investa Commercial Property Fund (**ICPF**) held by one or more Stapled Securityholders whom IWFML determines are or will no longer be a Wholesale Investor and where such a redemption is completed solely for the purposes of ensuring that ICPF maintains its Wholesale Trust Status; or
    - (ii) conducts a Withdrawal Offer and determines that a Participating Holder will be left with a residual amount of units in ICPF such that they will no longer qualify as a Wholesale Investor, and so exercises its discretion under the ICPF Constitution to redeem all of the Participating Holder's interests in ICPF solely for the purposes of ensuring that ICPF maintains its Wholesale Trust Status;

22-0457

(c) as a result of:

- (i) redeeming units in ICPF in accordance with subparagraph 5(b)(i):
  - A. ICPFHL is required to buy-back ordinary shares in ICPFHL stapled to the relevant ICPF units;
  - B. the buy-back is a selective buy-back under the Act; and
  - C. but for the exemption in paragraph 4 of this instrument, ICPFHL would be required to comply with the selective buy-back provisions in s257D of the Act; or
- (ii) redeeming units in ICPF in accordance with subparagraph 5(b)(ii):
  - A. ICPFHL is required to buy-back ordinary shares in ICPFHL stapled to the relevant ICPF units;
  - B. the buy-back would otherwise be considered an equal access scheme under the Act but for, and is a selective buy-back under the Act solely because, ICPF exercised its discretion to selectively redeem all of a Participating Holder's interests in units in ICPF; and
  - C. but for the exemption in paragraph 4 of this instrument, ICPFHL would be required to comply with the selective buy-back provisions in s257D of the Act.

**Conditions of the relief**

6. The relief in this instrument is conditional upon:

- (a) ICPFHL procuring shareholder approval via a Circulating Resolution by either:
  - i. 75% of the votes cast by shareholders, with no votes being cast in favour of the resolution by any person whose shares are proposed to be bought back or by their associates; or
  - ii. a majority of the votes cast by all ordinary shareholders; and
- (b) ICPFHL sending Stapled Securityholders a Disclosure Statement accompanying the Circulating Resolution;
- (c) ICPFHL's offer to buy back shares complying with the disclosure requirements in s257G of the Act; and
- (d) ICPFHL lodging the notice specified in subparagraph 6(b) of this instrument with ASIC by the specified time in s257F of the Act.



22-0457

**Interpretation**

7. In this instrument:

**Circulating Resolution** means a resolution circulated in writing to ICPFHL's shareholders and approved via signature, rather than at a general meeting of shareholders. For the avoidance of doubt, the Circulating Resolution may be circulated to ICPFHL's shareholders (and signed and approved by such shareholders) electronically.

**Disclosure Statement** is a statement setting out all the information known to ICPFHL that is material to the decision on how to vote on the Circulating Resolution. However, ICPFHL does not have to disclose information if it would be unreasonable to require it to do so because it had previously disclosed the information to its shareholders.

**ICPF Constitution** means the Constitution of ICPF dated 12 July 2021 as in force as at the time of commencement of this instrument.

**Stapled Security** means an ordinary share in ICPFHL stapled to a unit in ICPF.

**Stapled Securityholder** means a holder of a Stapled Security.

**Participating Holder** means a Stapled Securityholder who has elected to participate in a Withdrawal Offer

**Wholesale Trust Status** means status as a wholesale unit trust as defined under the *Duties Act 2001* (Qld).

**Wholesale Investor** is as defined under the *Duties Act 2001* (Qld).

**Withdrawal Offer** means a pro-rata offer made by IWFML as responsible entity of ICPF to Stapled Securityholders, to redeem their units in ICPF in accordance with the requirements of Chapter 5C of the Act.

Dated this 30<sup>th</sup> day of May 2022



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

22-0460


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

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

TO: Wealth Market Pty Ltd  
ACN 128 350 112 ("the Licensee")  
Level 26, 111 Eagle Street  
Brisbane QLD 4000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 482898 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 1 June 2022

Signed  .....

Jedo Charles  
A delegate of the Australian Securities and Investments Commission

22-0461

**Australian Securities and Investments Commission  
Corporations Act 2001 - Subsection 340(1) - Order**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 340(1) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 22-0461.

**Commencement**

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

**Order**

4. Stafford Capital Partners Holdings Pty Limited ACN 628 468 324 (*Company*) does not have to comply with the obligation under section 319 of the Act to lodge a report that the Company has to prepare or obtain under Part 2M.3 of the Act for the financial year that ended on 31 December 2021 (*Relevant Financial Year*).

This paragraph applies until the last day of the annual report extension date.

5. The Company does not have to comply with any of the following obligations under Part 2M.3 of the Act:

- (a) report to its members under section 314 within the time required by section 315;
- (b) send reports to a member of the Company in accordance with a request under subsection 316(1) within the time required by subsection 316(2);

in relation to the Relevant Financial Year.

This paragraph applies until the last day of the reporting to members extension date.

6. For the avoidance of doubt, paragraphs 4 and 5 apply to any obligations or any continuing obligations under sections 315, 316 or 319 of the Act.

**Where this instrument applies**

7. This instrument applies where:
  - a. *ASIC Corporations (Extended Reporting and Lodgment Deadlines – Unlisted Entities) Instrument 2020/395* was in force as at the date of commencement of this instrument; and
8. The Company satisfied ASIC that the Company was unable to complete its financial report, directors' report or auditors' report for the Relevant Financial Year by 31 May

22-0461

2022 due to delays caused by the unexpected classification of the Company as a large proprietary company for the Relevant Financial Year in the circumstances where it was not determined that the Company met the thresholds in subsection 45A(3) of the Act before the end of the Relevant Financial Year.

**Conditions**

9. The Company must:
- (a) ensure that the Company's financial report for the Relevant Financial Year contains an explanation of the relief provided by this instrument;
  - (b) comply with any obligations to which paragraph 4 applies by the annual report extension date; and
  - (c) comply with any obligations to which paragraph 5 applies by the reporting to members extension date.

**Interpretation**

In this instrument:

*annual report extension date* means 30 June 2022

*reporting to members extension date* means 30 June 2022

Dated this 31<sup>st</sup> day of May 2022



Signed by Mitchell Coles  
as a delegate of the Australian Securities and Investments Commission

22-0464

**Australian Securities and Investments Commission  
Corporations Act 2001 - Subsection 340(1) - Order**

**Enabling legislation**

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 340(1) of the *Corporations Act 2001* (the *Act*).

**Title**

2. This Order is ASIC Instrument 22-0464.

**Commencement**

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

**Order**

4. Subject to section 6, to the extent possible by law, subsection 5(3) and subsection 6(2) of *ASIC Corporations (Extended Reporting and Lodgement Deadlines – Unlisted Entities) Instrument 2020/395 (LI 2020/395)* as notionally modified by *ASIC Corporations (Amendment) Instrument 2020/1080 (LI 2020/1080)* applies to the Holding Company and each Group Entity in relation to the Holding Company's and each Group Entity financial year that ended on 31 December 2021 (***Relevant Financial Year***) as follows:

Omit "5 months", substitute "9 months".

5. Subject to section 6, subparagraphs 6(1)(s)(i)(D), 6(1)(s)(ii), 6(1)(s)(iii) and subsection 6(2) of *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* as notionally modified by *ASIC Corporations (Amendment) Instrument 2020/452* and *LI 2020/1080* applies to the Holding Company and each Group Entity in relation to the Relevant Financial Year as follows:

Omit "5 months", substitute "9 months".

6. This Order is of no force or legal effect and does not apply to the Company if the making of the order would be making a legislative instrument within the meaning of the *Legislation Act 2003*.

**Where this instrument applies**

7. This instrument applies where:
  - (a) *LI 2020/395* as notionally modified by *LI 2020/1080* was in force as at the date of commencement of this instrument; and
  - (b) the Holding Company has satisfied ASIC that the Holding Company and each Group Entity were unable to complete its financial report, directors' report or

22-0464

auditors' report for the Relevant Financial Year by 31 May 2022 due to delays caused in whole or in part by the impacts of the COVID-19 pandemic.

**Conditions**

8. The Holding Company must:
  - (a) ensure that the Holding Company's financial report for the Relevant Financial Year contains an explanation of the relief provided by this instrument and any instrument provided to a 'wholly-owned entity' of the Holding Company within the meaning of *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* in relation to the same financial year; and
  - (b) prepare consolidated financial statements in accordance with section 6 of *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* (as modified by section 5 of this instrument) as holding entity for the purposes of one or more of its wholly-owned companies obtaining relief under *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* for the Relevant Financial Year; and
  - (c) comply with any obligations to which subsection 5(3) and subsection 6(2) of *LI 2020/395* as notionally modified by *LI 2020/1080* apply by the Holding Company annual report extension date subject to paragraph (b).
9. Each Group Entity must:
  - (a) comply with the applicable requirements for relief under *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* in relation to its Relevant Financial Year as if the Group Entity had been relying on relief under *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* for the Relevant Financial Year and subparagraphs 6(1)(s)(i)(D), 6(1)(s)(ii), 6(1)(s)(iii) and subsection 6(2) of *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* as notionally modified by *ASIC Corporations (Amendment) Instrument 2020/452* and *LI 2020/1080* had been further modified in the way contemplated by section 5 of the Order and in any event by the Holding Company annual report extension date; and
  - (b) For the avoidance of doubt, to the extent that *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* as notionally modified by *ASIC Corporations (Amendment) Instrument 2020/452* and *LI 2020/1080* imposes a requirement on the holding entity of a group entity or the auditor of the holding entity, the holding entity of the Group Entity and the auditor of the holding entity of the Group Entity must also comply with the relevant requirement as if the Group Entity had been relying on relief under *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* for the Relevant Financial Year and subparagraphs 6(1)(s)(i)(D), 6(1)(s)(ii), 6(1)(s)(iii) and subsection 6(2) of *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* as notionally modified by *ASIC Corporations (Amendment) Instrument 2020/452* and *LI 2020/1080* had been further modified in the way contemplated by section 5 of

22-0464

the Order and in any event by the Holding Company annual report extension date.

**Interpretation**

In this instrument:

*Group Entity* means any one of the following companies:

- (a) PAGAC Urban I (Australia) Pty Ltd ACN 646 153 077
- (b) Unispace Global Pty Ltd ACN 145 608 537

*Holding Company* means PAGAC Urban II (Australia) Pty Ltd ACN 646 152 785

*Holding Company annual report extension date* means 30 September 2022.

Dated 31<sup>st</sup> of May 2022



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

22-0468

**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* (the *Act*).

**Title**

2. This instrument is ASIC Instrument 22-0468.

**Commencement**

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

**Exemption**

4. Zip Co Limited ACN 139 546 428 (*Zip Co*) does not have to comply with Parts 6D.2 and 6D.3 of the *Act*.
5. Each holder of Consideration Shares, the Exchange Agent and the Depository Bank does not have to comply with section 707 of the *Act*.

**Where this instrument applies**

6. The exemption in paragraph 4 of this instrument applies to an offer by Zip Co to issue Consideration Shares to holders of Sezzle Securities (*Offer*) where:
  - (a) prior to the issue of the Consideration Shares, the Registration Statement and all related documents prepared for the stockholder meeting of Sezzle in connection with the Merger are made available to all security holders of Sezzle and given to ASX Limited ACN 008 624 691 (*ASX*);
  - (b) the Offer is made on the terms and conditions set out in the Registration Statement; and
  - (c) Zip Co takes all reasonable steps to ensure that the Merger complies with all applicable laws that, as at the date of the Offer, are in force in the United States of America and the State of Delaware.
7. The exemption in paragraph 5 of this instrument applies to an offer for the sale of Consideration Shares within the previous 12 months after their issue to investors where:
  - (a) the Consideration Shares were issued by Zip Co in connection with the Merger without disclosure under Chapter 6D of the *Act*;



22-0468

- (b) prior to the issue of the Consideration Shares, the Registration Statement and all related documents prepared for the stockholder meeting of Sezzle in connection with the Merger was made available to all security holders of Sezzle and provided to ASX; and
- (c) the shares in Zip Co are quoted on the financial market operated by ASX.

### Interpretation

8. In this instrument:

**ADRs** means American depository receipts, which are receipts issued by an American chartered institutional bank or trust company, evidencing ownership in the underlying securities of a non-United States company.

**Consideration Shares** means shares in Zip Co or ADRs over shares in Zip Co.

**Exchange Agent** means Computershare Trust Company, N.A, a company organised under the laws of the United States of America, or such other bank or trust company appointed as 'exchange agent' in connection with the Merger.

**Depository Bank** means a bank or trust company appointed as 'depository' in respect of the ADRs over shares in Zip Co issued in connection with the Merger.

**Merger** means the proposed merger between Miyagi and Sezzle under the Agreement and Plan of Merger dated 28 February 2022 between Zip Co, Miyagi, and Sezzle and governed by the laws of the State of Delaware and the United States of America, whereby security holders of Sezzle will receive Consideration Shares as consideration for their Sezzle Securities.

**Miyagi** means Miyagi Merger Sub, Inc. a corporation organised under the laws of the State of Delaware, United States of America and a wholly owned subsidiary of Zip Co.

**Registration Statement** means the registration statement on Form F-4 to be initially filed by Zip Co with the SEC in July 2022 in connection with the Merger, as amended and supplemented.

**SEC** means the U.S. Securities and Exchange Commission.

**securities** has a meaning affected by section 700(1) (as modified by ASIC Class Order [CO 14/827]) of the Act.

**Sezzle** means Sezzle Inc., ARBN 63 627 358, a public benefit corporation incorporated under the laws of the State of Delaware, United States of America.

**Sezzle Securities** means securities in Sezzle.

22-0468

Dated this 1<sup>st</sup> day of June 2022

A handwritten signature in black ink, appearing to read 'Brittany Jeffs', written in a cursive style.

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

22-0477

## NOTICE UNDER SECTION 916F OF THE CORPORATIONS ACT 2001

Notice is given under section 916F 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 31 May 2022.

**Australian Securities and Investments Commission*****Corporations Act 2001* section 915C****Notice of cancellation of Australian financial services licence**

To: Epic Property Investments Ltd ACN065 244 168

TAKE NOTICE that under section 915C of the *Corporations Act 2001* (*Corporations Act*), the Australian Securities and Investments Commission hereby cancels Australian financial services licence number 239011 (the Licence) held by Epic Property Investments Ltd ACN065 244 168.

Under section 915H of the *Corporations Act*, ASIC specifies that the Licence continues in effect until 31 December 2022, while cancelled, as though the cancellation had not happened for the purposes of chapters 5C and J of the *Corporations Act*, regarding the provision by Epic Property Investments Ltd of financial services that are reasonably necessary for, or incidental to, the winding up of the Epic Property Investment Fund ARSN 099 555 211 and Epic Diversified Property Fund ARSN 099 566 202.

Further, under s915H of the *Corporations Act*, ASIC specifies that the Licence continues in effect until 31 December 2022, while cancelled, as though the cancellation had not happened for the purpose of s912A(1)(g) to the extent that it requires Epic Property Investments Ltd to have a dispute resolution system complying with s912A(2)(c), which requires Epic Property Investments Ltd to be a member of the AFCA scheme.

Dated this 27<sup>th</sup> day of May 2022

Signed 

Mei-lin Loh  
Delegate of the Australian Securities and Investments Commission

22-0478


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

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

TO: A.C.N. 161 391 386 Pty Limited  
ACN 161 391 386 ("the Licensee")  
Po Box 597  
Wallsend NSW 2287

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 489102 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 2 June 2022

Signed  .....

Jedo Charles  
A delegate of the Australian Securities and Investments Commission

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 June 2022

**Name of Company**

**ARBN**

MOBILEIRON INTERNATIONAL,INC.

160 901 495

PULSE SECURE UK LIMITED

603 198 616

CORPORATIONS ACT 2001  
Subsection 601PA(3)

ASIC may deregister the managed investment scheme(s) listed below two months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this third day of June 2022

**Name of Scheme**

**ARSN**

AVENTUS RETAIL PROPERTY FUND

608 000 764

PIMCO GLOBAL INCOME OPPORTUNITIES TRUST

656 606 674

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.

**COMMERCIAL CREDIT HOLDINGS PTY LTD** ACN 654 459 971 will change to a public company limited by shares. The new name will be COMMERCIAL CREDIT HOLDINGS LIMITED ACN 654 459 971.

**GUOXIN INTERNATIONAL FUND MANAGEMENT LIMITED** ACN 621 541 062 will change to a proprietary company limited by shares. The new name will be GUOXIN INTERNATIONAL FUND MANAGEMENT PTY LTD ACN 621 541 062.

**MIRVAC FINANCE LIMITED** ACN 098 670 136 will change to a proprietary company limited by shares. The new name will be MIRVAC FINANCE PTY LTD ACN 098 670 136.

**MIRVAC SPRING FARM LIMITED** ACN 112 980 971 will change to a proprietary company limited by shares. The new name will be MIRVAC SPRING FARM PTY LTD ACN 112 980 971.

**MIRVAC WHOLESALE INDUSTRIAL DEVELOPMENTS LIMITED** ACN 127 756 692 will change to a proprietary company limited by shares. The new name will be MIRVAC WHOLESALE INDUSTRIAL DEVELOPMENTS PTY LTD ACN 127 756 692.

**ENDEXOME LIMITED** ACN 644 743 046 will change to a proprietary company limited by shares. The new name will be ENDEXOME PTY LIMITED ACN 644 743 046.

**LEEWIN METALS PTY LTD** ACN 656 057 215 will change to a public company limited by shares. The new name will be LEEWIN METALS LTD ACN 656 057 215.

**MIRVAC GROUP FUNDING LIMITED** ACN 119 339 276 will change to a proprietary company limited by shares. The new name will be MIRVAC GROUP FUNDING PTY LTD ACN 119 339 276.

**MIRVAC WHOLESALE FUNDS MANAGEMENT LIMITED** ACN 076 204 727 will change to a proprietary company limited by shares. The new name will be MIRVAC WHOLESALE FUNDS MANAGEMENT PTY LTD ACN 076 204 727.

**MORTGAGE WISDOM AUSTRALIA LTD** ACN 101 118 398 will change to a proprietary company limited by shares. The new name will be MORTGAGE WISDOM AUSTRALIA PTY LTD ACN 101 118 398.