



ASIC
Australian Securities &
Investments Commission

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RIGHTS OF REVIEW

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

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23-0902

**Australian Securities and Investments Commission
Corporations Act 2001 Section 915B****Notice of Cancellation of an Australian Financial Services Licence**

TO: GERRARD & HAO ASSOCIATES PTY LIMITED
ACN 144 041 163 ("the Licensee")
20 Beachview Esplanade
Macmasters Beach NSW 2251

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 486300 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 6 December 2023

Signed 

Jedo Charles
A delegate of the Australian Securities and Investments Commission

23-0947

**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* (the *Act*).

Title

2. This instrument is ASIC Instrument 23-0947.

Commencement

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

Exemption

4. ASIC exempts DNB Bank ASA (the *body*), a body corporate incorporated in Norway (organisation number 984851006) and authorised by Finanstilsynet (the Financial Supervisory Authority of Norway (*FSAN*)), from the requirement to hold an Australian financial services (*AFS*) licence in the case referred to in Schedule A subject to the conditions referred to in Schedule B.

Cessation

5. The exemption in paragraph 4 ceases to have effect on the earlier of:
 - (a) the date specified in subsection 1(3) of Schedule 2 of the ASIC Corporations (Repeal and Transitional) Instrument 2016/396; or
 - (b) the body failing to comply with any written notice given by ASIC directing the body to give to ASIC, within the time specified in the notice, a written statement containing specified information about the financial service business operated by the body in this jurisdiction; or
 - (c) the body being notified in writing by ASIC that it is excluded from relying on this instrument.

Schedule A

1. The exemption in paragraph 4 of this instrument applies where all of the following apply:
 - (a) the body has a current authorisation;
 - (b) the body is a body corporate incorporated in Norway;
 - (c) the body:
 - (i) is registered under Div 2 of Pt 5B.2 of the Act; or

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- (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;
- (g) the body has not notified ASIC that it will not rely on this instrument;
- (h) 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;
 - (iii) making a market for a financial product; or
 - (iv) providing a custodial or depository service;in respect of any of the following financial products:
 - (i) derivatives;
 - (ii) foreign exchange contracts;
 - (iii) securities;
 - (iv) debentures, stocks or bonds issued by a government;
 - (v) interests in a managed investment scheme that is not required to be registered under Chapter 5C of the Act;
 - (vi) managed investment products;
 - (vii) deposit-taking facilities that are not deposit products; or
 - (viii) facilities through which a person makes non-cash payments; and
- (i) Where the body has provided ASIC with all of the following:
 - (i) evidence that paragraph 1(a) of Schedule A is satisfied that ASIC has stated in writing is adequate;
 - (ii) a notice that it will provide the 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 s659B(1) of the Act that applies notwithstanding that the body may have ceased to rely, or never have relied, on this instrument, which provides that:
- (A) the deed is irrevocable except with the prior written consent of ASIC; and
 - (B) the body submits to the non-exclusive jurisdiction of the Australian courts in legal proceedings conducted by ASIC (including under s50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in s659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise; and
 - (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; and
 - (D) if the body is not registered under Div 2 of Pt 5B.2 of the Act, service of process on the body in relation to legal proceedings conducted by ASIC (including under section 50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in s659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise can be effected by service on the agent; and
 - (E) the body covenants that, on written request of either FSAN or ASIC, it will give or vary written consent and take all other practicable steps to enable and assist FSAN to disclose to ASIC and ASIC to disclose to FSAN any information or document that FSAN or ASIC has that relates to the body;
- (iv) written consents to the disclosure by FSAN to ASIC and ASIC to FSAN of any information or document that FSAN or ASIC has that relates to the body. The consents must be in such form (if any) as ASIC specifies in writing.

Schedule B

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

authorisation means all of the following authorisations:

- (a) authorisation as a ‘bank’ pursuant to the *Act on Financial Institutions and Financial Groups 2015 (Norway)*;
- (b) authorisation as an ‘investment firm’ pursuant to the *Act on Securities Trading 2007 (Norway)*;
- (c) authorisation as a ‘depository’ pursuant to the *Act on the Management of Alternative Investment Funds 2014 (Norway)* and/or the *Act on Securities Funds 2011 (Norway)*;

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*;

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

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

financial product has the meaning given by Division 3 of Part 7.1 of the Act;

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

financial service has the meaning given by Division 4 of Part 7.1 of the Act;

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

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

making a market for a financial product has the meaning given by section 766D of the Act;

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

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

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

securities has the meaning given by subsection 92(5) of the Act;

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

Dated this 23rd day of December 2023



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

24-0004

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

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

Title

2. This instrument is ASIC Instrument 24-0004.

Commencement

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

Cessation

4. The exemption in paragraph 5 ceases to have effect on the earlier of:
 - (a) sub-paragraph 1(1) of Sch 2 of the *ASIC Corporations (Repeal and Transitional) Instrument 2016/396* ceasing to have effect in relation to the relief that was provided under ASIC Class Order [CO 03/1100] *US SDC regulated financial service providers*; or
 - (b) Pantheon Ventures (US) LP, a limited partnership formed under the laws of the US State of Delaware and registered with the US Securities and Exchange Commission under number 801-71327 (the *body*), not complying with any written notice given by ASIC directing the body to give to ASIC, within the time specified in the notice, a written statement containing specified information about the financial service business operated by the body in this jurisdiction.

Exemption

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

Schedule A

1. Where all of the following apply:
 - (a) the body is:
 - (i) a registered broker dealer that is a member of the Securities Investor Protection Corporation established under the *Securities Investor Protection Act 1970 (US)* and that is a member of FINRA and FINRA is the body's examining authority; or

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- (ii) a registered broker dealer that is an OTC derivatives dealer within the meaning of Rule 3b-12 promulgated under the Exchange Act who is affiliated within the meaning of that Rule with a registered broker dealer who is a member of FINRA; or
 - (iii) a registered investment adviser;
 - (b) the body is either:
 - (i) a body corporate incorporated in the US or a State of the US; or
 - (ii) a partnership formed in the US or a State of the US;
 - (c) the body:
 - (i) is registered under Div 2 of Pt 5B.2 of the Act; or
 - (ii) has an agent at the time the body first purports to rely on this instrument and, from that time, has not failed to have an agent for any consecutive period of 10 business days;
 - (d) the body's primary business is the provision of financial services;
 - (e) neither the body nor its agent has been notified by ASIC that the body is excluded from relying on this instrument;
 - (f) if the body becomes aware or should reasonably have become aware of matters that give it reason to believe that it has failed, other than in an immaterial respect, to comply with a requirement set out in Schedule B:
 - (i) 15 business days have not passed since the body became so aware or should reasonably have become so aware without the body providing full particulars of the failure to ASIC (to the extent that the body knows those particulars or would have known them if it had undertaken reasonable enquiries); and
 - (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 the following financial services (the *financial services*) in this jurisdiction to wholesale clients (and the body is authorised under US regulatory requirements to provide the financial service in the US):
- (a) providing financial product advice;
- in respect of any of the following financial products (that the body is authorised under US regulatory requirements to provide the financial services on in the US):
- (a) securities;
 - (b) interests in a managed investment scheme that is not required to be registered under Ch 5C of the Act; and
3. Where the body has provided ASIC with all of the following:
- (a) evidence and submissions that paragraph 1(a) of Schedule A is satisfied;
 - (b) a notice that it will provide financial services in this jurisdiction in reliance on this instrument;

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- (c) a deed of the body for the benefit of and enforceable by ASIC and the other persons referred to in s659B(1) of the Act that applies notwithstanding that the body may have ceased to rely, or never have relied, on this instrument, which provides that:
- (i) the deed is irrevocable except with the prior written consent of ASIC; and
 - (ii) the body submits to the non-exclusive jurisdiction of the Australian courts in legal proceedings conducted by ASIC (including under s50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in s659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise; and
 - (iii) the body covenants to comply with any order of an Australian court in respect of any matter relating to the provision of the financial services; and
 - (iv) if the body is not registered under Div 2 of Pt 5B.2 of the Act, service of process on the body in relation to legal proceedings conducted by ASIC (including under section 50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in s659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise can be effected by service on the agent; and
 - (v) the body covenants that, on written request of either the SEC or ASIC, it will give or vary written consent and take all other practicable steps to enable and assist the SEC to disclose to ASIC and ASIC to disclose to the SEC any information or document that the SEC or ASIC has that relates to the body;
- (d) written consents to the disclosure by the SEC to ASIC and ASIC to the SEC of any information or document that the SEC or ASIC has that relates to the body (being consents in such form (if any) as ASIC specifies in writing).

Schedule B

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

Interpretation

In this instrument:

Act means the Corporations Act 2001;

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

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

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

dealing has the meaning given by s9 of the Act;

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

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

financial product has the meaning given by s9 of the Act

financial product advice has the meaning given by s766B of the Act;

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

FINRA means the Financial Industry Regulation Authority of the US;

interest in a managed investment scheme 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 SEC) which regulates financial services and which is established by or for the purposes of a foreign government or legislative body;

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registered broker dealer means a broker dealer registered under s15(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 s203(c) of the *Investment Advisers Act 1940* (US);

SEC means the Securities and Exchange Commission of the US;

securities has the meaning given by s9 of the Act;

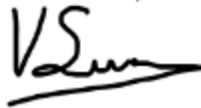
US means the United States of America;

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

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

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

Dated 10 January 2024



Signed by Veronique Simon
as a delegate of the Australian Securities and Investments Commission

24-0005

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

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

Title

2. This instrument is ASIC Instrument 24-0005.

Commencement

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

Cessation

4. The exemption in paragraph 5 ceases to have effect on the earlier of:
 - (a) sub-paragraph 1(1) of Sch 2 of the *ASIC Corporations (Repeal and Transitional) Instrument 2016/396* ceasing to have effect in relation to the relief that was provided under ASIC Class Order [CO 03/1100] *US SEC regulated financial service providers*; or
 - (b) Pantheon Securities, LLC, a limited liability company formed under the laws of the US State of Delaware and registered with the US Securities and Exchange Commission under number 8-69844 (the *body*), not complying with any written notice given by ASIC directing the body to give to ASIC, within the time specified in the notice, a written statement containing specified information about the financial service business operated by the body in this jurisdiction.

Exemption

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

Schedule A

1. Where all of the following apply:
 - (a) the body is:
 - (i) a registered broker dealer that is a member of the Securities Investor Protection Corporation established under the *Securities Investor Protection Act 1970 (US)* and that is a member of FINRA and FINRA is the body's examining authority; or

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

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- (b) a notice that it will provide financial services in this jurisdiction in reliance on this instrument;
- (c) a deed of the body for the benefit of and enforceable by ASIC and the other persons referred to in s659B(1) of the Act that applies notwithstanding that the body may have ceased to rely, or never have relied, on this instrument, which provides that:
 - (i) the deed is irrevocable except with the prior written consent of ASIC; and
 - (ii) the body submits to the non-exclusive jurisdiction of the Australian courts in legal proceedings conducted by ASIC (including under s50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in s659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise; and
 - (iii) the body covenants to comply with any order of an Australian court in respect of any matter relating to the provision of the financial services; and
 - (iv) if the body is not registered under Div 2 of Pt 5B.2 of the Act, service of process on the body in relation to legal proceedings conducted by ASIC (including under section 50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in s659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise can be effected by service on the agent; and
 - (v) the body covenants that, on written request of either the SEC or ASIC, it will give or vary written consent and take all other practicable steps to enable and assist the SEC to disclose to ASIC and ASIC to disclose to the SEC any information or document that the SEC or ASIC has that relates to the body;
- (d) written consents to the disclosure by the SEC to ASIC and ASIC to the SEC of any information or document that the SEC or ASIC has that relates to the body (being consents in such form (if any) as ASIC specifies in writing).

Schedule B

1. The body must provide the financial services in this jurisdiction in a manner which would comply, so far as is possible, with the US regulatory requirements if the financial service were provided in the US in like circumstances.
 2. The body must:
 - (a) notify ASIC, as soon as practicable and in any event within 15 business days after the body became aware or should reasonably have become aware, and in such form if any as ASIC may from time to time specify in writing, of the details of:
 - (i) each significant change to, including the termination of, the registration as a registered broker dealer applying to the body relevant to the financial services the body provides or intends to provide in this jurisdiction; and
 - (ii) each significant particular exemption or other relief which the body obtains from the US regulatory requirements relevant to the financial services the body provides or intends to provide in this jurisdiction; and
 - (iii) each action or investigation of the following kinds taken by the SEC or other overseas regulatory authority against the body in a foreign jurisdiction in relation to financial services provided in the foreign jurisdiction:
-

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- (A) significant enforcement action;
 - (B) significant disciplinary action;
 - (C) significant investigation (unless, after having taken reasonable steps to enable notification to be given to ASIC, the body is prohibited by law from giving such notification but only to the extent of the prohibition); and
- (b) provide written disclosure to all persons to whom the financial services are provided in this jurisdiction (before the financial services are provided) containing prominent statements to the following effect:
- (i) the body is exempt from the requirement to hold an AFS licence under the Act in respect of the financial services; and
 - (ii) the body is regulated by the SEC under US laws, which differ from Australian laws.

Interpretation

In this instrument:

Act means the Corporations Act 2001;

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

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

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

dealing has the meaning given by s9 of the Act;

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

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

financial product has the meaning given by s9 of the Act

financial product advice has the meaning given by s766B of the Act;

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

FINRA means the Financial Industry Regulation Authority of the US;

interest in a managed investment scheme 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 SEC) which regulates financial services and which is established by or for the purposes of a foreign government or legislative body;

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registered broker dealer means a broker dealer registered under s15(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 s203(c) of the *Investment Advisers Act 1940* (US);

SEC means the Securities and Exchange Commission of the US;

securities has the meaning given by s9 of the Act;

US means the United States of America;

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

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

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

Dated 10 January 2024



Signed by Veronique Simon
as a delegate of the Australian Securities and Investments Commission

24-0021

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

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 24-0021.

Commencement

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

Declaration

4. ASIC declares that Part 7.9 of the Act applies to JLT Risk Solutions Pty Ltd (ACN 009 098 864) (*JLT*) as if subsection 1013D(1) of the Act were modified or varied by omitting paragraph (m).

Where declaration applies

5. The declaration in paragraph 4 applies in relation to a Product Disclosure Statement (*PDS*), where required by Division 2 of Part 7.9 of the Act or regulation 7.9.07CA of the Corporations Regulations 2001, for Protection provided under the Funds, where the PDS:
 - a. specifies any significant factors that will affect any significant benefits associated with the Protection and includes an explanation of the impact of each of those factors on the benefits; and
 - b. includes information about the circumstances in which, and the way in which, the significant benefits are provided under the Protection.
 - a. specifies any significant factors that will affect the cost of acquiring cover under the Protection and includes an explanation of the impact of each of those factors on the cost of acquiring cover; and
 - b. includes information about any excess or deductible, however described, that applies in relation to a claim under the Protection.

Interpretation

6. In this instrument:

Discretionary mutual fund has the meaning given in subsections 5(5) and (6) of the *Financial Sector (Collection of Data) Act 2001*.

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Funds means the Statewide Mutual Liability Scheme and the LGA Asset Mutual Fund

LGA Asset Mutual Fund means a discretionary mutual fund that is:

- a. operated by JLT;
- b. offers membership to South Australian local councils and associated local government related entities; and
- c. offers Protection to its members.

Managed investment scheme has the meaning given in section 9 of the *Corporations Act 2001*.

Protection means membership and the rights to cover under a mutual risk product (or interest in a managed investment scheme) that is made available to members of the Funds by virtue of membership with the Funds.

Statewide Mutual Liability Scheme means a discretionary mutual fund that is:

- a. operated by JLT;
- b. offers membership to NSW local councils and associated local government related entities; and
- c. offers Protection to its members.

Dated this 8th day of January 2024



Signed by Kim Xuan Huynh
as a delegate of the Australian Securities and Investments Commission

24-0029



**CORPORATIONS ACT
SECTION 657A
DECLARATION OF UNACCEPTABLE CIRCUMSTANCES**

SOUTHERN CROSS MEDIA GROUP LIMITED

CIRCUMSTANCES

1. Southern Cross Media Group Limited (**Southern Cross**) and ARN Media Limited (**ARN**) are ASX listed companies.
2. Allan Gray Australia Pty Limited (**Allan Gray**) is a fund manager.
3. As at market close on 19 June 2023, Allan Gray had a relevant interest and voting power in 21.71%¹ of Southern Cross. At this time, Allan Gray also had a relevant interest and voting power in 20.04% of ARN.
4. After market close on 19 June 2023, ARN acquired a total of 35,505,074 Southern Cross shares (**ARN Acquisition**) from various Southern Cross shareholders including Allan Gray, consequently obtaining a relevant interest and voting power in 14.8% of Southern Cross.
5. As a result of the ARN Acquisition, Allan Gray's relevant interest and voting power in Southern Cross increased from 21.71% to 31.24%, comprising:
 - (a) 16.44% by operation of section 608(1)² through Allan Gray's direct holding of Southern Cross shares and
 - (b) 14.8% by operation of section 608(3)(a) through Allan Gray's relevant interest in ARN,other than as permitted by one of the exceptions in section 611³, resulting in 6.83% of Southern Cross shares having been acquired by ARN in contravention of section 606.
6. Allan Gray did not give details of its deemed relevant interest in 14.8% of Southern Cross shares as required by section 671B.

¹ Unless otherwise indicated, all percentages have been rounded to two decimal places

² Unless otherwise indicated, all statutory references are to the *Corporations Act 2001* (Cth), and all terms used in Chapters 6 to 6C have the meaning given in the relevant Chapter (as modified by ASIC)

³ Allan Gray was permitted to acquire voting power of up to 24.41% in Southern Cross under item 9 of section 611 at that time

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7. On 7 July 2023 and 24 October 2023, Allan Gray acquired 130,422 Southern Cross shares and 62,317 Southern Cross shares respectively other than as permitted by one of the exceptions in section 611, resulting in further contraventions of section 606.
8. On 18 October 2023, ARN announced that a consortium comprising ARN and Anchorage Capital Partners Pty Limited had submitted a non-binding indicative offer to acquire 100% of Southern Cross via a scheme of arrangement.

CONCLUSION

9. It appears to the Panel that the circumstances are unacceptable circumstances:
 - (a) because they constituted or gave rise to contraventions of section 606 and section 671B and/or
 - (b) in relation to the contravention of section 606 arising from the ARN Acquisition only, having regard to the effect that the Panel is satisfied they have had, are having, will have or are likely to have on:
 - (i) the control, or potential control, of Southern Cross or
 - (ii) the acquisition, or proposed acquisition, by a person of a substantial interest in Southern Cross.
10. The Panel considers that it is not against the public interest to make a declaration of unacceptable circumstances. It has had regard to the matters in section 657A(3).

DECLARATION

The Panel declares that the circumstances constitute unacceptable circumstances in relation to the affairs of Southern Cross.



Tania Mattei
General Counsel
with authority of Michael Borsky KC
President of the sitting Panel
Dated 22 November 2023

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Australian Government

Takeovers Panel

**CORPORATIONS ACT
SECTION 657D
ORDERS****SOUTHERN CROSS MEDIA GROUP LIMITED**

The Panel made a declaration of unacceptable circumstances on 22 November 2023.

THE PANEL ORDERS

1. The Sale Shares are vested in the Commonwealth on trust for ARN.
2. ASIC must:
 - (a) sell the Sale Shares in accordance with these orders and
 - (b) account to ARN for the proceeds of sale, net of the costs, fees and expenses of the sale and any costs, fees and expenses incurred by ASIC and the Commonwealth (if any).
3. ASIC must:
 - (a) retain an Appointed Seller to conduct the sale and
 - (b) instruct the Appointed Seller:
 - (i) to use the most appropriate sale method to secure the best available sale price for the Sale Shares that is reasonably available at that time in the context of complying with these orders, including the stipulated timeframe for the sale and the requirement that none of ARN or its associates may acquire, directly or indirectly, any of the Sale Shares other than on market
 - (ii) to provide to ASIC a statutory declaration that, having made proper inquiries, the Appointed Seller is not aware of any interest, past, present, or prospective which could conflict with the proper performance of the Appointed Seller's functions in relation to the disposal of the Sale Shares
 - (iii) unless the Appointed Seller sells Sale Shares on market, that it obtains from any prospective purchaser of Sale Shares a statutory declaration that the prospective purchaser is not associated with ARN or its associates and
 - (iv) to dispose of all of the Sale Shares within 3 months from the date of its engagement.

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4. The Company and ARN must do all things necessary to give effect to these orders, including:
 - (a) doing whatever is necessary to ensure that the Commonwealth is registered with title to the Sale Shares in the form approved by ASIC and
 - (b) until the Commonwealth is registered, complying with any request by ASIC in relation to the Sale Shares.
5. None of ARN or its associates may, directly or indirectly, acquire any of the Sale Shares other than on market.
6. Neither Allan Gray nor any of its associates may take into account any relevant interest or voting power that any of them or their respective associates had, or have had, in any of the Sale Shares or any of the shares referred to in paragraph 7 of the Declaration when calculating the voting power referred to in Item 9(b) of section 611¹ of a person six months before an acquisition exempted under Item 9 of section 611.
7. Nothing in these orders obliges ASIC to invest, or ensure interest accrues on, any money held in trust under these orders.
8. Orders 2, 3, 4, and 5 come into effect three business days after the date of these orders. All other orders come into effect immediately.

Interpretation

9. In these orders the following terms apply.

Appointed Seller	an investment bank or stock broker
ARN	ARN Media Limited
ASIC	Australian Securities and Investments Commission, as agent of the Commonwealth
Declaration	the Panel's declaration of unacceptable circumstances in these proceedings dated 22 November 2023
on market	in the ordinary course of trading on Australian Securities Exchange and not by crossing or special crossing
Sale Shares	16,376,774 ordinary shares in the issued capital of Company held by ARN

¹ Unless otherwise indicated, all statutory references are to the *Corporations Act 2001* (Cth) and all terms used in Chapter 6 or 6C have the meaning given in the relevant Chapter (as modified by ASIC)

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the Company

Southern Cross Media Group Limited



Tania Mattei
General Counsel
with authority of Michael Borsky KC
President of the sitting Panel
Dated 4 December 2023

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 twelfth day of January 2024

Name of Scheme**ARSN**

ANZ MORTGAGE FUND	090 385 167
ANZ OA ONEPATH INCOME PLUS TRUST	104 468 573
ANZ OA ONEPATH MORTGAGE TRUST	104 469 427
AUSTRALIAN NEW HORIZONS FUND	093 518 131
INCOME PLUS TRUST	089 037 856
MONTHLY INCOME TRUST	089 038 924
ONEPATH AJ MORTGAGE FUND	089 940 401

CORPORATIONS ACT 2001
Subsection 601CC(4)

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

Dated this twelfth day of January 2024

Name of Company

ARBN

THE WORLD APOSTOLATE OF FATIMA AUSTRALIA INC.

133 185 912

1ST AUSTRALIAN CIVIL AFFAIRS UNIT ASSOCIATION INCORPORATED

137 608 130

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 twelfth day of January 2024

Name of Company**ARBN**

A.M. BEST ASIA-PACIFIC LIMITED	150 375 287
HONG KONG AIRLINES LIMITED	605 828 475
MOVINGIT LIMITED	651 065 584
NAVISTAR INTERNATIONAL SOUTHERN AFRICA (PTY) LTD	602 702 849
PLEX GMBH	609 611 556
PROMOTIONAL WORLD LIMITED	612 412 192
SUMMIT LIGHT VENTURES LTD	165 508 298

CORPORATIONS ACT 2001
Section 601CL(5)

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

Dated this twelfth day of January 2024

Name of Company

ABN

UPSTREAM HOLDING CO., LLC

659 895 913

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.

HAMPTON METALS LTD ACN 653 463 668 will change to a proprietary company limited by shares. The new name will be HAMPTON METALS PTY LTD ACN 653 463 668.

PREMIER COAL LIMITED ACN 008 672 599 will change to a proprietary company limited by shares. The new name will be PREMIER COAL PTY LTD ACN 008 672 599.

ORPHEUS URANIUM NL ACN 008 084 848 will change to a public company limited by shares. The new name will be ORPHEUS URANIUM LIMITED ACN 008 084 848.