



ASIC
Australian Securities &
Investments Commission

Commonwealth of Australia Gazette

No. A07/22, Tuesday 15 February 2022

Published by ASIC

ASIC Gazette

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RIGHTS OF REVIEW

Persons affected by certain decisions made by ASIC under the *Corporations Act 2001* and the other legislation administered by ASIC may have rights of review. ASIC has published Regulatory Guide 57 *Notification of rights of review (RG57)* and Information Sheet *ASIC decisions – your rights (INFO 9)* to assist you to determine whether you have a right of review. You can obtain a copy of these documents from the ASIC Digest, the ASIC website at www.asic.gov.au 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
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21-1055

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 926A(2)(a) – Exemption**

Enabling legislation

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

Title

2. This instrument is ASIC Instrument 21-1055.

Commencement

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

Exemption

4. Flow Traders Hong Kong Limited (the *body*), a company incorporated in Hong Kong (Company No. 2503247) is exempt from the requirement to hold an Australian financial services licence in the case referred to in Schedule A.

Cessation

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

Schedule A

1. The exemption in paragraph 4 applies where all of the following apply:
 - (a) the body has a current licence or certificate of registration;
 - (d) the body is either a body corporate incorporated in Hong Kong or a partnership formed in Hong Kong;
 - (e) the body is registered under Division 2 of Part 5B.2 of the Act;

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- (f) the body's primary business is the provision of financial services;
- (g) neither the body nor its Agent has been notified by ASIC that the body is excluded from relying on this instrument;
- (h) 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;
- (i) the body has not notified ASIC that it will not rely on this instrument;
- (j) where the body provides any of the following financial services (the *financial services*) in this jurisdiction to wholesale clients:
 - (i) dealing in a financial product; or
 - (ii) making a market for a financial product;in respect of any of the following financial products:
 - (A) derivatives;
 - (B) foreign exchange contracts (to the extent that the body is permitted to under the exemption under the meaning of 'leveraged foreign exchange trading' of Schedule 5 in the SFO);
 - (C) securities;
 - (D) debentures, stocks or bonds issued by a government;
 - (E) managed investment products, excluding investor directed portfolio services; or
 - (F) interests in a managed investment scheme that is not required to be registered under Chapter 5C of the Act; and
- (k) 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 financial services in this jurisdiction in reliance on this instrument; and

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- (iii) a deed of the body for the benefit of and enforceable by ASIC and the other persons referred to in subsection 659B(1) of the Act that applies notwithstanding that the body may have ceased to rely, or never have relied, on this instrument, which deed provides that:
- (A) the deed is irrevocable except with the prior written consent of ASIC;
 - (B) the body submits to the non-exclusive jurisdiction of the Australian courts in legal proceedings conducted by ASIC (including under section 50 of the ASIC Act) and, in relation to proceedings relating to a financial services law, by any person referred to in subsection 659B(1) of the Act and whether brought in the name of ASIC or the Crown or otherwise;
 - (C) the body covenants to comply with any order of an Australian court in respect of any matter relating to the provision of the financial services;
 - (D) the body covenants that, on written request of either the SFC or ASIC, it will give or vary written consent and take all other practicable steps to enable and assist the SFC to disclose to ASIC and ASIC to disclose to the SFC any information or document that the SFC or ASIC has that relates to the body; and
- (iv) written consents to the disclosure by the SFC to ASIC and ASIC to the SFC of any information or document that the SFC or ASIC has that relates to the body. The consents must be in such form (if any) as ASIC specifies in writing.

Schedule B

1. The body must:
 - (a) provide each of the financial services in this jurisdiction in a manner which would comply, so far as is possible, with the HK regulatory requirements if the financial service were provided in Hong Kong in like circumstances;
 - (b) notify ASIC, as soon as practicable and in any event within 15 business days after the body became aware or should reasonably have become aware, and in such form if any as ASIC may from time to time specify in writing, of the details of:
 - (i) each significant change to, including the termination of, the licence or registration 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 HK 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 SFC or other overseas regulatory authority against the body in a foreign

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jurisdiction in relation to financial services provided in the foreign jurisdiction:

- (A) significant enforcement action;
 - (B) significant disciplinary action;
 - (C) significant investigation (unless, after having taken reasonable steps to enable notification to be given to ASIC, the body is prohibited by law from giving such notification but only to the extent of the prohibition); and
- (c) provide written disclosure to all persons to whom the financial services are provided in this jurisdiction (before the financial services are provided) containing prominent statements to the following effect:
- (i) the body is exempt from the requirement to hold an Australian financial services licence under the Act in respect of the financial services; and
 - (ii) the body is regulated by the SFC under HK laws, which differ from Australian laws; and
- (d) if ASIC gives the body a written notice directing the body to lodge with ASIC, within the time specified in the notice, a written statement containing specified information about any financial service provided by the body in this jurisdiction—comply with the notice.

Interpretation

In this instrument:

Act means the *Corporations Act 2001*;

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

Agent means a natural person resident in this jurisdiction or a company, whose name and address were last notified to ASIC by the body for the purposes of this instrument, and who is authorised to accept on the body's behalf, service of process from ASIC and, in relation to proceedings relating to a financial services law, from any person referred to in subsection 659B(1) of the Act;

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

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

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

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

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;

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

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

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

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

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

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

securities has the meaning given by section 761A of the Act;

SFC means the Securities and Futures Commission of Hong Kong;

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

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

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

Dated this 19 of January 2022



Signed by Jacqueline Cochrane
as a delegate of the Australian Securities and Investments Commission

22-0002

**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 (*Act*).

Title

- 2 This instrument is ASIC Instrument 22-0002.

Commencement

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

Exemption

- 4 JB Hi-Fi Limited (ACN 093 220 136) (*Company*) 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 in relation to the off-market tender buy-back to be made available to all Shareholders (other than Excluded Foreign Shareholders and any Restricted Employee Shareholders) commencing on or around 7 March 2022 which:
- (a) is substantially on the terms contemplated in the Buy-Back Invitation;
 - (b) complies with the conditions in subsection 257B(2) of the Act, subject to subsection 257B(3) of the Act, except that:
 - (i) the Company does not comply with paragraph 257B(2)(a) of the Act but rather the Buy-Back Invitations relate only to Shares;
 - (ii) the Company does not comply with paragraph 257B(2)(b) of the Act but rather invites all Shareholders (other than Excluded Foreign Shareholders and any Restricted Employee Shareholder) to offer for sale their Shares to the Company in accordance with the terms and conditions of the Buy-Back Invitations;
 - (iii) the Company does not comply with paragraph 257B(2)(c) of the Act but rather all Shareholders (other than Excluded Foreign Shareholders and any Restricted Employee Shareholder) have a reasonable opportunity to offer for sale their Shares as set out in paragraph 5(b)(i) above;
 - (iv) the Company does not comply with paragraph 257B(2)(d) of the Act but rather the buy-back agreements are not entered into until after the Tender Period has closed; and
 - (v) the Company does not comply with paragraph 257B(2)(e) of the Act but rather the Buy-Back Invitation is to be made to all Shareholders (other than Excluded Foreign Shareholders and any Restricted Employee

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Shareholder) for those holders to tender their Shares for sale to the Company and for the Company to buy-back those Shares subject to:

- (A) each Shareholder having the ability to nominate a maximum number of Shares they wish to offer for sale to the Company;
 - (B) if a Shareholder holds both Shares and Restricted Employee Shares, the Company only accepting tenders in respect of the number of Shares that they hold;
 - (C) if the Shareholder holds 100 Shares or fewer they must tender all their Shares (at one Tender Price or as a Final Price Tender) if they wish to participate in the buy-back;
 - (D) if the Shareholder holds more than 100 Shares, they may tender any number of Shares they hold (at one or more Tender Prices or as a Final Price Tender), subject to a minimum of 100 Shares (in aggregate) and a maximum of the number shown on their Tender Form; and
 - (E) each Shareholder having an option to nominate a minimum price condition in relation to their tender(s);
- (vi) the Company does not comply with paragraph s257B(2)(e) of the Act but rather the Buy-Back Invitation need not be made to Excluded Foreign Shareholders or any Restricted Employee Shareholders and any tender received from an Excluded Foreign Shareholder or any Restricted Employee Shareholder need not be accepted by the Company.

Conditions

- 6 The Company must ensure that the Buy-Back Invitation includes a term that:
- (a) if, at the close of the Tender Period, the Company has received tenders that in aggregate are more than the Buy-Back Amount:
 - (i) the Company will buy back Shares up to the Buy-Back Amount (or such lesser number as the Company may determine); and
 - (ii) the number of Shares in each eligible Shareholder's tender that will be bought back will be reduced in accordance with the Scale-back Mechanism; and
 - (b) the Buy-Back Price will be calculated by applying the Buy-Back Discount selected by the Company to the Market Price following the end of the Tender Period.

Interpretation

- 7 In this instrument:

ASX means ASX Limited (ABN 98 008 624 691) or the financial market that it operates, as applicable.

Buy-Back Amount means the number of Shares that the Company decides to buy-back, provided that the number of Shares that the Company buys back, when combined with other

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Shares bought back by the Company during the 12 months before the date on which the Company buys back the Shares, does not exceed 10% of the smallest number of votes attaching to Shares on issue at any time during the 12 months before the date on which the Company buys back the Shares.

Buy-Back Booklet means the document to be lodged on or about 14 February 2022, being in substantially the same form as the booklet provided by the Company to ASIC on 31 December 2021.

Buy-Back Discount means the tender discount selected by the Company in accordance with the Buy-Back Booklet, being the largest Tender Discount in the range of 8% to 14% inclusive (at 1% intervals), which will enable the Company to buy back the Buy-Back Amount.

Buy-Back Invitation means the invitation by the Company to its eligible Shareholders to offer to sell Shares to the Company as set out in the Buy-Back Booklet.

Buy-Back Price means the price per Share at which the Company will buy back Shares tendered in accordance with the Buy-Back Invitation. The Buy-Back Price is determined by applying the Buy-Back Discount selected by the Company to the Market Price.

Excluded Foreign Shareholder means any person who:

- (a) holds Shares and to whom the Company would be prohibited from paying money pursuant to any act, rule or regulation of Australia which prohibits the Company from making payments to foreign persons; or
- (b) does not have a registered address in Australia or New Zealand and holds Shares and resides in a jurisdiction where it would be illegal under the laws of that jurisdiction to permit shareholders residing in that jurisdiction to receive a Buy-Back Invitation, or to participate in the buy-back (or which has laws which the Company determines it would be impractical for it to comply with in order to permit shareholders residing in that jurisdiction to receive a Buy-Back Invitation, or to participate in the buy-back); or
- (c) is acting on behalf or for the account of a person who holds Shares and resides in a jurisdiction outside of Australia or New Zealand where it would be illegal under the laws of that jurisdiction to permit such person residing in that jurisdiction to permit such person residing in that jurisdiction to receive a Buy-Back Invitation, or to participate in the buy-back, for a shareholder (or which has laws which the Company determines would be impractical for it to comply with in order to permit shareholders residing in that jurisdiction to receive a Buy-Back Invitation, or to participate in the buy-back for a shareholder).

For the avoidance of doubt, Excluded Foreign Shareholders include any person who is (or who is acting on behalf of or for the account of a person who is) in the United States, a US Person or a resident of Canada.

Final Price Tender means a tender in an eligible Shareholder elects to receive the Buy-Back Price determined in accordance with the Buy-Back Invitation.

Market Price means the VWAP of the Company's ordinary shares on ASX over the five trading days up to and including the date the Tender Period closes, as determined by the Company.

Priority Allocation means, in the event of a scale-back, the first 100 Shares successfully tendered by each eligible Shareholder that the Company will buy back, or such lesser number of Shares as determined by the Company.

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Record Date means the record date for eligibility to participate in the buy-back, as determined by the Company and set out in the Buy-Back Invitation, being on or around 25 February 2022.

Restricted Employee Shareholder means any shareholder who holds only Restricted Employee Shares.

Restricted Employee Shares means fully paid ordinary shares in the Company held pursuant to an employee share plan or executive share plan where, as at the Record Date, under the terms of the employee share plan or executive share plan, the holder would not be entitled to sell those shares to the Company pursuant to the Buy-Back Invitation.

Scale-Back Mechanism means the reduction of Shares bought back by the Company on the terms set out in the Buy-Back Booklet and to be applied to successful tenders from eligible Shareholders on a substantially pro-rata basis except that it will not apply to successful tenders from Small Holders.

Shareholder means a person who holds Shares at the Record Date.

Shares means fully paid ordinary shares in the capital of the Company (other than Restricted Employee Shares).

Small Holder means an eligible Shareholder who holds 40 Shares or fewer as at the Record Date and an eligible Shareholder who would hold 40 Shares or fewer if the Scale-Back Mechanism were applied to their tender.

Tender Discount means one of the specified tender discounts to the Market Price (from 8% to 14% inclusive at 1% intervals) as set out in the Tender Form.

Tender Form means the form of offer by an eligible Shareholder to sell their nominated Shares to the Company, which is enclosed with the Buy-Back Invitation (and includes any form of offer amended in accordance with the procedures set out in the Buy-Back Booklet).

Tender Period means the period within which eligible Shareholders may lodge, withdraw or amend a tender in accordance with the procedures set out in the Buy-Back Invitation.

US Person has the meaning given by Regulation S under the United States' Securities Act of 1933, as at the date of this instrument.

VWAP for a share over a period means the volume weighted average price of all trades on the ASX including the closing single price auction, but excluding not "at market" trades (e.g. any transactions defined in the operating rules of the ASX as special crossings, crossings prior to the commencement of the open session state, crossings during overnight trading, overseas trades, trades pursuant to the exercise of options over shares, and any other trades that the directors of the Company determine to exclude on the basis that the trades are not fairly reflective of natural supply and demand).

Dated this 10th of February 2022



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

22-0024

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Frank Bongiorno
ABN 52 489 481 536 ("the Licensee")
6 Twakurra Street
RYE VICTORIA 3941

Pursuant to paragraph 915B(1)(e) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 404910 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 8 February 2022

Signed *N Vonarx*
.....
Nicholas Vonarx
A delegate of the Australian Securities and Investments Commission

22-0046

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Mutual Brokers Pty. Limited
ACN 008 602 266 ("the Licensee")
Level 1
3-5 Phipps Place
DEAKIN ACT 2600

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 243387 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 4 February 2022



Signed

Chun Kei Marco Lam
A delegate of the Australian Securities and Investments Commission

22-0047

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

Notice of Cancellation of an Australian Financial Services Licence

TO: Milne Alexander Pty Ltd
ACN 089 060 524 ("the Licensee")
Level 12
80 Pacific Highway
NORTH SYDNEY NSW 2060

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 277932 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 4 February 2022



Signed

Chun Kei Marco Lam
A delegate of the Australian Securities and Investments Commission

CORPORATIONS ACT 2001
Subsection 601PB(2)

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

Dated this eleventh day of February 2022

Name of Scheme

ARSN

MG UNIT TRUST	606 103 637
PANAGORA DYNAMIC GLOBAL EQUITY (EX TOBACCO) FUND	608 352 594
SESTANTE GLOBAL MACRO FUND	619 981 752

CORPORATIONS ACT 2001
Section 601CC(3)

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

Dated this eleventh day of February 2022

Name of Company

ARBN

BEDFORD GROUP INCORPORATED

128 886 840

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 eleventh day of February 2022

Name of Company	ARBN
C.T.I. INDUSTRIES, INC.	624 895 709
NATIONAL OILWELL VARCO PTE. LTD.	054 509 009
THE ASAHI SHIMBUN COMPANY	164 707 840

CORPORATIONS ACT 2001
Section 601CL(5)

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

Dated this eleventh day of February 2022

Name of Company

ARBN

DBX ETF TRUST	632 436 750
FISH4DOGS LIMITED	618 054 210
FUTU SECURITIES INTERNATIONAL (HONG KONG) LIMITED	649 845 563
MAN OM-IP AHL 2010 LIMITED	143 292 675
VIRIDIAN MEDIA LIMITED	619 995 603

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.

AUSCOTT LIMITED ACN 008 436 011 will change to a proprietary company limited by shares. The new name will be AUSCOTT PTY LTD ACN 008 436 011.

CERES TAG PTY LTD ACN 614 436 467 will change to a public company limited by shares. The new name will be CERES TAG LTD ACN 614 436 467.

EVERGREEN LITHIUM PTY LTD
ACN 656 722 397 will change to a public company limited by shares. The new name will be EVERGREEN LITHIUM LIMITED ACN 656 722 397.

SOLARIS METALS PTY LTD ACN 654 233 280 will change to a public company limited by shares. The new name will be SOLARIS METALS LIMITED ACN 654 233 280.

VALD LIMITED ACN 603 446 171 will change to a proprietary company limited by shares. The new name will be VALD PTY LTD ACN 603 446 171.

AUSCOTT PROPERTIES LIMITED
ACN 000 753 793 will change to a proprietary company limited by shares. The new name will be AUSCOTT PROPERTIES PTY LTD ACN 000 753 793.

DRAWBRIDGE PHARMACEUTICALS PTY LTD
ACN 154 784 764 will change to a public company limited by shares. The new name will be DRAWBRIDGE PHARMACEUTICALS LIMITED ACN 154 784 764.

NORMANDY GOLD PTY LTD
ACN 650 899 844 will change to a public company limited by shares. The new name will be NORMANDY GOLD LIMITED ACN 650 899 844.

SPARK EXPLORATION PTY LTD
ACN 620 468 733 will change to a public company limited by shares. The new name will be SPARK NEW ENERGIES LIMITED ACN 620 468 733.