



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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23-0037

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

Superannuation Industry (Supervision) Act 1993
Subsection 130F(2)

DISQUALIFICATION ORDER

To: Clive Achalen Henley

Approved SMSF auditor registration number SAN 1000E2273

Under s130F(2) of the *Superannuation Industry (Supervision) Act 1993* the Australian Securities and Investments Commission disqualifies Clive Achalen Henley from being an approved SMSF auditor with effect from 30 January 2023.

Dated this 23 January 2023

Signed:



Craig Angove
Delegate of the Australian Securities and Investments Commission



ASIC
Australian Securities &
Investments Commission

**Australian Securities
and Investments Commission**

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23-0166

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

Notice of Cancellation of an Australian Financial Services Licence

Capstra Pty Limited ACN 120 178 172 ("the Licensee")
L5, 86 -100 Market 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 320498 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated: 16 March 2023

George Podaras

Signed
George Podaras
a delegate of the Australian Securities and Investments Commission



ASIC
Australian Securities &
Investments Commission

**Australian Securities
and Investments Commission**

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Level 7, 120 Collins Street,
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Brisbane QLD 4001

Tel: +61 1300 935075

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www.asic.gov.au

23-0167

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

Notice of Suspension of an Australian Financial Services Licence

TO: Capital and Finance Pty Limited
ACN 095 885 028 ("the Licensee")
SE 6, 3 Victoria Rd
Parramatta NSW 2150

1. Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby suspends Australian Financial Services Licence number 269868 held by the Licensee until 14 June 2023, with effect from the date on which this notice is given to the Licensee.
2. Pursuant to section 915H of the Act, the Australian Financial Services Licence continues in effect while suspended, as though the suspension had not happened for the purposes of:
 - a. paragraph 912A(1)(g) and 912A(2)(c) of the Act, which requires the Licensee to maintain membership of the Australian Financial Complaints Authority scheme;
 - b. section 912B of the Act, which requires the Licensee to have compensation arrangements in place for retail clients. The arrangements must satisfy the requirements set out in regulation 7.6.02AAA of the Corporations Regulations 2001; and
 - c. paragraph 912A(2) of the Act, which requires the Licensee to maintain an internal dispute resolution scheme that complies with standards, and requirements, made or approved by ASIC.

Dated 14 March 2023

Signed

Gerard Milhen
A delegate of the Australian Securities and Investments Commission

23-0175

Notice is given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 9 March 2023

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**IN THE MATTER OF Tadeh KARAMIAN****SECTIONS 920A AND 920B OF THE CORPORATIONS ACT 2001**

To: Tadeh KARAMIAN

**ORDER UNDER SECTIONS 920A AND 920B OF THE
CORPORATIONS ACT 2001**

TAKE NOTICE that, under s920A (1) and s920B of the Corporations Act 2001, the Australian Securities and Investments Commission prohibits Tadeh KARAMIAN permanently from:

- i. providing any financial services;
- ii. performing one or more functions as an officer of an entity that carries on a financial services business; and
- iii. controlling, whether alone or in concert with one or more entities, an entity that carries on a financial services business.

Dated this 7th day of March 2023

Signed:

Melanie Baxter

Delegate of the Australian Securities
and Investments Commission

Your attention is drawn to s920C and s1311 of the Corporations Act 2001 that provide that a person commits an offence if they engage in conduct that breaches a banning order that has been made against them (Penalty: 600 penalty units or imprisonment for 5 years or both).

23-0178

NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001

Notice is given under section 920E of the *Corporations Act 2001* that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 14 March 2023.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

IN THE MATTER OF MAREE NARELLE HAWCROFT

SECTIONS 920A AND 920B
OF THE CORPORATIONS ACT 2001

To: Ms Maree Narelle Hawcroft

TAKE NOTICE that under s920A and s920B of the *Corporations Act 2001* the Australian Securities and Investments Commission prohibits **Maree Narelle Hawcroft** from:

- i. controlling, whether alone or in concert with one or more other entities, an entity that carries on a financial services business; and
- ii. performing any function involved in the carrying on of a financial services business (including as an officer, manager, employee, contractor or in some other capacity),

for one year.

Dated this 13th day of March 2023

Signed:



Lisa Lu

Delegate of the Australian Securities and Investments Commission

Your attention is drawn to s920C(2) of the *Corporations Act 2001* which provides that a person must not engage in conduct which breaches a banning order that has been made against the person. Contravention of s920C(2) is an offence.

23-0184

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

Notice of Cancellation of an Australian Financial Services Licence

TO: AEFT PTY. LTD.
ACN 117 326 173 ("the Licensee")
63 WESTMINSTER STREET
OAKLEIGH VIC 3166

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 486474 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 16 March 2023

Signed *George Podaras*

George Podaras
a delegate of the Australian Securities and Investments Commission

23-0186

**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* (**Act**).

Title

2. This instrument is ASIC Instrument 23-0186.

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) NZS Capital LLC, a limited liability company formed under the laws of the state of Delaware and registered with the US Securities and Exchange Commission under number 801-119089 (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.

23-0186

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
 - (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 State of the US;
 - (c) the body:
 - (i) is registered under Division 2 of Part 5B.2 of the Act; or
 - (ii) has an Agent at the time the body first purports to rely on this instrument and, from that time, has not failed to have an Agent for any consecutive period of 10 business days;
 - (d) the body's primary business is the provision of financial services;
 - (e) neither the body nor its Agent has been notified by ASIC that the body is excluded from relying on this instrument;
 - (f) if the body becomes aware or should reasonably have become aware of matters that give it reason to believe that it has failed, other than in an immaterial respect, to comply with a requirement set out in Schedule B;
 - (i) 15 business days have not passed since the body became so aware or should reasonably have become so aware without the body providing full particulars of the failure to ASIC (to the extent that the body knows those particulars or would have known them if it had undertaken reasonable enquiries); and
 - (ii) 30 business days have not passed from ASIC receiving those particulars from the body without ASIC notifying the body that it may continue to rely on this instrument; and
 - (g) the body has not notified ASIC that it will not rely on this instrument.
2. Where the body provides any of the following financial services (the financial services) in this jurisdiction to wholesale clients (and the body is authorised under US regulatory requirements to provide the financial service in the US):
 - (a) providing financial product advice; or
 - (b) dealing in a financial product;in respect of any of the following financial products:

23-0186

- (c) securities; or
- (d) interests in a managed investment scheme that is not required to be registered under Chapter 5C of the Act.

3. Where the body has provided ASIC with all of the following:

- (a) evidence 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;
- (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).

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Schedule B

The body must:

1. provide each of the financial services in this jurisdiction in a manner which would comply, so far as is possible, with the US regulatory requirements if the financial service were provided in the US in like circumstances; and
2. notify ASIC, as soon as practicable and in any event within 15 business days after the body became aware or should reasonably have become aware, and in such form if any as ASIC may from time to time specify in writing, of the details of:
 - (a) each significant change to, including the termination of, the 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
 - (b) 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
 - (c) 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:
 - i. significant enforcement action;
 - ii. significant disciplinary action;
 - iii. significant investigation (unless, after having taken reasonable steps to enable notification to be given to ASIC, the body is prohibited by law from giving such notification but only to the extent of the prohibition); and
3. 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:
 - (a) the body is exempt from the requirement to hold an Australian financial services licence under the Act in respect of the financial services; and
 - (b) the body is regulated by the SEC under US laws, which differ from Australian laws; and

23-0186

Interpretation

In this instrument:

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*;

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

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

FINRA means the Financial Industry Regulation Authority;

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

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

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

SEC means the Securities and Exchange Commission of the US;

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

US means the United States of America;

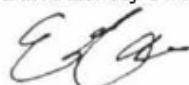
US regulatory requirements means the rules that apply in relation to the financial services including:

(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 1(a)(i) of Schedule A but not subparagraphs (a)(ii) of that Schedule – any applicable rules, policies or other documents (however described) of FINRA; and

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

Dated this day 14 of March 2023.



Signed by Ernest Chan
as a delegate of the Australian Securities and Investments Commission



ASIC
Australian Securities &
Investments Commission

23-0187

Australian Securities
and Investments Commission

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The Directors
Melbourne Securities Corporation Limited
Level 2 395 Collins Street
Melbourne VIC 3000

By email only: lblair@msc.group

15 March 2023

Dear Directors

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

We refer to the application (**General Approval Application**) made by Melbourne Securities Corporation Limited (ACN 160 326 545) (**MSC**) under s 283GB(1)(a) of the Corporations Act 2001 (**Act**) on 3 March 2023 seeking ASIC's approval to act as debenture trustee in any circumstances and subject to any conditions imposed by ASIC.

A copy of a deed poll executed by MSC in favour of ASIC dated 14 March 2023 is attached to this letter.

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

Under paragraph 283AC(1)(f) of the Act, a body corporate approved by ASIC under section 283GB of the Act can act as a debenture trustee.

Under subsection 283GB(1) of the Act, ASIC may approve a body corporate in writing to act as debenture trustee (which may be given subject to any conditions):

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

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Approval of MSC to act as trustee

ASIC has reviewed the General Approval Application.

Under paragraph 283GB(1)(a) of the Act, ASIC approves MSC to be a debenture trustee in any circumstances for the purposes of paragraph 283AC(1)(f) of the Act.

ASIC revokes the following approvals previously given by ASIC to MSC under paragraph 283GB(1)(c) of the Act:

- ASIC Instrument 16-1197 dated 28 November 2016;
- ASIC Instrument 17-0677 dated 18 July 2017;
- ASIC Instrument 19-1063 dated 26 September 2019;
- ASIC Instrument 19-1064 dated 15 October 2019;
- ASIC Instrument 20-0597 dated 16 June 2020;
- ASIC Instrument 20-0893 dated 28 September 2020;
- ASIC Instrument 21-0173 dated 10 March 2021;
- ASIC Instrument 21-0179 dated 12 March 2021;
- ASIC Instrument 21-0823 dated 28 September 2021;
- ASIC Instrument 22-0289 dated 12 April 2022; and
- ASIC Instrument 22-0742 dated 23 August 2022.

If you wish to discuss this matter further, please contact me at daniel.slupek@asic.gov.au.

Yours sincerely,



Daniel Slupek
as a delegate of the Australian Securities and Investments Commission

Attachment: Deed Poll in favour of ASIC

Deed Poll

This **Deed Poll** is made on 14 March 2023 by:

Melbourne Securities Corporation Limited ACN 160 326 545 of Level 2, 395 Collins Street, Melbourne VIC 3000 (Trustee)

In favour of:

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

Recitals:

- A. The Trustee is applying to ASIC for approval under paragraph 283GB(1)(a) of the Act for the Trustee to be a trustee for the purposes of paragraph 283AC(1)(f) of the Act.
- B. The Trustee has executed this deed poll for the benefit of, and enforceable by, ASIC for the purposes of that application.
- C. The provisions of this deed poll apply to the Trustee and its actions or omissions as trustee in respect of each Trust.

23-0187

1 Definitions and interpretation

1.1 Definitions

The terms of this deed poll are defined in **Schedule 1**.

1.2 Interpretation

The interpretation rules for this deed poll are set out in **Schedule 2**.

2 PII requirement

2.1 Minimum PII requirement

The Trustee must hold, and continue to hold, PII cover for an amount that is at least equal to the lesser of:

- a. \$5 million; or
- b. the aggregate value of the debentures on issue in relation to each Trust for which the Trustee acts as trustee from time to time.

2.2 Additional PII

At least every 12 months, the Trustee must assess whether PII cover, additional to that required under clause 2.1, is appropriate given the nature and scale of its business.

If the Trustee determines that additional PII cover is appropriate, the Trustee must hold within a period of two months, and continue to hold such additional PII cover for a period of 12 months or until such time (if any) that it assesses that such additional PII cover is no longer appropriate.

2.3 Scope of PII cover

The Trustee's PII cover must permit the Trustee to claim as trustee of each Trust.

3 Net tangible assets requirement

On and from 14 March 2023, the Trustee must have, and continue to have, at least \$5 million of Net Tangible Assets.

4 Independence requirement

4.1 Avoiding conflicts of interest for appointments

The Trustee must not accept an appointment as trustee of any Trust where:

- a) the Trustee, or an officer, is an Associate of a Borrower;
- b) the Trustee, or an Associate of the Trustee, beneficially holds shares in the Borrower or an Associate of a Borrower;

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-
- c) a Borrower, or Associate of a Borrower, beneficially holds shares in the Trustee or an Associate of the Trustee;
 - d) the Trustee, or an officer, beneficially owes money to, or is beneficially owed money by, a Borrower or an Associate of a Borrower (except monies owed under a banking facility extended in the normal course of business); or
 - e) there is any commercial, or other relationship, between the Trustee or an officer and a Borrower or an Associate of a Borrower, that is likely to create a conflict between the interests of the Trustee or an officer and the duties of the Trustee and its officers.

4.2 Reasonable enquiries about conflicts of interest

At least every 12 months, the Trustee must make reasonable enquiries to ascertain whether:

- a) the Trustee, or an officer, is an Associate of a Borrower;
- b) the Trustee, or an Associate of the Trustee, beneficially holds shares in a Borrower or an Associate of a Borrower;
- c) a Borrower, or Associate of a Borrower, beneficially holds shares in the Trustee or an Associate of the Trustee;
- d) the Trustee, or an officer, beneficially owes money to, or is beneficially owed money by, a Borrower or an Associate of a Borrower (except monies owed under a banking facility extended in the normal course of business or monies owed to the Trustee for trustee services provided under a Trust); or
- e) there is any commercial, or other relationship, between the Trustee or an officer and a Borrower or an Associate of a Borrower, that creates or is likely to create a conflict between the interests of the Trustee or an officer and the duties of the Trustee and its officers.

5 Notification requirements

5.1 Notification requirement

The Trustee must notify ASIC in writing promptly, and in any event within a period of thirty days, if it knows or, has reason to suspect, that:

- c. the Trustee has not complied with any of the requirements in clauses 2 to 4;
- d. any of the relationships set out in clauses 4.2(a)-(e) are present;
- e. any claims are made against the Trustee's PII cover;
- f. a complaint is received by the Trustee about a Borrower or about the Trustee in its capacity as trustee of any Trust, where the complaint involves:
 - i. an allegation of a breach of a civil penalty or strict liability provision of the Act or a provision of the criminal law; or

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-
- ii. an allegation of a breach resulting, or likely to result in, material loss or damage to debenture holders;

- g. the Trustee is appointed as trustee of a Trust; or

- h. the Trustee ceases to be trustee of a Trust.

5.2 Method of notification

All notifications under this deed poll must be sent electronically to the email address applications@asic.gov.au, unless an alternative email or delivery method address is specified by ASIC.

6 Governing law and jurisdiction

6.1 Governing law

This deed poll is governed by the law in force in Victoria.

6.2 Jurisdiction

The Trustee submits to the non-exclusive jurisdiction of the courts of Victoria.

7 Governing law and jurisdiction

This Deed Poll is only for the benefit of, and may only be enforced by, ASIC.

8 Amendment and termination

8.1 Amendment of deed poll

The Trustee may modify, vary or amend this deed poll only with the prior written approval of ASIC. To modify, amend or vary this deed poll, the Trustee must execute a supplemental deed poll in favour of ASIC.

8.2 Termination of deed poll

The Trustee may terminate this deed poll only with the prior written consent of ASIC.

9 Former deed polls and survival of rights

9.1 Termination of formal deed polls

All deed polls (Individual Deed Polls) previously executed by Trustee in favour of ASIC as a condition of approvals previously given by ASIC under paragraph 283GB(1)(c) of the Act are terminated with effect from the date ASIC provides its approval under paragraph 283GB(1)(a) of the Act for the Trustee to be a trustee for the purposes of paragraph 283AC(1)(f) of the Act.

9.2 Survival of rights

All ASIC's rights under the Individual Deed Polls that arose prior to their termination continue to have full force and effect after their termination.

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Schedule 1: Definitions

In this deed poll, terms mean, unless the contrary intention appears:

Term	Meaning
Act	<i>Corporations Act 2001</i> (Cth).
Adjusted Assets	<p>The value of total assets at the time of calculation, as they would appear on a non-consolidated balance sheet prepared in accordance with accounting standards;</p> <p>(a) minus the value of Excluded Assets that would be included in the calculation;</p> <p>(b) minus the value of any receivable that would be included in the calculation, up to the amount that the Trustee has excluded from Adjusted Liabilities on the basis that there is an enforceable right of set-off with that receivable;</p> <p>(c) minus the value of any assets that would be included in the calculation that are encumbered as a security against liability to a person that provides a security bond to ASIC, up to the amount of the bond;</p> <p>(d) minus the value of any assets that would be included in the calculation that may be required to be applied to satisfy a liability under a credit facility that is made without recourse to the Trustee up to the amount of that liability excluded from Adjusted Liabilities;</p> <p>(e) plus:</p> <p><u>(i)</u> the amount of any Eligible Undertaking that is not an asset; or</p> <p><u>(ii)</u> if the Eligible Undertaking is for an unlimited amount:</p> <p>a. if the Eligible Undertaking is given by a person who is an Eligible Provider only because of paragraph (b) of the definition of Eligible Provider in this deed poll, one-quarter of the Eligible Provider's net assets (excluding Intangible Assets), being the lesser of the amount as shown in the most recent audited financial statements of the Eligible Provider lodged with ASIC (or Australian Business</p>

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	<p>Registry Services) or that the Trustee has reason to believe the Eligible Provider has;</p> <p>b. otherwise, an unlimited amount.</p>
Adjusted Liabilities	<p>The amount of total liabilities as they would appear on a non-consolidated balance sheet at the time of calculation made up in accordance with accounting standards:</p> <p>(a) minus the amount of any liability under any subordinated debt approved by ASIC in writing;</p> <p>(b) minus the amount of any liability that is the subject of an enforceable right of set-off, if the corresponding receivable is excluded from adjusted assets;</p> <p>(c) minus the amount of any liability under a credit facility that is made without recourse to the Trustee;</p> <p>(d) unless the other person's liability is owed jointly by the Trustee and that other person, plus the value of any assets that are encumbered as a security against another person's liability where the Trustee is not otherwise liable, but only up to the lower of:</p> <p>(i) the amount of that other person's liability; or</p> <p>(ii) the value of the assets encumbered after deducting any adjustments.</p>
Associate	An <i>associate</i> as defined in sections 9 and 10, paragraphs 12(2)(a) to (c), paragraphs 13(a) to (e) and sections 15 to 17 of the Act.
Borrower	A <i>borrower</i> as defined in section 9 of the Act in relation to debentures for which the Trustee acts as trustee for the purposes of Ch 2L of the Act
Eligible Provider	<p>Either:</p> <p>(a) an Australian ADI;</p> <p>(b) another entity (other than a registered scheme or CCIV of which the Trustee or the Trustee's associate is the responsible entity or corporate director):</p> <p>(i) whose ordinary shares are listed on a licensed market or an ASIC-approved foreign exchange under ASIC Regulatory Guide 72: <i>Foreign Securities Disclosure Relief</i>; and</p>

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	<p>(ii) that has net assets (excluding Intangible Assets) of more than \$50 million, as shown in the most recent audited financial statements of the provider lodged with ASIC, provided that the Trustee has no reason to believe the other entity no longer has net assets of at least that amount;</p> <p>(c) an Australian government or OECD country government, or an agency or instrumentality of an Australian or OECD country government;</p> <p>(d) a foreign deposit-taking institution that is regulated by a regulator approved in writing by ASIC for this purpose;</p> <p>(e) a foreign deposit-taking institution ASIC has approved in writing for this purpose;</p> <p>(f) a CS facility licensee; or</p> <p>(g) in exceptional circumstances, an entity of undoubted financial substance that ASIC has approved in writing, where if the provider is not otherwise required to lodge financial statements with ASIC or Australian Business Registry Services, the Trustee must ensure that its financial statements are lodged with its balance sheet under s989B(2) of the Act.</p>
Eligible Undertaking	<p>The amount of a financial commitment payable on written demand by the Trustee, provided by an Eligible Provider in the form of an undertaking to pay the amount of the financial commitment to the Trustee, and that:</p> <p>(a) is an enforceable and unqualified obligation; and</p> <p>(b) remains operative (even if, for example, the Trustee ceases to hold approval under a Deed Poll) until ASIC consents in writing to the cancellation of the undertaking; and</p> <p>does not include:</p> <p>(c) any amount committed that would be repayable as a liability by the Trustee if money were paid, including a credit facility.</p>
Excluded Assets	<p>Either:</p> <p>(a) Intangible Assets, other than any lease right of use assets;</p> <p>(b) receivables from, or assets invested in, any person who:</p>

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	<p>(i) is an Associate of the Trustee;</p> <p>(ii) was an Associate of the Trustee at the time the liability was incurred or the investment was made; or</p> <p>(iii) became liable to the Trustee in connection with the acquisition of interests in a managed investment scheme the Trustee operates,</p> <p>where any part is, in substance, invested directly or indirectly in the Trustee;</p> <p>(c) assets over which the Trustee or an Associate may exercise any form of power or control and that are:</p> <p>(i) held as a beneficial interest or interest in a managed investment scheme;</p> <p>(ii) invested in a superannuation product; or</p> <p>(iii) shares the Trustee holds in a CCIV,</p> <p>where any part is, in substance, invested directly or indirectly in the Trustee; and</p> <p>(d) receivables from a trustee of a trust (including where the Trustee is the trustee of the trust) in respect of which the Trustee or an Associate may exercise any form of power or control where any part is, in substance, invested directly or indirectly in the Trustee,</p> <p>except that a receivable is not an Excluded Asset under paragraph (b) or (c) of the definition of Excluded Asset in this deed poll to the extent that:</p> <p>(e) it is adequately secured; or</p> <p>(f) the following apply:</p> <p>(i) it is receivable as a result of a transaction entered into by the Trustee in the ordinary course of its business on its standard commercial terms applicable to persons that are not associated with the Trustee on an arm's length basis;</p> <p>(ii) no part of the consideration for the transaction is, in substance, directly or indirectly invested in the Trustee; and</p> <p>(iii) the value of the receivable (before any discount is applied) is not more than 20%</p>
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	<p>of the assets less liabilities of the Trustee; or</p> <p>(g) the following apply:</p> <p>(i) it is receivable from an insurance company that is a body regulated by APRA and results from a transaction entered into by the Trustee in the ordinary course of its business on its standard commercial terms applicable to persons that are not associated with the Trustee on an arm's length basis;</p> <p>(ii) the Trustee has no reason to believe that any amount invested in the Trustee would not have been invested if the transaction that caused the receivable had not taken place or was not at the time of the investment expected to take place;</p> <p>(iii) the Trustee has no reason to believe that the recoverability of the receivable will materially depend on the value of an investment by any person in the Trustee; and</p> <p>(iv) the total value of the receivables under paragraph (c) of the definition of Excluded Assets in this deed poll before any discount is applied is not more than 60% of the Adjusted Liabilities of the Trustee disregarding paragraph (c) of the definition of Excluded Assets in this deed poll; or</p> <p>(v) ASIC has consented in writing to the Trustee treating the receivable as not being an Excluded Asset</p>
Intangible Assets	Non-monetary assets without physical substance
Net Tangible Assets	The Trustee's Adjusted Assets minus Adjusted Liabilities
PII	Professional indemnity insurance
Trust	A trust in relation to debentures for which the Trustee acts as trustee for the purposes of Chapter 2L of the Act

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Schedule 2: Interpretation

In this deed poll:

- a. a reference to a clause or schedule is a reference to a clause or schedule of this deed poll;
- b. a reference to a definition under the Act is a reference to a term defined under a section, subsection, paragraph or subparagraph of the Act together with any other sections, subsections, paragraphs or subparagraphs of the Act which give the term meaning;
- c. a term that is not otherwise defined in this deed poll, but is defined in the Act has the same meaning as in the Act unless the contrary intention appears;
- d. a reference to the singular includes the plural and vice versa; and
- e. a reference to '\$' is to the lawful currency of Australia.

Schedule 3: Execution


SIGNED, SEALED AND DELIVERED by Melbourne Securities Corporation Limited ACN 160 326 545 under s127 of the Act:



Signature of Director

Shelley Brown

Name of Director


Signature of ~~Director~~/Secretary*

Lauree Blair

Name of ~~Director~~/Secretary*

*Delete whichever is not applicable

23-0189

NOTICE UNDER SECTION 920E OF THE CORPORATIONS ACT 2001

Notice is given under section 920E of the Corporations Act 2001 that the Australian Securities and Investments Commission has made a banning order in the terms set out below, which order took effect on 14 March 2023.

Australian Securities and Investments Commission**In the matter of Virginia Owczarek****Banning order under sections 920A and 920B
of the Corporations Act 2001**

To: Virginia Owczarek

Take notice that under sections 920A(1) and 920B(2) of the *Corporations Act 2001* the Australian Securities and Investments Commission prohibits Virginia Owczarek for a period of three years from:

- (a) providing any financial service;
- (b) controlling, whether alone or in concert with one or more other entities, an entity that carries on a financial services business; and
- (c) performing any function involved in the carrying on of a financial services business as an officer.

Dated this 9th day of March 2023.

Signed:



Andrew Stecher

Delegate of the Australian Securities and Investments Commission

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

23-0193

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

Notice of Cancellation of an Australian Financial Services Licence

TO: AUSTRALIAN FRIENDLY SOCIETY LTD
ACN 087 648 851 ("the Licensee")
Level 5, 49 Gawler Place
Adelaide SA 5000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 247028 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 16 March 2023

Signed



Jedo Charles
A delegate of the Australian Securities and Investments Commission

23-0197

NOTICE UNDER SECTION 915F OF THE CORPORATIONS ACT 2001

Notice is given under section 915F of the Corporations Act 2001 that the Australian Securities and Investments Commission has taken the action set out in the Notice below, which action took effect on 14 March 2023.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**CORPORATIONS ACT 2001 SECTION 915C****NOTICE OF CANCELLATION OF AUSTRALIAN FINANCIAL SERVICES LICENCE**

To: ACVM Pty Ltd ACN 153 023 708

Under section 915C of the *Corporations Act 2001* (**Act**), the Australian Securities and Investments Commission hereby cancels Australian financial services licence number 488767 held by ACVM Pty Ltd ACN 153 023 708 (**ACVM**).

Under s915H of the Act, ASIC specifies that the licence continues in effect as though the cancellation had not happened for the purposes of the provisions of the Act specified in Schedule A regarding the matters specified in Schedule B.

Schedule A

- (a) The provisions of Chapter 5C;
- (b) The provisions of Chapter 7, other than the provisions in Parts 7.2, 7.3, 7.4 and 7.5.

Schedule B

The provision by the Licensee until 30 June 2023 of financial services which are reasonably necessary for, or incidental, to the liquidation and distribution of assets held by ACVM and the winding up of funds operated by ACVM.

Dated this 9th day of March 2023

Signed:



Andrew Stecher
Delegate of the Australian Securities and Investments Commission

23-0198

NOTICE UNDER SECTION 915F OF THE CORPORATIONS ACT 2001

Notice is given under section 915F of the Corporations Act 2001 that the Australian Securities and Investments Commission has taken the action set out in the Notice below, which action took effect on 15 March 2023.

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**CORPORATIONS ACT 2001 SECTION 915C****NOTICE OF CANCELLATION OF AUSTRALIAN FINANCIAL SERVICES LICENCE**

To: Starfish Financial Services Pty Ltd ACN 609 337 073

Under section 915C of the Corporations Act 2001 (**Act**), the Australian Securities and Investments Commission hereby cancels Australian financial services licence number 495223 held by Starfish Financial Services Pty Ltd ACN 153 023 708 (**Starfish**).

Under s915H of the Act, ASIC specifies that the licence continues in effect as though the cancellation had not happened for the purposes of the provisions of the Act specified in Schedule A regarding the matters specified in Schedule B.

Schedule A

- (a) The provisions of Chapter 5C;
- (b) The provisions of Chapter 7, other than the provisions in Parts 7.2, 7.3, 7.4 and 7.5.

Schedule B

The provision by the Licensee until 30 April 2023 of financial services which are reasonably necessary for, or incidental, to the winding up of the 'Starfish Financial Services Pty Ltd ATF Kite Capital Mezzanine Fund – Caroline Drive' fund operated by Starfish.

Dated this 14th day of March 2023

Signed:



Andrew Stecher
Delegate of the Australian Securities and Investments Commission

23-0200

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

Enabling legislation

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

Title

- 1 This instrument is ASIC Instrument 23-0200.

Commencement

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

Declaration

- 3 Chapter 6 of the Act applies to New Century Resources Limited ACN 142 165 080 (*Target*) as if Part 6.5 of the Act were modified or varied as follows:

- (a) at the end of section 648C, add:
 - "; or
 - in accordance with section 648CA.";
- (b) after section 648C, insert:

"648CA Deemed manner of sending documents

- (1) A target's statement is deemed to have been sent to a holder of securities in relation to offers under an off-market bid for the purposes of this Chapter where either:
 - (a) all of the following are satisfied:
 - (i) the holder has nominated an electronic address for the purposes of receiving electronic copies of shareholder communications from the person sending the target's statement;
 - (ii) an electronic message is sent to the nominated electronic address of the holder, which contains a link to an electronic copy of the target's statement that is in a form that allows text within the copy to be searched by a computer;
 - (iii) the person sending the electronic message does not receive a notification to the effect that the electronic message is unable to be delivered to the nominated electronic address; and

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- (iv) facilities are in place that enable the holder, either through an online portal or website that is accessible by the holder or a telephone number specified in the electronic message or target's statement, to request that the target's statement is to be sent to the holder by a manner specified in paragraph 648C(a) or (b); or
- (b) all of the following are satisfied:
 - (i) the holder has not nominated an electronic address for the purposes of receiving electronic copies of shareholder communications from the person sending the target's statement;
 - (ii) a letter or postcard (the *Postcard*) is sent to the registered address of the holder, which contains a Uniform Resource Locator to an electronic copy of the target's statement that is in a form that allows text within the copy to be searched by a computer; and
 - (iii) facilities are in place that enable the holder, either through an online portal or website that is accessible by the holder or a telephone number specified in the Postcard or target's statement, to request that the target's statement is to be sent to the holder by a manner specified in paragraph 648C(a) or (b)."

Where this instrument applies

- 4 This instrument applies in relation to the off-market takeover bid (*Bid*) by Sibanye Resources Australia Pty Ltd ACN 665 669 689 (*Bidder*) for all of the ordinary shares in the Target, in respect of which a bidder's statement was lodged by the Bidder with ASIC on 21 February 2023, and where by 7.30pm AEST on the date of this declaration, the Target has provided to ASX Limited ACN 008 624 691 (*ASX*) for release on the financial market operated by ASX, an announcement:
- (a) explaining the effect of the declaration;
 - (b) that includes a statement to the effect that Target shareholders may request to be sent hard copies of the target's statement:
 - (i) if the holder is outside of Australia – by pre-paid airmail post or by courier; or
 - (ii) if the holder is in Australia – by pre-paid ordinary post or by courier,and a statement that explains how shareholders can make this request; and

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- (c) includes a statement to the effect that the fact that ASIC has granted this relief in connection with the Bid should not be taken as a reflection of ASIC's views on any other aspect of the Bid.

Dated 17 March 2023

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

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

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 seventeenth day of March 2023

Name of Company**ARBN**

HOPE FOR BURKE INC.

150 018 189

KAGE PHYSICAL THEATRE ASSOCIATION INC.

160 113 744

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 seventeenth day of March 2023

Name of Company**ARBN**

CHINA CARGO AIRLINES CO., LTD.

628 173 866

TEGEL GROUP HOLDINGS LIMITED

611 273 539

CORPORATIONS ACT 2001
Section 601CL(5)

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

Dated this seventeenth day of March 2023

Name of Company

ARBN

CLARIUS MOBILE HEALTH CORP.

618 122 455

HEXCEL HOLDINGS LUXEMBOURG S.A.R.L.

162 208 022

NORTHERN TRUST GLOBAL INVESTMENTS LIMITED

601 851 594

PROFESSIONAL CONSTRUCTION STRATEGIES GROUP LIMITED

603 431 152

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.

ACS AUSTRALIA HOLDINGS LIMITED

ACN 655 692 176 will change to a proprietary company limited by shares. The new name will be ACS AUSTRALIA HOLDINGS PTY LTD ACN 655 692 176.

HOWARD CAMPBELL HOLDINGS LTD

ACN 083 180 554 will change to a proprietary company limited by shares. The new name will be HOWARD CAMPBELL HOLDINGS PTY LTD ACN 083 180 554.

KALI METALS PTY LTD ACN 653 279 371 will change to a public company limited by shares. The new name will be KALI METALS LIMITED ACN 653 279 371.

EXPLORATION WA PTY LTD ACN 656 880 965 will change to a public company limited by shares. The new name will be EXPLORATION WA LTD ACN 656 880 965.

INFINI RESOURCES PTY LTD ACN 656 098 583 will change to a public company limited by shares. The new name will be INFINI RESOURCES LIMITED ACN 656 098 583.

ORGANIC VEGAN LIMITED ACN 651 547 483 will change to a proprietary company limited by shares. The new name will be ORGANIC VEGAN PTY LTD ACN 651 547 483.