

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

Enabling legislation

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

Title

2. This order is ASIC Order [14-1324].

Commencement

3. This order commences on 22 December 2014.

Order

4. ASIC relieves BrisConnections Management Company Limited ACN 128 614 291 (Subject to Deed of Company Arrangement)(Receivers and Managers Appointed) (*BCMCL*) so that it does not have to lodge a report with ASIC in respect of:

- (a) the continuing obligations for the half-year ended 31 December 2012;
- (b) the obligations for the half-year ended 31 December 2013; and
- (c) the obligations for the half-year ended 31 December 2014;

in accordance with subsection 320(1) of the Act, until 31 December 2015.

5. ASIC relieves BCMCL so that it does not have to report to members or lodge a report with ASIC in respect of:

- (a) the continuing obligations for the financial year ended 30 June 2013;
- (b) the obligations for the financial year ended 30 June 2014;
- (c) the obligations for the financial year ended 30 June 2015;

in accordance with subsections 315(1), 316 or 319(1) of the Act, until 31 December 2015.

6. ASIC relieves:

BrisConnections Holding 2 Pty Limited ACN 128 614 755;

BrisConnections Operations Pty Limited ACN 128 615 547;

BrisConnections Nominee Company Pty Limited ACN 128 615 814; and

BrisConnections Finance Pty Limited ACN 128 629 676

(All subject to Deed of Company Arrangement)(All Receivers and Managers Appointed)(the *Companies*), so that the Companies do not have to report to members or lodge a report with ASIC in respect of:

- (a) the continuing obligations for the financial year ended 30 June 2013;
- (b) the obligations for the financial year ended 30 June 2014; and
- (c) the obligations for the financial year ended 30 June 2015;

in accordance with subsections 315(4), 316 or 319(1) of the Act, until 31 December 2015.

Conditions

7. For BCMCL to rely on the relief in paragraphs 4 and 5, and for the Companies to rely on the relief in paragraph 6, BCMCL must comply with the following conditions:
 - (a) BCMCL must make a copy of this order available on the Australian Securities Exchange markets announcement platform on or before 31 December 2014;
 - (b) BCMCL must make a copy of this order available on a website that is maintained by or on behalf of the Deed Administrators for BCMCL, in a way that is readily accessible from the website on or before 31 December 2014; and
 - (c) BCMCL must put and keep in place arrangements for answering, free of charge, reasonable enquiries from unit holders in the Trusts that are:
 - (i) about the consequences of the external administration of BCMCL and any of the wholly-owned entities of the Trusts that are under external administration; and
 - (ii) made during the period in which the order is effective.

Where this instrument applies

8. This instrument applies in (but is not conditional upon) circumstances where the Deed Administrators have advised ASIC that it is their current opinion that unit holders have no ongoing economic interest, or only nominal economic interest, in the Trusts.

Interpretation

In this order:

Deed Administrators has the meaning given by paragraph (b) of the definition of administrator in section 9 of the Act.

Trusts means BrisConnections Investment Trust ARSN 131 124 813 and BrisConnections Holding Trust ARSN 131 125 025 (*together referred to as the Trusts*).

Dated 22 December 2014.

A handwritten signature in black ink, appearing to read 'B. Phillips', is written over a dotted horizontal line.

Signed by Ben Phillips
as a delegate of the Australian Securities and Investments Commission.

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

Enabling legislation

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

Title

2. This order is ASIC order [14-1325].

Commencement

3. This order commences on 22 December 2014.

Order

4. ASIC relieves Brisconnections Management Company Limited ACN 128 614 291 (Subject to Deed of Company Arrangement)(Receivers and Managers Appointed) (**BCMCL**) as responsible entity for the BrisConnections Investment Trust ARSN 131 124 813 and the BrisConnections Holding Trust ARSN 131 125 025 (together referred to as the **Trusts**) so that it does not have to lodge reports with ASIC for the Trusts in respect of:

- (a) the continuing obligations for the half-year ended 31 December 2012;
- (b) the obligations for the half-year ended 31 December 2013; and
- (c) the obligations for the half-year ended 31 December 2014;

in accordance with subsection 320(1) of the Act, until 31 December 2015.

5. ASIC relieves BCMCL as responsible entity for the Trusts so that it does not have to report to members or lodge reports for the Trusts with ASIC in respect of:

- (a) the continuing obligations for the financial year ended 30 June 2013;
- (b) the obligations for the financial year ended 30 June 2014; and
- (c) the obligations for the financial year ended 30 June 2015;

in accordance with subsections 315(3), 316 or 319(1) of the Act, until 31 December 2015.

Conditions

6. For BCMCL to rely on the relief in paragraphs 4 and 5, BCMCL must comply with the following conditions:

- (a) BCMCL must make a copy of this order available on the Australian Securities

Exchange markets announcement platform on or before 31 December 2014;

- (b) BCMCL must make a copy of this order available on a website that is maintained by or on behalf of the Deed Administrators for BCMCL, in a way that is readily accessible from the website, on or before 31 December 2014;
 - (c) BCMCL must put and keep in place arrangements for answering, free of charge reasonable, enquiries from unit holders in the Trusts that are:
 - (i) about the consequences of the external administration of BCMCL and any of the wholly-owned entities of the Trusts that are under external administration; and
 - (ii) made during the period in which this order is effective;
7. This instrument ceases to apply if the following condition is not met. BCMCL must provide a status update to the market within 5 business days of any meeting of creditors of BCMCL, and within 28 days from each of the quarters ending on 31 December 2014, 31 March 2015, 30 June 2015, 30 September 2015 and 31 December 2015 in relation to the Trusts, by releases available on the Australian Securities Exchange markets announcement platform, and on a website that is maintained by or on behalf of the Deed Administrators for BCMCL which includes the following information:
- (a) a statement about the current status of the sale process;
 - (b) a statement of the amount of cash funds currently available to the Trusts;
 - (c) a statement of the likely liabilities of the Trusts' for the next quarter ending after the date on which this status update is made available to unit holders in the Trusts;
 - (d) a statement advising that all secured and unsecured creditors must be paid prior to any return of capital to unit holders; and
 - (e) a statement that a copy of the minutes of meeting of creditors of BCMCL, and the other wholly-owned entities of the Trusts that are under deed of company arrangement, for the relevant date or dates of the meeting, have been lodged with ASIC and may be obtained from ASIC on payment of the relevant statutory fee.

Where this instrument applies

- 8. This instrument applies in (but is not conditional upon) circumstances where the Deed Administrators have advised ASIC that it is their current opinion that unit holders have no ongoing economic interest, or only nominal economic interest, in the Trusts.

Interpretation

In this order:

Deed Administrators has the meaning given by paragraph (b) of the definition of administrator in section 9 of the Act.

Trusts means BrisConnections Investment Trust ARSN 131 124 813 and BrisConnections Holding Trust ARSN 131 125 025 (*together referred to as the Trusts*).

Dated 22 December 2014.

A handwritten signature in black ink, appearing to read 'B. Phillips', is written over a horizontal dotted line.

Signed by Ben Phillips
as a delegate of the Australian Securities and Investments Commission.