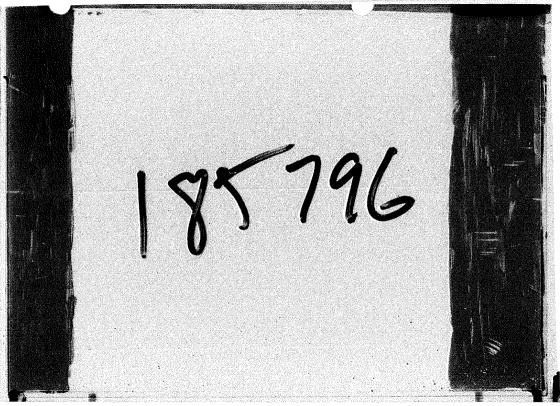
CORPORATE AFFAIRS COMI G.P.O. Box 2626 Sydney, N.S.W. 2001

HARLEY LITTLE ASSOCIATES PTY LTE



LODGED in the Office of Corporate Affairs Commission 25 MAY 1976

COMMISSIONER

Sections 112 (1), (1A) 346 (1) (f) 347 (1) (d) NEW SOUTH WALES Companies Act, 1961

Reg. No. ocation No. FOR OFFICE USE ONLY 28

ate and Batch No.

m W/Sheet No. 00541 0

029 77

NOTICE OF ADDRESS OF REGISTERED OFFICE AND OF OFFICE HOURS AND OF PARTICULARS OF CHANGES

TO THE CORPORATE AFFAIRS COMMISSION

ii BLOCK LETTERS and lodge with Corporate Affairs Commission, 175 Castlereagh Street, Sydney, N.S.W. 2000

hereby gives notice that-As from • the he address of the registered office of the Company in New South Wales HARLEY \* the date of incorporation of the company, LITTLE (AUSTRALASIA) Sydney, 6th Floor, 396 Kent Street PTY LITD a local company will be

N.S.W 2000

the days and hours during which that office is (\*to be) open and accessible to the public are of incorporation of the company

as follows:

day of April 19.76

21st

insert full address, includi ing, where applicable, the number of the room and of the floor or level on which the office

Notice of the days and hours during which the office is open and accessible to the public is not required toe is open for at least five hours between ten o'clock in the morning and four o'clock in the afternoon of a structure, Sandays and holidays excepted.

A.M. MAGOFFIN & CO.,

Chartered Accountants Box 4299, Sydne

27 4301

AND SIDE OF THIS FORM. × FEES PAYABLE

SEE INSTRUCTIONS FOR LODGMENT REVERSE

by notification published in the Government Gazette on the nineteenth day of June, 1970, to

M 10730

be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my custody or control.

DATED this

4th

I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General

day of

19 76

COMMISSIONER

COMMISSIONER

Phone: -

Companies Act, 1961

Sections 112 (1), (1A) and (1B) 346 (1) (f) and (1A) 347 (1) (d) and (1A)

Form 37



Document No.

# NOTICE OF ADDRESS OF REGISTERED OFFICE AND OF OFFICE HOURS AND OF PARTICULARS OF CHANGES

Complete in BLOCK LETTERS and lodge with Corporate Affairs Commission, 175 Castlercogh Street, Sydney, N.S.W. 2006 (G.P.O. Box No. 7018, N.S.W. 2001)

Reg. No185	796 - 00				
TO THE COMM	IISSIONER FOR COR	PORATE AFFAI	RS		
HARL	EY, LITTLE ASS	CIATES PTY	. LIMI	TED *a local	
hereby gives notic	ce that—			*a forei	<del>gn oompan</del>
***					
‡1. As from *the	3rd	day of	June	19.80,	
the address o	of the registered office of	the Company in	New South Wales wil	l be	
	Clarence Street, S				
† Insert full ac building in whi	ddress, including, where ap	oplicable, the number	er of the room and of the	e floor or level of the	
to As from *the	date of incorporation c			100	
*the		day of		, 19,	
the days and	hours during which the	office *will be ope	en		
Dated this	3rd	day of	Juxon	19.80	ha D.
			Director.     Secretary.     Agent in New South W	/ales.	
		who h	the case of a proposed as consented to act as a no is a subscriber to ation.	lirector of the company	
• Strike out whiche ‡ Strike out if inapp	ver are inapplicable, plicable.				
if the office is open	the days and hours during for at least five hours betve s, Sundays and holidays ex	ween ten o'clock in t	open and accessible to the he morning and four o'cl	public is not required ock in the afternoon of	
PLEASE COM					
Lodged by: J.	V. ALLEN & CO.	<del></del>	Ke saling a management		1
Cn	artered Account 299 Sydney.	SEI AN	INSTRUCTIONS F D FEES PAYABLE E OF THIS FORM.	ON REVERSE	

declared by the Attorney 81. 9 custody or control

of

record of a

28th day Section DATED this

under delegation from the Commission

# **NEW SOUTH WALES**

JACKET B

COMPLETED LODGED with the Corporate Affairs Commission on: - 1 MAY 1981

COMMISSIONER

Companies Act, 1961

Sections 112 (1), (1A) and (1B) 346 (1) (f) and (1A) 347 (1) (d) and (1A)

Document No.

5693

Form 37

NO FEE 520/4/61

# NOTICE OF ADDRESS OF REGISTERED OFFICE AND OF OFFICE HOURS AND OF PARTICULARS OF CHANGES

Complete in BLOCK LETTERS and lodge with Cornorate Affairs Commission, 175 Contra

	5796-00 <i>M</i> )			
то тне сомм	ISSIONER FOR CORPO	RATE AFFAIRS		
HAI	RLEY, LITTLE ASS	OCIATES PTY.		Limited,
eby gives notice	e that—			
‡1. As from *the	date of incorporation of a	day ofApri	1	
the address of	the registered office of the	Company in New Sout	h Wales will bet _ reet,	
	Sydney		Postcode	2000
‡2. As from	date of incorporation of t	WINDS VIEW TO THE PROPERTY OF THE PARTY OF T		_
‡2. As from		day of		
Dated this	· 22nd	day ofAp	y'l	19 8
Dated this	· 22nd	Director     Secretar     Agent is	y. New South Wales.	3 7
Dated this	· 22nd	Director Secretar Agent is In the case who has consent	<i>",</i> 3	ny by a person
Dated this  * Strike out whichev \$ Strike out if inapp	rer are inapplicable.	• Director • Secretar • Agent is • In the case who has consent or who is a	y.  New South Wales.  of a proposed compared to act as a director	of the company
* Strike out whichev \$ Strike out if inapp NOTE. Notice of if the office is open	rer are inapplicable.	• Director • Secretar • Agent is • In the case who has consent or who is a association.	y.  New South Wales.  of a proposed compared to act as a director aubscriber to the me	by by a person of the companismorandum of

PLEASE COMPLETE:

Lodged by: -	J.	V. AL	LEN & CO.
			SYDNEY
STATE OF STREET	7 U III		

290 3199 Phone:

SEE INSTRUCTIONS FOR LODGMENT AND FEES PAYABLE ON REVERSE SIDE OF THIS FORM.

19 81 under delegation from the Commission June Commissioner 50

DATED this

record of

JACKET B

**NEW SOUTH WALES** 

Companies Act, 1961

Section 115 (4)

LODGED in the Office of the Corporate Affairs Commission on 25 MAY 1976 COMMISSIONER 9

Form 42

Phone No.: 27 5301

ST 8032-W D. WEST, GOVERNMENT PRINTER

LIST OF PERSONS WHO HAVE **CONSENTED TO BE DIRECTORS** 

FOR OFFICE USE ONLY 185796.0

Location No.

Date and Batch No.

27 MAY 1976 ADP

Film W/Sheet No. 005420

Document No.

Fee: - \$5

Complete in BLOCK LETTERS and lodge with Corporate Affairs Commission, 175 Castlere , N.S.W. 2000

	HARLEY, LITT	LE (AUSTRALIASIA)	PTY. LTD. KROPES
	TO THE CORPORATE AFFAI		
Insert name, address and description.	of John Robert Thom		
			one of
	the persons desiring the incorporat	PTY. LTD	TTLE (AUSTRALASIA)
	certify that the undermentioned po		Estima, nereoy
	Full Name	Address	Description (i.e. Occupation)
James Her	bert LITTLE		Management Consultants
Douglas H	arold HARLEY		t Company Director
Alan Frank	k FELTON		Company
John Erne	st DAVIS		, Architect
	Dated this 12th		
	Dated this	(Signature)	, 1970
	PLEASE COMPLETE		
	A.M. MAGOFFIN		NOTE: - This document is
	Box 4299, G.P Sydney, N.S.W		required to be lodged with the Memorandum of a Company for registration.

1, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1970 to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my custody or control

COMMISSIONER

6

jo

Presented JACKET B NEW SOUTH WALES FOR OFFICE USE ONLY LODGED in the Office of the Corporate Allian Corporation Companies Act, 196! Section 134 (6) and (7) Reg. No. 185 Location No. ETURN GIVING PARTICULARS IN REGISTER OF DIRECTORS, MANAGERS AND Date and Batch No. SECRETARIES, AND CHANGES OF PARTICULARS Form 43 COMMISSIONER Film W Sheet No. Complete in BLOCK LLTIERS and return to Corporate Affairs Commission, 175 Castlereagh Street, Sydney, N.S.W. 2000 Document No. HARLEY LITTLE (AUSTRALASIA) PTY. LTD. DEXHICE DIRECTORS\* 51 1970-**Business Occupation** Date of Appointment or Change Nature of Appointment Present Names† Former Namest Address: Particulars of other Directorships& (if any) or Change Management Nil Appointed By Subscribers to LITTLE James Herbert Consultant Memorandum 25/5/1976 Appointed By Subscribers to Company Nil HARLEY Douglas Harold Memorandum 25/5/1916 Director Company Nil Appointed By Subscribers to FELTON Alan Frank Director Memorandum Resigned Architect Nil Appointed By S ubscribers to DAVIS John Ernest Memorandum 25/5/1576 ALLEN John Victor Chartered Accountant Nil Appointed 1/6/76 should also be signed by the Director or the Secretary MANAGERS AND SECRETARIES\* Date of Appointment Nature of Appointment Full Name and Office in Company Address: Other Occupation (if any) A.M. MAGOFFIN & COL Managers Chartered Accountants Box 4299, G.P.O., Sydney. N.S.W. 2001 Secretaries 25/1/1576 FLEMING Mary Johnston Company Secretary Appointed Phone No. 27 5301 Ellis 300 June 1976 Dated this day of FOR INSTRUCTIONS PLEASE SEE REVERSE SIDE Secretary\* I, the Commissioner for Corporate Affairs, being a person declared by the Afforney General by notification published in the Government Gazette on the reseteenth day of June 1970 to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HERIBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my castedy or control. 117 76 DATED this day of June 18th 3833

MI HOTAG

Presented NEW SOUTH WALES JACKET B FOR OFFICE USE ONLY LODGED in the Office of the Corporate Afficient Corporate Companies Act, 196! Section 134 (6) and (7) Reg. No. Location No. RN GIVING PARTICULARS IN REGISTER OF DIRECTORS, MANAGERS AND Date and Batch No. SECRETARIES, AND CHANGES OF PARTICULARS Form 43 COMMISSIONER Film W Sheet No. Complete in BLOCK 1.1.11ERS and return to Corporate Affairs Commission, 175 Castlereagh Street, Sydney, N.S.W. 2000 HARLEY LITTLE (AUSTRALASIA) PTY. LTD. DECHENDO) DIRECTORS\* 57 1970-1 **Business Occupation** Nature of Appointment Date of Appointment Present Names+ Former Namest Address! Particulars of other Directorships§ (if any) or Change or Change Nil Appointed By Subscribers to Management LITTLE James Herbert Consultant Memorandum 25/5/1976 Company Nil Appointed By Subscribers to HARLEY Douglas Harold 25/5/1916 Director Memorandum Nil Appointed By Subscribers to Company FELTON Alan Frank Memorandum Resigned Director Architect Nil Appointed By Subscribers to DAVIS John Ernest Memorandum 25/5/1516 ALLEN John Victor Chartered Accountant Nil 1/6/76 Appointed N.B. If sure sheet, which should also be signed by the Director or the Secretary MANAGERS AND SECRETARIES\* Nature of Appointment Date of Appointment Full Name and Office in Company Address: Other Occupation (if any) or Change A.M. MAGOFFIN & COL Managers Chartered Accountants Box 4299, G.P.O., Sydney. N.S.W. 2001 Secretaties 25/1/1976 FLEMING Mary Johnston Company Secretary Appointed Phone No. 27 5301 Ellis ass June 1976 Dated this FOR INSTRUCTIONS PLEASE SEE REVERSE SIDE Secretary\* I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the roset enth day of June 1970 to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparence is made as a permanent record of a document in my custody or control. day of 19 76 DATED this 18th June 383)

M 1957.60

LODGED in the Office of the Corporate Affairs Commission

COMMISSIONER

10 JUN 1976

(Section 54)

((35 Form 17



FOR OFFICE USE ONLY	П
Reg. No. 185796-0	0
Location No. None	
Date and Batch No.	

Film W Sheet No.

Document No.

# RETURN OF ALLOTMENT OF SHARES

Complete in PLOCK LETTERS and lodge with Corporate Affairs Commission, 175 Castlereach Street, Sydney, N.S.W. 2000

HWKTEI PII	TLE (AUSTRALASIA)	PTY. LTD.	<b>ENVIOLENX</b>
The shares referred to in this return		ed to have been allog	ted under section 54 (7) of the
Companies Act, 1961, on the	3647	day of	1976
*between the	day of	, 19	and the
day of	)		
			Details of Shares

† Shares allotte	d or dec	med t	to have	been al	lotted					Preference	Ordinary	Other (specify class)
1. For CASH: (a) number of shares	150	11.5	**		**	**	551	20	No.	NIL	2	NIL
(b) nominal amount of EAC	H share		**		-22	25	157		5	_	1.00	-
(c) amount (if any) paid on	EACH s	hare			93	100	5.0		5	-	1.00	-
(d) amount (if any) due and	payable	on E	ACH sh	are	22		22		s		-	-
(e) amount of premium paid	or paya	ble o	n EAC	1 share		100			5	-	-	-
2. For CONSIDERATION OTH (a) number of shares: (i) as fully paid up	IER TH	AN (	CASH:	69	**	10	(19)	**	No.	NIL	NIL	NIL
(ii) as partly paid up	**:	253	2.5	4.7	70.00	400	333	**	No.	-	-	-
(b) rominal amount of EAC	H share		**	+ +		2.5	1/53	**	s	-	-	-
(c) if partly paid up-the an	nount tre	ated a	as paid	up on l	EACH	share	123		s	-	-	-
(d) amount of premium treat	ed as pa	ud up	or pay	able on	EAC	H share	100		s		_	

(e) The consideration for which the shares have been so allotted is as follows:

# 3. § The names and addresses of the allottees of shares in the company and the numbers and classes of shares allotted to them are as follows:

				N	lumber of	shares allotted	l	
Surname	Christian or other names¶	Address	Pref	ferenc <del>e</del>	Ord	linary	Other kinds	
			Cash	Otherwise	Cash	Otherwise	Cash	Otherwise
ALLEN	John Victor							
			-	-	l Signa	tory SI	- nare	-
THOMAS	John Robert		12 27		,			
					Signa	tory Sh	are	
Dated this	31.0	day		June			21	

Strike out whichever is inapplicable

67 saca D. West, Government Printer

the Evidence (Reproductions) General 1970 to to the Section that this transparency is made Апогаеу notification published in the Government Gazette on the nineteenth day of June, a person declared by Section three of a permanent record of a document in my custody or control 3 Y pursuant purposes be an approved person for the p Act, 1967, DO HEREBY CERTIF the Commissioner

June

ö day COMMISSIONER

<sup>\*</sup>Strike out whichever is inapplicable.

Where the capital of the company is divided into shares of different classes, the class of shares to which each share comprised in the alloinent belongs in to be stated.

In the capital of the company is divided into shares of different classes, the class of shares to which each share comprised in the alloinent is made pursuant to a contract in writing, the company shall lodge with this return the contract evidencing the entitlement of the alloitee of a copy of any such contract extended as prescribed.

Where, by strike of section 54 (2) of the Companies Act, 1961, a company does not include in paragraph 3 of this Form the particulars mentioned in section 54 (1) (4) of that Act, by company shall complete the certificate set out in this Form. (See over).

Interval Contratan or other names, or at least one Christian or other name and other initials.

A COURT STORY AND			KIRKS WALTERS STORES						
LODGED in the Other of the			NEW SOUTH WALES	1.0.				19.3, 150, 050.5	
Corporate Atlans Commission on		Co	impanies Act, 1961 Section 134 (6	i) and (8)			Res. No. 17		
COMPUSSIONER	Form 42	RETURN GIVING PARTI SECRET.		ation S.A. e and P.A.	u to				
		Common and Committee Common			Street, School School 200	1.0	a W. Nicel	`	
		HARLEY LITTLE	(AUSTRALASIA) PTY.	LTD.	HAHTEIS	7. De	outcent N	3023	
Present Names† Former Names†		Address;	Basiness Occupation	Particular	rs of other Directorships)	Nature of 5	oniment Date of Appointment of Change		
			anagement			or chang		Cr Change	
TTLE James Herbert			onsultant			Continui	ng		
PIFY Douglas Harol			Company Director			Continui	ng		
VIS John Ernest			rchitect			Continui	ng		
LTON Alan Frank			ompany Director			Pesigned		11.8.76	
LEN John Victor			ccountant			Resigned		11.8.76	
	NE PER	M/	ANAGERS AND SECRETARI	S-	1.00_100140.01.00_1001.00				
Full Name and Office in Company		Address;	Other Occupani	on of any)	Nature of Appointment or Change	Date of Appointment of Change			
nagers							& Co	o. 13th Floor, resham St. Sydno	
relation LMING Mary Johnston VIS John Ernest			Architect		Resigned Appointed	11.8.76 11.8.76	Phon	27.5301	
Dated this 1241		day of augus A	, 19 16.				411-	Director*	
		alia, isa mariahi se	AND SECTION AND SECTION AND SECTION AND SECTION AND SECTION ASSESSMENT AND SECTION ASSESSMENT AND SECTION ASSESSMENT ASSE					Secretary*	
1.1.		the Commissioner for Coaby notification published in be an approved person for	the Covernment Gazette on	tree of the		10157			
	0.0	Act, 1967, DO HEREBY Cr a permanent record of a doc	ament in my custody or co	atrol					
	0.0	Act. 1967, DO HEREBY Cr a permanent record of a doc DATED this twelfth	ament in my custody or co	atrol.	day of November 10				

LODGED in the Office of the Corporate Affairs Commission 1 197 COMMISSIONER

. ....

Form 17

NEW SOUTH WALLS COMPANIES ACT, 1961 (Section 54)

Reg. No. Location No. Date and Batch No. I dm W Sheet No. Document No.

# RETURN OF ALLOTMENT OF SHARES

Companies Act, 1961, *on the			llth				- (	lay o	ſ	Augus		., 19
between the			_ day	of					. 19	and	the	
day of	. 1	)										
										Det	als of Shares	
† Shares allottes	l or dec	med t	o have	been all	otted					Preterence	Ordinary	Other (specify class)
I. For CASH: (a) number of shares	**		**	335	**	100	3.00	198	No.	Nil	1998	Nil
(b) nominal amount of EACI	1 share		4.0	**	* *	4.4	17.2		5		\$1.00	
(c) amount (if any) paid on I	ACH s	hare	**	4.4	**	**	100		5		\$1.00	
(d) amount (if any) due and p	ayable	on E/	ACH sh	are		1.0			5			-
(e) amount of premium paid	or pay:	ble or	EACE	I share			3.0	0.0	5			
2. For CONSIDERATION OTHI (a) number of shares. (i) as fully paid up	R TH	1N (	ASH:		**	**		44	No.	Ni 1	Ni l	Ni1
(ii) as partly paid up	2.50	7.70	2.2		25.50	100	2900		No.		1,11	_MII
(b) nominal amount of EACI	l share		**		4.6				s			
(c) if partly paid up—the ame	ount tre	ated a	is paid	up on L	лен	share			5			
(d) amount of premium treate	d as p	id up	or pay:	able on	EACI	I share			5	-	-	-
(e) : The consideration for w		00400	VO. 10 TO 10			600000000000000000000000000000000000000	roge des		-	-		-

Number of share; alletted

	1				umber of	snares anoned		
Surname	Christian or other names	Address	Pref	erence	Or	dinary	Othe	er kinds
			Cash	Otherwise	Cash	Otherwise	Cash	Otherwise
	tle Associat 920 Yonga St nada				1499	shares		
	Ltd. c/- A.M Floor, 5 Gre		ŧ,		499	shares		
Dated this	Lake	day o	·O	work	ert.		<u> </u>	

Strike out whichever is inapplicable.

· Director Secretary

D. West, Government Printer

person declared by the Attorney General Gazette on the mineteenth day of June, 1971, to Section three of the Evidence (Reproductions) to the Section that this transparency is made as a permanent record of a document in my custody or control I, the Commissioner for Corporate Affairs, being a p-by notification published in the Covernment Gazette of be an approved person for the purposes of Section Act. 1967. DO HERERY CERTIES pursuant to the

16 1 November

<sup>\*</sup>Strike out whishever is napplicable.

Where the capital of the company is disided into shares of different classes, the class of shares to whish each share comprised in the alloment belongs is to be stated. In the case of the first return, shares subscribed for in the memorandium are to be included in this return and identified as such.

If the alloment is made pursuant to a contract in writing the companish shall lodge with this return the contract esselencing the entitlement of the allottee or a very of any with contract with the contract esselencing the entitlement of the allottee or a very of any with contract with the contract esselencing the continuent of the allottee or a very of any with contract esselencing the continuent of the allottee or a very of any of the first thin companies of \$1.00 of the Companies Act, 1961, a company does not include in paragraph 3 of this Form the particulars mentioned in section 54 (1) (d) of that Act, this companies of the Companies Act, 1961, a company does not include in paragraph 3 of this Form the particulars mentioned in section 54 (1) (d) of that Act, this companies of the Companies Act, 1961, a company does not include in paragraph 3 of this Form the particulars mentioned in section 54 (1) (d) of that Act, this companies of the Companies Act, 1961, a company does not include any paragraph 3 of this Form the particulars are contracted as a companies of the contracted and the contracted and the contracted are contracted as a companies of the contracted and the contracted are contracted as a companies of the contracted and the contracted are contracted as a companies of the contracted and contracted are contracted as a companies of the contracted are contracted as a companies of the contracted and contracted are contracted as a companies of the contracted and contracted are contracted as a companies of the contracted and contracted are contracted as a companies of the contracted are contracted as a companies of the contracted are contracted as a companies of the cont

Companies Act, 1961, section 134 (6) LODGED with the Corporate Affairs Commission on 9 MAY 1979 PARTICULARS AND CHANGES OF PARTICULARS IN REGISTER OF Form 43 DIRECTORS, MANAGERS AND SECRETARIES OF COMMISSIONER HARLEY, LITTLE ASSOCIATES PTY. LIMITED This is not the first Return lodged following incorporation 185796-00 Complete in BLOCK LETTERS and return to Corporate Affairs Commission, 175 Castlereagh Street, Sydney, N.S.W. 2000 (G.P.O. Box No. 7018 N.S.W. 2001) **DIRECTORS\*** Date of Appointment or Change Other business Particulars of other Directorships Nature of Appointment Present Names† Former Names† Address: occupation (if any) (if none, state so) or Change Douglas Harold HARLEY Company Director NONE Resigned 22.6.78 Jamie Shier .COATSWORTH Controller NONE 22.6.78 Appointed John Ernest DAVIS Architect NONE Continuing James Herbert LITTLE Management NONE Continuing Consultant N.B. If there is insufficient space in this return, please use an annexure sheet, which should also be signed by the Director or the Secretar Nature of Appointment Date of Appointment or Change Full Name and Office in Company Address: Other Business Occupation (if any) or Change Lodged by Arthur Young & Managers\* Company, 50 Bridge Street SYDNEY NSW 2000 Secretaries\* John Ernest DAVIS 233 6966 Architect Continuing day of JUNE 30 Dated this Director¶ Secretary¶ SEE INSTRUCTIONS FOR COMPLETION, LODGMENT AND FEES PAYABLE ON REVERSE SIDE W ST 261.1 Strike out whichever is inapplicable. This form must be signed by a continuing or newly-appointed officer. 1, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1970, to be an approved person for the purper, of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my custody or control. **DATED** this twenty-second day of May19 79. M 10730 D. West, Government Printer COMMISSIONER

**NEW SOUTH WALES** 

JACKET B

LODGED with the Corporate Affairs Commission of 19 JAN 1982			Companies Act, 1961, section 13	4(6)	Doc. No	
COMMISSIONER	Form 43	DIRECTO	ND CHANGES OF PARTICULORS, MANAGERS AND SECR.  Little Associates  the first Return lodged following	Pty. LIMITED	Nor	feat .
Reg. No. 185796-00 Lg	C==			175 Castleraugh Street, Sydney, N.S.W. 2	•	
Present Name†	Former Names†	Addres:	Other business occupation (if any)	Particulars of other Directorships§	Nature of Appoint or Change;	Innest Date of Appointment or Change
Douglas Harold HARLEY.			Co. Director	Nil	Resigned	. 14 · 128L
Jamie Sheer COATSWORTH			Controller	Nil ·	Resigned	14.12.81
John Ernest DAVIS			Architect	Nil	Continuing	
Elizabeth DAVIS			-	· Nil	Appointed	4 271
James Herbert LITTLE			Mgt. Cons	Nil h abould abo be depend by the Director or	Resigned	14.1281
Pull Name and Office in Company		Address;	Other Business Occupa		Date of Appointment or Change:	
Managers*						& Co. DX299
Scortaries* John Ernest DAVIS Elizabeth DAVIS			Architect	Continuing Appointed		Phone No. 290-3199
Dated this : 2		y of December VID FEES PAYABLE ON REVE	RSE SIDE	10		Director Secretary
			; Suri	ke out whichever is inapplicable. This for	m must be signed by a coatiou	ing or newly-appointed officer.
	General 28th day Section pursuant	by notification public of September, 1979 to three of the Evidence	ION being a person declarated in the Government (to be an approved person (Reproduction) Act, 196 this transparency is made astody or control.	Sazette on the for the purposes of 57 HEREBY CERTIFIES		
	DATED th	is eighth .10051	day of February	19 82.		
1			under delegation from	the Commission		to the same of the

ASSOCIATION MEMORANDUM

Capital \$10,000

\$10,000 @ \$600

Corts v Cart @ \$8 NARLEY, LITTLE (AUSTRALASIA) PTY. LTD. 3 JUN 1976 9 5 6

1. The name of the Company is HARLEY, LITTLE (AUSTRALASIA) PTY.LTD.

- 2. The registered office of the Company will be situated at Sydney or at such other place in the State of New South Wales as the Directors may from time to time decide.
- 3. The objects for which the Company is established are:-
- (a) To carry on the business of management consultants and advisers to any persons firms corporations authorities organisations and associations and to provide or obtain all commercial technical managerial or general services and advice which may required by any customers or clients of the Company.

ot Required

- (b) To carry on the business of builders constructors designers engineers planners and consultants in relation to the erection execution alteration or demolition of buildings and other works of every description including but without in any way limiting the generality of the foregoing offices, shops arcades warehouses dwelling houses hotels factories machines plant equipment roads railways tramways bridges airports dams docks harbours waterways wharves quarries mines canals reservoirs embankments and other works and buildings of public or private utility and to carry on the business of any trade associated with the erection or demolition of such buildings and other works.
- (c) To carry on business as financiers capitalists promoters concessionaires merchants brokers bankers merchant bankers and to undertake all kinds of financial industrial commercial trading and other operations or transactions including the acceptance of money on deposit or loan the lending of money and the making of advances negotiating loans finding investments collecting rents and other moneys acting as monetary agents financial advisers investment consultants portfolio managers share registrars and the carrying on of hire purchase cash order lay-by discounting and factoring business.

porate Affairs, being a person declared by the Attorney Gene the Government Gazette on the nineteenth day of June, 1970 Corporate Affairs,

jo

y notification published in

an approved

Commissioner for

of the Evidence (Reproductions)

three

- (d) To act as nominee custodian trustee or investment trustee for any organisation fund person or trust and to undertake and execute as trustee the trusts of any settlement declaration of trust or other deed or instrument and for such purposes or any of them to take and acquire any real or personal property and to hold administer manage and deal with the same or any part thereof upon such trusts and to exercise carry out and perform all or any of the powers authorities and discretions thereby conferred or therein implied.
- (e) To acquire or take by subscription purchase exchange or otherwise acquire shares whether fully or partially paid up or otherwise stock bonds debentures notes rights options and all other securities of any other company syndicate association or body of persons and to hold place sell give options over exchange and otherwise deal with or turn to account any such shares stocks bonds debentures notes rights options and other securities and generally to exercise all rights and powers conferred by or incidental to the ownership thereof.
- (f) To acquire by purchase lease or otherwise land and hereditaments or any estate or interest therein including any rights easements and privileges over or connected therewith and to erect and construct houses buildings or works of every description on any land of the Company or upon any other land and to pull down rebuild enlarge alter improve renovate decorate furnish maintain and manage existing houses buildings or works thereon and to develop farm share farm graze cultivate plant drain or subdivide any such land to hold sell lease let exchange or otherwise deal with or turn to account such land hereditaments estate interest houses buildings or works and generally to exercise all rights and powers conferred by or incidental to the ownership thereof.
- (g) To carry on the business in all its branches of suppliers processors repairers manufacturers buyers sellers wholesalers retailers and distributors and dealers in goods wares merchandise products chattels and commodities of every description and whether raw or manufactured.
- (h) To carry on the business of agents in all its branches including that of real estate business stock and station management collection mercantile insurance forwarding commission and general agent.
- (i) To carry on the business of financial advisors investment consultants and or managers portfolio managers actuaries and management consultants and to provide administrative accounting and secretarial services to or on behalf of any fund scheme organisation trust person or company whatsoever.
- (j) To underwrite or subunderwrite either alone or jointly with any other company firm or person the shares stocks bonds debentures notes rights options and other securities of any other company.

by the Attorney General nth day of June, 1970 to Evidence (Reproductions) 22 three of the Evidence (Rep Section that this transparency Corporate Affairs, being a person declared by the o the Government Gazette on the nineteenth a document in my custody or control n approved person for the purposes of Section 1967, DO HEREBY CERTIFY pursuant to the S = notification published the Commissioner for jo permanent record DATED Act.

6

2

DATED

- (k) To carry on the business of graziers pastoralists agriculturists farmers dairymen fellmongers sheep shearers scourers tanners and curriers and to acquire purchase sell and otherwise deal in and to breed raise fatten graze and keep livestock of all descriptions to acquire purchase sell and otherwise deal in dead stock of every description and the wool hide skins tallow and other produce therefrom and to acquire purchase sell and otherwise deal in pastoral agricultural and farm produce of every description.
- (1) To acquire purchase sell let hire repair service and otherwise deal in machinery motor vehicles trailers caravans wagons rolling stock aircraft boats barges ships vessels cranes scaffolding tools and plant and equipment of every description whether new or used and the parts components and accessories thereof and products of every description used in connection . therewith and to acquire purchase or otherwise accept use and turn to account franchises licences and privileges with respect to the purchasing selling letting hiring repairing and or servicing of the same.
- (m) To carry on the business of carriers truckers transporters removalists conveyors dockers couriers shippers hauliers lightermen wharfingers and warehousemen of every description and to carry on the business of merchant importer exporter trader and dealer in raw or manufactured materials in any part of the world.
- (n) To acquire by purchase lease exchange or otherwise lands mines mineral petroleum and other properties of any tenure grants concessions clairs rights leases licences and options and any rights in to or over the same and to mine prospect work develop dredge drill test and explore for all metals minerals petroleum gas precious stones and other substances and generally to work the same and to refine or otherwise treat the produce therefrom and to acquire purchase sell or otherwise deal with mining produce of every description.
- (o) To carry on the business of manufacturing designing and general engineers manufacturers of industrial and agricultural implements and machinery of every description toolmakers brass founders iron steel and metal workers boilermakers mill-wrights machinists smiths woodworkers builders metallurgists electricians engineers water supply engineers gasmakers and merchants of every description.
- (p) To lend money to such persons firms or companies and on

by notification published in the Government Gazette on the nineteenth day of June, 1970 to be an approved person for the purposes of Section three of the Evidence (Reproductions) Commissioner for Corporate Affairs, being a person declared by the Attorney that this transparency n approved person for the purposes of Section three 1967, DO HEREBY CERTIFY pursuant to the Section a permanent record of a document in my custody or control Act,

day of

such terms and whether with or without security as may be thought fit and to guarantee any contracts agreements or obligations of any person firm or company and generally to give any undertakings guarantees or indemnities which may seem expedient to the Company and with or without security and with or without the Company receiving any consideration for so doing.

- (q) To borrow raise or secure the payment of money in such manner and on such terms as the Company may think fit and to secure the same or the repayment or performance of any debt liability contract agreement guarantee or other obligation incurred or to be entered into by the Company in any way and to mortgage all or any of the property of the Company or issue debentures or debenture stock perpetual or otherwise charged upon all or any of the property of the Company both present and future including its uncalled capital and to redeem pay off or agree to a variation of all or any of such securities.
- (r) To draw make accept endorse discount execute and issue promissory notes bills of exchange bills of lading warrants debentures and other negotiable transferable or mercantile instruments and all instruments deeds or documents considered necessary or desirable for carrying out all or any of the objects of the Company.
- (s) To carry on assist subsidise manage supervise control finance contribute to take part in or take over wholly or in part any trade industry business or undertaking whatsoever (whether manufacturing trading financial commercial or otherwise) which may be thought capable of being conveniently carried on by the Company or calculated directly or indirectly to enhance the value of or render profitable any of the Company's property or rights or to be of benefit to the Company in any way.
- (t) To purchase or otherwise acquire and take over any business or undertaking carried on upon or in connection with any land or building which the Company may desire to acquire to become interested in and the whole or any of the assets and liabilities of such a business or undertaking and to carry on the same and or to dispose of remove or put an end thereto or otherwise deal with the same.
- (u) To establish carry on and to promote the establishment and carrying on upon any property in which the Company is interested any business which may be conveniently carried on upon or in connection with such property and the establishment of which may be calculated to enhance the value of the Company's interests in such property or to facilitate the disposal thereof.

of the Evidence (Reproductions) the Commissioner for Corporate Affairs, being a person declared by the Attorney day of June, that this transparency notification published in the Government Gazette on the nineteenth be an approved person for the purposes of Section three Act, 1967, DO HEREBY CERTIFY pursuant to the Section

377

DATED this

0730

- (w) To take up or otherwise acquire shares stocks or any other form of capital in any other company having objects in whole or in part similar to those of this Company or carrying or empowered to carry on any business capable of being conducted so as directly or indirectly to benefit this Company and to pay for such shares stock or capital either sholly or partly in cash shares stock bonds debentures notes rights options or otherwise howsoever as this Company may deem expedient.
- (x) To amalgamate or enter into partnership or into any arrangement for sharing profits union of interests co-operation joint venture reciprocal concession or otherwise with any person firm or company carrying on or engaged in or about to carry on or engage in any business or transaction altogether or in part similar to that carried on by this Company or any which this Company is authorised to carry on or engage in or any business or transaction capable of being conducted so as to directly or indirectly benefit this Company and to do so in such manner and upon such terms and conditions as may be thought fit.
- (y) To promote any other company or companies for the purpose of acquiring all or any of the property and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to benefit this Company and to transfer to such company or companies any of the property of this Company and take or otherwise acquire and hold shares stock bonds debentures notes rights options or other securities of any such company or companies and to subsidise or otherwise assist any such company or companies and to remunerate any person or company for services rendered in placing or assisting to place or guarantee the placing of any of the shares of such promoted company or companies or of any stock bonds debentures or other securities of the same or in and about such promotion.
- (2) To sell improve manage develop exchange lease license let on hire mortgage charge place under offer dispose of or otherwise deal with or turn to account all or any part of the undertaking rights property or privileges of the Company as a going concern or otherwise for such consideration as may be thought fit and in particular and without affecting the generality of the foregoing for cash or on credit

of the Evidence (Reproductions) I, the Commissioner for Corporate Affairs, being a person declared by the Attorney Gener by notification published in the Government Gazette on the nineteenth day of June, 1970. Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made purposes of Section three permanent record of a document in my custody or control an approved person for the

377

DATED this

COMMISSIONER

6

jo

- (aa) To apply for purchase or acquire in any way whatsoever any patents licences sub-licences concessions or other rights conferring any exclusive or non-exclusive or limited right to use or any secret or other formula or other information as to any invention or process which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem likely directly or indirectly to benefit this Company and to use exercise develop or grant licences sub-licences or rights in respect of or otherwise turn to account such patents licences sub-licences concessions rights or information.
- (bb) To purchase take on lease or in exchange hire or otherwise acquire or deal with for such consideration as may be thought fit including shares either fully or partially paid up or otherwise any property assets real or personal or any rights or privileges which may be considered of benefit to the Company and in particular and without affecting the generality of the foregoing any lands leases buildings easements copyrights trade marks designs plant goods and stock in trade and to hold develop work or otherwise turn the same to account in any manner that may be deemed expedient or advisable and also to construct maintain repair alter add to destroy or replace any factories buildings fixtures chattels plant apparatus or equipment.
- (cc) To pay either wholly or partly in cash shares stock bonds debenture notes rights options or otherwise as may be deemed expedient for any business property rights or privileges acquired by the Company or services rendered or to be rendered.
- (dd) To accept any shares stock debenture stock bonds notes rights options or other securities issued or guaranteed by any other company in payment or part payment for any property sold or business undertaken or services rendered or to be rendered or rights or privileges given or conferred by this Company.
- (ee) To enter into any arrangement or agreement with any governments or authorities whether central municipal local or otherwise or with any public or governmental body that may seem conducive to the carrying out of the Company's objects

by notification published in the Government Gazette on the nineteenth day of June, 1970, to of the Evidence (Reproductions) that this transparency is made Corporate Affairs, being a person declared by the Attorney be an approved person for the purposes of Section three Act, 1967, DO HEREBY CERTIFY pursuant to the Section I, the Commissioner for a permanent record

377

COMMISSIONER

2

o

- (ff) To invest and deal with the moneys of the Company upon such securities and in such manner as may from time to time be determined.
- (gg) To distribute among the members in specie any of the property of the Company and so that no distribution amounting to a reduction of capital shall be made except with the sanction (if any) for the time being required by law.
- (hh) To procure the Company to be registered or recognised in any country state territory or place and to do all things necessary to enable it to effectually carry on business therein.
- (ii) To expend in any way deemed fit by the Company with the view of improving the value of any business or property of the Company or of otherwise directly or indirectly advancing its interests.
- (jj) To pay all or any of the costs charges and expenses preliminary and incidental to the formation establishment registration and promotion of the Company and any company to be promoted as herein provided or to contract with any person firm or company to pay the same and to remunerate any person firm or company for services rendered or to be rendered for underwriting placing selling or guaranteeing a subscription of any shares stock bonds debentures notes rights options or other securities or obligations of the Company or of any company to be promoted as aforesaid.
- (kk) To provide for all or any of the employees of the Company or any subsidiary of the Company any special benefits privileges or advantages whether by way of sharing in profits of the Company or otherwise and generally to implement such schemes in such manner and to such extent as the Company may think fit.
- (11) To establish and support or aid in the establishment and support of associations institutions funds and trusts calculated to tenefit employees or ex-employees of the Company or any subsidiary or predecessor in business of the Company or the dependants or connections of such persons and to grant pensions allowances and annuities either by way of annual or other periodic payment or a lump sum and to make payments towards insurance generally to prescribe or guarantee movey for any charitable benevolent or public objects whatsoever.

of the Evidence (Reproductions) that this transparency is made as Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1970, to be an approved person for the purposes of Section three Act, 1967, DO HEREBY CERTIFY pursuant to the Section I, the Commissioner for jo a permanent record

3774

OMMISSIONER

jo

of June, 1970, to

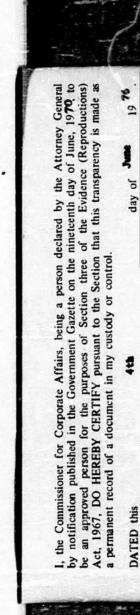
by notification published in the Government Gazette on the nineteenth day

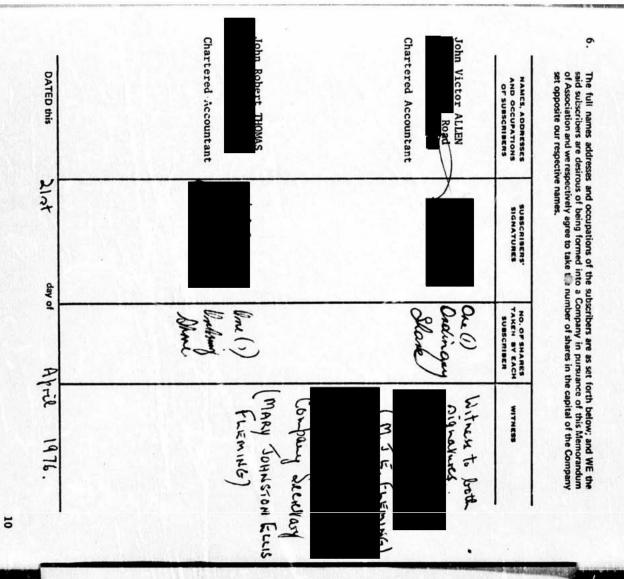
Corporate Affairs, being a person declared by

I, the Commissioner for

- (mm) To join or become a member of any association company or society formed or to be formed for the protection or advancement of the interests of employers or others engaged in any trade or business and to subscribe to or subsidise any such association company or society.
- (nn) To make gifts or donations as the Directors think fit to any person firm company or other body and to establish settlements and trusts for the benefit of any such person firm company or other body upon such terms and conditions and for such periods as the Directors think fit. Without limiting the generality of the foregoing the Directors may exercise the powers conferred by this clause in favour of or for the benefit of any relative or dependant of any Director shareholder employee or office holder of the Company and notwithstanding that the Directors at the time of the exercise of such power do not constitute an independant board.
- (oo) To obtain any provisional order Act or Parliament regulation or ordinance for enabling the Company to carry any of its objects into effect or for effecting any modification of the Company's constitution or for any other purposes which may seem to the Company expedient and to oppose any proceedings or applications which may seem likely directly or indirectly to prejudice the interests of the Company.
- (pp) To insure against all such risks liabilities and eventualities as may seem advisable and to apply the proceeds of any claim under any insurance in such manner and for such purpose or purposes as its shall think fit.
- (qq) To adopt such means whatsoever which the Company may think fit of making known all or any of the operations objects business products and activities of the Company or any subsidiary of the Company whether such operations objects business products or activities are existing projected or otherwise.
- (rr) To do all or any of the above things in any part or parts of the Commonwealth of Australia or elsewhere as principal agent partner joint owner manager contractor trustee attorney or in any other capacity whatsoever and by or through one or more trustees subsidiary companies agents attorneys contractors or otherwise howsoever and either alone or in conjunction with any other person or persons firm or firms or company or companies and in its own name the name of a nominee or otherwise.
- (ss) To do or cause to be done all such other acts matters and things as are considered by the Company incidental or likely to be conducive to the attainment of the above objects or any of them or to be of benefit to the Company.

- 4. The liability of the members is limited.
- 5. The capital of the Company is Ten thousand dollars (\$10,000.00) divided into Ten thousand (10,000) shares of One dollar (\$1.00) each and any shares of which the capital of the Company may from time to time consist may be divided into different classes and may be issued with any preferential special deferred or qualified rights privileges or conditions attached to same.





I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1970 to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my custody or control.

DATED this

4th

day of

19 76

3774

## ARTICLES OF ASSOCIATION

of





# HARLEY, LITTLE (AUSTRALASIA) PTY. LTD.

1. The regulations contained in Table "A" of the Fourth Schedule to the Companies Act 1961 (excepting those hereinafter excluded and omitted and subject to the following substitutions and alterations) shall together with the additional Articles hereinafter contained be adopted as the Articles of Association of the Company.

Regulations 65 and 66 of the said Table "A" are hereby expressly omitted.

Regulations 22, 41, 42, 47, 54, 63, 65, 66, 67, 69, 71, 81, 83 and 98 of the said Table "A" are hereby expressly omitted and the following Articles expressed to be in lieu thereof and substituted therefor.

Regulation 72 of the said Table "A" is altered in the manner hereinafter set forth.

- 2. The Company is a proprietary company and accordingly the following provisions shall have effect:-
  - (a) The right to transfer shares in the Company shall be restricted in manner hereinafter appearing.
  - (b) The number of members of the Company (counting joint holders of shares as one person and not counting any person in the employment of the Company or of its subsidiary or any person who while previously in the employment of the Company or of its subsidiary was and thereafter has continued to be a member of the Company) shall not be more than fifty.
  - (c) Any invitation to the public to subscribe for any shares in or debentures of the Company is hereby prohibited.
  - (d) Any invitation to the public to deposit money with the Company for fixed periods or payable at call whether bearing or not bearing interest is hereby prohibited.

of the Evidence (Reproductions) that this transparency is made as Commissioner for Corporate Affairs, being a person declared by the Attorney Generification published in the Government Gazette on the nineteenth day of June, 1970 approved person for the purposes of Section three 967, DO HEREBY CERTIFY pursuant to the Section anent record of a document in my custody or control. notification published in

ō

61

DATED this

The Directors may decline to register any transfer of shares to a person of whom they do not approve without assigning any reason therefor.

4. (In lieu of Regulation 41 of Table "A")

All shares whether forming part of the original capital or of any increase in capital shall be under the control of the Directors who may allot or otherwise dispose of the same to such persons on such terms and conditions and at such times as the Directors think fit without regard to any implied right of holdders of any of the allotment or disposition and with full power to give to any person the call of any shares either at par or at a premium during such time and at such consideration as the Directors thirk fit.

5. (In lieu of Regulation 47 of Table "A")

No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. Two members present in person or by proxy or by attorney or by other duly authorised representatives shall be a quorum.

(in Lieu of Regulation 54 of Table "A")

Subject to any special rights or restrictions for the time being attached to any special class of shares in the capital of the Company:

- (a) On a show of hands every member (not being a corporation) present in person shall have one vote and every member being a corporation present by a representative authorised pursuant to the Companies Act 1961 or by proxy or by attorney shall have one vote.
- (b) On a poll every member (not being a corporation) present in person or by proxy or by attorney shall have one vote for every share held by him and every member being a corporation present by a representative authorised pursuant to the Companies Act 1961 or by proxy or by attorney shall have one vote for every share held by it.
- 7. (In lieu of Regulation 63 of Table "A")

Until otherwise determined by a General Meeting the number of Directors shall be not less than three nor more than seven. The names of the first Directors shall be determined in writing by the subscribers to the Memorandum of Association or a majority of them.

Attorney General Evidence (Reproductions) 2 1, the Commissioner for Corporate Affairs, being a person declared by the Attorney Gener by notification published in the Government Gazette on the nineteenth day of June, 1970, the purposes of Section three of the Evidence (Repr RTIFY pursuant to the Section that this transparency an approved person for the purposes of Section , 1967, DO HEREBY CERTIFY pursuant to the in my Jo

6

jo

DATED this

Directors shall hold office until they die or their office is vacated pursuant to Article 72 of Table "A" (as amended by Article 12 hereof).

9. (In lieu of Regulation 67 of Table "A")

The Company may from time to time by ordinary resolution passed at a General Meeting increase or reduce the number of Directors provided that the number of Directors shall not be less than two.

10. (In lieu of Regulation 69 of Table "A")

The Directors shall have power at any time and from time to time to appoint any person to be a Director either to fill a casual vacancy or as an addition to the existing Directors but so that the total number of Directors shall not at any time exceed the number fixed in accordance with these regulations.

11. (In lieu of Regulation 71 of Table "A")

A Director need not be a member of the Company.

- 12. Regulation 72 of Table "A" shall be altered by deleting paragraphs (g) and (h) thereof and substituting the following paragraph in lieu of paragraph (g)
  - (g) is removed from office by ordinary resolution passed at a General Meeting.
- 13. (In lieu of Regulation 83 of Table "A")

The quorum necessary for the transaction of the business of the Directors may be fixed by the Directors and unless so fixed by the Directors shall be two.

14. (Additional Article)

A Director may hold any other office or place of profit under the Company in conjunction with the office of Director and on such terms as to remuneration and otherwise as the Directors or the Company in General Meeting may arrange.

15. (In lieu of Regulation 81 of Table "A")

No Director shall be disqualified by his office from holding any office or place of profit under the Company or under any company in which this Company shall be a shareholder or otherwise interested or from contracting with the Company either as vendor purchaser or otherwise nor shall any such contract or any contract or arrangement entered into by or on behalf of the Company in which any Director shall be in any way

of the Evidence (Reproductions) that this transparency is made as he Commissioner for Corporate Affairs, being a person declared by the Attorney General notification published in the Government Gazette on the nineteenth day of June, 1970. be an approved person for the purposes of Section three Act, 1967, DO HEREBY CERTIFY pursuant to the Section a permanent record of a document in my custody or control.

3774

DATED this

COMMISSIONER

6

ō

00200

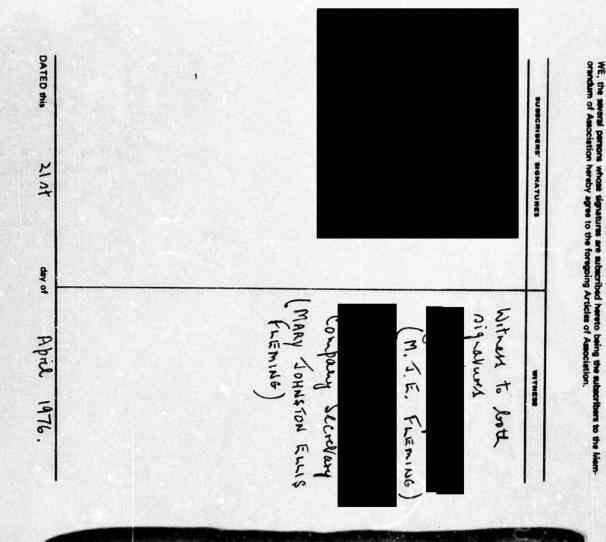
COMMISSIONER

interested be avoided nor shall any Director be liable to account to the Company for any profit arising from any such office or place of profit or realised by any such contract or arrangement by reason only of such Director holding that office or the fiduciary relations thereby established but it is declared that the nature of his interest must be disclosed by him in manner required by the Act. A Director may be appointed as the Director in whose presence the seal of the Company is to be affixed to any instrument notwithstanding that he is interested in the contract or arrangement to which the instrument relates and may be counted for the purpose of any resolution regarding the same in the quorum.

# 16. (In lieu of Regulation 98 of Table "A")

The Directors or the Company in General Meeting may declare dividends but when in General Meeting no dividend shall exceed the amount recommended by the Directors.

by notification published in the Government Gazette on the nineteenth day of June, 1970 to be an approved person for the purposes of Section three of the Evidence (Reproductions) I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as 61 jo day a permanent record of a document in my custody or control DATED this



I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June. 1970, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my custody or control.

DATED this

4th

day of June

19 76

3774

No. of Company 185796-00

# Certificate of Incorporation of Proprietary Company

Companies Act, 1961-Section 16 (3)



I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1970, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my custody or control.

company limited by shares and that the company is a proprietary company.

the Companies Act, 1961, that the

company

19 76 . .

Hitten under the seal of the Corporate Affairs Commission at Sydney,

twenty-fifth

day of

Hay

, 1976.

incorporated under

is, on and from the

twenty-fifth

HARLEY, LITTLE (AUSTRALASIA) PTY.

LTD. May

This is to Certify chase

DATED this

4th

day of

19 76

3774

LODGED IN THE OFFICE OF COMMISSION ON - 9 SEP 1977

COMMISSIONER

FORM 46

NEW SOUTH WALES Companies Act, 1961 (Section 140 (7))

COPY OF MINUTE DY DEPRESENTATIVE OF ROLDIES COMPANY DELATING TO PROCEEDINGS OF SUBSIDIARY COMPANY

HARLEY, LITTLE (AUSTRALASIA) PTY.

TO THE CONTRACT ARRAINS COMMISSION

PACKET No. 185 796-00

RECORDED

FILED

\_\_\_\_day of\_\_\_\_ August, \_\_\_\_\_\_ 19. 77 the releute of Harley Little (Australasia) Pty timbed ser out + XXXX/t in the concessor marked with the letter "A" and signed by me for purposes of identifications/was signed by JANETT LITTLE ... the representative of 5. Harley Little Associates Inc. Limited authorised pursuant to subsection (3) of section 140 of the Companies Act, 1961.

(Set out copy of minute bere if it is not amexed)

Dated this

\*Insert name of subsidiery company.

tStrike out whichever is inapplicable.

4Where the copy of the minute is annexed, the annexore is to be endorsed as follows:--"This is the annexore marked 'A' referred to in the Form relating to the copy of minute by representative of holding company signed by me on day of

\$Insert name holding company.

This form must be lodged within one month after the signing of the Minute.

FEE: If lodged within the prescribed period

SI XXXXXXII

If lodged within one reanth after that period

ST XXXXXXX

If lodged more than one mouth after that period ..... \$22 MAXED

ARTHUR YOUNG & COMPANY, LODGED BY...

50 Bridge Street, Sydney

TELEPHONE NO 233 6966

CHANGE OF NAME

EFFECTIVE FROM

COMMISSIONER FOR CORPORAFFAIRS

nineteenth day of June, 1970, to Evidence (Reproductions) of September 77

. the Commissioner for Corporate Affairs, being

## HARLEY, LITTLE (AUSTRALASIA) PTY. LIMITED

MINUTES OF MEETING HELD ON 1 AUGUST, 1977 AT 6th Floor, 1 Alfred Street, Sydney

PRESENT:

Mr. J. Davis Mr. J. Little

CHANGE OF NAME:

IT WAS RESOLVED that the following resolution be passed as a Special Resolution.

## RESOLUTION

That the name of the Company be changed from Harley, Little (Australasia) Pty. Limited to "HARLEY, LITTLE ASSOCIATES PTY. LIMITED" to take effect as and from 1 July, 1977.

Approved and signed as a correct record by all the members of the company.

DATE:

1/8/77

Marley, Little Associates Inc. Director/Secretary

1/8/77

Jadel Pty. Limited Director/Secretary

by notification published in the Government Gazette on the nineteenth day of June, 1970, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as

I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General

be an approved person for the purposes of Section three Act, 1967, DO HEREBY CERTIFY pursuant to the Section a permanent record of a document in my custody or control

day of Septembef9 77

20

DATED this

10730 D. West, Government Printer

No. of Company 185796-00

# Certificate of Incorporation on Change of Name of Company

Companies Act, 1961-Section 21 (6)

# This is to Certify that

Harley, Little (Australasia) Pty. Ltd.

twenty-fifth which was, on the day of May , 1976. incorporated under the Companies Act, 1961, did on the , 1977 , change its name to September day of

HARLEY, LITTLE ASSOCIATES PTY. LIMITED

and that the company is limited by shares and is a Proprietary Company.

Billell under the seal of the Corporate Affairs Commission at Sydney. ninth this September , 19 77. day of

Exd.



by notification published in the Government Gazette on the nineteenth day of June, 1970, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act. 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General

permanent record of a document in my custody or control

of Septembef9

COMMISSIONER

M 10730 D. West, Government Printer

R67

NEW SOUTH WALES

Companies Act, 1961

Sections 158 and 160

323457



Form A

LODGED with the Corporate Affairs Commission on

COMMISSIONER

12 MAY 1977

# Annual Return of a Company having a Share Capital

Complete in BLOCK LETTERS and lodge with Corporate Affairs Commission, 175 Castlereagh Street, Sydney, N.S.W. 2000 (G.P.O. Box 7018, N.S.W. 2001)

				PART A			
Reg. No.							Limited
Annual Return of	HARLEY		(AUSTR	RALASIA)			
made up to the		28			day of	APRIL	1977
being the date of or	a date not later	than the fo	ourteenth d	ay after the	date of the	Annual General Meeti	ng in 19 ; i
1. The accounts of t	he company *w	ere xwetc lan			eneral Meetin	ng of the company hele	d on
Later .		28 A	oril	19 77			
• the date of	ali ta antona						
				4 b . C b .	A C		
*Strike out whichever is	thin An muck film Inapplicable.	era ricad	OR XIN KOCK	INDERESCOR.	RIMON STONE !	XXIOKS	
2. The address of th	e registered offi	ce of the c	ompany is:				
	2, 6th F				se,		
3. The name of the	company is rese	rved in the	participat	ing States o	r;		
Not a	pplicable						
4. The address of th	e principal offic	e of the co	mpany (if	any) in each	participating	g State is:	
Not a	pplicable						
5. The address of th	e place at which	the regist	er of mem	bers is kept	if other than	the registered office is	:
Not a	pplicable						
6. The business nam	es under which	the compa	any carries	on business	are;		
Harle	y, Little	Associ	ates				

Please complete: odged by: Arthur Young & Company	Time for alling:  This document is required to be lodged within one month, or, where the company keeps a branch register in a place that is not in a State or Territory of the Commonwealth, within two months, after the date of the Annual General Meeting.
35th Floor, 50 Bridge St, Sychone: 233 6966	If lodged within the prescribed period—
oate forwarded:  Oce paid:  For assessment see across re fee.)	Exempt Proprietary Company
	N.R. Penalty Fees:

N.B. Penalty Fees: If lodged within one month after the prescribed period an additional \$5 is payable.

If lodged more than one month after the prescribed period an additional \$15 is payable, making a total of \$20.

I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1971, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my custody or control. May 5

nine teenth

COMMISSIONER



ST 2610-T DI WEST, BOVERNMENT PRINTER

# PART B Summary of Share Capital and Shares

7. NOMINA	AL SHARE CAPITAL	s 10,000	divided into1	10,000	_shares of }	\$_1_each
8. Total number of shares taken up to the 28 day of April 1977 2,000 shares of \$ 1 each (being the date of the return or other authorized date)						
TO	TAL ISSUED CAPITAL	(Nominal Value)			s 2,000	
9. Number of shares issued: (a) Subject to payment wholly in cash						,000
(c)	(b) As fully paid up otherwise than in cash (c) As partly paid up to the extent of per share otherwise than in cash					
The second second	FAL of items 9 (a), (b) an			m 8)		000
11. Total am	of shares (if any) of each count of discount on the is his return			off at the	5	-
12. (a) There has been called up on each of			2,000	shares	s	1
	re has been called up on re has been called up on			shares	S	-
13. 'Total ar			ation and allotme	ent	s2	,000
	(If any) agreed to be con which have been issued	nsidered as paid on		shares	s	-
(c)	(If any) agreed to be cowhich have been issued	nsidered as paid on		shares		
	per share otherwise than	in cash			\$ 2	000
	TAL of items 13 (a), (b)	and (c)				- 000
14. Total amount of calls unpaid						
or deben	tures since the date of th	e last return			s	
16. Total an	16. Total amount of the sums (if any) allowed by way of discount in respect of any debentures since the date of the last return					
17. Total nu	mber of shares forfeited					-
	ount paid (if any) on sha		ad on the same		5	-
	nount of the indebtedness ersonal) or undertaking o		ed on the propert	y (whether	\$	-
	Particulars of each c	harge REGISTERED	WITH THE CO	MMISSION		
Re	gistered number	Date of re	esignation	signation Amount of indebtedness at the date of this return		
	NIL					
(1) Where there are shares of different kinds or amounts (e.g., Preference and Ordinary or \$20 and \$10) state the numbers and nominal values separately. USE ANNEXURE SHEETS IF NEEDED and initial.  (2) If the shares are of different kinds, state them separately.  (3) If the shares are of different kinds, state them separately.  (4) includes what has been received on forfeited as well as the state of the st						
LIST OF PE	RSONS holding shares i		TLE (AUSTE	RALASIA)	PTY.	
LIMITED on the 28 day of April 19 77 (being the date of						
NOTE: If the na	n or other authorized date mes in this List are not arranged in			. of any	a the lies to the con-	
NOTE: If the his List NOTE: In the comp	use of a no-liability company of a co any exempted under subsection (1)	ompany exempted under the pro of section 160 should complete	visions of section 160 of the certificate by the secr	the Companies A retary immediately	Act, 1961, this list is y below Part F on pa	y found must be annexed to not required to be supplied. uge 4.
Folio in Register Ledger containing particulars	Names		Addresses		Number of shares held by existing	
	Surname At least one Christian name and other initials					members †
25	Harley Little	Harley Little & Associates			onge St,	1 500
26	Jadel Pty. Limited		C/- A.M.	Magoffi	in & Co.	1,500
			13th Floo	or, 5 Gr	esham St	
						2 000
						2,000
A.The comments	the of these bild and and the first	f space insufficient, use Co	ntinuation Sheets ar	nd Initial)		

I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1971, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my custody or control. COMMISSIONER 1261 day of May

nine teenth

DATED this

R67

## DIRECTORS' REPORT

Your directors submit their report made in accordance with a resolution of the directors with respect to the loss of the company for the financial period 25 May, 1976 (being date of incorporation) to 31 December, 1976, and the state of the company's affairs at 31 December, 1976.

#### 1. Directors

The names of the directors in office at the date of this report are:

James Herbert Little Douglas Harold Harley John Ernest Davis

## 2. Principal activities

The principal activities of the company in the course of the financial period were management consultants and planners.

## 3. Loss

The net amount of the loss of the company for the financial period after provision for income tax (\$Nil) was \$48,905.

# Issues of shares

During the financial period the company issued the following shares:

Purpose of the issue	Class	Number	Terms of issue
Initial capital	Ordinary	2,000	Cash

## Bad and doubtful debts 5.

- (a) Before the profit and loss statement and balance sheet were made out, the directors took reasonable steps to ascertain what action had been taken in relation to the writing off bad debts and the making of provisions for doubtful debts, and to cause all known bad debts to be written off and adequate provision to be made for doubtful debts.
- (b) At the date of the report the directors are not aware of any circumstances which would render the amount written off for bad debts or the amount of the provision for doubtful debts inadequate to any substantial extent.

## 6. Current assets

- Before the profit and loss statement and balance sheet were made out the directors took reasonable steps to ascertain whether any current assets (other than current assets to which paragraph 5(a) applies) were unlikely to realise in the ordinary course of business their value as shown in the accounting records of the company.
- (b) At the date of the report the directors are not aware of any circumstances which would render the values attributed to current assets in the financial statements misleading.

the Commissioner for Corporate Affairs, being a person declared by the Attorney General notification published in the Covernment Gazette on the nineteenth day of June, 1971, to an approved person for the purposes of Section three of the Evidence (Reproductions) t, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as purposes of Section three IFY pursuant to the Section nt in my custody or control.

of

COMMISSIONER

DATED this

be an approved pers Act, 1967. DO HER a permanent record of

5 × 5

- (i) any charge on the assets of the company which has arisen since the end of the financial period and secures the liabilities of any other person;
- (ii) any contingent liability which has arisen since the end of the financial period.
- 8. Ability of the company to meet its obligations No contingent or other liability has become enforceable, or is likely to become enforceable, within the period of twelve months after the end of the financial year which, in the opinion of the directors, will or may substantially affect the ability of the company to meet its obligations when they

## 9. Other circumstances

fall due.

7.

At the date of the report the directors are not aware of any circumstances not otherwise dealt with in the report or financial statements which would render any amount stated in the financial statements misleading.

## 10. Unusual transactions

The results of the company's operations during the financial period were, in the opinion of the directors, substantially affected by employee relocation expenses of \$10,067. There has not arisen in the interval between the end of the

financial period and the date of the report any item. transaction or event of a material and unusual nature likely. in the opinion of the directors, to affect substantially the results of the company's operations for the next succeeding financial year.

## 11. Ultimate holding company

The name of the corporation that the directors believe to be the company's ultimate holding company is Harley, Little Associates Inc. and the country in which that holding company is incorporated is Canada.

## 12. Director's benefit

Since the date of incorporation no director of the company has received or become entitled to receive a benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by directors shown in the accounts or the fixed salary of a full-time employee of the company) by reason of a contract made by the company or a related corporation with the director or with a firm of which he is a member, or with a company in which he has a substantial financial interest.

On behalf of the Board

J. H. KITTKE. Director

J.E. DAVIS ... Director

I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1971, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act 1967 DO HEREBY CERTIFY pursuant to the Section that this transparency is made as

jo

be an approved person for the purposes of Act, 1967, DO HEREBY CERTIFY pursuant a permanent record of a document in my cust

and to the Section three cannot to the Section to custody or control.

Sydney, 12 april 1977.

In accordance with a resolution of the directors of Harley, Little (Australasia) Pty. Limited, we state that,

In the opinion of the directors -

- (a) the profit and loss statement is drawn up so as to give a true and fair view of the loss of the company for the period 25 May, 1976 (being date of incorporation) to 31 December, 1976 and;
- (b) the balance sheet is drawn up so as to give a true and fair view of the state of affairs of the company as at 31 December, 1976.

On behalf of the Board

J. H. KITTKE. Director

J. E. SAVIS. Director

Sydney, 2 apr c 1977.

#### STATEMENT BY PRINCIPAL ACCOUNTING OFFICER

To the best of my knowledge and belief the accompanying accounts of the company, consisting of the balance sheet at 31 December, 1976, profit and loss statement for the period 25 May, 1976 (being date of incorporation) to 31 December, 1976, and notes, give a true and fair view of the matters required by Section 162 of the Companies Act, 1961 to be dealt with in the financial statements.

4. J. SEAGRIM

Sydney, 12 april 1977.

I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1971, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my custody or control.

4744

COMMISSIONER

o

R67

CHARTERED ACCOUNTANTS

THROUGHOUT THE WORLD

A M P CENTRE SO BRIDGE STREET SYDNEY AUSTRALIA 2000 TELEPHONE 233 6966 AREA CODE 02:

OFFICES IN ALL AUSTRALIAN STATES

GPO BOX 2646 SYDNEY 2001 TELEGRAMS & CABLES ARTHYOUNG - SYDNEY TELEX 24044

#### AUDITORS' REPORT

TO THE MEMBERS

HARLEY, LITTLE (AUSTRALASIA) PTY. LIMITED

#### In our opinion:

- (a) the attached financial statements, being the balance sheet, profit and loss statement and notes, are properly drawn up in accordance with the provisions of the Companies Act, 1961 and so as to give a true and fair view of -
  - (i) the state of affairs of the company at 31 December, 1976 and of the results of the company for the period 25 May, 1976 (being date of incorporation) to 31 December, 1976; and
  - (ii) the other matters required by Section 162 of that Act to be dealt with in the financial statements;
- (b) the accounting re rds and other records, and the registers, required by that Act to be kept by the company have been properly kept in accordance with the provisions of that Act.

ARTHUR YOUNG & COMPANY

J.S. Bates, Partner CHARTERED ACCOUNTANTS

(Registered under the Public Accountants Registration Act, 1945, as amended)

COMMISSIONER

May

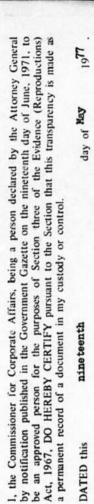
I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1971, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as a permanent record of a document in my custody or control.

### HARLEY, LITTLE (AUSTRALASIA) PTY, LIMITED

#### BALANCE SHEET - 31 DECEMBER, 1976

	<u>\$</u>
SHARE CAPITAL AND ACCUMULATED LOSSES	
Authorised Capital	
10,000 shares of \$1	10,000
Paid Up Capital	
2,000 shares of \$1 fully paid	2,000
Accumulated Losses	(48,905)
	(46,905)
CURRENT LIABILITIES	
Bank overdraft	29,036
Trade creditors	14,176
Amount payable to holding company	21,798
	65,010
	\$18,105

The accompanying notes form part of these financial statements.



4744

COMMISSIONER

M 10730

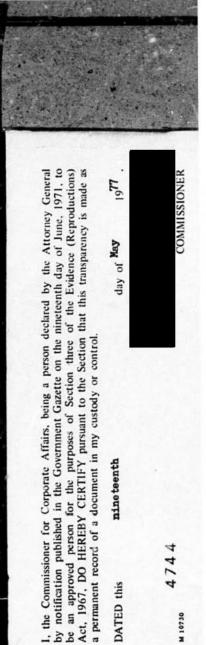
R67

#### HARLEY, LITTLE (AUSTRALASIA) PTY, LIMITED

#### BALANCE SHEET - 31 DECEMBER, 1976

	\$
FIXED ASSETS	
Furniture and fittings - at cost Less Accumulated depreciation	3,184 131
	3,053
CURRENT ASSETS	
Cash in hand	50
Trade debtors after providing for doubtful debts \$Nil Prepayments and deposits	10,959 3,693
	14,702
INTANGIBLES	
Formation expenses - at cost	350
	\$18,105

The accompanying notes form part of these financial statements.



1261

day of May

nine teenth

DATED this

a permanent record of a document in my custody or control.

M 10730

R67

#### PROFIT AND LOSS STATEMENT

# 25 MAY, 1976 (BEING DATE OF INCORPORATION)

TO 31 DECEMBER, 1976

\$

\$

OPERATING LOSS FOR PERIOD

(48,905)

After charging:

Auditors remuneration - auditing of the accounts 500 - other services 1,100 (The auditors did not receive any other benefits) 131 Depreciation on fixed assets 802 Interest paid to - holding co. - other 326 persons Abnormal item - employee's relocation expenses 10.067

ACCUMULATED LOSSES AT END OF PERIOD

\$(48,905)

The accompanying notes form part of these financial statements.



I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1971, to be an approved person for the purposes of Section three of the Evidence (Reproductions) to the Section that this transparency is made May

a

to

COMMISSIONER

nine teenth

DATED this

Act, 1967, DO HEREBY CERTIFY pursuant to the Section a permanent record of a document in my custody or control

267

# NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS 25 MAY, 1976 (BEING DATE OF INCORPORATION) TO 31 DECEMBER, 1976

#### 1. SUMMARY OF SIGNIFICANT ACCOUNTING METHODS

(a) Basis of financial statements

These financial statements have been prepared in accordance with the historical cost convention, under which assets are generally recorded in the balance sheet at or below the costs incurred at their date of acquisition, modified by certain revaluations upwards of property and investments. Accordingly, amoun a presented in the balance sheets do not necessarily reflect realizable values or values to the business for those items. In addition the financial statements do not reflect any changes in the purchasing power of money.

(b) Depreciation

Operating assets are depreciated on a diminishing value basis.

INCOME TAX

No income tax is currently payable owing to a loss being incurred.

I, the Commissioner for Corporat: Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1971, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act. 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as uant to the S custody or be an approved person for the purposes of Act, 1967, DO HEREBY CERTIFY pursuant a permanent record of a document in my cust

4744

7

.

.

COMMISSIONER

May

o

day

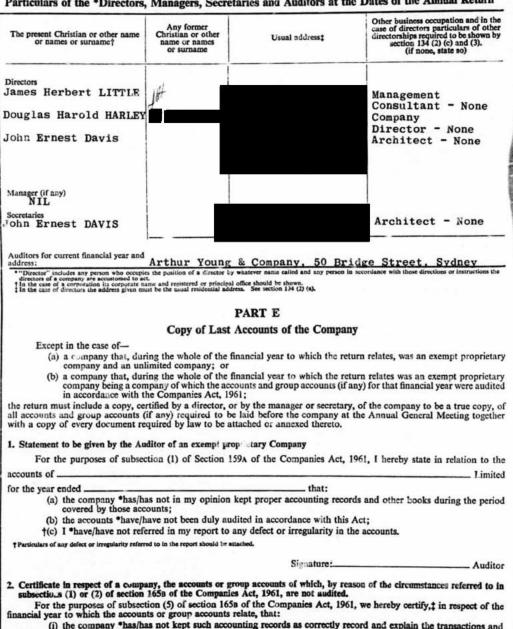
nine teenth

DATED this

•

#### PART D

# Particulars of the \*Directors, Managers, Secretaries and Auditors at the Dates of the Annual Return



(i) the company \*has/has not kept such accounting records as correctly record and explain the transactions and financial position of the company;

- (ii) the company \*has/has not kept its accounting records in such a manner as would enable true and fair accounts of the company to be prepared from time to time;
- (iii) the company has/has not kept its accounting records in such a manner as would enable the accounts of the company to be conveniently and properly audited in accordance with the Companies Act, 1961;
- (iv) the accounts and group accounts (if any) \*have/have not been properly prepared by a competent person.

Director
Disease

in the Government Gazette on the nineteenth day of June, 1971, to for the purposes of Section three of the Evidence (Reproductional CERTIFY pursuant to the Section that the sec May

purposes of Section IFY pursuant to the ent in my custody o

for the purp Y CERTIFY | document in

approved person for 967, DO HEREBY Channent record of a do

Act, 1967,

E

permanent

notification published

ior

Commissioner

COMMISSIONER

#### Certificate to be Completed by No-Liability Companies

Particulars as to calls and sales of forfeited shares (to be given only in the case of a no-liability company)-

(a) the date when each call made since the date of the last return, or in the case of a first return since incorporation, was payable;
(b) the dates since the last return or incorporation when shares forfeited were offered for sale and the place of offer;
(c) the number of shares sold at each sale of forfeited shares made since the date of the last return or in the case of a first return since the date of incorporation;
(d) the number of shares unsold at each offer for sale of forfeited shares made since the date of the last return or in the case of a first return since the date of incorporation;
(e) the number of shares disposed of pursuant to subsection (), section three hundred and twenty-four of the Companies Act, 1961, since the date of the last return
shares withdrawn from sale or for which no bid was received.

Signature:	
------------	--

#### Certificate for inclusion in Public Company's Annual Return that does not include List of Members

For the purposes of subsection (1) of section 160 of the Companies Act, 1961, I hereby certify, in relation to Limited, that-

(a) the company has more than five hundred members;

(b) the company keeps its principal share register at a place within five kilometres of the office of the Corporate Affairs Commission: and

the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;

and that accordingly the company is of a kind to which that subsection applies.

Signature:	Secretary
------------	-----------

#### PART G

#### Certificate to be given by all companies

A certificate in the form set out hereunder shall be given by the secretary or director of every company and in the case of an exempt proprietary company by both a director and a secretary.

#### CERTIFICATE

I/We after having made due enquiries certify-

- (a) that the provisions of the Unclaimed Moneys Act, 1917, relating to unclaimed moneys have been complied with;
- (b) having made an inspection of the share register that transfers have have মতে been registered since the date of the last the incorporation of the company.
- (c) 2that the company has not since the date of the last annual return issued any invitation to the public to subscribe for any shares in or debentures of the company or to deposit moneys for fixed periods or payable at call;
- (d) \*the third success and noted the company whom they comming that aubidiances are accordanced whether the company when the company when the company were the company were the company when the company were the company were the company when the company were the company were the company when the company were the company were the company were the company when the company were t
- (c) "that is the best about knowledge and belief the companyons an exemptor optimize the sometime which the sometime of the financial years which the remember of the financial years.
- (f) "MAPAN HIS AMMANG SHEMANDSHIM & NORKONXX XXX actives as a science to a chief, their common court and for excitors in actives to assess an active of
- (g) 7th at set the Annual General Meeting heat knows XXX y ageless a marcon with the continue with the first and same and the continue with the continue wi

Signature	Director <sup>6</sup>
Signature:	Secretary

Strike out whichever is inapplicable.

Strike out this paragraph if the company is not a proprietary company,

In the case of the first annual return of a proprietary company, strike out the words "last annual return" and substitute therefor the words "locorporation of the company".

Strike out the paragraph except in the case of a proprietary company whose members exceed fifty.

Strike out except in the case of an exempt proprietary company.

Strike out except in the case of an exempt proprietary company that is an unlimited company on member of which

was at the state of the Annual General Meeting a person other than a natural person or an exempt proprietary company that is an unlimited company or a corporation that

under the law of another State or a Territory of the Commonwealth is an exempt proprietary company that is an unlimited company or a corporation that

under the law of another State or a Territory of the Commonwealth is an exempt proprietary company that is an unlimited company where all the members agreed not

work there one another before that meeting not to appoint an auditor.

y of the Company and an auditor, on the appoint an exempt proprietary company that is not an unlimited company all the members of ore the Annual General Meeting not to appoint an auditor,

ore the Annual General Meeting not to appoint an auditor,

in the canacity of both director and secretary will not be accepted. See section 132 (5) of the Companies Act, 1961.

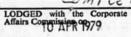
THE FOLLOWING CERTIFICATE MUST BE SIGNED BY A DIRECTOR, MANAGER OR SECRETARY. THE INFORMATION CONTAINED IN PARTS A, B, C, D, AND G OF THIS ANNUAL RETURN IS TRUE TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Signature:

1971, to Evidence (Reproductions) the Attorney General of June. transparency notification published in the Government Gazette on the nineteenth day Corporate Affairs, being a person declared by of the Evi Section Section oľ pursuant purposes Ξ CERTIFY person for HEREBY CE Commissioner for 00 approved permanent 1967. 9 Act, p p

DATED this

COMMISSIONER





Form A



# Annual Return of a Company having a Share Capital

Complete in BLOCK LETTERS and lodge with Corporate Affairs Commission, 175 Castlereagh Street, Sydney, N.S.W. 2000 (G.P.O. Box 7018, N.S.W. 2001)

PART A Reg. No. 185 796 - 00

Annual Return of

HARLEY LITTLE ASSOCIATES PTY.

day of

Limited

made up to the

19 78

being the date of or a date not later than the fourteenth day after the date of the Annual General Meeting in 19 78

\*were 1. The accounts of the company were laid before the Annual General Meeting of the company held on

19 78 30 JUNE

being-

- \* the date of this return.
- \* the data of the Annual General Meeting last held before the date of this return

\*Strike out whichever is inapplicable.

2. The address of the registered office of the company is:

Suite 2, 6th Floor, Goldfields House, 1 Alfred Street, SYDNEY COVE

3. The name of the company is reserved in the participating States of:

NOT APPLICABLE

4. The address of the principal office of the company (if any) in each participating State is:

NOT APPLICABLE

5. The address of the place at which the register of members is kept if other than the registered office is:

NOT APPLICABLE

6. The business names under which the company carries on business are:

NOT APPLICABLE

Please complete:

ARTHUR YOUNG & COMPANY Lodged by:

50 BRIDGE STREET, SYDNEY

233 6966

Date forwarded:

Fee paid: (For assessment see across re fee.) Time for filing:

A A OF THE CHARLES AND STATE OF THE STATE OF

This document is required to be lodged within one month, or, where the company keeps a branch register in a place that is not in a State or Territory of the Commonwealth, within two months, after the date of the Annual General Meeting.

N.B. Penalty Fees

If lodged within one month after the prescribed period an additional \$5 is payable.

If lodged more than one month after the prescribed period an additional \$15 is payable, making a total of \$20,

COMMISSIONER

of Apr11

ne Evidence (Reproductions) this transparency is made as

Section

to the

custody

=

Jo

2 General

1970,

Attorney of June, 1

the day

þ

declared

nineteenth

Gazette on the person

purposes of pursuant

approved person for 967, DO HEREBY notification published

Act, 1967.

Government

the Ξ Por

Affairs,

Lor

Commissioner



ST 2910-1 D. WEST, GOVERNMENT PRINTER

COMMISSIONER

1979

day of Apr11

I, the Commissioner for Corporate Affairs, being a person declared by the Attorney General by notification published in the Government Gazette on the nineteenth day of June, 1970, to be an approved person for the purposes of Section three of the Evidence (Reproductions) Act, 1967, DO HEREBY CERTIFY pursuant to the Section that this transparency is made as

a permanent record of a document in my custody or control.

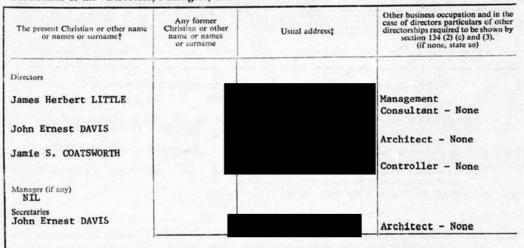
# PART B

		Summary of Si	nare Ca	pitai and	Snares			
7. NOMINA	AL SHARE CAP	TAL \$ 10,000	divi	ded into1	10,000	shares of }	5_1	each
		ten up to the 30 day n or other authorized da	of JUNE	19 78	2,000	shares of }	\$_1	each
тот	AL ISSUED CA	APITAL (Nominal Valu	ie) .			\$ 2,000		
(a) (b) (c)	As fully paid up As partly paid up	nt wholly in cash otherwise than in cash to the extent of (b) and (c)—(this should				2,000		
10. <sup>2</sup> Number	of shares (if any)	of each class issued at a	discount					
	ount of discount on is return	on the issue of shares whi	ich has no	been writ	ten off at the	s -		
(b) Ther	re has been called re has been called re has been called	up on each of			shares shares	S 1 S -		
3. Total an		up on each of			shares	3		
(b)	(If any) agreed to which have been (If any) agreed to	including payments on a be considered as paid of issued as fully paid up to be considered as paid of issued as partly paid up ise than in cash	on otherwise t on	han in cas	shares	\$ 2,000 \$ - \$ -		
TOT	TAL of items 13 (					\$ 2.000		
14. Total am	ount of calls unp	nid				s -		
18. Total am	nount of the inde	on shares forfeited etedness of the company aking of the company	secured or	the prop	erty (whether	s - s	Les il	
	Particulars o	each charge REGISTE	RED WIT	H THE C	OMMISSIO	N are as follows	s:	
Re	gistered number	Da	ite of registr	ation		Amount of ind the date of t		
			NIL					
(2) If the share, (3) Where varior (4) Include what (5) State the total amount of in  LIST OF PE  LIMITE  the retur  NOTE: If the next the life life life life.	are of different kinds, stuss amounts have been cut has been received on fo al amount of indebtedness at the date of RSONS holding.  Don the nor other authoriums in this List are not intested to the control of the co	iled or there are shares of different feited as well as on existing shares as and show in respect of any char- the return.	PART ( LITTLE A day of t of the sh	hem separately with the Comm C ASSOCIAT JU Ares so hel to enable the s	ES PTY.  NE d.	19 78	(being the	e date o
Folio in	I cannined under suc	and the second	Imprete the cer		resistant immediate	J Court Fire P on p		
Register Ledger		Names			Addresses		Number of held by e	xisting
containing particulars	Surname	At least one Christian name and other initia				4	membe	
25	Harley, Lie	tle & Associates	Inc.	uite 60	0,920 Yon	ge Street		

Folio in Register Ledger		Names		• Number of shares	
containing particulars	Surname	At least one Christian name and other initials	Addresses	held by existing members †	
25	Harley, Lit	ttle & Associates Inc.	Suite 600,920 Yonge Street TORONTO CANADA	1,500	
26	Jadel Pty I	imited	C/- A.M. Magoffing & Co 13th Floor,5 Gresham Street		
			SYDNEY STEERING SCIENCE	500	
				2,000	
		(Warmer town Balance and Co.		The second second	

#### PART D

# Particulars of the \*Directors, Managers, Secretaries and Auditors at the Dates of the Annual Return



Auditors for current financial year and ARTHUR YOUNG & COMPANY, 50 BRIDGE STREET, SYDNEY

\*"Director" includes any person who occupies the position of a director by whatever name called and any person in accordance with those directions or instructions the directors of a company are accustomed to act.
1 in the case of a companion tax companion ta

#### PART E

#### Copy of Last Accounts of the Company

Except in the case of-

(a) a company that, during the whole of the financial year to which the return relates, was an exempt proprietary company and an unlimited company; or

(b) a company that, during the whole of the financial year to which the return relates was an exempt proprietary company being a company of which the accounts and group accounts (if any) for that financial year were audited in accordance with the Companies Act, 1961;

the return must include a copy, certified by a director, or by the manager or secretary, of the company to be a true copy, of all accounts and group accounts (if any) required to be laid before the company at the Annual General Meeting together with a copy of every document required by law to be attached or annexed thereto.

#### 1. Statement to be given by the Auditor of an exempt proprietary Company

For the purposes of subsection (1) of Section 159A of the Companies Act, 1961, I hereby state in relation to the HARLEY LITTLE ASSOCIATES PTY accounts of \_ 31 DECEMBER, 1977 for the year ended . that:

(a) the company \*has the policy in my opinion kept proper accounting records and other books during the period covered by those accounts;

(b) the accounts \*have/have/not been duly audited in accordance with this Act:

t(c) I \*have/have not referred in my report to any defect or irregularity in the accounts.

† Particulars of any defect or irregularity referred to in the report should be attached.

Signature: Auditor

Certificate in respect of a company, the accounts or group accounts of which, by reason of the circumstances referred to in subsections (1) or (2) of section 165s of the Companies Act, 1961, are not audited.

For the purposes of subsection (5) of section 1658 of the Companies Act, 1961, we hereby certify, in respect of the financial year to which the accounts or group accounts relate, that:

(i) the company \*has/has not kept such accounting records as correctly record and explain the transactions and

financial position of the company;

(ii) the company \*has/has not kept its accounting records in such a manner as would enable true and fair accounts of the company to be prepared from time to time;

(iii) the company has/has not kept its accounting records in such a manner as would enable the accounts of the company to be conveniently and properly audited in accordance with the Companies Act, 1961;

(iv) the accounts and group accounts (if any) \*have/have not been properly prepared by a competent person.

Director Director

Strike out whichever is incepticable.
 In the event of this certificate being qualified in any way, particulars sho

Evidence (Reproductions) his transparency is made as the Attorney General day of June, 1970, nineteenth day of June of the Evidence (Reputhat this transparency by declared n the Section person uo. Gazette or di b æ pursuant 6 Government Affairs, 5 CERTIFY Corporate the .= ور roved person fo notification published 4 jo Commissioner record approved permanent

DATED

E

Act,

day of April

Government Printer West. 10730 D.

COMMISSIONER

R67



at return, or in the case of a first return since incurporation, was shares forfeited were offered for sale and the place of offer; ares made since the date of the last return or in the case of a fir professed shares made since the date of the last return or in the ca on (3), section three bundred and twenty-four of the Companies

Signature: -

#### Certificate for inclusion in Public Company's Annual Return that does not include List of Members

For the purposes of subsection (1) of section 160 of the Companies Act, 1961, I hereby certify, in relation to Limited, that

(a) the company has more than five hundred members;

(b) the company keeps its principal share register at a place within live kilometres of the office of the Corporate Affairs Commission; and

the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares tran ferred;

and that accordingly the company is of a kind to which that subsection applies.

Signature:	Secretary
Signature.	- Creaty

#### PART G

#### Certificate to be given by all companies

A certificate in the form set out hereunder shall be given by the secretary or director of every company and in the case of an exempt proprietary company by both a director and a secretary.

#### CERTIFICATE

\*IfWe after having made due enquiries certify-

- (a) that the provisions of the Unclaimed Moneys Act, 1917, relating to unclaimed moneys have been complied with;
- (b) having made an inspection of the share register that transfers been registered since the date of the last annual return1

SOCIESOCKEROKKINOOOKKE XHIDENKKX

- (c) "that the company has not since the date of the last annual return issued" any invitation to the public to subscribe for any shares in or debentures of the company or to deposit moneys for fixed periods or payable at call;
- (d) <u>Shedodor san na na maran da seriododo de la constanta da seriododo de la constanta de la </u> COCKBOOK
- (e) 5that to the best of our knowledge and belief the company was an exempt proprietary company within the meaning of section 5 of the Companies Act, 1961, during the whole of the financial year to which the return relates.
- \*\* The Company of the XXXX
- The content is the content of the co vekvv

Signature:	Director
Signature:	Secretar

Strike out this paragraph if the company is not a proprietary company.

In the case of the first annual return of a proprietary company, strike out the words "last annual return" and substitute therefor the words "incorporation of the company Strike out the paragraph is except in the case of a proprietary company whose members esceed fifty.

Strike out this paragraph is except in the case of a proprietary company, whose members esceed fifty.

Strike out this paragraph if inapplicable. Note, this paragraph is only applicable to an exempt proprietary company that is an unlimited company on ember of white was at the date of the Annual Annual

THE FOLLOWING CERTIFICATE MUST BE SIGNED BY A DIRECTOR, MANAGER OR SECRETARY.

THE INFORMATION CONTAINED IN PARTS A, B, C, D, AND G OF THIS AN UAL RETURN IS TRUE TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Signature:

or, Manager or Secretary.)

Evidence (Reproductions) is transparency is made as of April

970, to

of June, 1

Attorney

the day Ś nineteenth the E

declared

person

. being

on the Section

Gazette or

ō

CERTI

ō

permanent

Government

the

.= ٥

published ٥ person

notification

E

Affairs, purposes

Corporate

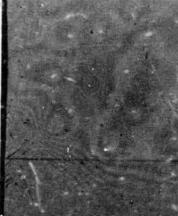
Commissioner

the or

2 10730

Government Printer

West.



R67

BT 2910-4

**NEW SOUTH WALES** 

Companies Act, 1961

Sections 158 and 160

CODE A B C G

Form A

# Annual Return of a Company having a Share Capital

Complete in BLOCK LETTERS and lodge with Corporate Affairs Commission, 175 Castlereagh Street, Sydney, N.S.W. 2000 (G.P.O. Box 7018, N.S.W. 2001)

460409

being the date of or a date not later than the fourteenth day after the date of the Annual General Meeting in I	Limited 19 7 9 9 7 9
1. The accounts of the company were laid before the Annual General Meeting of the company held on 2nd JUNE 19 79  being —  the date of this return.  * the date of the Annual General Meeting last held before the date of this return.  *Strike out whichever is inapplicable.	
2. The address of the registered office of the company is:  Suite 2, .6th Floor, Goldfields House,  1 Alfred Street, Sydney Cove	
3. The name of the company is reserved in the participating States of:  N/A	
4. The address of the principal office of the company (if any) in each participating State is:  N/A	
5. The address of the place at which the register of members is kept if other than the registered office is:	

person declared by the Attorney HEREBY CERTIFIES the purposes approved person Act, Section that this transparency custody or control (Reproduction) General by notification document in of pursuant to the record of Section

28th

J.V. Allen & Co. DX 299 Sydney 290-3199 Date forwarded: Fee paid: (For assessment see across re fee.)

6. The business names under which the company carries on business are:

Fee:
If lodged within the prescribed period —
Exempt Proprietary Company
Non-exempt Proprietary Company
Public Company
With additional fee of \$25 for an Exempt Proprietary or \$75 for Non-Exempt Proprietary or Public Company, as the case may be for EACH participating STATE in which the name of the company

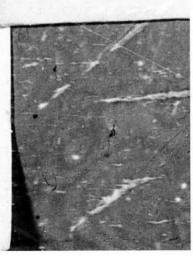
This document is required to be lodged within where the company keeps a branch register in a pl in a State or Territory of the Commonwealth, with after the date of the Annual General Meeting.

reserved.

N.B. Peralty Four.

If lodge! within one month after the prescribed period an additional 5 is payable.

If lodged more than one month after the prescribed period an additional 515 is payable, making a total of \$20.



N P 596 D. WEST, GOVERNMENT PRINTER

N/A

under delegation from the Commission Commissioner

81

6

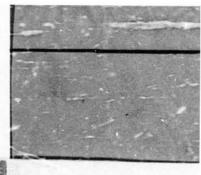
July

of

DATED this twenty-seventh

#### PART B Summary of Share Capital and Shares

-						
	SHARE CAPITAL	s 10,000	divided into <sup>1</sup>	10.,.000sh		s. 1. 00 cach
(being the c	ber of shares taken u date of the return or	other authorized da	(e) 79	2000 Ord. sh		\$ 1.00 each
	AL ISSUED CAPIT	AL (Nominal Value	)		\$2.,00	00.00
(a) Su (b) As	shares issued.  bject to payment wh  fully paid up others  partly paid up to th	vise than in cash	er share otherwi	se than in cash		000
	l. of items 9(a), (b) as				20	ეიი
Number of	of shares (if any) of ea	ach class issued at a	discount			
	unt of discount on the		1000	written off at the		_
date of this						<del></del>
(a) There	has been called up o	on each of		shares	\$	1.00
	has been called up of has been called up of	on each or	000 Ord.	shares shares	S	
. I otal amo					. 1	000.00
	( calls received inclu- ( any) agreed to be ex-			shares	S	2000.00
wh	hich have been issued	as fully paid up oth	erwise than in ca		S	
	any) agreed to be co hich have been issued			shares		
pc	r share otherwise tha	in in cash	· · · · ·		S	<del>-</del>
TOTAL	L of items 13 (a), (b)	and (c)			S	
Lotal amou	unt of calls unpaid .				S	π
	ant of the sums (if an res since the date of th		mmission in respo	ect of any shares	S	_
. Total amo	ount of the sums (if		y of discount in	respect of any	s	
	annee the mare or the					
debentures						
7. Total num  8. Total amount  9. Total amount	ber of shares forfeite unt paid (if any) on s ount of the indebtedn sonal) or undertakin	dshares forfeited		operty (whether	s	-
7. Total num 8. Total amor 9. *Total amor real or per	ber of shares forfeite unt paid (if any) on so ount of the indebtedn sonal) or undertakin	shares forfeited	secured on the pr		S S are as fo	-
7. Total num 8. Total amor 9. *Total amor real or per	ber of shares forfeite unt paid (if any) on so ount of the indebtedn sonal) or undertakin Particulars of each	shares forfeited	RED WITH THE		S S are as fo	bllows
7. Total num 8. Total amor 9. *Total amor real or per	ber of shares forfeite unt paid (if any) on so ount of the indebtedn sonal) or undertakin Particulars of each	shares forfeited	RED WITH THE		S S are as fo	bllows
7. Total num  8. Total amore  9. *Total amore  9. *Total amore  10 *Register  **Register  11 Wisce there as SHLETS II N  12 II the startes at 13 Where strious (4) include what I SH	ber of shares forfeite unt paid (if any) on a punt of the indebtedn sonal) or undertakin Particulars of each red number  re shares of different kinds or NETDED and initial ne of different kinds, state the amounts have been cared or has been received on lattered.	css of the company s g of the company.  a charge REGISTER  Date  Date  m separately, there are shares of different as well as on existing shares show in respect of any charge	RED WITH THE of registration  Nil Ordinary or \$20 and \$1 kinds, state them separ- registered with the Con-	E COMMISSION  (0) state the numbers and rately annission, the registered n	S  S are as for the same as for the sam	billows  nount of indebtedness at the date of this return
7. Total numi 8. Total amore 9. *Total amore 10. *Total amore 11. Where there as SHI E IS II N (2) If the marks a 11. Where crimin (4) Include what 15. State the total amount of ind	ber of shares forfeite unt paid (if any) on a punt of the indebtedn sonal) or undertakin Particulars of each red number  re shares of different kinds or vkEDED and initial re of different kinds, state the samounts have been condoined amount of indebtedness and rebtedness at the date of the re	shares forfeited  css of the company s g of the company charge REGISTER  Date  Date  Date  products are shares of different as well as on existing shares show in respect of any charge corn  es in HARLEY,	RED WITH THE of registration  Nil Ordinary or \$20 and \$1 kinds, state them separ- registered with the Con-	E COMMISSION  (0) state the numbers and rately remission, the registered n	S	billows: nount of indebtedness at the date of this return re-separately, USE ANNEXURE
7. Total numi 8. Total amore 9. *Total amore 10. *Total amore 11. Where there as SHI E IS II N (2) If the marks a 11. Where crimin (4) Include what 15. State the total amount of ind	ber of shares forfeite unt paid (if any) on a punt of the indebtedn sonal) or undertakin Particulars of each red number  re shares of different kinds or vet DED and initial re of different kinds, state the samounts have been and or has been received on forfeited amount of macheciness and rebtedness at the date of the re RSONS holding share	shares forfeited  css of the company s g of the company a charge REGISTER  Date  Date  m separately, there are shares of different as well as on existing shares though the respect of any charge	RED WITH THE of registration  Nil Ordinary or \$20 and \$1 kinds, state them separ- registered with the Con-	E COMMISSION  (0) state the numbers and rately annission, the registered n	S	billows: nount of indebtedness at the date of this return rs separately, USE ANNEXURE
11) Where there as SHI LIMITED the return of	ber of shares forfeite unt paid (if any) on a punt of the indebtedn sonal) or undertakin Particulars of each red number  re shares of different kinds or vkETPED and instal re of different kinds, state the samounts have been card or ket number  RSONS holding share on the	shares forfeited  css of the company s g of the company.  a charge REGISTER  Date  Dat	RED WITH THE of registration  Nil Ordinary or \$20 and \$1 kinds, state them separ registered with the Con  PART C  LITTLE AS lay of JU t of the shares see	E COMMISSION  (0) state the numbers and rately maission, the registered in SSOCIATES PUNE to held.	S	ollows:  nount of indebtedness at the date of this return  as separately. USE ANNEXURE  the date of registration and the
11) Where there as SHIELS II N (2) II the states of the lotter of the lo	ber of shares forfeite unt paid (if any) on a punt of the indebtedn sonal) or undertakin Particulars of each red number  re shares of different kinds or vel DED and instal re of different kinds, state the samounts have been card or kas been received on forfeited amount of indebtedness and rebtedness at the date of the re RSONS holding share on the or other authorized of a in this List are not arranged	css of the company s g of the company s g of the company.  In charge REGISTER  Date  Date  mounts (e.g., Preterrice and m separately, there are shares of different as well as on existing shares show in respect of any charge courn  es in HARLEY, 2nd di date) and an account if in alphabetical order in ind company exempted under the	RED WITH THE of registration  Nil Ordinary or \$20 and \$1 kinds, state them separ- registered with the Con  PART C  LITTLE AS lay of JU t of the shares see the sufficient to enable the provisions of section	E COMMISSION  (II) state the numbers and rately numbers on, the registered in SSOCIATES PINE on held.  the name of any person.	S	bllows  nount of indebtedness at the date of this return  as separately, USE ANNEXURE  the date of registration and the date of the date o
(1) Where there are Stiff ETS II. (2) II the starts a mount of the starts around a mount of the starts around of the starts of the starts of this List. (OTE In the case of a Company Folio in Register	ber of shares forfeite unt paid (if any) on a punt of the indebtedn sonal) or undertakin Particulars of each red number  re shares of different kinds or RETDED and initial re of different kinds, stete the amounts have been a lard or has been received on forted lamount of indebtedness and debtedness at the date of the re RSONS holding share on the arranged or other authorized of a no labelity company or a sin this List are not arranged of a no labelity company or a	css of the company s g of the company s g of the company.  In charge REGISTER  Date  Date  mounts (e.g., Preterrice and m separately, there are shares of different as well as on existing shares show in respect of any charge courn  es in HARLEY, 2nd di date) and an account if in alphabetical order in ind company exempted under the	RED WITH THE of registration  Nil Ordinary or \$20 and \$1 kinds, state them separ- registered with the Con  PART C  LITTLE AS lay of JU t of the shares see the sufficient to enable the provisions of section	E COMMISSION  (0) state the numbers and rately amission, the registered in SSOCIATES Punched, the name of any person too of the Companies A the secretary immediately	S	billows:  nount of indebtedness at the date of this return  as separately. USE ANNEXURE  the date of registration and the late of the date
11) Where there as SHLEIN II N (2) II the shares a shifter to tal amount of the total the total of a Company Folio in	ber of shares forfeite unt paid (if any) on a punt of the indebtedn sonal) or undertakin Particulars of each red number  re shares of different kinds or RETDED and initial re of different kinds, stete the amounts have been a lard or has been received on forted lamount of indebtedness and debtedness at the date of the re RSONS holding share on the arranged or other authorized of a no labelity company or a sin this List are not arranged of a no labelity company or a	shares forfeited  css of the company s g of the company s g of the company .  a charge REGISTER  Date  D	RED WITH THE of registration  Nil Ordinary or \$20 and \$1 kinds, state them separ registered with the Con  PART C  LITTLE AS lay of JU t of the shares so dex sufficient to enable the provisions of section plete the certificate by a	E COMMISSION  (II) state the numbers and rately numbers on, the registered in SSOCIATES PINE on held.  the name of any person.	S	ollows:  nount of indebtedness at the date of this return  asseparately, USE ANNEXURE  the date of registration and the date of the date o
(1) Where there are real or period of the state of the st	ber of shares forfeite unt paid (if any) on a punt of the indebtedn sonal) or undertakin Particulars of each red number  re shares of different kinds or the Delta and initial re of different kinds, state the samounts have been clared or has been recriced on Intered amount of indebtedness and rebtedness at the date of the re RSONS holding share on the 2 or other authorized of s in this List are not arrange of a no hability company or a exempted under subsection (	css of the company s g of the company s g of the company.  I charge REGISTER  Date  Date	RED WITH THE of registration  Nil Ordinary or \$20 and \$1 kinds, state them separ- registered with the Con  PART C  LITTLE AS lay of JU t of the shares so  les sufficient to enable the provisions of section plete the certificate by it	SSOCIATES PINE  The held.  The name of any person  100 of the Companies A the secretary insmediately  Addresses	S	ollows:  nount of indebtedness at the date of this return  as separately, USE ANNEXURI  the date of registration and the date of registration and the readily found must be annexulated in page 4.  "Number of shares held by existing
(1) Where there are real or period of the state of the st	ber of shares forfeite unt paid (if any) on a punt of the indebtedn sonal) or undertakin Particulars of each red number  re shares of different kinds or RETDED and initial ne of different kinds, state the amounts have been a land or has been recrited on Intered amount of indebtedness and debtedness at the date of the RSONS holding share on the or other authorized of as in this List are not arranged of a no liability company or a exempted under subsection (  Surname  JADEL PTY.	css of the company s g of the company s g of the company.  A charge REGISTER  Date  Date	RED WITH THE of registration  Nil Ordinary or \$20 and \$1 kinds, state them separ- registered with the Com  PART C  LITTLE AS day of JU t of the shares so  Les sufficient to enable the provisions of section plate the certificate by a  152 C  Sydne	SSOCIATES P JNE  held. the name of any person. the secretary immediately  Addresses	S	ollows:  nount of indebtedness at the date of this return  rescparately USE ANNEXURE  the date of registration and the date of registration and the readily found must be annexulated in page 4.  *Number of shares held by existing members †
(1) Where there are real or period of the state of the st	ber of shares forfeite unt paid (if any) on a punt of the indebtedn sonal) or undertakin Particulars of each red number  re shares of different kinds of the D and initial are of different kinds, state the amounts have been a card or has been received on forted amount of indebtedness and debtedness at the date of the or other authorized or is in this List are not arranged of a no hability company or a exempted under subsection (	css of the company s g of the company s g of the company.  A charge REGISTER  Date  Date	RED WITH THE of registration  Nil Ordinary or \$20 and \$1 kinds, state them separ- registered with the Com  PART C  LITTLE AS day of JU t of the shares so less sufficient to enable the provisions of section plate the certificate by a  152 C  Sydne  LATES Suite	SSOCIATES PINE  The held.  The name of any person  100 of the Companies A the secretary insmediately  Addresses	S	ollows:  nount of indebtedness at the date of this return  is separately. USE ANNEXURE  the date of registration and the date of registration and the readily found must be annexulated in the date of page 4.  *Number of shares held by existing members †



General by notification published in the Government Gazette on the 28th day of September, 1979 to be an approved person for the purposes of Section three of the Evidence (Reproduction) Act, 1967 HERENY CERTIFIES pursuant to the Section that this transperency is made as a permenent record of a document in its custody or control. The CORPORATE AFFAIRS COMMISSION being a person declared by the Attorney 81. 19 July

DATED this twenty-seventh 9370

day of

under delegation from the Commission

Commissioner

2

<sup>\*</sup>The aggregate number of shares held, and not the distinctive numbers, must be stated, and the collistated in the summary (B) to have been taken up.
\*When the shares are of different classes these columns may be subdivided so that the number converted into stock, particulars of the amount of stock must be shown. in must be added up throughout so as to make one total to agree with that

# J. V. ALLEN & CO.

CHARTERED ACCOUNTANTS

J. V. Allen

Consultant R E North Ash Associates: A E Hammond G M E Malkin

M F. Molloy

"Clarence House" 152 Clarence Street. Sydney, N.S.W. 2000

Telephone: 290-3199

HARLEY, LITTLE ASSOCIATES PTY. LIMITED

BALANCE SHEET AND ACCOUNTS YEAR ENDED 31ST DECEMBER, 1978.

> I, John Ernest Davis hereby certify that the within pages are a true set of the accounts and reports laid before the Annual General Meeting of the Company.

> > Director

the Attorney purposes of Y CERTIFIES 81. HEREBY CERTIFI under delegation from the Commission on the 13 approved person for the General by notification published in the Government Gazette 28th day of September, 1979 to be an approved person for the person declared by July Commissic er three of the Evidence (Reproduction) Act, the Section that this transparency is record of a document in its custody or control ø of day DATED this twenty-seventh The CORPORATE pursuant Section

#### HARLEY, LITTLE ASSOCIATES PTY, LIMITED

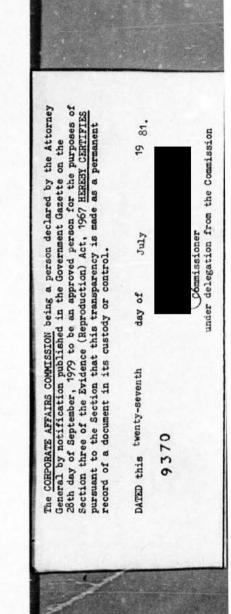
#### DIRECTORS REPORT

In accordance with Section 162A of the Companies Act, 1961, as a mended your Directors submit herewith their Report with respect to the profit of the Company for the financial year ended 31st December, 1978 and the state of the Company's affairs as at that date.

- The Net Profit for the year amounted to \$ 50,998.
   After providing for Income Tax of \$ NIL.
- During the year the company did not made share or debenture issues.
- The Directors recommend that a dividend out of the profits for the year be paid in an amount of 8 NIL.

No interim dividends have been paid or declared out of the profits during the year.

- 4. The Directors have taken reasonable steps to ascertain the action taken in writing off bad debts and providing for doubtful debts, and are satisfied that all known bad debts have been written off and adequate provision has been made for loss in respect of doubtful debts.
- 5. The Directors at this date are not aware of any circumstances existing which would render the amount of bad debts written off or the amount of the provision made for loss in respect of doubtful debts inadequate to any substantial extent.
- The Directors at this date are not aware of any circumstances which would render misleading the values attributed to current assets of the company as shown in the accompanying Balance Sheet.
- 7. At this date the Directors are not aware of:-
  - (i) Any charge on company assets to secure the liabilities of any other person which has arisen since 31st December, 1978.
  - (ii) Any contingent liability which has arisen since 31st December, 1978.



- The Directors report that there are no liabilities (contingent or otherwise) enforceable or likely to become enforceable within the twelve months from 31st December, 1978 which would affect the company's ability to meet its obligations when they fall due.
- 9. In the opinion of the Directors, the results of the company's operations during the year ended 31st December, 1978 have not been substantially affected by any item, transaction or event of a material and unusual nature.
- 10. In the opinion of the Directors no item, transaction or event of a material and unusual nature has occurred from the 31st December, 1978 to date which would substantially effect the company's operations for the year ending 31st December, 1979.
- 11. No Director has received from 31st December, 1978 nor is one to become entitled to receive any benefit from a contract made by your company or any related company with any Director or firm of which he is a member or with any company in which he has a substantial financial interest.

Director

the Attorney person for the purposes of 1967 HEREBY CERTIFIES the Government Gazette on the being a person declared by to the Section that this transparency a document in its custody or control. record of a document in 28th day

DATED this twenty-seventh

81.

July

of

day

delegation from the Commission

Commissioner

under

#### STATEMENT BY DIRECTORS OF

#### HARLEY, LITTLE ASSOCIATES PTY. LIMITED

The Directors of the Company Harley, Little Associates Pty. Limited state that in their opinion the attached financial statements are drawn up so as to give a true and fair view of theprofit of the Company for the financial year ended 31st December, 1978 and of the state of affairs of the Company as at the end of the financial year.

Signed in accordance with a resolution of Directors dated

......Directors

# STATEMENT BY PRINCIPAL ACCOUNTING OFFICER

To the best of my knowledge and belief the attached financial statements give a true and fair view of the matters required to be dealt with by Section 162 of the Companies Act, 1961, as amended.

Principal Accounting Officer

approved person for the purposes of (Reproduction) Act, 1967 HEREBY CERTIFIES General by notification published in the Government Gazette on the record of a document in its custody or control Section three of the Evidence 28th day of September, pursuant

370

DATED this twenty-seventh

under delegation from the Commission

Commissioner

81

19

July

of

	₫.				
	Note No.	1978	1977 \$		
Share Capital and Reserves					
Issued Capital Accumulated Losses	1 (b)	2,000 (32,572)	2,000 (83,570)		
		(30,572)	(81,570)	the Attorney on the purposes of Y CERTIFIES permanent	2.
Represented by:				y the Attorie on the he purposes EBY CERTIFI	\$ /
Fixed Assets	2	7,934	9,552	ed by zette or the HEREB as a	
Current Assets				son for	
Cash in Hand		50	50	on declarament (I person Act, 196	July
Trade Debtors less provision for Doubtful Debts \$189 (Nil 1977)		56,041	16,031	g a perso the Gover approved uction) A naperency or control	
Prepayments and Deposits Unsecured Loan	3	1,267	644	the apprint	of of
		57,767	16,725	og e e g	day
			26. 277		
Total Assets		65,701	26,277	8 4 4 4 8	twenty-seventh
Deduct:				TE AFFAIRS CO notification September, see of the Ev-	/-Be/
Non-Current Liability				AFF tiffi epte of he S	Went,
Payable to Holding Company		49,337	37,296		
Current Liabilities					DATED this
Bank Overdraft Trade Creditors and Accruals Other Amounts Payable		39,763 7,523	41,678 26,223 3,000	The COR	DATE
		96,623	108,197		
		(30,922)	(81,920)		
Add Intangible Asset					
Formation Costs		350	350		1
		(30,572)	(81,570)		
			-	法。为	

THE PERSON NAMED IN	O AND FORMING PART OF THE FINANCIAL STATEME	ENTS			
		1978 \$	1977 \$		
Note 1.	Share Capital				
	(a) Authorised Capital			के व थी	
	10,000 Ordinary Shares of \$1 each	10,000	10,000	the Attorney but the purposes of CERTIFIES PERMANENTES	æ.
	(b) Issued Capital			the At on the purpo Y CERT perman	5
	2,000 Ordinary Shares of \$1 each fully paid	2,000	2,000	P O PIP	
Note 2.	Fixed Assets			· poppu	July
	Furniture and Fittings - at Cost	3,746	3,518	person Governo oved po on) Act rency :	
	Less: Accumulated Depreciation	612	366	eing a perso in the Gover- an approved reduction) A transparency y or control	44
		3,134	3,152	bein a an aprod	day of
	Computer Programme - at Cost	8,000	8,000	COMMISSION to published 1979 to be vidence (Reg on that this in its custod	
	Less: Accumulated Depreciation	3,200	1,600		nth
		4,800	6,400	10 -14 0 -4	twenty-seventh
		7,934	9,552	ORATE AFFAIRS by notificati of September three of the to the Secti	wenty 0

1,267

Note 3. Unsecured Loan

Davis Heather Group (N.S.W.) Pty. Limited 3.

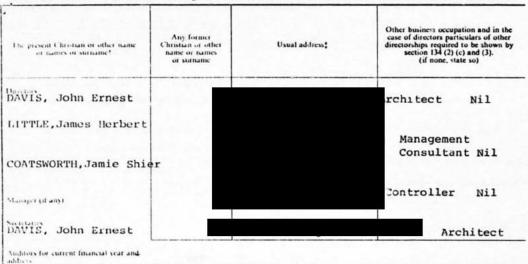
PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST DECEMBER, 1978

	<u>1978</u> \$	<del>1977</del> \$
Revenue		
Fees Received	144,494	93,547
Expenses:		
Audit and Accountancy	2,945	1,725
Bad Debts	189	212
Bank Charges	191	300
Computer Programme Amortisation	1,600	1,600
Corporate Overhead Charge	9,360	16,018
Depreciation	246	235
Employee Relocation Expenses	9,149	1,157
Entertainment	727	1,575
Electricity and Gas	430	417
Interest	3,984	6,588
Insurance	210	345
Leasing Fees - Equipment	6,275	5,907
- Motor Vehicles	1,025	
Motor Vehicle Expenses	965	3,083
Office Supplies	714	2,007
Office General	887	1,207
Printing	-	357
Postage	466	1,398
Promotion and Advertising	-	214
Rent	6,867	8,937
Subscriptions and Donations	152	169
Stationery	500	429
Salaries and Allowances	34,420	42,215
Sundry Expenses	323	198
Telephone and Telex	3,875	4,361
Travel	7,996	20,491
Consulting Fees		7,067
	93,496	128,212
Net Profit/(Loss) for the Year	50,998	(34,665)
Accumulated Losses brought forward	(83,570)	(48,905)
Accumulated Losses carried forward	(32,572)	(83,570)

The CORPORATE AFFAIRS COMMISSION being a person declared by the Attorney General by notification published in the Government Gazette on the 28th day of September, 1979 to be an approved person for the purposes of Section three of the Evidence (Reproduction) Act, 1967 HERES CERTIFIES pursuant to the Section that this transparency is made as a permanent record of a document in its custody or control. 19 81. Commissioner under delegation from the Commission July day of DATED this twenty-seventh 9370

#### PART D

#### Particulars of the \*Directors, Managers, Secretaries and Auditors at the Date of the Annual Return



"Director" includes any person who occupies the "osstron of a director by whatever name called and any person in accordance with those directions or instructions the directors of a company are accustomed to act.

In the case of a company on a company of the directors in address given must be the usual residential address. See section 134 (2) (a).

#### PART E

#### Copy of Last Accounts of the Company

Except in the case of -

(a) a company that, during the whole of the financial year to which the return relates, was an exempt proprietary

company and an unlimited company; or (b) a company that, during the whole of the financial year to which the return relates was an exempt proprietary company being a company of which the accounts and group accounts (if any) for that financial year were audited in accordance with the Companies Act, 1961;

the return must include a copy, certified by a director, or by the manager or secretary, of the company to be a true copy, of all accounts and group accounts (if any) required to be laid before the company at the Annual General Meeting together with a copy of every document required by law to be attached or annexed thereto.

1. Statement to be given by the Auditor of an exempt proprietary Company

For the purposes of subsection (1) of Section 159A of the Companies Act, 1961, I hereby state in relation to the accounts of .. Limited for the year ended \_ that:

(a) the company \*has/has not in my opinion kept proper accounting records and other books during the period covered by those accounts;

(b) the accounts \*have/have not been duly audited in accordance with this Act;

t (c) I have have not referred in my report to any defect or irregularity in the accounts.

Porticulars of any defect or irregularity referred to in the report should be attached.

Signature: \_ Auditor

Certificate in respect of a company, the accounts or group accounts of which, by reason of the circumstances referred to in subsections (1) or (2) or section 1658 of the Companies Act, 1961, are not audited.

For the purposes of subsection (5) of section 165B of the Companies Act, 1961, we hereby certify, in respect of the financial year to which the accounts or group accounts relate, that:

(i) the company \*has has not kept such accounting records as correctly record and explain the transactions and financial position of the company;

(ii) the company \*has/has not kept its accounting records in such a manner as would enable true and fair accounts of the company to be prepared from time to time;

(iii) the company \*has/has not kept its accounting records in such a manner as would enable the accounts of the

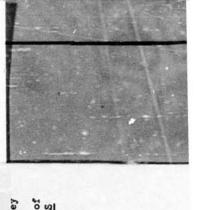
company to be conveniently and properly audited in accordance with the Companies Act, 1961;
(iv) the accounts and group accounts (if any) have have not been properly prepared by a competent person.

Director Director

\*Strike out whichever is inapplicable.

In the event of this certificate being qualified in any way, particulars should be attached





81

6

July

of

delegation from the Commission

Commissioner

HEREBY CERTIFIES the purposes do Gazette ø declared by 1967 made Government transparency is ndy or control. person approved (Reproduction) the 4 Ę. 1979 to be this COMMISSION September, 1977 the Eviu. notification three of the E t to the Sections of a document CORPORATE of pursuant t day 28th day Section

twenty-seventh DATED this



## Certificate to be Completed by No-Liability Companies

Particulars as to calls and sales of forfested shares (to be given only in the case of a no-liability company) -

(a) the date when each call made since the date of the last return, or in the case of a first return since incorporation, was payable;
(b) the dates since the last return or incorporation when shares forfered were offered for sale and the place of offer.
(c) the number of where sold at each sale of softered shares made, since the date of the last return or in the case of a first return since the date of incorporation;
(d) the number of where similar date of offer for sale gill inferred shares made since the date of the last return or in the case of a first return since the date of incorporation;
(e) the number of shares displaced of pursuant to "inbecting (1), section three hundred and twenty-four of the Companies Act, 1961, since the date of the last return — being shares withdrawn from sale of for which no believes received.

Signature:

#### Certificate for inclusion in Public Company's Annual Return that does not include List of Members

For the purposes of subsection (1) of section 160 of the Companies Act, 1961, I hereby certify, in relation to Limited, that

(a) the company has more than five hundred members;

(b) the company keeps its principal share register at a place within five kilometres of the office of the Corporate Affairs Commission; and

(c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;

and that accordingly the company is of a kind to which that subsection applies.

Signature: \_

Secretary

#### PART G

Certificate to be given by all companies

A certificate in the form set out hereunder shall be given by the secretary or director of every company and in the case of an exempt proprietary company by both a director and a secretary.

#### CERTIFICATE

We after having made due enquiries certify -

- (a) that the provisions of the Unclaimed Moneys Act, 1917, relating to unclaimed moneys have been complied with;
- have not been registered since the date of the last (b) having made an inspection of the share register that transfers annual return

(c) 2that the company has not since the date of the last annual return issued3 any invitation to the public to subscribe for any shares in or debentures of the company or to deposit moneys for fixed periods or payable at call;

(d) that the excess of members of the company above fifty (counting joint holders of shares as one person) consists wholly of persons who are in the employment of the company or of its subsidiary or persons who while previously in the employment of the company or of its subsidiary were and thereafter have continued to be members of the

(e) 3that to the best of our knowledge and belief the company was an exempt proprietary company within the meaning of section 5 of the Companies Act, 1901, during the whole of the financial year to which the return relates.

Athet at the Annual General Meeting held or the company pursuant to section 165A of the Companies Act, 1961, did not appoint an auditor.

(g) 7that at the Annual General Meeting held on the companies Act, 1961, did not appoint an auditor.

Director\* Signature: Signature: \_ Secretary

(1) Strike out whichever is inapplicable.
(2) Strike out this paragraph if the company is not a Proprietary company.
(3) In the case of the first annual return of a proprietary company, strike out the words "last annual return" and substitute therefor the words "incorporation of the company".
(4) Strike out this paragraph except in the case of a proprietary company whose members exceed fifty.
(5) Strike out except in the case of an exempt proprietary company that is an unlimited company on member of which was at the date of the Annual General Meeting a person other than a natural person or an exempt proprietary company that is an unlimited company or a corporation that under the law of another State or a Territory of the Commonwealth is an exempt proprietary company that is an unlimited company or a corporation that under the law of another State or a Territory of the Commonwealth is an exempt proprietary company that is an unlimited company where all the members agreed not more than one month before that meeting not to appoint an auditor.
(7) Strike out this paragraph if inapplicable. Now, this paragraph is only applicable to an exempt proprietary company that is not an unlimited company all the members of which agreed not more than one month before that mental Meeting not to appoint an auditor.
(8) NOTE: A certificate signed by the same person in the capacity of both director and secretary will not be accepted. See section 132 (5) of the Companies Act, 1961.

THE FOLLOWING CERTIFICATE MUST BE SIGNED BY A DIRECTOR, MANAGER OR SECRETARY. THE INFORMATION CONTAINED IN PARTS A, B, C, D, AND G OF THIS ANNUAL RETURN IS TRUE TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Signature: .

1 for the purposes of 967 HEREBY CERTIFIES ade as a permanent of the the uo Gazette by declared 1967 person Government approved the ø being 9 8 General by notification published 28th day of September, 1979 to be COMMISSION of September, 1979 to three of the Evidence to the Section that t of Section

8 6 this transparency is m custody or control. July of o DATED this twenty-seventh

the Commission

from

delegation

CM NEW SOUTH WALES

Companies Act, 1961

Sections 158 and 160

460409

CODE A B C G

Form A

# Annual Return of a Company having a Share Capital

Complete in BLOCK LETTERS and lodge with Corporate Affairs Commission, 175 Castlereagh Street, Sydney, N.S.W. 2000 (G.P.O. Box 7018, N.S.W. 2001)

Ai m he	Reg. No. mual Return ade up to the ung the date	e of o		late		later	than	nd the			7 207		d	ATES	170	JU		al G	eneral	Mee	ting in	Lim 19 8	0
1.	being —  • the da  • the da  • Strike out w	te of	this	reti <del>Ani</del>	2r urn.	Gene	JUNI	3				19 8	30						ompa	iny h	eld on		
2.	The addres Suite 1 Alf	2,	.6t	h	Flo	or	, Go	old	fie	lds		ous	se,										
3.	The name	of th	e cor	npa	ny is	resc	rved	in th	e par	rticip	patin	ng St	ates	of:				Ĭ					
4.	The addres	s of	the p	rine	cipal	offic	ce of	the c	ompa	iny (	(if a	ny) i	in ca	ch pa	rtici	patin	g Sta	te is:					
5.	The addres	s of	the p	olace	e at	which	h the	regis	ter o	f me	embe	ers is	s kep	t if o	ther	than	the r	egiste	ered o	ffice	is:		
6	The busine	ess na	ames	unc	der v	hich	the o	comp	any o	carri	ies o	n bu	sine	ss are	:								

lease complete	J.V. Allen & Co.	
Louged by:	DX 299 Sydney	
Phone:	290-3199	
Date forward	ded:	
Fee paid: (For assessm	ent see across re fee.)	

Time for fling:
This document is required to be lodged within one month, or, where the company keeps a branch register in a place that is not in a State or Territory of the Commonwealth, within two months, when the date of the Annual General Meeting. Fee:
If lodged within the prescribed period
Exempt Proprietary Company
Non-exempt Proprietary Company
Public Company
With additional lee of \$25 for an
Non-Exempt Proprietary or Public (for EACH participating STATE in w reserves.

N.B. Penalty Fees:

If lodged within one month after the prescribed period an additional 5 is payable.

If lodged more than one month after the prescribed period an additional 515 is payable, making a total of \$20. the Attorney for the purposes of HEREBY CERTIFIES published in the Government Gazette on the 6 a person declared by pursuant to the Section that this transparency is Section three of the Evidence (Reproduction) Act, record of a document in its custody or control of DATED this twenty-seventh

81.

July

under delegation from the Commission Commissioner

P 506 D WEST, GOVERNMENT PRINTER

# PART B Summery of Share Capital and Shares

The second secon						
	SHARE CAPITAL	Paritiment .		10,000 sh		\$ 1.00 each
8. I otal numb (being the d	er of shares taken up late of the return or o	to the 2nd day of Ju other authorized date)	80 20	000 Ord. sh		\$ 1.00 each
TOTA	AL ISSUED CAPITA	AL (Nominal Value)			\$ 2,00	00.00
	shares issued:				20	000
	fully paid up otherw			- ::- ::		
(c) As	partly paid up to the	extent ofper shar	re otherwise	than in cash	***************************************	
TOTAL	of items 9(a), (b) an	d(c) — (this should agree v	with total in	item 8)	20	000
0. Number of	shares (if any) of ea	ch class issued at a discou	nt			
11. Total amou	the contract of the contract o	issue of shares which has	not been wri	tten off at the		<u> </u>
	has been called up o	a seek of		shares		.00
	has been called up o	2000	Ord.	shares	Ø	
	has been called up o			shares		
13. *Total amo	unt:				2	000 00
		ing payments on applicat	ion and all		S2	000.00
	any) agreed to be co ich have been issued	as fully paid up otherwise	than in cash	shares	\$	_
(c) (lf	any) agreed to be co	nsidered as paid on	*	shares		
	share otherwise that	as partly paid up to the en	xtent of		S	-
	. of items 13 (a), (b)				S	
14. Total amor	int of calls unpaid				\$	
15. Total amou	int of the sums (if any	) paid by way of commission	on in respect	of any shares		
	res since the date of th				\$	
		nny) allowed by way of d	iscount in r	espect of any	S	
17. Total num	ber of shares forfeited	1				_
	unt paid (if any) on s				•	
	ount of the indebtedne sonal) or undertaking	ess of the company secured of the company		erty (whether		
real or per	contait of undertaking					
**************************************	Particulars of each	50 p. 10. 200 p. 10. 10. 10. 10. 10. 10. 10. 10. 10. 10		COMMISSION		llows
Register	Particulars of each	charge REGISTERED W	TH THE	COMMISSION	are as fo	llows: ount of indebtedness at
Register		charge REGISTERED W	TH THE	COMMISSION	are as fo	llows:
Register		charge REGISTERED W	TH THE	COMMISSION	are as fo	llows: ount of indebtedness at
Register		charge REGISTERED W	TH THE	COMMISSION	are as fo	llows: ount of indebtedness at
	red number	charge REGISTERED W Date of regist	TTH THE (		are as fo	llows: ount of indebtedness at he date of this return
(1) Where there are SHLETS IF N	re shares of different kinds or a EEDED and unital	Date of regist  Nil  mounts (e.g., Preference and Ordinary	tration  y or \$20 and \$10)	state the numbers and	are as fo	llows: ount of indebtedness at he date of this return
(1) Where there are SHLE IS IF N (2) If the shares as (3) Where various (4) Include what h	e shares of different kinds or a EEDED and initial. co different kinds, state ther amounts have been called or as been received on forfetted	Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta	ITH THE ( tration  y or \$20 and \$10)	state the numbers and	are as fo	Ount of indebtedness at the date of this return this return to the date of the return this return the date of the return the date of the return the date of the return the retur
(1) Where there are SHLETS IF N (2) If the shares at (4) Where various (4) Include what I (5) State the total	e shares of different kinds or a EEDED and initial. co different kinds, state ther amounts have been called or as been received on forfetted	Date of regist  Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta ss well as on existing shares, sow in respect of any charge registered	ITH THE ( tration  y or \$20 and \$10)	state the numbers and	are as fo	Ount of indebtedness at the date of this return
(1) Where there are SHLETS IF N (2) If the shares at (4) Where various (4) Include what I (5) State the total	re shares of different kinds or a EEDFD and initial re of different kinds, state the amounts have been called or has been received on forfected amount of indebtedness and st	Date of regist  Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta ss well as on existing shares, sow in respect of any charge registered	TTH THE ( tration  y or \$20 and \$10)  are them separate t with the Commi	state the numbers and	are as fo	Ount of indebtedness at the date of this return
(1) Where there are SHEETS IF N 20 If the shares as (4) Include what In (5) State the total amount of indi	re shares of different kinds or a EEDFD and initial re of different kinds, state the amounts have been called or has been received on forfected amount of indebtedness and st	Date of regist  Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta so well as on existing shares, now in respect of any charge registered torn.  PAR	TTH THE ( tration  y or \$20 and \$10)  the them separate them the Committee of the Committee	state the numbers and ly ssion, the registered n	Am the state of th	ount of indebtedness at the date of this return as expansively. USE ANNEXURE the date of registration and the
(1) Where there are SHEETS IF N 20 If the shares as (4) Include what In (5) State the total amount of indi	re shares of different kinds or a EEDFD and initial, or of different kinds, state the amounts have been called or as been received on forfected amount of indebtedness and in the date of the re-	Date of regist  Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta so well as on existing shares, now in respect of any charge registered torn.  PAR	TTH THE ( tration  y or \$20 and \$10)  the them separate them the Committee of the Committee	otate the numbers and by sation, the registered n	Am the state of th	Ount of indebtedness at the date of this return
(1) Where there as SHEETS IF N (2) If the shares as (1) Where various (4) Include what I (5) State the total amount of indi	re shares of different kinds or a EEDFD and initial re of different kinds, state the amounts have been called or ass been received on forfected amount of indebtedness and al ebtedness at the date of the re  SONS holding share on the 2	mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta so well as on existing shares, som in respect of any charge registered turn.  PAR' s in HARLEY, LIT	or \$20 and \$10) are them separate t with the Commit T C TTLE ASS JUN	odate the numbers and by saion, the registered a OCIATES PE	Am the state of th	ount of indebtedness at the date of this return as expansively. USE ANNEXURE the date of registration and the
(I) Where there at SHLETS IF N (2) If the shares at (1) Where various (4) Include what I (5) State the total amount of ind LIST OF PER LIMITED the return of NOTE. If the names	re shares of different kinds or a EEDFD and initial re of different kinds, state the amounts have been called or ass been received on forfected amount of indebtedness and al ebtedness at the date of the re  SONS holding share on the 2 or other authorized di	mounts (e.g., Preference and Ordinary n exparately here are shares of different kinds, sta so well as on existing shares, now in respect of any charge registered torn  PAR s in HARLEY, LIT nd day of	or \$20 and \$10)  are them separate them sepa	ontate the numbers and by sation, the registered a OCIATES PE edd.	are as foldamental values and the second values are second values and the second values are second val	ount of indebtedness at he date of this return  separately. USE ANNEXURE the date of registration and the
(I) Where there as SHEETS IF N (2) If the shares as (1) Where various (4) Include what Include w	re shares of different kinds or a EEDFD and initial re of different kinds, state the amounts have been called or ass been received on forfected amount of indebtedness and al ebtedness at the date of the re  SONS holding share on the 2  or other authorized de in this List are not arranged	mounts (e.g., Preference and Ordinary in separately here are shares of different kinds, sta so well as on existing shares, now in respect of any charge registered form  PAR s in HARLEY, LIT and day of atte) and an account of the in alphabetical order an index sufficie	or \$20 and \$10)  are them separate the with the Committee TC TLE ASS JUN the shares so be tent to enable the	OCIATES P E eld.  name of any person i	are as for Am III	ount of indebtedness at the date of this return is separately. USE ANNEXURE the date of registration and the like the date of the date of the credity found must be annexed.
(I) Where there as SHEETS IF N (2) If the shares as (1) Where various (4) Include what Include w	re shares of different kinds or a EEDFD and initial re of different kinds, state the amounts have been called or ass been received on forfected amount of indebtedness and al ebtedness at the date of the re  SONS holding share on the 2  or other authorized de in this List are not arranged	mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta so well as on existing shares, sow in respect of any charge registered torn.  PAR s in HARLEY, LIT nd day of tate) and an account of the	or \$20 and \$10)  are them separate the with the Committee TC TLE ASS JUN the shares so be tent to enable the	OCIATES P E eld.  name of any person i	are as for Am III	ount of indebtedness at the date of this return is separately. USE ANNEXURE the date of registration and the like the date of the date of the credity found must be annexed.
(I) Where there at SHLETS IF N (2) If the shares at (1) Where various (4) Include what I (5) State the total amount of ind LIST OF PER LIMITED the return of the List NOTE. If the names to this List NOTE in the case of A Company Folio in Register	re shares of different kinds or a EEDFD and initial re of different kinds, state the amounts have been called or ass been received on forfected amount of indebtedness and al ebtedness at the date of the re  SONS holding share on the 2  or other authorized de in this List are not arranged	mounts (e.g., Preference and Ordinary in separately here are shares of different kinds, sta so well as on existing shares, now in respect of any charge registered form  PAR s in HARLEY, LIT and day of atte) and an account of the in alphabetical order an index sufficie	or \$20 and \$10)  are them separate the with the Committee TC TLE ASS JUN the shares so be tent to enable the	occupances and of the Companies A secretary immediately	are as for Am III	ount of indebtedness at the date of this return  a separately. USE ANNEXURE  the date of registration and the  80 (being the date of readily found must be annexed as is not required to be supplied on page 4.
(I) Where there at SHLETS IF N (2) If the shares at (3) Where various (4) Include what I (5) State the total amount of ind LIST OF PER LIMITED the return (5) NOTE. If the names to this List. NOTE in the case of A Company Folio in Register Ledger containing	re shares of different kinds or a EEDFD and initial.  To different kinds, state ther amounts have been called or as been received on forfected amount of underbedness and is the date of the re  SONS holding share on the 2  or other authorized d  in this List are not arranged of a no-liability company or a exempted under subsection (1)	Date of regist  Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta is well as on extoding shares, one in respect of any charge registered  are in HARLEY, LIT and day of  atte) and an account of the in alphabetical order an index suffici- company exempted under the provisio of section 160 should complete the of  Names  At least one Christian	or \$20 and \$10)  are them separate the with the Committee TC TLE ASS JUN the shares so be tent to enable the	OCIATES P E eld.  name of any person i	are as for Am III	ount of indebtedness at he date of this return  asceparately. USE ANNEXURE the date of registration and the  Obeing the date of readily found must be annexed as is not required to be supplied, on page 4.
(1) Where there at SHLETS IF N (2) If the shares at (1) Where various (4) Include what I (5) State the total amount of ind LIST OF PER LIMITED the return of the case of A Company Folio in Register Ledger	re shares of different kinds or a EEDFD and initial re of different kinds, state the amounts have been called or ass been received on forfected amount of indebtedness and al ebtedness at the date of the re  SONS holding share on the 2  or other authorized de in this List are not arranged	charge REGISTERED W Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta so well as on existing shares, sow in respect of any charge registered turn.  PAR  s in HARLEY, LIT and day of the company exempted under the provision of section 160 should complete the of Names	or \$20 and \$10)  are them separate the with the Committee TC TLE ASS JUN the shares so be tent to enable the	occupances and of the Companies A secretary immediately	are as for Am III	llows: ount of indebtedness at he date of this return  ascparately. USE ANNEXURE the date of registration and the  Compared to be supplied on page 4.
(I) Where there at SHLETS IF N (2) If the shares at (3) Where various (4) Include what I (5) State the total amount of ind LIST OF PER LIMITED the return (5) NOTE. If the names to this List. NOTE in the case of A Company Folio in Register Ledger containing	e shares of different kinds or a EEDFD and initial: re of different kinds, state ther amounts have been called or as been received on forfected, amount of indebtedness and si- ebtedness at the date of the re SONS holding share on the 2 or other authorized di can that List are not arranged of a no-liability company or a exempted under subsection (1)	charge REGISTERED W Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta is well as on extoding shares, ow in respect of any charge registered turn.  PAR  S IN HARLEY, LIT  Ind day of  atte) and an account of the in alphabetical order an index sufficie company exampted under the provisio of section 160 should complete the of  Names  At least one Christian name and other initials	or \$20 and \$10) ate them separate t with the Commit T C TTLE ASS JUN e shares so he cent to enable the cons of section 160 certificate by the	OCIATES P  E cld.  name of any person is to of the Companies Assecretary immediately	are as foliament of the second	llows: ount of indebtedness at he date of this return  ascparately. USE ANNEXURE the date of registration and the  Compared to be supplied on page 4.
(I) Where there at SHLETS IF N (2) If the shares at (3) Where various (4) Include what I (5) State the total amount of ind LIST OF PER LIMITED the return (5) NOTE. If the names to this List. NOTE in the case of A Company Folio in Register Ledger containing	re shares of different kinds or a EEDFD and initial.  To different kinds, state ther amounts have been called or as been received on forfected amount of underbedness and is the date of the re  SONS holding share on the 2  or other authorized d  in this List are not arranged of a no-liability company or a exempted under subsection (1)	charge REGISTERED W Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta is well as on extoding shares, ow in respect of any charge registered turn.  PAR  S IN HARLEY, LIT  Ind day of  atte) and an account of the in alphabetical order an index sufficie company exampted under the provisio of section 160 should complete the of  Names  At least one Christian name and other initials	or \$20 and \$10 at them separate them separate them separate to with the Committee ASS  TLE ASS  JUN  e shares so the construction to enable the one of section to certificate by the	OCIATES P  E cld.  name of any person is of the Companies A secretary immediately  Addresses	are as foliament of the second	llows: ount of indebtedness at he date of this return  ascparately. USE ANNEXURE the date of registration and the  Compared to be supplied on page 4.
(I) Where there at SHLETS IF N (2) If the shares at (3) Where various (4) Include what I (5) State the total amount of ind LIST OF PER LIMITED the return (5) NOTE. If the names to this List. NOTE in the case of A Company Folio in Register Ledger containing	e shares of different kinds or a EEDFD and initial: re of different kinds, state ther amounts have been called or as been received on forfected, amount of indebtedness and si- ebtedness at the date of the re SONS holding share on the 2 or other authorized di can that List are not arranged of a no-liability company or a exempted under subsection (1)	charge REGISTERED W Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta is well as on extoding shares, ow in respect of any charge registered turn.  PAR  S IN HARLEY, LIT  Ind day of  atte) and an account of the in alphabetical order an index sufficie company exampted under the provisio of section 160 should complete the of  Names  At least one Christian name and other initials	or \$20 and \$10) ate them separate t with the Commit T C TTLE ASS JUN e shares so he cent to enable the cons of section 160 certificate by the	OCIATES P  E cld.  name of any person is of the Companies A secretary immediately  Addresses	are as foliament of the second	Ilows: ount of indebtedness at he date of this return as eparately. USE ANNEXURE the date of registration and the  Obeing the date of readily found must be annexed as is not required to be supplied on page 4.  *Number of shares held by existing members 1
(I) Where there at SHLETS IF N (2) If the shares at (3) Where various (4) Include what I (5) State the total amount of ind LIST OF PER LIMITED the return (5) NOTE. If the names to this List. NOTE in the case of A Company Folio in Register Ledger containing	e shares of different kinds or a EEDFD and initial: re of different kinds, state ther amounts have been called or as been received on forfected, amount of indebtedness and si- ebtedness at the date of the re SONS holding share on the 2 or other authorized di can that List are not arranged of a no-liability company or a exempted under subsection (1)	charge REGISTERED W Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta as well as on existing shares, sow in respect of any charge registered turn.  PAR  s in HARLEY, LIT  nd day of  atte) and an account of the in alphabetical order an index sufficie company exampted under the provisio ) of section 160 should complete the of  Names  At least one Christian name and other initials  LTD.	or \$20 and \$10) ate them separate is with the Commit T C TTLE ASS JUN e shares so the control to contain to enable the control to contain the control to contr	OCIATES P E eld. name of any person is of the Companies A secretary immediately Addresses	are as for Am III	Ilows: ount of indebtedness at he date of this return as eparately. USE ANNEXURE the date of registration and the  Obeing the date of readily found must be annexed as is not required to be supplied on page 4.  *Number of shares held by existing members 1
(I) Where there at SHLETS IF N (2) If the shares at (4) Include what I (5) State the total amount of ind amount of ind LIST OF PER LIMITED the return (5) NOTE. If the names to that List. NOTE. In the case of A Company Folio in Register Ledger containing	e shares of different kinds or a EEDFD and initial. The of different kinds, state there amounts have been called or as been received on forfected, amount of indebtedness and al- ebtedness at the date of the re- CSONS holding share on the 20 or other authorized di or other authorized di or on the state not arranged of a no-liability company or a exempted under subsection (I	charge REGISTERED W Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta as well as on existing shares, sow in respect of any charge registered turn.  PAR  s in HARLEY, LIT  nd day of  atte) and an account of the in alphabetical order an index sufficie company exampted under the provisio ) of section 160 should complete the of  Names  At least one Christian name and other initials  LTD.	or \$20 and \$10) ate them separate is with the Commit T C TTLE ASS JUN e shares so he can to enable the cons of section 10 certificate by the  152 Cl Sydney Suite	OCIATES P E eld. name of any person is of the Companies A secretary immediately Addresses	are as for Am III  nominal values under thereof.  TY.  19  nothe list to be ct. 1961, this is below Part F	llows: ount of indebtedness at he date of this return  a separately. USE ANNEXURE the date of registration and the  80 (being the date of redistration and the of readily found must be annexed as is not required to be supplied on page 4.  "Number of shares held by existing members ?  500 Ord.  1,500 Ord.
(I) Where there at SHLETS IF N (2) If the shares at (4) Include what I (5) State the total amount of ind amount of ind LIST OF PER LIMITED the return (5) NOTE. If the names to that List. NOTE. In the case of A Company Folio in Register Ledger containing	e shares of different kinds or a EEDFD and initial. The coldifferent kinds, state there amounts have been called or as been received on forfected amount of indebtedness and stebtedness at the date of the received on the continuous of indebtedness and stebtedness at the date of the received on the continuous of the co	charge REGISTERED W Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta as well as on existing shares, sow in respect of any charge registered turn.  PAR  s in HARLEY, LIT  nd day of  atte) and an account of the in alphabetical order an index sufficie company exampted under the provisio ) of section 160 should complete the of  Names  At least one Christian name and other initials  LTD.	or \$20 and \$10) ate them separate is with the Commit T C TTLE ASS JUN e shares so he can to enable the cons of section 10 certificate by the  152 Cl Sydney Suite	OCIATES P E cld. name of any person is of the Companies A secretary immediately Addresses arence St	are as for Am III  nominal values under thereof.  TY.  19  nothe list to be ct. 1961, this is below Part F	Illows: ount of indebtedness at he date of this return as eparately. USE ANNEXURE the date of registration and the  Obeing the date of readily found must be annexed ast in not required to be supplied on page 4.  *Number of shares held by exaiting members †
(I) Where there at SHLETS IF N (2) If the shares at (3) Where various (4) Include what I (5) State the total amount of ind LIST OF PER LIMITED the return (5) NOTE. If the names to this List. NOTE in the case of A Company Folio in Register Ledger containing	e shares of different kinds or a EEDFD and initial. The coldifferent kinds, state there amounts have been called or as been received on forfected amount of indebtedness and stebtedness at the date of the received on the continuous of indebtedness and stebtedness at the date of the received on the continuous of the co	charge REGISTERED W Date of regist  Nil  mounts (e.g., Preference and Ordinary in separately, there are shares of different kinds, sta as well as on existing shares, sow in respect of any charge registered turn.  PAR  s in HARLEY, LIT  nd day of  atte) and an account of the in alphabetical order an index sufficie company exampted under the provisio ) of section 160 should complete the of  Names  At least one Christian name and other initials  LTD.	or \$20 and \$10)  the them separate the with the Committee ASS  JUN  shares so heart to enable the cons of section lot certificate by the  152 Cl  Sydney  Suite  Street  CANADA	OCIATES P E cild. name of any person is of the Companies Addresses  arence St  600, 920  TOYONTO	are as for Am III  nominal values under thereof.  TY.  19  nothe list to be ct. 1961, this is below Part F	llows: ount of indebtedness at he date of this return  a separately. USE ANNEXURE the date of registration and the  80 (being the date of redistration and the of readily found must be annexed as is not required to be supplied on page 4.  "Number of shares held by existing members ?  500 Ord.  1,500 Ord.

The aggregate number of shares held, and not the distinctive numbers, must be stated, and the column must be added up throughout so as to make one total to agree with the stated in the summary (8) to have been taken up.

When the shares are of different closses these columns may be subdivided so that the number of each class held may be shown separately. Where any shares have beconverted into stock, particulars of the amount of stock must be shown.

ses of IFIES ent 81.

9

July

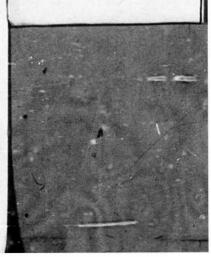
day of

The CORPORATE AFFAIRS COMMISSION being a person declared by the Attorney General by notification published in the Government Gazette on the 28th day of September, 1979 to be an approved person for the purposes of Section three of the Evidence (Reproduction) Act, 1967 HEREBY CERTIFIES pursuant to the Section that this transparency is made as a permanent record of a document in its custody or control.

DATED this twenty-seventh 9370

under delegation from the Commission

Commissioner



# J. V. ALLEN & CO.

CHARTERED ACCOUNTANTS

J. V. Allen

Consultant R. E. North Ash Associates R F Hammond G M E Malkin M. F. Molloy

"Clarence House" 152 Clarence Street, Sydney, N.S.W. 2000

Telephone: 290-3199

HARLEY, LITTLE ASSOCIATES PTY. LIMITED

BALANCE SHEET AND ACCOUNTS YEAR ENDED 31ST DECEMBER, 1979.

> I, John Ernest Davis, hereby certify 7 that the within pages are a true set of the accounts and reports laid before the Annual General Meeting of the Company.

> > Director

a person declared by the Attorney for the purposes of HEREBY CERTIFIES 81. under delegation from the Commission The CORPORATE AFFAIRS COMMISSION being a person declared by une not General by notification published in the Government Gazette on the 19 made approved person Sommissioner. (Reproduction) Act, July to the Section that this transparency is record of a document in its custody or control of day 1979 to be an 28th day of September, 1979 to Section three of the Evidence DATED this twenty-seventh 9370 pursuant

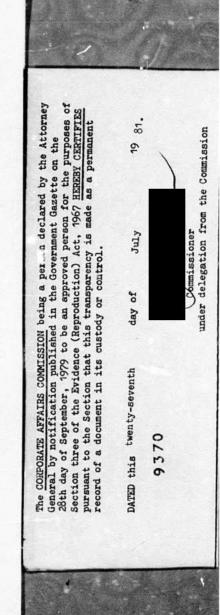
#### DIRECTORS REPORT

In accordance with Section 162A of the Companies Act, 1961, as amended your Directors submit herewith their Report with respect to the profit of the Company for the financial year ended 31st December, 1979 and the state of the Company's affairs as at that date.

- The Net Profit for the year amounted to \$ 9,985.
   After providing for Income Tax of \$ NIL.
- During the year the company did not made share or debenture issues.
- The Directors recommend that a dividend out of the profits for the year be paid in an amount of \$NIL.

No interim dividends have been paid or declared out of the profits during the year.

- 4. The Directors have taken reasonable steps to ascertain the action taken in writing off bad debts and providing for doubtful debts, and are satisfied that all known bad debts have been written off and adequate provision has been made for loss in respect of doubtful debts.
- 5. The Directors at this date are not aware of any circumstances existing which would render the amount of bad debts written off or the amount of the provision made for loss in respect of doubtful debts inadequate to any substantial extent.
- 6. The Directors at this date are not aware of any circumstances which would render misleading the values attributed to current assets of the company as shown in the accompanying Balance Sheet.
- 7. At this date the Directors are not aware of:-
  - (i) Any charge on company assets to secure the liabilities of any other person which has arisen since 31st December, 1979.
  - (ii) Any contingent liability which has arisen since 31st December, 1979.



- 8. The Directors report that there are no liabilities (contingent or otherwise) enforceable or likely to become enforceable within the twelve months from 31st December, 1979 which would affect the company's ability to meet its obligations when they fall due.
- In the opinion of the Directors, the results of the company's operations during the year ended 31st December, 1979 have not been substantially affected by any item, transaction or event of a material and unusual nature.
- O. In the opinion of the Directors no item, transaction or event of a material and unusual nature has occurred from the 31st December, 1979 to date which would substantially effect the company's operations for the year ending 31st December, 1980.
- 11. No Director has received from 31st December, 1979 nor is one to become entitled to receive any benefit from a contract made by your company or any related company with any Director or firm of which he is a member or with any company in which he has a substantial financial interest.

.....Director

person declared by the Attorney 1967 HEREBY CERTIFIES made as a permanent 1979 to be an approved person for the purposes in the Government Gazette on the 6 Commissioner General by notification published in the Governmen 28th day of September, 1979 to be an approved pers Section three of the Evidence (Reproduction) Act, July the Section that this transparency is document in its custody or control. of being day COMMISSION DATED this twenty-seventh record of a document in CORPORATE AFFAIRS pursuant

under delegation from the Commission

#### STATEMENT BY DIRECTORS OF

#### HARLEY, LITTLE ASSOCIATES PTY. LIMITED

The Directors of the Company Harley, Little Associates Pty. Limited state that in their opinion the attached financial statements are drawn up so as to give a true and fair view of theprofit of the Company for the financial year ended 31st December, 1979 and of the state of affairs of the Company as at the end of the financial year.

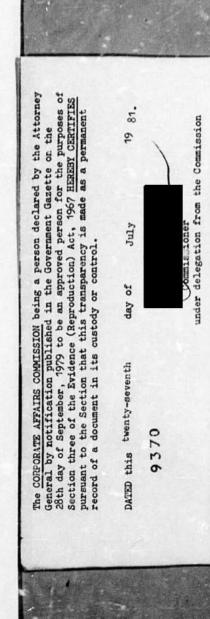
Signed in accordance with a resolution of Directors dated

•		•			•	•					•	•	•						•	Ľ	d	ir	·e	c	to	10	. 5	3
																				E	ì	r	e	c	to	or	. 5	3

# STATEMENT BY PRINCIPAL ACCOUNTING OFFICER

To the best of my knowledge and belief the attached financial statements give a true and fair view of the matters required to be dealt with by Section 162 of the Companies Act, 1961, as amended.

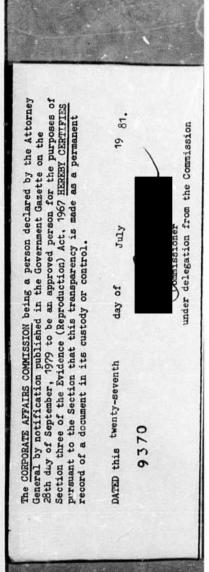
Principal Accounting Officer



### 1. HARLEY, LITTLE ASSOCIATES PTY. LIMITED

## BALANCE SHEET AS AT 31ST DECEMBER, 1979.

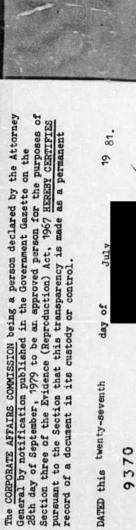
	Note No.	1979 \$	1978 \$
Share Capital and Reserves			
Issued Capital Accumulated Losses	1 (b)	2,000 (22,587)	2,000 (32,572)
		(20,587)	(30,572)
Represented by:			
Fixed Assets	2	6,099	7,934
Current Assets			
Cash in Hand Trade Debtors less Provision		100	50
for Doubtful Debts NIL (\$189 - 1978)		88,981	56,041
Prepayments and Deposits		420	409
Unsecured Loan	3	2,085	1,267
		91,586	57,767
Total Assets		97,685	65,701
Deduct			
Non-Current Liability			
Payable to Holding Company		96,337	49,337
Current Liabilities			
Bank Overdraft		18,710	39,763
Trade Creditors and Accruals		3,575	7,523
		118,622	96,623
Add: Intangible Asset		(20,937)	(30,922)
Formation Costs		350	350
		(20,587)	(30,572)



# · 2. HARLEY, LITTLE ASSOCIATES PTY. LIMITED

#### NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS

		1979 \$	1978 \$
Note 1.	Share Capital		
	(a) Authorised Capital		
	10,000 Ordinary Shares of \$1 each	10,000	10,000
	(b) <u>Issued Capital</u>		
	2,000 Ordinary Shares of \$1 each fully paid	2,000	2,000
Note 2.	Fixed Assets		
	Furniture and Fittings - at Cost Less: Accumulated Depreciation	3,746 847	3,746 612
		2,899	3,134
	Computer Programme - at Cost Less: Accumulated Amortisation	8,000 4,800	8,000 3,200
		3,200	4,800
		6,099	7,934
Note 3.	Unsecured Loan		
	Davis Heather Group (NSW) Pty. Limited	2,085	1,267



under delegation from the Commission

Commissioner

#### HARLEY, LITTLE ASSOCIATES PTY. LIMITED

# PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST DECEMBER, 1979.

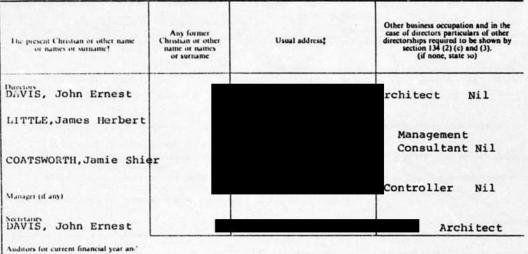
	1979	1978
	\$	\$
Revenue		
Fees Received	70,043	144,494
Expenses:		
Audit and Accountancy	(400)	2,945
Bad Debts		189
Bank Charges	574	191
Computer Programme Amortisation	1,600	1,600
Corporate Overhead Charge		9,360
Depreciation	235	246
Employee Relocation Expenses	4,225	9,149
Entertainment	393	727
Electricity and Gas	298	430
Interest	2,608	3,984
Insurance	193	210
Leasing Fees - Equipment	5,315	6,275
- Motor Vehicles		1,025
Motor Vehicle Expenses	34	965
Office Supplies	399	714
Office General	813	887
Postage	350	466
Promotion and Advertising	525	-
Rent	6,950	6,867
Subscriptions and Donations	434	152
Stationery	281	500
Salaries and Allowances	31,467	34,420
Sundry Expenses	298	323
Telephone and Telex	1,897	3,875
Travel	1,569	7,996
	60,058	93,496
Net Profit for the Year	9,985	50,998
Accumulated Losses brought forward	(32,572)	(83,570)
Accumulated Losses carried forward	(22,587)	(32,572)

The CORPORATE AFFAIRS COMMISSION being a person declared by the Attorney General by notification published in the Government Gazette on the 28th day of September, 1979 to be an approved person for the purposes of Section three of the Evidence (Reproduction) Act, 1967 HEREBY CERTIFIES pursuant to the Section that this transparency is made as a permanent record of a document in its custody or control. 19 81. Commissioner July day of DATED this twenty-seventh 9370

under delegation from the Commission

#### PART D

#### Paliculars of the \*Directors, Managers, Secretaries and Auditors at the Date of the Annual Return



"Director" includes any person who occupies the position of a director by whatever name called and any person in accordance with those directions or instructions the directors of a company are accustomed to act.

In the case of a company in the company are accustomed to act.

In the case of directors the address given must be the usual residential address. See section 134 (2) (a).

#### PART E

#### Copy of Last Accounts of the Company

Except in the case of -

(a) a company that, during the whole of the financial year to which the return relates, was an exempt proprietary

company and an unlimited company; or (b) a company that, during the whole of the financial year to which the return relates was an exempt proprietary company being a company of which the accounts and group accounts (if any) for that financial year were audited in accordance with the Companies Act, 1961;

the return must include a copy, certified by a director, or by the manager or secretary, of the company to be a true copy, of all accounts and group accounts (if any) required to be laid before the company at the Annual General Meeting together with a copy of every document required by law to be attached or annexed thereto.

1. Statement to be given by the Auditor of an exempt proprietary Company

For the purposes of subsection (1) of Section 159A of the Companies Act, 1961, I hereby state in relation to the accounts of Limited for the year ended \_

- (a) the company has her in my opinion kept proper accounting records and other books during the period covered by those accounts;
- (b) the accounts \*ha c/have not been duly audited in accordance with this Act;
- t (c) 1 \*have/have not referred in my report to any defect or irregularity in the accounts.

Particulars of any defect or irregularity referred to in the report should be attached.

Signature: \_ Auditor

Certificate in respect of a company, the accounts or group accounts of which, by reason of the circumstances referred to in subsections (1) or (2) or section 1658 of the Companies Act, 1961, are not audited.

For the purposes of subsection (5) of section 165B of the Companies Act, 1961, we hereby certify, in respect of the financial year to which the accounts or group accounts relate, that:

the company \*has/has not kept such accounting records as correctly record and explain the transactions and financial position of the company;

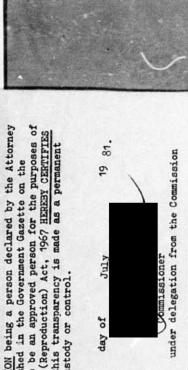
- (ii) the company \*has/hee not kept its accounting records in such a manner as would enable true and fair accounts of the company to be prepared from time to time;
- (iii) the company \*has/has-not kept its accounting records in such a manner as would enable the accounts of the company to be conveniently and properly audited in accordance with the Companies Act, 1961;
- (iv) the accounts and group accounts (if any) \*have/have not been properly prepared by a competent person.

Director Director

\*Strike out whichever is inapplicable.

In the event of this certificate being qualified in any way, particulars should be attached.





9 8

n published

notification

by

day

28th

COMMISSION

this

y of September, 1979 to three of the Evidence ( it to the Section that th of a document in its cus

of

pursuant Section

this twenty-seventh

er



# Certificate to be Completed by No-Liability Companies

Particulars as to calls and sales of forfested shares (to be given only in the case of a no-liability company) -

(a) the date when each call made since the date of the last return, or in the case of a first return since incorporation, was payable;
(b) the dates since the last return or incorporation when shares forfeited were offered for sale and the place of offer;
(c) the number of shares sold at each sale of Septence shares made since the date of the last return or in the case of a first return since the date of incorporatio
(d) the number of shares unsold at each offer for sale of Septence since the date of the last return or in the case of a first return since the date of incorporatio
(e) the number of shares unsold at each offer for sale of Septence since the date of the last return or in the case of a first return since the date of incorporation.

(e) the number of shares unsold at each offer for sale of softence since the date of the last return or in the case of a first return since the date of incorporation.

(e) the number of shares unsold at each offer for sale of softence since the date of the last return — being the sale of softence shares which sale of softence shares are shared shares and shares which sale of softence shares which sale of softence shares which sale of softence shares are shares which sale of softence shares which sale of sof

Signature:			

#### Certificate for inclusion in Public Company's Annual Return that does not include List of Members

For the purposes of subsection (1) of section 160 of the Companies Act, 1961, I hereby certify, in relation to Limited, that

- (a) the company has more than five hundred members;
- (b) the company keeps its principal share register at a place within five kilometres of the office of the Corporate Affairs Commission; and
- (c) the company provides reasonable accommodation and facilities for persons to inspect and take copies of its list of members and its particulars of shares transferred;

and that accordingly the company is of a kind to which that subsection applies.

Signature:	Secretary

#### PART G

#### Certificate to be given by all companies

A certificate in the form set out hereunder shall be given by the secretary or director of every company and in the case of an exempt proprietary company by both a director and a secretary.

#### CERTIFICATE

We after having made due enquiries certify -

- (a) that the provisions of the Unclaimed Moneys Act, 1917, relating to unclaimed moneys have been complied with;
- (b) having made an inspection of the share register that transfers have not been registered since the date of the last annual return!
- (c) that the company has not since the date of the last annual return issued any invitation to the public to subscribe for any shares in or debentures of the company or to deposit moneys for fixed periods or payable at call;
- (d) that the excess of members of the company above fifty (counting joint holders of shares as one person) consists wholly of persons who are in the employment of the company or of its subsidiary or persons who while previously in the employment of the company or of its subsidiary were and thereafter have continued to be members of the
- (c) 5that to the best of our knowledge and belief the company was an exempt proprietary company within the meaning of section 5 of the Companies Act, 1961, during the whole of the financial year to which the return relates.
- 4that at the Annual General Meeting held on the company pursuant to section 165A of the Companies Act, 1961, did not appoint an auditor.
- (g) 7that at the Annual General Meeting held on the companies Act, 1961, did not appoint an auditor.

Signature:	Director
Signature: _	_ Secretar

19......

- (1) Strike out whichever is inapplicable.
  (2) Strike out this paragraph if the company is not a Proprietary company.
  (3) In the case of the first annual return of a proprietary company, strike out the words "last annual return" and substitute therefor the words "incorporation of the company".
  (4) Strike out this paragraph except in the case of a proprietary company whose members exceed fifty.
  (5) Strike out except in the case of an exempt propricary company.
  (6) Strike out this paragraph if inapplicable. Note, this paragraph is only applicable to an exempt proprietary company that is an unlimited company on member of which was at the date of the Annual General Meeting a person other than a natural person or an exempt proprietary company that is an unlimited company or a corporation that under the law of another State or a Territory of the Commonwealth is an exempt proprietary company that is an unlimited company or a corporation that under the law of another State or a Territory of the Commonwealth is an exempt proprietary company that is an unlimited company or a corporation that under the law of another State or a Territory of the Commonwealth is an exempt proprietary company that is an unlimited company are corporation that under the law of another State or a Territory of the Commonwealth is an exempt proprietary company that is not an unlimited company all the members of which agreed not more than one month before the Annual General Meeting not to appoint an auditor.

  (3) NOTE: A certificate signed by the same person in the capacity of both director and secretary will not be accepted. See section 122 (5) of the Companies Act, 1961.

THE FOLLOWING CERTIFICATE MUST BE SIGNED BY A DIRECTOR, MANAGER OR SECRETARY. THE INFORMATION CONTAINED IN PARTS A, B, C, D, AND G OF THIS ANNUAL RETURN IS TRUE TO THE BEST OF MY KNOWLEDGE AND BELIEF.

		lol
Signature:		
	(State whether Director, Manager or Secretary.)	1

Attorney 늉 HEREBY CERTIFIES purposes the do the Gazette for declared person Government Act, transparency control approved (Reproduction) 8 the 9 9 a custody published pe COMMISSION 20 Evidence 1979 General by notification Section September the of o three of of of day Section 28th

40 DATED this twenty-seventh

83 6

JE

delegation from the Commission

Commissioner

Document No.

# Notice of Resignation or Removal of Auditor

Complete in BLOCK LETTERS and lodge with Corporate Affairs Commission, 175 Castlereagh Street, Sydney, N.S.W. 2000 (G.P.O. Box No. 7018, N.S.W. 2001)

HARLEY, LITTLE ASSOCIATES PTY. Limited TO THE CORPORATE AFFAIRS COMMISSION: HARLEY, LITTLE ASSOCIATES PTY. Limited hereby gives notice that November on the \*notice was received of the resignation of Arthur Young & Co., 50 Bridge St., Sydney 30th November as auditor/s of the Company to take effect from\_ \*a general removed from office by resolution of the company at an annual general meeting held on that date. , the auditor/s of the company was \*were removed from office by ution of the Company at an annual general meeting held on that date appointing \*their place. \*his day of November 30th Dated this \*Director

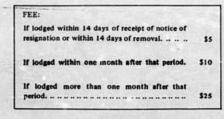
19 AUG 1981

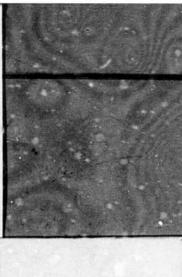
\*Strike out whichever is inapplicable.

NOTE: If the company is a borrowing corporation a copy of this notice must be given to the trustee for the holders of debentures

Where an auditor is removed from office, notice must be forthwith given to the Companies Auditors Board (166 (11)).

PLEASE COMPLE	ey, Little	Accord	tes D/T
	ir St., The	ROCKS,	Sydney
Phone No. 27-7	641		
Date forwarded /			
Fee Paid 5			
(for assessment see a	cross re fee)		
If receipt is required	please tick	700	





of

the purposes Gazette on the for September this transparency custody or control. of 49

DATED this

6

under delegation from the Commission

M 373 D. West, Government Printer