

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

Enabling legislation

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

Title

2. This Order is ASIC Instrument [16-1073].

Commencement

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

Revocation

4. ASIC Instrument [16-0902] dated 12 September 2016 is revoked.

Order

5. Each of the following companies:

OneSteel Americas Holdings Pty Limited (Subject to Deed of Company Arrangement)
ACN 147 067 016

OneSteel Manufacturing Pty Limited (Subject to Deed of Company Arrangement)
ACN 004 651 325

OneSteel NSW Pty Limited (Subject to Deed of Company Arrangement)
ACN 003 312 892

OneSteel Recycling Pty Limited (Subject to Deed of Company Arrangement)
ACN 002 707 262

OneSteel Recycling Holdings Pty Ltd (Subject to Deed of Company Arrangement)
ACN 059 240 952

OneSteel Recycling Overseas Pty Limited (Subject to Deed of Company Arrangement)
ACN 105 479 356

OneSteel Reinforcing Pty Limited (Subject to Deed of Company Arrangement)
ACN 004 148 289

OneSteel Trading Pty Limited (Subject to Deed of Company Arrangement)
ACN 007 519 646

OneSteel US Investments 1 Pty Ltd (Subject to Deed of Company Arrangement)
ACN 131 211 606

OneSteel Wire Pty Limited (Subject to Deed of Company Arrangement)
ACN 000 010 873

The Arrium Creditor Distribution Company Pty Limited (Subject to Deed of Company Arrangement) ACN 082 181 726

SSX Acquisitions Pty Limited (Subject to Deed of Company Arrangement)
ACN 090 574 520

SSX International Pty Limited (Subject to Deed of Company Arrangement) ACN 084 990 947

SSX Services Pty Limited (Subject to Deed of Company Arrangement)
ACN 083 090 831

The Australian Steel Company (Operations) Pty Ltd (Subject to Deed of Company Arrangement) ACN 069 426 955

(each a *Wholly-owned Company*)

does not have to comply with any of the following requirements of Part 2M.3 of the Act:

- (a) the requirement to prepare the financial report and directors' report under paragraph 292(1)(c);
- (b) the requirement to have the financial report audited and to obtain an auditor's report under subsection 301(1);
- (c) the requirement to report to members of the Wholly-owned Company under section 314 within the time required by section 315;
- (d) the requirement to send reports to a member of the Wholly-owned Company in accordance with a request under subsection 316(1) within the time required by subsection 316(2);
- (e) the requirement to lodge reports with ASIC under subsection 319(1) within the time required by subsection 319(3);

in relation to:

- (f) the financial year of the Wholly-owned Company that ended on 30 June 2016; and
- (g) a financial year of the Wholly-owned Company ending during the deferral period.

This paragraph applies until the last day of the deferral period.

6. For the avoidance of doubt, if the Wholly-owned Company was unable to rely on relief under ASIC Instrument [16-0902] before revocation, or is unable to rely on relief under this Instrument, for the financial year of the Wholly-owned Company that ended on 30 June 2016 then, the Wholly-owned Company does not have to comply with an obligation under Part 2M.3 of the Act of a kind specified in paragraph 5 in relation to the financial year that ended on 30 June 2016 but only to the extent that the Part would have imposed, but for this paragraph 6, a continuing obligation on the Wholly-owned Company from the date of appointment of the External Administrator. This paragraph applies until the last day of the deferral period.

Conditions

7. The Wholly-owned Company:

- (a) must comply with any of the obligations to which paragraph 5 or 6 applies by no later than the last day of the deferral period;
- (b) must arrange for a notice explaining the relief granted by this instrument to be published:
 - (i) both:
 - (A) in a prominent place on the Holding Entity's website; and
 - (B) in a place that is readily accessible on a website maintained by the External Administrator or any external administrator appointed after the External Administrator; and
 - (ii) if the Holding Entity is listed on a prescribed financial market – on a website maintained by the operator of the financial market;
- (c) must have adequate arrangements in place to answer, within a reasonable period of time and without charge, any reasonable questions asked by a creditor of the Wholly-owned Company about the External Administration or any subsequent external administration.

8. This Order will cease to apply in relation to a financial year of the Wholly-owned Company from the date of any failure to comply with a condition in paragraph 7 in relation to the financial year.

Interpretation:

For the avoidance of doubt, this instrument applies to each Wholly-owned Company individually and the inability of one Wholly-owned Company to be able to rely on the relief provided by this instrument for whatever reason shall not affect the ability of any other Wholly-owned Company to rely on the relief provided by this instrument.

In this instrument:

deferral period means the period starting on the date of this instrument and ending on whichever is the earlier of:

- (a) 7 October 2018; or
- (b) the date that the Wholly-owned Company ceases to be under external administration; or
- (c) the date that the Holding Entity ceases to be under external administration.

external administration means where an external administrator has been appointed to the Wholly-owned Company.

external administrator means:

- (a) an administrator of the Wholly-owned Company appointed under section 436A, 436B or 436C of the Act;
- (b) where the Wholly-owned Company has executed a deed of company arrangement that has not yet terminated, the administrator of the deed appointed under Part 5.3A of the Act;
- (c) a provisional liquidator of the Wholly-owned Company; or
- (d) a managing controller appointed in relation to property of the Wholly-owned Company.

Holding Entity means Arrium Limited (Subject to Deed of Company Arrangement) ACN 004 410 833.

External Administrator means:

- (a) where the Wholly-owned Company is The Arrium Creditor Distribution Company Pty Limited (Subject to Deed of Company Arrangement) ACN 082 181 726 - Mr Martin Madden, Mr Mark Francis Xavier Mentha, Mr Bryan Webster and Ms Cassandra Elysium Mathews of KordaMentha who are appointed as deed administrators under the Arrium Distribution Deed of Company Arrangement dated 4 November 2016; or
- (b) where the Wholly-owned Company is a company referred to in paragraph 5 other than The Arrium Creditor Distribution Company Pty Limited (Subject to Deed of Company Arrangement) ACN 082 181 726 - Mr Martin Madden, Mr Mark Francis Xavier Mentha, Mr Bryan Webster and Ms Cassandra Elysium Mathews of KordaMentha who are appointed as deed administrators of the relevant Wholly-owned Company on or about 4 November 2016, under a deed of company arrangement substantially in the form of the Arrium Transaction Support Deed of Company Arrangement dated 4 November 2016.

Dated: 30 November 2016



Signed by Pamela Smith

as a delegate of the Australian Securities and Investments Commission