ASIC
Australian Securities & Investments Commission

Facsimile

To:	The Manager Market Announcements Office ASX	From:	Kim Demarte Senior Specialist ASIC
Fax:	1300 135 638	Fax:	
Date:	26/11/2012	Tel:	(03) 9280 4997
Pages:	5+1		

CEASING TO BE A SUBSTANTIAL HOLDER FROM AIC

Please find attached a substantial holding notice for release in relation to:

1. AIC (Australian Securities and Investments Commission); and
2. CMI (CMI Limited).

Kim Demarte
Senior Specialist
Australian Securities and Investments Commission

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme **CMI Limited**

ACN/ARSN **050 542 553**

1. Details of substantial holder(1)

Name **Australian Securities and Investments Commission ("ASIC") and The Commonwealth of Australia ("the Commonwealth")**

ACN/ARSN (if applicable) **N/A**

The holder ceased to be a substantial holder on **23 / 11 /12**

The previous notice was given to the company on **20 / 11/ 12**

The previous notice was dated **20 / 11/ 12**

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change(5)	Class (6) and number of securities affected	Person's votes affected
23/ 11 / 12	ASIC and the Commonwealth	See paragraph 2 of Annexure A	Nil	3,112,422 Ordinary Shares	3,112,422

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Australian Securities and Investments Commission	Level 20, 240 Queen Street, Brisbane, QLD 4000
The Commonwealth of Australia	Level 20, 240 Queen Street, Brisbane, QLD 4000

Signature

print name Kim Demarte

capacity Delegate of the Australian Securities and Investments Commission

sign here

date 26 / 11 / 12

DIRECTIONS

(1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.

(2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.

(3) See the definition of "associate" in section 9 of the Corporations Act 2001.

(4) Include details of:

(a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and

(b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

(5) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

(6) The voting shares of a company constitute one class unless divided into separate classes.

(7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ANNEXURE A

2. Changes in relevant interests

The nature of the change is as follows:

On 25 February 2011, under orders of the Takeovers Panel ("Original Orders"), certain securities in CMI Limited were vested in the Commonwealth on trust for Tinkerbell Enterprises Pty Ltd as trustee for the Leanne Catelan Trust ("Tinkerbell"). Under the terms of the Original Orders, ASIC is empowered to sell the securities and account for the proceeds net of costs. A copy of the Original Orders is attached as Annexure B to Form 603 provided to ASX on 20 November 2012.

Certain of the Original Orders were subsequently stayed by the Panel pending the outcome of an application for judicial review in the Federal Court of Australia. The stay on orders expired on 16 November 2012 when judgement was handed down in the judicial review proceedings (see *Tinkerbell Enterprises Pty Limited as trustee for The Leanne Catelan Trust v Takeovers Panel* [2012] FCA 1272). The expiry of the stay resulted in ASIC and the Commonwealth acquiring a relevant interest in the CMI Limited securities for the reasons set out in the Form 603.

On 23 November 2012 the Panel, on application from Tinkerbell, agreed to a further stay of the Original Orders until the earliest of:

- If an appeal is filed in the Full Court of the Federal Court in relation to the judicial review proceedings on or before 7 December 2012, 2 business days following the matter being determined by the Full Court or otherwise being resolved;
- if no appeal is filed, 2 business days after the first to occur of Tinkerbell informing the Panel that it will not appeal and the expiry of the appeal period for the judicial review proceedings; and
- further order of the Panel.

A copy of the further stay order is attached at Annexure B to this form. As a result of this stay order:

- ASIC no longer has a relevant interest because each of orders 2, 3, and 4 of the Original Orders, which provided for (among other matters) ASIC to sell the securities, has been stayed. At present ASIC does not have the power to dispose of or control the exercise of a power to dispose of the securities; and
- the Commonwealth no longer has a relevant interest because the Original Orders are stayed. The Commonwealth is not yet a holder of the securities and at present does not have the power to dispose of or control the exercise of a power to dispose of the securities.

ANNEXURE B

Australian Government

Takeovers Panel

Annexure A

CORPORATIONS ACT
SECTION 657D
FURTHER VARIATION OF ORDERS

CMI LIMITED

On 25 February 2011 the Takeovers Panel made orders in CMI Limited **(the orders)**

On 25 February 2011 the Panel stayed the orders pending Panel review. The stay was lifted following completion of the Panel review proceedings

On 21 March 2011 the Panel stayed orders 2, 3, 4 and 7 of the orders pending consideration of judicial review and on 7 April 2011 continued that stay until the conclusion of an application for judicial review filed in the Federal Court of Australia on 5 April 2011

On 16 November 2012 the stay was lifted following completion of the judicial review proceedings

Tinkerbell Enterprises Pty Ltd as trustee for the Leanne Catelan Trust **(Tinkerbell)** is considering whether it will appeal the judicial review proceedings and seeks a further stay of the orders

THE PANEL ORDERS

Pursuant to section 657D(3) of the *Corporations Act 2001* (Cth):

1. Orders 2, 3, 4 and 7 in CMI Limited dated 25 February 2011 are stayed until the earliest of:
    a) if an appeal is filed on or before 7 December 2012, 2 business days following either the determination by the Full Court of the Federal Court of Australia or the appeal to the Full Court being otherwise resolved (whichever occurs first) or
    b) if no appeal is filed, 2 business days following either Tinkerbell informing the Panel that it will not appeal or the expiry of the appeal period (whichever occurs first) or
    c) further order of the Panel.

2. Tinkerbell must inform the Panel within 24 hours of deciding not to appeal or (if it appeals) the appeal to the Full Court being otherwise resolved.

Alan Shaw
Counsel
with authority of Kathleen Farrell
President of the review Panel
Dated 23 November 2012