



Securities Act (Zintel Communications Limited) Exemption Notice 2003

Pursuant to the Securities Act 1978, the Securities Commission gives the following notice.

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Notice

1 Title

This notice is the Securities Act (Zintel Communications Limited) Exemption Notice 2003.

2 Commencement

This notice comes into force on the day after the date of its notification in the *Gazette*.

3 Expiry

This notice expires on the close of 31 March 2004.

4 Interpretation

(1) In this notice, unless the context otherwise requires,—

Act means the Securities Act 1978

Numeria means Numeria Corporation Limited

Regulations means the Securities Regulations 1983

specified equity securities means ordinary shares in the capital of Zintel that have been previously allotted by Zintel and

that are to be offered to members of the public in New Zealand by 1 or more of the following persons:

- (a) Nicholas Peter Gordon;
- (b) Richard Anthony Johnston;
- (c) Numeria

Zintel means Zintel Communications Limited.

- (2) Any term or expression that is defined in the Act or the Regulations and used, but not defined, in this notice has the same meaning as in the Act or the Regulations.

5 Exemptions from regulations 3(1) and 7A(1) of Regulations

Zintel, Nicholas Peter Gordon, Richard Anthony Johnston, Numeria, and every person acting on behalf of any or all of them are exempted from regulations 3(1) and 7A(1) of the Regulations to the extent that those provisions require a registered prospectus or investment statement relating to the specified equity securities to contain information about Nicholas Peter Gordon, Richard Anthony Johnston, and Numeria as issuers of those securities.

6 Conditions for exemptions in clause 5

The exemptions in clause 5 are subject to the conditions that—

- (a) the registered prospectus and the investment statement that relate to the specified equity securities each contain a description of the effect of the exemptions in clause 5; and
- (b) the registered prospectus and the investment statement that relate to the specified equity securities each contain a statement to the effect that—
 - (i) Zintel, Nicholas Peter Gordon, Richard Anthony Johnston, and Numeria are issuers of the specified equity securities; and
 - (ii) Zintel, Nicholas Peter Gordon, Richard Anthony Johnston, and Numeria each have obligations as issuers under the Act and the Regulations; and

- (c) Zintel must ensure that all monies received from the public in connection with a subscription for the specified equity securities are held on trust until those securities have been transferred to the subscriber for those securities.

Dated at Wellington this 21st day of October 2003.

The Common Seal of the Securities Commission was affixed in the presence of:

[L.S.]

C. A. N. Beyer,
Member.

Explanatory note

This note is not part of the notice, but is intended to indicate its general effect.

This notice, which comes into force the day after the date of its notification in the *Gazette* and expires on 31 March 2004, exempts Zintel Communications Limited, Nicholas Gordon, Richard Johnston, and Numeria Corporation Limited from various provisions of the Securities Regulations 1983, subject to conditions, in the case of an offer of ordinary shares in Zintel Communications Limited that have been previously allotted by that company.

Issued under the authority of the Acts and Regulations Publication Act 1989.
Date of notification in *Gazette*: 23 October 2003.
This notice is administered in the Securities Commission.
