

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

Enabling legislation

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

Title

2. This order is ASIC Instrument 24-0905.

Commencement

3. This order commences on the date it is signed.

Order

4. Genesis Care Pty Limited ACN 137 188 464 (*Genesis Care*), and its directors, do not have to comply with the following requirements in Part 2M.3 of the Act (continuing obligations) in relation to Genesis Care's financial year that ended on 30 June 2024 (*Relevant Financial Year*):
 - (a) the requirement to prepare a 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 its members under section 314 within the time required by section 315;
 - (d) the requirement to send reports to a member 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) as extended by the Genesis Care ASIC Extension Instrument;to the extent that the non-compliance results from:
 - (f) the preparation of a 'Special Purpose Combined Financial Report' for the Relevant Financial Year in lieu of a Part 2M.3 of the Act compliant financial report for the Relevant Financial Year;
 - (g) the preparation of a 'Special Purpose Directors' Report' for the Relevant Financial Year in lieu of a Part 2M.3 of the Act compliant directors' report for the Relevant Financial Year;
 - (h) the preparation of a 'Compilation Report' in relation to the 'Special Purpose Combined Financial Report' for the Relevant Financial Year in lieu of an auditor's

report on a Part 2M.3 of the Act compliant financial report for the Relevant Financial Year;

- (i) sending the 'Special Purpose Combined Financial Report', 'Special Purpose Directors' Report' and 'Compilation Report' for the Relevant Financial Year to the Genesis Care's members in lieu of sending a Part 2M.3 of the Act compliant financial report, directors' report and auditor's report for the Relevant Financial Year to the Company's members; and
- (j) lodging the 'Special Purpose Combined Financial Report', 'Special Purpose Directors' Report' and 'Compilation Report' for the Relevant Financial Year with ASIC on or before 31 January 2025 in lieu of lodging a Part 2M.3 of the Act compliant financial report, directors' report and auditor's report for the Relevant Financial Year to the company's members.

Note: Genesis Care is required to lodge the Special Purpose Combined Financial Report, Special Purpose Directors Report and Compilation Report for the Relevant Financial Year with ASIC by 30 November 2024. See paragraph 9(b).

- 5. For the avoidance of doubt, the relief provided by section 4 of this instrument applies to any continuing obligations of Genesis Care in relation to the Relevant Financial Year, including by reason of any failure to comply with any conditions of relief within the required time frames under the Genesis Care ASIC Extension Instrument.

Note: A company that is required to do an act under Part 2M.3 of the Act within a particular period or before a particular time continues to be subject to an obligation to do the act even after the period has ended or that time has passed: section 1314 of the Act. Sections 4 and 5 of this instrument do not affect any liability that existed under Part 2M.3 of the Act and s1314 of the Act at any time before the date of this instrument.

- 6. Each Large Group Company, and their respective directors, do not have to comply with the following requirements of Part 2M.3 of the Act (continuing obligations) in relation to the Large Group Company's financial year ended 30 June 2024 (also **Relevant Financial Year**):
 - (a) the requirement to prepare a 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 its members under section 314 within the time required by section 315;
 - (d) the requirement to send reports to a member in accordance with a request under subsection 316(1) within the time required by subsection 316(2); and
 - (e) the requirement to lodge the reports prepared or obtained under Division 1 of Part 2M.3 with ASIC under subsection 319(1) within the time required by subsection 319(3).
- 7. For the avoidance of doubt, the relief provided by section 6 of this instrument applies to any continuing obligations of each Large Group Company in relation to the Relevant Financial Year, including by reason of any failure to comply with any conditions of relief

within the required time frames under the Large Group Company ASIC Extension Instrument.

Note: A company that is required to do an act under Part 2M.3 of the Act within a particular period or before a particular time continues to be subject to an obligation to do the act even after the period has ended or that time has passed: section 1314 of the Act. Section 6 and 7 of this instrument do not affect any liability that existed under Part 2M.3 of the Act and s1314 of the Act at any time before the date of this instrument.

Where this instrument applies

8. This instrument applies where:

- (a) Genesis Care and the Subsidiaries (collectively, the **Debtors**) commenced voluntary financial restructuring under Chapter 11 of the United States Bankruptcy Code by a voluntary petition filed in the Southern District of Texas on 1 June 2023 (**voluntary financial restructuring**);

Note: Court filings and information about the Chapter 11 Cases are available on a separate website (<https://restructuring.ra.kroll.com/GenesisCare>) administered by Genesis Care's claims agent, Kroll. Information is also available by calling +1 (833) 744-6948 (U.S./Canada Toll-Free), +61 (2) 9925 4385 (Australia), +44 (20) 45198440 (UK) and +1 (646) 440-4836 (International).

- (b) the Debtors completed the voluntary financial restructuring and emerged from Chapter 11 following the confirmation of the Debtors Chapter 11 Plan of Reorganisation by the U.S. Bankruptcy Court for the Southern District of Texas and satisfaction of necessary conditions on 16 February 2024;
- (c) pursuant to the voluntary financial restructuring Genesis Care sold or otherwise disposed of the Foreign Companies on or about 16 February 2024;
- (d) on completion of the voluntary financial restructuring, Genesis Care ceased to be in possession of the financial records of the Foreign Companies but has contractual rights of access to those financial records;

Note: Under s286 of the Act companies are required to keep written financial records that correctly record and explain its transactions and financial position and performance and would enable true and fair financial statements to be prepared and audited.

- (e) ASIC had extended the time for compliance with Part 2M.3 of the Act by Genesis Care and the Large Group Companies for the Relevant Financial Year to 30 November 2024 subject to conditions;

Note 1: In relation to Genesis Care for the Relevant Financial Year, see ASIC Instrument 24-0851 dated 31 October 2024.

Note 2: In relation to the Large Group Companies for the Relevant Financial Year, see ASIC Instrument 24-0852 dated 31 October 2024.

- (f) The Closed Group Companies are parties to a deed of cross guarantee in ASIC Pro Forma (PF 24) dated 10 March 2020 (as varied by Revocation Deed under ASIC Pro Forma [PF 26] dated 7 November 2022, Deed of Variation dated 20 June 2018 and Assumption Deeds under ASIC Pro Forma [PF 27] dated 23 June 2020, 30 June 2022 and 28 June 2023 and as affected by Notices of Disposal under ASIC Pro Forma [PF25] dated 30 September 2022;

- (g) Genesis Care is ‘Holding Entity’ of the Closed Group Companies for the purposes of relief under *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* or ASIC Class Order [CO 98/1418] for financial years ending on or before 30 June 2022;
- (h) The Closed Group Companies may have relied on relief under *ASIC Corporations (Wholly-owned Companies) Instrument 2016/785* or ASIC Class Order [CO 98/1418] for financial years ending on or before 30 June 2022;
- (i) The combination in the ‘Special Purpose Combined Financial Statements’ does not meet the definition of a group as defined by AASB 10 *Consolidated Financial Statements* by reason of not consolidating results of the Non-Closed Group Companies and the Foreign Companies for the Relevant Financial Year;

Note: The investments in the Non-Closed Group Companies and the Foreign Companies are accounted for in the Special Purpose Combined Financial Statements at cost less any accumulated impairments: see note 16 to the Special Purpose Financial Statements

- (j) In all other respects, the ‘Special Purpose Combined Financial Report’ has been prepared in accordance with the recognition and measurement requirements of Australian Accounting Standards;
- (k) The Compilation Report has been prepared by a registered company auditor who is not the appointed auditor of Genesis Care or of the Closed Group Companies and Non-Closed Group Companies;
- (l) The Company submitted to ASIC, among other things, that that the administrative burden of compliance with Part 2M.3 of Act by Genesis Care and the Large Group Companies was out of all proportion to the value of the resultant disclosure to the Australian users of Genesis Care’s reports and the Large Group Companies reports following completion of the voluntary restructuring; and
- (m) ASIC was persuaded, among other things, that the administrative burden of compliance with Part 2M.3 of Act by Gensis Care and the Large Group Companies was out of all proportion to the value of the resultant disclosures to the Australian users of Genesis Care’s reports, or the user to of the Large Group Companies reports, following completion of the voluntary restructuring in Genesis Care’s unique circumstances and that it was ultimately in the interests of Australian users of Genesis Care’s reports to have the use of the Special Purpose Combined Financial Report and accompanying Special Purpose Directors’ Report and Compilation Report for the Relevant Financial Year by 31 January 2025.

Note: See ASIC Regulatory Guide 43 *Financial reports and audit relief* generally and at paragraph RG 43.31. See also ASIC Regulatory Guide 174 *Relief for externally administered bodies and registered schemes being wound up* generally and at paragraphs RG 174.112 and RG 174.113.

Conditions

9. Genesis Care must:

- (a) ensure that the Special Purpose Combined Financial Report for the Relevant Financial Year contains an explanation of the relief provided by this instrument including the conditions specified in this section and in section 10 of this instrument;
- (b) lodge the Special Purpose Combined Financial Report, the Special Purpose Directors' Report and the Compilation Report for the Relevant Financial Year with ASIC under ASIC Form 388 by 31 January 2025;
- (c) arrange for a notice explaining the relief granted by this instrument, together with a copy of this instrument, to be published in a prominent place on the Genesis Care website under "News:" within 5 business days after the date of commencement of this instrument; and
- (d) have adequate arrangements in place to answer, within a reasonable period of time and without charge, any reasonable questions asked by a creditor of Genesis Care or a Large Group Company about:
 - (i) the voluntary financial restructuring;
 - (ii) the Large Group Company's deed of cross guarantee arrangements with Genesis Care;
 - (iii) the Special Purpose Combined Financial Report, the Special Purpose Directors' Report and the Compilation Report for the Relevant Financial Year; and
 - (iv) this instrument;

within 5 business days after the date of commencement of this instrument and until such time as is approved by ASIC to dispense with the arrangements;

and this instrument applies for so long as these conditions are met.

10. Each Large Group Company must:

- (a) arrange for a notice explaining the relief granted by this instrument to be published in a prominent place on the Genesis Care website under "News:" within 5 business days after the date of commencement of this instrument; and
- (b) 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 Large Group Company about:
 - (i) the voluntary financial restructuring;
 - (ii) the Large Group Company's deed of cross guarantee arrangements with Genesis Care;
 - (iii) the Special Purpose Combined Financial Report, the Special Purpose Directors' Report and the Compilation Report for the Relevant Financial Year; and

- (iv) this instrument;
- within 5 business days after the date of commencement of this instrument and until such time as is approved by ASIC to dispense with the arrangements;
- and this instrument applies for so long as these conditions are met.

Interpretation

11. In this instrument:

Closed Group Companies means the companies listed in Schedule B.

Compilation Report means the compilation report prepared by CIB Accountants and Advisers and dated on or before 31 January 2025 in relation to the Special Purpose Combined Financial Report for the Relevant Financial Year.

Foreign Companies means the companies listed in Schedule D.

Genesis Care ASIC Extension Instrument means ASIC Instrument 24-0851 dated 31 October 2024.

Large Group Company means any one of the companies listed in Schedule A.

Large Group Company ASIC Extension Instrument means ASIC Instrument 24-0852 dated 31 October 2024.

Large Group Companies means the companies listed in Schedule A.

Non-Closed Group Companies means the companies listed in Schedule C.

Subsidiaries means the companies listed in Schedules A, B, C and D.

Special Purpose Combined Financial Report means:

- (a) the Special Purpose Combined Financial Statements prepared by Genesis Care in relation to the Relevant Financial Year and dated on or before 31 January 2025;
- (b) the notes to the Special Purpose Combined Financial Statements prepared by Genesis Care in relation to the Relevant Financial Year and dated on or before 31 January 2025; and
- (c) the directors' declaration about the Special Purpose Combined Financial Statements and notes in relation to the Relevant Financial Year dated on or before 31 January 2025.

Special Purpose Combined Financial Statements means the Special Purpose Combined Financial Statements prepared by Genesis Care in relation to the Relevant Financial Year and dated on or before 31 January 2025.

Special Purpose Directors' Report means the special purpose directors' report accompanying the Special Purpose Combined Financial Report prepared by Genesis Care in relation to the Relevant Financial Year and dated on or before 31 January 2025.

Dated 27 November 2024

A handwritten signature in blue ink, appearing to be 'K. Wright', is written over a light blue circular stamp or watermark.

Signed by Kyle Wright
as a delegate of the Australian Securities and Investments Commission

Schedule A – Large Group Entities

1. Adelaide Radiotherapy Centre Pty Ltd ACN 008 128 845
2. Genesis Cancer Care Qld Pty Limited ACN 010 830 583
3. Genesis Cancer Care WA Pty Limited ACN 150 562 913
4. Radiation Oncology Associates Pty Limited ACN 057 705 441
5. Genesis Cancer Care Victoria Pty Ltd ACN 152 415 373
6. Genesis Care Finance Pty Ltd ACN 137 193 125
7. Genesis Specialist Care Pty Ltd ACN 111 943 161
8. Genesis Cancer Care Pty Ltd ACN 155 449 200

Schedule B – Closed Group Companies

1. Adelaide Radiotherapy Centre Pty Limited ACN 008 128 845*
2. Cancer Care Research Pty Ltd ACN 098 514 688
3. CS Harper Pty. Ltd. ACN 059 817 355
4. Dr. Lim Pty Ltd ACN 059 817 355
5. EMROC Pty. Ltd. ACN 050 575 150
6. EMROC Victoria Pty Ltd ACN 153 014 816
7. Genesis Cancer Care Pty Limited ACN 155 449 200*
8. Genesis Cancer Care QLD Pty Limited ACN 010 830 583*
9. Genesis Cancer Care Victoria Pty Limited ACN 152 415 373*
10. Genesis Cancer Care WA Pty Limited ACN 150 562 913*
11. Genesis Care Finance Pty Limited ACN 137 193 125*
12. Genesis Care Property Pty Limited ACN 151 386 042
13. Genesis Care Theranostics Pty Limited ACN 605 984 245
14. Genesis Care Ventures Pty Ltd ACN 620 190 561
15. Genesis Specialist Care Pty Limited ACN 111 943 161*
16. GenesisCare Clinical CRO Pty Limited ACN 637 263 784
17. GenesisCare Clinical CRO Holdings Pty Limited ACN 656 859 577
18. GenesisCare Commercial Partnerships Pty Limited ACN 656 847 764
19. GenesisCare Horizon Pty Limited ACN 656 848 556
20. GenesisCare Horizon AU Pty Limited ACN 656 849 062
21. GenesisCare Insights Pty Limited ACN 656 843 604
22. GenesisCare Solutions AU Pty Limited ACN 646 200 142
23. GenesisCare AU Sponsor Pty Ltd ACN 665 573 222
24. Grandifer Pty Limited ACN 009 031 458
25. GSC EUR Finance Pty Ltd ACN 616 505 385
26. GSC GBP Finance Pty Limited ACN 616 505 581
27. J M Heywood Pty Ltd ACN 073 293 419
28. Jerome M. Freund Pty Ltd ACN 085 104 856
29. Noah (SA) Pty Ltd ACN 654 664 721
30. North Adelaide Oncology Pty Limited ACN 127 047 732
31. Radiation Oncology Associates Pty Limited ACN 057 705 441*
32. Ringwood RT Holdings Pty. Ltd. ACN 111 482 494

* Indicates Large Group Entity.

Schedule C – Non-Closed Group Companies

1. GenesisCare Northern Holdings Pty Ltd ACN 635 232 021
2. Northern Cancer Associates Pty Limited ACN 137 990 339
3. Northern Cancer Institute (Frenchs Forest) Pty Limited ACN 138 287 028
4. Northern Cancer Institute Pty Limited ACN 084 781 644
5. Genesis Care Partner Pty Ltd ACN 605 281 534
6. GenesisCare Peninsula Pty Ltd ACN 661 889 185

Schedule D – Foreign Companies

	Place of incorporation
1. Genesis Care Espana Holdings S.L.	Spain
2. Genesis Care España Sur S.L.U	Spain
3. Global Trapeze S.L.	Spain
4. IMO Oncologia S.L.U.	Spain
5. Instituto Multidisciplinar de Oncologia S.A.	Spain
6. International Oncology Group S.A.	Spain
7. Berkshire Health Limited	United Kingdom
8. Cambridge Oncology Centre Limited	United Kingdom
9. GCCUK Leasing Limited	United Kingdom
10. Genesis Cancer Care UK Limited	United Kingdom
11. Genesis Care Holdings Europe Limited	United Kingdom
12. Genesis Specialist Care AUD Finance UK Limited	United Kingdom
13. Genesis Specialist Care Finance UK Limited	United Kingdom
14. Genesis Specialist Care Holding UK Limited	United Kingdom
15. Genesis Specialist Care UK Limited	United Kingdom
16. Genesis Specialist Care UK No 2 Limited	United Kingdom
17. London Oncology and Wellbeing Centre Limited	United Kingdom
18. The Birmingham Prostate Clinic Limited	United Kingdom
19. Windsor Oncology Centre Limited	United Kingdom
20. Genesis Care Hong Kong Limited	Hong Kong
21. Genesis Specialist Care Hong Kong Limited	Hong Kong
22. 21C East Florida, LLC	United States
23. 21C Florida Acquisition, LLC	United States
24. 21st Century Oncology and OLL Mgmt Co.	United States
25. 21st Century Oncology of Harford County, Maryland, LLC	United States
26. 21st Century Oncology of Jacksonville, Inc.	United States
27. 21st Century Oncology of New Jersey, Inc.	United States

28. 21st Century Oncology of Pennsylvania, LLC United States
29. 21st Century Specialty Physicians, PC United States
30. Advanced Dosimetry Solutions, LLC United States
31. Advanced Physics Solutions, LLC United States
32. AHLC, LLC United States
33. Ambergris, LLC United States
34. American Consolidated Technologies, LLC United States
35. American Oncologic Assoc of Michigan, PC United States
36. Arizona Radiation Therapy Management Services, Inc. United States
37. Asheville CC, LLC United States
38. Associaties in Radiation Oncology Service United States
39. Atlantic Urology Clinics, LLC United States
40. Aurora Technology Development, LLC United States
41. Berlin Radiation Therapy Treatment Center, LLC United States
42. Bluegrass Regional Cancer Center, LLP United States
43. Boynton Beach Radiation Oncology, LLC United States
44. Boynton Beach Real Estate, LLC United States
45. California Radiation Therapy Management Services, Inc. United States
46. Cancer Treatment Services Arizona, LLC United States
47. CancerCare of Southern New Jersey, P.C. United States
48. Carepoint Health Solutions United States
49. Carolina Radiation and Cancer Treatment Center, LLC United States
50. Carolina Regional Cancer Center, LLC United States
51. Central Massachusetts Comprehensive Cancer Center, LLC United States
52. Delaware Radiation Therapy Management Services, Inc. United States
53. Derm Rad Investment Co., LLC United States
54. Devoto Construction United States
55. Financial Services Of Southwest Florida, LLC United States
56. GenesisCare USA – Salinas Valley Memorial Radiation Therapy Management Company, LLC United States
57. Genesis Care CRO US LLC United States

58.	Genesis Care Solutions US LLC	United States
59.	GenesisCare US Sponsor LLC	United States
60.	GenesisCare USA Group Holdings Inc.	United States
61.	GenesisCare USA Holdings, Inc.	United States
62.	GenesisCare USA Landmark, LLC	United States
63.	GenesisCare USA Management Services, Inc.	United States
64.	GenesisCare USA of Alabama, LLC	United States
65.	GenesisCare USA of California, A Medical Corporation	United States
66.	GenesisCare USA of El Segundo, LLC	United States
67.	GenesisCare USA of Florida, LLC	United States
68.	GenesisCare USA of Kentucky, LLC	United States
69.	GenesisCare USA of Prince Georges County, Maryland, LLC	United States
70.	GenesisCare USA of South Carolina, LLC	United States
71.	GenesisCare USA of Washington, LLC	United States
72.	GenesisCare USA Services, LLC	United States
73.	GenesisCare USA Southwest Management Holdings, LLC (formerly known as 21C Southwest Management Holdings, LLC)	United States
74.	GenesisCare USA, Inc.	United States
75.	GenesisCare USA-CHW, LLC	United States
76.	Gettysburg Radiation, LLC	United States
77.	Goldsboro Radiation Therapy Services, LLC	United States
78.	Jacksonville Radiation Therapy Services, LLC	United States
79.	Kiggundu Radiation Therapy, PA	United States
80.	Landmark Cancer Center GP, LLC	United States
81.	Maryland Radiation Therapy Management Services, LLC	United States
82.	Massachusetts Oncology Services, PC	United States
83.	Michigan Rad Onc PC	United States
84.	Michigan Radiation Therapy Management Services, Inc.	United States
85.	Nevada Radiation Therapy Management Services, Inc.	United States
86.	New England Radiation Therapy Management Services, Inc.	United States
87.	New Jersey Oncology Services, PC	United States

88.	New York Radiation Therapy Management Services, LLC	United States
89.	North Carolina Radiation Therapy Management Services, LLC	United States
90.	Northpoint Radiation Center GP PC	United States
91.	Northwest Baltimore Radiation Therapy Regional Center, LLC	United States
92.	Northwest Cancer Care Associates, PA	United States
93.	Northwest Cancer Care Management Company, LLC	United States
94.	Palms West Radiation Therapy	United States
95.	Paul W. Adams, MD PC	United States
96.	Phoenix Management Company LLC	United States
97.	Pinnacle Oncology Oklahoma, PC	United States
98.	Pinnacle Oncology, P.A	United States
99.	Pro Physicians Arkansas, P.A	United States
100.	Pro Physicians Clinic, PA	United States
101.	Radiation Therapy School for RT Tech, Inc.	United States
102.	Regional Cancer Care Alliance LLC	United States
103.	Redding Radiation Oncology LLC	United States
104.	Roger Williams Radiation Therapy, LLC (RI)	United States
105.	RT Associates of Western North Carolina, P.A	United States
106.	RVCC, LLC	United States
107.	Sampson Accelerator, LLC	United States
108.	Sampson Simulator, LLC	United States
109.	SFRO Holdings LLC	United States
110.	SFRO WRMC LLC	United States
111.	Simi Valley Cancer Center Management, LLC	United States
112.	Sonora Radiation Oncology, LLC	United States
113.	South County Radiation Therapy, LLC	United States
114.	South Florida Medicine LLC	United States
115.	South Florida Radiation Oncology LLC	United States
116.	Southern New England Regional Cancer Center, LLC	United States
117.	Susan Reisinger, MD, Prof. Corp.	United States
118.	The Angeles Clinic and Research Institute	United States

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| 119. | Treasure Coast Medicine LLC | United States |
| 120. | U.S. Cancer Care, Inc. | United States |
| 121. | USCC Acquisition Corp. | United States |
| 122. | USCC Florida Acquisition Corp | United States |
| 123. | Vidant Radiation Oncology, LLC | United States |
| 124. | West Virginia Radiation Therapy Services, Inc. | United States |
| 125. | X-Ray Treatment Center, PC | United States |
| 126. | Yonkers Radiation Medical Practice, PC | United States |