



**THE SECURITIES ACT (UNITED STATES ISSUERS EMPLOYEE
STOCK PURCHASE PLANS) EXEMPTION NOTICE 1995,
AMENDMENT NO. 3**

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

NOTICE

1. Title and commencement—(1) This notice may be cited as the Securities Act (United States Issuers Employee Stock Purchase Plans) Exemption Notice 1995, Amendment No. 3, and shall be read together with and deemed part of the Securities Act (United States Issuers Employee Stock Purchase Plans) Exemption Notice 1995* (hereinafter referred to as the principal notice).

(2) This notice shall come into force on the day after the date of its notification in the *Gazette*.

2. New First Schedule to principal notice—The principal notice is hereby amended by revoking the First Schedule thereto (as amended by the Securities Act (United States Issuers Employee Stock Purchase Plans) Exemption Notice 1995, Amendment No. 1 and the Securities Act (United States Issuers Employee Stock Purchase Plans) Exemption Notice 1995, Amendment No. 2), and substituting the First Schedule set out in the Schedule to this notice.

3. Revocations—The following notices are hereby consequentially revoked:

- (a) The Securities Act (United States Issuers Employee Stock Purchase Plans) Exemption Notice 1995, Amendment No. 1:
- (b) The Securities Act (United States Issuers Employee Stock Purchase Plans) Exemption Notice 1995, Amendment No. 2.

*S.R. 1995/207
Amendment No. 1: S.R. 1995/322
Amendment No. 2: S.R. 1996/68

Cl. 2

SCHEDULE
NEW FIRST SCHEDULE TO PRINCIPAL NOTICE
"FIRST SCHEDULE"

Alexander and Alexander Services Inc. Amdahl Corporation	Halifax Building Society	Alexander and Alexander Limited Amdahl International Corporation, New Zealand Branch Bay Networks (New Zealand) Limited Bristol-Myers Squibb (NZ) Limited Zimmer (New Zealand) Limited Burroughs Limited, U.S.A. Michigan (Australia and New Zealand) Citibank, N.A. New Zealand Branch Citicorp New Zealand Limited Compaq Computer New Zealand Limited Cullinet Software Limited Merrell Dow Pharmaceuticals (NZ) Limited Ivon Watkins-Dow Limited Transpak Industries Limited Plastic Packaging Limited Du Pont (New Zealand) Limited
Bay Networks, Inc		
Bristol-Myers Squibb Company		
Burroughs Corporation		
Citicorp		
Compaq Computer Corporation		
Cullinet Software Company Incorporated		
The Dow Chemical Company		
E.I. du Pont de Nemours and Company Incorporated		
Eli Lilly and Company		Eli Lilly & Company (NZ) Limited
The Gillette Company		Gillette (New Zealand) Limited
Helene Curtis Industries Inc.		Helene Curtis (New Zealand) Limited
Hewlett Packard Company		Hewlett Packard (NZ) Limited
H. J. Heinz Company		Heinz-Wattie Limited J. Wattie Foods Limited

SCHEDULE—*continued*

NEW FIRST SCHEDULE TO PRINCIPAL NOTICE—*continued*

“FIRST SCHEDULE—*continued*

	Best Friend Pet Foods Limited
	Tip Top Ice Cream Company Limited
	Tegel Foods Limited
	Wattie Frozen Foods Limited
Informix Software Inc.	Informix Software Limited
International Business Machines Corporation	IBM New Zealand Limited
Mallinckrodt Group Inc.	Pitman-Moore New Zealand Limited
Marsh & McLennan Companies Incorporated	Bowring Burgess Marsh & McLennan Limited
	William M. Mercer-Erikson Limited
Merck & Co., Inc.	Merck Sharp & Dohme (New Zealand) Limited
Microsoft Corporation	Microsoft New Zealand Limited
PepsiCo Inc.	K.F.C. (N.Z.) Limited
	Pepsi-Cola 7UP Bottlers (NZ) Limited
	PepsiCo Delivery (NZ) Limited
	Pizza Hut (NZ) Limited
The Procter & Gamble Company	Procter & Gamble NPD, Inc.
Software Spectrum Inc.	Software Spectrum (NZ) Limited and any wholly-owned subsidiary thereof
	Essentially Group (Aus) Limited and any wholly-owned subsidiary thereof
Sun Microsystems, Inc.	Sun Microsystems (NZ) Limited
Sybase, Inc.	Sybase (NZ) Limited
Syntex Corporation	Syntex Laboratories (N.Z.) Limited
Tandem Computers Incorporated	Tandem NonStop Proprietary Limited
United States Surgical Corporation	Auto Suture Company, Australia

SCHEDULE—*continued*

NEW FIRST SCHEDULE TO PRINCIPAL NOTICE—*continued*

“FIRST SCHEDULE—*continued*

U S Office Products
Company

Blue Star Group
Limited and its
wholly-owned
subsidiaries
Blue Star Office
Automation
Limited
Blue Star Office
Products Limited
Blue Star Office
Products (Hawkes
Bay) Limited
Blue Star Print &
Copy Limited
Blue Star Graphics
Limited.”

Dated at Wellington this 27th day of May 1996.

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

[L.S.]

E. H. ABERNETHY,
Chairman.

EXPLANATORY NOTE

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

This notice, which comes into force on the day after the date of its notification in the *Gazette*, adds Software Spectrum Inc and U S Office Products Company to the list of designated issuers in the First Schedule to the Securities Act (United States Issuers Employee Stock Purchase Plans) Exemption Notice 1995.

Issued under the authority of the Acts and Regulations Publication Act 1989.
Date of notification in *Gazette*: 30 May 1996.
This notice is administered in the Securities Commission.