



# **Register of ASX Listing Rule Waivers**

**16 to 31 March 2021**

**The purpose of this register is to record when ASX has exercised its discretion and granted a waiver from the ASX Listing rules. Waivers are published bi-monthly and include information such as :**

- Organisation**
- Rule Number**
- Decision Details**
- Basis for Decision**

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 2
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 1.1 condition 2 to the extent necessary to permit the Company's Articles of Association ('Articles') not to comply with the listing rules insofar as the Articles provide that the Company may do the following:</p> <p>1.1 issue non-voting shares;</p> <p>1.2 impose fees for the registration of transfer of securities;</p> <p>1.3 issue preference shares on terms inconsistent with listing rules; and</p> <p>1.4 permit the board to determine the remuneration of the Company's directors and increase directors' fees in a manner inconsistent with listing rule 10.17.</p> <p>on the condition that the Company gives to ASX an undertaking (executed and in the form of a deed) that it will not do any of these things while it remains listed on ASX and while they remain prohibited by the listing rules.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must have a constitution consistent with the listing rules.</p> <p><b>Present Application</b> The Company was incorporated in a foreign jurisdiction and is listed on TSX-V. The Company's Articles were developed prior to the Company contemplating listing on ASX, and do not strictly comply with the ASX listing rule requirements. To require compliance with the ASX listing rules would be onerous and costly. The waiver is granted on the condition that the Company provides an undertaking not to issue non-voting shares; impose fees for the registration of transfer of securities; issue preference shares on terms inconsistent with listing rule 6.3; or permit the board to determine the remuneration of the Company's directors and increase directors' fees in a manner inconsistent with listing rule 10.17.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 6
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 1.1 condition 6 to the extent necessary to permit the Company to apply for quotation only of those fully paid common shares (to be settled on ASX in the form of CHESS Depository Interests ('CDIs')) issued into the Australian market, subject to the following conditions:</p> <p>1.1 The Company applies for quotation of new fully paid common shares issued into the Australian market on a monthly basis, and the Company provides an Appendix 4A which provides a monthly update of the net changes in the number of its common shares over which CDIs are issued; and</p> <p>1.2 The Company releases details of this waiver as pre-quotation disclosure.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must apply for and be granted quotation of all securities in its main class (other than securities classified as restricted securities). This rule ensures transparency and certainty as to number of securities available to be traded in the market and therefore maintains the integrity of the ASX market.</p> <p><b>Present Application</b> The Company applying for admission to the official list of ASX is a company regulated by Canadian law and listed on TSX-V. Securities of Canadian entities must settle on ASX in the form of CDIs. It is considered appropriate that a waiver be granted to allow only those common shares represented by CDIs to be quoted on ASX, as this represents the number of shares actually available to be traded and settled in the Australian market.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	23/03/2021
<b>ASX Code</b>	ART
<b>Listed Company</b>	AIRTASKER LIMITED
<b>Waiver Number</b>	WLC200450-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Airtasker Limited ('ART') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit ART to have on issue 13,013,000 options with an exercise price of less than \$0.20, on the condition that the material terms and conditions of the options are clearly disclosed in ART's initial public offering prospectus.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed.</p> <p><b>Present Application</b>            ART has applied for admission to the Official List of ASX. ART has on issue 13,013,000 options with exercise prices of less than 20 cents which were issued under ART's employee incentive scheme. The Options will represent approximately 3.3% of the undiluted total issued capital of ART at the time of listing.</p> <p>The waiver is granted on the basis the number of options on a post admission basis is not considered material and therefore their existence will not undermine the integrity of the 20 cent rule. A summary of the material terms and conditions of the options have been clearly disclosed in ART's initial public offering prospectus.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	18/03/2021
<b>ASX Code</b>	FRB
<b>Listed Company</b>	FIREBIRD METALS LIMITED
<b>Waiver Number</b>	WLC210038-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Firebird Metals Limited (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 3,300,000 performance rights ('Performance Rights') with a nil exercise price on the condition that the material terms and conditions of the Performance Rights are clearly disclosed in FRB's initial public offering prospectus.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b>            FRB has applied for admission to the official list of the ASX. FRB proposes to issue 3,300,000 performance rights with a nil exercise price to certain directors. The performance rights will represent approximately 0.89% of FRB's securities on issue at the time of admission on an undiluted basis. The performance rights will convert into ordinary shares in FRB on a one-for-one basis on the vesting date, being the achievement of Tranches 1 - 3 Milestones, subject to satisfaction of the relevant vesting conditions.</p> <p>It is considered that the existence of the performance rights issued to directors will not undermine the 20 cent rule in the circumstances. The waiver is granted on the condition that the material terms and conditions of the Performance Rights are clearly disclosed in FRB's initial public offering prospectus.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	10/03/2021
<b>ASX Code</b>	GEN
<b>Listed Company</b>	GENMIN LIMITED
<b>Waiver Number</b>	WLC210035-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') by Genmin Limited (the 'Company'), ASX grants the Company each of the following:</p> <p>1.1 a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 8,324,403 options with an exercise price of AUD \$0.04 and 1,794,556 options with a USD exercise price equivalent to less than AUD \$0.20 ('Existing Options') on the condition that the material terms and conditions of the Existing Options are clearly disclosed in the Company's initial public offering prospectus.</p> <p>1.2 a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 7,917,500 performance rights ('Performance Rights') a nil exercise price on the condition that the material terms and conditions of the Performance Rights are clearly disclosed in the Company's initial public offering prospectus.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b>            The Company has applied for admission to the Official List by way of an initial public offering. The Existing Options in aggregate represent about 2% of the undiluted total issued capital of the Company at the time of admission. The Performance Rights will represent approximately 2% of undiluted issued capital at the time of admission. The waivers are granted on the basis that the number of Existing Options and Performance Rights on issue on a post-admission basis is not considered material and therefore their existence will not undermine the integrity of the 20 cent rule. A summary of the material terms and conditions of the Existing Options and Performance Rights have been clearly disclosed in the Company's initial public offering prospectus.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-003
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have up to 9,174,322 options ('Options') exercisable into 3,058,107 fully paid ordinary shares (on a post consolidation basis) on issue with an exercise price of less than A\$0.20.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity</p> <p><b>Present Application</b>            The Company applying for admission to the official list of ASX is a Canadian company listed on TSX-V. The Company has sought a dual listing on ASX. The number of Options with an exercise price below A \$0.20 is expected to be up to 9,174,322. If exercised, the Options with an exercise price below \$0.20 would collectively represent approximately 3.4% of the Company's undiluted share capital following the completion of the proposed initial public offering. The total number of Options is considered to be de minimis and unlikely to undermine the integrity of the 20 cent rule.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	26/03/2021
<b>ASX Code</b>	MPA
<b>Listed Company</b>	MAD PAWS HOLDINGS LIMITED
<b>Waiver Number</b>	WLC210041-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Mad Paws Holdings Limited ('MPA') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 15,011,495 options ('Legacy ESOP Options') with an exercise price varying from \$0.0022 to \$0.929 per share on condition that the material terms and conditions of the Legacy ESOP Options are clearly disclosed in MPA's initial public offering prospectus.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b>            MPA has applied for admission to the official list of the ASX. MPA will have 15,011,495 Legacy ESOP Options with an exercise price varying from \$0.0022 to \$0.929 per share. The Legacy ESOP Options will represent between 7.34% and 7% of MPA's issued share capital on an undiluted basis and 5.94% and 5.71% on a fully diluted basis (based on the minimum and maximum subscription). A summary of the Legacy ESOP Options is included in MPA's initial public offering prospectus. The waiver is granted on the basis that the Legacy ESOP Options, and the underlying shares into which they may be exercised, will represent a relatively small proportion of MPA's total post-admission diluted share capital. The percentage on a post-admission basis is not considered material.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	22/03/2021
<b>ASX Code</b>	MM8
<b>Listed Company</b>	MEDALLION METALS LIMITED.
<b>Waiver Number</b>	WLC210037-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Medallion Metals Limited (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 4,220,000 options with an exercise price of less than \$0.20.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all the securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b>            At its initial public offering ('IPO'), the Company will have on issue options with an exercise price less than 20 cents. The options in aggregate represent 2.07% of MM8's issued share capital on a fully diluted basis post-IPO or 2.49% on an undiluted basis at the time of listing. The waiver is granted on the basis the number of options on a post-admission basis is not considered material and therefore their existence will not undermine the integrity of the 20 cent rule. A summary of the material terms and conditions of the options was disclosed in the Company's IPO prospectus.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.8 condition 11
<b>Date</b>	31/03/2021
<b>ASX Code</b>	AP2
<b>Listed Company</b>	APT PIPELINES LIMITED
<b>Waiver Number</b>	WLC210039-001
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants APT Pipelines Limited (the 'Issuer') a waiver from listing rule 1.8 condition 11 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement arrangements that exist in relation to the Notes to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Euroclear and Clearstream. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	2.1 condition 3
<b>Date</b>	31/03/2021
<b>ASX Code</b>	AP2
<b>Listed Company</b>	APT PIPELINES LIMITED
<b>Waiver Number</b>	WLC210039-002
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants APT Pipelines Limited (the 'Issuer') waiver from listing rule 2.1 condition 3 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on condition that ASX is satisfied with the settlement agreements that exist in relation to the notes quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Euroclear and Clearstream. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	2.4
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-004
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 2.4 to the extent necessary to permit the Company to apply for quotation only of those fully paid common shares issued into the Australian market (to be settled on ASX in the form of CHESS Depository Interests ('CDIs')), subject to the following conditions:</p> <p>1.1 The Company applies for quotation of fully paid common shares and warrants issued into the Australian market on a monthly basis, and the Company provides an Appendix 4A which provides a monthly update of the net changes in the number of common shares over which CDIs are issued.</p> <p>1.2 The Company releases details of this waiver as pre-quotation disclosure.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 2.4 requires that an entity must be granted quotation of all securities in its main class. This ensures fungibility of the entity's securities. There is also transparency and certainty as to number of securities available to be traded in the market and maintains the integrity of ASX market. Listing rule 2.8 states that an entity must apply for quotation of securities to be quoted in a timely manner.</p> <p><b>Present Application</b> The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on TSX-V. Its common shares are not eligible to be settled directly in the CHESS system, so transactions in the Company's securities on ASX's market will be settled through the use of CDIs created over common shares. CDIs will not be created over all the Company's common shares. Shareholders who wish to continue to trade on TSX-V will continue to hold common shares, and shareholders who wish to trade on the ASX market will hold CDIs. All common shares of the Company (other than restricted securities) will be quoted on at least one of the markets on which the Company is listed, and a holder will be able to trade its securities in at least one market. Shareholders can change their holding from common shares to CDIs, or vice versa, pursuant to the relevant provisions of the ASX Settlement Rules (a process known as transmutation); but CDIs will not exist over all the shares of the Company at any given time. The total number of shares on issue therefore will not be the same as the total number of securities immediately available to be traded on ASX's market. Granting quotation to the number of common shares over which CDIs have been created, rather than to the total number of common shares on issue, will give a more accurate representation of the number of securities that are immediately available to be traded on ASX. Participants in the market on ASX will be better informed about the free float and depth and liquidity of the market for the Company's securities on ASX if only common shares over which CDIs have actually been created are quoted.</p>

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<b>Rule Number</b>	2.8
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-005
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 2.8 to the extent necessary to allow the Company not to apply for quotation of fully paid common shares or warrants in the Company transferred to the Australian subregister as a result of holders wishing to hold their securities in the form of CHESS Depository Interests ('CDIs'), within 10 business days of issue of those CDIs, subject to the following conditions:</p> <p>1.1 the Company applies for quotation of common shares transferred to the Australian sub-register on a monthly basis, and the Company provides an Appendix 4A which provides a monthly update of the net changes in the number of common shares over which CDIs are issued; and</p> <p>1.2 the Company releases details of this waiver as pre-quotation disclosure.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 2.4 requires that an entity must be granted quotation of all securities in its main class. This ensures fungibility of the entity's securities. There is also transparency and certainty as to number of securities available to be traded in the market and maintains the integrity of ASX market. Listing rule 2.8 states that an entity must apply for quotation of securities to be quoted in a timely manner.</p> <p><b>Present Application</b> The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on TSX-V. Its common shares are not eligible to be settled directly in the CHESS system, so transactions in the Company's securities on ASX's market will be settled through the use of CDIs created over common shares. CDIs will not be created over all the Company's common shares. Shareholders who wish to continue to trade on TSX-V will continue to hold common shares, and shareholders who wish to trade on the ASX market will hold CDIs. All common shares of the Company (other than restricted securities) will be quoted on at least one of the markets on which the Company is listed, and a holder will be able to trade its securities in at least one market. Shareholders can change their holding from common shares to CDIs, or vice versa, pursuant to the relevant provisions of the ASX Settlement Rules (a process known as transmutation); but CDIs will not exist over all the shares of the Company at any given time. The total number of shares on issue therefore will not be the same as the total number of securities immediately available to be traded on ASX's market. Granting quotation to the number of common shares over which CDIs have been created, rather than to the total number of common shares on</p>

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issue, will give a more accurate representation of the number of securities that are immediately available to be traded on ASX. Participants in the market on ASX will be better informed about the free float and depth and liquidity of the market for the Company's securities on ASX if only common shares over which CDIs have actually been created are quoted.

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	4.2A
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-006
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 4.2A to the extent necessary to permit the Company not to lodge an Appendix 4D - Half-Year Report, on condition that the Company lodges with ASX the half-year financial statements and interim Management's Discussion and Analysis ('MD&A') that the Company is required to lodge with the Canadian securities regulatory authorities in accordance with its obligations under the relevant Canadian laws ('Canadian Reporting Requirements') at the same time that the Company lodges those documents with those Canadian securities regulatory authorities, and at the same time the Company gives ASX the MD&A it must also provide a cover sheet under the heading "Results for announcement to the Market" which contains the information required by paragraph 2 of Appendix 4D.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            Listing rules 4.2A and 4.2B require listed entities to lodge half year reports. The financial information required in the half-year report is based on the Corporations Act 2001 (Cth) requirements for half-yearly financial reports by Australian entities, and for foreign entities must include the equivalent financial reports required by the law of the place of incorporation. There is additional information required to be given in a prescribed format. The prescribed format is intended to facilitate the ready understanding of information and comparison of information provided by different entities. The due date for lodgement of half-year reports with ASX is 2 months after the end of the accounting period (or 75 days, for mining exploration entities).</p> <p><b>Present Application</b>            The Company is a Canadian entity listed on TSX-V and is a venture issuer. Section 4.4(B) of National Instrument 51-102 provides that interim financial reports are to be filed on or before the earlier of 60 days after the end of the interim period or the date of filing in a foreign jurisdiction (although Canadian Reporting Requirements do not mandate an audit review for the 2nd quarter report, whereas s302 of Corporations Act requires an audit review of the half-yearly report). There is no additional benefit gained by the preparation of an Appendix 4D. The Company satisfies criteria for relief outlined in Guidance Note 4.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	4.2B
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-007
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 4.2B to the extent necessary to permit the Company not to lodge an Appendix 4D - Half-Year Report, on condition that the Company lodges with ASX the half-year financial statements and interim Management's Discussion and Analysis ('MD&A') that the Company is required to lodge with the Canadian securities regulatory authorities in accordance with its obligations under the relevant Canadian laws ('Canadian Reporting Requirements') at the same time that the Company lodges those documents with those Canadian securities regulatory authorities, and at the same time the Company gives ASX the MD&A it must also provide a cover sheet under the heading "Results for announcement to the Market" which contains the information required by paragraph 2 of Appendix 4D.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing rules 4.2A and 4.2B require listed entities to lodge half-year reports. The financial information required in the half year report is based on the Corporations Act 2001 (Cth) requirements for half-yearly financial reports by Australian entities, and for foreign entities must include the equivalent financial reports required by the law of the place of incorporation. There is additional information required to be given in a prescribed format. The prescribed format is intended to facilitate the ready understanding of information and comparison of information provided by different entities. The due date for lodgement of half-year reports with ASX is 2 months after the end of the accounting period (or 75 days, for mining exploration entities).</p> <p><b>Present Application</b>  The Company is a Canadian entity listed on TSX-V and is a venture issuer. Section 4.4(B) of National Instrument 51-102 provides that interim financial reports are to be filed on or before the earlier of 60 days after the end of the interim period or the date of filing in a foreign jurisdiction (although Canadian reporting requirements do not mandate an audit review for the 2nd quarter report, whereas s302 of Corporations Act requires an audit review of the half-yearly report). There is no additional benefit gained by the preparation of an Appendix 4D. The Company satisfies criteria for relief outlined in Guidance Note 4.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	4.10.9
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-008
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 4.10.9 to the extent necessary that the Company not be required to include in its annual report the names of the 20 largest holders of its quoted securities, the number of equity securities each holds, and the percentage of capital each holds.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 4.10.9 requires that an entity include in its annual report the names of the 20 largest holders of each class of quoted securities, the number of securities each holds and the percentage of capital each holds. It is considered this information is useful to investors.</p> <p><b>Present Application</b> The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on TSX-V. In Canada, the practice is for nominee and depository entities to hold stock in their own name. Disclosure of these names will not provide any useful information to investors.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	5.3
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-009
<b>Decision</b>	Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 5.3 to the extent necessary to permit the Company not to lodge quarterly activity and expenditure reports as required by the Listing Rules on condition that the Company lodges with ASX the quarterly Financial Statements and interim Management's Discussion and Analysis ('MD&A') that the Company is required to lodge with the Canadian securities regulatory authorities in accordance with Canadian Reporting Requirements at the same time that the Company lodges those documents with those Canadian securities regulatory authorities.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rules 5.3 and 5.5 require a mining exploration entity to complete a report concerning each quarter of its financial year and give it to ASX. The information to be provided is prescribed and enhances the continuous disclosure regime by requiring disclosure of mining exploration activities and a summary of the expenditure incurred on those activities. The quarterly activities report and Appendix 5B must be provided within one month of the end of each quarter.</p> <p><b>Present Application</b> As set out in Guidance Note 4, ASX may, in very limited circumstances, recognise compliance by a foreign entity which has its primary listing on an overseas exchange with a particular obligation imposed by its home exchange as constituting, in principle, sufficient reason to justify the granting of a waiver from a comparable, but inconsistent, obligation under the ASX Listing Rules. Such a waiver has historically been granted sparingly and the onus is on the applicant to show good cause why it should be granted such a waiver. All applications for such a waiver are considered on their merits on a case by case basis. A non-exhaustive list of matters which ASX will be guided by in considering such an application are set out in paragraph 3.4 of Guidance Note 4.</p> <p>The Company was incorporated under the laws of Canada, regulated by Canadian law and is listed on TSX-V. The majority of shareholders will hold their securities on the TSX-V. The Company's operations will be based in Canada. The Company is required to lodge quarterly reports under Canadian regulations. The Canadian quarterly reporting requirements give a longer time frame after the quarter end for lodgement. Canadian reports are required to be lodged within 60 days of the end of each quarter, which amounts to an extension of approximately 30 days. There would be duplication if the Company were required to lodge both Australian and Canadian form quarterly reports. The Company is considered to satisfy the criteria for relief outlined in Guidance Note 4 in relation to this particular obligation.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	5.5
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-010
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 5.5 to the extent necessary to permit the Company not to lodge quarterly activity and expenditure reports as required by the Listing Rules on condition that the Company lodges with ASX the quarterly Financial Statements and interim MD&amp;A that the Company is required to lodge with the Canadian securities regulatory authorities in accordance with Canadian Reporting Requirements at the same time that the Company lodges those documents with those Canadian securities regulatory authorities.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Listing Rules 5.3 and 5.5 require a mining exploration entity to complete a report concerning each quarter of its financial year and give it to ASX. The information to be provided is prescribed and enhances the continuous disclosure regime by requiring disclosure of mining exploration activities and a summary of the expenditure incurred on those activities. The quarterly activities report and Appendix 5B must be provided within one month of the end of each quarter.</p> <p>Present Application As set out in Guidance Note 4, ASX may, in very limited circumstances, recognise compliance by a foreign entity which has its primary listing on an overseas exchange with a particular obligation imposed by its home exchange as constituting, in principle, sufficient reason to justify the granting of a waiver from a comparable, but inconsistent, obligation under the ASX Listing Rules. Such a waiver has historically been granted sparingly and the onus is on the applicant to show good cause why it should be granted such a waiver. All applications for such a waiver are considered on their merits on a case by case basis. A non-exhaustive list of matters ASX will guided by in considering such an application are set out in paragraph 3.4 of Guidance Note 4.</p> <p>The Company was incorporated under the laws of Canada, regulated by Canadian law and is listed on TSX-V. The majority of shareholders will hold their securities on the TSX-V. The Company's operations will be based in Canada. The Company is required to lodge quarterly reports under Canadian regulations. The Canadian quarterly reporting requirements give a longer time frame after the quarter end for lodgement. Canadian reports are required to be lodged within 60 days of the end of each quarter, which amounts to an extension of approximately 30 days. There would be duplication if the Company were required to lodge both Australian and Canadian form quarterly reports. The Company is considered to satisfy the criteria for relief outlined in Guidance Note 4 in relation to this particular obligation.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.10.3
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-011
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 6.10.3 to the extent necessary to permit the Company to set the "specified time" to determine whether a shareholder is entitled to vote at a shareholders meeting in accordance with the requirements of the relevant Canadian legislation.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing rule 6.10 prohibits an entity from removing or changing a security holder's right to vote in respect of particular securities, except in certain limited cases. This supports shareholder democracy by preventing listed entities from interfering arbitrarily with the voting rights of voting securities. One of the cases for which the rule makes an exception is where the person became the holder of the securities after the time determined under the Corporations Act 2001 (Cth) as the "specified time" for deciding who held securities for the purposes of the meeting. The exception recognises the primacy of the Corporations Act, which has made a specific provision in relation to this particular element of determining the constituency of voting security holders at a meeting.</p> <p><b>Present Application</b>  The Company is formed under Canadian law. That law, rather than the Corporations Act, provides the method of determining whether a shareholder is entitled to vote at a shareholders' meeting. A waiver from listing rule 6.10.3 is granted to permit the Company to comply with the law of its home jurisdiction on this subject.</p>

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<b>Rule Number</b>	6.16
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-012
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 6.16 to the extent necessary to permit the Company to:</p> <p>1.1 have the stock option plan approved by the Company's stock holders on 25 September 2019 ('Stock Option Plan') that does not comply with listing rule 6.16; and</p> <p>1.2 have options on issue and shares issued pursuant to options issued under the Stock Option Plan that do not specifically comply with listing rule 6.16; and</p> <p>have warrants on issue that do not specifically comply with listing rule 6.16, on the following conditions:</p> <p>1.3 That the full terms of the Stock Option Plan are released to the market as pre-quotations disclosure;</p> <p>1.4 That the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans; and</p> <p>1.5 The Company undertakes not to issue any further options and warrants under the Stock Option Plan.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 6.16 requires that option terms must permit the rights of option holder to be changed to comply with listing rules applying to a reorganisation of capital. This rule enhances compliance with the substantive rules, such as listing rule 7.22, and ensures that options on issue can have their terms changed in compliance with the listing rules in force at the time of the reorganisation of capital (if the listing rules have been amended).</p> <p><b>Present Application</b> The Company is regulated by Canadian law and listed on TSX-V. The existing Stock Option Plan has been drafted in compliance with the requirements of the TSX-V. The waiver is limited to options and warrants that have already been issued under the existing Stock Option Plan and other options and warrants which are already on issue.</p>

<b>Rule Number</b>	6.19
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-013
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 6.19 to the extent necessary to permit the Company to:</p> <p>1.1 have the stock option plan approved by the Company's stock holders on 3 September 2019 ('Stock Option Plan') that does not comply with listing rule 6.19;</p> <p>1.2 have options on issue and shares issued pursuant to options issued under the Stock Option Plan that do not specifically comply with listing rule 6.19; and</p> <p>1.3 have warrants on issue that do not specifically comply with listing rule 6.19,</p> <p>on the following conditions:</p> <p>1.4 That the full terms of the Stock Option Plan are released to the market as pre-quotation disclosure;</p> <p>1.5 That the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans; and</p> <p>1.6 The Company undertakes not to issue any further options and warrants under the Stock Option Plan.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 6.19 requires that option terms set out the option holder's rights to participate in a new issue without exercising the option, or state that there are no such rights. This rule informs both holders of issued securities and holders of the options of the potential participation of option holders in new issues.</p> <p><b>Present Application</b> The Company is regulated by Canadian law and listed on TSX-V. The existing Stock Option Plan has been drafted in compliance with the requirements of the TSX-V. The waiver is limited to options and warrants that have already been issued under the existing Stock Option Plan and other options and warrants which are already on issue.</p>



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.20
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-014
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 6.20 to the extent necessary to permit the Company to:</p> <p>1.1 have the stock option plan approved by the Company's stock holders on 3 September 2019 ('Stock Option Plan') that does not comply with listing rule 6.20;</p> <p>1.2 have options on issue and shares issued pursuant to options issued under the Stock Option Plan that do not specifically comply with listing rule 6.20; and</p> <p>1.3 have warrants on issue that do not specifically comply with listing rule 6.20,</p> <p>on the following conditions:</p> <p>1.4 That the full terms of the Stock Option Plan are released to the market as pre-quotation disclosure;</p> <p>1.5 That the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans; and</p> <p>1.6 The Company undertakes not to issue any further options and warrants under the Stock Option Plan.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Option must not confer right to participate in new issue without exercising the option unless options were issued pro rata to all security holders or issue of option was approved by security holders. This maintains balance between rights of holders of issued securities and holders of options.</p> <p><b>Present Application</b> The Company is incorporated in Canada, regulated by Canadian law and listed on TSX. The terms of existing options and warrants were drafted in compliance with requirements of TSX. It is considered appropriate to grant a waiver provided it is limited to options and warrants that have already been issued under the existing Stock Option Plan and Warrant Indenture.</p>

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<b>Rule Number</b>	6.21
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-015
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 6.21 to the extent necessary to permit the Company to:</p> <p>1.1 have the stock option plan approved by the Company's stock holders on 25 September 2019 ('Stock Option Plan') that does not comply with listing rule 6.21; and</p> <p>1.2 have options on issue and shares issued pursuant to options issued under the Stock Option Plan that do not specifically comply with listing rule 6.21; and</p> <p>have warrants on issue that do not specifically comply with listing rule 6.21, on the following conditions:</p> <p>1.3 That the full terms of the Stock Option Plan are released to the market as pre-quotations disclosure;</p> <p>1.4 That the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans; and</p> <p>1.5 The Company undertakes not to issue any further options and warrants under the Stock Option Plan.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></p> <p>Listing rule 6.21 provides that options must not confer the right to a change in the exercise price or a change in the number of securities issued on exercise if it also permits a right to participate in new issues without exercising the option unless the right is permitted under listing rule 6.22. An option's terms must contain a statement of any rights the option holder has to a change in the exercise price of the option, or a change to the number of underlying securities over which the option can be exercised. This rule ensures that the balance between rights of holders of issued securities and holders of options is maintained.</p> <p><b>Present Application</b></p> <p>The Company is regulated by Canadian law and listed on TSX-V. The existing Stock Option Plan has been drafted in compliance with the requirements of the TSX-V. The waiver is limited to options and warrants that have already been issued under the existing Stock Option Plan and other options and warrants which are already on issue.</p>



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.22
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-016
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 6.22 to the extent necessary to permit the Company to:</p> <p>1.1 have the stock option plan approved by the Company's stock holders on 25 September 2019 ('Stock Option Plan') that does not comply with listing rule 6.22; and</p> <p>1.2 have options on issue and shares issued pursuant to options issued under the Stock Option Plan that do not specifically comply with listing rule 6.22; and</p> <p>have warrants on issue that do not specifically comply with listing rule 6.22, on the following conditions:</p> <p>1.3 That the full terms of the Stock Option Plan are released to the market as pre-quotations disclosure;</p> <p>1.4 That the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans; and</p> <p>1.5 The Company undertakes not to issue any further options and warrants under the Stock Option Plan.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></p> <p>Listing rule 6.22 provides that options which confer the right to change in exercise price or a change in the number of securities issued on exercise must do so only in accordance with a formula in the listing rule. This rule maintains balance between the rights of holders of issued securities and the holders of options. There is certainty to rights of holders of issued securities and holders of options as to the terms of the options or how the terms may be varied.</p> <p><b>Present Application</b></p> <p>The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on TSX-V. The Company's Stock Option Plan has been drafted in compliance with requirements of TSX-V and the relevant Canadian legislation. The Stock Option Plan confers the right to a change in the exercise price and a change in the number of underlying securities issued on exercise, in accordance with TSX-V requirements, but is silent on right to participate in new issues without exercising the option. It is considered appropriate to grant a waiver provided it is limited to options and warrants that have already been issued under the existing Stock Option Plans.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.3
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-017
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from listing rule 6.23.3 to the extent necessary to permit the Company to:</p> <p>1.1 have the stock option plan approved by the Company's stock holders on 25 September 2019 ('Stock Option Plan') that does not comply with listing rule 6.23.3; and</p> <p>1.2 have options on issue and shares issued pursuant to options issued under the Stock Option Plan that do not specifically comply with listing rule 6.23.3; and</p> <p>1.3 have warrants on issue that do not specifically comply with listing rule 6.23.3,</p> <p>on the following conditions:</p> <p>1.4 That the full terms of the Stock Option Plan are released to the market as pre-quotation disclosure;</p> <p>1.5 That the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans; and</p> <p>1.6 The Company undertakes not to issue any further options and warrants under the Stock Option Plan.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 6.23.3 sets out the rules for when option terms can be changed such that some terms cannot be changed even with the approval of shareholders which ensures to maintain the integrity of ASX.</p> <p><b>Present Application</b> The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on TSX-V. The Company's Stock Option Plan has been drafted in compliance with the requirements of TSX-V and the relevant Canadian legislation, and allows for changes to option terms that are prohibited under listing rule 6.23.3. It is considered that a waiver to permit changes to the terms of options and warrants already on issue under the existing Stock Option Plan will not undermine the overall appropriateness of the capital structure of the Company.</p>

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<b>Rule Number</b>	6.23.4
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-018
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from 6.23.4 to the extent necessary to permit the Company to:</p> <p>1.1 have the stock option plan approved by the Company's stock holders on 25 September 2019 ('Stock Option Plan') that does not comply with listing rule 6.23.4; and</p> <p>1.2 have options on issue and shares issued pursuant to options issued under the Stock Option Plan that do not specifically comply with listing rule 6.23.4; and</p> <p>1.3 have warrants on issue that do not specifically comply with listing rule 6.23.4, on the following conditions:</p> <p>1.4 That the full terms of the Stock Option Plan are released to the market as pre-quotations disclosure;</p> <p>1.5 That the Company undertakes to obtain ASX approval for the implementation of any future employee or director option plans; and</p> <p>1.6 The Company undertakes not to issue any further options and warrants under the Stock Option Plan.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 6.23.4 sets out the circumstances in which option terms can be changed. Some terms can be changed with the approval of holders of issued ordinary securities. This ensures that an appropriate balance is maintained between the rights of holders of issued ordinary securities and the holders of options.</p> <p><b>Present Application</b> The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on TSX-V. The Company's Stock Option Plans have been drafted in compliance with requirements of TSX-V and the relevant Canadian legislation, and allows for changes to option terms to be made without shareholder approval. It is considered that a waiver to permit changes to the terms of options and warrants already on issue under the existing Stock Option Plan will not undermine the overall appropriateness of the capital structure of the Company..</p>



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.4
<b>Date</b>	24/03/2021
<b>ASX Code</b>	Z1P
<b>Listed Company</b>	ZIP CO LIMITED.
<b>Waiver Number</b>	WLC210048-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Zip Co Limited (the 'Company') a waiver from Listing Rule 6.23.4 to the extent necessary to permit the Company to amend, without shareholder approval, the terms of the options granted under the terms of the Company's option plan issued to the vendor's option holders in a prior acquisition.
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.24
<b>Date</b>	31/03/2021
<b>ASX Code</b>	AP2
<b>Listed Company</b>	APT PIPELINES LIMITED
<b>Waiver Number</b>	WLC210039-003
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants APT Pipelines Limited (the 'Issuer') a waiver from Listing Rule 6.24 (Appendix 6A paragraph 2) to the extent necessary to permit the Issuer to follow a timetable for payments of interest upon redemption of notes as outlined in the terms and conditions of the notes, on condition that the Issuer announces the relevant date of payment of interest to the market along with any notification of redemption of the notes.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing rule 6.24 requires an entity to comply with Appendix 6A which prescribes the timetable and information notification requirements for various corporate actions. This requirement ensures that security holders and the market are given timely information regarding their securities, and assists ASX to maintain orderly trading and settlement of securities. Paragraph 2 of Appendix 6A applies to interest payments on quoted debt securities.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. These securities are required to pay interest on redemption of the notes to holders as at the redemption date, rather than holders on an earlier record date. The waiver is granted on the condition that the entity tells ASX the relevant date of payment of interest at the time that notification of any redemption is made. This requirement ensures that an informed market is maintained.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	19/03/2021
<b>ASX Code</b>	ERF
<b>Listed Company</b>	ELANOR RETAIL PROPERTY FUND
<b>Waiver Number</b>	WLC210033-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Elanor Retail Property Fund (the 'ERF') a waiver from Listing Rule 7.1 to the extent necessary to permit ERF to conduct an accelerated pro rata renounceable entitlement offer ('Entitlement Offer') and a placement ('Placement') of fully paid ordinary stapled securities in ERF, to the extent necessary to permit ERF to calculate the number of securities which may be issued without shareholder approval pursuant to the Placement on the basis that variable 'A' of the formula in Listing Rule 7.1 is deemed to include the number of securities that may be issued under the underwritten component of the Entitlement Offer, subject to the following conditions:</p> <p>1.1. to the extent that the securities issued as part of the Placement are issued under ERF's 15% capacity under Listing Rule 7.1, the securities issued under the Placement are to be included in variable 'C' in the formula in Listing Rule 7.1, until their issue has been ratified by shareholders under Listing Rule 7.4 or 12 months has passed since their issue; and</p> <p>1.2. in the event that the full number of securities offered under the underwritten component of the Entitlement Offer is not issued, and the number of securities issued as part of the Placement under ERF's 15% capacity under Listing Rule 7.1 thereby exceeds 15% of the actual number of ERF's securities following completion of the Entitlement Offer, ERF's 15% placement capacity under Listing Rule 7.1 following completion of the Entitlement Offer is to be reduced by that number of securities issued under the Placement that exceeded the entity's 15% capacity under Listing Rule 7.1 at the time of the Placement.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	19/03/2021
<b>ASX Code</b>	GNX
<b>Listed Company</b>	GENEX POWER LIMITED
<b>Waiver Number</b>	WLC210034-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Genex Power Limited (the 'GNX') a waiver from Listing Rule 7.1 to the extent necessary to permit GNX to conduct an accelerated pro rata non-renounceable entitlement offer ('Entitlement offer') and a placement ('Placement') of fully paid ordinary shares in GNX, to the extent necessary to permit GNX to calculate the number of securities which may be issued without shareholder approval pursuant to the Placement on the basis that variable 'A' of the formula in Listing Rule 7.1 is deemed to include the number of securities that may be issued under the underwritten component of the Entitlement Offer, subject to following conditions:</p> <p>1.1. to the extent that the securities issued as part of the Placement are issued under GNX's 15% capacity under Listing Rule 7.1, the securities issued under the Placement are to be included in variable 'C' in the formula in Listing Rule 7.1, until their issue has been ratified by shareholders under Listing Rule 7.4 or 12 months has passed since their issue; and</p> <p>1.2. in the event that the full number of securities offered under the underwritten component of the Entitlement Offer is not issued, and the number of securities issued as part of the Placement under GNX's 15% capacity under Listing Rule 7.1 thereby exceeds 15% of the actual number of GNX's securities following completion of the Entitlement Offer, GNX's 15% placement capacity under Listing Rule 7.1 following completion of the Entitlement Offer is to be reduced by that number of securities issued under the Placement that exceeded the entity's 15% capacity under Listing Rule 7.1 at the time of the Placement.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	10/03/2021
<b>ASX Code</b>	PDN
<b>Listed Company</b>	PALADIN ENERGY LTD
<b>Waiver Number</b>	WLC210043-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Paladin Energy Limited (the 'Company') a waiver from listing rule 7.1 to the extent necessary to permit the Company to conduct an accelerated pro rata non-renounceable entitlement offer ('Entitlement Offer') and a placement of fully paid ordinary shares ('Shares') to sophisticated and institutional investors ('Placement'), to the extent necessary to permit the Company to calculate the number of Shares which it may issue without shareholder approval pursuant to the Placement on the basis that the variable 'A' of the formula in Listing Rule 7.1 is deemed to include the number of Shares in the Company that may be issued under the underwritten component of the Entitlement Offer, subject to the following conditions:</p> <p>1.1 in the event that the full number of ordinary shares offered under the underwritten Entitlement Offer are not issued, and the number of ordinary shares represented by the Placement thereby exceed 15% of the actual number of the Company's shares following completion of the Entitlement Offer, the Company's 15% capacity under Listing Rule 7.1 following completion of the Entitlement Offer, is to be diminished by that number of ordinary shares issued under the Placement that exceeded the Company's 15% capacity under Listing Rule 7.1 at the time of the Placement; and</p> <p>1.2 the ordinary shares issued under the Placement are issued at the same time or after the issue of ordinary shares under the Entitlement Offer and are included in variable "C" in the formula in Listing Rule 7.1 until their issue has been ratified by shareholders or 12 months has passed since their issue.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

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<b>Rule Number</b>	7.1
<b>Date</b>	22/03/2021
<b>ASX Code</b>	STA
<b>Listed Company</b>	STRANDLINE RESOURCES LIMITED
<b>Waiver Number</b>	WLC210046-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Strandline Resources Limited (the 'Company') a waiver from listing rule 7.1 in connection with the Company conducting an accelerated non-renounceable pro rata entitlement offer ('Entitlement Offer') and a placement of fully paid ordinary shares ('Shares') to institutional investors ('Placement'), to the extent necessary to permit the Company to calculate the number of Shares which it may agree to issue under the Placement without shareholder approval on the basis that variable "A" of the formula in Listing Rule 7.1 is deemed to include the number of Shares in the Company that may be issued under the underwritten component of the Entitlement Offer, subject to the following conditions:</p> <p>1.1 The ordinary shares issued under the Placement are issued at the same time or after the issue of shares under the Entitlement Offer and are included in variable "C" in the formula in Listing Rule 7.1 until their issue has been ratified by shareholders or 12 months has passed since their issue.</p> <p>1.2 In the event that the full number of ordinary shares offered under the underwritten component of the Entitlement Offer is not issued, and the number of shares represented by the Placement thereby exceeds 15% of the actual number of the Company's shares following completion of the Entitlement Offer, the Company's 15% capacity under Listing Rule 7.1 following completion of the Entitlement Offer, is to be reduced by that number of shares issued under the Placement that exceeded the Company's 15% capacity under Listing Rule 7.1 at the time of the Placement.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

<b>Rule Number</b>	7.3.4
<b>Date</b>	26/03/2021
<b>ASX Code</b>	HWH
<b>Listed Company</b>	HOUSTON WE HAVE LIMITED
<b>Waiver Number</b>	WLC210036-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Houston We Have Limited (the 'Company') a waiver from listing rule 7.3.4 to the extent necessary to permit the Company in its notice of meeting ('Notice') seeking shareholder approval for the issue of up to 35,000,000 fully paid ordinary shares ('Performance Securities') to Alerte Echo IQ Ltd ('Echo IQ') as part consideration for the acquisition by the Company of all of the issued capital in Echo IQ as follows:</p> <p>1.1 15,000,000 Performance Securities, subject to execution by the Company (or its nominee) of a commercial agreement with a leading heart valve manufacturer and Echo IQ receiving audited revenue of at least US\$5,000,000 ('Milestone One'); and</p> <p>1.2 20,000,000 Performance Securities, subject to the Company achieving audited revenue of at least \$20,000 attributable to the operations of Echo IQ ('Milestone Two') (Milestone One and Milestone Two together, 'Milestones'), not to state that the Performance Securities will be issued no later than 3 months from the date of the shareholder meeting ('Meeting'), on the following conditions:</p> <p>1.3 The Performance Securities are issued immediately on the satisfaction of the Milestones and in any event by no later than 45 months from the date of the Meeting.</p> <p>1.4 The Milestones are not varied.</p> <p>1.5 The maximum number of Performance Securities to be issued is capped at 35,000,000 ordinary shares and this is stated in the Notice, along with adequate details regarding the potential dilution.</p> <p>1.6 For any annual reporting period during which any of the Performance Securities have been issued or any of them remain to be issued, the Company's annual report sets out the number of Performance Securities issued in that annual reporting period, the number of Performance Securities that remain to be issued and the basis on which the Performance Securities may be issued.</p> <p>1.7 In any half year or quarterly report for a period during which any of the Performance Securities have been issued or remain to be issued, the Company must include a summary statement of the number of Performance Securities issued during the reporting period, the number of Performance Securities that remain to be issued and the basis on which the Performance Securities may be issued.</p> <p>1.8 The Notice contains the full terms and conditions of the Performance Securities as well as the conditions of this waiver.</p>
<b>Basis For Decision</b>	<p>Underlying Policy</p> <p>Listing rule 7.3.4 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within 3 months of the date of the shareholders' meeting. Listing rule 7.3.4 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval.</p> <p>Where a listed entity has entered into a commercial transaction which</p>

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calls for the issue of securities as consideration at future times that necessarily will fall longer than 3 months after the date of a shareholders' meeting, ASX's policy is to permit entities to seek shareholder approval for the issue of all the securities that may be issued under that transaction over the various phases, provided that the milestones to be achieved which trigger the obligation to issue the securities are appropriate to the entity and the transaction in all the circumstances, and adequate information can be given to shareholders about the future issues of securities. This allows the entity and the counterparty to the agreement to have commercial certainty about the ability of the entity to issue securities as the counterparty performs its obligations, while maintaining the principle that shareholders must give their informed consent to future issues of securities.

#### Present Application

The Performance Securities are justified by the terms of a specific commercial transaction undertaken by the Company and there is a clear structure in place governing the issue of the shares to which security holders could give informed consent. There is a maximum number of Performance Securities to be issued, providing certainty to security holders as to the maximum potential dilution. The Performance Securities will only be issued if the acquired entity achieves revenue milestones which are subject to independent audit. The total period of 45 months to issue the Performance Securities is not excessive in the circumstances.

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<b>Rule Number</b>	7.3.4
<b>Date</b>	19/03/2021
<b>ASX Code</b>	PNM
<b>Listed Company</b>	PACIFIC NICKEL MINES LIMITED
<b>Waiver Number</b>	WLC200451-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Pacific Nickel Mines Limited (the 'Company') a waiver from Listing Rule 7.3.4 to the extent necessary to permit the Company in its notice of meeting ('Notice') seeking shareholder approval for the acquisition of an 80% of interest in Kolosori Nickel (SI) Limited ('KNL') (the 'Proposed Transaction') and the issue of 15,625,000 deferred consideration shares (the 'Deferred Consideration Shares') to KNL, not to state that the Deferred Consideration Shares be issued within 3 months of the date of the shareholder meeting, on the following conditions:</p> <p>1.1 The Deferred Consideration Shares will be issued upon the earlier of the granting of a mining Licence for PL 05-19 by the Mines Department and a confirmation of a resource within a minimum of 6 million tonnes @1.6%Ni including 3.9 million tonnes @1.7% Ni to 2021 JORC and 9 April 2024.</p> <p>1.2 The maximum number of Deferred Consideration Shares to be issued is 15,625,000 at the deemed issue price of \$0.08;</p> <p>1.3 Adequate details regarding the dilutionary effect on the Company's capital structure is included in the Notice;</p> <p>1.4 The conditions which must be satisfied for the Deferred Consideration Shares to be issued are not varied;</p> <p>1.5 For any annual reporting period during which any of the Deferred Consideration Shares have been issued, the Company's annual report sets out in detail the number of Deferred Consideration Shares issued in that annual reporting period;</p> <p>1.6 In any half year or quarterly report for a period during which any of the Deferred Consideration Shares have been issued, the Company must include a summary statement of the number of Deferred Consideration Shares issued during the reporting period; and</p> <p>1.7 The full terms and conditions of the Deferred Consideration Shares as well as the conditions of this waiver are released to the market immediately.</p>
<b>Basis For Decision</b>	<p>Underlying Policy</p> <p>Listing Rule 7.3.4 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within 3 months of the date of the shareholders' meeting. Listing Rule 7.3.4 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval.</p> <p>Where a listed entity has entered into a commercial transaction which calls for the issue of securities as consideration at future times that necessarily will fall longer than 3 months after the date of a shareholders' meeting, ASX's policy is to permit entities to seek shareholder approval for the issue of all the securities that may be issued under that transaction over the various phases, provided that the milestones to be achieved which trigger the obligation to issue the securities are appropriate to the entity and the transaction in all the circumstances, and adequate information can be given to</p>

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shareholders about the future issues of securities. This allows the entity and the counterparty to the agreement to have commercial certainty about the ability of the entity to issue securities as the counterparty performs its obligations, while maintaining the principle that shareholders must give their informed consent to future issues of securities.

### Present Application

Subject to shareholder approval, the Company is proposing to issue up to 15,625,000 fully paid ordinary shares as consideration to KNL under the Proposed Transaction upon the earlier of the granting of a mining Licence for PL 05-19 by the Mines Department and a confirmation of a resource within a minimum of 6 million tonnes @1.6%Ni including 3.9 million tonnes @1.7% Ni to 2021 JORC and 9 April 2024. Shareholders will therefore know the maximum dilution at the time of voting on the resolution. There is a sufficient degree of certainty so that shareholders are able to give their informed consent to the issue of the Deferred Consideration Shares. The extension of time requested by the Company is within ASX precedent for similar waivers.

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<b>Rule Number</b>	8.2
<b>Date</b>	31/03/2021
<b>ASX Code</b>	AP2
<b>Listed Company</b>	APT PIPELINES LIMITED
<b>Waiver Number</b>	WLC210039-004
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants APT Pipelines Limited (the 'Issuer') a waiver from Listing Rule 8.2 to the extent necessary to the extent necessary that Issuer need not provide an issuer sponsored subregister as long as the waiver to Listing Rule 2.1, condition 3 operates.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>            An entity is to provide an issuer sponsored subregister for securities except where Listing Rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement (CS) facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p><b>Present Application</b>            This is a companion waiver to the waiver from Listing Rule 1.8 condition 11 and Listing Rule 2.1 condition 3 granted to the Issuer.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	8.10
<b>Date</b>	31/03/2021
<b>ASX Code</b>	AP2
<b>Listed Company</b>	APT PIPELINES LIMITED
<b>Waiver Number</b>	WLC210039-005
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants APT Pipelines Limited (the 'Issuer') a waiver from Listing Rule 8.10 to allow the Issuer to refuse to register transfers of notes from the date which is 5 business days before an interest payment date or the maturity date of the notes, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Euroclear and Clearstream. The Issuer is required to close the register of a series of debt securities from the close of 5 business days prior to an interest payment date or the maturity date. This enables the register to be up to date on an interest payment date or maturity date for that series of debt securities. The waiver is granted as this is a common arrangement for these types of securities.</p>

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<b>Rule Number</b>	8.21
<b>Date</b>	31/03/2021
<b>ASX Code</b>	AP2
<b>Listed Company</b>	APT PIPELINES LIMITED
<b>Waiver Number</b>	WLC210039-006
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants APT Pipelines Limited (the 'Issuer') a waiver from Listing Rule 8.21 to the extent necessary to permit the Issuer to not do the following:</p> <p>1.1 In respect of transactions settled outside CHESSE, mark transfer forms as required by Appendix 8A; or</p> <p>1.2 In respect of transactions settled in Austraclear, send confirmation of a change of address to a security holder at their business address.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must comply with Appendix 8A which outlines the time limits for CHESSE requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p><b>Present Application</b> The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESSE.</p>

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<b>Rule Number</b>	9.1(b)
<b>Date</b>	26/03/2021
<b>ASX Code</b>	MPA
<b>Listed Company</b>	MAD PAWS HOLDINGS LIMITED
<b>Waiver Number</b>	WLC210041-002
<b>Decision</b>	<p>1. Based solely on the information provided and subject to completion of the acquisition under the share purchase agreement between the shareholders of Mad Paws Pty Ltd ('MPPL') ('MPPL Sellers') and Mad Paws Holdings Limited ('MPA'), ASX Limited ('ASX') grants MPA a waiver from Listing Rule 9.1(b) to the extent necessary to permit MPA to apply the restrictions in paragraphs 1 and 2 of Appendix 9B (as applicable) to the ordinary shares issued to the MPPL Sellers as follows:</p> <p>1.1 The shares issued to the MPPL Sellers who subscribed with cash for their shares in MPPL are treated as being held by a related party, promoter or unrelated party seed capitalist of MPA.</p> <p>1.2 Cash formula relief is applicable to those shares that are issued to the MPPL Sellers who subscribed for their MPPL shares for cash consideration, provided ASX is satisfied with the evidence submitted to substantiate the cash amounts paid to MPPL.</p> <p>1.3 For the purposes of determining the length of the escrow period for shares issued to unrelated seed capitalists which are subject to 12 month escrow, the 12 month escrow period will be deemed to begin on the date on which the cash subscription for their shares in MPPL was made.</p> <p>1.4 For the purposes of determining the length of the escrow period for shares issued to related party or promoter seed capitalists which are subject to 24 months escrow, the 24 months escrow period will begin on the date of the commencement of trading in MPA's securities.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></p> <p>Securities issued in certain circumstances, including in consideration for the acquisition of classified assets from related or unrelated vendors prior to an initial public offering or a re-compliance listing, are classified as restricted securities and are to be held in escrow for a certain period. ASX may also deem securities issued in other circumstances to be restricted securities. Under Listing Rule 9.1(b) an entity that issues securities classified as restricted securities must apply the restrictions required by Appendix 9B of the listing rules. Under Listing Rule 9.1(b) the entity and the person who holds the restricted securities (and, where appropriate, the persons who control the holder) must enter into a restriction agreement in the form of Appendix 9A of the Listing Rules.</p> <p>The restriction agreement forbids the holder (and the controllers, where appropriate) from transferring or creating any other interests in restricted securities during the escrow period. Restricted securities must either be in certificated form and held in escrow by a bank or recognised trustee, or held in uncertificated form on the issuer sponsored sub-register subject to a holding lock administered by the entity's securities registry. These arrangements prevent the holder (and where appropriate, the controllers of the holder) from being able to realise any financial benefit from their restricted securities during the escrow period. This ensures that promoters, vendors and other similar parties do not receive any financial benefit until there has been a sufficient period of time for the value of the assets sold or services provided to the listed entity to be reflected in the market price of the listed entity's securities.</p>

## Register of ASX Listing Rule Waivers

### Present Application

MPA acquired all of the issued capital of MPA on 23 December 2020. The securities of MPA issued to the MPPL Sellers are subject to escrow restrictions in chapter 9 and Appendix 9B of the Listing Rules. The MPPL Sellers who received shares in MPA as consideration for the acquisition of their shares in MPPL are technically vendors of a classified asset for the purposes of their classification under Appendix 9B.

ASX will apply escrow restrictions on a 'look through' basis where there is a scrip-for-scrip acquisition of an unlisted entity that holds classified assets by a listed or to-be listed entity, and the unlisted entity that is acquired by the to-be listed entity does not return capital, distribute any assets or make any unusual distributions to its shareholders before the acquisition becomes effective. A waiver is granted under Listing Rule 9.1(b) to permit the MPPL Sellers to be treated as seed capitalists of MPA and escrow restrictions to be applied on a 'look through' basis. MPA has provided ASX with evidence to substantiate cash amounts paid by the MPPL Sellers when subscribing for those securities in MPPL.

Cash formula relief is applicable using the conversion ration calculation, and will be subject to the relevant escrow period for their classification. This upholds the principle of the Listing Rule escrow regime.

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.1
<b>Date</b>	25/03/2021
<b>ASX Code</b>	RES
<b>Listed Company</b>	RESOURCE GENERATION LIMITED
<b>Waiver Number</b>	WLC210044-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Resource Generation Limited (the 'Company') a waiver from Listing Rule 10.1 to the extent necessary to permit the Company, including its wholly owned subsidiary Resgen Africa Holdings Limited ('Subsidiary'), to grant security over its assets, including shares held by the Subsidiary in Ledjadja Coal (Pty) Limited ('LCL') (the 'Security') in favour of Noble Resources International Pte. Ltd ('Noble') to secure the Company's obligations of up to US\$0.993 million (which forms part of a broader loan facility entered into with Noble on 3 March 2014 (the 'Facility')) (the 'Additional Amount') without obtaining security holder approval, on the following conditions.</p> <p>1.1 the material terms of the transaction and of the waiver are announced to the market including details of the Company's plans with respect to the repayment of the Additional Amount advanced under the Facility, and discharge of the Security, including the timeframe within which it expects the repayment and discharge to occur;</p> <p>1.2 the announcement includes a description of the reasons why the Company has chosen to obtain the financial accommodation from the Listing Rule 10.1 party rather than a lender that is not a Listing Rule 10.1 party and the steps the board of the Company has taken to satisfy itself that the transaction is being entered into on arm's length terms and is fair and reasonable from the perspective of the holders of the Company's ordinary securities;</p> <p>1.3 the Company and Noble must seek to discharge the Security when the Additional Amount advanced to the Company under the Facility is either repaid, or if it is not discharged, seek security holder approval for the continuation of the Security for any further period;</p> <p>1.4 the security documents expressly provide that:</p> <p>1.4.1 the Security is limited to the funds due under the financial accommodation;</p> <p>1.4.2 the Security will be discharged when the funds due under the financial accommodation have been satisfied in full;</p> <p>1.4.3 in the event the Security is enforced, the assets can only be disposed of to Noble or an associate of Noble if the disposal is first approved by the Company's security holders under Listing Rule 10.1; and</p> <p>1.4.4 otherwise, if the holder of the security exercises, or appoints a receiver, receiver and manager or analogous person to exercise, any power of sale under the Security, the assets must be sold to an unrelated third party on arm's length commercial terms and the net proceeds of sale distributed to Noble in accordance with their legal entitlements;</p> <p>1.5 any variation to the terms of the financial accommodation or the Security which:</p> <p>1.5.1 advantages Noble in a material respect;</p> <p>1.5.2 disadvantages the Company in a material respect; or</p> <p>1.5.3 is inconsistent with the terms of the waiver;</p> <p>must be subject to security holder approval under Listing Rule 10.1; and</p> <p>1.6 for each year while they remain on foot, a summary of the material terms of the financial accommodation and the security is included in the related party disclosures in the Company's audited annual</p>

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# Register of ASX Listing Rule Waivers

	the related party disclosures in the Company's audited annual accounts.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listed entities are required to obtain the approval of security holders for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of security holders who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of the transaction and send it to security holders to accompany the notice of security holders' meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provision of the Corporations Act (or, in the case of foreign entities, the related party provisions of the law of their home jurisdiction).</p> <p><b>Present Application</b> The Company has an existing loan facility agreement with Noble, an entity that is a substantial shareholder of the Company, which is presently secured. The Company was previously granted waivers from Listing Rule 10.1 in relation to the Facility. The Company subsequently sought shareholder approval under Listing Rule 10.1 in relation to the Facility which had the effect of the initial waiver previously granted no longer applying. ASX granted four further waivers to increase the amount to be advanced under the Facility. Noble has agreed to advance further funds under the Facility for an amount of US\$0.993 million, with the total Facility amount increasing to US\$51.063 million from US\$50.07 million. It is proposed that the Company's obligations for the additional amount under the Facility will be secured over the assets of the Company and the Subsidiary, including shares held by the Subsidiary in LCL which constitute the Company's interest in the Boikarabelo Coal Mine project. While the disposal of the Company's assets to a Listing Rule 10.1 party by way of their use as security collateral under the Facility has already occurred, the increase in the amount of the Facility (i.e. additional imposition on the collateral of the Facility) is akin to a new facility and accordingly triggers the application of Listing Rule 10.1. The Company is granted a waiver from Listing Rule 10.1 to enable it to have in place security over its assets in favour of the Listing Rule 10.1 party, subject to a number of conditions, including that the security documents provide that in the event the security is exercised, neither Noble or any of its associated are entitled to acquire the assets without the Company first complying with any applicable Listing Rules, including Listing Rule 10.1. This condition provides sufficient safeguard against value-shifting to the Listing Rule 10.1 party.</p>

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<b>Rule Number</b>	10.7
<b>Date</b>	25/03/2021
<b>ASX Code</b>	CAP
<b>Listed Company</b>	CARPENTARIA RESOURCES LTD
<b>Waiver Number</b>	WLC210032-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Carpentaria Resources Limited (the "Company") a waiver from Listing Rule 10.7 to the extent necessary to permit the 90,800,000 fully paid ordinary shares to be issued to Pure Metals Pty Ltd as consideration for the acquisition of a further approximately 24.149% interest in the Hawsons Iron Project not to be restricted securities.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 10.1 requires listed entities to obtain the approval of security holders for an acquisition from, or disposal to, a person in a position to exercise influence over the entity of a substantial asset. The votes of security holders who are parties to the transaction, and their associates, are not counted. Listed entities are required to obtain an independent expert's report on the fairness and reasonableness of the transaction and send it to security holders to accompany the notice of security holders' meeting. This rule protects security holders from a value-shifting transaction with a person in a position of influence being undertaken by a listed entity without the disinterested security holders having approved that transaction with the benefit of full information. The rule supplements the related party provisions of the Corporations Act (or, in the case of foreign entities, the related party provisions in the law of their home jurisdiction). If the asset being acquired from such a person is a classified asset then to ensure the vendor does not receive benefit until value of asset has become apparent and is reflected in market price of entity's securities, Listing Rule 10.7 requires that the consideration paid must be in the form of restricted securities.</p> <p><b>Present Application</b> Listing Rule 10.7 states that if an acquisition to which rule 10.1 applies is of a classified asset, the consideration must be restricted securities. The Company is proposing to acquire an additional 24.149% interest in the Hawsons Iron Project (which falls within the definition of a classified asset) in return for the issue of 90,800,000 fully paid ordinary to a Listing Rule 10.1 party. The interest in the Hawsons Iron Project is the Company's sole mining asset and has reserves and resources estimated for it. It has also been subject to continuous disclosure for an extensive period. ASX has previously been prepared to grant a waiver from Listing Rule 10.7 if the acquiring entity previously held an interest in the classified asset and was merely increasing its interest in the asset. It is considered that the market has had sufficient time to reflect the value of the underlying assets in the price of the Company's securities and that the waiver should be granted.</p>



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.11
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-020
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from Listing Rule 10.11 to the extent necessary to permit the Company to issue or agree to issue securities to a related party without shareholder approval on the following conditions:</p> <p>1.1 The Company complies with the requirements imposed on the Company under TSX rules;</p> <p>1.2 Where the Company seeks shareholder approval for the issue of securities to a related party, the votes of the related party (and its associates) not be counted and a voting exclusion statement be included in the notice of meeting;</p> <p>1.3 The Company certifies to ASX on an annual basis (on or about 31 March each year) that it remains subject to, has complied with, and continues to comply with, the requirements of the TSX with respect to the issue of securities to related parties; and</p> <p>1.4 if the Company becomes aware of any change to the application of the TSX rules with respect to the issue of securities to related parties, or that the Company is no longer in compliance with the requirements of TSX with respect to the issue of securities to related parties, it must immediately advise ASX.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listed entities are required to obtain the prior approval of security holders for an issue of equity securities to related parties. This rule is directed at preventing related parties from obtaining securities on advantageous terms and increasing their holding proportionate to the holdings of other security holders, without the prior consent of the ordinary security holders. The rule protects ordinary security holders' interests by supplementing the related party provisions of the Corporations Act 2001 (Cth) (and any related party provisions applying to foreign entities under relevant legislation). A number of exceptions from the requirement for prior security holder approval are permitted under Listing Rule 10.12.</p> <p><b>Present Application</b> The Company is a foreign incorporated entity with its primary listing on the TSX-V. A majority of the Company's operations or assets are located in Australia as are the Company's board and management. Canadian activities are not expected to represent a significant proportion of the entity's ongoing portfolio. TSX rules make different provisions for regulating issues of securities to related parties but the rules are comparable in substance to the obligations under Listing Rule 10.11. The Company satisfies the criteria for relief outlined in Guidance Note 4 - 'Foreign Entities' in relation to this particular obligation. It is proposed to grant a waiver from Listing Rule 10.11 to permit the Company not to seek shareholder approval under Listing Rule 10.11 when the TSX rules are complied with. The waiver is conditional on the Company remaining subject to, and complying with, subject to the usual conditions.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.14
<b>Date</b>	23/03/2021
<b>ASX Code</b>	ART
<b>Listed Company</b>	AIRTASKER LIMITED
<b>Waiver Number</b>	WLC200450-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Airtasker Limited ('ART') a waiver from Listing Rule 10.14 to the extent necessary to permit ART to issue 1,000,000 options and 772,000 options to James Spenceley and Tim Fung ("Directors") respectively under the employee option plan ("EOP") and 515,000 options to Tim Fung under the Equity Participation Plan ("EPP"), on the following conditions;</p> <p>1.1. The prospectus contains the information required by Listing Rule 10.15 in respect of the proposed issue of Options;</p> <p>1.2. In each case, the date by which ART will issue the Options under the LTI Plan and EPP must be no later than 3 years from the date of ART's admission to the official list of ASX;</p> <p>1.3. Details of any Options issued to the Directors under the LTI Plan and EPP will be published in the annual report of ART relating to the period in which they were issued.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Under Listing Rule 10.14, listed entities are required to obtain the prior approval of security holders for an issue of equity securities to related parties, even if pursuant to their participation in an employee incentive scheme. This rule is directed at preventing related parties from obtaining securities on advantageous terms and increasing their holding proportionate to the holdings of other security holders, without the prior consent of the ordinary security holders. The rule protects ordinary security holders' interests by supplementing the related party provisions of the Corporations Act 2001 (Cth) (and any related party provisions applying to foreign entities under relevant legislation).</p> <p><b>Present Application</b> ART has applied for admission to the official list of ASX. It intends to issue securities to non-executive directors under the terms of an employee incentive plan. Under Listing Rule 10.14, security holders may approve an issue of securities to a director pursuant to an employee incentive scheme for a period of up to 3 years. A waiver from Listing Rule 10.14 is granted on the basis that where a future issue of equity securities to a director under a scheme is disclosed in an initial listing document, persons who subscribe under the IPO with notice of the future issue of securities to the related party, may be taken effectively to have consented to the issue, and it is unnecessary to submit the issue to a security holders' meeting for approval. The disclosure of the details of the future issue must be adequate and consistent with the information that would be required under Listing Rules 10.15 in a notice of meeting. Accordingly, a waiver from Listing Rule 10.14 is granted as the prospectus contains adequate disclosure about the proposed issues of options to directors and the options are to be issued within three years of ART's admission to the official list, which is consistent with the requirements of Listing Rule 10.15.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.18
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-021
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from Listing Rule 10.18 to the extent necessary to permit the Company upon a change of control to pay termination benefits to an existing Company employee pursuant to the terms of the Company's existing employment contract.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must ensure that no officer will be entitled to termination benefits or any increase in them if a change occurs in the shareholding or control of the listed entity. This prevents the use of termination payments as a poison pill or golden parachute and supports the takeover regime in Corporations Act 2001 (Cth).</p> <p><b>Present Application</b> The Company applying for admission to the official list of ASX is a Canadian incorporated entity and listed on TSX-V. A waiver is granted so that the Company's existing employment contracts with its officers can continue on their terms in accordance with the usual market custom and laws of its home jurisdiction. This is considered to be a permissible departure from the principle of the rule to allow the Company to honour its contractual obligations to its officers, which are in accordance with the law and market practice in its home jurisdiction, and which were entered into before the Company contemplated listing on ASX.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.18
<b>Date</b>	25/03/2021
<b>ASX Code</b>	OGC
<b>Listed Company</b>	OCEANAGOLD CORPORATION
<b>Waiver Number</b>	WLC210042-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grant OceanaGold Corporation (the 'Company') a waiver from Listing Rule 10.18 to the extent necessary to permit the Company upon a change of control to pay termination benefits to Scott McQueen, Sharon Flynn, Graham Almond and Joan Adaci ('Officers') pursuant to the terms of the Company's employment contract.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must ensure that no officer will be entitled to termination benefits or any increase in them if a change occurs in the shareholding or control of the listed entity. This prevents the use of termination payments as a poison pill or golden parachute and supports the takeover regime in Corporations Act 2001 (Cth).</p> <p><b>Present Application</b> The Company is a Canadian incorporated entity and listed on TSX and ASX. A waiver is granted so that the Company's employment contracts with its existing four Officers can be amended in accordance with the usual market custom and laws of its home jurisdiction. This is considered to be a permissible departure from the principle of the rule to allow the Company to enter into or amend the contractual obligations to its officers, which are in accordance with the law and market practice in its home jurisdiction. The waiver is granted to apply to the existing Officers.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	14.2.1
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-022
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from Listing Rule 14.2.1 to the extent necessary to permit the Company not to provide in its proxy form for holders of ches depository interests ('CDI') to vote against a resolution to elect a director or to appoint an auditor, on the following conditions.</p> <p>1.1 The Company complies with the relevant Canadian laws as to the content of proxy forms applicable to resolutions for the election of directors and the appointment of an auditor.</p> <p>1.2 The notice given by the Company to CDI holders under ASX Settlement Operating Rule 13.8.9 makes it clear that holders are only able to vote for the resolutions or abstain from voting, and the reasons why this is the case.</p> <p>1.3 The Company releases details of the waiver to the market as pre-quotatation disclosure and the terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.</p> <p>1.4 Without limiting ASX's right to vary or revoke its decision under Listing Rule 18.3, the waiver from Listing Rule 14.2.1 only applies for so long as the relevant Canadian laws prevent the Company from permitting shareholders to vote against a resolution to elect a director or appoint an auditor.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 14.2.1 requires notices of meeting to include a proxy form which must provide for the security holder to vote for or against each resolution. This ensures that all security holders can express their views on every resolution put to a security holders' meeting.</p> <p><b>Present Application</b> The Company was incorporated in Canada and is regulated by Canadian law. The Company will be an issuer of CDIs. The law of the Company's home jurisdiction does not provide for the casting of votes against certain types of resolution (election of directors, appointment of auditors). Canada has an alternative legislative scheme for security holders to contest the reappointment of directors and auditors. It is proposed to grant a waiver on the usual conditions to permit the Company to comply with laws of its place of incorporation on these matters for so long as the relevant Canadian laws prevent the Company from permitting shareholders to vote against a resolution to elect a director or appoint an auditor.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	14.3
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-023
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from Listing Rule 14.3 to the extent necessary to permit the Company to accept nominations for the election of directors in accordance with the shareholder proposal provisions of s188 and s189 of the British Columbia Business Corporations Act, on the following conditions.</p> <p>1.1 The Company releases the terms of the waiver to the market as pre-quotations disclosure.</p> <p>1.2 The terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Under Listing Rule 14.3 an entity must accept nominations for election of directors up to 35 business days before date of a general meeting at which directors may be elected unless the entity's constitution provides otherwise. This requirement gives a reasonable opportunity for candidates to be nominated and supports shareholder democracy.</p> <p><b>Present Application</b> The Company was incorporated in Canada, is regulated by Canadian law and is listed on TSX-V. Canadian laws mandate a different period for accepting nominations for directors which provides reasonable opportunity for nominations to be made. Sections 188 and 189 of the British Columbia Business Corporations Act provide that reasonable opportunity for nominations must be allowed. It is proposed to grant a waiver to accommodate compliance with Canadian laws on condition that the Company releases the terms of the waiver to the market immediately, and the terms of the waiver are set out in the management proxy circular provided to all holders of CDIs.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	14.7
<b>Date</b>	19/03/2021
<b>ASX Code</b>	SIX
<b>Listed Company</b>	SPRINTEX LIMITED
<b>Waiver Number</b>	WLC210045-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Sprintex Limited (the 'Company') a waiver from Listing Rule 14.7 to the extent necessary to permit the Company to issue up to 69,767,442 shares at an issue price of AUD\$0.086 per share to investors of the Company (the 'Capital Raising Shares') and approximately 4,019,041 shares (being that number of shares which, when multiplied by the deemed issue price of AU\$0.086, equals US \$250,000, based on the current exchange rate of 1.38255 from US Dollars to Australian Dollars) to AutoV Corporation Sdn. Bhd. as consideration for the acquisition of 50% interests in its Malaysian joint venture, Proreka Sprintex Sdn. Bhd. (the 'AutoV Shares') later than three (3) months after the date of shareholder approval on 28 September 2020, on the following conditions:</p> <p>1.1 The issue of the Capital Raising Shares and the AutoV Share occurs no later than 25 March 2021;</p> <p>1.2 The Company updates the market on the reason for the delay;</p> <p>1.3 The terms of the waiver are released to the market immediately; and</p> <p>1.4 The Company immediately makes an announcement to the market in a form suitable to ASX, advising that it will be removed from the Official List on Thursday, 1 April 2021 if its securities are not reinstated to quotation on 31 March 2021.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> If a notice of meeting states that an entity will do something that the listing rules require it to do, the entity must do that thing. This supports the integrity of listing rule requirements that forbid a listed entity from taking a particular action unless it has obtained the prior approval of ordinary security holders, and require the giving to security holders of specific information about the proposed action in order for such approval to be validly obtained.</p> <p><b>Present Application</b> ASX Listing Rule 7.3.4 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within three (3) months of the date of the shareholders' meeting. ASX Listing Rule 7.3.4 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval.</p> <p>At a general meeting held on 28 September 2020, the Company which has been suspended since 28 September 2018, sought and received shareholder approval under ASX Listing Rule 7.1 for the issue up to 69,767,442 shares at an issue price of AUD\$0.086 per share to investors of the Company pursuant to the Company's recapitalisation placement to raise up to AUD\$6,500,000 (the 'Capital Raising Shares') and approximately 4,019,041 shares (being that number of shares which, when multiplied by the deemed issue price of AU\$0.086, equals US\$250,000, based on the current exchange rate of 1.38255 from US Dollars to Australian Dollars) to AutoV</p>

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## Register of ASX Listing Rule Waivers

Corporation Sdn. Bhd. (the 'AutoV Shares') to purchase the 50% interests in its Malaysian joint venture, Proreka Sprintex Sdn. Bhd. In accordance with ASX Listing Rule 7.3.4, the notice of meeting stated that the Company would issue the shares no later than three (3) months after the date of the meeting. The additional time requested is not excessive and the Company, which is currently undertaking a recapitalisation transaction, is unable to issue the Capital Raising Shares and the AutoV Shares within three (3) months of the general meeting. Further, there has been no material change to the Company's circumstances since the date of the shareholder meeting.

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	15.7
<b>Date</b>	30/03/2021
<b>ASX Code</b>	KCC
<b>Listed Company</b>	KINCORA COPPER LIMITED
<b>Waiver Number</b>	WLC210040-024
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Kincora Copper Limited (the 'Company'), a waiver from Listing Rule 15.7 to the extent necessary to permit the Company to provide announcements simultaneously to both ASX and TSX-V.
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> An entity must not release information that is for release to the market to any person until it has given the information to ASX and received an acknowledgement that ASX has released the information to the market. This ensures that all investors have equal access to the information.</p> <p><b>Present Application</b> The Company was incorporated in Canada, is regulated by Canadian law and is listed on TSX-V. Different time zones cause trading periods to vary between ASX and TSX-V. The entity is required to release information to the market immediately on TSX-V under the exchange's rules. The waiver is granted to permit information for release to the market to be released simultaneously to TSX-V and ASX.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	15.15
<b>Date</b>	11/03/2021
<b>ASX Code</b>	TUL
<b>Listed Company</b>	TULLA RESOURCES PLC
<b>Waiver Number</b>	WLC210047-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Tulla Resources PLC ("TUL") a waiver from Listing Rule 15.15 to the extent necessary to permit TUL's articles of association ("Articles") to include the following:</p> <p>1.1 Provisions modelled on the takeover and substantial shareholder provisions of the UK City Code on Takeovers and Mergers ("Takeover Provisions").</p> <p>1.2 Sanctions or penalties ("Sanctions"), which entitle TUL or any other party to enforce the Takeover Provisions.</p> <p>2. Resolution 4 is conditional on the following:</p> <p>2.1 TUL must not exercise the Sanctions other than in accordance with the ruling of a competent Court.</p> <p>2.2 If TUL becomes subject to a law of any jurisdiction, which applies so as to regulate the acquisition of control, and the conduct of any takeover of TUL, TUL shall consult promptly with ASX. If ASX considers that amendment to the Takeover Provisions or the Sanctions is required, and such amendment is not made to the satisfaction of ASX, the waiver shall cease to apply.</p> <p>2.3 TUL must outline in its annual report the takeover framework which it has adopted into its Articles.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> This rule prohibits a foreign company's constitution from including provisions relating to takeovers or substantial holdings. ASX considers that takeovers of foreign companies should be regulated by the company's domestic law in order to protect security holders against entrenchment of management.</p> <p><b>Present Application</b> TUL is incorporated in England and Wales. TUL's Articles of Association adopt the takeover and substantial shareholder provisions of the UK City Code on Takeovers and Mergers into its articles of association, including sanctions or penalties to enforce those provisions. ASX permits such provisions to be included in a foreign incorporated entity's constituent documents on condition that the sanctions are not exercised other than in accordance with the ruling of a competent court, thereby preventing management from enforcing sanctions unilaterally. In granting a waiver, the policy that security holders are protected against entrenchment of management is not infringed.</p>

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