



Register of ASX Listing Rule Waivers

16 to 31 December 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**

**For all product enquiries, please contact:
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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 2
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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; 1.2 impose fees for the registration of transfer of securities; 1.3 issue preference shares on terms inconsistent with listing rules; and 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, on condition that the Company gives to ASX an undertaking (executed 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>
Basis For Decision	<p>Underlying Policy An entity must have a constitution consistent with the listing rules.</p> <p>Present Application 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 does 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 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

Rule Number	1.1 condition 6
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals Limited (the 'Company') a waiver from listing rule 1.1 condition 6 to the extent necessary to permit the Company to apply for quotation of only 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 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.</p> <p>1.2 The Company releases details of this waiver as pre-quotation disclosure.</p>
Basis For Decision	<p>Underlying Policy 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>Present Application 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. The Company has confirmed that it will apply for between 20,000,000 and 25,000,000 CDIs as part of its listing application, representing the number of securities to be traded and settled in the Australian market, and the waiver is granted on this basis.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	22/12/2021
ASX Code	ATA
Listed Company	ATTURRA LIMITED
Waiver Number	WLC210340-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Atturra Limited (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 750,000 performance rights issued to a director ('Performance Rights') with a nil exercise price issued under the Company's incentive plan, on the condition that the full terms and conditions of the Performance Rights are disclosed to the market by way of a supplementary prospectus.</p>
Basis For Decision	<p>Underlying Policy 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>Present Application In the present case, the number of Performance Rights represent 0.37% of the ordinary shares on issue at the time of admission on an undiluted basis. The Performance Rights are fixed in number and will be held by a director and are therefore unlikely to have any impact on the trading price of the Company's shares. The Performance Rights will convert into ordinary shares in the Company on a one-for-one basis on the achievement of the three milestones.</p> <p>It is considered that the existence of the Rights 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.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	20/12/2021
ASX Code	BDT
Listed Company	BIRDDOG TECHNOLOGY LIMITED
Waiver Number	WLC210341-001
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants BirdDog FloatCo Ltd ('BDT') a waiver from listing rule 1.1 condition 12 for BDT to have on issue 729,167 performance shares to be issued to the Chief Revenue Officer and Operations Officer and 1,706,538 share rights to be issued to the Executive Director and CEO, Executive Director and CMFO, Executive Director and CFO and Chief Revenue & Operations Officer, issued by BDT.
Basis For Decision	<p>Underlying Policy 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>Present Application BDT intends to apply for admission to the official list of ASX. BDT is proposing to have on issue 729,167 performance shares to be issued to the Chief Revenue Officer and Operations Officer and 1,706,538 share rights to be issued to the Executive Director and CEO, Executive Director and CMFO, Executive Director and CFO and Chief Revenue & Operations Officer. The number of performance shares will represent approximately 0.35% of the ordinary shares on issue. The number of share rights will represent approximately 0.83% of the ordinary shares on issue. The performance shares and share rights are fixed in number and will be held by directors and key management personnel and are therefore unlikely to have any impact on the trading price of BDT's shares. The performance shares and share rights will convert into ordinary shares in BDT on a one-for-one basis on the vesting date, being the achievement of the milestone/s. It is considered that the existence of performance shares and share rights will not undermine the existence of the 20 cent rule in the circumstances. The waiver is granted on the condition that the terms and conditions of the performance rights and share rights are clearly disclosed in BDT's prospectus.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	23/12/2021
ASX Code	BME
Listed Company	BLACK MOUNTAIN ENERGY LTD
Waiver Number	WLC210342-001
Decision	<p>1. Subject to Resolution 2 and based solely on the information provided, ASX Limited ('ASX') grants Black Mountain Energy Ltd (the 'Company'), a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 4,537,500 performance rights to be issued to the Chief Operating Officer, Executive Director, Chief Financial Officer and Joint Company Secretary ('Key Management Personnel') ('Performance Rights') with 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 ('Prospectus').</p>
Basis For Decision	<p>Underlying Policy 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>Present Application The Company has applied for admission to the official list of ASX. The Company is proposing to issue a total of 4,537,500 performance rights with a nil exercise price to Key Management Personnel. The number of Performance Rights will represent approximately 1.78% of the ordinary shares on issue under minimum subscription and 1.64% of the ordinary shares on issue under maximum subscription at the time of admission on an undiluted basis. The Performance Rights are fixed in number and will be held by Key Management Personnel and are therefore unlikely to have any impact on the trading price of the Company's shares. The Performance Rights will convert into ordinary shares in the Company on a one-for-one basis on the vesting date, being the achievement of the milestone. It is considered that the existence of Performance Rights will not undermine the existence of 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 the Company's prospectus.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	17/12/2021
ASX Code	IPG
Listed Company	IPD GROUP LTD
Waiver Number	WLC210344-001
Decision	<p>1. Subject to resolution 2 and based solely on the information provided, ASX Limited ('ASX') grants IPD Group Limited ('Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 262,761 performance rights to be issued to Michael Sainsbury and Mohamed Yoosuff ('Performance Rights'), on the condition that all terms and conditions of the Performance Rights are clearly disclosed in the Company's initial public offering prospectus ('Prospectus').</p> <p>2. Resolution 1 applies only until 26 February 2022 and is subject to any amendments to the Listing Rules or changes in the interpretation or administration of the Listing Rules and policies of ASX.</p>
Basis For Decision	<p>Underlying Policy 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>Present Application The Company intends to apply for admission to the official list of ASX. The Company is proposing to issue a total of 262,761 performance rights to Michael Sainsbury and Mohamed Yoosuff with a nil exercise price. The number of Performance Rights will represent approximately 0.27% of the ordinary shares on issue at the time of admission on an undiluted basis. The Performance Rights are fixed in number and will be held by the CEO and CFO and are therefore unlikely to have any impact on the trading price of the Company's shares. The Performance Rights will convert into ordinary shares in the Company on a one-for-one basis on the achievement of milestones. It is considered that the existence of Performance Rights will not undermine the existence of the 20 cent rule in the circumstances. The waiver is granted on the condition that all terms and conditions of the Performance Rights are clearly disclosed in the Company's Prospectus.</p>

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Rule Number	1.1 condition 12
Date	16/12/2021
ASX Code	RON
Listed Company	RONIN RESOURCES LTD
Waiver Number	WLC210348-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants to Ronin Resources Ltd (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 200,000 performance rights to be issued to a Director ('Performance Rights') with a nil exercise price on condition that the terms and conditions of the Performance Rights are clearly disclosed in the Company's initial public offering prospectus ('Prospectus').</p>
Basis For Decision	<p>Underlying Policy 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>Present Application In the present case, the number of Performance Rights represent approximately 0.65% of the ordinary shares on issue at the time of the Company's admission on an undiluted basis. The Performance Rights are fixed in number and will be held by a Director and are therefore unlikely to have any impact on the trading price of the Company's shares. The Performance Rights convert into ordinary shares in the Company on a one-for-one basis on the achievement of both a service requirement and a VWAP hurdle. It is considered that the existence of Performance Rights will not undermine the existence of the 20 cent rule in the circumstances. The waiver is granted on the condition that the terms and conditions of the Performance Rights are clearly disclosed in the Prospectus.</p>



Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	17/12/2021
ASX Code	SHA
Listed Company	SHAPE AUSTRALIA CORPORATION LIMITED
Waiver Number	WLC210349-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants SHAPE Australia Corporation Limited (the 'Company'), a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 3,505,062 performance rights with a nil exercise price issued to directors, key executives and employees (the 'Performance Securities') on the condition that the terms and conditions of the Performance Securities are clearly disclosed in the prospectus to be issued in connection with the Company's initial public offering (the 'Prospectus').</p>
Basis For Decision	<p>Underlying Policy 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>Present Application The Company intends to apply for admission to the official list of ASX. The Company is proposing to issue a total of 3,505,062 performance rights with a nil exercise price to directors, key executives and employees. The Performance Rights will represent approximately 3.2% of the Company's issued capital on a fully diluted basis. The Performance Rights will convert one-for-one into ordinary shares based on the achievement of milestones linked to the performance of the Company. The existence of the Performance Rights issued will not undermine the \$0.20 rule in the circumstances because the Performance Rights are unlikely to have any impact on the trading price of the Company's securities. This waiver is granted on the condition the material terms and conditions of the Performance Rights are clearly disclosed in the Prospectus.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-003
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals Limited (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have up to 1,650,000 options ('Options') and up to 3,481,700 warrants ('Warrants') on issue with an exercise price of less than A \$0.20.
Basis For Decision	<p>Underlying Policy 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>Present Application 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 1,650,000 and the number of Warrants is expected to be up to 3,481,700. If exercised, the Options and Warrants with an exercise price below A\$0.20 would collectively represent approximately 8% of the Company's share capital following the completion of the proposed initial public offering. The Options were issued in accordance with Canadian requirements at the time of issue prior to the application for admission to the ASX and the number of Options is de minimis and does not undermine the integrity of the \$0.20 rule.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	16/12/2021
ASX Code	XPN
Listed Company	XPON TECHNOLOGIES GROUP LIMITED
Waiver Number	WLC210353-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Xpon Technologies Group Limited ('XPN') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit XPN to have on issue 28,448,675 options (the 'Options') issued to key management personnel and employees with an exercise price of less than \$0.20 on condition that the material terms and conditions of the Options are clearly disclosed in XPN's initial public offering prospectus.</p>
Basis For Decision	<p>Underlying Policy 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>Present Application XPN has applied for admission to the Official List of ASX. XPN has on issue 28,448,675 Options with an exercise price of less than \$0.20 issued to key management personnel and employees. The Options will represent 9% of XPN's ordinary shares on issue at the time of admission. It is considered that the existence of the Options will not undermine the 20 cent rule in the circumstances because the Options are unlikely to have any impact on the trading price of XPN's securities. The waiver is granted on condition that the material terms and conditions of the Options are clearly disclosed in XPN's initial public offering prospectus.</p>

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Register of ASX Listing Rule Waivers

Rule Number	2.4
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-004
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 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>
Basis For Decision	<p>Underlying Policy 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>Present Application 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. 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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Rule Number	2.8
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-005
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 in the Company transferred to the Australian sub-register 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 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>
Basis For Decision	<p>Underlying Policy 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 the 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>Present Application 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 the ASX 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. 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</p>

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	common shares over which CDIs have actually been created are quoted.
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Register of ASX Listing Rule Waivers

Rule Number	4.2A
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-006
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals Limited (the 'Company') a waiver from listing rule 4.2A to the extent necessary to permit the Company not to lodge a Half Year Report, on the 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.</p>
Basis For Decision	<p>Underlying Policy 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>Present Application 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). The Company satisfies criteria for relief outlined in Guidance Note 4.</p>

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Register of ASX Listing Rule Waivers

Rule Number	4.2B
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-007
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals Limited (the 'Company') a waiver from listing rule 4.2B to the extent necessary to permit the Company not to lodge a Half Year Report, on the 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.</p>
Basis For Decision	<p>Underlying Policy 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>Present Application 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). The Company satisfies criteria for relief outlined in Guidance Note 4.</p>

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Register of ASX Listing Rule Waivers

Rule Number	4.10.9
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-008
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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.
Basis For Decision	<p>Underlying Policy 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>Present Application The Company was incorporated under the laws of Canada, is regulated by Canadian law and is listed on TSX-V. In Canada, beneficial shareholders are generally classified as either objecting or non-objecting beneficial owners. Disclosure will not provide useful information to investors where names of objecting beneficial owners are not able to be disclosed.</p>

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Register of ASX Listing Rule Waivers

Rule Number	5.3
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-009
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 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.</p>
Basis For Decision	<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

Rule Number	5.5
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-010
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals Limited (the 'Company') a waiver from listing rule 5.5 to the extent necessary to permit the Company not to lodge quarterly expenditure report as required by the Listing Rules on the condition that the Company lodges with ASX the quarterly Financial Statements and interim management 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, as well as the Appendix 5B.</p>
Basis For Decision	<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</p>

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reports. The Company is considered to satisfy the criteria for relief outlined in Guidance Note 4 in relation to this particular obligation.

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Register of ASX Listing Rule Waivers

Rule Number	6.10.3
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-011
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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.
Basis For Decision	<p>Underlying Policy 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>Present Application 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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Register of ASX Listing Rule Waivers

Rule Number	6.16
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-012
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 15 February 2019 ('Stock Option Plan') that does not comply with listing rule 6.16;</p> <p>1.2 have options on issue do not specifically comply with listing rule 6.16; and</p> <p>1.3 have warrants on issue that do not specifically comply with listing rule 6.16,</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-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>
Basis For Decision	<p>Underlying Policy 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>Present Application 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>

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Register of ASX Listing Rule Waivers

Rule Number	6.19
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-013
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 15 February 2019 ("Stock Option Plan") that does not comply with listing rule 6.19;</p> <p>1.2 have options on issue 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-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>
Basis For Decision	<p>Underlying Policy 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>Present Application 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>

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Rule Number	6.21
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-014
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 15 February 2019 ('Stock Option Plan') that does not comply with listing rule 6.21; and</p> <p>1.2 have options on issue do not specifically comply with listing rule 6.21; and</p> <p>1.3 have warrants on issue that do not specifically comply with listing rule 6.21,</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-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>
Basis For Decision	<p>Underlying Policy</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>Present Application</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

Rule Number	6.22
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-015
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 15 February 2019 ('Stock Option Plan') that does not comply with listing rule 6.22; and</p> <p>1.2 have options on issue that do not specifically comply with listing rule 6.22; and</p> <p>1.3 have warrants on issue that do not specifically comply with listing rule 6.22,</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-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>
Basis For Decision	<p>Underlying Policy</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>Present Application</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

Rule Number	6.23.3
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-016
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 15 February 2019 ('Stock Option Plan') that does not comply with listing rule 6.23.3; and</p> <p>1.2 have options on issue 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-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>
Basis For Decision	<p>Underlying Policy 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>Present Application 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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Register of ASX Listing Rule Waivers

Rule Number	6.23.4
Date	29/12/2021
ASX Code	NWM
Listed Company	NORWEST MINERALS LIMITED
Waiver Number	WLC210346-001
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Norwest Minerals Limited (the 'Company') a waiver from listing rule 6.23.4 to the extent necessary to permit the Company to amend the terms of 35,883,626 free attaching options with an exercise price of \$0.105 and an expiry date of 16 August 2026 issued in connection with a non-renounceable entitlement offer ('New Options') to enable the Company to apply for quotation of the New Options on ASX.
Basis For Decision	<p>Underlying Policy 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>Present Application The Company has recently completed a non-renounceable entitlement offer of two shares for every three shares held by those shareholders registered at the record date together with one free attaching option for every two new shares issued. The New Options granted by the Company have terms that the Company will not apply for quotation on ASX. Shareholders will not be disadvantaged by the quotation of the New Options on the ASX as the change does not increase the rights of the New Option holders and as such it does not diminish the rights of existing shareholders. The waiver is granted on the basis that at least 100,000 New Options were issued and there are at least 50 holders of the New Options with a marketable parcel.</p>

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Rule Number	6.23.4
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-017
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals Limited (the 'Company') a waiver from listing rule 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 15 February 2019 ('Stock Option Plan') that does not comply with listing rule 6.23.4; and</p> <p>1.2 have options on issue 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>
Basis For Decision	<p>Underlying Policy 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>Present Application 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>

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Rule Number	7.3.4
Date	24/12/2021
ASX Code	VPR
Listed Company	VOLT POWER GROUP LIMITED
Waiver Number	WLC210351-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants to Volt Power Group Limited (the 'Company') a waiver from listing rule 7.3.4 to the extent necessary to permit the Company to, in its notice of meeting ('Notice') seeking shareholder approval for the issue of up to 1,000,000,000 deferred consideration shares to be issued upon the achievement of various earn out milestones ('Earn Out Shares') pursuant to an agreement between the Company and the vendors of Selcouth Pty Ltd, not to state that the Earn Out Shares will be issued within three months from the date of the shareholder meeting, on the following conditions:</p> <p>1.1 The Earn Out Shares are to be issued immediately upon satisfaction of each of the relevant milestones and in any event no later than 31 October 2024.</p> <p>1.2 The milestones must not be varied.</p> <p>1.3 The maximum number of Earn Out Shares to be issued is to be capped at 1,000,000,000.</p> <p>1.4 Adequate details regarding the dilutionary effect of the Earn Out Shares on the Company's capital structure be included in the Company's notice of meeting.</p> <p>1.5 For any annual reporting period during which any of the Earn Out Shares have been issued or any of them remain to be issued, the Company's annual report sets out the number of Earn Out Shares issued in that annual reporting period, the number of Earn Out Shares that remain to be issued and the basis on which the Earn Out Shares may be issued.</p> <p>1.6 In any half year or quarterly report for a period during which any of the Earn Out Shares have been issued or remain to be issued, the Company must include a summary statement of the number of Earn Out Shares issued during the reporting period, the number of Earn Out Shares that remain to be issued and the basis on which the Earn Out Shares may be issued.</p> <p>1.7 The Company's notice of meeting contains the full terms and conditions of agreement pursuant to which the Earn Out Shares are to be issued as well as the conditions of this waiver.</p>
Basis For Decision	<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 three (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</p>

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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

Subject to shareholder approval, the Company is proposing to issue 1,000,000,000 Earn Out Shares as part consideration for the acquisition of the issued capital in Selcouth Pty Ltd. The Earn Out Shares are intended to be issued upon the achievement of certain milestone hurdles linked to the financial achievements of the business being vended in. Shareholders will know the maximum dilutionary effect at the time of voting on the resolution and there is a sufficient degree of certainty so that shareholders may give their informed consent to the issue of the Earn Out Shares. The time proposed for the issue of the Earn Out Shares is in line with precedents granted in similar circumstances.

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Rule Number	7.24.2
Date	20/12/2021
ASX Code	LIT
Listed Company	LITHIUM AUSTRALIA NL
Waiver Number	WLC210345-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Lithium Australia NL (the 'Company') a waiver from listing rule 7.24.2 to the extent necessary to permit the Company to do the following:</p> <p>1.1 cancel all uncalled and unpaid capital in respect of up to 70,320,345 partly paid ordinary shares ('PP Shares'); and</p> <p>1.2 issue an option, with an exercise price of \$0.0499 and expiring within 3 years from the date of issue, for every PP Share that has been cancelled to shareholders of the PP Shares ('PP Shareholders'), on the condition that the Company's shareholders approve the following special resolutions at a shareholders' general meeting to:</p> <p>1.3 change the status of the Company from that of a public no liability company to that of a public company limited by shares;</p> <p>1.4 reduce the capital of the Company by cancelling the uncalled capital on the partly paid shares with no distribution or return of capital being made as a result of that reduction of capital ('Cancellation');</p> <p>1.5 adopt a new constitution appropriate to a company limited by shares; and</p> <p>1.6 issue an option to PP Shareholders with an exercise price of \$0.0499 and expiring within 3 years from the date of issue for every PP Share that has been cancelled ('Proposal').</p>
Basis For Decision	<p>Underlying Policy The rule is to ensure partly paid securities do not receive an advantage or benefit that other classes of securities do not receive in the event of a reorganisation of capital. It serves as an anti-dilution protection for holders of ordinary securities.</p> <p>Present Application The Company intends to convert its status from a no liability company to a limited liability company. It has uncalled and unpaid PP Shares on issue, which have to be cancelled to enable the Company to convert to a limited liability company. The PP Shares are paid up to \$0.0101 with \$0.0499 remaining unpaid. As consideration for the cancellation of the PP Shares, the Company will issue options on a 1-for-1 basis to the PP Shareholders. Each option is exercisable at \$0.0499 and expires 3 years from the date of issue. As the PP Shareholders will have pay \$0.0499 (an amount equivalent to the uncalled capital on the PP Shares) to receive 1 ordinary share, the cancellation of the PP Shares does not offer a significant advantage to the PP Shareholders and the economic interest of existing fully paid ordinary shares in the Company will not be materially impacted. The waiver is granted on the condition that the Cancellation and Proposal are approved as a special resolution at a shareholders' general meeting.</p>

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Rule Number	8.10
Date	17/12/2021
ASX Code	WTN
Listed Company	WINTON LAND LIMITED
Waiver Number	WLC210352-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Winton Land Limited (the 'Company') a waiver from listing rule 8.10 to the extent necessary to permit the Board to cancel, refuse or delay the registration of any transfer of shares as permitted by the Constitution where the Directors of the Company ('Directors') are aware that the transfer will or is likely to result in the Company being considered an "overseas person" under the Overseas Investment Act 2005 (New Zealand) ('OIA') on condition that the Company complies with listing rule 3.19 at all times.</p>
Basis For Decision	<p>Underlying Policy Listing rule 8.10 facilitates the transfer procedures for quoted securities. Under the rule, entities must not prevent, delay or interfere with the registration of a transfer document. The requirement protects the integrity of the ASX market and supports the principle that quoted securities are freely transferable, and that the issuer of quoted securities should not have the ability to prevent particular persons from becoming security holders, other than as required by law or in other limited circumstances.</p> <p>Present Application The Company is formed under the law of New Zealand and will have its primary listing on the NZX with a secondary listing on ASX. The Company is subject to the provisions of the OIA which imposes overseas investment requirements where a company is considered an "overseas person". Under the OIA a company is considered an "overseas person" if: 1.1 in aggregate, overseas persons own 50% or more of the shares; or 1.2 overseas persons that own (together with their associates) 10% or more of the shares hold, in aggregate, more than 25% of the shares. The Company's Constitution contains certain provisions imposing certain obligations on and giving certain powers to the Directors of the Company to enforce the foreign ownership limit. The Directors have the right to decline to register a transfer of shares if the Directors are aware that the transfer of those shares will result in a contravention of the ownership limit. A waiver is granted to permit the Company to refuse to register a transfer that would result in the Company being considered an overseas person under the OIA on condition that the Company complies with listing rule 3.19 at all times.</p>

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Rule Number	8.11
Date	17/12/2021
ASX Code	WTN
Listed Company	WINTON LAND LIMITED
Waiver Number	WLC210352-003
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Winton Land Limited (the 'Company') a waiver from listing rule 8.11 to the extent necessary to permit the Company to request registered holders of shares to provide statutory declarations or other evidence in accordance with clause 3 of the Fourth Schedule to the Company's Constitution to enable the Company establish whether the transaction to which the transfer relates has resulted or might result in the Company being considered an "overseas person" under the Overseas Investment Act 2005 (New Zealand) ('OIA').</p>
Basis For Decision	<p>Underlying Policy An entity must not require documentation in connection with ownership restrictions before registering a transfer. The rule protects the integrity of the ASX market, and prevents a delay in settlement of the transactions.</p> <p>Present Application The Company is formed under the law of New Zealand and will have its primary listing on the NZX with a secondary listing on ASX. The Company is subject to the provisions of the Overseas Investment Act 2005 (New Zealand) ('OIA') which imposes overseas investment requirements where a company is considered an "overseas person".</p> <p>Under the OIA a company is considered an "overseas person" if: 1.1 in aggregate, overseas persons own 50% or more of the shares; or 1.2 overseas persons that own (together with their associates) 10% or more of the shares hold, in aggregate, more than 25% of the shares.</p> <p>The Constitution provides that the Company may require a person who has, or is suspected of having an interest in the shares of the Company to provide to the Company a statutory declaration or other evidence as required for the purpose of determining whether that person or any other person has entered, or is taking action to enter into a transaction that would be likely to result in the Company becoming an overseas person. The waiver is considered necessary to enable the Company to promote enforcement of the ownership threshold imposed by the OIA.</p>

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Rule Number	9.1(b)
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-022
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals Limited (the 'Company') a waiver from listing rule 9.1(b) to the extent necessary to permit the Company not to apply the restrictions in clauses 1, 2, 3, 4, 7, 8 and 9 of Appendix 9B do not apply to the Company.
Basis For Decision	<p>Underlying Policy Securities issued in certain circumstances, including in consideration for the acquisition of classified assets from related or unrelated vendors, or to seed capitalists who subscribe for securities at a discount to the initial public offering, 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, 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. In certain circumstances, under listing rule 9.1(c), the entity may issue a restriction notice in the form of Appendix 9C. The restriction agreement forbids the holder (and the controller(s), where appropriate) from transferring or creating any other interests in restricted securities during the escrow period. Under listing rule 9.1, 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 together prevent the holder (and where appropriate, the controller(s) of the holder) from being able to realise any financial benefit from their restricted securities during the escrow period. These arrangements protect the integrity of the market by ensuring that promoters, vendors and other categories of holders do not realise a value for their securities until a period of time has passed within which the value of classified assets sold to the listed entity can reasonably be expected to have become more apparent and to be reflected in the market price of the entity's securities.</p> <p>Present Application The Company is incorporated in Canada and has been listed on the TSX-V since 2013. The Company has conducted the same business during the period of its listing on TSX-V and its shares have traded continuously during this time. The Company has been subject to the continuous disclosure requirements of the TSX-V market. TSX-V also has an escrow regime in place. None of the Company's securities remain subject to TSX-V -imposed escrow. There is considered to have been a reasonable degree of liquidity in the Company's shares on the TSX-V market. Where the disclosure and trading record of a</p>

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company on another exchange is considered sufficient to demonstrate that the value of that company's securities has been discovered in the market, and there have been no recent issues of securities or changes of activities that interrupt that record, or issues to related parties or promoters in circumstances which would ordinary attract restrictions, it is not necessary to apply escrow to the existing securities of the company when it lists on ASX.

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Rule Number	9.1(c)
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-023
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals Limited (the 'Company') a waiver from listing rule 9.1(c) to the extent necessary to permit the Company not to apply the restrictions in clauses 1, 2, 3, 4, 7, 8 and 9 of Appendix 9B do not apply to the Company.
Basis For Decision	<p>Underlying Policy Securities issued in certain circumstances, including in consideration for the acquisition of classified assets from related or unrelated vendors, or to seed capitalists who subscribe for securities at a discount to the initial public offering, 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, 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. In certain circumstances, under listing rule 9.1(c), the entity may issue a restriction notice in the form of Appendix 9C. The restriction agreement forbids the holder (and the controller(s), where appropriate) from transferring or creating any other interests in restricted securities during the escrow period. Under listing rule 9.1, 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 together prevent the holder (and where appropriate, the controller(s) of the holder) from being able to realise any financial benefit from their restricted securities during the escrow period. These arrangements protect the integrity of the market by ensuring that promoters, vendors and other categories of holders do not realise a value for their securities until a period of time has passed within which the value of classified assets sold to the listed entity can reasonably be expected to have become more apparent and to be reflected in the market price of the entity's securities.</p> <p>Present Application The Company is incorporated in Canada and has been listed on the TSX-V since 2013. The Company has conducted the same business during the period of its listing on TSX-V and its shares have traded continuously during this time. The Company has been subject to the continuous disclosure requirements of the TSX-V market. TSX-V also has an escrow regime in place. None of the Company's securities remain subject to TSX-V -imposed escrow. There is considered to have been a reasonable degree of liquidity in the Company's shares on the TSX-V market. Where the disclosure and trading record of a company on another exchange is considered sufficient to demonstrate that the value of that company's securities has been discovered in the market, and there have been no recent issues of securities or changes of activities that interrupt that record, or issues to related parties or promoters in circumstances which would ordinary</p>

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attract restrictions, it is not necessary to apply escrow to the existing securities of the company when it lists on ASX.

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Rule Number	10.1
Date	8/12/2021
ASX Code	BEE
Listed Company	BROO LTD
Waiver Number	WLC210343-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Broo Limited (the 'Company') a waiver from listing rule 10.1 to the extent necessary to permit the Company to grant security over the assets and undertaking of the Company and its subsidiaries in favour of Duke61 Investments Pty Ltd as trustee for the Duke 61 Investment Trust ('Lender') (the 'Security') to secure the Company's obligations under a convertible note subscription deed ('Loan Facility') for an amount of \$3.6 million without obtaining shareholder approval, on the following conditions.</p> <p>1.1 the material terms of the transaction and of the waiver are announced to the market;</p> <p>1.2 the announcement includes a description of the reasons why the entity has chosen to obtain the financial accommodation from the listing rule 10.1 party rather than a lender that is not a 10.1 party and the steps the board of the entity (or, in the case of a listed trust, the RE of the trust) 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 entity's ordinary securities;</p> <p>1.3 the Security documents expressly provide that:</p> <p>1.3.1 the Security is limited to the funds due under the financial accommodation;</p> <p>1.3.2 the Security will be discharged when the funds due under the financial accommodation have been repaid in full;</p> <p>1.3.3 in the event the Security is enforced, the assets can only be disposed of to the 10.1 party or an associate of the 10.1 party if the disposal is first approved by the entity's security holders under listing rule 10.1; and</p> <p>1.3.4 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 the 10.1 party in accordance with their legal entitlements;</p> <p>1.4 any variation to the terms of the financial accommodation or the Security which:</p> <p>1.4.1 advantages the 10.1 party in a material respect;</p> <p>1.4.2 disadvantages the entity in a material respect; or</p> <p>1.4.3 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>1.5 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 entity's audited annual accounts.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listed entities are required to obtain the approval of security holders for an acquisition or disposal of a substantial asset from or to a person in a position to exercise influence over the entity. 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 to send it to security holders to accompany the notice of security holders' meeting. This rule protects security holders</p>

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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 2001 (Cth) (or, in the case of foreign entities, the related party provisions of the law of their home jurisdiction).

Present Application

A waiver from listing rule 10.1 is warranted as the Company's obligations under the Loan Facility provided by an associate of a substantial shareholder and related party of the Company will be secured over the assets of the Company. The granting of a security in favour of the related party lender constitutes a disposal of a substantial asset within the meaning of listing rules 10.1 and 10.2. Listing rule 19.12 defines "dispose" to include "using an asset as collateral". As of 30 June 2021, the value of the loan is more than 5% of the Company's total equity as set out in the annual report released on 30 September 2021. Accordingly, the use of all of the Company's assets as collateral constitutes the disposal of a "substantial asset" for the purposes of listing rule 10.2. The Company is granted a waiver from listing rule 10.1 to enable it to have in place a security over its assets in favour of the related party entity, subject to a number of conditions, including that the security documents provide that in the event the security is exercised, neither the related party or any of its associates are entitled to acquire the assets without the Company first complying with any applicable Listing Rules, including listing rule 10.1. This condition provides a sufficient safeguard against value-shifting to the related party.

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Rule Number	10.1
Date	16/12/2021
ASX Code	QAL
Listed Company	QUALITAS LIMITED
Waiver Number	WLC210347-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Qualitas Limited (the 'Company') a waiver from listing rule 10.1 in connection with the Company entering into future intragroup co-investments during the period of 12 months following admission where:</p> <p>1.1. The Company directly invests in a fund managed by the Company alongside and on the same terms as other unrelated third party investors ('Co-Investment Interests').</p> <p>2. The Company has made full disclosure under the Prospectus which adequately discloses the material terms of the framework under which the Company may acquire Co-Investment Interests.</p> <p>3. A summary of the material terms of any Co-Investment Interests to which this resolution applies is included in the Company's annual reports.</p> <p>4. Any material variation to the terms of any Co-Investment Interests to which this resolution applies are subject to shareholder approval under listing rule 10.1, should listing rule 10.1 apply to the co-investments at that time.</p>
Basis For Decision	<p>Underlying Policy 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 holder's 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 2001 (Cth) (or, in the case of foreign entities, the related party provisions in the law of their home jurisdiction).</p> <p>Present Application As part of its primary funds management activities, the Qualitas Group routinely undertakes to acquire Co-Investment Interests. Due to the nature of the assets, being significant commercial real estate interests, the value of the any Co-Investment Interest may be 5% or more of the Company's equity interests at the relevant time. A waiver from listing rule 10.1 is granted to the Company on the basis that the Co-Investments Interests are acquired on an equal footing and on equal terms to unrelated third parties. The waiver is limited to a 12 month period.</p>



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Rule Number	10.18
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-018
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 existing company employees pursuant to the terms of the Company's existing employment contracts.
Basis For Decision	<p>Underlying Policy 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>Present Application 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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Rule Number	14.2.1
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-019
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 CHESS depository interests ('CDIs') 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 holders of CDIs 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-quotations 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>
Basis For Decision	<p>Underlying Policy 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>Present Application 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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Rule Number	14.3
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-020
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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 CHESS depository interests ('CDIs').</p>
Basis For Decision	<p>Underlying Policy 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>Present Application 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 the 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

Rule Number	15.7
Date	24/12/2021
ASX Code	SLM
Listed Company	SOLIS MINERALS LTD.
Waiver Number	WLC210350-021
Decision	1. Based solely on the information provided, ASX Limited ('ASX') grants Solis Minerals 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.
Basis For Decision	<p>Underlying Policy 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>Present Application 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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