



# **Register of ASX Listing Rule Waivers**

**16 to 31 January 2022**

**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:  
- Customer Service Centre on 131 279**

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	28/01/2022
<b>ASX Code</b>	BRX
<b>Listed Company</b>	BELARAROX LIMITED
<b>Waiver Number</b>	WLC210362-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants BelaraRox Limited (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 4,250,000 performance rights to be issued to Directors ('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 as part of pre-quotations disclosure.</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>            In the present case, the number of Performance Rights will represent approximately 9.88% at minimum subscription and 8.85% at maximum subscription 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 Directors 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. It is considered that the existence of the Rights will not undermine the 20 cent rule in the circumstances. The waiver is granted on condition that the material terms and conditions of the Performance Rights are clearly disclosed.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	28/01/2022
<b>ASX Code</b>	FRE
<b>Listed Company</b>	FIREBRICK PHARMA LIMITED
<b>Waiver Number</b>	WLC210365-001
<b>Decision</b>	1. Based solely on the information provided ASX Limited ('ASX') grants Firebrick Pharma Limited ('the Company') a waiver from Listing Rule 1.1 Condition 12 to the extent necessary to permit the Company to have on issue 3,483,000 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 the Company'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>            The Company has applied for admission to the official list of ASX. The Company will have on issue options with an exercise price less than 20 cents. The options in aggregate represent 2.19% of the undiluted total issued capital of the Company at the time of listing on minimum subscription held by employees of the Company and issued under the Company's Employee Option Plan. 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 the Company's initial public offering prospectus.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	27/01/2022
<b>ASX Code</b>	HAR
<b>Listed Company</b>	HARANGA RESOURCES LIMITED.
<b>Waiver Number</b>	WLC210366-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Haranga Resources Limited (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 5,000,000 performance Shares ('Performance Rights') with a nil exercise price on condition that the material terms and conditions of the Performance Rights are clearly disclosed in the Company'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>            The Company has applied for admission to the Official List by way of an initial public offering. The Performance Rights will represent approximately 8.6% of undiluted issued capital at the time of admission. The waiver is granted on the basis that the number of Performance Shares 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. The full terms and conditions of the Performance Shares have been clearly disclosed in the Company's initial public offering prospectus.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	21/01/2022
<b>ASX Code</b>	OXT
<b>Listed Company</b>	OREXPLORE TECHNOLOGIES LIMITED
<b>Waiver Number</b>	WLC210367-001
<b>Decision</b>	1. Based solely on the information provided, ASX Limited ('ASX') grants Orexplre Technologies Limited (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue up to a maximum of 8,313,091 performance rights to be issued to directors ('Directors') ('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').
<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 is proposing to issue up to a maximum of 8,313,091 performance rights with a nil exercise price to two Directors. The number of Performance Rights will represent approximately 8.0% of the ordinary shares on issue under both minimum and maximum subscription. The Performance Rights are fixed in number and are held by Directors 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 vesting date, being the achievement of the milestone. It is considered that the existence of Performance Rights do 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 have been clearly disclosed in the Prospectus.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	2.1 condition 2
<b>Date</b>	28/01/2022
<b>ASX Code</b>	HNR
<b>Listed Company</b>	HANNANS LTD
<b>Waiver Number</b>	WLC220004-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Hannans Limited (the 'Company') in connection to entering an agreement for a sub-license from Greenhouse Investments Ltd ('Greenhouse') to commercialise the technology in relation to recovering metals from scrap and end-of-life lithium batteries ('Technology') in the United Kingdom and Ireland including the right to fund any lithium battery recycling plants developed by Greenhouse in Italy and the Balkans ('Proposed Transaction') and a proposed capital raising via a public offer at \$0.035 per fully paid ordinary share to raise up to \$3,500,000 on a post-consolidation basis (the 'Capital Raising'), a waiver from listing rule 2.1 condition 2 to the extent necessary to permit the Company to issue ordinary shares at an issue price of \$0.035 ('Capital Raising Shares'), subject to the following conditions:</p> <p>1.1 The issue price of the Capital Raising Shares is not less than AUD \$0.02 per share;</p> <p>1.2 The terms of this waiver are disclosed to the market and, along with the terms and conditions of the Capital Raising Shares, are clearly disclosed in the notice of meeting pursuant to which the Company will seek the approval required under Listing Rule 11.1.2 for the Proposed Transaction and in the prospectus to be issued in respect of the Capital Raising;</p> <p>1.3 The Company's shareholders approve the issue price of the Capital Raising Shares in conjunction with the approval obtained under Listing Rule 11.1.2 in respect of the Proposed Transaction; and</p> <p>1.4 The Company completes a consolidation of its capital structure in conjunction with the Proposed Transaction such that its securities are consolidated at a ratio that will be sufficient, based on the lowest price at which the Company's securities traded over the 20 trading days preceding the date ASX paused the trading of the Company's securities, to achieve a market value for its securities of not less than the offer price.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b></p> <p>Listing rule 2.1 condition 2 requires that the issue or sale price of all securities that an entity, at the time of its application for admission to the official list, seeks to have quoted must be at least 20 cents. The requirement demonstrates that the entity can raise funds at a price, or that its securities have a minimum value, suitable for a listed entity.</p> <p><b>Present Application</b></p> <p>The Company intends to seek re-admission to the Official List by re-complying with Chapters 1 and 2 of the ASX Listing Rules. The Company's shares traded at a price below 35 cents in the twenty (20) trading days prior to the date ASX paused the trading of the Company's securities. The Company is therefore proposing to undertake a consolidation of its securities at a ratio sufficient, based on its lowest trading price over those twenty (20) days, to achieve a market value for its securities of not less than the offer price. The proposed issue price of the Capital Raising Shares is \$0.035. ASX is otherwise satisfied that the Company's proposed capital structure following the consolidation and Capital Raising is suitable for a listed entity. Accordingly, the Company's circumstances fall within the policy</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

# Register of ASX Listing Rule Waivers

for granting the 2 cent waiver as set out in Guidance Note 12.

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.2
<b>Date</b>	17/01/2022
<b>ASX Code</b>	ABR
<b>Listed Company</b>	AMERICAN PACIFIC BORATES LIMITED
<b>Waiver Number</b>	WLC210360-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants American Pacific Borates Limited ('ABR') a waiver from Listing Rule 6.23.2 to the extent necessary to permit ABR, in connection with the proposed scheme of arrangement under Part 5.1 of the Corporations Act 2001 (Cth) between ABR and its shareholders as a result of which 100% of the ordinary shares of ABR will be acquired by the 5E Advanced Materials, Inc. ('Scheme'), to cancel for consideration, and without shareholder approval, up to 61,750,000 options ('Options') on the following conditions:</p> <p>1.1. full details of the cancellation of the Options and consideration payable for their cancellation are set out to ASX's satisfaction in the Scheme Booklet; and</p> <p>1.2. the Company's shareholders approve by the requisite majority, and a court of competent jurisdiction approves the Scheme, and the Court's orders are lodged with the Australian Securities and Investment Commission such that the Scheme becomes effective.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED





## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.2
<b>Date</b>	24/01/2022
<b>ASX Code</b>	API
<b>Listed Company</b>	AUSTRALIAN PHARMACEUTICAL INDUSTRIES LIMITED
<b>Waiver Number</b>	WLC220001-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Australian Pharmaceutical Industries Limited (the 'Company') a waiver from Listing Rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration, and without seeking shareholder approval, 6,611,351 unquoted performance rights, in connection with the proposed scheme of arrangement with Wesfarmers Limited (the 'Scheme'), on the following conditions.</p> <p>1.1 Full details of the cancellation of the unquoted performance rights and consideration payable for their cancellation be set out to ASX's satisfaction in the Scheme Booklet.</p> <p>1.2 The Scheme be approved by security holders of the Company and a court of competent jurisdiction, and the Court's orders are lodged with the Australian Securities and Investments Commission such that the Schemes become effective.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.2
<b>Date</b>	14/01/2022
<b>ASX Code</b>	BDC
<b>Listed Company</b>	BARDOC GOLD LIMITED
<b>Waiver Number</b>	WLC220002-001
<b>Decision</b>	<p>1. Subject to Resolution 2, and based solely on the information provided, ASX Limited ('ASX') grants Bardoc Gold Limited (the 'Company') a waiver from Listing Rule 6.23.2 to the extent necessary to permit the Company to cancel for consideration and without shareholder approval:</p> <p>1.1 499,998 options with an exercise price of \$1.20 per option, expiring on 11 September 2022; and</p> <p>1.2 1,000,000 options with an exercise price of \$0.72 per option, expiring on 27 September 2022</p> <p>(together 'Options'),</p> <p>in connection with the option cancellation deed entered into by St Barbara Limited ('SBM') and the Company as a result of which SBM will acquire all of the fully paid ordinary shares in BDC (the 'Scheme'), on the following conditions:</p> <p>1.3 The Company's shareholders approve by the requisite majority, and a court of competent jurisdiction approves the Scheme, and the Court's orders are lodged with the Australian Securities and Investment Commission such that the Scheme becomes effective; and</p> <p>1.4 Full details of the cancellation of the Options and consideration payable for their cancellation are set out to ASX's satisfaction in the Scheme booklet.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.2
<b>Date</b>	25/01/2022
<b>ASX Code</b>	MEP
<b>Listed Company</b>	MINOTAUR EXPLORATION LTD
<b>Waiver Number</b>	WLC220007-001
<b>Decision</b>	<p>1. Subject to Resolution 2, and based solely on the information provided, in connection with the off-market takeover offer by Andromeda Metals Limited (the "Bidder" or "ADN") for all the issued shares in Minotaur Exploration Limited ("MEP") (the "Takeover"), ASX Limited ('ASX') grants MEP a waiver from Listing Rule 6.23.2 to the extent necessary to permit MEP to cancel for consideration and without shareholder approval the following options issued by MEP:</p> <p>1.1 12,600,000 unquoted options exercisable at \$0.10 expiring at 28 November 2022;</p> <p>1.2 9,500,000 unquoted options exercisable at \$0.12 expiring at 28 November 2022; and</p> <p>1.3 12,000,000 unquoted options exercisable at \$0.20 expiring at 31 January 2024 (together, the Options).</p> <p>2. Resolution 1 is subject to the following conditions:</p> <p>2.1 Full details of the cancellation of the Options and consideration payable for their cancellation are set out in the target's statement for the Takeover;</p> <p>2.2 The Takeover bid being declared unconditional;</p> <p>2.3 The Bidder acquiring voting power in MEP of at least 50.1%.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	25/01/2022
<b>ASX Code</b>	MXI
<b>Listed Company</b>	MAXIPARTS LIMITED
<b>Waiver Number</b>	WLC220006-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Maxiparts 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 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 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.</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 institutional component of 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.

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	27/01/2022
<b>ASX Code</b>	SYR
<b>Listed Company</b>	SYRAH RESOURCES LIMITED
<b>Waiver Number</b>	WLC220009-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grant Syrah 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 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 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</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 institutional component of 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.

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.1
<b>Date</b>	13/01/2022
<b>ASX Code</b>	ERA
<b>Listed Company</b>	ENERGY RESOURCES OF AUSTRALIA LIMITED
<b>Waiver Number</b>	WLC210364-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Energy Resources of Australia Limited (the 'Company') a waiver from Listing Rule 10.1 to the extent necessary to permit the Company to enter into an agreement with Rio Tinto Marketing Pte Ltd ('RTU'), on arm's length terms, that, in substance, extends the final year of delivery under the Amended and Restated Agreement for the Sale and Purchase of Natural Uranium Concentrates between the Company and RTU dated 16 August 2017 ('Sales and Marketing Agreement') in relation to the sale and purchase of natural uranium oxide concentrates produced by the Company by one year (from the year ended 31 December 2021 to the year ending 31 December 2022), without shareholder approval.</p> <p>2. ASX confirms that the Company should seek the written opinion of ASX on whether approval is required under Listing Rule 10.1 to the extent that RTU intends to sell uranium oxide under the Sales and Marketing Agreement to a person outlined in Listing Rules 10.1.1 to 10.1.5.</p>
<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 provisions of the Corporations Act (or, in the case of foreign entities, the related party provisions in the law of their home jurisdiction).</p> <p><b>Present Application</b> ASX granted the Company a waiver from Listing Rule 10.1 on 16 August 2017 in respect of the entry into the Sales and Marketing Agreement. The terms of the Sales and Marketing Agreement provided that the year ended 31 December 2021 was the final year for delivery by the Company to RTU of natural uranium oxide concentrates under that Agreement. The Company has remaining uncommitted inventory of uranium oxide concentrates produced at its Ranger mine before the cessation of production at the mine in January 2021. The Company proposes to enter into an agreement with RTU, a related party, being a member of the Rio Tinto Group, under which the terms of the Sales and Marketing Agreement between the Company and RTU would effectively be varied to the extent necessary to extend the final year of delivery of uranium oxide concentrates under that agreement by one year (from the year ended 31 December 2021 to the year ending 31 December 2022). The Company is a subsidiary of Rio Tinto, which (through various wholly-owned subsidiaries) owns approximately 86% of the Company's issued shares. Under the terms of the Sales and Marketing Agreement, RTU is permitted to sell uranium oxide concentrates to a person outlined in Listing Rules 10.1.1 to 10.1.5.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

## Register of ASX Listing Rule Waivers

Marketing Agreement, RTU had a right but not the obligation, in its sole discretion, to enter into new sales contracts with the Company for the delivery of additional uranium oxide concentrates produced by the Company in excess of its existing commitments until the end of the 2021 delivery year. Under the proposed variation agreement, this arrangement would be extended by one year until 31 December 2022. In the event that RTU is unwilling to enter into new sales contracts with the Company for the sale of the additional concentrates as principal, the Company may enter into sales contracts administered by RTU under an Agency Agreement. Under the Agency Agreement, RTU acts as an agent of the Company and provides marketing and sales contract administration services in respect of the additional concentrates available for sale and (subject to the Company's directions in relation to key terms) RTU conducts negotiations on behalf of the Company. Listing Rule 10.1 does not apply to payments made under the Agency Agreement.

The price the Company will receive for the additional concentrates will continue to be a specified percentage of the weighted average price per pound calculated having regard to the amounts actually received by RTU from customers and the quantities of concentrates delivered by the Company under sales contracts entered into with RTU under the Sales and Marketing Agreement.

The fee payable to RTU under the Sales and Marketing Agreement was negotiated on arm's length terms, and is considered by the Company to compare favourably with fees that would be charged by other parties with whom it could enter into sales and marketing arrangements. RTU continues to have an incentive to achieve a price as high as possible. Listing Rule 10.1 may be triggered in the event RTU sells the uranium oxide, under the terms of the Sales and Marketing Agreement, to a person to whom Listing Rules 10.1.1 to 10.1.5 applies. As such there is very limited opportunity for value shifting.

The waiver is granted on the basis that it effectively constitutes a one year extension of the waiver from Listing Rule 10.1 granted by ASX to the Company on 16 August 2017 in respect of the Sales and Marketing Agreement.



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.13.5
<b>Date</b>	25/01/2022
<b>ASX Code</b>	G79
<b>Listed Company</b>	GOLDOZ LIMITED
<b>Waiver Number</b>	WLC220003-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants GoldOz Limited (the 'Company'), in connection with the acquisition of 100% of the issued capital of Placer Gold Pty Ltd and the Acquisition of two gold tenements from Historic Gold Mines Pty Ltd ('Proposed Transactions') and the proposed capital raising of up to \$5,500,000 ('Capital Raising') via the issue of up to 27,500,000 fully paid ordinary shares ('Capital Raising Shares') a waiver from listing rule 10.13.5 to the extent necessary to permit the Company's notice of annual general meeting ('Notice'), seeking shareholder approval for, amongst other things, the issue of a maximum of 1,500,000 shares in the Company's capital at an issue price of \$0.01 per share to Andrew Haythorpe ('Related Party Shares') to state that the Related Party Shares will be issued later than 1 month after the date on which the issue of the Related Party Shares is approved at a meeting of the Company's ordinary security holders, subject to the following conditions.</p> <p>1.1 The Related Party Shares are issued by no later than the date that the Capital Raising Shares are issued, which must be no later than 3 months after the date of the shareholder meeting.</p> <p>1.2 The Notice states that a maximum of 1,500,000 Related Party Shares will be issued.</p> <p>1.3 The circumstances of the Company, as determined by the ASX, have not materially changed since the Company's shareholders approved the issue of the Related Party Shares.</p> <p>1.4 The terms of this waiver are clearly disclosed in the Notice and in the prospectus to be issued in respect of the Capital Raising the Notice contains the full terms and conditions of the Related Party Shares as well as the conditions of this waiver.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED





## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.13.5
<b>Date</b>	28/01/2022
<b>ASX Code</b>	PBX
<b>Listed Company</b>	PACIFIC BAUXITE LIMITED
<b>Waiver Number</b>	WLC220008-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Pacific Bauxite Limited (the 'Company') in connection with the acquisition of 100% of the issued capital of Western Yilgarn PGM Pty Ltd and AAM Resources Pty Ltd ('Proposed Transaction') and a proposed capital raising via a public offer at A\$0.20 per fully paid ordinary share ('Share') raising of \$4,500,000 ('Capital Raising'), a waiver from listing rule 10.13.5 to the extent necessary to permit the Company's notice of meeting ('Notice') ('Meeting') seeking shareholder approval for, amongst other things, the issue of:</p> <p>1.1 300,000 shares to current non-executive director and chairman Peter Lewis; and</p> <p>1.2 2,492,469 options exercisable at \$0.20 with an expiry date of three (3) years from the date of issue to current non-executive directors John Traicos and Peter Michael and non-executive director and chairman Peter Lewis,</p> <p>(together, the 'Related Party Securities') not to state that the Related Party Securities will be issued no later than one (1) month after the date of the Meeting, on the following conditions:</p> <p>1.3 the Related Party Securities are issued by no later than the date that the Capital Raising Shares are issued which must be no later than two (2) months after the date of the Meeting;</p> <p>1.4 the Related Party Securities are issued pursuant to the relevant terms and conditions set out in the Notice;</p> <p>1.5 the circumstances of the Company, as determined by the ASX, have not materially changed since the Company's shareholders approved the issue of the Related Party Securities; and</p> <p>1.6 the terms of the waiver are disclosed to the Company's shareholders as soon as possible and in the prospectus to be issued in respect of the Capital Raising.</p>
<b>Basis For Decision</b>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.14
<b>Date</b>	17/01/2022
<b>ASX Code</b>	B4P
<b>Listed Company</b>	BEFOREPAY GROUP LIMITED
<b>Waiver Number</b>	WLC210361-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants by Beforepay Group Limited (the 'Company'), a waiver from Listing Rule 10.14 to the extent necessary to permit the Company to issue options equivalent to a value of up to \$25,000 per annum in each period up to an aggregate of \$75,000 in value over the three year period from the admission date to each director of the Company under the Company's new employee incentive plan ('Plan'), without shareholder approval on the following conditions;</p> <p>1.1. The initial public offering prospectus to be issued in connection with the proposed listing of the Company 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 the Company will issue the options under the Plan must be no later than 3 years from the date of the Company's admission to the official list of ASX.</p> <p>1.3. Details of any options issued to the directors (and their associates) under the Plan must be published in the Company's annual report relating to the period in which they were issued.</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, 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' interests by supplementing the related party provisions of the Corporations Act (and any related party provisions applying to foreign entities under relevant legislation).</p> <p><b>Present Application</b> The Company has applied for admission to the official list of ASX. It intends to issue securities to directors (and their associates) 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. The initial public offering prospectus contains adequate disclosure about the proposed issues of options to directors and the options must be issued within three years of the Company's admission to the official list, which is consistent with the requirements of Listing Rule 10.15.</p>

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED

ASX Limited ABN 98 008 624 691 and its related bodies corporate reserve all rights in the material incorporated in this publication. No part of this publication may be photocopied, reproduced, transcribed into or stored in a retrieval system or any other form of electronic medium, nor may it be transmitted in any form or by any means whether electronic, mechanical or otherwise without the prior written approval of the General Manager, Market Information, ASX Limited. NO RESPONSIBILITY IS ACCEPTED FOR ANY INACCURACIES IN THE MATTER PUBLISHED