



# **Register of ASX Listing Rule Waivers**

**1 to 15 June 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**

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	8/06/2022
<b>ASX Code</b>	KNG
<b>Listed Company</b>	KINGSLAND MINERALS LTD
<b>Waiver Number</b>	WLC220085-001
<b>Decision</b>	Based solely on the information provided, ASX grants Kingsland Minerals Ltd (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue either 3,630,000 or 4,130,000 performance shares (depending on whether maximum or any less than maximum is raised under the public offer) to be issued to the vendors of the Company's main tenements ('Performance Shares') with a nil exercise price on condition that the material terms and conditions of the Performance Shares 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> In the present case, the number of Performance Shares will represent approximately 9.98% of the ordinary shares on issue at the time of the Company's admission to the official list on an undiluted basis based on maximum subscriptions. The Performance Shares are fixed in number and are being issued to the vendors of the Company's main tenements as consideration. The Performance Shares will only convert on satisfactory performance of the asset and are therefore unlikely to have any impact on the trading price of the Company's shares. It is considered that the existence of the Performance Shares 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 Shares are clearly disclosed in the Company's prospectus.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	10/06/2022
<b>ASX Code</b>	UUV
<b>Listed Company</b>	UUV AQUABOTIX LTD
<b>Waiver Number</b>	WLC220096-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants UUV Aquabotix Limited (the 'Company') in connection with the acquisition of 100% of the issued share capital of Mobile Business Devices Pty Ltd ('MBD') (the 'Proposed Acquisition') and a proposed capital raising via a public offer at A\$0.02 per fully paid ordinary share to raise up to A\$5,500,000 on a post-consolidation basis (the 'Capital Raising'), a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to issue to Canaccord Genuity (Australia) Limited up to 25,000,000 options exercisable at A\$0.03 with an expiry date of three (3) years from the date of issue (the 'Lead Manager Options'), subject to the following conditions:</p> <p>1.1. the exercise price of the Lead Manager Options is not less than A\$0.03 each;</p> <p>1.2. the terms of this waiver are disclosed to the market and, along with the terms and conditions of the Lead Manager Options, are clearly disclosed to the market and in the prospectus to be issued in respect of the Capital Raising; and</p> <p>1.3. the Company's shareholders approve the issue of the Lead Manager Options in conjunction with the approval obtained under listing rule 11.1.2 for the Proposed Acquisition.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b> The Company intends to seek re-admission to the Official List by re-complying with Chapters 1 and 2 of the ASX listing rules. The proposed exercise price for the Lead Manager Options is not less than A\$0.03 and the issue of the Lead Manager Options will be specifically approved by shareholders in conjunction with the approval obtained under listing rule 11.1.2 in respect of the Proposed Acquisition. ASX is otherwise satisfied that the Company's proposed capital structure following the Proposed Acquisition will be suitable for a listed entity. On completion of the Proposed Acquisition, the options will represent 4% of the issued capital of the Company on an undiluted and post-consolidation basis (based on minimum subscription), and 3.6% of the issued capital of the Company on an undiluted and post-consolidation basis (based on maximum subscription). The options will convert into ordinary shares in the Company on a one-for-one basis. The existence of this number of unquoted options will not undermine the 20 cent rule in the circumstances.</p>

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# Register of ASX Listing Rule Waivers

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	1/06/2022
<b>ASX Code</b>	UUV
<b>Listed Company</b>	UUV AQUABOTIX LTD
<b>Waiver Number</b>	WLC220097-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants UUV Aquabotix Limited (the 'Company') in connection with the acquisition of 100% of the issued share capital of Mobile Business Devices Pty Ltd ('MBD') (the 'Proposed Acquisition') and a proposed capital raising via a public offer at A\$0.02 per fully paid ordinary share to raise up to A\$5,500,000 on a post-consolidation basis (the 'Capital Raising'), a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to issue to holders of convertible notes to be issued in MBD by the Company, up to 12,500,000 options exercisable at A\$0.025 with an expiry date of three (3) years from the date of issue (the 'Convertible Note Options'), subject to the following conditions:</p> <p>1.1. the exercise price of the Convertible Note Options is not less than A\$0.02 each;</p> <p>1.2. the terms of this waiver are disclosed to the market and, along with the terms and conditions of the Convertible Note Options, 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 Acquisition and in the prospectus to be issued in respect of the Capital Raising; and</p> <p>1.3. the Company's shareholders approve the issue of the Convertible Note Options in conjunction with the approval obtained under listing rule 11.1.2 for the Proposed Acquisition.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b> The Company intends to seek re-admission to the Official List by re-complying with Chapters 1 and 2 of the ASX listing rules. The proposed exercise price for the Convertible Note Options is not less than A\$0.02 and the issue of the Convertible Note Options will be specifically approved by shareholders in conjunction with the approval obtained under listing rule 11.1.2 in respect of the Proposed Acquisition. ASX is otherwise satisfied that the Company's proposed capital structure following the Proposed Acquisition will be suitable for a listed entity. On completion of the Proposed Acquisition, the options will represent 2% of the issued capital of the Company on an undiluted and post-consolidation basis (based on minimum subscription), and 1.8% of the issued capital of the Company on an undiluted and post-consolidation basis (based on maximum subscription). The options will convert into ordinary shares in the Company on a one-for-one basis. The existence of this number of unquoted options will not undermine the 20 cent rule in the circumstances.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	1/06/2022
<b>ASX Code</b>	UUV
<b>Listed Company</b>	UUV AQUABOTIX LTD
<b>Waiver Number</b>	WLC220098-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants UUV Aquabotix Limited (the 'Company') in connection with the acquisition of 100% of the issued share capital of Mobile Business Devices Pty Ltd ('MBD') (the 'Proposed Acquisition') and a proposed capital raising via a public offer at A\$0.02 per fully paid ordinary share to raise up to A\$5,500,000 on a post-consolidation basis (the 'Capital Raising'), a waiver from listing 1.1 condition 12 to the extent necessary to permit the Company to issue 60,000,000 performance rights to directors, management, a consultant and employees of MBD pursuant to the Proposed Acquisition at an issue price of less than \$0.20 ('Performance Rights'), subject to the following conditions;</p> <p>1.1 the full terms of this waiver are disclosed to the market and, along with the terms and conditions of the Performance Rights, are clearly disclosed in the notice of meeting pursuant to which the Company will seek the approval of the Company's shareholders to issue the Performance Rights in conjunction with the approval obtained under listing rule 11.1.2 for the Proposed Acquisition; and</p> <p>1.2 the full terms and conditions of the Performance Rights are clearly disclosed in the Company's prospectus.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p><b>Present Application</b> In the present case, the number of Performance Rights will represent approximately 9.4% of the ordinary shares on issue at the time of the Company's back door listing on an undiluted basis based on minimum subscriptions. The Performance Rights are fixed in number and are being issued to the directors, management, a consultant and employees of MBD in connection with the Proposed Acquisition and only convert on satisfactory performance of the relevant milestones. Therefore the Performance Rights are unlikely to have any impact on the trading price of the Company's shares. 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 full 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

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	7/06/2022
<b>ASX Code</b>	UVA
<b>Listed Company</b>	UVRE LIMITED
<b>Waiver Number</b>	WLC220087-001
<b>Decision</b>	Based solely on the information provided, ASX grants Uvre Limited ('UVA') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit UVA to issue 2,350,000 performance rights that each convert, upon the satisfaction of certain milestones, to UVA's ordinary shares on a one for one basis to Peter Woods and Steven Wood, who are directors of UVA, as performance incentives ('Performance Securities') with a nil exercise price on the condition that the material terms and conditions of the Performance Rights are clearly disclosed in UVA'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>            In the present case, the number of Performance Rights once exercised into shares will represent approximately 6.54% on minimum subscription and 5.74% on maximum subscription under the IPO offer of the ordinary shares on issue at the time of UVA's admission on an undiluted basis. The Performance Rights are fixed in number and will be held by two directors and are therefore unlikely to have any impact on the trading price of UVA's shares. The Performance Rights will convert into ordinary shares in UVA on a one for one basis on the achievement of VWAP and JORC-related 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 the full terms and conditions of the Performance Rights are clearly disclosed in the prospectus.</p>

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<b>Rule Number</b>	2.1 condition 2
<b>Date</b>	1/06/2022
<b>ASX Code</b>	UUV
<b>Listed Company</b>	UUV AQUABOTIX LTD
<b>Waiver Number</b>	WLC220097-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants UUV Aquabotix Limited (the 'Company') in connection with the acquisition of 100% of the issued share capital of Mobile Business Devices Pty Ltd (the 'Proposed Acquisition') and a proposed capital raising via a public offer at A\$0.02 per fully paid ordinary share to raise up to A\$5,500,000 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 A\$0.02 ('Capital Raising Shares'), subject to the following conditions:</p> <p>1.1. the issue price of the Capital Raising Shares is not less than A \$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 Acquisition 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 Acquisition; and</p> <p>1.4. the Company completes a consolidation of its capital structure in conjunction with the Proposed Acquisition 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 of the suspension of the Company's securities from official quotation, 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> 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> 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 2 cents in the twenty (20) trading days prior to the suspension of its securities from quotation. 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 A\$0.02. The Company will be seeking shareholder approval for the issue of the Capital Raising Shares at not less than A \$0.02 and 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 for granting the waiver as set out in Guidance Note 12.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	4.2A.3
<b>Date</b>	15/06/2022
<b>ASX Code</b>	360
<b>Listed Company</b>	LIFE360 INC.
<b>Waiver Number</b>	WLC220091-001
<b>Decision</b>	<p>1. Subject to resolutions 2 and 3, and based solely on the information provided, ASX Limited ('ASX') grants Life 360 Inc. (the 'Company') a waiver from Listing Rule 4.2A.3 to the extent necessary to permit the Company to not be required to lodge an Appendix 4D, on the condition that the Company gives ASX:</p> <p>1.1 a copy of the Forms 10-Q the Company has filed with the SEC for the first and second quarters of that financial year; and</p> <p>1.2 in the case of the Company's Form 10-Q for the second quarter, a cover sheet for the Form 10-Q headed "Results for announcement to the market" with the key information set out in section 2 of Appendix 4D.</p> <p>2. The waiver is granted on condition that the Company:</p> <p>2.1 gives its Forms 10-Q for the first and third quarters of its financial year to ASX for release to the market immediately after it has been filed with the SEC and, in any event, by no later than the date on which it is due to be given to the SEC under US law;</p> <p>2.2 gives its Forms 10-Q and the cover sheet referred to above for the first half of its financial year to ASX for release to the market by the earliest of: (a) the date it is filed with the SEC; (b) the date it is due to be given to the SEC under US law; and (c) the date that its Appendix 4D and half-year report are due to be lodged with ASX under Listing Rule 4.2A;</p> <p>2.3 acknowledges in writing to ASX that if it fails to give ASX its quarterly Forms 10-Q and annual Form 10-K along with any cover sheet or supplement required under this waiver by the due date above, ASX will suspend its securities from quotation under Listing Rule 17.5 on the trading day after the date on which the documents were due;</p> <p>2.4 gives to ASX for release to the market any SEC Form 8-K it files with the SEC immediately after it has been filed with the SEC;</p> <p>2.5 makes an announcement to the market about the granting of this waiver and its effect;</p> <p>2.6 includes on its website information about this waiver and its effect on the timeframes within which it must lodge its quarterly Forms 10-Q and annual Form 10-K with ASX compared to the time frames that, but for this waiver, it would have to lodge with ASX an Appendix 4C; and</p> <p>2.7 notifies ASX immediately if it ceases to be subject to an obligation to file Forms 10-K and 10-Q with the SEC under US law.</p> <p>3. This waiver will cease to apply if the Company ceases to be subject to an obligation to file Forms 10-K and 10-Q with the SEC under US law.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

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<b>Rule Number</b>	4.3A
<b>Date</b>	15/06/2022
<b>ASX Code</b>	360
<b>Listed Company</b>	LIFE360 INC.
<b>Waiver Number</b>	WLC220091-002
<b>Decision</b>	<p>1. Subject to resolutions 2 and 3, and based solely on the information provided, ASX Limited ('ASX') grants Life 360 Inc. (the 'Company') a waiver from listing rule 4.3A to the extent necessary to permit the Company to not be required to lodge an Appendix 4E, on the condition that the Company gives ASX:</p> <p>1.1 a copy of the Form 10-K the Company has filed with the SEC for that financial year; and</p> <p>1.2 a cover sheet for the Form 10-K headed "Results for announcement to the market" with the key information set out in section 2 of Appendix 4E.</p> <p>2. The waiver is granted on condition that the Company:</p> <p>2.1 gives its Forms 10-Q for the first and third quarters of its financial year to ASX for release to the market immediately after it has been filed with the SEC and, in any event, by no later than the date on which it is due to be given to the SEC under US law;</p> <p>2.2 gives its Form 10-K and the cover sheet referred to above for its full financial year to ASX for release to the market by the earliest of: (a) the date it is filed with the SEC; (b) the date it is due to be given to the SEC under US law; and (c) the date that its Appendix 4E and the accounts on which it is based are due to be lodged with ASX under Listing Rule 4.3A;</p> <p>2.3 acknowledges in writing to ASX that if it fails to give ASX its quarterly Forms 10-Q and annual Form 10-K along with any cover sheet or supplement required under this waiver by the due date above, ASX will suspend its securities from quotation under Listing Rule 17.5 on the trading day after the date on which the documents were due;</p> <p>2.4 gives to ASX for release to the market any SEC Form 8-K it files with the SEC immediately after it has been filed with the SEC;</p> <p>2.5 makes an announcement to the market about the granting of this waiver and its effect;</p> <p>2.6 includes on its website information about this waiver and its effect on the timeframes within which it must lodge its quarterly Forms 10-Q and annual Form 10-K with ASX compared to the time frames that, but for this waiver, it would have to lodge with ASX an Appendix 4C; and</p> <p>2.7 notifies ASX immediately if it ceases to be subject to an obligation to file Forms 10-K and 10-Q with the SEC under US law.</p> <p>3. This waiver will cease to apply if the Company ceases to be subject to an obligation to file Forms 10-K and 10-Q with the SEC under US law.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

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<b>Rule Number</b>	4.7B
<b>Date</b>	15/06/2022
<b>ASX Code</b>	360
<b>Listed Company</b>	LIFE360 INC.
<b>Waiver Number</b>	WLC220091-003
<b>Decision</b>	<p>1. Subject to resolutions 2 and 3, and based solely on the information provided, ASX Limited ('ASX') grants Life 360 Inc. (the 'Company') a waiver from listing rule 4.7B to the extent necessary to permit the Company to not be required to lodge an Appendix 4C, on the condition that the Company gives ASX:</p> <p>for the first, second and third quarters of its financial year,</p> <p>1.1 a copy of the Forms 10-Q the Company has filed with the SEC for those quarters; and</p> <p>1.2 for each of those quarters, if there is any information that ought to have been disclosed in the Company's quarterly activity report for that quarter under Listing Rule 4.7C that is not included in the Company's Form 10-Q for that quarter, a supplement to the Form 10-Q for that quarter that discloses the information; and</p> <p>for the fourth quarter of its financial year,</p> <p>1.3 a copy of the Form 10-K the Company has filed with the SEC for that financial year; and</p> <p>1.4 if there is any information that ought to have been disclosed in the Company's quarterly activity report for the fourth quarter under Listing Rule 4.7C that is not included in the Company's Form 10-K, a supplement to the Form 10-K that discloses the information.</p> <p>2. The waiver is granted on condition that the Company:</p> <p>2.1 gives its Forms 10-Q for the first and third quarters of its financial year to ASX for release to the market immediately after it has been filed with the SEC and, in any event, by no later than the date on which it is due to be given to the SEC under US law;</p> <p>2.2 acknowledges in writing to ASX that if it fails to give ASX its quarterly Forms 10-Q and annual Form 10-K along with any cover sheet or supplement required under this waiver by the due date above, ASX will suspend its securities from quotation under Listing Rule 17.5 on the trading day after the date on which the documents were due;</p> <p>2.3 gives to ASX for release to the market any SEC Form 8-K it files with the SEC immediately after it has been filed with the SEC;</p> <p>2.4 makes an announcement to the market about the granting of this waiver and its effect;</p> <p>2.5 includes on its website information about this waiver and its effect on the timeframes within which it must lodge its quarterly Forms 10-Q and annual Form 10-K with ASX compared to the time frames that, but for this waiver, it would have to lodge with ASX an Appendix 4C; and</p> <p>2.6 notifies ASX immediately if it ceases to be subject to an obligation to file Forms 10-K and 10-Q with the SEC under US law.</p> <p>3. This waiver will cease to apply if the Company ceases to be subject to an obligation to file Forms 10-K and 10-Q with the SEC under US law.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

# Register of ASX Listing Rule Waivers

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	4.7C
<b>Date</b>	15/06/2022
<b>ASX Code</b>	360
<b>Listed Company</b>	LIFE360 INC.
<b>Waiver Number</b>	WLC220091-004
<b>Decision</b>	<p>1. Subject to resolutions 2 and 3, and based solely on the information provided, ASX Limited ('ASX') grants Life 360 Inc. (the 'Company') a waiver from listing rule 4.7C to the extent necessary to permit the Company to not be required to lodge a quarterly activity report, on the condition that the Company gives ASX:</p> <p>for the first, second and third quarters of its financial year,</p> <p>1.1 a copy of the Forms 10-Q the Company has filed with the SEC for those quarters; and</p> <p>1.2 for each of those quarters, if there is any information that ought to have been disclosed in the Company's quarterly activity report for that quarter under Listing Rule 4.7C that is not included in the Company's Form 10-Q for that quarter, a supplement to the Form 10-Q for that quarter that discloses the information; and</p> <p>for the fourth quarter of its financial year,</p> <p>1.3 a copy of the Form 10-K the Company has filed with the SEC for that financial year; and</p> <p>1.4 if there is any information that ought to have been disclosed in the Company's quarterly activity report for the fourth quarter under Listing Rule 4.7C that is not included in the Company's Form 10-K, a supplement to the Form 10-K that discloses the information.</p> <p>2. The waiver is granted on condition that the Company:</p> <p>2.1 gives its Forms 10-Q for the first and third quarters of its financial year to ASX for release to the market immediately after it has been filed with the SEC and, in any event, by no later than the date on which it is due to be given to the SEC under US law;</p> <p>2.2 acknowledges in writing to ASX that if it fails to give ASX its quarterly Forms 10-Q and annual Form 10-K along with any cover sheet or supplement required under this waiver by the due date above, ASX will suspend its securities from quotation under Listing Rule 17.5 on the trading day after the date on which the documents were due;</p> <p>2.3 gives to ASX for release to the market any SEC Form 8-K it files with the SEC immediately after it has been filed with the SEC;</p> <p>2.4 makes an announcement to the market about the granting of this waiver and its effect;</p> <p>2.5 includes on its website information about this waiver and its effect on the timeframes within which it must lodge its quarterly Forms 10-Q and annual Form 10-K with ASX compared to the time frames that, but for this waiver, it would have to lodge with ASX a quarterly activity report; and</p> <p>2.6 notifies ASX immediately if it ceases to be subject to an obligation to file Forms 10-K and 10-Q with the SEC under US law.</p> <p>3. This waiver will cease to apply if the Company ceases to be subject to an obligation to file Forms 10-K and 10-Q with the SEC under US law.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

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# Register of ASX Listing Rule Waivers

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.2
<b>Date</b>	15/06/2022
<b>ASX Code</b>	OKU
<b>Listed Company</b>	OKLO RESOURCES LIMITED
<b>Waiver Number</b>	WLC220094-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Oklo Resources 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, 800,000 options with an exercise price of A\$0.20 per option, expiring on 23 November 2024 ('Unlisted Options'), in connection with the proposed scheme of arrangement with B2Gold Corp. (the 'Scheme'), on the following conditions:</p> <p>1.1 the Company's shareholders approve by the requisite majority, a court of competent jurisdiction ('Court') 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>1.2 full details of the cancellation of the Unlisted 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>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	6.23.3
<b>Date</b>	1/06/2022
<b>ASX Code</b>	WAK
<b>Listed Company</b>	WA KAOLIN LIMITED
<b>Waiver Number</b>	WLC220099-001
<b>Decision</b>	<p>1. Subject to resolution 2 and based solely on the information provided, ASX Limited ('ASX') grants WA Kaolin Limited (the 'Company') a waiver from listing rule 6.23.3 to the extent necessary to permit the Company to increase the vesting milestone date for 11,000,000 performance rights from 30 June 2022 to 30 September 2022 ('Amended Vesting Date').</p> <p>2. The waiver in resolution 1 is granted on the following conditions.</p> <p>2.1. The Company obtains shareholder approval for the Amended Vesting Date.</p> <p>2.2. The notice of meeting seeking approval includes explanatory information satisfactory to ASX including, at a minimum, a clear explanation of the rationale for the proposed changes.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 6.23.3 stipulates that changes to option terms which have the effect of reducing the exercise price, increasing the exercise period or increasing the number of securities received on exercise are prohibited. These terms are considered to be so fundamental and integral to the terms of the options when granted that they cannot be changed even with the approval of shareholders. These option terms determine the intrinsic value (if any) which may be attributed to the options. The valuation of the options and investors' decisions whether to buy, hold, sell, or exercise the options depends upon investors having certainty as to the terms of the options. To ensure the integrity of the market, any changes to the fundamental terms of the options are prohibited.</p> <p><b>Present Application</b> The Company has sought a waiver from Listing Rule 6.23.3 to enable it to amend the terms of existing performance rights by extending the vesting milestone dates of the performance rights by three months. The proposed extension to the vesting milestone dates will extend the period of exercise of the performance rights and therefore Listing Rule 6.23.3 applies. The Company will seek shareholder approval for the proposed extension prior to the original vesting condition milestone date. Full details will be provided in the notice of meeting. The performance rights represent 3.3% of the number of fully paid ordinary shares on issue, on an undiluted basis. All other terms of the performance rights remain the same and escrow requirements remain unchanged. It is proposed to grant the waiver conditional on the Company's shareholders approving the change and satisfactory explanation of the reasons for the change being set out in the notice of meeting.</p>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	14/06/2022
<b>ASX Code</b>	COE
<b>Listed Company</b>	COOPER ENERGY LIMITED
<b>Waiver Number</b>	WLC220088-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Cooper Energy Limited (the 'Company') a waiver from Listing Rule 7.1, in connection with the Company conducting an accelerated non-renounceable 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 it may issue without shareholder approval pursuant to the Placement on the basis that variable "A" of the formula in Listing Rule 7.1 is deemed to include the number of 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 Shares offered under the underwritten component of the Entitlement Offer is not issued, and the number of 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 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 Shares issued under the Placement are issued at the same time or after the issue of 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.

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.1
<b>Date</b>	13/06/2022
<b>ASX Code</b>	CYG
<b>Listed Company</b>	COVENTRY GROUP LIMITED
<b>Waiver Number</b>	WLC220089-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Coventry Group Limited (the 'Company') a waiver from Listing Rule 7.1, in connection with the Company conducting an underwritten accelerated non-renounceable pro rata entitlement offer ('Entitlement Offer') and a placement of fully paid ordinary shares ('Shares') to institutional investors ('Placement'), to the extent necessary to permit the Company to calculate the number of Shares which it may agree to issue under the Placement without shareholder approval on the basis that variable "A" of the formula in Listing Rule 7.1 is deemed to include the number of Shares in the Company that may be issued under the underwritten component of the Entitlement Offer, subject to the following conditions:</p> <p>1.1 the Shares issued under the Placement are issued at the same time or after the issue of Shares under the underwritten 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; and</p> <p>1.2 in the event that the full number of Shares offered under the underwritten component of the Entitlement Offer is not issued, and the number of 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 Shares issued under the Placement that exceeded the Company's 15% capacity under Listing Rule 7.1 at the time of the Placement.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	7.5.8
<b>Date</b>	14/06/2022
<b>ASX Code</b>	IVZ
<b>Listed Company</b>	INVICTUS ENERGY LTD
<b>Waiver Number</b>	WLC220090-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Invictus Energy Limited (the 'Company') a waiver from Listing Rule 7.5.8 to the extent necessary to permit the resolution in the Company's notice of general meeting to ratify the issue of 20,000,000 options issued on a 1 for 2 basis to holders of shares issued under a share purchase plan ('SPP'), pursuant to which each shareholder was offered up to \$30,000 worth of shares not to include a voting exclusion statement that excludes the votes of any person who participated in the SPP.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b>  Listing Rule 7.1 protects a listed entity's security holders against dilution of their voting and economic interests in the listed entity by imposing a limit, being approximately 15% of the number of ordinary securities on issue, on the number of equity securities that may be issued by the entity without prior security holder approval. There are a number of exceptions from Listing Rule 7.1 set out in Listing Rule 7.2, including issues pursuant to a share purchase plan undertaken in accordance with ASIC relief from the disclosure document provisions of the Corporations Act 2001 (Cth). The limit in the case of issues under a share purchase plan is 30% of the number of fully paid ordinary securities, and there is a discount limitation.  Under Listing Rule 7.4, an issue of securities without approval under Listing Rule 7.1 is treated as having been made with approval for the purpose of Listing Rule 7.1 if the issue did not breach Listing Rule 7.1 and the holders of ordinary securities subsequently approve it. Listing Rule 7.5 sets out the information required to be included in the notice of meeting for the holders to approve the issue subsequently. Listing Rule 7.5.8 requires the resolution to have a voting exclusion statement excluding votes of persons who participated in the issue. The policy of excluding the votes of security holders that have participated in the issue is not applicable where the nature of the issue is such that all eligible security holders may participate on an equal basis. In such cases, the exclusion of security holders that have participated would mean that no votes could be counted. Security holders that participated in the issue may receive a benefit over and above other security holders that did not participate equally, while only votes of security holders who did not participate in the issue may be counted under the rule.</p> <p><b>Present Application</b>  The Company conducted a SPP which included the offer of one free attaching option for every two shares successfully subscribed for under the SPP. ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 ('ASIC Instrument') contemplates the issue of not more than \$30,000 worth of securities to each ordinary security holder under a share purchase plan without a prospectus. Exception 5 of Listing Rule 7.2 exempts share purchase plans from the requirement for prior ordinary security holder approval because it is a type of issue that offers participation to existing security holders in a way that, while not pro rata, is made on equal terms and is considered to be fair. In relation to the issue of the SPP Options, the Company is unable to rely on the ASIC Instrument and, consequently,</p>

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## Register of ASX Listing Rule Waivers

Exception 5 of Listing Rule 7.2 as the ASIC Instrument does not provide relief for an offer of options under a SPP. The SPP was conducted under a prospectus. The Company had sufficient capacity under Listing Rules 7.1 to issue the SPP Options without shareholder approval and proposes to seek, at a general meeting, shareholder approval for the ratification of the SPP Options pursuant to Listing Rule 7.4. As the issue was one in which all shareholders could participate on an equal basis, and for which there is an exception from the requirement for shareholder approval in Listing Rule 7.2 for the issue of shares, but which is not available to the Company for the attaching options, there is no need to exclude the votes of shareholders who participated in the issue. The SPP was not underwritten, and accordingly, the votes of any underwriters or sub-underwriters also do not need to be excluded.

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.11
<b>Date</b>	6/06/2022
<b>ASX Code</b>	NAB
<b>Listed Company</b>	NATIONAL AUSTRALIA BANK LIMITED
<b>Waiver Number</b>	WLC220093-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited grants National Australia Bank Limited (the 'Company') a waiver from Listing Rule 10.11 in connection with a proposed offer of fully paid mandatorily convertible subordinated perpetual notes ('Capital Notes') ('Offer') to the extent necessary to permit directors of the Company and their associates to participate in the issue of Capital Notes without shareholder approval, on the following conditions.</p> <p>1.1 The number of Capital Notes which may be issued to directors and their associates collectively is no more than 0.2% of the total number of Capital Notes issued under the Offer.</p> <p>1.2 The participation of the directors and their associates in the Offer is on the same terms and conditions as applicable to other subscribers for Capital Notes.</p> <p>1.3 The Company releases the terms of the waiver to the market when it announces the Offer.</p> <p>1.4 When Capital Notes are issued, the Company announces to the market the total number of Capital Notes issued to directors and their associates in aggregate.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 10.11 requires the approval of security holders to issue securities to a related party. This rule is directed at preventing a related party from obtaining securities on advantageous terms and increasing their holding proportionate to other holders. Only unassociated security holders' votes are counted where such approval is sought. This protects security holders' interests by supplementing the related party provisions of the Corporations Act (and whatever related party provisions apply to foreign entities).</p> <p><b>Present Application</b> The Company is offering convertible notes under a prospectus offer. The Company's directors and their associates (who are related parties of the Company) will participate in the public offer on the same terms as unassociated investors. A waiver is granted to permit the directors and their associates to collectively participate in the offer subject to an aggregate cap of no more than 0.2% of the securities issued. The participation of natural person related parties in a public offer subject to this cap is a de minimis departure from the principle that no equity securities may be issued to a related party without shareholder approval other than under an exception in listing rule 10.12. The terms of the waiver are to be disclosed to the market.</p>

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<b>Rule Number</b>	10.13.5
<b>Date</b>	1/06/2022
<b>ASX Code</b>	UUV
<b>Listed Company</b>	UUV AQUABOTIX LTD
<b>Waiver Number</b>	WLC220097-003
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants UUV Aquabotix Limited (the 'Company') in connection with the acquisition of 100% of the issued share capital of Mobile Business Devices Pty Ltd (the 'Proposed Acquisition') and a proposed capital raising via a public offer at A\$0.02 per fully paid ordinary share ('Capital Raising Share') to raise up to A\$5,500,000 on a post-consolidation basis (the 'Capital Raising'), a waiver from listing rule 10.13.5 to the extent necessary to permit the Company's notice of meeting seeking shareholder approval for, amongst other things, the issue of up to 42,000,000 performance rights to Mr Mark Waller, Mr Nathan Kerr and Mr Russell Baskerville (the 'Proposed Director Performance Rights') and 30,000,000 Capital Raising Shares to the Company's proposed and current directors Mr Mark Waller, Mr Nathan Kerr, Mr Russell Baskerville, Mr Winton Willesee, Mr James Bahen and Ms Erlyn Dawson (or their nominees) (the 'Directors' Offer Shares') (together, the 'Related Party Securities') not to state that the Related Party Securities will be issued no later than 1 month after the date of the meeting, on the following conditions:</p> <p>1.1. 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 3 months after the date of the shareholder meeting;</p> <p>1.2. the Related Party Securities are issued pursuant to the relevant terms and conditions set out in the notice of meeting pursuant to which the Company will seek the approval required under listing rule 11.1.2 for the Proposed Acquisition ('Notice');</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 Securities; and</p> <p>1.4. the terms of the waiver are clearly disclosed in the Notice and in the prospectus to be issued in respect of the Capital Raising.</p>
<b>Basis For Decision</b>	Underlying Policy Standard Decision, refer to Guidance Note 17.



# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.14
<b>Date</b>	8/06/2022
<b>ASX Code</b>	SPD
<b>Listed Company</b>	SOUTHERN PALLADIUM LIMITED
<b>Waiver Number</b>	WLC220086-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Southern Palladium Limited (the 'Company') a waiver from Listing Rule 10.14 to the extent necessary to permit the Company to issue up to 3,000,000 securities ('Plan Securities') under its long term incentive plan ('Plan') to parties mentioned in Listing Rule 10.14 without shareholder approval, on the following conditions:</p> <p>1.1 The prospectus prepared by the Company for the purposes of listing rule 1.1 condition 3 contains the information required by Listing Rule 10.15 in respect of the proposed issue of Plan Securities.</p> <p>1.2 In each case, the date by which the Company will issue the Plan Securities 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 Plan Securities issued to a party mentioned in Listing Rule 10.14 under the Plan will be published in the annual report of the Company 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 and it will issue options and performance rights under the terms of a long term incentive plan. Under Listing Rule 10.14, security holders may approve an issue of securities to a director pursuant to an employee incentive scheme for a period of up to 3 years. A waiver from Listing Rule 10.14 is granted on the basis that where a future issue of equity securities to a director under a scheme is disclosed in an initial listing document, persons who subscribe under the IPO with notice of the future issue of securities to the related party, may be taken effectively to have consented to the issue, and it is unnecessary to submit the issue to a security holders' meeting for approval. The disclosure of the details of the future issue must be adequate and consistent with the information that would be required under Listing Rules 10.15 in a notice of meeting. Accordingly, a waiver from Listing Rule 10.14 is granted as the prospectus contains adequate disclosure about the proposed issue of the performance rights to the executive director and the performance rights are to 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>

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## Register of ASX Listing Rule Waivers

<b>Rule Number</b>	14.2.1
<b>Date</b>	15/06/2022
<b>ASX Code</b>	LME
<b>Listed Company</b>	LIMEADE INC.
<b>Waiver Number</b>	WLC220092-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Limeade Inc. (the 'Company') a waiver from Listing Rule 14.2.1 to the extent necessary to permit the Company to not provide in its proxy form for CHESSE Depository Interests ('CDIs') holder meetings an option for CDI holders to vote against a resolution to elect a director, on the following conditions:</p> <p>1.1 the terms of the waiver are set out in the meeting documents provided to all holders of CDIs;</p> <p>1.2 the Company complies with the relevant State of Washington laws, its Bylaws and any applicable Securities Exchange Commission rules as to the content of proxy forms applicable to the resolutions for the election of directors;</p> <p>1.3 the Company provides disclosures acceptable to ASX in the CDI Voting Instruction Form provided to the Company's CDI holders as required by ASX Settlement Operating Rule 13.8.9, to make it clear that CDI holders are only able to vote for the resolution or abstain from voting to re-elect the directors and provides disclosures of the reasons why this is the case in the notice of meeting for the relevant stockholder meeting; and</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 State of Washington laws prevent the Company from allowing stockholders to vote against a resolution to elect a director where plurality voting is implemented.</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> Listing Rule 14.2.1 states that a notice of meeting must include a proxy form which provides for each security holder to direct the proxy to vote for, against or abstain on each resolution. The rule ensures that all security holders can express their views on every resolution put to a security holders' meeting.</p> <p><b>Present Application</b> The Company is incorporated in State of Washington and regulated by US law. The Company has elected to adopt a plurality voting standard for the election of director, which is permissible under State of Washington law. In a plurality voting standard for the election of directors, votes 'against' the election of directors are not permitted. It is proposed to grant a waiver to permit the Company to comply with the laws of State of Washington.</p>

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