



Register of ASX Listing Rule Waivers

1 to 15 July 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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Rule Number	1.1 condition 12
Date	14/07/2022
ASX Code	BTE
Listed Company	BOTALA ENERGY LTD
Waiver Number	WLC220116-001
Decision	Based solely on the information provided, ASX Limited ('ASX') grants Botala Energy Ltd (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 3,000,000 performance rights issued to directors and the chief executive officer of the Company ('Performance Rights') with an exercise price of less than \$0.20.
Basis For Decision	<p>Underlying Policy If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p>Present Application In the present case, the number of Performance Rights will represent approximately 2%-2.2% of the ordinary shares on issue at the time of the Company's admission on an undiluted basis. The Performance Rights are fixed in number and are being issued to the directors and CEO of the Company for the purpose of incentivising and will 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 basis that the full terms and conditions of the Performance Rights are clearly disclosed in the Company's prospectus issued in connection with the Company's initial public offer.</p>

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Rule Number	1.1 condition 12
Date	8/07/2022
ASX Code	HYT
Listed Company	HYTERRA LTD
Waiver Number	WLC220114-001
Decision	<p>1. Based solely on the information provided, ASX grants Hyterra Ltd ('Company'), in connection with the acquisition of 100% of the issued capital of Neutralysis Industries 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\$7,000,000 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 up to 49,000,000 performance rights that each convert, upon the satisfaction of certain milestones, to the Company's ordinary shares on a 1:1 basis to directors, proposed directors and a consultant of the Company, with a nil exercise price ('Performance Rights'), subject to the following conditions:</p> <p>1.1 the 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 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>1.2 the Company's shareholders approve the issue of the Performance Rights in conjunction with the approval obtained under listing rule 11.1.2 for the Proposed Acquisition.</p>
Basis For Decision	<p>Underlying Policy</p> <p>If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p>Present Application</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 issue of the Performance Rights will be specifically approved by shareholders in conjunction with the approval obtained under Listing Rule 11.1.2 in respect of the Proposed Acquisition. The number of Performance Rights will represent approximately 9.5% of the ordinary shares on issue at the time of the Company's re-admission on an undiluted basis. The Performance Rights are fixed in number and will be held by directors and a consultant and are therefore unlikely to have any impact on the trading price of the Company's shares. The Performance Rights will convert into ordinary shares in the Company on a one-for-one basis on the vesting date, being the achievement of the four milestones, subject to satisfaction of the relevant vesting conditions. It is considered that the existence of Performance Rights will not undermine the existence of the 20 cent rule in the circumstances.</p>

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Rule Number	1.1 condition 12
Date	6/07/2022
ASX Code	MGA
Listed Company	METALSGROVE MINING LTD
Waiver Number	WLC220117-001
Decision	Based solely on the information provided by MetalsGrove Mining Ltd (the 'Company'), ASX grants the Company a waiver from Listing Rule 1.1 Condition 12 to the extent necessary to permit the Company to issue 4,270,000 performance rights that each convert on a 1:1 basis, upon the satisfaction of certain milestones, with a nil exercise price to the Company's directors (or their nominees) ('Performance Rights') on the condition that that the material terms and conditions of the Performance Rights are clearly disclosed in the Company's initial public offering prospectus.
Basis For Decision	<p>Underlying Policy If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports Listing Rule 2.1 Condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p>Present Application In the present case, the number of Performance Rights once exercised into shares will represent approximately 9.34% on minimum subscription and 7.66% on maximum subscription under the IPO offer of the ordinary shares on issue at the time of the Company's admission on an undiluted basis. The Performance Rights are fixed in number and will be held by the managing director and CEO 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 1:1 basis on the achievement of VWAP and drilling result related milestones. It is considered that the existence of the Performance Rights will not undermine the existence of the 20 cent rule in the circumstances. The waiver is granted on the condition that the material terms and conditions of the Performance Rights are clearly disclosed in the prospectus.</p>

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Register of ASX Listing Rule Waivers

Rule Number	1.1 condition 12
Date	1/07/2022
ASX Code	OCN
Listed Company	OCEANA LITHIUM LIMITED
Waiver Number	WLC220115-001
Decision	Based solely on the information provided, ASX Limited ('ASX') grants Oceana Lithium Limited (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 3,268,000 performance rights issued to the directors of the Company ('Performance Securities') with a nil exercise price on condition that the material terms and conditions of the Performance Securities are clearly disclosed in the Company's initial public offering prospectus ('Prospectus').
Basis For Decision	<p>Underlying Policy If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p>Present Application In the present case, the number of Performance Securities will represent approximately 5.1% of the ordinary shares on issue at the time of the Company's admission on an undiluted basis. The Performance Securities 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 Securities will convert into ordinary shares in the Company on a one-for-one basis on achievement of the three milestones. It is considered that the existence of Performance Securities will not undermine the existence of the 20 cent rule in the circumstances. The Performance Securities will be subject to 24 months escrow. The waiver is granted on the condition that the material terms and conditions of the Performance Rights are clearly disclosed in the Prospectus</p>

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Rule Number	1.1 condition 12
Date	8/07/2022
ASX Code	R8R
Listed Company	REGENER8 RESOURCES NL
Waiver Number	WLC220118-001
Decision	Based solely on the information provided, ASX Limited ('ASX') grants Regener8 Resources NL (the 'Company') a waiver from listing rule 1.1 condition 12 to the extent necessary to permit the Company to have on issue 3,000,000 performance rights to be issued to the vendors of the Niagara Project ('Vendors') and directors of the Company ('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 ('Prospectus').
Basis For Decision	<p>Underlying Policy If an entity seeking admission to the official list has options or performance rights on issue, the exercise price for each underlying security must be at least 20 cents in cash. This rule supports listing rule 2.1 condition 2 which requires the issue price or sale price of all securities for which an entity is seeking quotation (except options) upon admission to the official list to be at least 20 cents in cash. These requirements together support the integrity of the ASX market, as they demonstrate that the entity's ordinary securities have a minimum value suitable for a listed entity.</p> <p>Present Application The Company is proposing to issue a total of 3,000,000 performance rights with a nil exercise price to the Vendors and directors of the Company. The number of Performance Rights will represent approximately 9.58% of the ordinary shares on issue under minimum subscription. The Performance Rights will convert into ordinary shares in the Company on a one-for-one basis on the vesting date, being on achievement of the milestone. It is considered that the existence of the Performance Rights will not undermine the existence of the 20 cent rule in the circumstances on the basis that there are specific milestones that must be achieved in order for the Performance Rights to convert to shares. 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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Rule Number	6.23.2
Date	1/07/2022
ASX Code	RD1
Listed Company	REGISTRY DIRECT LIMITED
Waiver Number	WLC220111-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Registry Direct Limited (the 'Company') a waiver from Listing Rule 6.23.2 in connection with an off-market takeover by Complii FinTech Solutions Ltd (the 'Bidder') for all of the issued ordinary shares in the Company (the 'Takeover Bid'), to the extent necessary to permit the Company to cancel for consideration, and without seeking shareholder approval, the following unquoted options issued by the Company:</p> <p>1.1 6,250,000 options exercisable at \$0.015 each and with an expiry date of 31 May 2023;</p> <p>1.2 1,000,000 options exercisable at \$0.20 each and with an expiry date of 7 August 2022;</p> <p>1.3 1,000,000 options exercisable at \$0.20 each and with an expiry date of 10 August 2022; and</p> <p>1.4 1,250,000 options exercisable at \$0.20 each and with an expiry date of 12 August 2022, (together, the 'Options').</p> <p>2. Resolution 1 is subject to the following conditions.</p> <p>2.1 The Takeover Bid being declared unconditional.</p> <p>2.2 The Bidder acquiring voting power in the Company of at least 50%.</p> <p>2.3 The Company immediately releasing an announcement on ASX disclosing the full details of the proposed treatment of the Options and the terms of this waiver.</p>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

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Rule Number	7.1
Date	8/07/2022
ASX Code	SVY
Listed Company	STAVELY MINERALS LIMITED
Waiver Number	WLC220113-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Stavelly Minerals Limited (the 'Company') a waiver from Listing Rule 7.1 to the extent necessary to permit the Company, without shareholder approval, to issue shares under a share purchase plan ('SPP') in accordance with Australian Securities and Investments Commission ('ASIC') Class Order 19/547 on the following conditions.</p> <p>1.1 The issue price of the shares offered under the SPP will be no less than the lower of:</p> <p>1.1.1 the issue price of the shares issued under the placement announced by the Company on 5 July 2022 (being \$0.15 per share); and</p> <p>1.1.2 80% of the Company's volume weighted average market share price over the last 5 days on which sales were recorded, either before the day on which the SPP was announced or on which the shares are issued under the SPP.</p> <p>1.2 The number of shares to be issued under the SPP is not greater than 30% of the number of fully paid ordinary shares already on issue.</p>
Basis For Decision	<p>Underlying Policy 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 on the number of equity securities that may be issued by the entity without prior security holder approval. The actual number of equity securities that a listed entity may issue without prior ordinary security holder approval is calculated by reference to a formula in Listing Rule 7.1, and is approximately, 15% of the number of fully paid ordinary securities. (The formula is more complex than this description indicates, and is set out in full in Listing Rule 7.1.) A number of exceptions from the requirement to limit the number of equity securities that may be issued without prior ordinary security holder approval are permitted under Listing Rule 7.2, including where securities are issued under a securities purchase plan.</p> <p>Present Application ASIC Class Order 19/547 contemplates the issue of not more than \$30,000 worth of securities to each ordinary security holder under a security purchase plan without a prospectus. Exception 5 of Listing Rule 7.2 exempts these 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 to them. The exception requires that the issue price be no lower than 80% of the 5 day volume weighted average market price prior to the date of issue of the securities or the announcement of the plan, and that the total number of securities issued be no greater than 30% of the number of ordinary fully paid shares on issue. The Company announced a placement and the SPP at a fixed price (\$0.20 per share) on 5 July 2022. The terms of the SPP in this case are such that the price of securities under the SPP will be the same price as securities issued under the placement, which is at a discount of approximately 24.6% of the VWAP over the last 5 days on which trades were recorded before the day on which the SPP (and the placement) were announced (as opposed to the maximum discount allowable under the SPP exception</p>

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or 20%). In the interests of fairness, unrelated security holders are to be offered securities under the SPP at the placement price. An SPP on these terms is consistent with the policy basis of the exception. The overall cap of 30% of issued capital must still be observed to limit the overall degree of dilution that may be caused by the issue.

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Rule Number	7.3.4
Date	13/07/2022
ASX Code	DC2
Listed Company	DC TWO LIMITED
Waiver Number	WLC220109-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants DC Two Limited (the 'Company') a waiver from Listing Rule 7.3.4 to allow the Company's notice of annual general meeting ('Notice') seeking shareholder approval for the issue of up to 16,809,600 shares ('Interest Shares') in consideration for the payment of interest on up to 1,751,000 convertibles notes and 35,070,000 options exercisable at \$0.11 and expiring two years from the date of issue ('Options') to be issued on conversion of the convertible notes, not to state that the date by which the Company will issue the Interest Shares and Options will be no later than 3 months after the date of the meeting on the following conditions:</p> <p>1.1 The Interest Shares and Options must be issued no later than two years from the date of the meeting.</p> <p>1.2 The Notice includes worked examples of the potential dilution (including the maximum dilution) that will occur to existing shareholders of the Company as a result of the issue of the Interest Shares and the Options;</p> <p>1.3 The Notice contains a summary of the material terms of the convertible notes;</p> <p>1.4 For any annual reporting period during which any of the Interest Shares and Options have been issued or any of them remain to be issued, the Company's annual report sets out in detail the number of Interest Shares and Options issued during the reporting period, the number of Interest Shares and Options that remain to be issued and the basis on which the Interest Shares and Options may be issued;</p> <p>1.5 In any half year or quarterly report for a period during which any of the Interest Shares and Options have been issued or remain to be issued, the Company must include a summary statement of the number of Interest Shares and Options issued during the reporting period, and the number of Interest Shares and Options that remain to be issued and the basis on which the Interest Shares and Options may be issued; and</p> <p>1.6 The terms of the waiver are disclosed in the Notice.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listing Rule 7.3.4 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within 3 months of the date of the shareholders' meeting. Listing Rule 7.3.4 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval. Where a listed entity has entered into a commercial transaction which calls for the issue of securities as consideration at future times that necessarily will fall longer than 3 months after the date of a shareholders' meeting, ASX's policy is to permit entities to seek shareholder approval for the issue of all the securities that may be issued under that transaction over the various phases, provided that the milestones to be achieved which trigger the obligation to issue the securities are appropriate to the entity and the transaction in all the circumstances, and adequate information can be</p>

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

Present Application

The Company has issued 502,500 convertibles notes without shareholder approval under its Listing Rule 7.1 capacity. The Company proposes to seek shareholder approval to amend the terms of these convertible notes together with seeking shareholder approval for the issue of an additional 1,248,500 convertible notes (together the 'Notes'). The Notes convert into a maximum of 70,040,000 shares and 35,070,000 options. In addition, the Interest Shares may be issued in satisfaction of the obligation to pay interest on the Notes. The Company will be seeking shareholder approval for the issue of Interest Shares that will become due and payable to the holders of the Notes up to two years from the date of the meeting. The maximum number of Interest Shares and Options to be issued is known and the waiver is granted on conditions, including that the Notice discloses the material terms of the convertible notes and the worked examples of the dilution (including the maximum dilution) from the issue of the Interest Shares and the Options. It is appropriate to allow shareholders to be able to give their informed consent to the issue of the Interest Shares and Options over the relevant period.

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Rule Number	7.3.4
Date	14/07/2022
ASX Code	GRV
Listed Company	GREENVALE MINING LTD
Waiver Number	WLC220110-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Greenvale Mining Limited ('GRV') a waiver from Listing Rule 7.3.4 to the extent necessary to permit GRV to, in its notice of meeting ('Notice') seeking shareholder approval for the maximum issue of 47,000,000 shares (the 'Deferred Consideration Shares') to be issued upon the achievement of various milestones relating to obtaining geothermal permits on three projects pursuant to an agreement between GRV and the vendor, Mimo Strategies Pty Ltd, not to state that such Deferred Consideration Shares will be issued within three months from the date of the shareholder meeting, on the following conditions:</p> <p>1.1 The Deferred Consideration Shares are to be issued immediately upon satisfaction of all three of the relevant milestones and in any event no later than eighteen (18) months from the date of the settlement.</p> <p>1.2 The milestones must not be varied.</p> <p>1.3 The maximum number of Deferred Consideration Shares to be issued is capped at 47,000,000.</p> <p>1.4 Adequate details regarding the dilutionary effect of the Deferred Consideration Shares on GRV's capital structure be included in GRV's notice of meeting.</p> <p>1.5 For any annual reporting period during which any of the Deferred Consideration Shares have been issued or any of them remain to be issued, GRV's annual report sets out the number of Deferred Consideration Shares issued in that annual reporting period, the number of Deferred Consideration Shares that remain to be issued and the basis on which the Deferred Consideration Shares may be issued.</p> <p>1.6 In any half year report for a period during which any of the Deferred Consideration Shares have been issued or remain to be issued, GRV must include a summary statement of the number of Deferred Consideration Shares issued during the reporting period, the number of Deferred Consideration Shares that remain to be issued and the basis on which the Deferred Consideration Shares may be issued.</p> <p>1.7 GRV's notice of meeting contains the full terms and conditions of agreement pursuant to which the Deferred Consideration Shares are to be issued as well as the conditions of this waiver.</p>
Basis For Decision	<p>Underlying Policy</p> <p>ASX Listing Rule 7.3.4 requires a notice of meeting with a resolution to approve the issue of equity securities to state that the securities will be issued within 3 months of the date of the shareholders' meeting. ASX Listing Rule 7.3.4 ensures that an issue of equity securities is made within a reasonably short time after the ordinary security holders approve the issue, so that there is less possibility that the circumstances of the entity may change by the time that the issue is made in such a way that they are different from those that the ordinary security holders may reasonably have had in contemplation at the time of giving their approval.</p> <p>Where a listed entity has entered into a commercial transaction which calls for the issue of securities as consideration at future times that necessarily will fall longer than 3 months after the date of a</p>

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

Present Application

Subject to shareholder approval, GRV is proposing to issue a maximum of 47,000,000 Deferred Consideration Shares as part consideration for the acquisition of the issued capital in Within Energy Pty Ltd that currently holds three applications for geothermal permits in Queensland. The Deferred Consideration Shares are intended to be issued upon the achievement of certain milestones relating to the granting of the geothermal exploration permits for the Lockyer Project, the Gladstone Project and the Biggenden Project in Queensland. GRV's shareholders will know the maximum dilutionary effect at the time of voting on the resolution and there is a sufficient degree of certainty so that shareholders may give their informed consent to the issue of the Deferred Consideration Shares. The time proposed for the issue of the Deferred Consideration Shares is in line with precedents granted in similar circumstances.

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Rule Number	10.11
Date	8/07/2022
ASX Code	SVY
Listed Company	STAVELY MINERALS LIMITED
Waiver Number	WLC220113-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Stavelly Minerals Limited (the 'Company') a waiver from listing rule 10.11 to the extent necessary to permit the Company, without shareholder approval, to issue shares under a share purchase plan ('SPP') in accordance with Australian Securities and Investments Commission ('ASIC') Class Order 19/547 on the following conditions.</p> <p>1.1 The issue price of the shares offered under the SPP will be no less than the lower of:</p> <p>1.1.1 the issue price of the shares issued under the placement announced by the Company on 5 July 2022 (being \$0.15 per share); and</p> <p>1.1.2 80% of the Company's volume weighted average market share price over the last 5 days on which sales were recorded, either before the day on which the SPP was announced or on which the shares are issued under the SPP.</p> <p>1.2 The number of shares to be issued under the SPP is not greater than 30% of the number of fully paid ordinary shares already on issue.</p>
Basis For Decision	<p>Underlying Policy</p> <p>Listing Rule 10.11 requires listed entities to obtain the prior approval of security holders for an issue of equity securities to related parties. This rule is directed at preventing related parties from obtaining securities on advantageous terms and increasing their holding proportionate to the holdings of other security holders, without the prior consent of the ordinary security holders. The rule protects ordinary security holders' interests by supplementing the related party provisions of the Corporations Act (and any related party provisions applying to foreign entities under relevant legislation). A number of exceptions from the requirement for prior security holder approval are permitted under Listing Rule 10.12, including where securities are issued under a securities purchase plan.</p> <p>Present Application</p> <p>ASIC Class Order 019/547 contemplates the issue of not more than \$30,000 worth of securities to each ordinary security holder under a security purchase plan without a prospectus. Exception 4 of Listing Rule 10.12 exempts related party participation in these plans from the requirement for prior ordinary security holder approval because it is a type of issue that offers participation to all existing security holders in a way that, while not pro rata, is made on equal terms and is considered to be fair to them. The exception requires that the issue price be no lower than 80% of the 5 day market price prior to the date of issue of the securities or the announcement of the plan, and that the total number of securities issued be no greater than 30% of the number of ordinary fully paid shares on issue. The proposed terms of the SPP in this case are such that the price of securities under the SPP will be the same price as securities issued under the placement, which is at a discount of approximately 24.6% of the VWAP over the last 5 days before the day on which the SPP (and the placement) was announced. Related parties will participate in the SPP on the same basis as any other eligible shareholder. Related party participation in an SPP on these terms is consistent with the policy basis of the SPP exception. The overall cap of 30% of issued capital must still be</p>

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observed to limit the overall degree of dilution that may be caused by the issue.

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Rule Number	10.13.5
Date	8/07/2022
ASX Code	HYT
Listed Company	HYTERRA LTD
Waiver Number	WLC220114-002
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Triple Energy Limited (to be renamed 'HyTerra Limited') (the 'Company') in connection with the acquisition of 100% of the issued capital of Neutralysis Industries 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 Shares') to raise up to A\$7,000,000 on a post-consolidation basis (the 'Capital Raising'), a waiver from Listing Rule 10.13.5 to the extent necessary to permit the Company to state in its notice of meeting ('Notice') seeking shareholder approval for the Acquisition and, pursuant to Listing Rule 10.11, for the following issues of securities:</p> <p>1.1 2,500,000 options at an exercise price of \$0.025 each and exercisable on or before 30 June 2025 to director Paul Garner (or his nominee);</p> <p>1.2 1,604,200 shares to director Po Chan in lieu of director fees, on the same terms and conditions as the Capital Raising Shares;</p> <p>1.3 1,250,000 shares on the same terms as the Capital Raising Shares and 1,250,000 free attaching Options exercisable at \$0.025 on or before 30 June 2025 to Ohio Investments Pty Ltd (an entity controlled by director Paul Garner), relating to the conversion of 25,000 convertible notes;</p> <p>1.4 2,500,000 shares to director Paul Garner (or his nominee) and 1,750,000 shares to director Avon McIntyre (or his nominee) on the same terms as the Capital Raising Shares on conversion of pre-Capital Raising loans, ('Related Party Securities') that the Related Party Securities will be issued later than 1 month after the date on which the issue of the Related Party Securities is approved at a meeting of the Company's ordinary security holders, subject to the following conditions:</p> <p>1.5 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>1.6 the Related Party Securities are issued pursuant to the relevant terms and conditions set out in the Notice;</p> <p>1.7 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>1.8 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>
Basis For Decision	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

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Rule Number	10.15.11
Date	4/07/2022
ASX Code	SGL
Listed Company	RICEGROWERS LIMITED
Waiver Number	WLC220112-001
Decision	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Ricegrowers Limited (the 'Company') a waiver from Listing Rule 10.15.11 to the extent necessary to permit the Company's resolution in the AGM notice of meeting seeking shareholder approval for participation by the Company's Non-Executive Directors ('NEDs') in the Non-executive Directors' Share Rights Plan ('Plan') to state that the NEDs in office from time to time may participate in the Plan without naming them.</p>
Basis For Decision	<p>Underlying Policy This rule ensures that a listed entity's shareholders make an informed decision by requiring a notice of meeting containing a resolution in accordance with Listing Rule 10.14 to state that additional persons who become entitled to participate in the employee incentive scheme after the resolution has been approved, and are not named in the notice, will not participate until approval is given under Listing Rule 10.14.</p> <p>Present Application The Company proposes to seek shareholder approval for the issue of securities to NEDs pursuant to the Plan. Under the Plan, the number of Share Rights that participating NEDs are entitled to apply for will be calculated by dividing the NED's fees sacrificed by the volume-weighted average price at which Shares were traded on the ASX in the 5 trading day period ending on the day before the grant date of the Share Rights. Future NEDs will not obtain any additional remuneration by participating in the Plan and there is no particular concern that Directors may acquire share rights on advantageous terms by being able to participate in the plan in common with other NEDs. The securities to be issued to future NEDs have identical terms to those securities proposed to be issued to existing Directors subject to shareholder approval. Any incoming Directors are not in a position of influence during the formulation of the incentive plan.</p>

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