



Register of ASX Listing Rule Waivers

1 to 15 August 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**

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Register of ASX Listing Rule Waivers

| | |
|---------------------------|---|
| Rule Number | 1.8 condition 11 |
| Date | 3/08/2022 |
| ASX Code | LN1 |
| Listed Company | LION SERIES 2022-1 TRUST |
| Waiver Number | WLC220135-001 |
| Decision | Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of the Lion Series 2022-1 Trust a waiver from Listing Rule 1.8 Condition 11 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX. |
| Basis For Decision | <p>Underlying Policy An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p> |

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Register of ASX Listing Rule Waivers

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| Rule Number | 1.8 condition 11 |
| Date | 10/08/2022 |
| ASX Code | PE5 |
| Listed Company | PEPPER SPARKZ TRUST NO.5 |
| Waiver Number | WLC220136-001 |
| Decision | Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited ('Issuer') in its capacity as trustee of the Pepper SPARKZ Trust No.5 a waiver from Listing Rule 1.8 condition 11 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX. |
| Basis For Decision | <p>Underlying Policy An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p> |

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Register of ASX Listing Rule Waivers

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| Rule Number | 2.1 condition 3 |
| Date | 3/08/2022 |
| ASX Code | LN1 |
| Listed Company | LION SERIES 2022-1 TRUST |
| Waiver Number | WLC220135-002 |
| Decision | Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer') in its capacity as trustee of the Lion Series 2022-1 Trust a waiver from Listing Rule 2.1 Condition 3 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on the condition that ASX is satisfied with the settlement agreements that exist in relation to the notes quoted on ASX. |
| Basis For Decision | <p>Underlying Policy An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX</p> |

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Register of ASX Listing Rule Waivers

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| Rule Number | 2.1 condition 3 |
| Date | 10/08/2022 |
| ASX Code | PE5 |
| Listed Company | PEPPER SPARKZ TRUST NO.5 |
| Waiver Number | WLC220136-002 |
| Decision | Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited ('Issuer') in its capacity as trustee of the Pepper SPARKZ Trust No.5 a waiver from Listing Rule 2.1 condition 3 to the extent necessary that the Issuer's securities need not satisfy CHES requirements on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes quoted on ASX. |
| Basis For Decision | <p>Underlying Policy An entity the securities of which are to be quoted must ensure that the requirements of a clearing and settlement (CS) facility relating to an entity's securities are satisfied, except if the entity is incorporated in a jurisdiction where the entity's securities cannot be approved under the operating rules of a CS facility. This supports orderly settlement of securities quoted on the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Austraclear. It is considered appropriate to grant a waiver on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the debt securities to be quoted on ASX.</p> |

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Register of ASX Listing Rule Waivers

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| Rule Number | 6.23.3 |
| Date | 12/08/2022 |
| ASX Code | SLC |
| Listed Company | SUPERLOOP LIMITED |
| Waiver Number | WLC220134-001 |
| Decision | <p>1. Based solely on the information provided, ASX Limited ('ASX') grants Superloop Limited (the 'Company') a waiver from Listing Rule 6.23.3 to the extent necessary to permit the Company to vary the terms of 4,000,000 unquoted options issued to Paul Tyler (Managing Director and Chief Executive Officer) (the 'Tyler Options') to:</p> <p>1.1 extend the expiry date for the first, second and third tranches of the Tyler Options such that the expiry date for all of the Tyler Options is 1 October 2025, being the current expiry date for the fourth tranche of the Tyler Options, and</p> <p>1.2 decrease the exercise price for the second, third and fourth tranches of the Tyler Options such that the exercise price for all of the Tyler Options is \$1.11, being the current exercise price for the first tranche of the Tyler Options,</p> <p>on condition that:</p> <p>1.3 the Company obtains shareholder approval for the proposed amendments to the terms of the Tyler Options; and</p> <p>1.4 the notice of meeting seeking shareholder approval includes explanatory information satisfactory to ASX, including, at a minimum, a clear explanation of the rationale for the proposed amendments to the Tyler Options.</p> |
| Basis For Decision | <p>Underlying Policy 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>Present Application The Company has sought a waiver from Listing Rule 6.23.3 to enable it to amend the terms of the Tyler Options, by extending the exercise period for tranches 1, 2 and 3 to 1 October 2025 and reducing the exercise price of tranches 2, 3 and 4 to \$1.11. The Tyler Options represent 0.81% of the Company's undiluted share capital. It is proposed to grant the waiver conditional on the Company's shareholders approving the changes and that the relevant notice of meeting contains disclosure to the satisfaction of ASX regarding the Company's rationale for seeking to amend the terms.</p> |

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Register of ASX Listing Rule Waivers

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| Rule Number | 7.1 |
| Date | 3/08/2022 |
| ASX Code | MVP |
| Listed Company | MEDICAL DEVELOPMENTS INTERNATIONAL LIMITED |
| Waiver Number | WLC220132-001 |
| Decision | <p>1. Based solely on the information provided, ASX Limited ('ASX') grants Medical Developments International 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 ordinary shares issued under the Placement are issued at the same time or after the issue of ordinary 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 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> |
| Basis For Decision | Underlying Policy Standard Decision, refer to Guidance Note 17. |

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| Rule Number | 7.3.4 |
| Date | 9/08/2022 |
| ASX Code | BMM |
| Listed Company | BALKAN MINING AND MINERALS LIMITED |
| Waiver Number | WLC220131-001 |
| Decision | <p>1. Based solely on the information provided, ASX Limited ('ASX') grants Balkan Mining and Minerals 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 an aggregate of \$400,000 worth of shares (with a floor price of \$0.15 such that a maximum of 2,666,667 shares may be issued) ('Earn-In Shares') pursuant to a binding terms sheet with Ombabika Group Inc. ('Ombabika') ('Agreement') not to state that the date by which the Company will issue the Earn-In Shares will be no later than 3 months after the date of the meeting on the following conditions:</p> <p>1.1 the Earn-In Shares must be issued by the following dates and in any event no later 30 March 2026:</p> <p>1.1.1 Tranche 1 (up to a maximum 333,333 Earn-In Shares): 30 March 2023;</p> <p>1.1.2 Tranche 2 (up to a maximum 666,667 Earn-In Shares): 30 March 2024;</p> <p>1.1.3 Tranche 3 (up to a maximum 666,667 Earn-In Shares): 30 March 2025; and</p> <p>1.1.4 Tranche 4 (up to a maximum 1,000,000 Earn-In Shares): 30 March 2026;</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 Earn-In Shares;</p> <p>1.3 the terms of issue of the Earn-In Shares must not be varied;</p> <p>1.4 for any annual reporting period during which any of the Earn-In Shares have been issued or any of them remain to be issued, the Company's annual report sets out in detail the number of Earn-In Shares issued during the reporting period, the number of Earn-In Shares that remain to be issued and the basis on which the Earn-In Shares may be issued;</p> <p>1.5 in any half year report for a period during which any of the Earn-In Shares have been issued or remain to be issued, the Company must include a summary statement of the number of the Earn-In Shares issued during the reporting period, and the number of Earn-In Shares that remain to be issued and the basis on which the Earn-In Shares may be issued;</p> <p>1.6 the Notice contains the full terms and conditions of the Agreement pursuant to which the Earn-In Shares are to be issued; and</p> <p>1.7 the terms of the waiver are disclosed in the Notice.</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</p> |

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

Present Application

Subject to shareholder approval, the Company is proposing to issue the Earn-In Shares as consideration for the acquisition of 100% of the Gorge lithium exploration project located in the Georgia Lake area, Thunder Bay North Mining District of Ontario, Canada. The Earn-In Shares are intended to be issued in four stages, at various dates and milestones, up to 30 March 2026. Shareholders will know the maximum dilutionary effect at the time of voting on the resolution and there is a sufficient degree of certainty so that shareholders may give their informed consent to the issue of the Earn-In Shares. The time proposed for the issue of the Earn-In Shares is in line with precedents granted in similar circumstances.

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Register of ASX Listing Rule Waivers

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| Rule Number | 8.2 |
| Date | 3/08/2022 |
| ASX Code | LN1 |
| Listed Company | LION SERIES 2022-1 TRUST |
| Waiver Number | WLC220135-003 |
| Decision | Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer'), in its capacity as trustee of the Lion Series 2022-1 Trust, a waiver from Listing Rule 8.2 to the extent necessary such that the Issuer need not provide an issuer sponsored subregister as long as the waiver from Listing Rule 2.1, Condition 3 operates. |
| Basis For Decision | <p>Underlying Policy An entity is to provide an issuer sponsored subregister for securities except where Listing Rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p>Present Application This is a companion waiver to the waiver from Listing Rule 1.8 Condition 11 and Listing Rule 2.1 Condition 3 granted to the Issuer.</p> |

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Register of ASX Listing Rule Waivers

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| Rule Number | 8.2 |
| Date | 10/08/2022 |
| ASX Code | PE5 |
| Listed Company | PEPPER SPARKZ TRUST NO.5 |
| Waiver Number | WLC220136-003 |
| Decision | Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited ('Issuer'), in its capacity as trustee of the Pepper SPARKZ Trust No.5, a waiver from Listing Rule 8.2 to the extent necessary such that the Issuer need not provide an issuer sponsored subregister as long as the waiver from Listing Rule 2.1, condition 3 operates. |
| Basis For Decision | <p>Underlying Policy An entity is to provide an issuer sponsored subregister for securities except where Listing Rule 8.2.1 allows for a certificated subregister. An entity in a jurisdiction where securities cannot be approved under the operating rules of a clearing and settlement facility must provide an issuer sponsored subregister for CDIs. These arrangements support orderly settlement of securities quoted on the ASX market.</p> <p>Present Application This is a companion waiver to the waiver from Listing Rule 1.8 condition 11 and Listing Rule 2.1 condition 3 granted to the Issuer.</p> |

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| Rule Number | 8.10 |
| Date | 3/08/2022 |
| ASX Code | LN1 |
| Listed Company | LION SERIES 2022-1 TRUST |
| Waiver Number | WLC220135-004 |
| Decision | Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer'), in its capacity as trustee of the Lion Series 2022-1 Trust, a waiver from Listing Rule 8.10 to allow the Issuer to refuse to register transfers of notes from the date which is eight calendar days before an interest payment date or the maturity date of the notes, on the condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX. |
| Basis For Decision | <p>Underlying Policy An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Austraclear. The Issuer is required to close the register of a series of debt securities from the close of business on the date which is eight calendar days before an interest payment date or the maturity date. This enables the register to be up to date on an interest payment date or maturity date for that series of debt securities. The waiver is granted as this is a common arrangement for these types of securities.</p> |

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| Rule Number | 8.10 |
| Date | 10/08/2022 |
| ASX Code | PE5 |
| Listed Company | PEPPER SPARKZ TRUST NO.5 |
| Waiver Number | WLC220136-004 |
| Decision | Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited ('Issuer'), in its capacity as trustee of the Pepper SPARKZ Trust No.5, a waiver from Listing Rule 8.10 to allow the Issuer to refuse to register transfers of notes from the date which is 3 business days before an interest payment date or the maturity date of the notes, on condition that ASX is satisfied with the settlement arrangements that exist in relation to the notes to be quoted on ASX. |
| Basis For Decision | <p>Underlying Policy An entity must not interfere with registration of a transfer document relating to quoted securities, subject to a number of exceptions set out in that rule. This supports the principle that quoted securities should be freely transferable. The rule also inhibits the ability of an issuer to cause disruption to the settlement cycle.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The securities of the Issuer are to be settled outside of CHES via Austraclear. The Issuer is required to close the register of a series of debt securities from the close of 3 business days prior to an interest payment date or the maturity date. This enables the register to be up to date on an interest payment date or maturity date for that series of debt securities. The waiver is granted as this is a common arrangement for these types of securities.</p> |

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| Rule Number | 8.21 |
| Date | 3/08/2022 |
| ASX Code | LN1 |
| Listed Company | LION SERIES 2022-1 TRUST |
| Waiver Number | WLC220135-005 |
| Decision | <p>1. Based solely on the information provided, ASX Limited ('ASX') grants Perpetual Corporate Trust Limited ('Issuer'), in its capacity as trustee of the Lion Series 2022-1 Trust, a waiver from Listing Rule 8.21 to the extent necessary to permit the Issuer to not do the following:</p> <p>1.1 in respect of transactions settled outside CHESSE, mark transfer forms as required by Appendix 8A; or</p> <p>1.2 in respect of transactions settled in Austraclear, send confirmations of a change of address to a security holder at their address.</p> |
| Basis For Decision | <p>Underlying Policy An entity must comply with Appendix 8A which outlines the time limits for CHESSE requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESSE.</p> |

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| Rule Number | 8.21 |
| Date | 10/08/2022 |
| ASX Code | PE5 |
| Listed Company | PEPPER SPARKZ TRUST NO.5 |
| Waiver Number | WLC220136-005 |
| Decision | <p>1. Based solely on the information provided, ASX Limited ('ASX') grants BNY Trust Company of Australia Limited ('Issuer'), in its capacity as trustee of the Pepper SPARKZ Trust No.5, a waiver from Listing Rule 8.21 to the extent necessary to permit the Company to not do the following:</p> <p>1.1 in respect of transactions settled outside CHESSE, mark transfer forms as required by Appendix 8A; or</p> <p>1.2 in respect of transactions settled in Austraclear, send confirmation of a change of address to a security holder at their address.</p> |
| Basis For Decision | <p>Underlying Policy An entity must comply with Appendix 8A which outlines the time limits for CHESSE requirements in order to maintain an orderly market and support the ASX Settlement Operating Rules. This supports the integrity of the ASX market.</p> <p>Present Application The securities of the Issuer being quoted are wholesale debt securities. The likely holders of the debt securities are institutional investors. The waiver is granted to the extent that transactions are settled outside CHESSE.</p> |

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