



# **Register of ASX Listing Rule Waivers**

**16 to 31 January 2023**

**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>	17/01/2023
<b>ASX Code</b>	ADC
<b>Listed Company</b>	ACDC METALS LTD
<b>Waiver Number</b>	WLC220248-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants ACDC Metals Limited (the 'Company'), a waiver from Listing Rule 1.1 condition 12 to the extent necessary to permit the Company to:</p> <p>1.1 have on issue 6,250,000 performance rights to be issued to Medallion Resources Ltd, Oro Plata Pty Ltd and Providence Gold and Minerals Pty Ltd with a nil exercise price ('Performance Rights'); and</p> <p>1.2 issue 600,000 deferred consideration shares to vendor shareholders of Fish Hawk Resources Pty Ltd ('Deferred Consideration Shares, and together with the Performance Rights, the 'Performance Securities'),</p> <p>in each case, on condition that the material terms and conditions of the Performance Securities are clearly disclosed in the Company's initial public offering prospectus ('Prospectus').</p>
<b>Basis For Decision</b>	<p><b>Underlying Policy</b> If an entity seeking admission to the official list has options 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 Securities will represent 9.58% 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, will be held by Medallion Resources Ltd, Oro Plata Pty Ltd and Providence Gold and Minerals Pty Ltd and will be classified by ASX as restricted securities for a period of 24 months following quotation of the Company's securities. The Deferred Consideration Shares are fixed in number, will be held by the vendors of Fish Hawk Resources Pty Ltd and will be classified as restricted securities for a period of 12 months following quotation of the Company's securities. The Performance Securities are therefore unlikely to have any short-term 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 the vesting date on satisfaction of the relevant hurdles.</p> <p>It is considered that the existence of Performance Securities 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 Securities are clearly disclosed in the Prospectus in accordance with Guidance Note 19 - Performance Securities.</p>

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	1.1 condition 12
<b>Date</b>	25/01/2023
<b>ASX Code</b>	BM8
<b>Listed Company</b>	BATTERY AGE MINERALS LTD
<b>Waiver Number</b>	WLC220249-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Battery Age Minerals Limited (the 'Company') in connection with the acquisition of up to 100% of the:</p> <p>1.1 Tidili Project;  1.2 Falcon Lake Project; and  1.3 Bleiberg Project,  (the 'Proposed Acquisition') and a proposed capital raising via a public offer at A\$0.40 per fully paid ordinary share to raise up to A \$7,000,000 (the 'Capital Raising') together with one (1) free attaching option for every one (1) new share acquired with an exercise price of \$0.50 and expiry date of 3 years from issue, a waiver from Listing Rule 1.1 condition 12 to the extent necessary to permit the Company to issue 1,000,000 performance rights to the Company's CEO, Gerard O'Donovan ('CEO'), at an issue price of less than \$0.20 ('Performance Rights'), subject to the following conditions:</p> <p>1.4 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  1.5 the full terms and conditions of the Performance Rights are clearly disclosed in the Company's prospectus to be issued in respect of the Capital Raising.</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 1.3% 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 CEO in connection with the Proposed Acquisitions 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>	6.23.2
<b>Date</b>	20/01/2023
<b>ASX Code</b>	HHI
<b>Listed Company</b>	HEALTH HOUSE INTERNATIONAL LIMITED
<b>Waiver Number</b>	WLC230003-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Health House International Limited ('Company') a waiver from Listing Rule 6.23.2 to the extent necessary to permit the Company, in implementing a scheme implementation deed with Creso Pharma Limited ('CPH') under which CPH will acquire all of the issued share capital of the Company by way of a scheme of arrangement under Part 5.1 of the Corporations Act 2001 (Cth) ('Scheme'), to cancel for consideration and without shareholder approval the following options issued by the Company:</p> <p>1.1 1,250,000 options with exercise price \$0.20 and expiry 24 June 2024;</p> <p>1.2 1,250,000 options with exercise price \$0.67 and expiry 24 June 2024;</p> <p>1.3 1,250,000 options with exercise price \$1.00 and expiry 24 June 2024;</p> <p>1.4 1,250,000 options with exercise price \$1.33 and expiry 24 June 2024; and</p> <p>1.5 3,289,946 options with exercise price \$0.01 and expiry 28 June 2025, (together, the 'Options').</p> <p>2. Resolution 1 is subject to the following:</p> <p>2.1 the shareholders of the Company and a court of competent jurisdiction approving the scheme of arrangement to effect the Scheme under Part 5.1 of the Corporations Act 2001 (Cth); and</p> <p>2.2 full details of the cancellation of the Options are set out to ASX's satisfaction in the Scheme booklet.</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>	10.13.5
<b>Date</b>	30/01/2023
<b>ASX Code</b>	CRL
<b>Listed Company</b>	COMET RESOURCES LIMITED
<b>Waiver Number</b>	WLC230002-001
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Comet Resources Limited (the 'Company') in connection with the completion of the acquisition of 100% of the issued capital of Minerals Mining and Metallurgy Limited which is to acquire 100% of the issued capital of Mount Margaret Mining Pty Ltd which owns 100% interest in the Mt Margaret Copper project and associated regional tenements near Conclurry in Queensland Project (together, the 'Acquisition') and a proposed capital raising via a public offer at A \$0.20 per fully paid ordinary share to raise up to A\$27,000,000 ('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 750,000 fully paid ordinary shares to the Company's directors Mr Matthew O'Kane, Mr Hamish Halliday and Mr Alexander Molyneux (the 'Director Shares') not to state that the Director Shares will be issued no later than one (1) month after the date of the shareholder meeting ('Meeting'), on the following conditions:</p> <p>1.1 the Director Shares are issued no later than the date that the Capital Raising shares are issued which must be no later than three (3) months after the date of the Meeting;</p> <p>1.2 the Director Shares 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 Acquisition;</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 Director Shares; and</p> <p>1.4 the terms of the waiver are clearly disclosed in the notice of meeting 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.

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# Register of ASX Listing Rule Waivers

<b>Rule Number</b>	10.13.5
<b>Date</b>	19/01/2023
<b>ASX Code</b>	MYL
<b>Listed Company</b>	MALLEE RESOURCES LIMITED
<b>Waiver Number</b>	WLC230004-002
<b>Decision</b>	<p>1. Based solely on the information provided, ASX Limited ('ASX') grants Mallee Resources Limited (the 'Company'), in connection with the proposed capital raising by way of a placement of up to 9,523,810 shares at an issue price of \$0.42 per share ('Capital Raising Shares') to raise a maximum subscription of \$4,000,000 with a minimum subscription of \$2,000,000 ('Capital Raising'), a waiver from listing rule 10.13.5 to the extent necessary to permit the Company's notice of meeting ('Notice') seeking shareholder approval for, amongst other things, the issue of the following securities:</p> <p>1.1 71,429 shares to each of the directors of the Company, namely John Lam, Jeffrey Moore and Rowan Caren (or their nominees) and to former director Paul Arndt (or his nominee); and</p> <p>1.2 up to 3,203,321 shares to Hartree Metals LLC, (together, the 'Related Party Shares'),</p> <p>not to state that the Related Party Shares will be issued no later than one (1) month after the date of the shareholder meeting, on the following conditions:</p> <p>1.3 the Related Party Shares are issued by no later than the date that the Capital Raising Shares are issued which must be no later than 3 months after the date of the shareholder meeting;</p> <p>1.4 the Related Party Shares are issued pursuant to the relevant terms and conditions set out in the Notice;</p> <p>1.5 the circumstances of the Company, as determined by the ASX, have not materially changed since the Company's shareholders approved the issue of the Related Party Shares; and</p> <p>1.6 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>	<p>Underlying Policy Standard Decision, refer to Guidance Note 17.</p>

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